

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or
 Section 30(f) of the Investment Company Act of 1940

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations
 may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

Kloosterman Harold J.
 (Last) (First) (Middle)
 339 Sutton Road, P.O. Box 3666
 (Street)
 Barrington IL 60011
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Omega Healthcare Investors, Inc. (NYSE: OHI)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

March 2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer
 (Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

7. Individual or Joint/Group Filing (Check applicable line)

Form filed by one Reporting Person
 Form filed by more than one Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of,
 or Beneficially Owned

<TABLE>
 <CAPTION>

Owner-	1.	2.	3.	4.	5.	6.
Form:	7.			Securities Acquired (A) or Disposed of (D)	Amount of Securities	ship
Direct	Nature of		Transaction	(Instr. 3, 4 and 5)	Beneficially	
or	Indirect		Code	-----	Owned at End	(D)
1.		Transaction	(Instr. 8)	(A)	of Month	
Indirect	Beneficial					
Title of Security		Date	-----	Amount or Price	(Instr. 3	(I)
Ownership						

(Instr. 3) (mm/dd/yy) Code V (D) and 4)
 (Instr.4) (Instr. 4)

<S> <C> <C> <C> <C> <C> <C> <C>
 <C> <C>

Common Stock 03/01/02 A* 567 A \$4.41 53,431 D

Common Stock 30,246
 I**

</TABLE>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

(Print or Type Response)

(Over)

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<TABLE>
 <CAPTION>

10.	Owner-							9.
	ship							Number
	Form							of
	of	2.						Deriv-
Deriv-	11.	Conver-		5.		7.		ative
ative	Nature	sion		Number of		Title and Amount		Secur-
Secur-	of	or		Derivative	6.	of Underlying	8.	ities
ity:	In-	Exer-	4.	Securities	Date	Securities	Price	Bene-
Direct	direct	cise	3.	Trans-	Acquired (A)	Exercisable and	(Instr. 3 and 4)	of
(D) or	Bene-	Price	Trans-	action	or Disposed	Expiration Date	Deriv-	Owned
1.	ficial	of	action	Code	of (D)	(Month/Day/Year)	Amount	at End
Title of	Owner-	Deriv-	Date	(Instr.	(Instr. 3,	-----	or	Secur-
Derivative	ship	ative	(Month/	8)	4 and 5)	Date	Expira-	Month
(I)	ship	Secur-	Day/	-----	-----	Exer-	tion	(Instr.
Security	(Instr.	ity	Year)	Code V	(A) (D)	cisable	Date	(Instr.
(Instr. 3)	4)						Title	4)
4)	4)						Shares	5)

<S> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C>
<C> <C>

</TABLE>

Explanation of Responses:

* Grant of stock for payment of Director fees.

** Shares held directly by spouse.

/s/ HAROLD J. KLOOSTERMAN

April 9, 2002

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.