

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*

McNamara Donald J.
(Last) (First) (Middle)
4200 Texas Commerce Tower West, 2200 Ross Avenue
(Street)
Dallas TX 75201
(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

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

(Instr. 3) (Instr.4) (Instr. 4)	(mm/dd/yy)	Code	V	(D)	and 4)
<S> <C>	<C>	<C>	<C>	<C>	<C>
Common Stock, par value \$0.10 per share	4/3/2002	P	2,520	A	\$5.22
Common Stock, par value \$0.10 per share	4/3/2002	P	723	A	\$5.24
Common Stock, par value \$0.10 per share	4/1/2002	P	500	A	\$5.25
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	100	A	\$5.25
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	1,000	A	\$5.25
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	1,500	A	\$5.25
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	3,600	A	\$5.25
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	6,000	A	\$5.27
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	2,200	A	\$5.27
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	22,100	A	\$5.27
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	6,200	A	\$5.26
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	3,800	A	\$5.25
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	2,200	A	\$5.27
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	12,600	A	\$5.25
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	20,000	A	\$5.25
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	2,400	A	\$5.25
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	42,600	A	\$5.25
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	5,000	A	\$5.25
I(1) (1)					
Common Stock, par value \$0.10 per share	4/1/2002	P	50,000	A	\$5.25
I(1) (1)					
Common Stock, par value \$0.10 per share	4/2/2002	P	2,700	A	\$5.17
I(1) (1)					

Common Stock, par value \$0.10 per share I(1) (1)	4/2/2002	P	5,000	A	\$5.17
Common Stock, par value \$0.10 per share I(1) (1)	4/2/2002	P	3,900	A	\$5.17
Common Stock, par value \$0.10 per share I(1) (1)	4/2/2002	P	800	A	\$5.20
Common Stock, par value \$0.10 per share I(1) (1)	4/2/2002	P	800	A	\$5.20
Common Stock, par value \$0.10 per share I(1) (1)	4/2/2002	P	2,800	A	\$5.20
Common Stock, par value \$0.10 per share I(1) (1)	4/2/2002	P	1,400	A	\$5.20
Common Stock, par value \$0.10 per share I(1) (1)	4/2/2002	P	2,000	A	\$5.22
Common Stock, par value \$0.10 per share I(1) (1)	4/2/2002	P	100	A	\$5.22
Common Stock, par value \$0.10 per share I(1) (1)	4/3/2002	P	13,057	A	\$5.21
Common Stock, par value \$0.10 per share I(1) (1)	4/5/2002	P	4,800	A	\$5.25
Common Stock, par value \$0.10 per share I(1) (1)	4/5/2002	P	8,500	A	\$5.25
Common Stock, par value \$0.10 per share I(1) (1)	4/5/2002	P	5,000	A	\$5.25
Common Stock, par value \$0.10 per share I(1) (1)	4/5/2002	P	1,000	A	\$5.25
Common Stock, par value \$0.10 per share I(1) (1)	4/5/2002	P	700	A	\$5.25
Common Stock, par value \$0.10 per share I(1) (1)	4/5/2002	P	2,500	A	\$5.25
Common Stock, par value \$0.10 per share I(1) (1)	4/5/2002	P	700	A	\$5.25
Common Stock, par value \$0.10 per share I(1) (1)	4/8/2002	P	2,800	A	\$5.25
Common Stock, par value \$0.10 per share I(1) (1)	4/8/2002	P	3,000	A	\$5.25
Common Stock, par value \$0.10 per share I(1) (1)	4/8/2002	P	700	A	\$5.25
Common Stock, par value \$0.10 per share I(1) (1)	4/8/2002	P	500	A	\$5.25
Common Stock, par value \$0.10 per share I(1) (1)	4/8/2002	P	500	A	\$5.25
Common Stock, par value \$0.10 per share I(1) (1)	4/8/2002	P	500	A	\$5.25

I(1)	(1)						

Common Stock, par value \$0.10 per share	4/8/2002	P	400	A	\$5.25		
I(1)	(1)						

Common Stock, par value \$0.10 per share	4/8/2002	P	6,000	A	\$5.25		
I(1)	(1)						

Common Stock, par value \$0.10 per share	4/8/2002	P	1,400	A	\$5.35		
I(1)	(1)						

Common Stock, par value \$0.10 per share	4/8/2002	P	300	A	\$5.35		
I(1)	(1)						

Common Stock, par value \$0.10 per share	4/8/2002	P	300	A	\$5.35		
I(1)	(1)						

Common Stock, par value \$0.10 per share	4/8/2002	P	1,900	A	\$5.35		
I(1)	(1)						

Common Stock, par value \$0.10 per share	4/8/2002	P	2,800	A	\$5.35		
I(1)	(1)						

Common Stock, par value \$0.10 per share	4/8/2002	P	1,100	A	\$5.35		
I(1)	(1)						

Common Stock, par value \$0.10 per share	4/11/2002	P	154,600	A	\$6.10		
I(1)	(1)						

Common Stock, par value \$0.10 per share	4/12/2002	P	4,600	A	\$6.20		
I(1)	(1)						

Common Stock, par value \$0.10 per share	4/12/2002	P	3,000	A	\$6.20		
I(1)	(1)						

Common Stock, par value \$0.10 per share	4/12/2002	P	15,000	A	\$6.20	12,914,467	
I(1)	(1)						

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</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-
ship

9.

Number

