U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

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 Inst							
	Name and Address of Re							
	Erickson		omas	₩.				
	(Last)		 rst)	(Middle)				
	4200 Texas Commerce Tow							
			 reet)					
	Dallas	TX		75201				
	(City)		ate)	(Zip)				
 2.	Issuer Name and Ticker							
	Omega Healthcare Inves							
	IRS Identification Nur							
 4.	Statement for Month/Da							
	October 15, 2002							
 5.	If Amendment, Date of	Original (Mor		 c)				
 6.	Relationship of Report (Check all applicable)	ting Person to						
	[X] Director [_] Officer (give tit	tle below)		10% Owner Other (speci:	fy below)			
 7.	Individual or Joint/G	roup Filing ((Check applic	cable line)				
	[X] Form filed by one			rson				
	Table I Non-I	Derivative Sec or Benefic:	curities Acq ially Owned	quired, Dispose	ed of,			
<ta< td=""><td>ABLE> APTION></td><td></td><td></td><td></td><td></td><td></td><td></td><td>ć</td></ta<>	ABLE> APTION>							ć
0					4.		5.	6.
	ner-		2A.	3.	Securities Acquired Disposed of (D)	(A) or	Amount of Securities	ship
For			Deemed	Transaction	(Instr. 3, 4 and 5)		Beneficially	
Dir	rect Nature of	2.	Execution	Code			- Owned at End	(D)
or 1.	Indirect	Transaction	Date, if	(Instr. 8)	(A)		of Month	
Tit	direct Beneficial tle of Security mership	Date	any		Amount or	Price	(Instr. 3	(I)

(Instr. 3) (Instr. 4)	(mm/dd/yy) (mm/d	d/yy) Code	V	(D)	and 4)
<pre><s> <c></c></s></pre>	<c> <c></c></c>	<c></c>	<c> <c></c></c>	<c> <c></c></c>	<c></c>
Common Stock	10/15/02	A*	581	A \$4.30	17,717

					Reminder: Report on a separat owned directly or i		class of secur	ities beneficially		
If the Form is filed by mor 4(b)(v).	re than one Repor	ting Person, se	ee Instruction							
((Print or Type Re	sponse)	(Ove	er)						
FORM 4 (continued) Table II Derivative Securi (e.g., puts, calls,	warrants, option	s, convertible	securities)							
10.										
Owner-					9. Number					
ship					of					
Form 2.					Deriv-					
of Conver-		5.		7.	ative					
Deriv- 11. sion		Number of		Title and Amount	Secur-					
ative Nature or	3A.	Derivative	6.	of Underlying	8. ities					
Secur- of Exer-	Deem- 4.	Securities	Date	Securities	Price Bene-					
ity: In- cise 3.	ed Trans-	Acquired (A)	Exercisable and	(Instr. 3 and 4)	of ficially					
Direct direct Price Trans-	Execu- action	or Disposed	Expiration Date		Deriv- Owned					
(D) or Bene- 1. of action	tion Code	of(D)	(Month/Day/Year)	Amount	ative at End					
In- ficial Title of Deriv- Date	Date, if (Instr.	(Instr. 3,		or	Secur- of					
direct Owner- Derivative ative (mm/	any 8)	4 and 5)	Date Expira-	Number	ity Month					
(I) ship Security Secur- dd/	(mm/dd		Exer- tion	of	(Instr. (Instr.					
(Instr. (Instr. (Instr. 3) ity yy) 4) 4)	уу) Code V	(A) (D)	cisable Date	Title Share	s 5) 4)					

S> C> <c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>
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	Respons	es:											
-													
splanation of Grant of sto	ck for p	_		or fee	25			October 1					

 ${\tt Criminal\ Violations.}$

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.