

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 Instruction 1(b).

1. Name and Address of Reporting Person*

Decker Daniel A.
(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/Day/Year

October 15, 2002

5. If Amendment, Date of Original (Month/Day/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-	2a.	3.	4.	5.	6.
Form:	7.	Deemed	Securities Acquired (A) or Disposed of (D)	Amount of Securities	ship
Direct	Nature of	Transaction	(Instr. 3, 4 and 5)	Beneficially	
or Indirect	2.	Execution	Code	Owned at End	(D)
1.	Transaction	Date, if	(Instr. 8)	of Month	
Indirect Beneficial	Date	any	Amount or Price	(Instr. 3	(I)
Title of Security					
Ownership					

Derivative (I)	Security (Instr. 3)	Instrument (Instr. 4)	Expiration (mm/dd/yy)	Exercise (mm/dd/yy)	Code V	4 and 5)	Date	Expiration (mm/dd/yy)	Title	Number of Shares	Instrument (Instr. 5)	Month (Instr. 4)
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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
<C>	<C>											

</TABLE>

Explanation of Responses:

- (1) Grant of stock for payment of Director fees.
- (2) Grant of stock for payment of Director fees based on closing OHI share price on October 15, 2002 of \$4.30.

/s/ DANIEL A. DECKER

October 17, 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.