

OMB APPROVAL

OMB Number
Expires:
Estimated average burden
hours per response ..... 0.5

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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 of Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

1. Name and Address of Reporting Person\*

Bailey, Jr. Essel W.
(Last) (First) (Middle)
900 Victors Way, Suite 350
(Street)

Ann Arbor MI 48108
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Omega Healthcare Investors, Inc. (OHI)

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

4. Statement for Month/Year

August, 1999

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

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

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

President, CEO and Chairman

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

[x] 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- 4. 5. 6.
Securities Acquired (A) or Amount of ship

Form: 7. Direct Nature of or Indirect 1. Indirect Beneficial Title of Security Ownership (Instr. 3) (Instr.4) (Instr. 4)	2. Transaction Date (mm/dd/yy)	3. Transaction Code ----- (Instr. 8)			Disposed of (D) (Instr. 3, 4 and 5)		Securities Beneficially Owned at End of Month (Instr. 3 and 4)		(D)  (I)
		Date	Code	V	Amount	or (D)	Price		
<S> <C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Common Stock	8/4/99	P		2,000	A	\$20.00			D
Common Stock*	8/13/99		V	7,945	A	\$19.891	235,879		D
Common Stock* **	8/13/99		V	252	A	\$19.891	7,457		I

\* Represents shares acquired through the Company's Dividend Reinvestment Plan.

\*\* Owned directly by Menakka Bailey. Essel W. Bailey, Jr. disclaims beneficial ownership in these shares.

Note: Essel W. Bailey, Jr. is a trustee of the Montague Foundation. The Foundation holds 25.695

shares of Omega Healthcare Investors, Inc. common stock. Mr. Bailey disclaims any beneficial

ownership in these shares (Rule 16a-1(a)(2)).

</TABLE>

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

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

(Print or Type Responses)

(Over)

(Form 4-07/98)

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

Form

of

2.

9.

Number

of

Deriv-

Derivative	11. Nature of Security	Conversion or Exercise	3. Price of Derivative	4. Transaction Code (Instr. 8)	5. Number of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative or Security (Instr. 5)	Beneficially Owned at End of Month (Instr. 4)

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

Options Common 213,720

</TABLE>  
Explanation of Responses:

/s/ Essel W. Bailey, Jr. September 10, 1999  
-----  
\*\*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.