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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q/A

(MARK ONE)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE QUARTERLY PERIOD ENDED JUNE 30, 1997

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

FOR THE TRANSITION PERIOD FROM

TO

COMMISSION FILE NUMBER 1-11316

OMEGA HEALTHCARE
INVESTORS, INC.
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

MARYLAND
(State of Incorporation)
38-3041398
(I.R.S. Employer Identification No.)

905 W. EISENHOWER CIRCLE, SUITE 110, ANN ARBOR, MI 48103
(Address of principal executive offices)

(313) 747-9790
(Telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days.

Yes No
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Indicate the number of shares outstanding of each of the issuer's classes of common stock as of June 30, 1997

COMMON STOCK, \$.10 PAR VALUE	19,065,324
(Class)	(Number of shares)

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OMEGA HEALTHCARE INVESTORS, INC.

PART II -- OTHER INFORMATION

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(A) EXHIBITS -- THE FOLLOWING EXHIBITS ARE FILED HEREWITH:

<TABLE>
<CAPTION>

EXHIBIT	DESCRIPTION
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<S>	<C>
10.1	Facility Agreement between Principal Healthcare PLC and Morgan Guaranty, with Omega Healthcare Investors, Inc. as Guarantor
10.2	Promissory Note Secured by Deed of Legal Mortgage and Deed of Legal Mortgage between Principal Healthcare Finance Limited as the mortgagor and Omega Healthcare Investors, Inc. as the mortgagee
12	Ratio of Earnings to Combined Fixed Charges and Preferred Stock Dividends
27	Financial Data Schedule

</TABLE>

(B) REPORTS ON FORM 8-K.

The following report on Form 8-K was filed since March 31, 1997

Form 8-K dated April 25, 1997: Report with exhibits in connection with issuance of Class A Cumulative Preferred Stock

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

OMEGA HEALTHCARE INVESTORS, INC.
Registrant

<TABLE>		
<S>	<C>	<C>
By:	/s/ ESSEL W. BAILEY, JR.	President

	ESSEL W. BAILEY, JR.	
By:	/s/ DAVID A. STOVER	Chief Financial Officer

	DAVID A. STOVER	
</TABLE>		

Date: July 28, 1997