

2014 APR 1 AM 10:44
SECRETARY OF STATE
STATE OF IDAHO



**STATEMENT OF CHANGE OF REGISTERED AGENT,
REGISTERED OFFICE, OR BOTH**
(See reverse for instructions)

File #: W132050

The undersigned entity submits the following statement for the purpose of changing its registered agent, its registered office, or both, in the State of Idaho.

1. The name of the entity is:

OHI ASSET (ID) HOLLY, LLC

2. The name and street address of its **old** registered agent and office is:

C T CORPORATION SYSTEM

921 S ORCHARD ST STE G

BOISE, ID 83705

3. The name and street address of its **new** registered agent and office in Idaho is:

Corporation Service Company

12550 W. Explorer Drive, Suite 100, Boise, ID 83713

(not a PO box or PMB)

I consent to serve as registered agent for the above-named entity.
Corporation Service Company

By: Grace E Kirby
(Signature of new registered agent) GRACE E. KIRBY, ASST. VP

03/27/2014

(Date)

Dated: 03/27/2014

Signature: 

Printed: DONA PRIEBE

Capacity: ATTORNEY IN FACT

STATE OF MARYLAND)

COUNTY OF BALTIMORE)

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT Robert O. Stephenson the CFO of Omega Healthcare Investors, Inc. ("the Company"), a corporation established under the laws of Maryland, and of the subsidiary entities shown on the list appended hereto, does hereby appoint Corporation Service Company employees Dona Priebe and Elizabeth A. Dawson attorneys-in-fact for the Company and for the subsidiary entities, to act for the Company and for the subsidiary entities and in the name of the Company and of the subsidiary entities for the limited purposes authorized herein.

The Company and the subsidiary entities, having taken all necessary steps to authorize the changes and the establishment of this Power of Attorney, hereby grants its attorneys-in-fact the power to execute the documents necessary to change the Company's and the subsidiary entities' registered agent and registered office, or the agent and office of similar import, in any jurisdiction.

In the execution of any documents necessary for the purposes set forth herein, Dona Priebe shall exercise the power of Vice President and Elizabeth A. Dawson shall exercise the power of Secretary, or, in the case of entities having managers or other positions of authority rather than officers such as Vice President or Secretary, the named individuals shall act in such office and with such authority as is required to effect the changes herein contemplated.

This Power of Attorney expires upon the earlier to occur of (a) completion and filing of the documents necessary to effect the changes in registered agent and registered office addresses contemplated herein, or (b) six (6) months after the Effective Date set forth below. The Company may revoke this Power of Attorney at any time by notice to Dona Priebe and Elizabeth A. Dawson.

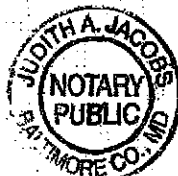
IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this 13 day of March, 20 14 (the "Effective Date").

Omega Healthcare Investors, Inc.

BY: [Signature]

Subscribed and sworn to before me this 13 day of March, 20 14

[Signature]
Notary Public



JUDITH A. JACOBS
Notary Public, State of Maryland
County of Baltimore
My Commission Expires May 12, 2016