

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*

Kloosterman Harold J.
(Last) (First) (Middle)
339 Sutton Road, P.O. Box 3666
(Street)
Barrington IL 60011
(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-	7.	2A.	3.	4.	5.	6.
Form:	Nature of	Deemed	Transaction	Securities Acquired (A) or Disposed of (D)	Amount of Securities	ship
Direct	or Indirect	Execution	Code	(Instr. 3, 4 and 5)	Beneficially	
1.	1.	Transaction	Date, if	(Instr. 8)	Owned at End	(D)
Indirect	Beneficial	Date	any	Amount	or Price	(Instr. 3
Title of Security	Ownership					(I)

(Instr. 3) (Instr. 4) (Instr. 4) (Instr. 4)
 (mm/dd/yy) (mm/dd/yy) Code V (D) and 4)

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

Common Stock 10/15/02 A* 581 A \$4.30 61,253 D

(1) 35,206 I

</TABLE>

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

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

(Print or Type Response)

(Over)

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 Derivative Security:	Direct (D) or Indirect (I) Security (Instr. 3 and 4)	11.	Nature of In-direct Beneficial Ownership	2.	Conversion or Exercise Price of Derivative Security (Instr. 3 and 4)	3.	Transaction Date (mm/dd/yy)	3A.	Deemed Executed Date (mm/dd/yy)	4.	Transaction Code (Instr. 8)	5.	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)	6.	Date Exercisable and Expiration Date (Month/Day/Year) (Instr. 3 and 4)	7.	Title and Amount of Underlying Securities (Instr. 3 and 4)	8.	Price of Derivative Security (Instr. 5)	9.	Number of Beneficially Owned Derivative Securities at End of Month (Instr. 4)
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