

REA - CR**Charlwell House SNF Operations BHC LLC**

Date: 11/27/2024

Filing Year: 2023

Time: 11:19 AM

SCHEDULE 1 : CONTACT AND DISCLOSURE INFORMATION**Organization Information****Table 1**

Line #		1
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Facility Info

1.1	Facility VPN	0950784
1.2	Facility MMIS Provider ID	110189597A
1.3	Balance Sheet Date	12/31/2023
1.4	Reporting Period: From	01/01/2023
1.5	Reporting Period: To	12/31/2023

Realty Co Info

1.6	Name of Realty Company	MA Prop 3 LLC
1.7	Realty Company Organization ID	21914
1.8	Street Address	391 Oak Ave
1.9	City	Cedarhurst
1.10	State	NY
1.11	Zip Code	11516
1.12	Phone Number	+1 () -
1.13	Fax	+1 () -
1.14	Legal Status	Limited Liability Corporation (LLC)
1.15	Is this information correct?	Yes
1.16	Has the realty company changed ownership during the year?	No
1.17	If yes, please enter the transaction date.	

Certifier Information**Table 2**

2.1	Contact person for this report	☐ Use login user's information to fill fields below
2.2	Name	Nicole Liebb
2.3	Firm (if not Realty Company)	Charlwell House SNF Operations BHC LLC

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2.4	Title	Executive Assistant
2.5	Street Address	701 Cross Street, Suite 132
2.6	City	Lakewood
2.7	State	NJ
2.8	Zip Code	08701
2.9	Phone Number	+1 (732) 522-4338
2.10	Fax	+1 (732) 719-6338
2.11	E-mail address	nicoleliebb@outlook.com
2.12	Is this information correct?	Yes

Preparer Information

Please use this section to provide contact information for a "Preparer," who is the authorizing person of this report, and is not the "Owner." If you are the sole authorized individual completing this report, please check the box below in Line 3.1.

Table 3

3.1	☐ I am the sole individual completing this cost report as an Owner, Partner, or Officer, and do not have a Preparer formally attesting to this information.	
3.2	Preparer	☐ Use login user's information to fill fields below
3.3	Firm Name / Realty Company	Bonadio & Co., LLP
3.4	Preparer's Last Name	Murray
3.5	Preparer's First Name	Chelsea
3.6	Preparer's Middle Name	Marie
3.7	Title	Executive Vice President
3.8	Street Address	171 Sully's Trail
3.9	City	Pittsford
3.10	State	New York
3.11	Zip Code	14534
3.12	Phone Number	+1 (585) 249-2791
3.13	Fax	+1 (585) 381-3131
3.14	Email Address	cmurray@bonadio.com
3.15	Is this information correct?	Yes
3.16	Type of Accounting Service Performed	Other (Explain in Footnotes)

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SCHEDULE 2 : INCOME AND EXPENSES

Income			
Table 1	Column #		1
Line #	Account	Description	Reported
		Rental Income from:	
1.1	3510.1	Nursing Facilities	1,033,534
1.2	3510.2	Residential Care Facilities	
1.3	3520.0	Other Rental Income	
1.4	3530.0	Other Income	
1.5	3540.0	Recoverable Fixed Income	
100	3500.0	TOTAL INCOME	1,033,534

Expenses						
Note: If Assets on Schedule 3, Column 1 is not blank, then Depreciation must be reported here on Schedule 2, Table 2 Column 4; it can not be zero.						
Table 2	Column #		1	2	3	4
Line #	Account	Description	Depreciation %	Reported	Non-Allowable Expenses and Add -backs	Allowable
2.1	9550.0	Depreciation: Building	2.50%	258,750		258,750
2.2	9560.8	Depreciation: Improvements	5.00%			0
2.3	9570.0	Depreciation: Equipment	10.00%	10,000		10,000
2.4	9575.0	Depreciation: Software/Limited Life Assets	33.33%			0
		Long-Term Interest				
2.5	9545.1	Long Term Interest: Nursing Facilities		1,202,067		1,202,067
2.6	9545.2	Long Term Interest: Residential Care Facilities				0
2.7	9540.0	Real Estate Taxes				0
2.8	9540.5	Personal Property Taxes				0
2.9	9541.5	MA Corp. Excise Tax Non-Income Portion				0
2.10	9580.0	Insurance: Building, Building Improvements, Equipment				0
2.11	9547.0	Other Fixed Expenses		345,000		345,000
2.12	9502.5	Other Operating Expenses		38,938		38,938

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2.13	9502.4	Utilities & Plant Operations Expenses		0		0
2.14	9545.5	Interest on Working Capital			0	0
2.15	9546.0	Interest on Late Payments, Penalties			0	0
2.16	3540.0	Recoverable Fixed Income			0	0
200	9500.0	TOTAL REPORTED REA-CR EXPENSES		1,854,755	0	1,854,755

Detail of Other Fixed Expenses, Account 9547.0

Table 3	1	2
Line #	Description	Reported
3.1	Amortization Expense - Organizational Cost	
3.2	Amortization Expense - Goodwill	345,000
300	SUBTOTAL: OTHER FIXED EXPENSES	345,000

Detail of Other Operating Expenses, Account 9502.5

Table 4	1	2
Line #	Description	Reported
4.1	Professional Fee	35,895
4.2	Dues & Subscriptions	441
4.3	Licenses	800
4.4	Bank Fees	1,802
400	SUBTOTAL: OTHER OPERATING EXPENSES	38,938

Detail of Utilities & Plant Operations Expenses, Account 9502.4

Table 5	1	2
Line #	Description	Reported
500	SUBTOTAL: UTILITIES & PLANT OPERATIONS EXPENSES	0

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SCHEDULE 3 : ALLOWABLE FIXED ASSETS AND EXPENSES

Allowable Fixed Assets and Expenses						
Table 1	Column #		1	2	3	4
Line #	Account	Description	Allowable Assets (Basis), Beginning of Year	Asset Additions	Asset Deletions	Allowable Assets (Basis), End of Year
1.1	1511.3	Land	1,150,000			1,150,000
1.2	1521.3	Building	10,350,000			10,350,000
1.3	1611.3	Improvements				0
1.4	1651.3	Equipment	50,000			50,000
1.5	1710.3	Software/Limited Life Assets				0

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SCHEDULE 4 : BALANCE SHEET

Current Assets			
Table 1	Column #		1
Line #	Account	Description	Account Balance
	<i>Cash and Equivalents</i>		
1.1	1025.0	Cash and Equivalents	94,682
1.2	1040.0	Short-term Investments	
1.3	1045.0	Current Portion Assets Whose Use is Limited	
1.4	1050.0	Other Cash and Equivalents	
1.100	1010.0	Subtotal: Cash and Equivalents	94,682
	<i>Accounts Receivable</i>		
1.5	1120.0	Accounts Receivable	
1.6	1130.0	Rent Receivable	
1.7	1140.0	Reserve for Bad Debt	
1.200	1070.0	Subtotal: Accounts Receivable	0
	<i>Loans Receivable</i>		
1.8	1160.0	Officers/Owners	
1.9	1180.0	Affiliates/Related Parties	
1.10	1185.0	Other	
1.300	1150.0	Subtotal: Loans Receivable	0
	<i>Prepaid Expenses and Other Current Assets</i>		
1.11	1270.0	Prepaid Interest	
1.12	1280.0	Prepaid Insurance	
1.13	1300.0	Other Prepaid Expenses	
1.400	1260.0	Subtotal: Prepaid Expenses and Other Current Assets	0
1.14	1311.0	Other Current Assets	0
100	1005.0	TOTAL CURRENT ASSETS	94,682

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Detail of Other Current Assets, Account 1311.0		
Table 2	1	2
Line #	Description	Account Balance
200	SUBTOTAL: OTHER CURRENT ASSETS	0

Non-Current (Fixed) Assets			
Table 3	Column #		1
Line #	Account	Description	Account Balance
3.1	1511.1	Land - Cost	1,150,000
3.2	1521.1	Building – Cost	10,350,000
3.3	1522.2	Building – Accumulated Depreciation	(1,088,907)
3.100	1520.0	Building - Book Value	9,261,093
3.4	1611.1	Building Improvements – Cost	
3.5	1612.2	Building Improvements – Accumulated Depreciation	
3.200	1610.0	Building Improvements – Book Value	0
3.6	1631.1	Other Improvements – Cost	
3.7	1632.2	Other Improvements – Accumulated Depreciation	
3.300	1630.0	Other Improvements – Book Value	0
3.8	1651.1	Equipment – Cost	50,000
3.9	1652.2	Equipment – Accumulated Depreciation	(30,884)
3.400	1650.0	Equipment – Book Value	19,116
3.10	1701.1	Motor Vehicles – Cost	
3.11	1702.2	Motor Vehicles – Accumulated Depreciation	
3.500	1700.0	Motor Vehicles – Book Value	0
3.12	1710.1	Software/Limited Life Assets - Cost	
3.13	1710.2	Software/Limited Life Assets – Accumulated Depreciation	

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3.600	1710.0	Software/Limited Life Assets – Book Value	0
300	1500.0	TOTAL NON-CURRENT (FIXED) ASSETS	10,430,209

Deferred Charges and Other Non-Current Assets

Table 4	Column #		1
Line #	Account	Description	Account Balance
4.1	1975.3	Long Term Investments	
4.2	1975.4	Non-Current Assets Whose Use is Limited	
4.3	1985.0	Other Deferred Charges and Other Non-Current Assets	1,796,815
4.4	1979.0	Construction in Progress	
4.5	1975.1	Mortgage Acquisition Cost	
4.6	1975.2	Accumulated Amortization of Mortgage Acquisition Cost	
4.100	1975.0	Subtotal: Unamortized Mortgage Acquisition Cost	0
400	1900.0	TOTAL DEFERRED CHARGES AND OTHER NON-CURRENT ASSETS	1,796,815

Detail of Other Non-Current Assets, Account 1985.0

Table 5	1	2
Line #	Description	Account Balance
5.1	Organizational Costs, net of accumulated amortization	(215,685)
5.2	Goodwill, net of accumulated amortization	2,012,500
500	SUBTOTAL: OTHER NON-CURRENT ASSETS	1,796,815

Table 6			
600	1000.0	TOTAL ASSETS	12,321,706

Current Liabilities

Table 7	Column #		1
Line #	Account	Description	Account Balance
	Accounts Payable		
7.1	2020.0	Trade Payables	3,295

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7.2	2030.0	Accrued Expenses	85,943
7.100	2010.0	Subtotal: Accounts Payable	89,238
	Total Current Portion of Long-Term Debt		
7.3	2110.0	Officer, Owner, Related Parties	
7.4	2120.0	Subsidiaries and Affiliates	
7.5	2130.0	Banks	
7.6	2140.0	Motor Vehicles	
7.7	2150.0	Other Short-Term Financing	
7.8	2160.0	Long-Term Debt, Current Portion	
7.200	2100.0	Subtotal: Total Current Portion of Long-Term Debt	0
7.9	2230.0	Total Other Current Liabilities	(92,280)
7.10	2240.0	Accrued Taxes – Realty and Management	
700	2005.0	TOTAL CURRENT LIABILITIES	(3,042)

Detail of Other Current Liabilities, Account 2230.0

Table 8	1	2
Line #	Description	Account Balance
8.1	Due to Affiliates	(92,280)
800	SUBTOTAL: OTHER CURRENT LIABILITIES	(92,280)

Non-Current Liabilities

Table 9	Column #		1
Line #	Account	Description	Account Balance
9.1	2310.0	Mortgages	12,371,632
9.2	2320.0	Other Long-Term Debt	475,490
9.100	2311.0	Subtotal: Mortgages and Other Long-Term Debt	12,847,122
9.3	2330.0	Due to Affiliates/Related Parties	
900	2300.0	TOTAL NON-CURRENT LIABILITIES	12,847,122

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Total Liabilities

Table 10			
1000	2800.0	TOTAL LIABILITIES	12,844,080

Net Worth

Table 11	Column #		1
Line #	Account	Description	Account Balance
	Proprietorship, Partnership, or Limited Liability Company (LLC)		
11.3	2520.0	Capital	280,965
11.4	2530.0	Proprietor Drawings	
11.5	2540.0	Partnership/Member (LLC) Drawings	(2,213,168)
11.6	2545.0	Contributions	2,231,050
11.7	2550.0	Net Profit/(Loss) Year to Date	(821,221)
11.200	2510.0	Total Proprietorship, Partnership, or LLC Net Assets	(522,374)
1100	2500.0	TOTAL NET WORTH	(522,374)

Total Liabilities and Net Worth

Table 12			
1200	2000.0	TOTAL LIABILITIES AND NET WORTH	12,321,706

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SCHEDULE 5 : SUMMARY OF LONG-TERM DEBT

This schedule must include all mortgages and notes payable, including those paid in full during the reporting year, whether or not interest expense is incurred. Each new note/mortgage must be reported with all information items filled in completely. New notes/mortgages or enhancements of existing notes/mortgages must be reported on a new line separately.

Mortgages and Notes Supporting Fixed Assets						
Table 1						
Line / Column #	1	2	3	4	5	6
	Borrower Entity	Type of Notes Payable	Lender Name	Related Party	Date Mortgage Acquired	Due Date
1.1	MA Prop 3 LLC	Other	Customers Bank	No	12/31/2019	3/1/2024
100	TOTALS					
200	Amount Reported for Long-term Interest and Amortization of Mortgage Acquisition Costs (Schedule 2 Line 2.5. Column 2 and Schedule 2 Line 2.6. Column 2)					

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7	8	9	10	11	12	13
Number of Months Amortized	Monthly Payments	Original Loan Amount	Mortgage Acquisition Costs	Amortization of Mortgage Acquisition Costs	Beginning Loan Balance: Jan 1	Beginning Balance (New Loans)
48	24,556	13,400,000	554,619	184,873	12,666,296	
			554,619	184,873		

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14	15	16	17	18	19
Principal Payments	Pay Off Amount	Pay Off Date	Ending Loan Balance: Dec 31	Interest Rate %	Interest Expense
294,664			12,371,632	8.320%	1,017,194
			12,371,632		1,017,194
					1,202,067

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20	21
Period Expenses	Total Interest, Period Expenses, & Mortgage Acquisition Costs
	1,202,067
0	1,202,067

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SCHEDULE 6 : RECONCILIATIONS AND DISCLOSURES**Part 1: Reconciliation of Income and Expenses per Financial Statements to Cost Report**

Net Income / Loss per REA-CR			
Table 1	Column #		1
Line #	Account Number	Description	Amount
1.1	3500.0	Total Income (reported on REA-CR Schedule 2)	1,033,534
1.2	9500.0	Total Operating Expenses (reported on REA-CR Schedule 2)	1,854,755
100	2550.0	REA-CR Net Income/(Loss) before reconciling items	(821,221)
Reconciling Items: Items reported on REA-CR but not on Financial Statements			
Table 2	Column #	1	2
Line #		Description	Reported
200	2905.0	Subtotal	0
Reconciling Items: Items Reported on Financial Statements but not on REA-CR			
Table 3	Column #	1	2
Line #		Description	Reported
300	2910.0	Subtotal	0
Table 4			1
400		NET INCOME/(LOSS) PER FINANCIAL STATEMENTS	(821,221)
<i>Please upload an explanation for EACH reconciling item using the upload function on Schedule 7, Section 2 (Footnotes and Explanations).</i>			

Part 2: Reconciliation of Net Worth

Proprietorship, Partnership, or Limited Liability Company (LLC)			
Table 5	Column #		1
Line #	Account Number	Description	Amount
5.1	2500.0	Balance: PRIOR YEAR	280,965
		Increases (decreases):	
5.2	2915.0	Other: Prior Period Adjustment(s)	0
5.3	2545.0	Capital contributions during the year	2,231,050
5.4	2550.0	REA-CR Net Income / (Loss)	(821,221)
5.5	2530.0	Proprietor Drawings during the year	0

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5.6	2540.0	Partnership/Member (LLC) Drawings during the year	(2,213,168)
500	2500.0	BALANCE: CURRENT YEAR	(522,374)

Prior Period Adjustments, Account 2915.0

Disclose all facts relative to adjustments(s) and explain below any impact on reimbursable costs as reported on prior year(s) cost report identifying the specific accounts affected.

Table 7	1	2
Line #	Description	Amount
700	TOTAL	0

Part 3: Earnings and Compensation Disclosures

This schedule is used to report the name(s) of the Owner, Partner, or Officer and disclose all salary and benefits, drawings and dividends, and other compensation as well as the accounts that were charged.

9.1	2530.0									0
9.2										0
Table 10	1	2	3	4	5	6	7	8	9	10
Line #	Account Number	Description	Last Name	First Name	Title	% of Time Devoted	Salary & Benefits	Draw / Dividends	Other Compensation	TOTAL

Partnership, Limited Liability Company (LLC)

10.1	2540.0 - Partnership/Member (LLC) Drawings	Partnership Distributions	Subordinate CA 33 Capital, LLC	Subordinate CA 33 Capital, LLC	Owner	0.00%		(994,389)		(994,389)
10.2	2540.0 - Partnership/Member (LLC) Drawings	Partnership Distributions	MABVProp, LLC	MABVProp, LLC	Owner			(774,609)		(774,609)
10.3	2540.0 - Partnership/Member (LLC) Drawings	Partnership Distributions	Mass ML, LLC	Mass ML, LLC	Owner			(266,508)		(266,508)

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10.4	2540.0 - Partnership/Member (LLC) Drawings	Partnership Distributions	Martin Lane Mass, LLC	Martin Lane Mass, LLC	Owner			(177,662)		(177,662)
11.1										0

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SCHEDULE 7 : FOOTNOTES AND OTHER DISCLOSURES

UPLOADS REQUIRED
(1) Entity Level Cost Report
<i>Upload Type: Excel Template</i>
Use the template provided to report applicable realty company, real property owner, and/or REIT information.
Note: This information must be submitted in the format of the template provided.
(2) Footnotes and Explanations
<i>Upload Type: Excel, Word, or PDF</i>
This section is used to provide detail to any of the information included in this report.
(3) Related Party Debt
<i>Upload Type: Excel Template</i>
List any indebtedness (mortgages, deeds, trust instruments, notes or other financial information) between the Realty Company and any direct or indirect owners as reported on the template uploaded in accordance with Schedule 7, Section (4) Ownership and Facility Information.
Example: If the owner borrowed monies from the realty company, report the owner as 'Borrower'. If the Realty Company borrowed monies from the owner, list the realty company as 'Borrower'.
Note: This information must be submitted in the format of the template provided.
(4) Ownership and Facility Information
<i>Upload Type: Excel Template</i>
List the names of all direct and indirect realty company owners and the name(s) of any Massachusetts and non-Massachusetts nursing or residential care facilities that own, directly or indirectly, an interest of 5% or more.
Note: This information must be submitted in the format of the template provided.

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(5) Related Party Markup

Upload Type: Excel Template

Indicate any entity or person as defined as a "related party" in 101 CMR 206.00 and that (a) provides services, facilities, goods and/or supplies to this company; or (b) receives any salary, fee or other compensation from this company. Indicate the amount paid by this company for this reporting year. (Attach addendum if necessary.)

Note: This information must be submitted in the format of the template provided.

(6) Financial Statement Documentation

Upload Type: PDF

Providers must upload financial statement documentation, such as audited, unaudited, reviewed, or compiled financial statements. Uploading these statements is

not intended to be an additional requirement for the sole purposes of complying with CHIA's reporting requirements in Section 7.03 (d) of Title 957 of the Code of

Massachusetts Regulations (CMR):

If a Provider or its parent organization is required or elects to obtain independent audited financial statements for purposes other than 957 CMR 7.00, the Provider

must file a complete copy of its audited financial statements with the Center, that most closely correspond to the Provider's Nursing Facility cost report fiscal period. If

the Provider or its parent organization does not obtain audited financial statements but is required or elects to obtain reviewed or compiled financial statements for

purposes other than 957 CMR 7.00, the Provider must file with the Center a complete copy of its financial statements that most closely correspond to the Nursing

Facility cost report fiscal period.

Please select one option from the menu, and upload applicable statements for choices A or B. They are listed in descending order of preference:

☐ A) Financial Statement: Audited, reviewed, or compiled financial statements prepared by a Certified Public Accountant (CPA).

☒ B) Unaudited Financial Statement: Unaudited financial statements for the reporting year.

☐ C) Financial Statements Unavailable: The Entity level organization did not complete audited, reviewed, or compiled financial statements for purposes other than 957 CMR 7.00.

Note: If A or B are selected Providers need to submit a financial statement. If C is selected an upload is not required.

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File Submission History

Date Uploaded	File	File Name	File Type	Uploaded By
4/26/2024 10:36:07 AM	(1) Entity Level Cost Report	Entity Level Cost Report.xlsx	application/vnd.openxmlformats-officedocument.spreadsheetml.sheet	Chelsea Murray
4/26/2024 10:36:20 AM	(3) Related Party Debt	Related Party Debt.xlsx	application/vnd.openxmlformats-officedocument.spreadsheetml.sheet	Chelsea Murray
4/26/2024 10:36:27 AM	(4) Ownership and Facility Information	Ownership And Facility Information.xlsx	application/vnd.openxmlformats-officedocument.spreadsheetml.sheet	Chelsea Murray
4/26/2024 10:36:35 AM	(5) Related Party Markup	Related Party Markup.xlsx	application/vnd.openxmlformats-officedocument.spreadsheetml.sheet	Chelsea Murray
4/26/2024 10:41:21 AM	(6) Financial Statement Documentation	Financial Statements.pdf	application/pdf	Chelsea Murray
4/26/2024 9:43:10 PM	(2) Footnotes and Explanations	Footnotes and Explanations.docx	application/vnd.openxmlformats-officedocument.wordprocessingml.document	Chelsea Murray

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SCHEDULE 8 : SUBMISSION ATTESTATION

Electronic signatures are required to submit this Cost Report. There are two sections that require signature: (A) Certification by Preparer (Other than Owner, Partner, or Officer) and (B) Certification by Owner, Partner, or Officer

Section A - Certification by Preparer (Other than Owner, Partner, or Officer)

Note: The information in the table below is sourced from Schedule 1, Table 3 of this report.

1.1	Firm Name / Realty Company	Bonadio & Co., LLP
1.2	Preparer's Last Name	Murray
1.3	Preparer's First Name	Chelsea
1.4	Preparer's Middle Name	Marie
1.5	Title	Executive Vice President
1.6	Street Address	171 Sully's Trail
1.7	City	Pittsford
1.8	State	New York
1.9	Zip Code	14534
1.10	Phone Number	+1 (585) 249-2791
1.11	Email Address	cmurray@bonadio.com
1.12	Is this information correct?	Yes
1.13	[x] By checking this box I hereby certify that I am the Preparer of this report noted above and I attest, to the best of my knowledge and belief, that this cost report is a true, correct, and complete statement. This report is subject to audit and verification by the Center for Health Information and Analysis.	
1.14	Date of Authorization:	04/26/2024
	<i>Please note this button does not submit the Cost Report for CHIA review, and is solely for your internal review purposes. If the report needs to be unlocked by the Preparer, uncheck the attestation box on Line 1.13 and click the Save and Validate button</i>	

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Time: 11:19 AM

Section B - Certification by Owner, Partner, or Officer

I declare and affirm under the penalties of perjury that this cost report and supporting schedules have been examined by me and, to the best of my knowledge and belief, are a true and correct statement of total operating expenditures, balance sheet, earnings and expenses, and other required information. Further, I declare that the report and supplemental information were prepared from the books and records of the provider, unless otherwise noted, in accordance with applicable federal and state laws, regulations and instructions. I understand that any payment resulting from this report will be from state and federal funds and that any false statements or documents, or the concealment of a material fact, may be prosecuted under applicable federal and state laws. I also understand that this report and supporting schedules are subject to audit and verification by the Center for Health Information and Analysis or any other state or federal agency or their subcontractors. I will keep all records, books, and other information pertaining to this cost report for a period of five years. If there is an unresolved audit exception, I will keep these records until all issues are resolved.

2.1	[x] By checking this box I hereby certify that I am the authorizing person of this report noted above and I attest, to the best of my knowledge and belief, that this cost report is a true, correct, and complete statement. This report is subject to audit and verification by the Center for Health Information and Analysis.	
2.2	Date of Authorization	04/28/2024
2.3	Last Name	Steinberg
2.4	First Name	Moshe
2.5	Middle Name	
2.6	Title	
2.7	Is this information correct?	Yes
	<i>Please note once the Submit button is clicked, this Cost Report and all attachments will be submitted to CHIA for review and finalized. This Cost Report can then only be reopened by contacting CHIA and submitting a request.</i>	
	<i>Please submit all requests to Costreports.LTCF@CHIAmass.gov along with the following information:</i>	
	<i>a) User Name</i>	
	<i>b) User E-Mail Address</i>	
	<i>c) Organization Name</i>	
	<i>d) Applicable Filing Year</i>	
	<i>e) Reason for request</i>	