

Edgar Filing: LEXINGTON HEALTHCARE GROUP INC - Form 4

LEXINGTON HEALTHCARE GROUP INC

Form 4

February 26, 2001

FORM 4

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 this 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

Friedler Jack

(Last) (First) (Middle)

4779 Collins Avenue, Suite 3304

(Street)

Miami Beach Florida 33140

(City) (State) (Zip)

=====

2. Issuer Name and Ticker or Trading Symbol

Lexington Healthcare Group, Inc. (NASDAQ: LEXI)

=====

3. IRS or Social Security Number of Reporting Person (Voluntary)

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4. Statement for Month/Year

January 2001

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

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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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (mm/dd/yy) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount Secu- Bene- Own- of M (Ins and |
|---------------------------------------|---|---|---|--|------------------|---------------------|---|
| | | Code | V | Amount | (A) or (D) | Price | |
| Common Stock | 01-26-01 | P | | 105,600 | A | \$0.14 per share | 225 sha |
| Common Stock | | | | | | | 1,4 |

*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 Response)

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 2. Conver- sion or Exer- cise | 3. | 4. Trans- | 5. Number of Derivative Securities Acquired (A) | 6. Date Exercisable and | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Pri of |
|--|----|--------------|---|-------------------------------|---|-----------------|
|--|----|--------------|---|-------------------------------|---|-----------------|

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| 1. Title of Derivative Security (Instr. 3) | Price of Deriv- ative Secur- ity | Trans- action Date (Month/ Day/ Year) | action Code (Instr. 8) ----- Code V | or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D) | Expiration Date (Month/Day/Year) ----- Date Expira- tion Date | ----- Amount or Number of Shares | ----- Den ati Sec ity (In 5) |
|--|---|--|--|---|--|---|--|
| Options to purchase | \$0.01 | 01-26-01 | P | A | 01-26-01 01-25-11 | Shares of 119,567 Common Stock | \$0. |

Explanation of Response: New Generation LLC, a limited liability company wholly owned and controlled by Mr. Jack Friedler, acquired the shares of common stock (the "Common Stock") of Lexington Healthcare Group, Inc. (the "Company") referenced on page 1 hereof in addition to the options referenced on page 2 hereof on January 26, 2001 in a private transaction entered into by Mr. Friedler and Mr. Harry Dermer and Ms. Mary Archambault (the "Transaction"). The total shares of Common Stock indirectly owned by New Generation LLC as reported on page 1 hereof includes the shares of Common Stock underlying the options reported on page 2 hereof pursuant to Rule 16a-1 (a) (2) (ii) (F) of the Securities Exchange Act of 1934, as amended. The Transaction would not have been reported hereunder but for Mr. Friedler's pre-existing direct ownership of shares of Common Stock of the Company, in that the pecuniary interest held by New Generation LLC is less than ten percent (10%).

The figure "\$0.15" denoting the price paid per option is an approximation: A total of \$17,772 was paid for the 119,567 options reported.

NEW GENERATION LLC

/s/ Jack Friedler 02/13/01

 By: Jack Friedler Date
 Title: Sole Owner and Manager

** 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 procedures.