BOITANO DAVID M Form 4/A February 07, 2003

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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(h) of the Investment Company Act of 1940

O Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue.
See Instruction 1(b)

	Address of Reast, First, Midd		2.		r Name and Ticke ling Symbol	r or	3.	I.R.S. Identification Number of Report Person, if an entity (Voluntary)			
Boitano, Da	avid M.			Natio	onwide Health Propo P)	erties, Inc.					
	vide Health Pro ort Center Drive		4.	Statement for (Month/Day/Year)			5.	If Amendment, Date of Original (Month/Day/Year) January 28, 2003			
	(Street)		6.		tionship of Reporti er (Check All Applic	_	7.	Individual or Join (Check Applicable			
Newport Beach, CA 92660						o	Director _O	10% Owner		X	Form filed by One Reporting Person
(City)	(State) (Zip)			X	Officer (give tit	le below)		0	Form filed by More than One Reporting		
					Other (specify below)				Person		
				O	Other (specify t	elow)			reison		

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).

			Tabl	e I	Non-Derivative S	ecu	rities Acquire	ed, Disposed of, or	Ber	neficially Owne	d		
1.	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	2a.	Deemed Execution Date, if any. (Month/Day/Year)	3.	Transaction4. Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5.	Amount of 6. Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
								(A) or					
							Code V	Amount (D) Price					
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_													
_													
_							Page 2						
							r age 2						

$\begin{tabular}{ll} \textbf{Table II} & \textbf{Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ & (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1.	. Title of Derivative Security (Instr. 3)		Conversion or Exercise Price of Derivative Security	3.	Transaction Date (Month/Day/Year)	3a.	Deemed Execution 4. Date, if any (Month/Day/Year)	Co	Transaction Code (Instr. 8)		Securi Acquir (D)	Securities Acquired (A) or Dispos		sed of
								Co	ode	V	(A)	(D)	
	Options-Right to Buy		\$20.00		2/4/2002			A		V	12,5	00		
						Page	2 3							

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

6.	Date Exercis Expiration D (Month/Day/	Date	7.	Title and of Underly Securities (Instr. 3 and	ying	8.	Price of Derivative Security (Instr. 5)	9	O. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10.	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11.	Nature of Indirect Beneficial Ownership (Instr. 4)
	Date Exercisable	Expiration Date		Title	Amount or Number of Shares								
	(1)	2/4/2012		Common Stock	12,500				12,500		D		
	(2)	1/28/2013		Common Stock	12,500				12,500		D		
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_													

Explanation of Responses:

- (1) 4,167 exercisable on 2/4/03, 4,167 exercisable on 2/4/04, and 4,166 exercisable on 2/4/05.
- (2) 4,167 exercisable on 1/28/04, 4,167 exercisable on 1/28/05 and 4,166 exercisable on 1/28/06.

/S/David M. Boitano

February 6, 2003

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**Signature of Reporting		Date	
Person			

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).