

Edgar Filing: ASSISTED LIVING CONCEPTS INC - Form SC 13G/A

ASSISTED LIVING CONCEPTS INC
Form SC 13G/A
February 16, 2001

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)

ASSISTED LIVING CONCEPTS, INC.

(Name of Issuer)

COMMON STOCK, PAR VALUE \$.01 PER SHARE

(Title of Class of Securities)

04543L109

(CUSIP Number)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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13G

1. Name of Reporting Person Tempe Wick Investments, L.P.
S.S. or I.R.S. Identifica-
tion No. of Above Person

2. Check the Appropriate Box (a)
if a Member of a Group (b)

3. S.E.C. Use Only

4. Citizenship or Place of Organization Delaware

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| | | | |
|------------------|-----|--------------------------|-----------|
| Number of Shares | (5) | Sole Voting Power | 1,200,000 |
| Beneficially | (6) | Shared Voting Power | 0 |
| Owned by Each | (7) | Sole Dispositive Power | 1,200,000 |
| Reporting Person | (8) | Shared Dispositive Power | 0 |

9. Aggregate Amount Beneficially Owned by Each Reporting Person
1,200,000

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares _____

11. Percent of Class Represented by Amount in Row 9 7.0%

12. Type of Reporting Person PN

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13G

1. Name of Reporting Person JWA Investments Corp.
S.S. or I.R.S. Identification No. of Above Person

2. Check the Appropriate Box (a)
if a Member of a Group (b)

3. S.E.C. Use Only

4. Citizenship or Place of Organization Delaware

| | | | |
|------------------|-----|--------------------------|-----------|
| Number of Shares | (5) | Sole Voting Power | 1,635,600 |
| Beneficially | (6) | Shared Voting Power | 0 |
| Owned by Each | (7) | Sole Dispositive Power | 1,635,600 |
| Reporting Person | (8) | Shared Dispositive Power | 0 |

9. Aggregate Amount Beneficially Owned by Each Reporting Person
1,635,600

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares _____

11. Percent of Class Represented by Amount in Row 9 9.6%

12. Type of Reporting Person CO

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1. Name of Reporting Person John W. Adams
S.S. or I.R.S. Identification No. of Above Person

2. Check the Appropriate Box (a)
if a Member of a Group (b)

3. S.E.C. Use Only

4. Citizenship or Place of Organization United States

| | | | |
|------------------|-----|--------------------------|-----------|
| Number of Shares | (5) | Sole Voting Power | 1,635,600 |
| Beneficially | (6) | Shared Voting Power | 0 |
| Owned by Each | (7) | Sole Dispositive Power | 1,635,600 |
| Reporting Person | (8) | Shared Dispositive Power | 0 |

9. Aggregate Amount Beneficially Owned by Each Reporting Person
1,635,600

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares _____

11. Percent of Class Represented by Amount in Row 9 9.6%

12. Type of Reporting Person IN

AMENDMENT NO. 1 TO SCHEDULE 13G

This Amendment No. 1 to Schedule 13G is filed by the undersigned to amend and restate in its entirety the Schedule 13G, dated as of May 2, 2000 (the "Statement") with respect to the shares of common stock, par value \$.01 per share (the "Common Stock"), of Assisted Living Concepts, Inc., a Nevada corporation (the "Company").

Item 1. (a) NAME OF ISSUER
Assisted Living Concepts, Inc.

(b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

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11835 N.E. Glenn Widing Drive, Building E
Portland, OR 97220-9057

Item 2.

(a) NAMES OF PERSONS FILING

Tempe Wick Investments, L.P. ("Partnership")
JWA Investments Corp. ("General Partner")
John W. Adams ("Adams" and, together with Partnership and
General Partner, the "Reporting Persons")

(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE

885 Third Avenue
34th Floor
New York, NY 10022

(c) CITIZENSHIP

Partnership -- Delaware
General Partner -- Delaware
Adams -- United States

(d) TITLE OF CLASS OF SECURITIES

Common Stock, par value \$.01 per share (the "Shares")

(e) CUSIP NUMBER

04543L109

Item 3.

This statement is not filed pursuant to either Rule 13d-1(b)
or 13d-2(b) or (c).

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Item 4.

The Partnership beneficially owns an aggregate of 1,200,000
shares of Common Stock which represents approximately 7.0% of
the issued and outstanding shares of Common Stock. The
Partnership, acting through its general partner, has the sole
power to vote or direct the vote of 1,200,000 shares of Common
Stock and the sole power to dispose or to direct the
disposition of 1,200,000 shares of Common Stock.

The General Partner is the general partner of the Partnership
and Jockey Hollow Investments L.P., a Delaware limited
partnership ("Jockey Hollow"). Jockey Hollow beneficially owns
435,600 shares of Common Stock, which represents approximately
2.5% of the issued and outstanding shares of Common Stock. As
the general partner of the Partnership and Jockey Hollow,
General Partner beneficially owns an aggregate of 1,635,600
shares of Common Stock, which represents approximately 9.6% of
the issued and outstanding shares of Common Stock. As the
general partner of the Partnership and Jockey Hollow, General
Partner has the sole power to vote or to direct the vote of
1,635,600 shares of Common Stock and the sole power to dispose
or to direct the disposition of 1,635,600 shares of Common
Stock.

Adams is the sole shareholder of General Partner and may be
deemed to beneficially own an aggregate of 1,635,600 shares of

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Common Stock which represents approximately 9.6% of the issued and outstanding shares of Common Stock. Adams may be deemed to have the sole power to vote or direct the vote of 1,635,600 shares of Common Stock and the sole power to dispose or to direct the disposition of 1,635,600 shares of Common Stock.

- Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS
Not applicable.
- Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON
Not applicable.
- Item 7. IDENTIFICATION AND CLASSIFICATION OF SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY
Not applicable.
- Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP
See Item 4.
- Item 9. NOTICE OF DISSOLUTION OF GROUP
Not applicable.
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- Item 10. CERTIFICATION
Not applicable.

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct.

Dated as of February 13, 2001

TEMPE WICK INVESTMENTS, L.P.

By: JWA Investments Corp.,
its general partner

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By: /s/ John W. Adams

Name: John W. Adams
Title: President

JWA INVESTMENTS CORP.

By: /s/ John W. Adams

Name: John W. Adams
Title: President

/s/ John W. Adams

John W. Adams