

Exhibit

12



INTERNATIONAL ASSOCIATION OF MACHINISTS
AND AEROSPACE WORKERS, AFL-CIO
DISTRICT LODGE NO. 711

1901 LINDELL AVENUE
NASHVILLE, TENNESSEE 37203
PHONE 615-259-1100
FAX 615-259-1101

January 11, 2012

Mr. Keith R. Jewell, General Counsel
Labor and Employment
Golden Living
1000 Fianna Way
Fort Smith, AR 72919

Dear Mr. Jewell:

As you are aware, the International Association of Machinists and Aerospace Workers District Lodge 711 has been certified by the National Labor Relations Board as the exclusive bargaining representative for all full time and part time Registered Nurses (RN's) employed at Golden Living Nursing Home, 104 Watson Road, Springfield, TN, 37172, location.

I have been assigned to represent the employees during the negotiations of the initial collective bargaining agreement and for any other purposes under the National Labor Relations Act. In order for the Union to represent the bargaining unit and prepare for the Collective Bargaining process with your Company, I am requesting some relevant information. Please review the attached information requests and provide the requested information as soon as possible.

I am requesting that we set dates to begin negotiations as soon as possible. I am offering the last two (2) weeks of March 2012 and/or the first two (2) weeks of April 2012. Please let me know if any of these dates are acceptable.

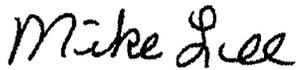
As indicated above, I am the IAM & AW representative assigned to ensure that the rights of all members of the bargaining unit are protected. Thus, I will be advising the employees that they can contact me should the need arise, and I expect that you will recognize their right to union representation in the appropriate circumstances.

Keith R. Jewell, General Counsel
Labor and Employment
Golden Living
January 11, 2012
Page 2

If you have any questions regarding the requested information, do not hesitate to contact me, my cell phone number is 931-933-1139 and my email address is

Thanking you in advance for your cooperation.

Sincerely,



Mike Lee
Business Representative
IAM & AW District 711

ML:lmj

cc: Bob Martinez, GVP, IAM & AW - Southern Territory
Rickey Wallace, President & DBR, IAM & AW District 711



**INTERNATIONAL ASSOCIATION OF MACHINISTS
AND AEROSPACE WORKERS, AFL-CIO
DISTRICT LODGE NO. 711**

1901 LINDELL AVENUE
NASHVILLE, TENNESSEE 37203-3509
PHONE 615.292.4400
FAX 615.292.4401

January 11, 2012

Keith R. Jewell, General Counsel
Labor and Employment
Golden Living
1000 Fianna Way
Fort Smith, AR 72919

Via: Email - Hardcopy to follow

Dear Mr. Jewell:

We are requesting the following preliminary data relative to the IAM Bargaining Unit at Golden Living in Springfield, TN. We feel this data is essential to bargain intelligently on the issues of wages and working conditions in the forthcoming negotiations. Please forward this data as soon as possible to me at the following address: Mike Lee, Business Representative, IAM & AW District 711, 1901 Lindell Avenue, Nashville, TN 37203

The IAM requests the data detailed below be provided in an electronic format, preferably in Microsoft Excel. A hard copy of the files showing this data, including field layout, is also requested.

The data needed is as follows:

- I. Please provide a detailed Job Description for each Job Classification and/or Job Title that falls under the bargaining unit.
- II. Please provide copies of all Employee Manuals, Handbooks, and similar documents which pertain to employees in this bargaining unit.
- III. Current data showing:
 - a. A breakdown for any insurance premiums (such as medical, dental, vision, life, accident, etc.) by type of coverage (such as single, one dependent, family, etc.) and carrier, including details on per employee premium costs (or premium equivalent for self-insured plans), number of employees by type of coverage, and any employee-share of these insurance premiums (see attached Sample 1 for example);

- b. For each of the plans listed in your response to III.a., please indicate the number of employees who "opt-out" of coverage.
- c. A breakdown by type of coverage, carrier, enrollment, costs and retiree-share of costs for any insurance provided to retirees; and
- d. C.O.B.R.A. rates for all medical, prescription drug, dental, and vision insurance plans.
- e. If not indicated in the Summary Plan Descriptions (SPD) and Summary of Material Modifications (SMM) for the health plans:
 - 1) Are the bargaining unit health plans considered "grandfathered" under the Patient Protection and Affordable Care Act? If yes, when do you anticipate that the plans may lose their grandfathered status?
 - 2) A description of any changes to each health care plan's design needed to be in compliance with the Patient Protection and Affordable Care Act, including the date when these changes must be made by and/or when the changes are expected to be adopted, how you anticipate communicating these changes to participants, and when any needed special enrollment periods will take place (such as for those no longer participating since they had reached the lifetime maximum).
- f. For bargaining unit retiree medical coverage (If data for just bargaining unit retirees is not available, please provide information on the group that includes bargaining unit employees and indicate which other types of retirees are included in this data).
 - 1) The amount of Medicare Part D subsidy received or anticipated by year for 2007 through 2013.
 - 2) The amount of the Patient Protection and Affordable Care Act's Early Retirement Reinsurance Program reimbursements received or anticipated by year for 2010 through 2013.
 - 3) A copy of the Early Retirement Reinsurance Program application including any updates, attachments, projections for reimbursement, and summaries for how the reimbursements will be used.
 - 4) A description by category and amount of any Early Retirement Reinsurance Program reimbursements received that have been allocated.
- g. For small employers, if you are eligible for the health Care Tax Credit under the Patient Protection and Affordable Care Act, the amount of tax credit received or anticipated for bargaining unit employees by year for 2010 through 2013. (If data for just bargaining unit employees is not available, please provide information on the group that includes bargaining unit employees and indicate which other types of employees are included in this data).

- IV. A current detailed breakdown by bargaining unit employee showing the following (please indicate date or time period data is for:)
- a. Pay/occupation grade or level (i.e. pay grade 5);
 - b. Job title;
 - c. Straight-time hourly rate;
 - d. Earnings as reported on most recent W-2 (including any pre-tax deferrals);
 - e. Shift primarily assigned to;
 - f. Age or date of birth;
 - g. Seniority or date of hire;
 - h. Gender;
 - i. Total hours paid during most recent year (calendar, fiscal or 12-month period);
 - j. Total overtime hours paid during most recent year (calendar, fiscal or 12-month period).

Note: the attached table (*Sample 2*) shows the general format for Items II(a)-II(j).

- V. For the entire bargaining unit:
- a. The current average hourly rate;
 - b. Number of employees currently at each level of the vacation schedule;
 - c. Average number of days used per bargaining unit member for paid sick leave, paid personal days, paid jury duty, paid bereavement leave, paid military leave, and any other types of paid leave during the most recent year (calendar, fiscal or 12-month period);
 - d. Average annual per employee cost to the employer for any defined benefit pension plans, defined contribution savings plans (401(k)), Employee Stock Ownership Plans (ESOP), medical insurance, dental insurance, vision insurance, life insurance, disability insurance, accidental death & dismemberment, tuition reimbursement, and any other employer provided benefit.
 - e. Average hours of overtime worked per week per bargaining unit member.
- VI. For all retirement plans, including but not limited to: all defined benefit pension plans, defined contribution savings plans (401(k)), ESOPs; please provide:
- a. The current Form 5500, including all schedules and attachments;
 - b. The current Summary Plan Description (SPD) and all current Summary of Material Modification (SMM);
 - c. The current plan document, including all amendments and attachments;
 - d. The current Annual Report, Annual Funding Notice, and Actuarial Report
- VII. For all defined contribution savings plans (401(k)); please provide the most current annual average for:
- 1) The number of bargaining unit members participating;
 - 2) The average contribution by these participants;
 - 3) The number of these participants making the maximum contribution;
 - 4) The average employer match/contribution for these participants;
 - 5) The average account balance for participants;
 - 6) The number of these participants with loans from the plan.

VIII. If not included in your response to Section II., please provide a policy statement or a written description of your policies with regard to bargaining unit employees on the following issues:

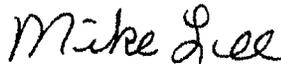
- a. Holidays and holiday pay
- b. Vacation, vacation pay and vacation balances
- c. Sick leave, sick leave pay and sick leave balances
- d. Other paid leave
- e. Unpaid leave
- f. Severance
- g. Relocation Assistance
- h. Transfer rights
- i. Overtime pay and overtime distribution
- j. Education and training reimbursement
- k. Location pay
- l. Employees whose pay rate is "Grandfathered"
- m. Company contribution to the defined contribution savings plan (401(k))

IX. The most current Summary Plan Descriptions (SPD) and Summary of Material Modifications (SMM) for all other benefit plans not included in Section VI.

If there are any questions regarding the above request, please notify me as soon as possible.

Thank you in advance for your timely assistance.

Sincerely,



Mike Lee, Business Representative

Attachments

cc: Robert Martinez, GVP, IAM & AW
Neil Gladstein, Strategic Resources
Rickey Wallace, President & DBR, IAM & AW District 711

SAMPLE 1

Company Name: Components-R-Us, Inc.
Division: Aerospace Products
City, State: Happy Valley, MA

Time Period Covered: January 2010 Enrollment

Are employees not in the IAM bargaining unit included in any of these benefits? Yes

If so, please specify: All non-union hourly and salaried in plant are included in health, dental and vision care. All company employees at this plant and plants in Florida and Ohio are included in the Life, Accidental Death & Dismemberment and Accident & Sickness.

Type of Insurance	Provider	Type of Premium	Number of Employees	Total Monthly Premium	Employee Share of Monthly Premium
Health	OurHealth Inc.	Single	84	\$178.34	\$10.00
Health	OurHealth Inc.	Dependent	168	\$226.45	\$15.00
Health	HMOWorld	Single	115	\$154.20	\$0
Health	HMOWorld	Dependent	201	\$187.62	\$0
Health	DocPlus	Single	65	\$181.54	\$10.00
Health	DocPlus	Dependent	87	\$254.65	\$15.00
Dental	ToothPlus	Single	264	\$49.25	\$0
Dental	ToothPlus	Dependent	456	\$49.25	\$0
Vision	MassEye	Single	264	\$36.87	\$0
Vision	MassEye	Dependent	456	\$52.47	\$0

Type of Insurance	Provider	Number of Employees	Total Annual Premium
Basic Life	USALife & Casualty	1,248	\$120,000
Accidental Death & Dismemberment	USALife & Casualty	1,248	\$8,600
Accident & Sickness	USALife & Casualty	1,248	\$500

SAMPLE 2

Company Name: Components-R-Us, Inc.
Division: Aerospace Products
City, State: Happy Valley, MA
As of: 1/1/2010

Person	Pay Grade	Locat Ion	Title	Straight Time Hourly Rate	Grand Fathered	2010 W-2	Shift	Age	Date of Birth	Seniorit y	Date of Hire	Gender	Total Hours Paid	Total Overtim e Hours Paid	401k Employee Contrib	
1	A1	PRC	RN	\$18.75	Y	\$39,000	1	51	02/16/55	Y	20	11/27/85	F	2,280	200	0%

Exhibit

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Jeannette, Michael W.

From: Rickey Wallace [rwiamaw711@bellsouth.net]
Sent: Tuesday, January 17, 2012 3:53 PM
To: Adkins, Jill C.
Subject: FW: Introduction letter and Information Requests

Jill, Looks like the Company continues to fight. See below.

From: mliam711@bellsouth.net [mailto:mliam711@bellsouth.net]
Sent: Tuesday, January 17, 2012 2:28 PM
To: rwiamaw711@bellsouth.net
Subject: Fw: Introduction letter and Information Requests

Sent via BlackBerry by AT&T

From: "Jewell, Keith" <keith.jewell@goldenliving.com>
Date: Tue, 17 Jan 2012 12:01:59 -0600
To: Mike Lee <mliam711@bellsouth.net>
Subject: RE: Introduction letter and Information Requests

I have received your request for information and bargaining. Be advised that the legal review of the certification of the RNs has been concluded. It has been determined that the certification of the RNs should be tested because of their 2(11) supervisory status. Therefore, a technical refusal to bargain is procedurally required.

From: Mike Lee [mailto:mliam711@bellsouth.net]
Sent: Wednesday, January 11, 2012 1:03 PM
To: Jewell, Keith
Subject: Introduction letter and Information Requests

Dear Mr. Jewell

Per our conversastion on January 11, 2012 attached are the requests for bargaining dates and requests for bargaining unit information.

Sincerely,

Mike Lee
Business Representative
IAM & AW District 711
1901 Lindell Avenue
Nashville, TN 37203
cell - 931-933-1139
email - mliam711@bellsouth.net

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3/12/2012



Enhancing lives through
innovative healthcare™

VIA FACSIMILE and U.S. MAIL
(615) 292-4585

January 19, 2012

Mike Lee
Business Representative
IAM & AW District 711
1901 Lindell Avenue
Nashville, TN 37203

**Re: GGNSC Springfield LLC d/b/a Golden LivingCenter-Springfield
Case No. 26-RC-067840**

Dear Mr. Lee:

I have received your request for information and bargaining. Be advised that the legal review of the certification of the RNs has been concluded. It has been determined that the certification of the RNs should be tested because of their 2(11) supervisory status. Therefore, a technical refusal to bargain is procedurally required.

Very truly yours,

A handwritten signature in black ink, appearing to read "Keith R. Jewell".

Keith R. Jewell
General Counsel -
Labor and Employment Law

KRJ/lrl

cc: Chuck Roesch, Esq.

www.goldenliving.com

1000 Fianna Way

Fort Smith, AR 72919 • Phone: 479-201-2000 • Fax: 479-201-4801