

UMH PROPERTIES, INC.
Form 4
December 17, 2014

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
LANDY MICHAEL P

(Last) (First) (Middle)

3499 ROUTE 9 N STE 3-C

(Street)

FREEHOLD, NJ 07728

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
UMH PROPERTIES, INC. [UMH]

3. Date of Earliest Transaction
(Month/Day/Year)
12/15/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| UMH Properties, Inc. | | | | (A) or (D) | 213,722.905 <u>(1)</u> | D | |
| UMH Properties, Inc. | | | | (A) or (D) | 13,199.941 <u>(2)</u> | I | Held by Spouse |
| UMH Properties, Inc. | | | | (A) or (D) | 38,180.419 <u>(3)</u> | I | Account is C/F Daughter Monica |
| UMH Properties, Inc. | | | | (A) or (D) | 10,662.097 <u>(4)</u> | I | Account is C/F Son Aaron |

UMH
Properties,
Inc.

48,000 I

Co-Manager
of EWL
Grandchildren
Fund LLC

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| UMH Properties, Inc. | \$ 7.57 | | | | | 06/22/2010 06/22/2017 | UMH Properties, Inc. | 5,000 |
| UMH Properties, Inc. | \$ 7.55 | | | | | 09/25/2009 09/25/2016 | UMH Properties, Inc. | 5,000 |
| UMH Properties, Inc. | \$ 14.21 | | | | | 07/16/2008 07/16/2015 | UMH Properties, Inc. | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| LANDY MICHAEL P 3499 ROUTE 9 N STE 3-C FREEHOLD, NJ 07728 | X | | | |

Signatures

Susan M. Jordan

12/17/2014

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes 987.677 shares acquired through dividend reinvestment on 12/15/2014 and 20,075 shares held in 401K as of 12/2014.
- (2) Includes 242.517 shares acquired through dividend reinvestment on 12/15/2014.
- (3) Includes 679.456 shares acquired through dividend reinvestment on 12/15/2014.
- (4) Includes 211.947 shares acquired through dividend reinvestment on 12/15/2014.

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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