

LANDY EUGENE W  
Form 4  
December 16, 2011

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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 EUGENE W

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3499 RT. 9 NORTH, SUITE 3-C

3. Date of Earliest Transaction (Month/Day/Year)  
12/15/2011

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

Chairman of the Board

(Street)  
FREEHOLD, NJ 07728

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)	635,417 <sup>(1)</sup>	D	
UMH Properties, Inc.				(A)	18,829.4007 <sup>(2)</sup>	I	Juniper Plaza Associates
UMH Properties, Inc.				(A)	14,438.429 <sup>(3)</sup>	I	Windsor Industrial Park Associates
				(A)	152,872.121	I	Spouse

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UMH Properties, Inc.								
UMH Properties, Inc.				172,607.725	I		Landy Investments	
UMH Properties, Inc.				57,561.288	I		Landy & Landy Employees' Pension Plan	
UMH Properties, Inc.				65,912.51	I		Landy & Landy Employees' Profit Sharing Plan	
UMH Properties, Inc.				100,000	I		Eugene W. and Gloria Landy Family Foundation	
UMH Properties, Inc.				50,000	I		Eugene W. Landy Charitable Lead Annuity Trust	

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

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(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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LANDY EUGENE W 3499 RT. 9 NORTH SUITE 3-C FREEHOLD, NJ 07728	X	X	Chairman of the Board	

## Signatures

Eugene W.  
Landy 12/16/2011

\_\_Signature of Date  
Reporting Person

## 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 417.857 shares acquired in December under the UMH Dividend Reinvestment and Stock Purchase Plan.
  - (2) Includes 364.7927 shares previously acquired in under the UMH Dividend Reinvestment and Stock Purchase Plan. These shares are not required to be reported but are being reflected on this Form 4 to show total holdings.
  - (3) Includes 287.015 shares previously acquired under the UMH Dividend Reinvestment and Stock Purchase Plan. These shares are not required to be reported but are being reflected on this Form 4 to show total holdings.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.