UMH PROPERTIES, INC.

Form 4

October 29, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

540,277.237 D

3235-0287

Expires:

January 31, 2005

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response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading LANDY EUGENE W Issuer Symbol UMH PROPERTIES, INC. [UMH] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction _X__ 10% Owner (Month/Day/Year) __X__ Director _X__ Officer (give title . __ Other (specify JUNIPER BUSINESS PLAZA, 10/28/2008 below) SUITE 3-C, 3499 RT. 9 NORTH Chairman of the Board (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

FREEHOLD, NJ 07728

Stock

(Ctata)

(City)	(State)	(Zip) Tal	ole I - Non	-Derivativ	ve Sec	urities Acc	quired, Disposed	of, or Benefic	ially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				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)	
Common Stock	10/28/2008		P		` '	\$ 5.7588	3,000	I	Windsor Industrial Park Associates, Ltd.	
Common Stock	10/28/2008		P	1,000	A	\$ 5.78	4,000	I	Windsor Industrial Park Associates, Ltd.	
Common							540 277 227	D		

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Common Stock	117,223.155	I	Spouse
Common Stock	172,607.725	I	Landy Investments
Common Stock	57,561.288	I	Landy & Landy Employees' Pension Plan
Common Stock	73,212.51	I	Landy & Landy Employees' Profit Sharing Plan
Common Stock	75,000	I	Eugene W. and Gloria Landy Family Foundation
Common Stock	50,000	I	Eugene W. Landy Charitable Lead Annuity Trust
Common Stock	5,676	I	Juniper Plaza Associates
Reminder: Report on a separate line for each class of securities benefic	cially owned directly or indirectly.		
	Persons who respond to the colle information contained in this form		SEC 1474 (9-02)

information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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	` ,	3A. Deemed 4. Execution Date, if any Code (Month/Day/Year) (Instr. 8)	5. onNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3,	;	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr	
					(Instr. 3, 4, and 5)				
				Code V	(A) (D)		Title		

Date Expiration Exercisable Date

or Number of Shares

Amount

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LANDY EUGENE W JUNIPER BUSINESS PLAZA, SUITE 3-C 3499 RT. 9 NORTH FREEHOLD, NJ 07728

X Chairman of the Board

Signatures

Eugene W. 10/29/2008 Landy

**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).

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.

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