

LANDY EUGENE W
Form 4
December 24, 2008

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

OMB APPROVAL

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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

(Last) (First) (Middle)

JUNIPER PLAZA ASSOCIATES,
SUITE 3-C, 3499 RT. 9 NORTH

(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)
12/24/2008

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)

Chairman of the Board

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 12/24/2008 | | P | | 600 | A | \$ 5.17 |
| Common Stock | 12/24/2008 | | P | | 200 | A | \$ 5.19 |
| Common Stock | 12/24/2008 | | P | | 2,059 | A | \$ 5.2 |
| Common Stock | 12/24/2008 | | P | | 900 | A | \$ 5.23 |
| Common Stock | 12/24/2008 | | P | | 1,200 | A | \$ 5.25 |
| | | | | | | | \$ 563,316.91 |
| | | | | | | | \$ 563,516.91 |
| | | | | | | | \$ 565,575.91 |
| | | | | | | | \$ 566,475.91 |
| | | | | | | | \$ 567,675.91 |

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| | | | | | | | | | |
|--------------|------------|--|---|-------|---|--------|-------------|---|---|
| Common Stock | 12/24/2008 | | P | 1,041 | A | \$ 5.3 | 568,716.91 | D | |
| Common Stock | | | | | | | 120,711.185 | I | Spouse |
| Common Stock | | | | | | | 172,607.725 | I | Landy Investments |
| Common Stock | | | | | | | 57,561.288 | I | Landy & Landy Employees' Pension Plan |
| Common Stock | | | | | | | 65,912.51 | 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 | | | | | | | 5,000 | I | Windsor Industrial Park Associates, Ltd. |
| Common Stock | | | | | | | 5,676 | I | Juniper Plaza Associates |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) | 9. Nature of Derivative Security Beneficially Owned |
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|---|

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| Derivative Security | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | (Instr. 3 and 4) |
|---------------------|---|------|---|-----|-----|------------------|-----------------|-------|----------------------------|------------------|
|---------------------|---|------|---|-----|-----|------------------|-----------------|-------|----------------------------|------------------|

Reporting Owners

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

Signatures

Eugene W.
Landy
12/24/2008
Date

**Signature of 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).
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