UMH PROPERTIES, INC.

Form 4

UMH

Inc.

Properties,

September 17, 2015

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 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 (Month/Day/Year) _X__ Director 10% Owner Other (specify X_ Officer (give title 3499 RT. 9 NORTH, SUITE 3-C 09/15/2015 below) Chairman of the Board (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting FREEHOLD, NJ 07728 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Ownership Indirect (Instr. 3) Code Disposed of (D) Beneficially Form: Beneficial (Instr. 3, 4 and 5) Owned Direct (D) Ownership (Month/Day/Year) (Instr. 8) Following or Indirect (Instr. 4) Reported (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price **UMH** 1,000 610,442.895 \$0 D Properties, 09/16/2015 A (1) (2) Inc. **UMH** Juniper Plaza Properties, 27,668.896 Ι Associates Inc. Windsor

Industrial

Associates

Spouse

Park

21,948.716

99,872.121

I

Ι

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1. Title of Derivative Security (Instr. 3) UMH Properties, Inc.	2. Conversion or Exercise Price of Derivative Security			red, Dispos ptions, con 4.	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Date (Month/Day/Ye	able and eear) Expiration Date	7. Title and Ar Underlying Se (Instr. 3 and 4) Title UMH Properties, Inc.	curities
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative	(e.g., put	3A. Deemed Execution Date, if any	4. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercise Expiration Date (Month/Day/Yo	able and e ear) Expiration	Underlying Se (Instr. 3 and 4)	Amount of Number of
Derivative Security	Conversion or Exercise Price of Derivative	(e.g., put	3A. Deemed Execution Date, if any	red, Dispos ptions, con 4. Transactio Code	5. Drivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	6. Date Exercis Expiration Date (Month/Day/Ye	able and	Underlying Se	curities
				red, Dispos			ed		
				number.					
Reminder: Re	port on a separ	ate line for each class	of securities benefici	Persons informati required	who resp on contai to respon	indirectly. ond to the col ned in this fo id unless the ly valid OMB o	rm are not form	SEC 1474 (9-02)	
UMH Properties, Inc.						100,000	I	Eugene W. and Gloria Landy Family Foundation	
UMH Properties, Inc.						66,912.51	I	Landy & Landy Employees' Profit Sharing Pla	
UMH Properties, Inc.						57,561.288	I	Landy & Landy Employees' Pension Pla	
						172,607.725	I	Landy Investments	S
UMH Properties, Inc.									

Common

Common

 Stock
 Stock

 UMH
 UMH

 Common \$ 10.08
 06/26/2014 06/26/2021 Common 100,000

 Stock
 Stock

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

LANDY EUGENE W

3499 RT. 9 NORTH
SUITE 3-C
FREEHOLD, NJ 07728

Relationships

Chairman of the Board

Signatures

Eugene W.
Landy

**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) Restricted Stock Issuance: Vesting Schedule: 20% each year for a 5-year period, commencing 9/14/16.
- (2) Includes 231.038 shares acquired on 9/15/15 under the UMH Dividend Reinvestment and Stock Purchase Plan.

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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