

SHIFFMAN GARY A

Form 4/A

December 28, 2012

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 *
SHIFFMAN GARY A

(Last) (First) (Middle)

27777 FRANKLIN ROAD, STE 200

(Street)

SOUTHFIELD, MI 48034

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

SUN COMMUNITIES INC [SUI]

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

12/20/2012

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

12/28/2012

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chairman, President, and CEO

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 Ownership (Instr. 4)
Common Stock, \$0.01	12/20/2012		G V	86,810 (1) D \$ 0	880,122	D	
Common Stock, \$0.01 par value	12/20/2012		G V	86,810 (1) A \$ 0	86,810	I	Owned by Irrevocable Trust of which the reporting person is not a trustee
Common Stock,					453,841	I	Owned by certain

\$0.01 par
value

limited
liability
companies
of which the
reporting
person is a
member and
a manager

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
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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 Underlying Securities (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Common Operating Partnership Units	\$ 0	12/20/2012		G	V		40,287 (1)	(2)	(2)	Common Stock	40,2
Common Operating Partnership Units	\$ 0	12/20/2012		G	V	40,287		(2)	(2)	Common Stock	40,2
Common Operating Partnership Units	\$ 0							(2)	(2)	Common Stock	141,7

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHIFFMAN GARY A 27777 FRANKLIN ROAD STE 200 SOUTHFIELD, MI 48034	X	X	Chairman, President, and CEO	

Signatures

Gary A.
Shiffman 12/28/2012

**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) For estate planning purposes, the reporting person gifted, for no consideration, these securities to an irrevocable trust for the benefit of his wife and their children. The reporting person disclaims beneficial ownership of the securities held in this trust, and this report should not be deemed an admission that the reporting person is the beneficial owner of the securities held in this trust for purposes of section 16 or for any other purpose.

(2) The Common Operating Partnership Units of Sun Communities Operating Limited Partnership are convertible into common stock at any time on a one-for-one basis and have no expiration date.

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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