

SUN COMMUNITIES INC

Form 4/A

July 13, 2015

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Rowe Randall K

(Last) (First) (Middle)

27777 FRANKLIN ROAD, SUITE
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)

06/19/2015

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

06/23/2015

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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 Beneficial Ownership (Instr. 4)
Common Stock, \$0.01 par value				(A) or (D)			
			Code	V	Amount	(D)	Price
Common Stock, \$0.01 par value					2,200	D	
Common Stock, \$0.01 par value					2,321,935 ⁽¹⁾	I	see footnote ⁽²⁾
Common Stock, \$0.01 par value					1,832,717 ⁽¹⁾	I	see footnote ⁽³⁾

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Common Stock, \$0.01 par value						281,624 ⁽¹⁾	I	see footnote ⁽⁴⁾
Common Stock, \$0.01 par value						314,577 ⁽¹⁾	I	see footnote ⁽⁵⁾
Common Stock, \$0.01 par value						119,964 ⁽¹⁾	I	see footnote ⁽⁶⁾
Common Stock, \$0.01 par value	06/19/2015	A ⁽⁷⁾	25,664	A	\$ 50	43,717 ⁽¹⁾	I	see footnote ⁽⁸⁾

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. P	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series A-4 Preferred Stock	\$ 56.25	06/19/2015		A ⁽⁷⁾		34,219 ⁽¹⁾		⁽⁹⁾	⁽⁹⁾	Common Stock, \$0.01 par value	15,208 ⁽¹⁾

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
	X

Rowe Randall K
27777 FRANKLIN ROAD
SUITE 200
SOUTHFIELD, MI 48034

Signatures

Randall K.
Rowe

07/13/2015

__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) The reporting person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein. The extent of such pecuniary interest cannot be determined at this time.
- (2) The reporting person owns Green Courte Partners, LLC, which is the indirect managing member of Green Courte Real Estate Partners II, LLC, which is the record holder of these securities.
- (3) The reporting person owns Green Courte Partners, LLC, which is the indirect managing member of GCP Fund II REIT, LLC, which is the record holder of these securities.
- (4) The reporting person owns Green Courte Partners, LLC, which is the indirect managing member of GCP Fund II Ancillary Holding, LLC, which is the record holder of these securities.
- (5) The reporting person owns Green Courte Partners, LLC, which is the indirect managing member of Green Courte Real Estate Partners III, LLC, which is the record holder of these securities.
- (6) The reporting person owns Green Courte Partners, LLC, which is the indirect managing member of GCP Fund III REIT, LLC, which is the record holder of these securities.
- (7) Shares purchased pursuant to a Subscription Agreement, dated July 30, 2014, as amended, among the Issuer, the purchaser and certain other parties. This agreement and the transaction reported in the form were approved by the board of directors of the issuer.
- (8) The reporting person owns Green Courte Partners, LLC, which is the indirect managing member of GCP Fund III Ancillary Holding, LLC, which is the record holder of these securities.
- (9) The Series A-4 Preferred Stock is convertible at any time, at the holder's election and has 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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