

SUN COMMUNITIES INC
Form 3/A
January 22, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Rowe Randall K | | (Month/Day/Year) | SUN COMMUNITIES INC [SUI] | |
| (Last) | (First) | (Middle) | 01/06/2015 | |
| 27777 FRANKLIN RD,Â SUITE 200 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | 01/16/2015 |
| SOUTHFIELD,Â MIÂ 48034 | | | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock, \$0.01 par value | 100 | D | Â |
| 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⁾ |
| 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 | 18,053 ⁽¹⁾ | I | see footnote ⁽⁷⁾ |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--------------------|--|----------------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Common Operating Partnership Units | Â (8) | Â (8) | Common Stock, \$0.01 par value | 460,423 (1) | \$ (10) | I | see footnote (11) |
| Common Operating Partnership Units | Â (8) | Â (8) | Common Stock, \$0.01 par value | 40,707 (1) | \$ (10) | I | see footnote (12) |
| Series A-4 Preferred Operating Partnership Units (9) | Â (8) | Â (8) | Common Stock, \$0.01 par value | 273,366 (1) | \$ 56.25 | I | see footnote (11) |
| Series A-4 Preferred Operating Partnership Units (9) | Â (8) | Â (8) | Common Stock, \$0.01 par value | 24,167 (1) | \$ 56.25 | I | see footnote (12) |
| Series A-4 Preferred Operating Partnership Units (9) | Â (8) | Â (8) | Common Stock, \$0.01 par value | 88,889 (1) | \$ 56.25 | I | see footnote (5) |
| Series A-4 Preferred Stock, \$0.01 par value | Â (8) | Â (8) | Common Stock, \$0.01 par value | 1,378,587 (1) | \$ 56.25 | I | see footnote (2) |
| Series A-4 Preferred Stock, \$0.01 par value | Â (8) | Â (8) | Common Stock, \$0.01 par value | 1,088,127 (1) | \$ 56.25 | I | see footnote (3) |
| Series A-4 Preferred Stock, \$0.01 par value | Â (8) | Â (8) | Common Stock, \$0.01 par value | 167,207 (1) | \$ 56.25 | I | see footnote (4) |
| Series A-4 Preferred Stock, \$0.01 par value | Â (8) | Â (8) | Common Stock, \$0.01 par | 97,713 (1) | \$ 56.25 | I | see footnote (5) |

| | | | value | | | | |
|---|-------|-------|---|------------|----------|---|------------------|
| Series A-4 Preferred Stock, \$0.01 par value | Â (8) | Â (8) | Common Stock, \$0.01 par value | 71,225 (1) | \$ 56.25 | I | see footnote (6) |
| Series A-4 Preferred Stock, \$0.01 par value | Â (8) | Â (8) | Common Stock, \$0.01 par value | 10,719 (1) | \$ 56.25 | I | see footnote (7) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Rowe Randall K 27777 FRANKLIN RD SUITE 200 SOUTHFIELD, MI 48034 | Â X | Â | Â | Â |

Signatures

Randall K.
Rowe

01/22/2015

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) 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.
- (8) The Common Operating Partnership Units, Series A-4 Preferred Operating Partnership Units, and Series A-4 Preferred Stock are convertible at any time, at the holder's election, and have no expiration date.
- (9) The Series A-4 Preferred Operating Units of Sun Communities Operating Limited Partnership.
- (10)

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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.

- (11) The reporting person owns Green Courte Partners, LLC, which is the indirect managing member of Green Courte Real Estate Partners, LLC, which is the record holder of these securities.
- (12) The reporting person owns Green Courte Partners, LLC, which is the trustee of Green Courte Real Estate Partners Liquidating Trust, which is the record holder of these securities.

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.