

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

2. Issuer Name and Ticker or Trading Symbol
SUN COMMUNITIES INC [SUI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
27777 FRANKLIN ROAD, STE 200

3. Date of Earliest Transaction (Month/Day/Year)
12/20/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President, and CEO

(Street)
SOUTHFIELD, MI 48034

4. If Amendment, Date Original Filed(Month/Day/Year)
12/28/2012

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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)		
				(A) or (D)	Price				
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.

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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)
					V	(A)	(D)	Date Exercisable	Expiration Date	
Common Operating Partnership Units	\$ 0	12/20/2012		G	V	40,287 <u>(1)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock 40,2
Common Operating Partnership Units	\$ 0	12/20/2012		G	V	40,287		<u>(2)</u>	<u>(2)</u>	Common Stock 40,2
Common Operating Partnership Units	\$ 0							<u>(2)</u>	<u>(2)</u>	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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