

CONSOLIDATED TOMOKA LAND CO

Form 4/A

February 20, 2007

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

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

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 SECURITIESFiled 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 *
APGAR ROBERT F2. Issuer Name and Ticker or Trading Symbol
CONSOLIDATED TOMOKA
LAND CO [CTO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

P O BOX 10809

(Street)

DAYTONA
BEACH, FL 32120-0809

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
02/16/20074. If Amendment, Date Original
Filed(Month/Day/Year)
02/20/2007☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Sr. Vice President

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	02/16/2007		M	1,200 A \$ 20.05	5,711	D	
Common Stock	02/16/2007		M	1,600 A \$ 20.12	7,311	D	
Common Stock	02/16/2007		M	1,600 A \$ 31.64	8,911	D	
Common Stock	02/16/2007		M	1,600 A \$ 42.87	10,511	D	
Common Stock	02/16/2007		M	1,600 A \$ 67.27	12,111	D	

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Common Stock 02/16/2007 F 3,508 D \$ 79.53 8,603 D

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

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SEC 1474
(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 (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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 20.05	02/16/2007		M	1,200	01/23/2007 01/23/2012	Common Stock 1,200
Employee Stock Option (Right to Buy)	\$ 20.12	02/16/2007		M	1,600	01/22/2007 01/22/2013	Common Stock 1,600
Employee Stock Option (Right to Buy)	\$ 31.64	02/16/2007		M	1,600	01/28/2007 01/28/2014	Common Stock 1,600
Employee Stock Option (Right to Buy)	\$ 42.87	02/16/2007		M	1,600	01/27/2007 01/27/2015	Common Stock 1,600
Employee Stock Option (Right to Buy)	\$ 67.27	02/16/2007		M	1,600	01/25/2006 01/25/2016	Common Stock 1,600

Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
APGAR ROBERT F P O BOX 10809 DAYTONA BEACH, FL 32120-0809			Sr. Vice President	

Signatures

Robert F. Apgar 02/20/2007

 **Signature of Date
 Reporting Person

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).

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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