

---

## Section 1: SC 13G/A (13GA)

SECURITIES & EXCHANGE COMMISSION  
Washington, D.C. 20549  
-----

SCHEDULE 13G/A  
Under the Securities Exchange Act of 1934  
(Amendment No. 1)\*

Consolidated-Tomoka Land Co.  
(Name of Issuer)

Common Stock, \$1.00 Par Value  
(Title of Class of Securities)

210226106  
(CUSIP Number)

December 23, 2019  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule 13G is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

(Page 1 of 14 Pages)

-----  
\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for purposes of Section 31 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 210226106

13G/A

Page 2 of 14 Pages

-----  
(1) NAMES OF REPORTING PERSONS  
V3 Realty Partners, L.P.  
-----

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) [ ]

(b) [X]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF (5) SOLE VOTING POWER

-0-

SHARES

BENEFICIALLY (6) SHARED VOTING POWER

-0-

OWNED BY

EACH (7) SOLE DISPOSITIVE POWER

-0-

REPORTING

PERSON WITH (8) SHARED DISPOSITIVE POWER

-0-

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

-0-

(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[ ]

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.0%

(12) TYPE OF REPORTING PERSON

PN

CUSIP No. 210226106

13G/A

Page 3 of 14 Pages

(1) NAMES OF REPORTING PERSONS

V3 Realty Partners (a), L.P.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) [ ]

(b) [X]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF (5) SOLE VOTING POWER

-0-

SHARES

BENEFICIALLY (6) SHARED VOTING POWER

-0-

OWNED BY

EACH (7) SOLE DISPOSITIVE POWER -0-

REPORTING -----

PERSON WITH (8) SHARED DISPOSITIVE POWER -0-

-----

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON -0-

-----

(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES [ ]

-----

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0%

-----

(12) TYPE OF REPORTING PERSON PN

-----

CUSIP No. 210226106 13G/A Page 4 of 14 Pages

-----

(1) NAMES OF REPORTING PERSONS  
Tigris Realty Partners, L.P.

-----

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) [ ]  
(b) [X]

-----

(3) SEC USE ONLY

-----

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

-----

NUMBER OF (5) SOLE VOTING POWER -0-

SHARES -----

BENEFICIALLY (6) SHARED VOTING POWER -0-

OWNED BY -----

EACH (7) SOLE DISPOSITIVE POWER -0-

REPORTING -----

PERSON WITH (8) SHARED DISPOSITIVE POWER -0-

-----

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON -0-

-----

(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES [ ]

-----

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.0%

(12) TYPE OF REPORTING PERSON

PN

CUSIP No. 210226106

13G/A

Page 5 of 14 Pages

(1) NAMES OF REPORTING PERSONS

V3 Trading Vehicle, L.P.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) [ ]

(b) [X]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

NUMBER OF (5) SOLE VOTING POWER

-0-

SHARES

BENEFICIALLY (6) SHARED VOTING POWER

-0-

OWNED BY

EACH (7) SOLE DISPOSITIVE POWER

-0-

REPORTING

PERSON WITH (8) SHARED DISPOSITIVE POWER

-0-

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

-0-

(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[ ]

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.0%

(12) TYPE OF REPORTING PERSON

PN

CUSIP No. 210226106

13G/A

Page 6 of 14 Pages

(1) NAMES OF REPORTING PERSONS

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) [ ]  
(b) [X]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

NUMBER OF (5) SOLE VOTING POWER  
SHARES -0-

BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY -0-

EACH (7) SOLE DISPOSITIVE POWER  
REPORTING -0-

PERSON WITH (8) SHARED DISPOSITIVE POWER  
-0-

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED  
BY EACH REPORTING PERSON -0-

(10) CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (9) EXCLUDES CERTAIN SHARES [ ]

(11) PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (9)  
0.0%

(12) TYPE OF REPORTING PERSON  
00

(1) NAMES OF REPORTING PERSONS  
V3 Capital Advisors (a), LLC

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) [ ]  
(b) [X]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

NUMBER OF (5) SOLE VOTING POWER  
SHARES -0-

BENEFICIALLY (6) SHARED VOTING POWER -0-

OWNED BY -----

EACH (7) SOLE DISPOSITIVE POWER -0-

REPORTING -----

PERSON WITH (8) SHARED DISPOSITIVE POWER -0-

-----

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON -0-

-----

(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES [ ]

-----

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0%

-----

(12) TYPE OF REPORTING PERSON 00

-----

-----

(1) NAMES OF REPORTING PERSONS  
V3 Capital Management, L.P.

-----

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) [ ]  
(b) [X]

-----

(3) SEC USE ONLY

-----

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

-----

NUMBER OF (5) SOLE VOTING POWER -0-

SHARES -----

BENEFICIALLY (6) SHARED VOTING POWER -0-

OWNED BY -----

EACH (7) SOLE DISPOSITIVE POWER -0-

REPORTING -----

PERSON WITH (8) SHARED DISPOSITIVE POWER -0-

-----

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON -0-

-----  
(10) CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (9) EXCLUDES CERTAIN SHARES [ ]  
-----

(11) PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (9)  
0.0%

-----  
(12) TYPE OF REPORTING PERSON  
PN  
-----

CUSIP No. 210226106

13G/A

Page 9 of 14 Pages

-----  
(1) NAMES OF REPORTING PERSONS  
Charles Fitzgerald  
-----

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) [ ]  
(b) [X]  
-----

(3) SEC USE ONLY  
-----

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
United States of America  
-----

NUMBER OF (5) SOLE VOTING POWER  
SHARES -0-  
-----

BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY -0-  
-----

EACH (7) SOLE DISPOSITIVE POWER  
REPORTING -0-  
-----

PERSON WITH (8) SHARED DISPOSITIVE POWER  
-0-  
-----

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED  
BY EACH REPORTING PERSON  
-0-  
-----

(10) CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (9) EXCLUDES CERTAIN SHARES [ ]  
-----

(11) PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (9)  
0.0%

-----  
(12) TYPE OF REPORTING PERSON  
IN  
-----

Item 1(a). Name of Issuer:

The name of the issuer is Consolidated-Tomoka Land Co. (the "Company").

Item 1(b). Address of Issuer's Principal Executive Offices:

1140 N. Williamson Blvd., Suite 140  
Daytona Beach, FL 32114

Item 2(a). Name of Person Filing:

This statement is filed by:

(i) V3 Realty Partners, L.P., a Delaware limited partnership ("V3RP"), with respect to shares of Common Stock (as defined in item 2(d) below) directly owned by it;

(ii) V3 Realty Partners (a), L.P., a Delaware limited partnership ("V3RP(a)", with respect to shares of Common Stock directly owned by it;

(iii) Tigris Realty Partners, L.P., a Delaware limited partnership ("Tigris"), with respect to shares of Common Stock directly owned by it;

(iv) V3 Trading Vehicle, L.P., a Cayman Islands exempted limited partnership ("V3TV" and together with V3RP, V3RP(a) and Tigris, the "Partnerships"), with respect to shares of Common Stock directly owned by it;

(v) V3 Capital Advisors, LLC, a Delaware limited liability company (the "General Partner"), which serves as the general partner of V3RP and V3TV, with respect to shares of Common Stock directly owned by V3RP and V3TV;

(vi) V3 Capital Advisors (a), LLC, a Delaware limited liability company (the "V3(a) General Partner"), which serves as the general partner of V3RP(a) and Tigris, with respect to shares of Common Stock directly owned by V3RP(a) and Tigris;

(vii) V3 Capital Management, L.P., a Delaware limited partnership (the "Investment Manager"), which serves as the investment manager to the Partnerships, with respect to shares of Common Stock directly owned by each of the Partnerships;

(viii) Mr. Charles Fitzgerald ("Mr. Fitzgerald"), who serves as the managing member of the General Partner, the V3(a) General Partner and V3 Capital GP, LLC, the general partner of the Investment Manager, with respect to shares of Common Stock directly owned by the Partnerships.

The Partnerships, the General Partner, the V3(a) General Partner, the Investment Manager and Mr. Fitzgerald are hereinafter sometimes collectively referred to as the "Reporting Persons."

The filing of this statement should not be construed as an admission that any of the Reporting Persons is, for the purposes of Section 13 of the Act, the beneficial owner of the Common Stock reported herein.

Item 2(b). Address of Principal Business Office or, if None, Residence:

The address of the business office of each of the Reporting Persons is 477 Madison Ave, New York, NY 10022.

Item 2(c) Citizenship:

V3 Realty Partners, L.P., V3 Realty Partners (a), L.P., Tigris Realty Partners, L.P., the Managing Member, the General Partner, the V3(a) General Partner and the Investment Manager are each organized under the laws of the State of

Delaware.

V3 Trading Vehicle, L.P. is organized under the laws of the Cayman Islands.  
Mr. Fitzgerald is a citizen of the United States of America.

Item 2(d). Title of Class of Securities:

Common Stock, \$1.00 Par Value (the "Common Stock")

Item 2(e). CUSIP Number:

210226106

Item 3. If this statement is filed pursuant to Rules 13d-1(b), OR 13d-2(b)  
OR (c), check whether the person filing is a:

- (a)  Broker or dealer registered under Section 15 of the Act;
  - (b)  Bank as defined in Section 3(a)(6) of the Act;
  - (c)  Insurance company as defined in Section 3(a)(19) of the Act;
  - (d)  Investment company registered under Section 8 of the Investment Company Act of 1940;
  - (e)  An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
  - (f)  An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
  - (g)  A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
  - (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
  - (i)  A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
  - (j)  A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);
  - (k)  Group, in accordance with Rule 13d-1(b)(1)(ii)(K).
- If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please specify the type of institution:
- \_\_\_\_\_

CUSIP No. 210226106

13G/A

Page 12 of 14 Pages

Item 4. Ownership.

The information required by Items 4(a) - (c) is set forth in Rows 5 - 11 of the cover page for each Reporting Person hereto and is incorporated herein by reference for each such Reporting Person. The percentages set forth in Row (11) of the cover page for each Reporting Person are based on the 4,929,079 shares of Common Stock outstanding as of September 30, 2019, as reported in the Company's Current Report on Form 10-Q filed with the Securities and Exchange Commission on October 23, 2019.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

CUSIP No. 210226106

13G/A

Page 13 of 14 Pages

Item 10. Certification.

Each of the Reporting Persons hereby makes the following certification:  
By signing below each Reporting Person certifies that, to the best of its or his knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

CUSIP No. 210226106

13G/A

Page 14 of 14 Pages

SIGNATURE

After reasonable inquiry and to the best of its or his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

DATED: December 23, 2019

/s/ Charles Fitzgerald

-----

Charles Fitzgerald

Individually;

And as managing member of:

(I) V3 Capital Advisors, LLC,

for itself and as general partner of:

(A) V3 Realty Partners, L.P.; and

(B) V3 Trading Vehicle, L.P.

(II) V3 Capital GP, LLC, as general partner of V3  
Capital Management, L.P.

(III) V3 Capital Advisors (a), LLC,

for itself and as general partner of:

(A) V3 Realty Partners (a), L.P.

(B) Tigris Realty Partners, L.P.

[\(Back To Top\)](#)