

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>WINTERGREEN FUND, INC.</u> (Last) (First) (Middle) 333 ROUTE 46 WEST SUITE 204 (Street) MOUNTAIN NJ 07046 LAKES (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CONSOLIDATED TOMOKA LAND CO [CTO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 08/22/2012	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock ⁽¹⁾	08/22/2012		P		267,271	A	\$29.58	1,044,295	D	
Common Stock ⁽¹⁾	08/22/2012		P		188,039	A	\$29.58	1,232,334	D	
Common Stock ⁽²⁾	08/22/2012		S		267,271	D	\$29.58	498,780	I	By advisory clients of Wintergreen Advisers, LLC
Common Stock ⁽²⁾	08/22/2012		S		188,039	D	\$29.58	310,741	I	By advisory clients of Wintergreen Advisers, LLC

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
WINTERGREEN FUND, INC.
 (Last) (First) (Middle)
 333 ROUTE 46 WEST
 SUITE 204
 (Street)
 MOUNTAIN NJ 07046
 LAKES
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Wintergreen Advisers, LLC
 (Last) (First) (Middle)

333 ROUTE 46 WEST
SUITE 204

(Street)

MOUNTAIN
LAKES

NJ

07046

(City)

(State)

(Zip)

Explanation of Responses:

1. These securities are owned directly by Wintergreen Fund, Inc. Wintergreen Advisers, LLC is the investment manager of Wintergreen Fund, Inc. and disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein. Wintergreen Advisers, LLC has no pecuniary interest in the securities beneficially owned by Wintergreen Fund, Inc. This report shall not be deemed an admission that the Wintergreen Advisers, LLC is the beneficial owner of the reported securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
2. These securities may be deemed to be beneficially owned by Wintergreen Advisers, LLC the investment manager of other advisory clients. Wintergreen Advisers, LLC disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein. This report shall not be deemed an admission that the Wintergreen Advisers, LLC is the beneficial owner of the reported securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

Wintergreen Fund, Inc. by /s/
David J. Winters, Executive 08/27/2012
Vice President

Wintergreen Advisers, LLC by
/s/ David J. Winters, Managing 08/27/2012
Member

** Signature of Reporting Person Date

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

* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.