

CONSOLIDATED TOMOKA LAND CO  
 Form 4/A  
 September 11, 2006

**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 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 \*  
 Wintergreen Advisers, LLC

2. 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)  
 333 ROUTE 46 WEST, SUITE 204  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 09/07/2006

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 10% Owner  
 \_\_\_\_ Other (specify below)

MOUNTAIN LAKES, NJ 07046  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)  
 09/11/2006

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 Indirect Ownership (Instr. 4) |         |   |                                                  |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|---------|---|--------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount                                                                                        | (A) or (D)                                               | Price                                      |         |   |                                                  |
| Common Stock <sup>(1)</sup>     | 09/07/2006                           |                                                    | P                              |                                                                   | 3,300                                                                                         | A                                                        | \$ 62.5739                                 | 801,571 | I | By advisory clients of Wintergreen Advisers, LLC |
| Common Stock <sup>(1)</sup>     | 09/08/2006                           |                                                    | P                              |                                                                   | 13,800                                                                                        | A                                                        | \$ 62.8986                                 | 815,371 | I | By advisory clients of Wintergreen Advisers, LLC |
| Common Stock <sup>(1)</sup>     | 09/11/2006                           |                                                    | P                              |                                                                   | 1,700                                                                                         | A                                                        | \$ 62.9818                                 | 817,071 | I | By advisory clients of                           |

Wintergreen  
Advisers,  
LLC

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

**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 control number.**

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 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date                                               | Title                                      | Amount or Number of Shares                                       |

## Reporting Owners

| Reporting Owner Name / Address                                                          | Relationships |           |         |       |
|-----------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                         | Director      | 10% Owner | Officer | Other |
| Wintergreen Advisers, LLC<br>333 ROUTE 46 WEST<br>SUITE 204<br>MOUNTAIN LAKES, NJ 07046 |               | X         |         |       |

## Signatures

Wintergreen Advisers, LLC by: /s/ David J. Winters, Managing Member  
09/11/2006

\_\_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) These securities may be deemed to be beneficially owned by Wintergreen Advisers, LLC (the "Reporting Person") the investment manager of Wintergreen Fund, Inc. and other advisory clients. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein. The Reporting Person has no pecuniary interest in the securities

## Edgar Filing: CONSOLIDATED TOMOKA LAND CO - Form 4/A

beneficially owned by Wintergreen Fund, Inc. This report shall not be deemed an admission that the reporting person 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.

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.