

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

**FORM 8-K**  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of

The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 30, 2009

**Consolidated-Tomoka Land Co.**

(Exact name of registrant as specified in its charter)

**Florida**  
(State or other jurisdiction of incorporation)

**001-11350**  
(Commission File Number)

**59-0483700**  
(IRS Employer Identification No.)

**1530 Cornerstone Boulevard, Suite 100**  
**Daytona Beach, Florida**  
(Address of principal executive offices)

**32117**  
(Zip Code)

Registrant's telephone number, including area code: **(386) 274-2202**

**Not Applicable**  
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

On June 30, 2009, William J. Voges, Chairman of the Board of Directors of Consolidated-Tomoka Land Co. (the "Company") sent a letter to David Winters of Wintergreen Advisers, LLC, a shareholder of the Company, in response to a letter from Mr. Winters to the Company dated June 23, 2009. A copy of the letter from Mr. Voges is filed with this Form 8-K and attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

[99.1 Letter to David Winters, Wintergreen Advisers, LLC, dated June 30, 2009](#)

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 30, 2009

**Consolidated-Tomoka Land Co.**

By: /s/William H. McMunn

**William H. McMunn, President and Chief Executive Officer**



Consolidated-Tomoka Land Co.  
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(386) 274-1223 Facsimile  
E-mail:CTLC@consolidatedtomoka.com

FEDERAL EXPRESS

June 30, 2009

Mr. David J. Winters  
Wintergreen Advisers, LLC  
333 Route 46 West, Suite 204  
Mountain Lakes, NJ 07046

Dear Mr. Winters:

Thank you for your letter of June 23, 2009 and your continued interest in and support of Consolidated-Tomoka Land Co. ("Consolidated").

We are moving quickly to assure that all new directors are up-to-speed with the activities at Consolidated and engaged as board members. In that regard, all new directors have had a half day to full day individual meeting at Consolidated to become familiar with our Company and its activities, plans, issues and strategies. Additionally, all new directors have been elected to board committees.

The corporate governance matters addressed at the 2009 Annual Meeting of Shareholders have been referred to our Governance Committee for further consideration, and we expect a report from the Committee at upcoming board meetings.

David, as to your concerns set forth in your letter, which I have forwarded to all board members, I welcome the opportunity to personally discuss the same with you at any time. We all have great pride in Consolidated and value the Company and its shareholders. I am available to discuss the company and your thoughts and concerns. Please contact me to set up a mutually convenient time to discuss the same.

With kind regards, I remain,

Sincerely yours,

/s/ William J. Voges  
William J. Voges  
Chairman of the Board

WJV:vrj

cc: Board of Directors, Consolidated-Tomoka Land Co.

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