



**Item 2.01 Completion of Acquisition or Disposition of Assets**

On March 29, 2013, pursuant to a Membership Interests Purchase Agreement (the “Agreement”) entered into in December 2012, HMG/Courtland Properties, Inc. and its 95% owned subsidiary, Courtland Investments, Inc. (the “Company”), completed the sale of the Company’s 50% membership interests in Bayshore Landing LLC, Bayshore Rawbar LLC and Bayshore Restaurant LLC, (collectively the “Monty’s property) to the other 50% owner, The Christoph Family Trusts, which are unrelated entities. The purchase price for the membership interests of \$3 million was paid in cash. The Company estimates a consolidated loss on the sale of these interests of approximately \$150,000 (or \$.15 per share).

In connection with the disposition, the Company is hereby filing, as Exhibit 10(y) a copy of the Agreement.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibit.

<b>Exhibit Number</b>	<b>Description</b>
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10(y)	Membership Interests Purchase Agreement (HMG to Christoph) by and among The Christoph Family Trusts, as Purchasers and HMG Bayshore, LLC, Courtland Bayshore Rawbar, LLC and Courtland Bayshore Restaurant, LLC as Sellers
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**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.

Dated: April 3, 2013

**HMG/Courtland Properties, Inc.**

By: /s/ Larry Rothstein  
President and  
Principal Financial  
Officer

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