LNR PROPERTY CORP Form 4/A April 18, 2002

		// / OMB Number: / Expires: Dec / Estimated av / hours per re	ember 31, 2001
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FORM 4A ++		S AND EXCHANGE C NGTON, D.C. 2054	
[_] Check this box if no longer subject to Section 16.	ANNUAL STATEMENT OF	CHANGES IN BEN	EFICIAL OWNERSHIP
Form 4 or Form 5 obligations may continue. See Instruction 1(b).	Filed pursuant to Se Exchange Act of 1 Public Utility Hol Section 30(f) of the	1934, Section 17 lding Company Ac	(a) of the t of 1935 or
1. Name and Address of	f Reporting Person*		
Rubin	Shelly		Α.
(Last)	(First)		(Middle)
	760 N.W. 107th Av	<i>r</i> enue	
	(Street)		
Miami	${ m FL}$		33172
(City)	(State)		(Zip)
2. Issuer Name and Ti	cker or Trading Symbol LN	NR Property Corp	oration/LNR
3. I.R.S. Identificat (voluntary)	ion Number of Reporting F	erson, if an en	tity
4. Statement for Mont			
5. If Amendment, Date	of Original (Month/Year)		
6. Relationship of Re	porting Person(s) to Issu	uer (Check all a	pplicable)
Director _X	Officer (give title below)	_ 10% Owner	Other (specify below)
Vice President an	d Chief Financial Officer	<u>c</u>	

7. Individual o	r Joint/Gro	oup Filing (Check	Applicable Line	2)	
	-	Reporting Persor than One Report			
Table INon-Der	ivative Sec	curities Acquirec	d, Disposed of, o	or Beneficially Owned	
1. Title of			Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount Securi Benefic Owned
Security (Instr. 3)		Date (Mo/day/Yr) 	Code/V	Amount/(A) or (D)/Price	Fiscal (Instr.
Common Stock		N/A	N/A	N/A	19
Common Stock		01/19/02	J	5,000(A)	5,00
Restricted Commo	n Stock(1)	01/19/02	J	5,000(D)	
Restricted Commo			N/A	N/A	10,00
_	_		ach class of secu Print or Type Res	urities beneficially	

- (1) Represents shares of restricted stock. The shares vest with respect to one-quarter of the total number of shares on January 19, 2002 (20,000), and the remainder will vest on each of January 19, 2003, January 19, 2004 and January 19, 2005 to the extent of one-quarter of the total number of shares.
- (2) Represents shares of restricted stock. The shares vest with respect to one-quarter of the total number of shares on January 17, 2003 (10,000), and the remainder will vest on each of January 17, 2004, January 17, 2005 and January 17, 2006 to the extent of one-quarter of the total number of shares.
- (J) Represents release of restrictions on restricted common stock.

Table II--Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			Code	
1. Title of Derivative	2. Conversion o Exercise Pri		(Instr. 8)	
Security (Instr. 3)	of Derivativ	e (Mo/Day/Yr)	Code/V	
Common Stock Options	16.20	N/A	N/A	
Common Stock Options	24.8125	N/A	N/A	
Common Stock Options	17.3125	N/A	N/A	
Common Stock Options	18.15625	N/A	N/A	
Common Stock Options	26.84375	N/A	N/A	
Common Stock Options	31.30	1/2/2002	A	
Stock Purchase Agreement (3)	N/A	N/A	N/A	
	6. Date Exer-	7 Title and Amount of		. Numk
	6. Date Exer- cisable and Expiration Date (Mo/Day/Yr) Exer/Expir.	7. Title and Amount of Underlying Securitie (Instr. 3 and 4) Title/Amt. or # of Shares	£	Der: Secu Bene Ende Mon
	cisable and Expiration Date (Mo/Day/Yr) Exer/Expir.	Underlying Securities (Instr. 3 and 4) Title/Amt. or # of Shares	fes 8. Price of Derivative Security (Instr. 5)	Deri Secu Bene Ende Mor (Inst
Common Stock Options Common Stock Options	cisable and Expiration Date (Mo/Day/Yr) Exer/Expir.	Underlying Securitie (Instr. 3 and 4) Title/Amt. or	8. Price of Derivative Security (Instr. 5)	Der: Seci Bene Ende Moi
	cisable and Expiration Date (Mo/Day/Yr) Exer/Expir. 02-05-98 / 02-04-03	Underlying Securities (Instr. 3 and 4) Title/Amt. or # of Shares Common Stock Options/	8. Price of Derivative Security (Instr. 5) 8,221 N/A	Der Sect Bend End Mot (Ins
Common Stock Options Common Stock Options	cisable and Expiration Date (Mo/Day/Yr) Exer/Expir. 02-05-98 / 02-04-03 10-31-98 / 10-30-07	Underlying Securities (Instr. 3 and 4) Title/Amt. or # of Shares Common Stock Options/	8. Price of Derivative Security (Instr. 5) 8,221 N/A 37,500 N/A	Der Sect Bend Mon (Ins
Common Stock Options Common Stock Options Common Stock Options Common Stock Options	cisable and Expiration Date (Mo/Day/Yr) Exer/Expir 02-05-98 / 02-04-03 10-31-98 / 10-30-07 01-01-99 / 12-14-07 01-28-01 / 01-27-10	Underlying Securities (Instr. 3 and 4) Title/Amt. or # of Shares Common Stock Options/ Common Stock Options/	8. Price of Derivative Security (Instr. 5) 8,221 N/A 37,500 N/A 26,250 N/A	Der Sect Bende Mon (Ins 8
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Explanation of Responses:

- * Reporting person denies beneficial ownership of these securities.
- ** 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 provided is insufficient. See instruction 6 for procedure.

(3) Represents a signed purchase agreement under the 2001 Senior Officer Stock Purchase Plan. On each of April 1, 2002 and 2003, Ms. Rubin will purchase 1,215 shares.