FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | |
| 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

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

| 1. Name and Address of Reporting Person* Sobelman David (Last) (First) (Middle) 401 EAST JACKSON STREET, SUITE 3300 | | | | | | Issuer Name and Ticker or Trading Symbol GENERATION INCOME PROPERTIES, INC. [GIPR] 3. Date of Earliest Transaction (Month/Day/Year) 02/02/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Relationship of Reporting Person(s) to Issuer heck all applicable) X Director 10% Owner X Officer (give title other (specify below) below) Chairman, President, CEO Individual or Joint/Group Filing (Check Applicable Line | | | | specify |
|--|---|--|--|----------|--------------------------|---|---|--------------------|---|-------------------|---|--------|---|---|------------|---|-----------|---|
| (Street) TAMPA | FL | 33 | 3602 | | | | | | | | | X | Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (State) | (Z | ip) | | | | | | | | | | | | | | | |
| | | Ta | able I - Nor | n-Deriva | tive S | ecuriti | es Acq | uired, D | isp | osed o | f, or l | Benefi | cially Ow | ned | | | | |
| Da | | | | Date | Date Month/Day/Year) | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Transaction Disp | | ecurities Acquired (A) or osed Of (D) (Instr. 3, 4 and | | | 5. Amount of Securities Beneficially Owr Following Repor Transaction(s) | | | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | Code | V | Amount (A) or (D) | | Price | (Instr. 3 and 4) | | | | (111501.4) | | | | |
| Common Stock | | | | 02/02/ | 2023 | | | P | | 100 | | Α | \$4.787 | 131,031.6517 | | | D | |
| Common Stock 02 | | | | 02/02/ | 2/02/2023 | | | | | 1,400 | | A | \$4.847 | 132,431.6517 | | | D | |
| 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 Dat if any (Month/Day/Yo | Cod | Transaction Code (Instr. | | | | 6. Date Exercisable an Expiration Date (Month/Day/Year) | | 7. Title and Amour Securities Underly Derivative Security 3 and 4) | | erlying | 8. Price of Derivative Security (Instr. 5) | | Ownersh S Form: Oily Direct (D) Or Indirect (I) (Instr. | Ownership | Beneficial Ownership t (Instr. 4) |
| | | | | Code | v V | (A) | (D) | Date Exercisabl | | xpiration late | Title | mmon | Amount or Number of Shares | | (Instr. 4) | | | |
| Units | (1) | | | | | | | (1) | | (1) | | tock | 2,586 | | 2,580 | 6 | D | |

Explanation of Responses:

1. Represents Common Units held in Generation Income Properties, L.P. that may be redeemed by the Reporting Person for shares of Common Stock of the Issuer on a 1-to-1 basis beginning June 21, 2022.

/s/ David Sobelman

02/02/2022

** 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.