Rosenberg Seth Form 4 January 04, 2012

FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b).

(Print or Type Responses)

(Last)

Redeemable

Perpetual Preferred Stock

1. Name and Address of Reporting Person * Rosenberg Seth

(First)

(Middle)

2. Issuer Name and Ticker or Trading

Symbol

EQUITY LIFESTYLE PROPERTIES INC [ELS]

3. Date of Earliest Transaction (Month/Day/Year) 12/31/2011

(Check all applicable)

Issuer

below)

Director 10% Owner Other (specify X_ Officer (give title

Sr Vice Pres of Sales and Mktg

5. Relationship of Reporting Person(s) to

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

C/O EQUITY LIFESTYLE PROPERTIES, INC, 2 NORTH RIVERSIDE PLAZA, SUITE 800

> (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

1.500

X Form filed by One Reporting Person Form filed by More than One Reporting

D

CHICAGO, IL 60606

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 3. 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 7. Nature of Transaction(A) or Disposed of (D) Indirect Security (Month/Day/Year) Execution Date, if Securities Ownership (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (I) (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price Common 2.902 D Stock, par 12/31/2011 4,098 D value \$.01 Series A Cumulative

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

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(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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

1. Title of 2. 3. Transaction Date 3A. Deemed 4. 5. 6. Date Exercisable and 7. Title	itle and 8. Price of	
Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber Expiration Date Amou	ount of Derivative	į
Security or Exercise any Code of (Month/Day/Year) Under	erlying Security	
(Instr. 3) Price of (Month/Day/Year) (Instr. 8) Derivative Secur	urities (Instr. 5)	
Derivative Securities (Instr.	tr. 3 and 4)	
Security Acquired		Ì
(A) or		į
Disposed		
of (D)		
(Instr. 3,		
4, and 5)		
	Amount	
Date Expiration Title	or e Number	
Exercisable Date	of	
Code V (A) (D)	Shares	

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Rosenberg Seth C/O EQUITY LIFESTYLE PROPERTIES, INC 2 NORTH RIVERSIDE PLAZA, SUITE 800 CHICAGO, IL 60606

Sr Vice Pres of Sales and Mktg

Signatures

Mary Jo Kucera by Power of Attorney for Seth Rosenberg

01/04/2012

**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).

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.

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