UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 2)*

EQUITY LIFESTYLE PROPERTIES, INC.

(Name of Issuer)

Common Stock, \$0.01 per share (Title of Class of Securities)

564682102 (CUSIP Number)

Jonathan D. Wasserman, Esq. Equity Group Investments. 2 North Riverside Plaza, Suite 600 Chicago, Illinois 60606 312-466-3505

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

October 23, 2015 (Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. o

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 564682102

4	NAMES OF REPORTING PERSONS					
1	Samuel Zell					
	CHEC	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
2	(a)					
3		SE ONLY				
	SOUR	CE OF FUNDS	S (SEE INSTRUCTIONS)			
4	00	00				
_	CHECI	K IF DISCLOS	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)			
5	0	0				
_	CITIZE	NSHIP OR PI	LACE OF ORGANIZATION			
6	United	United States				
			SOLE VOTING POWER			
NUMBE	ER OF	7	2,882,182 (1)			
SHAR	RES		SHARED VOTING POWER			
BENEFIC OWNEI		8	816,650			
EAC	CH		SOLE DISPOSITIVE POWER			
REPORT PERS		9	2,796,847			
WIT	Ī		SHARED DISPOSITIVE POWER			
		10	816,650			
	AGGR	EGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
11						
		3,698,832(1)				
12	0	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
		NIT OF CLAS	CS DEDDESENTED DV AMOUNT IN DOW (11)			
13		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	4.3%(2		NC DEDCON (CEE INCEDITIONS)			
14		TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				
	IN					

(1) Includes 85,335 shares of Common Stock granted as restricted stock by the Issuer to the Reporting Person in his role as a director of the Issuer for which the restrictions have not lapsed. Until such restrictions lapse, the Reporting Person has voting power over such shares but does not have dispositive power. (2) Based on 84,282,178 shares of Common Stock outstanding as of July 31, 2015, as set forth in the Issuer's Quarterly Report on Form 10-Q for the quarter ended June 30, 2015, and assuming the exchange of OP Units (as defined herein) deemed to be beneficially owned by such Reporting person for shares of Common Stock and the exercise of currently exercisable options to purchase Common Stock, if applicable.

1	NAMES OF REPORTING PERSONS						
1	Samuel Zell Revocable Trust						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
2	(a) ☑ (b) o	(a) ☑ (b) o					
3		SEC USE ONLY					
4	SOUR OO	CE OF FUNDS	S (SEE INSTRUCTIONS)				
	CHEC	K IF DISCLOS	URE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5	0						
	CITIZ	ENSHIP OR PI	ACE OF ORGANIZATION				
6	Illinois	Illinois					
			SOLE VOTING POWER				
NUMBE	D OE	7	0				
SHAR	IALLY	8	SHARED VOTING POWER				
OWNEI			816,650				
EAC REPORT		9	SOLE DISPOSITIVE POWER				
PERS	ON		0				
WIT	Н	10	SHARED DISPOSITIVE POWER				
			816,650				
11	AGGF	REGATE AMOU	JNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	816,65	816,650					
12	CHEC	K IF THE AGO	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
	0						
13	PERC 1.0%(1		S REPRESENTED BY AMOUNT IN ROW (11)				
1.4	ТҮРЕ	OF REPORTIN	IG PERSON (SEE INSTRUCTIONS)				
14	14 00						

⁽¹⁾ Based on 84,282,178 shares of Common Stock outstanding as of July 31, 2015, as set forth in the Issuer's Quarterly Report on Form 10-Q for the quarter ended June 30, 2015, and assuming the exchange of OP Units (as defined herein) deemed to be beneficially owned by such Reporting person for shares of Common Stock, if applicable.

1	NAMES OF REPORTING PERSONS Samstock/SZRT, L.L.C.						
2		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) (b) 0					
3		SEC USE ONLY					
4	SOUR OO	SOURCE OF FUNDS (SEE INSTRUCTIONS)					
5	СНЕС	K IF DISCLOS	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
6	CITIZ:		LACE OF ORGANIZATION				
NUMBE	,	7	SOLE VOTING POWER 0				
SHAR BENEFIC OWNEI	IALLY	8	SHARED VOTING POWER 615,548				
EAC REPORT PERSO	ΓING	9	SOLE DISPOSITIVE POWER 0				
WIT	Ή	10	SHARED DISPOSITIVE POWER 615,548				
11	AGGR 615,54	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
13	PERCI		S REPRESENTED BY AMOUNT IN ROW (11)				
14			NG PERSON (SEE INSTRUCTIONS)				

1	NAMES OF REPORTING PERSONS						
•	Samstock/ZGPI, L.L.C.						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
2	(a)						
3	SEC U	SEC USE ONLY					
	SOUR	CE OF FUNDS	S (SEE INSTRUCTIONS)				
4	00						
	CHEC	K IF DISCLOS	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5		0					
6	CITIZI	ENSHIP OR P	LACE OF ORGANIZATION				
	Delawa	are					
		7	SOLE VOTING POWER				
NUMBE	R OF		0				
SHAR		0	SHARED VOTING POWER				
BENEFIC OWNEI		8	12,006				
EAC	Н		SOLE DISPOSITIVE POWER				
REPORT PERSO		9	0				
WIT	•		SHARED DISPOSITIVE POWER				
VVII.	п	10					
			12,006				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	12,006						
12	CHEC	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
	0						
	PERCI	ENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)				
13	Less th	ıan 0.1%(1)					
			NG PERSON (SEE INSTRUCTIONS)				
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
	00						

1	NAMES OF REPORTING PERSONS Samstock, L.L.C.						
2		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) ☑ (b) a					
3		SEC USE ONLY					
4	SOUR	SOURCE OF FUNDS (SEE INSTRUCTIONS) OO					
5	CHEC:	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
6		LACE OF ORGANIZATION					
_	Delawa	are					
NUMBE	ER OF	7	SOLE VOTING POWER 0				
SHAR BENEFIC OWNEI	RES IALLY	8	SHARED VOTING POWER 892,000				
EAC REPORT PERSO	ΓING	9	SOLE DISPOSITIVE POWER 0				
WIT	10		SHARED DISPOSITIVE POWER				
			892,000				
11	AGGR 892,00		UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12	0						
45	PERCI	ENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)				
13	1.1%(1	.)					
14	TYPE OO	OF REPORTII	NG PERSON (SEE INSTRUCTIONS)				

1	NAMES OF REPORTING PERSONS					
1	Samstock/ZFT, L.L.C.					
2	(a) 🗹					
3	(b) o SEC US	SE ONLY				
4	SOURC	CE OF FUNDS	S (SEE INSTRUCTIONS)			
5	СНЕСЬ	(IF DISCLOS	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)			
6			LACE OF ORGANIZATION			
NUMBE	Delaware SOLE VOTING POWER R OF 0					
SHAF BENEFIC OWNEI	RES CIALLY	8	SHARED VOTING POWER 17,774			
EAC REPOR PERS	TING	9	SOLE DISPOSITIVE POWER 0			
WIT	Ή	10	SHARED DISPOSITIVE POWER			
11	AGGRI	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
12	17,774 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) 0					
13			S REPRESENTED BY AMOUNT IN ROW (11)			
14		TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				

1	NAMES OF REPORTING PERSONS						
1	Samstock/Alpha, L.L.C.						
2	CHECF (a) ☑ (b) o						
3		SE ONLY					
4	SOURO	CE OF FUNDS	S (SEE INSTRUCTIONS)				
5	CHECF	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
6			LACE OF ORGANIZATION				
	Delawa	re					
		7	SOLE VOTING POWER				
NUMBE	ER OF		0				
SHAR BENEFIC OWNEI	CIALLY	8	SHARED VOTING POWER 17,774				
EAC REPOR	TING	9	SOLE DISPOSITIVE POWER				
PERS ⁽ WIT	Ţ	10	SHARED DISPOSITIVE POWER				
			17,774				
11	AGGRI 17,774		UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
12	СНЕСР		GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
	0						
13	PERCE	NT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)				
	Less tha	an 0.1%(1)					
14	TYPE (OF REPORTIN	NG PERSON (SEE INSTRUCTIONS)				
14	00						

1	NAMES OF REPORTING PERSONS					
•	SZKT	SZKT Holdings, L.L.C.				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(a) ☑ (b) o					
3	SEC U	SE ONLY				
	SOURCE OF FUNDS (SEE INSTRUCTIONS)					
4	00					
_	CHEC	K IF DISCLOS	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)			
<u> </u>	0	0				
	CITIZI	ENSHIP OR P	LACE OF ORGANIZATION			
6	Illinois					
			SOLE VOTING POWER			
NUMBE	'R OF	7	0			
	†					
SHAR BENEFIC	IALLY	8	SHARED VOTING POWER			
OWNEI	İ		196,542			
EAC REPORT		9	SOLE DISPOSITIVE POWER			
PERSO	ON		0			
WIT	Н	10	SHARED DISPOSITIVE POWER			
			196,542			
11	AGGR	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	196,542					
	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
12	0	0				
	PERCI	ENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)			
13	0.2% (
			NG PERSON (SEE INSTRUCTIONS)			
14		TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				
	00					

1	NAMES OF REPORTING PERSONS						
	SZMT Holdings, L.L.C.						
2		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(a)						
3	SEC U	SEC USE ONLY					
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)						
	00	00					
-	CHEC	K IF DISCLOS	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5	0						
	CITIZ	ENSHIP OR P	LACE OF ORGANIZATION				
6	United	States					
			SOLE VOTING POWER				
NUMBE	'P OE	7	0				
	٠						
SHAR BENEFIC		8	SHARED VOTING POWER				
OWNEI	O BY		196,548				
EAC REPORT		9	SOLE DISPOSITIVE POWER				
PERS		<u> </u>	0				
WIT	Н	10	SHARED DISPOSITIVE POWER				
		10	196,548				
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	196,548						
12		CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
	0						
13	PERCI	ENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)				
	0.2% (1)					
14	TYPE	OF REPORTI	NG PERSON (SEE INSTRUCTIONS)				
17	00						

1	NAMES OF REPORTING PERSONS						
1	SZJT Holdings, L.L.C.						
2	(a) 🗹						
3	(b) o SEC US	SE ONLY					
4	SOURC	CE OF FUNDS	S (SEE INSTRUCTIONS)				
5	CHECF o	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
6			LACE OF ORGANIZATION				
NUMBE	Delaware SOLE VOTING POWER R OF 0						
SHAF BENEFIC OWNEI	RES CIALLY	8	SHARED VOTING POWER 196,542				
EAC REPOR PERS	TING	9	SOLE DISPOSITIVE POWER 0				
WIT	Ή	10	SHARED DISPOSITIVE POWER 196,542				
11	AGGRI 196,542	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) o						
13			S REPRESENTED BY AMOUNT IN ROW (11)				
14		0.2% (1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) OO					

1	NAMES OF REPORTING PERSONS						
1	ZFTKT Holdings, L.L.C.						
2	CHEC:	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(b) o	SE ONLY					
3							
4	SOUR OO	CE OF FUNDS	S (SEE INSTRUCTIONS)				
5	CHEC:	K IF DISCLOS	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
6	CITIZI	ENSHIP OR PI	LACE OF ORGANIZATION				
	Delawa	are					
		7	SOLE VOTING POWER				
NUMBE	R OF		0				
SHAR BENEFIC		8	SHARED VOTING POWER				
OWNEI			299,970				
EAC			SOLE DISPOSITIVE POWER				
REPORT PERSO			0				
WIT	Н	10	SHARED DISPOSITIVE POWER				
	1	10	299,970				
11			UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	299,970						
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) o						
	PERCI	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	0.4% (1)						
4.4	TYPE	OF REPORTIN	NG PERSON (SEE INSTRUCTIONS)				
14	00						

1	NAMES OF REPORTING PERSONS			
	ZFTMT Holdings, L.L.C.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) (b) 0			
3	SEC USE ONLY			
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)			
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)			
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware			
NUMBE		7	SOLE VOTING POWER	
SHAR BENEFIC OWNEI	IALLY	8	SHARED VOTING POWER 299,968	
EAC REPORT PERS	ΓING	9	SOLE DISPOSITIVE POWER 0	
WIT	Н	10	SHARED DISPOSITIVE POWER 299,968	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 299,968			
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.4% (1)			
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) OO			

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a)	1		NAMES OF REPORTING PERSONS			
2 (a) E (b) o SEC USE ONLY 3 SEC USE ONLY 4 SOURCE OF FUNDS (SEF INSTRUCTIONS) OO CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7 SOLE VOTING POWER NUMBER OF SHARES BENEFICIALLY OWNED BY 64,280 EACH REPORTING PERSON 9 0 WITH 10 SHARED DISPOSITIVE POWER 64,280 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 64,280 12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less dam 0.1%(1) 14		ZFTGT Holdings, L.L.C.				
3 SEC USE ONLY 3 SEC USE ONLY 4 SOURCE OF FUNDS (SEE INSTRUCTIONS) OO CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7 SOLE VOTING POWER SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON 9 SOLE DISPOSITIVE POWER 64,280 10 SHARED DISPOSITIVE POWER 64,280 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 64,280 12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 0.1%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
3 4 SOURCE OF FUNDS (SEE INSTRUCTIONS) OO CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) SOLE VOTING POWER SHARES BENEFICIALLY BENEF						
CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) CHIZENSHIP OR PLACE OF ORGANIZATION Delaware SOLE VOTING POWER NUMBER OF SHARES BENEFICIALLY OWNED BY FACH REPORTING PERSON WITH 10 SHARED VOTING POWER 64.280 SOLE DISPOSITIVE POWER 64.280 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 64.280 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) o PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 0.1%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	3	SEC USE ONLY				
CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7 SOLE VOTING POWER SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 10 SHARED VOTING POWER 64,280 SOLE DISPOSITIVE POWER 64,280 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 64,280 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 0.1%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)		SOURCE OF FUNDS (SEE INSTRUCTIONS)				
CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7 NUMBER OF 7 SOLE VOTING POWER 7 SOLE VOTING POWER 64,280 EACH REPORTING PERSON WITH 10 SHARED DISPOSITIVE POWER 64,280 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 64,280 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) 12 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 0.1%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	4	00				
CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7 NUMBER OF 7 SOLE VOTING POWER 7 SOLE VOTING POWER 64,280 EACH REPORTING PERSON WITH 10 SHARED DISPOSITIVE POWER 64,280 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 64,280 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) 12 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 0.1%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)		CHEC	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(a)			
CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7 SOLE VOTING POWER 7 SOLE VOTING POWER 64.280 EACH REPORTING PERSON WITH 10 SHARED DISPOSITIVE POWER 64.280 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 64.280 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 0.1%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	5					
Delaware 7 SOLE VOTING POWER 7 SOLE VOTING POWER 8 SHARES BENEFICIALLY OWNED BY 64.280 8 SOLE DISPOSITIVE POWER 64.280 9 0 WITH 10 SHARED DISPOSITIVE POWER 64.280 4 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 64.280 CHECK IF THE AGGREGATE AMOUNT IN ROW (II) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) 12 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (II) Less than 0.1%(I) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
NUMBER OF 7 0 SHARES BENEFICIALLY 8 64.280 EACH REPORTING PERSON 9 0 WITH 10 SHARED DISPOSITIVE POWER 64.280 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 64.280 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) O PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 0.1%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	6	CITIZI	CITIZENSHIP OR PLACE OF ORGANIZATION			
NUMBER OF 7 0 SHARES BENEFICIALLY OWNED BY 64,280 EACH REPORTING PERSON 9 0 WITH 10 SHARED DISPOSITIVE POWER 64,280 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 64,280 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) 12 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 0.1%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)		Delaware				
NUMBER OF 0 SHARES BENEFICIALLY 8 64,280 EACH REPORTING PERSON WITH 10 SHARED DISPOSITIVE POWER 64,280 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 64,280 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) 12 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 0.1%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			7	SOLE VOTING POWER		
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 10 SHARED DISPOSITIVE POWER 64,280 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 64,280 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 0.1%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	NUMBE	R OF	,	0		
OWNED BY EACH REPORTING PERSON O SOLE DISPOSITIVE POWER FOR SOLE DISPOSITIVE POWER O SHARED DISPOSITIVE POWER 64,280 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 64,280 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) O PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 0.1%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	SHAR	ES		SHARED VOTING POWER		
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PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 0.1%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
Less than 0.1%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) 14		0				
Less than 0.1%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) 14	13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
14		Less than 0.1%(1)				
	4.4	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				
	14	00				

1	NAMES OF REPORTING PERSONS				
1	ZFTJT Holdings, L.L.C.				
	CHEC	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)			
2	(a) ☑ (b) o				
3	SEC USE ONLY				
	SOURCE OF FUNDS (SEE INSTRUCTIONS)				
4	00				
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
	0	0			
6	CITIZI	ENSHIP OR PI	LACE OF ORGANIZATION		
	Delawa	Delaware			
		7	SOLE VOTING POWER		
NUMBE	R OF	7	0		
SHAR			SHARED VOTING POWER		
BENEFIC OWNEI		8	299,970		
EAC	Н		SOLE DISPOSITIVE POWER		
REPORT PERSO		9	0		
WIT	'H		SHARED DISPOSITIVE POWER		
		10	299,970		
	AGGR	EGATE AMOI	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	200.070				
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) o				
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
13	0.4% (1)				
	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				
14	00				

1	NAME	NAMES OF REPORTING PERSONS				
_	Zell General Partnership, Inc.					
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
2	(a) ☑ (b) o	(a) ☑ (b) o				
3		SEC USE ONLY				
	COLID					
4	SOURCE OF FUNDS (SEE INSTRUCTIONS) OO					
5	CHEC	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
	0	0				
6	CITIZ	CITIZENSHIP OR PLACE OF ORGANIZATION				
	Delaw	are				
			SOLE VOTING POWER			
NUMBE	'R OF	7	0			
	•					
SHAR BENEFIC		8	SHARED VOTING POWER			
OWNEI	O BY		24,066			
EAC		0	SOLE DISPOSITIVE POWER			
REPORT PERS		9	0			
WIT	Н		SHARED DISPOSITIVE POWER			
		10	24.066			
-	24,066					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	24,066					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
12	0					
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13						
-	Less than 0.1% (1)					
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)					
	СО					

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) [7] (b) 0 3 SFC USE ONLY 4 SOURCE OF FUNDS (SEE INSTRUCTIONS) (O) CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) 6 CHIZENSHIP OR PLACE OF ORGANIZATION Delaware 7 SOLE VOTING POWER NUMBER OF SHARES BENERICIALLY OWNED BY EACH REPORTING PERSON WITH 10 SHARED DISPOSITIVE POWER 1,159,746 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,159,746 12 CHECK IF THE AGGREGATE AMOUNT IN ROW (IL) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (II) 14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) CO	1	NAME	NAMES OF REPORTING PERSONS			
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3 SEC USE ONLY 3 SEC USE ONLY 4 SOURCE OF FUNDS (SEE INSTRUCTIONS) OO CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) 6 CITIZENSHIP OR PLAGE OF ORGANIZATION Delaware 7 SOLE VOTING POWER SHARED VOTING POWER SHARED VOTING POWER EACH REPORTING PERSON 9 SOLE DISPOSITIVE POWER 1,159,746 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,159,746 12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.4% (1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
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MITH 10 SHARED DISPOSITIVE POWER 1,159,746 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,159,746 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1,4% (1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			g	SOLE DISPOSITIVE POWER		
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CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.4% (1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	11	1,159,746				
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.4% (1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.4% (1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
13 1.4% (1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) 14		0				
1.4% (1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) 14	13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
14		1.4% (1)				
		TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				
	14	СО				

1	NAME	NAMES OF REPORTING PERSONS			
1	Chai Tr	i Trust Company, LLC			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) (b) 0				
3	SEC USE ONLY				
4	SOURCE OF FUNDS (SEE INSTRUCTIONS) OO				
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION				
NUMBE	Illinois ER OF	7	SOLE VOTING POWER 0		
SHAF BENEFIC OWNEI	CIALLY	8	SHARED VOTING POWER 3,677,186		
EAC REPOR PERS	TING	9	SOLE DISPOSITIVE POWER 0		
WIT	Ή	10	SHARED DISPOSITIVE POWER 3,677,186		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,677,186				
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 4.2%(1)				
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) OO				

CUSIP No. 564682102

This Amendment No. 2 amends and restates, where indicated, the Statement on Schedule 13D relating to the Common Stock of the Issuer filed by the Reporting Persons with the Securities and Exchange Commission on December 22, 2010, as amended on March 4, 2011. Capitalized terms used in this Amendment No. 2 but not otherwise defined herein have the meanings given to them in the initial Schedule 13D, as amended to date.

This Amendment No. 2 is being filed to reflect the 2-for-1 stock split in July 2013, reflect the current beneficial ownership of the Reporting Persons and clarify the relationship among the Reporting Persons.

Except as otherwise set forth herein, this Amendment No. 2 does not modify any of the information previously reported in the Schedule 13D, as amended to date.

ITEM 4. PURPOSE OF THE TRANSACTION

The filing of this Amendment No. 2 does not reflect an adverse change in the Reporting Persons' views on the prospects of the Issuer, or its business, management or directors, and does not involve any disposition or acquisition of any securities of the Issuer.

ITEM 5. INTEREST IN THE SECURITIES OF THE ISSUER

- (a)-(b) The Reporting Persons consist of two separate groups:
 - (1) The first group relates to the shares over which Mr. Zell has voting and investment power (the "Zell Group") which include the holdings held directly by him (sole power) and the holdings of Samuel Zell Revocable Trust and Samstock/SZRT, L.L.C. (shared power in each case).
 - (2) The second group relates to the shares over which Chai Trust Company, LLC has voting and investment power (the "Chai Group") which consist of the holdings of all the other Reporting Persons.

Mr. Zell is not an officer or director of the Chai Trust Company, LLC, and neither he nor any members of the Zell Group has voting or investment power over any of the shares included in the Chai Group. Neither the Chai Trust Company, LLC nor any members of the Chai Group has voting or investment power over the shares included in the Zell Group. There are no agreements between any members of either group that would require the two groups to be treated as one.

The information regarding the beneficial ownership of each of the Reporting Persons set forth in the cover pages is incorporated herein by reference. The changes from the percentages of shares outstanding beneficially owned that were reported in Amendment No. 1 reflect dilution from new issuances by the Issuer to other securityholders, not dispositions by the Reporting Persons.

(e) As of the date hereof, the aggregate beneficial ownership of the Zell Group is 4.3% of the shares of Common Stock outstanding and the aggregate beneficial ownership of the Chai Group is 4.2% of the shares of Common Stock outstanding. Accordingly, none of the Reporting Persons is required to continue to report on Schedule 13D. See Item 4.

SIGNATURES

After reasonable inquiry and to the best of the undersigneds' knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

DATED: October 23, 2015

/s/ SAMUEL ZELL

Samuel Zell

Samuel Zell Revocable Trust

Samstock/SZRT, L.L.C.

Each /s/ SAMUEL ZELL

by:
Name: Samuel Zell

Name: Samuel Zell
Title: Trustee of Samuel Zell Revocable Trust

Samstock/ZGPI, L.L.C.

Samstock, L.L.C.

Samstock/ZFT, L.L.C.

Samstock/Alpha, L.L.C.

SZKT Holdings, L.L.C.

SZMT Holdings, L.L.C.

SZJT Holdings, L.L.C.

ZFTKT Holdings, L.L.C.

ZFTMT Holdings, L.L.C.

ZFTGT Holdings, L.L.C.

ZFTJT Holdings, L.L.C.

Zell General Partnership, Inc.

EGI Holdings, Inc.

Each by: /s/ PHILIP G. TINKLER

Name: Philip G. Tinkler
Title: Vice President

CHAI TRUST COMPANY, LLC

By: /s/ JAMES G. BUNEGAR

Name: James G. Bunegar Title: Vice President