SCHEDULE 13G

(RULE 13d-102)

Information to be Included in Statements Filed Pursuant to Rule 13d-1(b), (c) and (d) and Amendments Thereto Filed Pursuant to Rule 13d-2.

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

SCHEDULE 13G

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

Manufactured Home Communities, Inc.

(Name of Issuer)

Common Stock, par value \$.01

(Title of Class of Securities)

564682 10 2

(CUSIP Number)

December 31, 1999

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- [] Rule 13d-1(b)
- [] Rule 13d-1(c)
- [X] Rule 13d-1(d)

*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 the disclosures provided in a prior cover page.

The information required in 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).

Page 1 of 26

2 CUSIP	NO. 564682 10) 2	13G		PAGE 2 OF	26 PAGES
1	Names of Re (Entities 0		s/I.R.S. Identi	fication Nos.	of Above	Persons
	Samuel Zell					
2	Check the A (See Instru	Appropriate Box	if a Member of	a Group	(a) [X] (b) []	
3	SEC Use Onl					
4		or Place of O	rganization			
	USA					
Nu	mber of	5	Sole Voting Po	ower		
	Shares		263,193			
Ben	eficially	6	Shared Voting			
	one and the co		318,325			
U	wned by	7	Sole Disposit:			
	Each		263,193			
R	eporting		Shared Disposi			
Pe	rson With		318,325			
9	Aggregate A	Amount Beneficia	ally Owned by Ea			
	581,518					
10	(See Instru	ne Aggregate Amo uctions)	ount in Row (9)	Excludes Cer	tain Share	es []
11			ted by Amount in			
	2.4% (2.2% securities)		rsion of all Rep	porting Perso		
12	Type of Rep	orting Person	(See Instruction			
	IN					

3 CUSIP	NO. 564682 10 2		13G	PAGE 3 OF 26 PAGES
1	Names of Reportin (Entities Only)	g Perso	ns/I.R.S. Identification	Nos. of Above Persons
	Samuel Zell Revoc	able Tr	ust u/t/a 1/17/90	
2	Check the Appropr (See Instructions		x if a Member of a Group	(a) [X] (b) []
3	SEC Use Only			
4	Citizenship or Pl		Organization	
	Illinois			
Nu	mber of	5	Sole Voting Power	
	Shares			
Ben	eficially	6	Shared Voting Power	
0	wood by		318,325	
U	wned by	7	Sole Dispositive Powe	
	Each			
R	eporting	8	Shared Dispositive Po	
Pe	rson With		318,325	
9	Aggregate Amount	Benefic	ially Owned by Each Repo	rting Person
	318,325			
10	(See Instructions)	mount in Row (9) Exclude	
11			nted by Amount in Row (9)
	securities)	-	ersion of all Reporting I	
12			(See Instructions)	
	00			

4 CUSIP I	NO. 564682 10 2		13G	PAGE 4 OF 26 PAGES
1	Names of Reporti (Entities Only)	ng Perso	ns/I.R.S. Identificatio	n Nos. of Above Persons
	Samstock/SZRT, L ###-##-####			
2	Check the Approp (See Instruction	riate Bo	x if a Member of a Grou	p (a) [X] (b) []
3	SEC Use Only			
4	Citizenship or P			
	Delaware			
Nui	mber of	5	Sole Voting Power	
:	Shares			
Bene	eficially	6	Shared Voting Power	
0	wned by		307,774	
O.	whed by	7	Sole Dispositive Pow	
	Each			
R	eporting	8	Shared Dispositive P	
Pe	rson With		307,774	
9	Aggregate Amount	Benefic	ially Owned by Each Rep	
	307,774			
10	(See Instruction	s)	mount in Row (9) Exclud	es Certain Shares []
11			ented by Amount in Row (
	securities)	-	version of all Reporting	
12			(See Instructions)	
	00			

5 CUSIP N	10. 564682 10 2		136	PAGE 5 OF 26 PAGES
1	Names of Reportin (Entities Only)	g Person	s/I.R.S. Identification No	s. of Above Persons
	Samstock/ZGPI, L. 36-3716786			
2	Check the Appropr (See Instructions	iate Box	if a Member of a Group	(a) [X] (b) []
3	SEC Use Only			
4	Citizenship or Pl		rganization	
	Delaware			
Nun	ber of	5	Sole Voting Power	
S	Shares			
Bene	eficially	6	Shared Voting Power	
Ou	med by		6,003	
Ov	med by	7	Sole Dispositive Power	
	Each			
Re	porting	8	Shared Dispositive Power	
Per	son With		6,003	
9	Aggregate Amount	Benefici	ally Owned by Each Reporti	
	6,003			
10	(See Instructions)	nount in Row (9) Excludes C	
11		Represen	ted by Amount in Row (9)	
	securities)	_	rsion of all Reporting Per	
12			(See Instructions)	
	00			

6 CUSIP	NO. 564682 10 2		136	PAGE 6 OF 26 PAGES
1	Names of Reportin (Entities Only)	g Perso	ns/I.R.S. Identification No	s. of Above Persons
	Samstock, L.L.C. 36-4156890			
2	Check the Appropr (See Instructions	iate Bo	x if a Member of a Group	(a) [X] (b) []
3	SEC Use Only			
4	Citizenship or Pl		Organization	
	Delaware			
Nu	mber of	5	Sole Voting Power	
	Shares			
Ben	eficially	6	Shared Voting Power	
0	wood by		947,665	
O	wned by	7	Sole Dispositive Power	
	Each			
R	eporting	8	Shared Dispositive Power	
Pe	rson With		947,665	
9	Aggregate Amount	Benefic.	ially Owned by Each Reporti	ng Person
	947,665			
10	(See Instructions)	mount in Row (9) Excludes C	
11			nted by Amount in Row (9)	
	securities)	-	ersion of all Reporting Per	
12			(See Instructions)	
	00			

/ CUSIP N	0. 564682 10 2		136	PAGE 7 OF 26 PAGES
1	Names of Reporting (Entities Only)	Persons	/I.R.S. Identification	Nos. of Above Persons
	Samstock/ZFT, L.L. 36-30229676			
2		ate Box	if a Member of a Group	
3	SEC Use Only			
4	Citizenship or Pla		ganization	
	Delaware			
Num	ber of	5	Sole Voting Power	
S	hares			
Bene	ficially	6	Shared Voting Power	
Ωla	med by		187,278	
0	med by	7	Sole Dispositive Powe	r
	Each			
Re	porting	8	Shared Dispositive Po	
Per	son With		187,278	
9	Aggregate Amount E	Beneficia	lly Owned by Each Repo	
	187,278			
10	(See Instructions)	egate Amo	unt in Row (9) Exclude:	s Certain Shares []
 11	Percent of Class F		ed by Amount in Row (9)
	.8% (.7% assuming securities)	conversi	on of all Reporting Pe	rsons' derivative
12	Type of Reporting	Person (
	PN			

8 CUSIP 1	NO. 564682 10 2		136	PAGE 8 OF 26 PAGES
1	Names of Reporting (Entities Only)	ng Perso	ons/I.R.S. Identification N	os. of Above Persons
	EGI Holdings, Inc 36-4175553	С.		
2	Check the Appropriate (See Instructions	riate Bo	ox if a Member of a Group	(a) [X] (b) []
3	SEC Use Only			
4	Citizenship or Pi		Organization	
	Illinois			
Nur	nber of	5	Sole Voting Power	
9	Shares			
Bene	eficially	6	Shared Voting Power	
0.	and by		579,873	
O.	wned by	7	Sole Dispositive Power	
	Each			
Re	eporting	8	Shared Dispositive Powe	
Pei	rson With		579,873	
9	Aggregate Amount	Benefic	ially Owned by Each Report	
	579,873			
10	(See Instructions	s)	nmount in Row (9) Excludes	
11		Represe	ented by Amount in Row (9)	
	securities)	-	version of all Reporting Pe	
12			(See Instructions)	
	CO			

9 CUSIP I	NO. 564682 10 2		13G	PAGE 9 OF 26 PAGES
1	Names of Reportin (Entities Only)	g Perso	ns/I.R.S. Identification	Nos. of Above Persons
	EGIL Investments, 36-4175555			
2	Check the Appropr (See Instructions	iate Bo	x if a Member of a Group	(a) [X] (b) []
3	SEC Use Only			
4	Citizenship or Pl		Organization	
	Illinois			
Nui	mber of	5	Sole Voting Power	
;	Shares			
Ben	eficially	6	Shared Voting Power	
0	wned by		579,873	
O.	whed by	7	Sole Dispositive Power	
	Each			
R	eporting	8	Shared Dispositive Pow	
Pe	rson With		579,873	
9	Aggregate Amount	Benefic	ially Owned by Each Repor	
	579,873			
10	(See Instructions	;)	mount in Row (9) Excludes	
11		Represe	ented by Amount in Row (9)	
	securities)	-	rersion of all Reporting P	
12			(See Instructions)	
	СО			

10 CUSIP I	NO. 564682 10 2		13G		PAGE	10 OF	26 PAGES	
1	Names of Reporting (Entities Only)	g Persons	s/I.R.S. Identifi	ication Nos	. of	Above	Persons	
	Ann Lurie							
2	Check the Appropri (See Instructions)	iate Box			(a) (b)			
3	SEC Use Only							
4	Citizenship or Pla		ganization					
	USA							
Nui	nber of	5	Sole Voting Pow					
;	Shares							
Ben	eficially	6	Shared Voting F					
0.	and by		1,398,876					
Ü.	wned by	7	Sole Dispositiv					
	Each							
Re	eporting	8	Shared Disposit					
Pe	rson With		1,398,876					
9	Aggregate Amount E	Beneficia	ally Owned by Eac					
	1,398,876							
10	Check if the Aggre (See Instructions)	egate Amo		Excludes Ce	rtair	n Share	es []	
11	Percent of Class F	Represent	ted by Amount in					
	5.5% (5.3% assuming securities)	_	rsion of all Repo	_				
12	Type of Reporting							
	IN							

11 CUSIP	NO. 564682 10 2		13G	PA	GE 11 OF	26 PAGES	
1	Names of Reportin (Entities Only)	g Perso	ns/I.R.S. Identifica	tion Nos.	of Above	Persons	
	Anda Partnership 88-0132846						
2	Check the Appropr (See Instructions	iate Bo	x if a Member of a G	roup (a) [X] o) []		
3	SEC Use Only						
4	Citizenship or Pl		Organization				
	Nevada						
Nu	mber of	5	Sole Voting Power		-		
	Shares						
Ben	eficially	6	Shared Voting Pow				
0	wood by		233,694				
U	wned by	7	Sole Dispositive				
	Each						
R	eporting	8	Shared Dispositiv				
Pe	rson With		233,694				
9	Aggregate Amount	Benefic	ially Owned by Each				
	233,694						
10	(See Instructions)	mount in Row (9) Exc				
11			nted by Amount in Ro				
	securities)	-	rsion of all Reporti	_			
12			(See Instructions)				
	PN						

12 CUSIP N	0. 564682 10 2		13G	PAGE 12 OF 26 PAGE	≣S
1	Names of Reporting (Entities Only)	g Persons/I	.R.S. Identification No		5
	LFT Partnership 36-6527526				
2	Check the Appropri (See Instructions)	iate Box if)	a Member of a Group	(a) [X] (b) []	
3	SEC Use Only				
4	Citizenship or Pla		nization		
	Illinois				
Num	ber of	5 S	ole Voting Power		
S	hares	3 3	ore voting rower		
			hound Voting Dover		
вепе	ficially		hared Voting Power		
Ow	ned by				
		7 S	ole Dispositive Power		
	Each				
Re	porting	8 S	hared Dispositive Power		
Per	son With	5	, 436		
9	Aggregate Amount E	Beneficiall	y Owned by Each Reporti	ng Person	
	5,436				
10	(See Instructions)	egate Amoun)	t in Row (9) Excludes C	ertain Shares []	
11	Percent of Class F		by Amount in Row (9)		
	.02% (.02% assumir securities)	_	on of all Reporting Per		
12	Type of Reporting				
	PN				

13 CUSIP I	NO. 564682 10 2		136		PAGE	13 OF	26 PAGES			
1	Names of Reporting (Entities Only)	g Persor	ns/I.R.S. Identif	ication Nos	. of	Above	Persons			
	Mark Slezak	Mark Slezak								
2		Check the Appropriate Box if a Member of a Group (a) [X] (See Instructions) (b) []								
3	SEC Use Only									
4	Citizenship or Pla		Organization							
	USA									
Nui	nber of	5	Sole Voting Po							
:	Shares									
Bene	eficially	6	Shared Voting							
0	and by		1,393,440							
UI	wned by	7	Sole Dispositi							
	Each									
R	eporting	8								
Pe	rson With		1,393,440							
9	Aggregate Amount I	Benefici	ially Owned by Ea	ch Reportin	g Pei					
	1,393,440									
10	Check if the Aggre (See Instructions	egate An)	nount in Row (9)	Excludes Ce	rtaiı	n Share	es []			
11	Percent of Class I		nted by Amount in							
	5.5% (5.3% assuming securities)	-	ersion of all Rep	-						
12	Type of Reporting									
	IN									

14 CUSIP	NO. 564682 10 2		13G	P	AGE 14 0	F 26 PAGES		
1	Names of Reporting Persons/I.R.S. Identification Nos. of Above Persons (Entities Only)							
	Chai Trust Compar 36-4268733							
2	Check the Appropriate Box if a Member of a Group (a) [X] (See Instructions) (b) []							
3	SEC Use Only							
4	Citizenship or Pl		organization					
	Illinois							
Nu	mber of	5	Sole Voting Powe					
	Shares							
Ben	Beneficially 6		Shared Voting Power					
	Owned by		2,300,692					
0			Sole Dispositive Power					
	Each							
R	eporting	8	Shared Dispositi					
Pe	Person With		2,300,692					
9	Aggregate Amount Beneficially Owned by Each Reporting Person							
	2,300,692							
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions)							
 11	1 Percent of Class Represented by Amount in Row (9)							
8.9% (8.7% assuming conversion of all Reporting Persons' derivati securities)								
12			(See Instructions)					
	00							

MANUFACTURED HOME COMMUNITIES, INC. COMMON STOCK, PAR VALUE \$.01 CUSIP NUMBER 564682 10 2

NAME OF ISSUER ITEM 1(A).

> The Issuer is Manufactured Home Communities, Inc., a Maryland corporation.

ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES ITEM 1(B).

> The Issuer's principal executive office is: Two North Riverside Plaza

Suite 800

Chicago, Illinois 60606

ITEM 2(A). NAME OF PERSON FILING

The following persons and entities are filing this

Schedule 13G:

Samuel Zell

Samuel Zell Revocable Trust u/t/a 1/17/90

Samstock/SZRT, L.L.C., a Delaware limited liability company Samstock/ZGPI, L.L.C., a Delaware limited liability company Samstock, L.L.C., a Delaware limited liability company Samstock/ZFT, L.L.C., a Delaware limited liability company EGI Holdings, Inc., an Illinois corporation EGIL Investments, Inc., an Illinois corporation Ann Lurie Anda Partnership, an Illinois general partnership

LFT Partnership, an Illinois general partnership Mark Slezak

Chai Trust Company, L.L.C.

The above persons and entities are each a "Reporting Person" and collectively are the "Reporting Persons."

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE,

RESIDENCE

The address for each Reporting Person is: Two North Riverside Plaza Chicago, Illinois 60606

Page 15 of 26

ITEM 2(C). CITIZENSHIP

The Reporting Persons' state of organization or citizenship is as follows:

Samuel Zell	USA
Samuel Zell Revocable Trust u/t/a 1/17/90	Illinois
Samstock/SZRT, L.L.C.	Delaware
Samstock/ZGPI, L.L.C.	Delaware
Samstock, L.L.C.	Delaware
Samstock/ZFT, L.L.C.	Delaware
EGI Holdings, Inc.	Illinois
EGIL Investments, Inc.	Illinois
Ann Lurie	USA
Anda Partnership	Illinois
LFT Partnership	Illinois
Mark Slezak	USA
Chai Trust Company, L.L.C.	Illinois

TITLE OF CLASS OF SECURITIES ITEM 2(D).

Securities reported herein are common stock, par value \$.01 ("Common Stock")

ITEM 2(E). CUSIP NUMBER

CUSIP Number is 564682 10 2

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A

Not applicable.

ITEM 4. OWNERSHIP

This Issuer is the sole general partner of MHC This Issuer is the sole general partner of MHC Operating Limited Partnership, an Illinois limited partnership (the "Operating Partnership"). Certain of the Reporting Persons: Samstock/SZRT, L.L.C.; Samstock, L.L.C.; Samstock/ZFT, L.L.C.; EGI Holdings, Inc.; EGIL Investments, Inc.; Anda Partnership; and LFT Partnership are limited partners of the Operating Partnership. Each limited partner of the Operating Partnership unit ("OP Units") is exchangeable at the Partnership unit ("OP Units") is exchangeable, at the holder's option, on a one-for-one basis into a share of Common Stock. Amounts reported herein for

Page 16 of 26

each Reporting Person assume (i) the exchange of such Reporting Person's OP Units for shares of Common Stock and the exercise of options to purchase Common Stock, if applicable; and (ii) the exchange of all Reporting Persons' OP Units for shares of Common Stock and the exercise of all Reporting Persons' options to purchase Common Stock beneficially owned by the Reporting Persons.

Collectively, the Reporting Persons own 3,121,340 shares of Common Stock, or 11.8%, of the issued and outstanding shares of Common Stock (assuming the conversion of all OP Units and the exercise of all options to purchase shares of Common Stock beneficially owned by the Reporting Persons).

Samuel Zell has the sole power to vote and to direct the vote and the sole power to dispose and to direct the disposition of 263,193 shares of Common Stock (assuming the exercise of options to purchase 258,665 shares of Common Stock).

Messrs. Zell and Slezak; Mrs. Lurie, the Samuel Zell Revocable Trust u/t/a 1/17/90 and Chai Trust Company, L.L.C. share the power to vote or to direct the vote and share the power to dispose or to direct the disposition of the shares of Common Stock with each of the Reporting Persons as shown in the following table:

SHARED POWER WITH SUCH REPORTING PERSON

2,300,692 ======

		SHARED POWER WITH SUCH REPORTING PERSON						
Reporting Person ("RP")	Total Beneficially Owned by such RP	Samuel Zell	Ann Lurie	Mark Slezak	Samuel Zell Revocable Trust	Chai Trust Company, L.L.C.		
Samuel Zell Revocable Trust	10,551	10,551	0	0	10,551	0		
Samstock/SZRT, L.L.C.	307,774(1)	307,774	0	0	307,774	0		
Samstock/ZGPI, L.L.C.	6,003	3	0	0	. 0	6,003		
Samstock, L.L.C.	947,665(2)	0	0	0	0	947,665		
Samstock/ZFT, L.L.C.	187,278(3)	0	0	0	0	187, 278		
EGI Holdings, Inc.	579,873(3)	0	579,873	579,873	0	579, 873		
EGIL Investments, Inc.	579,873(3)	0	579,873	579, 873	0	579, 873		
Anda Partnership	233,694(3)	0	233,694	233, 694	0	• 0		
LFT Partnership	5,436(3)	0	5,436	. 0	0	0		
·	`							
TOTAL - SHARED VOTES:	2,858,147	318,325	1,398,876	1,393,440	318,325	2,300,692		
	=======	======	=======	=======	======	=======		
SOLE POWER WITH RESPECT TO C								
				Samuel Zell	Chai Trust			
		Samuel Zell	Ann Lurie	Mark Slezak	Revocable Trust	Company, L.L.C.		
Samuel Zell	263,193	263,193	0	0	0	0		
Ann Lurie	0	0	0	0	0	0		
Mark Slezak	0	0	0	0	0	0		
TOTAL COLE VOTES.	000 400	000 400						
TOTAL - SOLE VOTES:	263,193	263,193	0	Θ	Θ	0		

- (1) Includes 13,641 OP Units.
- (2) Includes 601,665 OP Units.
- (3) Represents OP Units.

TOTAL - SHARED AND

SOLE VOTES:

Page 18 of 26

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Not applicable.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

ITEM 10. CERTIFICATE

Not applicable.

Page 19 of 26

SIGNATURE

After reasonable inquiry, and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2000

SAMUEL ZELL REVOCABLE TRUST, U/T/A 1/17/90

By: /s/ Samuel Zell ------Trustee

SAMSTOCK, L.L.C., A DELAWARE LIMITED LIABILITY COMPANY

By: /s/ Donald J. Liebentritt

Its: Vice President

SAMSTOCK/SZRT, L.L.C., A DELAWARE LIMITED LIABILITY

By: /s/ Donald J. Liebentritt

Its: Vice President

SAMSTOCK/ZGPI, L.L.C., A DELAWARE LIMITED LIABILITY

By: /s/ Donald J. Liebentritt

Its: Vice President

Page 20 of 26

SAMSTOCK/ZFT, L.L.C., A DELAWARE LIMITED LIABILITY

By: /s/ Donald J. Liebentritt

Its: Vice President

EGI HOLDINGS, INC., AN ILLINOIS CORPORATION

By: /s/ Donald J. Liebentritt

Its: Vice President

EGIL INVESTMENTS, INC., AN ILLINOIS CORPORATION

By: /s/ Mark Slezak

Its: Vice President

ANDA PARTNERSHIP, AN ILLINOIS GENERAL PARTNERSHIP

Ann Only Trust, a general

partner

By: /s/ Ann Lurie

Its: Co-Trustee

AND

Ann and Descendants Trust By:

/s/ Ann Lurie By:

Its: Co-Trustee

Page 21 of 26

LFT PARTNERSHIP, AN ILLINOIS GENERAL PARTNERSHIP

By: Jesse Trust, a general partner

By: /s/ Ann Lurie

Its: Trustee

/s/ Samuel Zell

Samuel Zell

/s/ Ann Lurie

Ann Lurie

/s/ Mark Slezak

Mark Slezak

CHAI TRUST COMPANY, L.L.C.

By: /s/ Donald J. Liebentritt

Its: Vice President

JOINT FILING AGREEMENT

AGREEMENT dated as February 14, 2000 among Samuel Zell Revocable Trust u/t/a 1/17/90; Samstock, L.L.C. a Delaware limited liability company; Samstock/SZRT, L.L.C., a Delaware limited liability company; Samstock/ZGPI, L.L.C., a Delaware limited liability company; Samstock/ZFT, L.L.C., a Delaware limited liability company; EGI Holdings, Inc., an Illinois corporation; EGIL Investments, Inc., an Illinois corporation; Anda Partnership, a Nevada general partnership; LFT Partnership, an Illinois general partnership; Samuel Zell; Ann Lurie; and Mark Slezak (collectively the "Reporting Persons").

WHEREAS, the Reporting Persons beneficially own or have the right to acquire shares of common stock \$0.1 par value, of Manufactured Home Communities, Inc., a Maryland corporation;

WHEREAS, the parties hereto may be deemed to constitute a "group" for purposes of Section 13(d) (3) of the Securities Exchange Act of 1934, as amended (the "Act"); and

WHEREAS, each of the parties hereto desire by this Agreement to provide for the joint filing of a Schedule 13G, and all amendments thereto, with the Securities and Exchange Commission.

NOW, THEREFORE, the parties hereto agree as follows:

- The parties hereto will join in the preparation and filing of a single statement containing the information required by Schedule 13G, and all amendments thereto, and the Schedule 13G and all such amendments will be filed on behalf of each party hereto:
- Each party hereto will be responsible for the timely filing of the Schedule 13G, and all amendments thereto, and for the completeness and accuracy of the information concerning such party contained therein. No party hereto will be responsible for the completeness or accuracy of the information concerning any other party contained in the Schedule 13G or any amendment thereto, except to the extent such party knows or has reason to believe that such information is inaccurate.
- Susan Obuchowski will be designated as the person authorized to receive notices and communications with respect to the Schedule 13G and all amendments thereto.

Page 23 of 26

This Agreement may be executed in counterparts, all of which when taken together will constitute one and the same $\,$ 4. instrument.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first above written. $\,$

SAMUEL ZELL REVOCABLE TRUST U/T/A 1/17/90

By: /s/ Samuel Zell

Its: Trustee

SAMSTOCK, L.L.C., A DELAWARE LIMITED LIABILITY COMPANY

By: /s/ Donald J. Liebentritt

Its: Vice President

SAMSTOCK/SZRT, L.L.C., A DELAWARE LIMITED LIABILITY

By: /s/ Donald J. Liebentritt

Its: Vice President

SAMSTOCK/ZGPI, L.L.C., A DELAWARE LIMITED

LIABILITY

/s/ Donald J. Liebentritt

Its: Vice President

Page 24 of 26

By: /s/ Donald J. Liebentritt

Its: Vice President

EGI HOLDINGS, INC., AN ILLINOIS CORPORATION

By: /s/ Donald J. Liebentritt

Its: Vice President

EGIL INVESTMENTS, INC., AN ILLINOIS

CORPORATION

By: /s/ Mark Slezak

Its: Vice President

ANDA PARTNERSHIP, AN ILLINOIS GENERAL

By: Ann Only Trust, a general partner

By: /s/ Ann Lurie

Its: Co-Trustee

AND

By: Ann and Descendants Trust

By: /s/ Ann Lurie

Its: Co-Trustee

Page 25 of 26

Page 26 of 26