

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

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of The
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): March 23, 2012

EQUITY LIFESTYLE PROPERTIES, INC.

(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction
of incorporation)

0-11718
(Commission
File Number)

36-3857664
(IRS Employer
Identification No.)

Two North Riverside Plaza, Chicago, Illinois, 60606
(Address of principal executive offices)

(312) 279-1400
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Events.

On March 23, 2012, Equity LifeStyle Properties, Inc. (the “Company”) filed its 2011 Proxy Statement on Schedule 14A with the Securities and Exchange Commission. On or about March 28, 2012, the Company will mail a Notice of Internet Availability of Proxy Materials to stockholders of record at the close of business March 6, 2012. The booklet entitled “The Life in a Day of Equity Lifestyle Properties 2011” (the “2011 ELS Storybook”) will be available for stockholders to view, together with the Company’s 2011 Proxy Statement on Schedule 14A (including proxy card) and the 2011 Annual Report. The 2011 ELS Storybook contains a letter from the Company’s Chairman of the Board, Mr. Samuel Zell and the Company’s Chief Executive Officer, Mr. Thomas P. Heneghan, information about the Company’s properties, an industry growth comparison, pictures of certain of the Company’s properties and various short stories and commentary from the Company’s customers. Accordingly, as the 2011 ELS Storybook could be deemed to be solicitation materials under the proxy rules of the Securities and Exchange Commission, the Company is filing this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit 99.1 The Life in a Day of Equity Lifestyle Properties, Inc. 2011

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EQUITY LIFESTYLE PROPERTIES, INC.

March 26, 2012

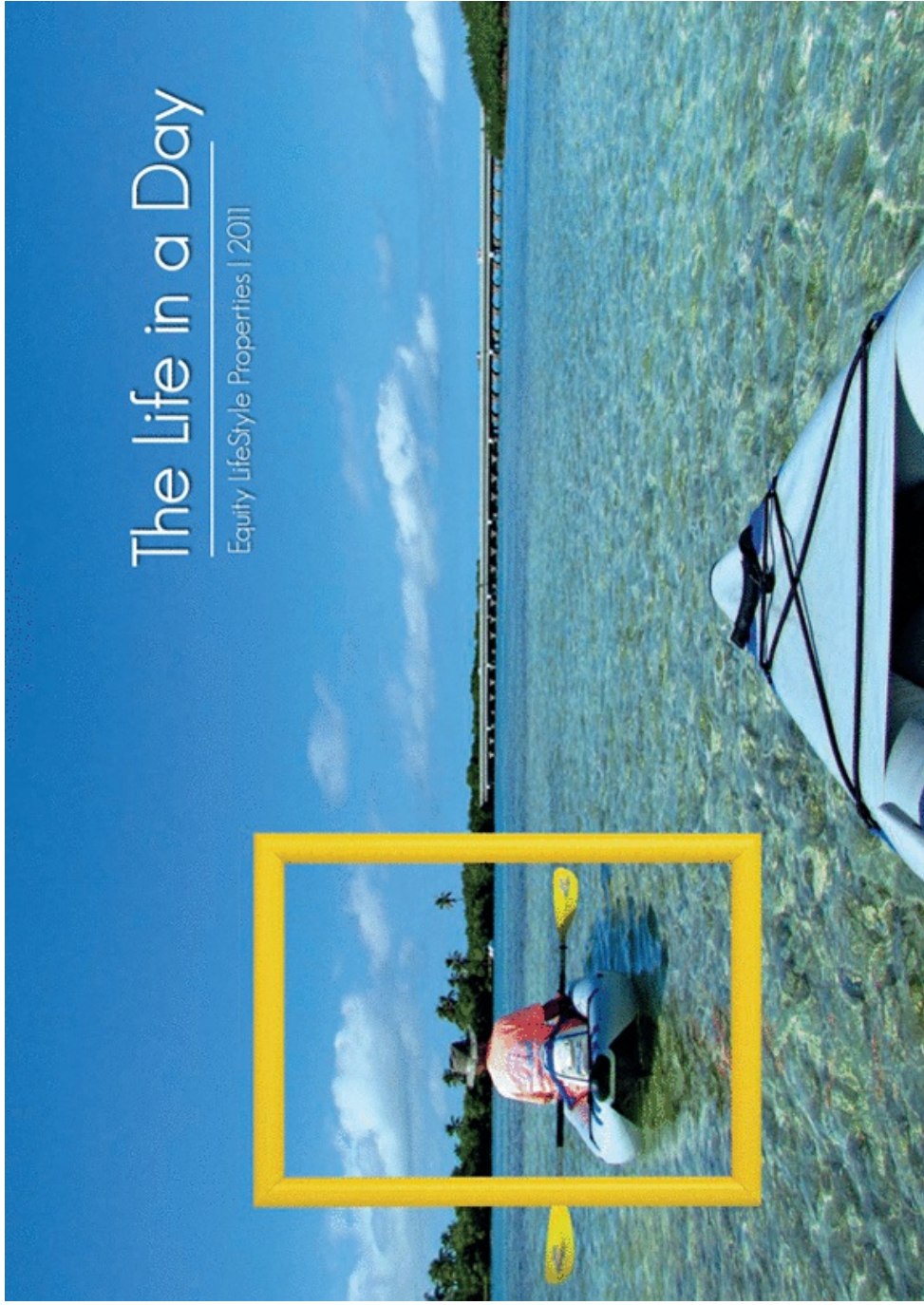
By: /s/ Marguerite Nader

Name: Marguerite Nader

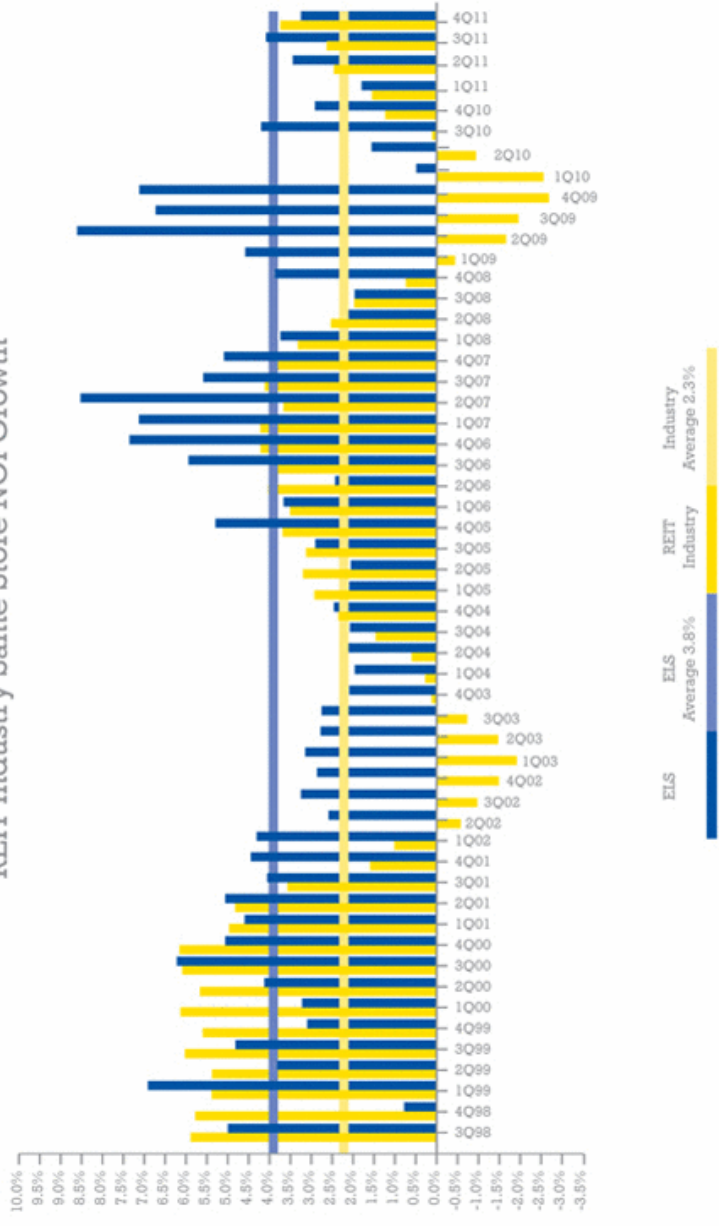
Title: Executive Vice President and Chief Financial Officer

The Life in a Day

Equity LifeStyle Properties | 2011



REIT Industry Same Store NOI Growth



Source: Citi Investment Research March 2012

Dear Readers,

If there's one constant in this world it is that everything changes. How we adapt to change is what makes all the difference.

A principal goal of ours is to generate long-term annuity-like cash flow streams. We do this by investing in high quality properties featuring resort-style amenities in sought-after markets – markets where our target demographic is seeking to be. We focus on creating long-term relationships with our customers. Combined, that provides us with the steady, growing revenue stream characterizing our historical performance.

But in these changing times, the needs of our customers are changing. So we adapt. Combined, the strength of our robust operating platform and our core business, our seasoned management teams, and the efficiencies with which we use our resources and capital, create the right mix to allow adaptability.

On the MH side, as the economy continues to fluctuate, our customers' needs have changed. Just a few years ago, the average sale price of a home in our manufactured home communities averaged \$100,000. As the housing market turned, our customers looked for a lower cost option so we sought to create affordable new home options for them. We also saw our customers' ability and willingness to buy homes were changing so we adapted by increasing our home rental options within that market.

And, with the completion of our acquisition of 75 Hometown America properties in late 2011, we increased our manufactured home

community presence in two of our strongest performing markets; the Northeast and Florida. The acquisition itself was an example of our adaptability. In late May we announced our intent to purchase these properties and by early July had completed closing on the first 35. By early December, the transaction was complete and full integration of these properties into our portfolio had begun in earnest.

With proven success in our annual stay programs at our Encore RV Resorts, we chose to adopt the Thousand Trails structure to include similar options. The result has been positive RV revenue growth year after year since our entry into the RV business in 2004. Additionally, changes were made to the Thousand Trails membership structure, moving away from high cost memberships. We created a variety of low cost membership products offering our RVers and campers more choices to enjoy the lifestyle.

With all the change, our philosophy to provide our customers products that meet their needs, fulfill their lifestyle desires and engender long term relationships has never wavered, nor has our objective to deliver long term stable cash flow for our shareholders.

We provide the framework in which our customers can picture their lifestyle. A framework that stands on stability and consistency as the world around it changes.

Please enjoy the stories and photos within this book, providing you a glimpse into the gallery that is Equity LifeStyle Properties.

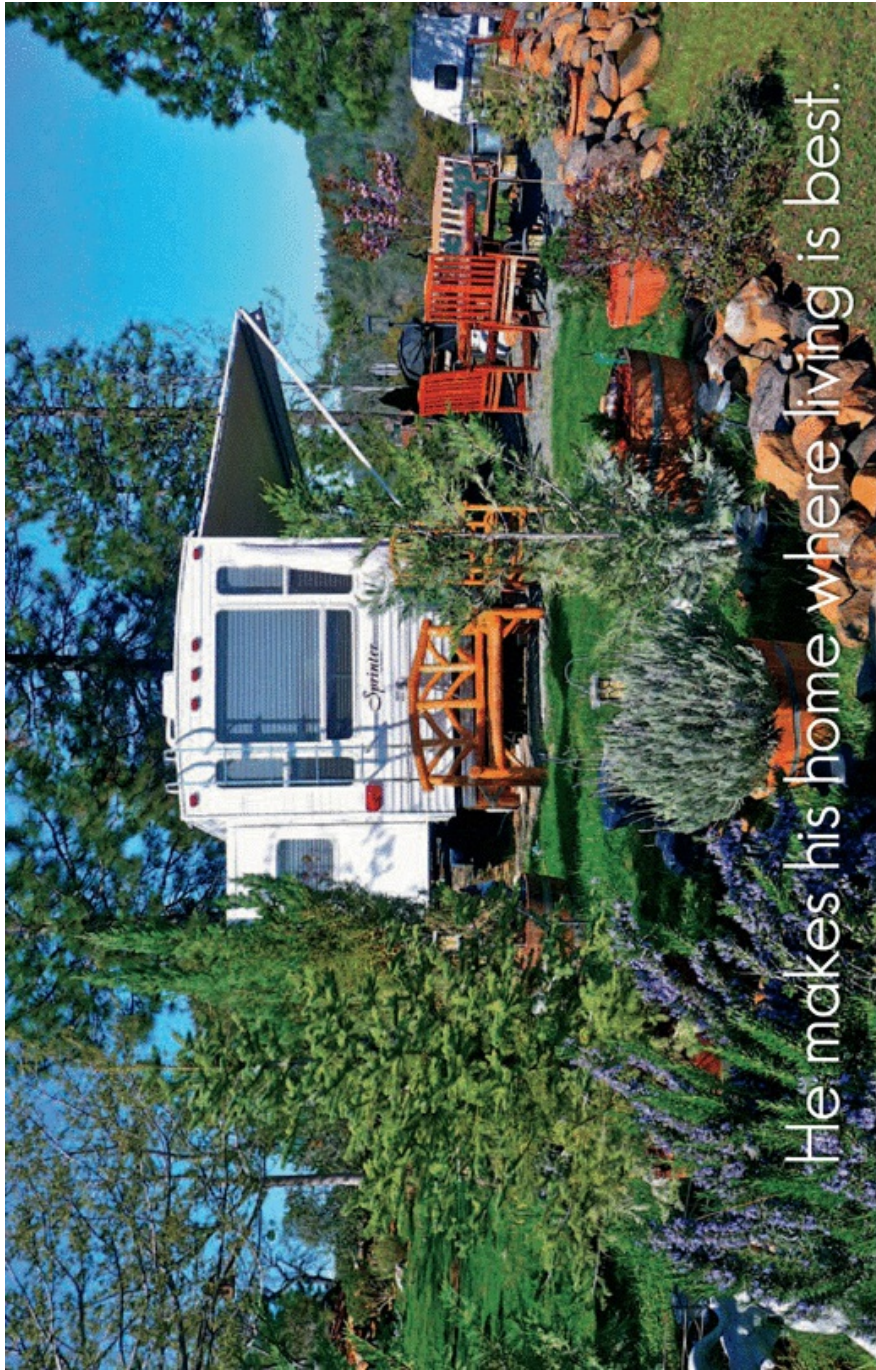

Samuel Zell
Chairman of the Board


Thomas P. Heneghan
CEO



This place is
home.
- Elaine S.







Special people in our life sometimes can become our family, it doesn't mean they have to be blood related.



I love camping
because it's peaceful.
Most of all, my wife
and two children are
there to share it all.

-Joe A.





As we were driving out of the preserve, I saw a doe who had just given birth and we watched the baby taking its first steps! What a miracle! There is nothing more beautiful than nature! - Allan K.

To me a lush carpet
of pine needles or
spongy grass
is more welcoming
than the most
luxurious Persian rug.



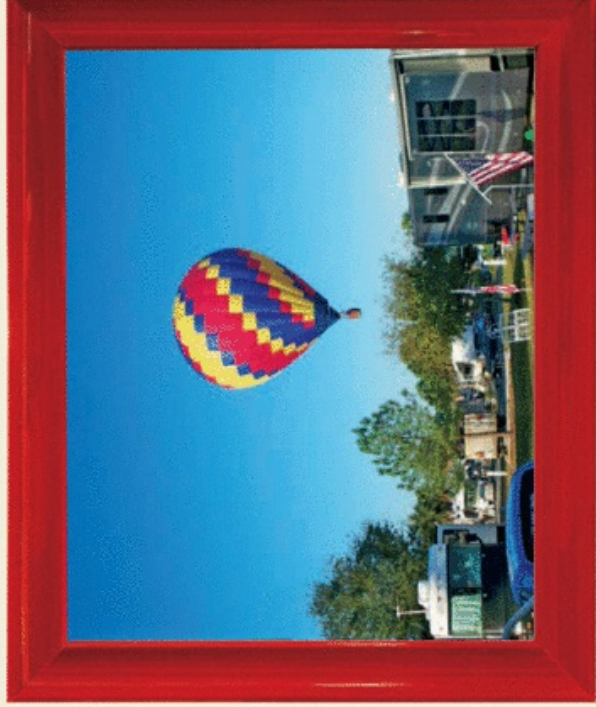


A journey is best measured in friends,
rather than miles.

Finding my old
friends and
making new
ones.
- Debbie M.



All the beautiful places
you will see like the
coastlines, the forests, the
mountains, the beaches...



There are many
wonderful things
that will never be
done if you do not
do them.



The quality of life is
determined by its
activities.



They offer so much
here we just don't
have time to do it
all.

- Lettie F.





The People and Places
of Equity LifeStyle Properties



Lake Gaston
Union, North Carolina
Southeast



Colony Cove
Ellenton, Florida
Southeast

Colony Cove
Ellenton, Florida
Southeast





Goose Creek
Newport, North Carolina
Southeast

Goose Creek
Newport, North Carolina
Southeast





Bay Indies
Venice, Florida
Southeast



Bay Indies
Venice, Florida
Southeast



Hidden Cove at Lake Conroe
Willis, Texas
Southeast



Forest Lake
Advance, North Carolina
Southeast



Silver Dollar Golf & Trap Resort
Odessa, Florida
Southeast



Silver Dollar Golf & Trap Resort
Odessa, Florida
Southeast



Voyager RV Resort
Tucson, Arizona
Southwest



De Anza Santa Cruz
Santa Cruz, California
Southwest



Wilderness Lakes
Menifee, California
Southwest





Casa del Sol Resort East
Glendale, Arizona
Southwest



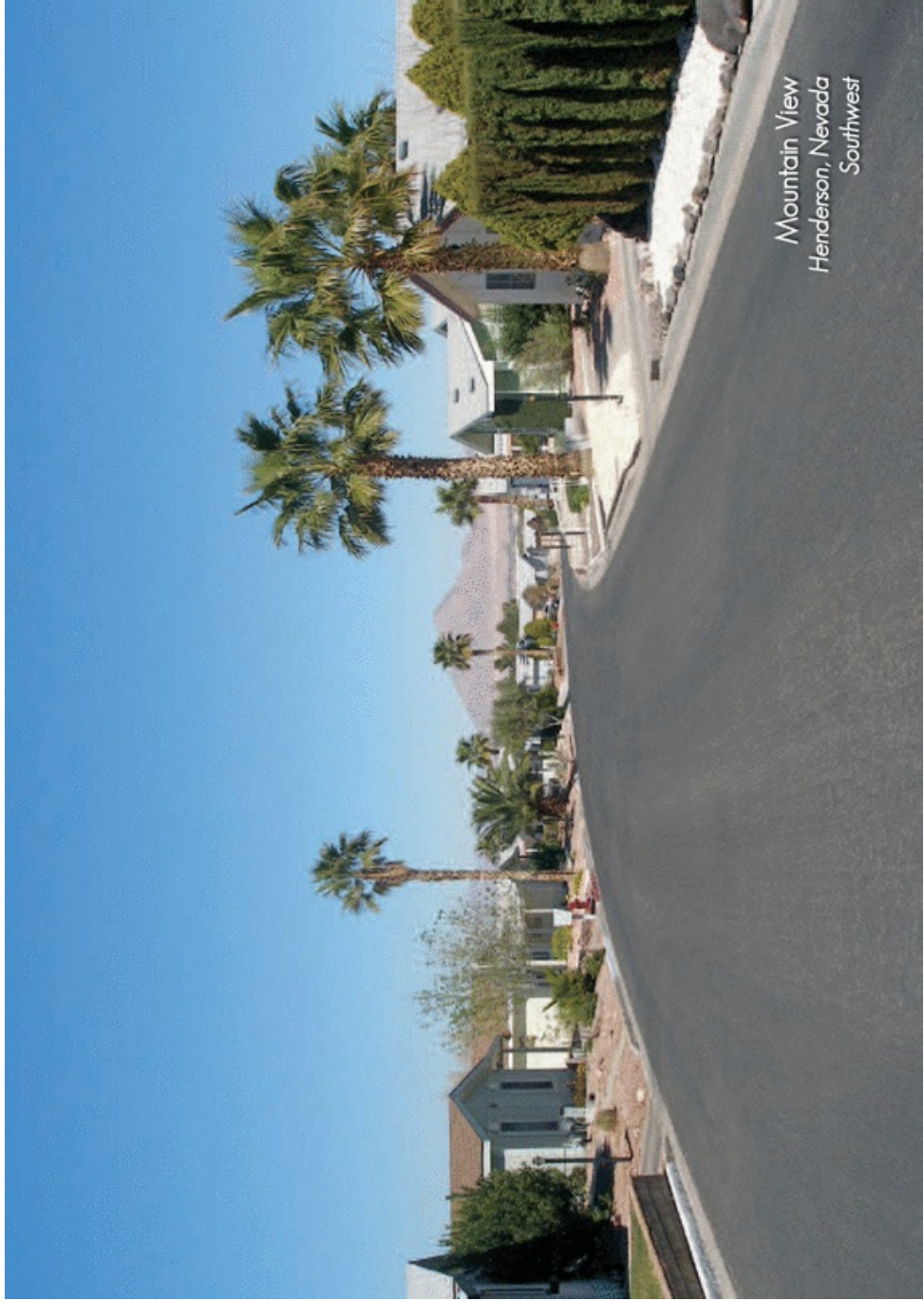
San Francisco RV
Pacific, California
Southwest



Pacific Dunes
Oceano, California
Southwest



Rancho Oso
Santa Barbara, California
Southwest



Mountain View
Henderson, Nevada
Southwest



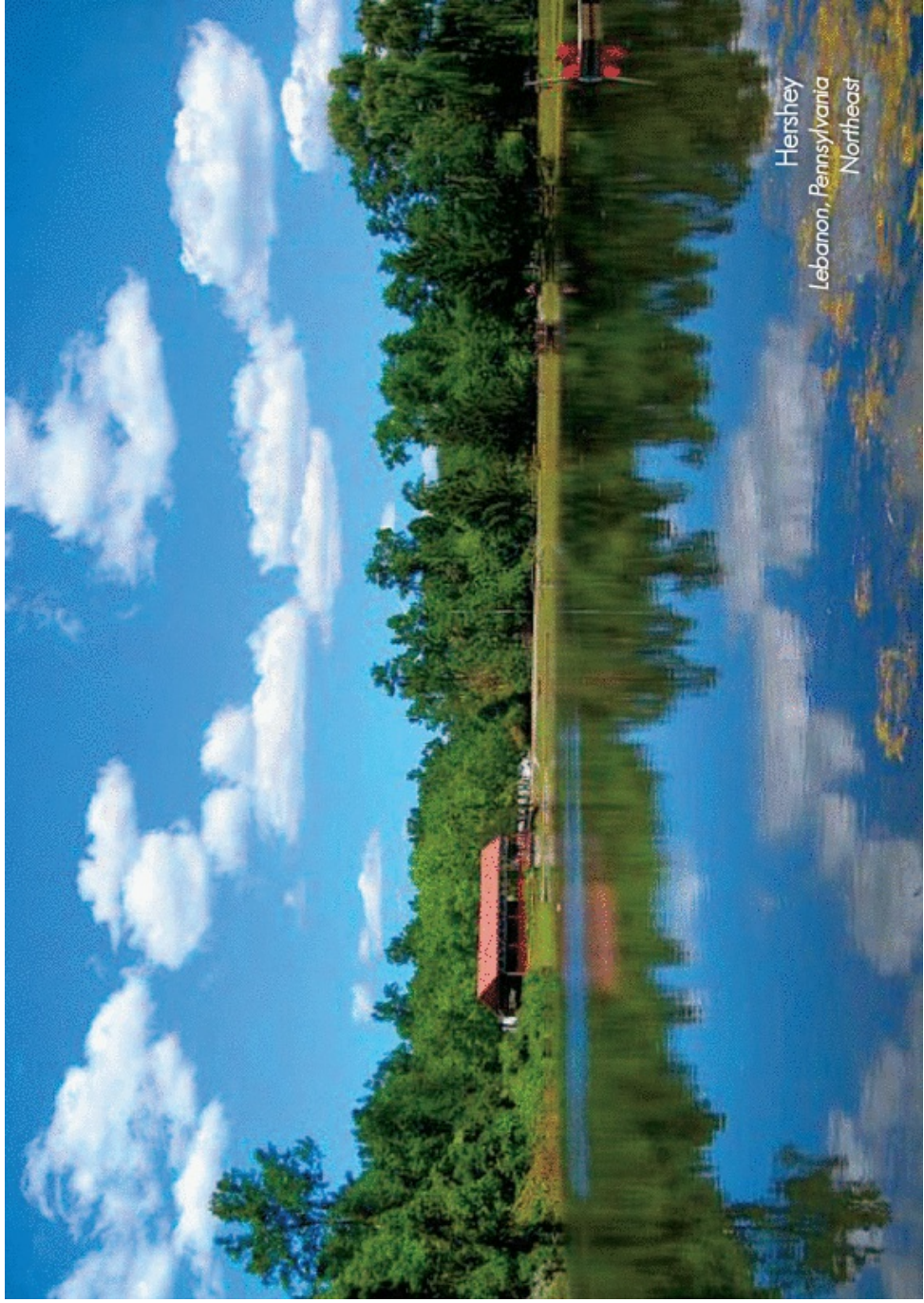
Sturbridge
Sturbridge, Massachusetts
Northeast



Twin Mills
Howe, Indiana
Northeast



Pine Ridge at Crestwood
Whiting, New Jersey
Northeast



Hershey
Lebanon, Pennsylvania
Northeast



Willow Lake Estates
Elgin, Illinois
Northeast

Indian Lakes
Batesville, Indiana
Northeast





Falcon Wood Village
Eugene, Oregon
Northwest



Leavenworth
Leavenworth, Washington
Northwest





Paradise
Silver Creek, Washington
Northwest



Kloshe Illahee
Federal Way, Washington
Northwest



Bend/Sunriver
Bend, Oregon
Northwest



Mt. Hood Village
Welches, Oregon
Northwest

Many of the photographs depicted within *The Life in a Day 2011* were taken by our customers as they enjoyed their own life in a Day. They shared their photos with us and we are pleased to share them with you!

Photo credit:

Sunshine Key, Karen Lueck • Lake of the Springs, Christian Malfitre

Lake of the Springs, Carmen del Castillo

Oakzanita, Chris Groll • Medina Lake, Allan Kaplan • Leavenworth, Dawn Ward

Palm Springs, Susan Rasmussen • Orlando, Sue Vandercook

Near Yosemite Lake, Lynne Jett • Pacific City, Linda Martin

Near Seaside, Alan Andrews • Leavenworth, Wayne Heath

Paradise and Bend/Sunriver, Jan Eklof

Rancho Oso, Jan Tozier • Wilderness Lakes, Cy Belarmino

Hershey, Samantha Janaszek

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