FORM 4

obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHA
Section 16. Form 4 of Form 5	

ANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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* KELLEHER ELLEN					2. Issuer Name and Ticker or Trading Symbol EQUITY LIFESTYLE PROPERTIES INC [ELS]									all app Dired Offic	olicable) ctor er (give title	10% (Other	Owner (specify
(Last) (First) (Middle) TWO NORTH RIVERSIDE PLAZA SUITE 800					3. Date of Earliest Transaction (Month/Day/Year) 11/15/2005									Exec VP - General Counsel and			
GO IL	. (60606		_ 4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indiv Line) X	Forn Forn	rm filed by One Reporting Person rm filed by More than One Reporting		
(S1	tate) ((Zip)															
	Tab	le I - N	on-Deri\	ative	Sec	uritie	s Ac	quire	d, Di	sposed o	f, or E	enefic	ially	Owne	ed		
			Date	Date Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)					nd 5) Secui Benet Owne		ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code	v	Amount	(A) oi (D)	Price		Trans	action(s)		(111511.4)
Common Stock, par value \$.01 11/15/20				2005	05			S		11,000	D	\$42.	0609	1	54,642	I	*(1)
Common Stock, par value \$.01														5	55,871	D	
Common Stock, par value \$.01														1,	201.88	I	by 401K Plan
	Ta	able II -												wned			
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Executi if any	on Date,		of Deriv Secu Acqu (A) or Dispo of (D) (Instr	of Expiration			Amount of Securities Underlying Derivative Security (Instr. and 4)		t		derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	CHER EL (Fi DRTH RIVI 00 GO IL (Si Security (Inst Stock, par Stock, par Stock, par 2. Conversion or Exercise Price of Derivative	(First) (First) (PRTH RIVERSIDE PLAZA 00 GO IL (State) Tab Security (Instr. 3) Stock, par value \$.01 Stock, par value \$.01 Stock, par value \$.01 Tab Tab Stock, par value \$.01	(First) (Middle) ORTH RIVERSIDE PLAZA OO GO IL 60606 (State) (Zip) Table I - No Security (Instr. 3) Stock, par value \$.01 Stock, par value \$.01 Table II - Conversion or Exercise Price of Derivative (Month/Day/Year) I Governor Starting (Month/Day/Year) Stock (Middle) (Alice of Derivative (Month/Day/Year)	(First) (Middle) DRTH RIVERSIDE PLAZA 00 GO IL 60606 (State) (Zip) Table I - Non-Derive Conversion or Exercise Price of Derivative (Month/Day/Year) Table II - Derivate (Month/Day/Year) Stock, par value \$.01 Table II - Derivate (e.g., price of Derivative) (Month/Day/Year)	CHER ELLEN (First) (Middle) DRTH RIVERSIDE PLAZA 00 GO IL 60606 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock, par value \$.01 Table II - Derivative S (e.g., puts, c) Conversion or Exercise Price of Derivative (Month/Day/Year) 2. (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) 4. Transaction Code (Month/Day/Year)	(First) (Middle) ORTH RIVERSIDE PLAZA OO Table I - Non-Derivative Sec Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock, par value \$.01 Table II - Derivative Secur (e.g., puts, calls, Conversion or Exercise Price of Derivative 3. Date of 11/15/200 4. If Amen 2A. If Amen 2A. If Amen 2A. If Amen 2A. If Amen 3A. Deemed Execution Date (if any (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year) 1 Transaction Code (Instr. 8)	CHER ELLEN (First) (Middle) DRTH RIVERSIDE PLAZA 00 Table I - Non-Derivative Securities Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock, par value \$.01 Table II - Derivative Securities (e.g., puts, calls, warr. 2. Transaction Date (e.g., puts, calls, warr. 3. Date of Earlies 11/15/2005 4. If Amendment, 2. Transaction Date (Month/Day/Year) Stock, par value \$.01 Table II - Derivative Securities (e.g., puts, calls, warr. 2. Transaction Date (e.g., puts, calls, warr. 3. Transaction Date (Month/Day/Year) 3. Date of Earlies 11/15/2005 4. If Amendment, 2. Transaction Date (Month/Day/Year) Stock, par value \$.01 Table II - Derivative Securities (e.g., puts, calls, warr. 2. (e.g., puts, calls, warr. 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Date of Earlies 11/15/2005 4. If Amendment, 2. Transaction Date (Month/Day/Year) Stock, par value \$.01	EHER ELLEN (First) (Middle) DRTH RIVERSIDE PLAZA 00 Table I - Non-Derivative Securities Accurity (Instr. 3) Security (Instr. 3) Z. Transaction Date (Month/Day/Year) Stock, par value \$.01 Table II - Derivative Securities Acque (e.g., puts, calls, warrants, fany (Month/Day/Year) Table II - Derivative Securities Acque (e.g., puts, calls, warrants, fany (Month/Day/Year) Table II - Derivative Securities Acque (e.g., puts, calls, warrants, fany (Month/Day/Year) Table II - Derivative Securities Acque (e.g., puts, calls, warrants, fany (Month/Day/Year) Stock, par value \$.01 Table II - Derivative Securities Acque (e.g., puts, calls, warrants, fany (Month/Day/Year) Table II - Derivative Securities Acque (e.g., puts, calls, warrants, fany (Month/Day/Year) Stock, par value \$.01	EHER ELLEN (First) (Middle) DRTH RIVERSIDE PLAZA 00 3. Date of Earliest Transaction 11/15/2005 4. If Amendment, Date of Origin 24. Deemed Execution Date, (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Stock, par value \$.01 Table II - Derivative Securities Acquired, (e.g., puts, calls, warrants, option 25. Number of Date (Month/Day/Year) (Month/Day/Ye	CHER ELLEN (First) (Middle) DRTH RIVERSIDE PLAZA 00 Table I - Non-Derivative Securities Acquired, Dispectivative Stock, par value \$.01 Table II - Derivative Securities Acquired, Dispection Date, if any (Month/Day/Year) Stock, par value \$.01 Table II - Derivative Securities Acquired, Dispection Date, if any (Month/Day/Year) Stock, par value \$.01 Table II - Derivative Securities Acquired, Dispection Date, if any (Month/Day/Year) Stock, par value \$.01 Table II - Derivative Securities Acquired, Dispection Date, if any (Month/Day/Year) Stock, par value \$.01 Stock, par value \$.01	Cher Cher	EQUITY LIFESTYLE PROPERTIES II	EQUITY LIFESTYLE PROPERTIES INC ELS	Check Chec	Check all applied Chec	EQUITY LIFESTYLE PROPERTIES INC [First) (Middle) ORTH RIVERSIDE PLAZA OO IL 60606 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Stock, par value \$.01 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Stock, par value \$.01 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction (Code (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported Transaction(s) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported Transaction of Exercise (Month/Day/Year) Stock, par value \$.01 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported Transaction Of Exercise (Month/Day/Year) And Of Price of Securities Securities Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported Transaction Of Exercise (Month/Day/Year) And Of Price of Securities Securitie	Commersion Com

Explanation of Responses:

1. Shares reported herein are beneficially owned by The Security Trust Company as Trustee of the Manufactured Home Communities, Inc. Supplemental Employees Retirement Plan for the benefit of the Reporting Person.

> By: Terry Termini, by Power of 11/16/2005 Atty. For: Ellen Kelleher

** 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.