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. 3)*

Manufactured Home Communities, Inc.

(Name of Issuer)

Common Stock, par value \$.01

(Title of Class of Securities)

564682 10 2

(CUSIP Number)

December 31, 2000

(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

1 Names of Reporting Persons/I.R.S. Identification Nos. of Above Persons (Entities Only) Samuel Zell 2 Check the Appropriate Box if a Member of a Group (a) [X] (See Instructions) (b) [] 3 SEC Use Only 4 Citizenship or Place of Organization USA Number of 5 Sole Voting Power Shares 363,185 Beneficially 6 Shared Voting Power 326,352 Owned by 7 Sole Dispositive Power Each 363,185 Reporting 8 Shared Dispositive Power Person With 326,352 9 Aggregate Amount Beneficially Owned by Each Reporting Person 689,537 10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions) 11 Percent of Class Represented by Amount in Row (9) 3.3% 12 Type of Reporting Person (See Instructions) IN	2 CUSIP N	0. 564682 10 2		136	PAGE 2 OF 26 PAGES			
Check the Appropriate Box if a Member of a Group (a) [X] (See Instructions) (b) [] 3 SEC Use Only 4 Citizenship or Place of Organization USA Number of 5 Sole Voting Power Shares 363,185 Beneficially 6 Shared Voting Power 326,352 Owned by 7 Sole Dispositive Power Each 363,185 Reporting 8 Shared Dispositive Power Person With 326,352 9 Aggregate Amount Beneficially Owned by Each Reporting Person 689,537 10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions) 11 Percent of Class Represented by Amount in Row (9) 3.3% 12 Type of Reporting Person (See Instructions) IN	1		g Persor	ns/I.R.S. Identificatio	on Nos. of Above Persons			
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3 SEC Use Only 4 Citizenship or Place of Organization USA Number of 5 Sole Voting Power Shares 363,185 Beneficially 6 Shared Voting Power 326,352 Owned by 7 Sole Dispositive Power Each 363,185 Reporting 8 Shared Dispositive Power Person With 326,352 9 Aggregate Amount Beneficially Owned by Each Reporting Person 689,537 10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions) 11 Percent of Class Represented by Amount in Row (9) 3.3% 12 Type of Reporting Person (See Instructions) IN	2		e Appropriate Box if a Member of a Group (a) [X]					
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Number of 5 Sole Voting Power Shares 363,185 Beneficially 6 Shared Voting Power 326,352 Owned by 7 Sole Dispositive Power Each 363,185 Reporting 8 Shared Dispositive Power Person With 326,352 9 Aggregate Amount Beneficially Owned by Each Reporting Person 689,537 10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions) 11 Percent of Class Represented by Amount in Row (9) 3.3% 12 Type of Reporting Person (See Instructions) IN	4							
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Beneficially 6 Shared Voting Power 326,352 Owned by 7 Sole Dispositive Power Each 363,185 Reporting 8 Shared Dispositive Power Person With 326,352 9 Aggregate Amount Beneficially Owned by Each Reporting Person 689,537 10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions) 11 Percent of Class Represented by Amount in Row (9) 3.3% 12 Type of Reporting Person (See Instructions) IN	Num	ber of	5					
Beneficially 6 Shared Voting Power 326,352 Owned by 7 Sole Dispositive Power Each 363,185 Reporting 8 Shared Dispositive Power Person With 326,352 9 Aggregate Amount Beneficially Owned by Each Reporting Person 689,537 10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions) 11 Percent of Class Represented by Amount in Row (9) 3.3% 12 Type of Reporting Person (See Instructions) IN	S	hares						
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Reporting 8 Shared Dispositive Power Person With 326,352 9 Aggregate Amount Beneficially Owned by Each Reporting Person 689,537 10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions) 11 Percent of Class Represented by Amount in Row (9) 3.3% 12 Type of Reporting Person (See Instructions) IN		Each						
9 Aggregate Amount Beneficially Owned by Each Reporting Person 689,537 10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions) 11 Percent of Class Represented by Amount in Row (9) 3.3% 12 Type of Reporting Person (See Instructions) IN	Re	porting						
9 Aggregate Amount Beneficially Owned by Each Reporting Person 689,537 10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions) 11 Percent of Class Represented by Amount in Row (9) 3.3% 12 Type of Reporting Person (See Instructions) IN	Per	son With						
10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions) 11 Percent of Class Represented by Amount in Row (9) 3.3% 12 Type of Reporting Person (See Instructions) IN	9	Aggregate Amount	Benefici					
(See Instructions) 11 Percent of Class Represented by Amount in Row (9) 3.3% 12 Type of Reporting Person (See Instructions) IN		689,537						
11 Percent of Class Represented by Amount in Row (9) 3.3% 12 Type of Reporting Person (See Instructions) IN	10	(See Instructions	·) -					
12 Type of Reporting Person (See Instructions) IN	11							
12 Type of Reporting Person (See Instructions) IN		3.3%						
	12	Type of Reporting	Person					

3 CUSIP I	NO. 564682 10 2		13G	PAGE 3 OF 26 PAGES			
1	Names of Reporti (Entities Only)	Names of Reporting Persons/I.R.S. Identification Nos. of Above Persons (Entities Only)					
	###-##-###		ust u/t/a 1/17/90				
2	Check the Approp (See Instruction	riate Bo					
3	SEC Use Only	e Only					
4	Citizenship or P						
	Illinois						
Nur	nber of	5					
;	Shares						
Bene	eficially	6					
			326,352				
O.	wned by	7	Sole Dispositive				
	Each						
Re	eporting	8					
Pe	rson With		326,352				
9			ially Owned by Each				
	326,352						
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions)						
11			nted by Amount in Ro				
	1.5%						
12			(See Instructions)				
	00						

4 CUSIP	NO. 564682 10 2		13G	PAGE 4 OF 26 PAGES
1	Names of Reportin (Entities Only)	g Persor	ns/I.R.S. Identification	
	Samstock/SZRT, L. ###-##-###			
2		iate Box	tif a Member of a Group	(a) [X] (b) []
3	SEC Use Only			
4	Citizenship or Pl			
	Delaware			
Nui	mber of	5	Sole Voting Power	
:	Shares			
Ben	eficially	6	Shared Voting Power	
			307,774	
Oi	wned by	7	Sole Dispositive Power	
	Each			
R	eporting		Shared Dispositive Pow	
Pe	rson With		307,774	
9	Aggregate Amount		ally Owned by Each Repor	ting Person
	307,774			
10	Check if the Aggr (See Instructions	egate Am)	nount in Row (9) Excludes	Certain Shares []
11			ited by Amount in Row (9)	
	1.5%			
12			(See Instructions)	
	00			

5 CUSIP	NO. 564682 10 2		13G	PAGE 5 OF 26 PAGES		
1	Names of Reportin (Entities Only)	g Perso	ns/I.R.S. Identification N	os. of Above Persons		
	Samstock/ZGPI, L. 36-3716786					
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			
	Delaware					
Number of		5	Sole Voting Power			
	Shares					
Ben	eficially	6				
			6,003			
U	wned by	7	Sole Dispositive Power			
	Each					
R	eporting	8	Shared Dispositive Powe			
Pe	rson With		6,003			
9	Aggregate Amount		ially Owned by Each Report			
	6,003					
10	Check if the Aggr (See Instructions	egate A)	mount in Row (9) Excludes			
11	Percent of Class Represented by Amount in Row (9)					
	.03%					
12			(See Instructions)			
	00					

6 CUSIP	NO. 564682 10 2		13G	PAGE 6 OF 26 PAGES			
1	Names of Reporti (Entities Only)	Names of Reporting Persons/I.R.S. Identification Nos. of Above Persons (Entities Only)					
	Samstock, L.L.C. 36-4156890						
2	Check the Appropriate Box if a Member of a Group (a) [X] (See Instructions) (b) []						
3	SEC Use Only						
4	Citizenship or P						
	Delaware						
Nu	mber of	5	Sole Voting Power				
:	Shares						
Ben	eficially	6	Shared Voting Power	r			
0	wned by		947,665				
Ü	wiled by	7 Sole Dispositive Power					
	Each						
R	eporting	8	Shared Dispositive				
Pe	rson With		947,665				
9	Aggregate Amount	Benefic	ially Owned by Each Re				
	947,665						
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions)						
11	Percent of Class Represented by Amount in Row (9)						
	4.5%						
12			(See Instructions)				
	00						

7 CUSIP	NO. 564682 10 2		13G	PAGE 7 OF 26 PAGES		
1	Names of Reportin (Entities Only)	ng Perso	ns/I.R.S. Identification N	los. of Above Persons		
	Samstock/ZFT, L.I 36-30229676					
2	Check the Appropr (See Instructions	(a) [X] (b) []				
3	SEC Use Only					
4	Citizenship or Pi		Organization			
	Delaware					
Nu	mber of	5	Sole Voting Power			
	Shares					
Ben	eficially	6	Shared Voting Power			
0	wned by	187,278				
U	wiled by	7	Sole Dispositive Power			
	Each					
R	eporting	8	Shared Dispositive Powe			
Pe	rson With		187, 278			
9	Aggregate Amount	Benefic	ially Owned by Each Report			
	187,278					
10	Check if the Aggn (See Instructions	regate A S)	amount in Row (9) Excludes	Certain Shares []		
11	Percent of Class Represented by Amount in Row (9)					
	.9%					
12	Type of Reporting	g Person	(See Instructions)			
	PN					

8 CUSIP N	NO. 564682 10 2		136	PAGE 8 OF 26 PAGES
1	Names of Reportir (Entities Only)	ng Person	s/I.R.S. Identification No.	s. of Above Persons
	EGI Holdings, Inc 36-4175553			
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	
	Illinois			
Nun	nber of	5	Sole Voting Power	
9	Shares			
Bene	eficially	6	Shared Voting Power	
01	vned by		579,873	
OV	wied by	7	Sole Dispositive Power	
	Each			
Re	eporting	8	Shared Dispositive Power	
Per	rson With		579,873	
9	Aggregate Amount	Benefici	ally Owned by Each Reporti	
	579,873			
10	Check if the Aggr (See Instructions	egate Am s)	ount in Row (9) Excludes C	
11			ted by Amount in Row (9)	
	2.7%			
12			(See Instructions)	
	СО			

9 CUSIP N	0. 564682 10 2		136			
1	Names of Reporting Persons/I.R.S. Identification Nos. of Above Persons (Entities Only)					
	Rochelle Zell Revo 36-7328783		ust			
2	(See Instructions)	ate Box	if a Member of a Group (a) [X] (b) []			
3	SEC Use Only					
4	Citizenship or Pla		ganization			
	Illinois					
Num	ber of	_				
		5	Sole Voting Power			
	hares		4,000			
Bene	ficially	6	Shared Voting Power			
Ow	ned by		0			
	,	7	Sole Dispositive Power			
	Each		4,000			
Re	porting	8	Shared Dispositive Power			
Per	son With		0			
9	Aggregate Amount B	eneficia	lly Owned by Each Reporting Person			
	4,000					
10	(See Instructions)	-	ount in Row (9) Excludes Certain Shares []			
11			ed by Amount in Row (9)			
	.02%					
12	Type of Reporting	Person (See Instructions)			
	00					

1		Names of Reporting Persons/I.R.S. Identification Nos. of Above Persons (Entities Only)					
	Donald S. Chis 38-6469512						
2		opriate Bo	ox if a Member of a Group (a) [X] (b) []				
3	SEC Use Only						
4	Citizenship or		Organization				
	Michigan						
N	umber of						
		5	Sole Voting Power				
	Shares		7,000				
Bei	neficially	6	Shared Voting Power				
,	Owned by		0				
•	Switch by	7					
	Each		7,000				
ı	Reporting	8					
P	erson With		0				
9	Aggregate Amoui		cially Owned by Each Reporting Person				
	7,000						
10		ggregate A	Amount in Row (9) Excludes Certain Shares []				
11		ss Represe	ented by Amount in Row (9)				
	.03%						
12			(See Instructions)				
	00						

11 CUSIP	NO. 564682 10 2		13G	PAGE 9 OF 26 PAGES			
1	Names of Reporti (Entities Only)	ing Perso	ns/I.R.S. Identifica	tion Nos. of Above Persons			
	EGIL Investments 36-4175555						
2	Check the Appropriate Box if a Member of a Group (a) [X] (See Instructions) (b) []						
3	SEC Use Only						
4	Citizenship or F						
	Illinois						
Nu	mber of	5	Sole Voting Power				
	Shares						
Ben	eficially	6	Shared Voting Power				
•	u mad by		579,873				
U	wned by	7	Sole Dispositive				
	Each						
R	eporting	8	Shared Dispositiv				
Pe	rson With		579,873				
9	Aggregate Amount		ially Owned by Each				
	579,873						
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions)						
11	Percent of Class Represented by Amount in Row (9)						
	2.7%						
12			(See Instructions)				
	CO						

12 CUSIP	NO. 564682 10 2		13G		PAGE 10 OF	26 PAGES	
1	Names of Report (Entities Only)		ons/I.R.S. Identif	ication Nos	. of Above	Persons	
	Ann Lurie						
2	Check the Appropriate Box if a Member of a Group (a) [X] (See Instructions) (b) []						
3	SEC Use Only						
4	Citizenship or		Organization				
	USA						
Nu	mber of	5	Sole Voting Po	wer			
	Shares						
Ben	eficially	6					
0	wned by		1,398,876				
U	wifed by	7	Sole Dispositi				
	Each						
R	eporting	8	Shared Disposi				
Pe	rson With		1,398,876				
9	Aggregate Amoun	t Benefi	cially O wned by Ea				
	1,398,876						
10	Check if the Ag (See Instruction		Amount in Row (9)				
11			ented by Amount in				
	6.6%						
12	Type of Reporti		n (See Instruction	s)			
	IN						

13 CUSIP	NO. 564682 10 2		13G	PAGE 11 OF 26 PAGES				
1	Names of Reporti (Entities Only)	Names of Reporting Persons/I.R.S. Identification Nos. of Above Persons (Entities Only)						
	Anda Partnership 88-0132846							
2	Check the Appropriate Box if a Member of a Group (a) [X] (See Instructions) (b) []							
3	SEC Use Only							
4	Citizenship or P							
	Nevada							
Number of 5		5						
	Shares							
Ben	eficially	6						
			233,694					
U	wned by	7 Sole Dispositive Power						
	Each							
R	eporting	8	Shared Dispositi					
Pe	rson With		233,694					
9	Aggregate Amount	Benefic	ially Owned by Each					
	233,694							
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions)							
11	Percent of Class Represented by Amount in Row (9)							
	1.1%							
12			(See Instructions)					
	PN							

14 CUSIP	NO. 564682 10 2		13G	PAGI	12 OF	26 PAGES		
1	Names of Repor (Entities Only		s/I.R.S. Identifi	cation Nos. o	f Above	Persons		
	LFT Partnershi 36-6527526	•						
2	Check the Appropriate Box if a Member of a Group (a) [X] (See Instructions) (b) []							
3	SEC Use Only							
4		Citizenship or Place of Organization						
	Illinois							
Nι	umber of	5	Sole Voting Pow					
	Shares							
Beneficially		6	Shared Voting Power					
Or mand have			5,436					
·	Owned by	7	Sole Dispositive Power					
	Each							
F	Reporting	8	Shared Disposit					
Pe	erson With		5,436					
9	Aggregate Amou		ally Owned by Eac					
	5,436							
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions)							
11			ted by Amount in					
	.03%							
12			(See Instructions					
	PN							

15 CUSIP	NO. 564682 10 2		13G		PAGE 13 OF	26 PAGES	
1	Names of Report (Entities Only)		ons/I.R.S. Identif	ication Nos	. of Above	Persons	
	Mark Slezak						
2	Check the Appro (See Instructio		ox if a Member of	a Group	(a) [X] (b) []		
3	SEC Use Only						
4	Citizenship or		Organization				
	USA						
Nu	mber of	5	Sole Voting Po	ower			
	Shares						
Ben	Beneficially 6						
0			1,393,440				
U	wned by	7	Sole Dispositi				
	Each						
R	eporting	8	Shared Disposi				
Pe	rson With		1,393,440				
9	Aggregate Amount Beneficially Owned by Each Reporting Person						
	1,393,440						
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions)						
 11			ented by Amount in				
	6.6%						
12	Type of Reporti		n (See Instruction	is)			
	IN						

16 CUSIP	NO. 564682 10 2		13G	PAG	SE 14 OF	26 PAGES		
1	Names of Reporting Persons/I.R.S. Identification Nos. of Above Persons (Entities Only)							
Chai Trust Company, L.L.C. 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							
	Illinois							
Nu	mber of	5	Sole Voting Pow					
	Shares							
Beneficially 6		6	Shared Voting Power					
Ounced by			2,300,692					
O	Owned by		Sole Dispositive Power					
	Each							
R	eporting	8	Shared Disposit					
Pe	rson With		2,300,692					
9	Aggregate Amoun							
	2,300,692							
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] (See Instructions)							
11			nted by Amount in					
	10.9%							
12			(See Instructions					
	00							

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

ITEM 1(A). NAME OF ISSUER

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

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

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
Samstock/ZFT, L.L.C., a Delaware limited liability company
EGI Holdings, Inc., an Illinois corporation
Rochelle Zell Revocable Trust
Donald S. Chisholm Trust
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 the Reporting Persons (other than Rochelle Zell Revocable Trust and Donald S. Chisholm Trust) is:
Two North Riverside Plaza
Chicago, Illinois 60606

The address for Rochelle Zell Revocable Trust is: Samuel Zell Co-Trustee 980 North Michigan Avenue Suite 1380 Chicago, Illinois 60611

The address for Donald S. Chisholm Trust is: 505 E. Huron Street Ann Arbor, Michigan 48104

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ITEM 2(C). CITIZENSHIP

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

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

ITEM 2(D). TITLE OF CLASS OF SECURITIES

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

ITEM 2(E). CUSTP NUMBER

CUSIP Number is 564682 10 2

IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR ITEM 3.

13D-2(B), CHECK WHETHER THE PERSON FILING IS A

Not applicable.

ITEM 4. OWNERSHIP

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 holder's option, on a one-for-one basis into a share of Common Stock. Amounts reported herein for

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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 3,240,359 shares of Common Stock, or 15.3%, 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 363,185 shares of Common Stock (assuming the exercise of options to purchase 359,999 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

326,352

======

1.54%

2,300,692

========

8.9%

		SHARED POWER WITH SUCH REPORTING PERSON								
	Total									
	Beneficially									
	0wned [°]				Samuel Zell	Chai Trust				
Reporting Person ("RP")	by such RP	Samuel Zell	Ann Lurie	Mark Slezak	Revocable Trust	Company, L.L.C.				
- 11										
Samuel Zell Revocable Trust	18,578	18,578	0	0	18,578	0				
Samstock/SZRT, L.L.C.	307,774(1)	307,774	0	0	307,774	0				
Samstock/ZGPI, L.L.C.	6,003	. 0	0	0	, Θ	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				
Rochelle Zell Revocable Trust	4,000	0	0	0	0	0				
Donald S. Chisholm Trust	7,000	0	0	0	0	0				
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:	2,877,174	326,352	1,398,876	1,393,440	326,352	2,300,692				
	=======	======	=======	=======	======	=======				
	SOLE POWER WITH RESPECT TO COMMON STOCK									
					Samuel Zell	Chai Trust				
		Samuel Zell	Ann Lurie	Mark Slezak	Revocable Trust	Company, L.L.C.				
			_			_				
Samuel Zell	363,185	363,185	0	0	0	0				
Ann Lurie	0	0	0	0	0	0				
Mark Slezak	⊎ 	· · · · · · · ·	0	0		0				
TOTAL - SOLE VOTES:	363,185	363,185	0	0	0	0				

======

3.26%

689,537 1,398,876 1,393,440

5.5%

5.5%

========

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

TOTAL - SHARED AND

SOLE VOTES:

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3,240,359

========

15.3%

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.

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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: May 18, 2001

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

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

By: /s/ Donald J. Liebentritt Its: Vice President EGI HOLDINGS, INC., AN ILLINOIS CORPORATION By: /s/ Donald J. Liebentritt Its: Vice President ROCHELLE ZELL REVOCABLE TRUST By: /s/ Samuel Zell Its: Co-Trustee DONALD S. CHISHOLM TRUST By: /s/ Samuel Zell Its: Trustee EGIL INVESTMENTS, INC., AN ILLINOIS CORPORATION By: /s/ Mark Slezak Its: Vice President ANDA PARTNERSHIP, AN ILLINOIS GENERAL PARTNERSHIP Ann Only Trust, a general By: partner By: /s/ Ann Lurie Its: Co-Trustee AND Ann and Descendants Trust Bv:

/s/ Ann Lurie

Its: Co-Trustee

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By:

Its: Vice President

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JOINT FILING AGREEMENT

THIS AGREEMENT dated as May 18, 2001 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; Rochelle Zell Revocable Trust; Donald S. Chisholm Trust; 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") hereby replaces that certain Joint Filing Agreement dated as of February 14, 2000.

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.

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

 ${\tt SAMSTOCK/ZGPI,\ L.L.C.,\ A\ DELAWARE\ LIMITED\ LIABILITY}$

By: /s/ Donald J. Liebentritt

Its: Vice President

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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 ROCHELLE ZELL REVOCABLE TRUST By: /s/ Samuel Zell Its: Co-Trustee DONALD S. CHISHOLM TRUST By: /s/ Samuel Zell Its: Trustee -----EGIL INVESTMENTS, INC., AN ILLINOIS CORPORATION By: /s/ Mark Slezak -----Its: Vice President ANDA PARTNERSHIP, AN ILLINOIS GENERAL PARTNERSHIP 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

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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

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