

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>ROSENBERG SHELIZ</u> (Last) (First) (Middle) <u>TWO NORTH RIVERSIDE PLAZA</u> <u>SUITE 600</u> (Street) <u>CHICAGO IL 60606</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MANUFACTURED HOME COMMUNITIES INC [MHC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/30/2004</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$.01	01/30/2004		M		10,000	A	\$13.375	40,196.09	I	by Spouse ⁽¹⁾
Common Stock, par value \$.01	01/30/2004		M		10,000	A	\$14	50,196.09	I	by Spouse ⁽¹⁾
Common Stock, par value \$.01	01/30/2004		M		25,000	A	\$15.6875	75,196.09	I	by Spouse ⁽¹⁾
Common Stock, par value \$.01								77,773	D	
Common Stock, par value \$.01								11,923	I	* ⁽²⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$13.375	01/30/2004		G ⁽³⁾			10,000	(4)	05/13/2007	Common Stock, par value \$.01	10,000	\$13.375	0	D	
Non-Qualified Stock Option (right to buy)	\$14	01/30/2004		G ⁽³⁾			10,000	(5)	12/13/2006	Common Stock, par value \$.01	10,000	\$14	0	D	
Non-Qualified Stock Option (right to buy)	\$15.6875	01/30/2004		G ⁽³⁾			25,000	(6)	12/01/2009	Common Stock, par value \$.01	25,000	\$15.6875	0	D	
Non-Qualified Stock Option (right to buy)	\$13.375	01/30/2004		G ⁽³⁾		10,000		(4)	05/13/2007	Common Stock, par value \$.01	10,000	\$13.375	10,000	I	by Spouse
Non-Qualified Stock Option (right to buy)	\$13.375	01/30/2004		M			10,000	(4)	05/13/2007	Common Stock, par value \$.01	10,000	\$13.375	0	I	by Spouse

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$14	01/30/2004		G ⁽³⁾		10,000		(5)	12/13/2006	Common Stock, par value \$.01	10,000	\$14	10,000	I	by Spouse
Non-Qualified Stock Option (right to buy)	\$14	01/30/2004		M			10,000	(5)	12/13/2006	Common Stock, par value \$.01	10,000	\$14	0	I	by Spouse
Non-Qualified Stock Option (right to buy)	\$15.6875	01/30/2004		G ⁽³⁾		25,000		(6)	12/01/2009	Common Stock, par value \$.01	25,000	\$15.6875	25,000	I	by Spouse
Non-Qualified Stock Option (right to buy)	\$15.6875	01/30/2004		M			25,000	(6)	12/01/2009	Common Stock, par value \$.01	25,000	\$15.6875	0	I	by Spouse

Explanation of Responses:

- The reporting person disclaims beneficial ownership of all securities held by her spouse, and this report should not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- 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.
- Transfer to Spouse who shares reporting person's household.
- Stock Option is exercisable: 1/3 on 11/13/97; 1/3 on 5/13/98; and 1/3 on 5/13/99.
- Stock option is exercisable: 1/3 on 12/13/97; 1/3 on 12/13/98; and 12/13/99.
- Stock Option is exercisable: 1/3 on 12/1/00; 1/3 on 12/1/01; and 1/3 on 12/01/02.

By: Jennifer L. Usher, by Power of Atty. For: Sheli Z. Rosenberg 02/02/2004

** 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.

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