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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D)  
OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report: June 3, 2013  
(Date of earliest event reported)**

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**EQUITY LIFESTYLE PROPERTIES, INC.**

(Exact name of registrant as specified in its charter)

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**Maryland**  
(State or other jurisdiction of  
incorporation or organization)

**1-11718**  
(Commission  
File No.)

**36-3857664**  
(IRS Employer  
Identification Number)

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

**60606**  
(Zip Code)

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

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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 (see General Instruction A.2. below):

- 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))
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**Item 8.01 Other Events**

On June 3, 2013, the United States Court of Appeals for the Ninth Circuit issued an order (the "Order") in connection with Equity LifeStyle Properties, Inc.'s lawsuit challenging the City of San Rafael's rent control ordinance. Equity LifeStyle Properties, Inc. intends to file a petition for review by the United States Supreme Court.

The Order is included in this Form 8-K as Exhibit 99.1.

The information in Item 8.01 of this Form 8-K, including the Exhibit 99.1 attached hereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in Item 8.01 of this Form 8-K, and Exhibit 99.1 attached hereto, shall not be incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing. We disclaim any intention or obligation to update or revise this information.

This report includes certain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. When used, words such as "anticipate," "expect," "believe," "project," "intend," "may be" and "will be" and similar words or phrases, or the negative thereof, unless the context requires otherwise, are intended to identify forward-looking statements and may include, without limitation, information regarding our expectations, goals or intentions regarding the future, and the expected effect of our recent acquisitions. These forward-looking statements are subject to numerous assumptions, risks and uncertainties, including, but not limited to:

- our ability to control costs, real estate market conditions, the actual rate of decline in customers, the actual use of sites by customers and our success in acquiring new customers at our properties (including those that we may acquire);
- our ability to maintain historical rental rates and occupancy with respect to properties currently owned or that we may acquire;
- our ability to retain and attract customers renewing, upgrading and entering right-to-use contracts;
- our assumptions about rental and home sales markets;
- our assumptions and guidance concerning 2013 estimated net income, FFO and Normalized FFO;
- our ability to manage counterparty risk;
- in the age-qualified properties, home sales results could be impacted by the ability of potential homebuyers to sell their existing residences as well as by financial, credit and capital markets volatility;
- results from home sales and occupancy will continue to be impacted by local economic conditions, lack of affordable manufactured home financing and competition from alternative housing options including site-built single-family housing;
- impact of government intervention to stabilize site-built single family housing and not manufactured housing;
- effective integration of recent acquisitions and our estimates regarding the future performance of recent acquisitions;
- unanticipated costs or unforeseen liabilities associated with recent acquisitions;
- ability to obtain financing or refinance existing debt on favorable terms or at all;
- the effect of interest rates;
- the dilutive effects of issuing additional securities;
- the effect of accounting for the entry of contracts with customers representing a right-to-use the Properties under the Codification Topic "Revenue Recognition;" and
- other risks indicated from time to time in our filings with the Securities and Exchange Commission.

These forward-looking statements are based on management's present expectations and beliefs about future events. As with any projection or forecast, these statements are inherently susceptible to uncertainty and changes in circumstances. We are under no obligation to, and expressly disclaim any obligation to, update or alter our forward-looking statements whether as a result of such changes, new information, subsequent events or otherwise.

Equity LifeStyle Properties, Inc. is a fully integrated owner and operator of lifestyle-oriented properties and owns or has an interest in 383 quality properties in 32 states and British Columbia consisting of 142,682 sites. The Company is a self-administered, self-managed, real estate investment trust (REIT) with headquarters in Chicago.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

Exhibit 99.1 June 3, 2013 Order of the United States Court of Appeals for the Ninth Circuit regarding Equity LifeStyle Properties, Inc. and the City of San Rafael.

**SIGNATURE**

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.**

Date: June 4, 2013

By: /s/ Paul Seavey  
Paul Seavey  
Senior Vice President, Chief Financial Officer and Treasurer

UNITED STATES COURT OF APPEALS

JUN 03 2013

FOR THE NINTH CIRCUIT

MOLLY C. DWYER, CLERK  
U.S. COURT OF APPEALS

MHC FINANCING LIMITED  
PARTNERSHIP, an Illinois limited  
partnership; GRAPELAND VISTAS  
INC., a California corporation,

No. 07-15982

D.C. No. CV-04-03325-VRW

Plaintiffs - Appellants,

ORDER

v.

CITY OF SAN RAFAEL, a municipal  
corporation; CONTEMPO MARIN  
HOMEOWNERS ASSOCIATION, a  
California corporation,

Defendants - Appellees.

MHC FINANCING LIMITED  
PARTNERSHTIP, an Illinois limited  
partnership; GRAPELAND VISTA, INC.,  
an Illinois corporation,

No. 09-16447

D.C. No. 3:00-cv-03785-VRW

Plaintiffs - Appellees,

v.

CITY OF SAN RAFAEL,

Defendant - Appellant,

And

CONTEMPO MARIN HOMEOWNERS

ASSOCIATION,

Defendant-intervenor.

MHC FINANCING LIMITED  
PARTNERSHTIP, an Illinois limited  
partnership; GRAPELAND VISTA, INC.,  
an Illinois corporation,

No. 09-16451

D.C. No. 3:00-cv-03785-VRW

Plaintiffs - Appellees,

v.

CITY OF SAN RAFAEL,

Defendant - Appellant,

CONTEMPO MARIN HOMEOWNERS ASSOCIATION,

Defendant-intervenor -

Appellee.

MHC FINANCING LIMITED  
PARTNERSHTIP, an Illinois limited  
partnership; GRAPELAND VISTA, INC.,  
an Illinois corporation,

No. 09-16612

D.C. No. 3:00-cv-03785-VRW

Plaintiffs - Appellees,

v.

CITY OF SAN RAFAEL,

Defendant,

And

CONTEMPO MARIN HOMEOWNERS ASSOCIATION,

Defendant - intervenor -

Appellant.

MHC FINANCING LIMITED  
PARTNERSHTIP, an Illinois limited  
partnership; GRAPELAND VISTA, INC.,  
an Illinois corporation,

No. 09-16613

D.C. No. 3:00-cv-03785-VRW

Plaintiffs - Appellees Cross-

Appellants,

v.

CITY OF SAN RAFAEL,

Defendant - Appellant Cross-

Appellee,

CONTEMPO MARIN HOMEOWNERS ASSOCIATION,

Defendant - intervenor -

Appellant Cross-Appellee.

Before: FARRIS, THOMAS, and N.R. SMITH, Circuit Judges.

Plaintiffs-Appellees' petition for panel rehearing is DENIED. The full court has been advised of the petition for rehearing en banc and no judge of the court requested a vote on whether to rehearing the matter. Plaintiffs-Appellees' petition for rehearing en banc is DENIED.

Defendant-Appellant's petition for panel rehearing is DENIED.

Defendants-Appellants' emergency motion for stay of injunction or immediate issuance of mandate is DENIED as moot.