KELLEHER ELLEN

Form 4/A March 03, 2011

FORM 4

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

OMB APPROVAL OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

Form 4 or Form 5

SECURITIES

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

value \$.01

(Print or Type Responses)

1. Name and Address of Reporting Person *

KELLEHER ELLEN			Symbol Sol Mark I Herestey I F					Issuer					
	_	EQUITY LIFESTYLE PROPERTIES INC [ELS]					(Check all applicable)						
(Last)	(First)	(Middle)	3. Date of (Month/D	Earliest Tr	ansaction			DirectorX Officer (given	6 Owner er (specify				
2 NORTH RIVERSIDE PLAZA #800				11/24/2008					below) below) Exec VP- Property Management				
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line)				
CHICAGO,	11/25/2008					_X_ Form filed by One Reporting Person Form filed by More than One Reporting							
(City)	(State)	Table I - Non-Derivative Securities Acq					Person quired, Disposed of, or Beneficially Owned						
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea						5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
C				Code V	Amount	or (D)	Price	(Instr. 3 and 4)					
Common Stock, par value \$.01	03/03/2011(1)			J(2)	20,924	D	\$ 0	0	I	by trust (3)			
Common Stock, par value \$.01	03/03/2011			J	20,924	A	\$0	158,737	D				
Common Stock, par								1,193.9	I	by 401K Plan			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Title		8. Price of	9. Nu
Derivative Conversion		(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Date		Amoun	it of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
Derivative				ĺ	Securities	curities		(Instr. 3 and 4)		Owne	
	Security				Acquired					Follo	
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(IIIsti
					4, and 5)						
					4, and 3)						
									Amount		
						Data	Evaluation		or		
						Date Expiration Exercisable Date	Title 1	Title Number			
							Date	of	of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KELLEHER ELLEN

2 NORTH RIVERSIDE PLAZA #800 Exec VP- Property Management

CHICAGO, IL 60606

a currently valid OMB number.

Signatures

Mary Jo Kucera by Power of Attorney for Ellen
Kelleher
03/03/2011

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Shares were classified as indirectly held in the C Ellen Kelleher 1997 Trust on the following dates: 11/24/2008 10,000 shares 12/31/2008 5,045 shares 12/31/2009 5,879 shares
- (2) The amendment is being filed to report that, due to administrative error, shares were reported as indirectly held by the C Ellen Kelleher 1997 trust. Shares should have been reported as directly held by Ellen Kelleher. This Form 4/A reflects the correct classification.
- (3) Shares reported herein are owned by the C. Ellen Kelleher 1997 Trust. Ellen Kelleher is Trustee and Beneficial Owner of such trust.

 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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