

EQUITY LIFESTYLE PROPERTIES INC  
 Form 4  
 August 18, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 DOBROWSKI THOMAS E

2. Issuer Name and Ticker or Trading Symbol  
 EQUITY LIFESTYLE PROPERTIES INC [ELS]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 C/O GENERAL MOTORS INVESTMENT MGMNT CORP, 767 FIFTH AVENUE, 16TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)  
 08/16/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)  
 NEW YORK, NY 10153

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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  | (D)  | Price   |
| Common Stock, par value \$.01   | 08/16/2006                           |  | M                              |   | 10,000  | A  | \$ 25.55 12,308                                       |
| Common Stock, par value \$.01   | 08/16/2006                           |  | S                              |   | 10,000  | D  | \$ 44.0548 2,308                                      |
| Common Stock, par value \$.01   | 08/16/2006                           |  | M                              |   | 10,000  | A  | \$ 24.67 12,308                                       |

|                               |            |   |        |   |            |        |   |
|-------------------------------|------------|---|--------|---|------------|--------|---|
| Common Stock, par value \$.01 | 08/16/2006 | S | 10,000 | D | \$ 44.0548 | 2,308  | D |
| Common Stock, par value \$.01 | 08/16/2006 | M | 10,000 | A | \$ 31.53   | 12,308 | D |
| Common Stock, par value \$.01 | 08/16/2006 | S | 10,000 | D | \$ 44.0548 | 2,308  | D |

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

**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 control number.**

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(9-02)

**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 Underlying Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-Qualified Stock Option (right to buy)  | \$ 24.67   | 08/16/2006                           |  | M                              | 10,000  | <u>(1)</u> 05/13/2013                                    | Common Stock, par value \$.01                               | 10,000                     |
| Non-Qualified Stock Option (right to buy)  | \$ 25.55   | 08/16/2006                           |  | M                              | 10,000  | <u>(2)</u> 05/08/2012                                    | Common Stock, par value \$.01                               | 10,000                     |
| Non-Qualified Stock Option (right to buy)  | \$ 31.53   | 08/16/2006                           |  | M                              | 10,000  | <u>(3)</u> 05/04/2014                                    | Common Stock, par value \$.01                               | 10,000                     |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DOBROWSKI THOMAS E  
C/O GENERAL MOTORS INVESTMENT MGMNT CORP  
767 FIFTH AVENUE, 16TH FLOOR  
NEW YORK, NY 10153

X

## Signatures

By: David W. Fell, by Power of Atty. For: Thomas E.  
Dobrowski

08/18/2006

\_\_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) Option is exercisable: 1/3 on 11/13/03; 1/3 on 5/13/04; 1/3 on 5/13/05.
- (2) Stock Option is exercisable: 1/3 on 11/8/02; 1/3 on 5/8/03; 1/3 on 5/8/04
- (3) Option is exercisable: 1/3 on 11/4/04; 1/3 on 5/4/05; 1/3 on 5/4/06

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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