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EQUITY LIFESTYLE PROPERTIES INC

Form 4/A

August 31, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue.

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

See Instruction 1(b).

(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]

3. Date of Earliest Transaction

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

(Last)

(First)

(Middle)

(Month/Day/Year)

08/15/2006

_X__ Director 10% Owner _ Other (specify Officer (give title

C/O GENERAL MOTORS **INVESTMENT MGMNT** CORP, 767 FIFTH AVENUE, 16TH

FLOOR

(City)

(Street)

(State)

4. If Amendment, Date Original

Filed(Month/Day/Year)

08/16/2006

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

NEW YORK, NY 10153

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secu	rities Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securit or Dispos (Instr. 3,	ed of 4 and 3 (A) or	` '	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)
Common Stock, par value \$.01	08/15/2006		S <u>(1)</u>	3,800	D	\$ 43.8219	32,308	D	
Common Stock, par value \$.01	08/15/2006		S <u>(1)</u>	10,000	D	\$ 43.8219	22,308	D	
Common Stock, par value \$.01	08/15/2006		S(1)	10,000	D	\$ 43.8219	12,308	D	

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Common Stock, par 08/15/2006 S $\underline{(1)}$ 10,000 D 8 43.8219 2,308 D value 8.01

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.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transact Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address

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

08/31/2006

**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) Proceeds from all but 990 of the shares option exercises reported on this Form 4 have been transferred to Mr. Dobrowski's former employer pursuant to an employment arrangement.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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