## MANUFACTURED HOME COMMUNITIES INC Form SC 13G/A March 17, 2003 \_\_\_\_\_ SEC 1745 (02-02) Potential persons who are to 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. \_\_\_\_\_

#### OMB APPROVAL OMB Number 3235-0145 Expires: December 31, 2005 Estimated average burden hours per response .....11 \_\_\_\_\_

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

#### SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 5)\*

MANUFACTURED HOME COMMUNITIES, INC.

\_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_

(Name of Issuer)

Common Stock, par value \$0.01 per share

------\_\_\_\_\_

(Title of Class of Securities)

564682 10 2

\_\_\_\_\_

(CUSIP Number)

December 31, 2002 \_\_\_\_\_

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[\_] Rule 13d-1(b)

\_\_\_\_\_

- [\_] Rule 13d-1(c)
- [X] Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of

1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 564	682 10	) 2	13G		Page	2 of	22 H	Pages
	-	ting Person fication No		persons (entities	only)			
Samuel Zell								
2. Check the (b) [_]	е Аррі	ropriate Bo	ox If a Member	r of a Group (See	Instruct	tions	) (a)	) [X]
3. SEC Use (	Only							
	hip oi	r Place of	Organization					
United States								
NUMBER OF SHARES	5.	Sole Vot:	ing Power	584,85	2			
BENEFICIALLY OWNED BY EACH	6.	Shared Vo	oting Power	318,32	5			
REPORTING PERSON WITH:	7.	Sole Disp	positive Power	584 <b>,</b> 85	2			
	8.	Shared D:	ispositive Pov	wer 318,32	5			
	Amount	: Beneficia	ally Owned by	Each Reporting Pe	rson			
903,177								
10. Check Bos Instruct			ate Amount in	Row (9) Excludes	Certain	Shar	es (\$	See
11. Percent o	f Clas	ss Represen	nted by Amount	in Row (9)				
4.1% (1)								
12. Type of R	eport	ing Person	(See Instruct	cions)				
IN 								

(1) Calculated based on 22,032,708 shares of Common Stock outstanding as of October 31, 2002, as set forth in the Issuer's Quarterly Report on Form 10-Q for the period ended November 4, 2002, and assuming the exchange of such Reporting

Person's OP Units (as defined herein) for shares of Common Stock and the exercise of options to purchase Common Stock, if applicable.

CUSIP No. 564	682 10	) 2	13G		Page 3 of	22 Pages
		ting Persons fication Nos. o	f above persons	(entities on	ly)	
Samuel Zell Re	evocab	ole Trust u/t/a	1-17-1990			
2. Check the (b) [_]	e Appı	ropriate Box If	a Member of a G	roup (See In	structions)	(a) [X]
3. SEC Use (	Only					
4. Citizensl	nip oi	r Place of Orga	nization			
NUMBER OF SHARES	5.	Sole Voting P	ower	0		
BENEFICIALLY OWNED BY EACH	6.	Shared Voting	Power	318,325		
REPORTING PERSON WITH:	7.	Sole Disposit	ive Power	0		
	8.	Shared Dispos	itive Power	318,325		
9. Aggregate A	Amount	Beneficially	Owned by Each Re	porting Pers	on	
318,325						
10. Check Boz Instruct:				Excludes Ce	rtain Share	s (See
	f Clas	ss Represented	by Amount in Row	(9)		
1.4% (1)						
	eport	ing Person (See	Instructions)			
00						

(1) Calculated based on 22,032,708 shares of Common Stock outstanding as of October 31, 2002, as set forth in the Issuer's Quarterly Report on Form 10-Q for the period ended November 4, 2002, and assuming the exchange of such Reporting Person's OP Units (as defined herein) for shares of Common Stock and the exercise of options to purchase Common Stock, if applicable.

CUSIP No. 5646	582 10 2	13G	Page 4 of 22 Pa	ges
	Reporting Pe lentificatio	rsons n Nos. of above person	s (entities only)	
Samstock/SZRT,	L.L.C.			
2. Check the (b) [_]		e Box If a Member of a	Group (See Instructions) (a)	[X]
3. SEC Use C				
4. Citizensh Delaware	ip or Place	of Organization		
SHARES	5. Sole Vo	ting Power NUMBER OF 0		
BENEFICIALLY OWNED BY EACH	6. Share	d Voting Power	307,774	
REPORTING PERSON WITH:	7. Sole	Dispositive Power	0	
	8. Share	d Dispositive Power	307,774	
9. Aggregate A	mount Benef	icially Owned by Each	Reporting Person	
307,774				
10. Check Box Instructi	If the Agg	regate Amount in Row (	9) Excludes Certain Shares (Se	е
11. Percent of	Class Repr	esented by Amount in R	ow (9)	
1.4% (1)				
12. Type of Re	porting Per	son (See Instructions)		
00				

(1) Calculated based on 22,032,708 shares of Common Stock outstanding as of October 31, 2002, as set forth in the Issuer's Quarterly Report on Form 10-Q for the period ended November 4, 2002, and assuming the exchange of such Reporting Person's OP Units (as defined herein) for shares of Common Stock and the exercise of options to purchase Common Stock, if applicable.

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\_\_\_\_\_

		ting Persons fication Nos. of a	above persons (ent	ities on	ly)		
Samstock/ZGPI,	L.L.	.C.					
2. Check the (b) [_]	Appı	copriate Box If a	Member of a Group	> (See In:	struction	ns) (a)	[X]
3. SEC Use C	Dnly						
4. Citizensh	nip or	r Place of Organiz	zation				
Delaware							
NUMBER OF	5.	Sole Voting Powe		0			
BENEFICIALLY OWNED BY EACH	6.	Shared Voting Po		6,003			
REPORTING PERSON WITH:	7. Sole Dispositive Power 0						
	8.	Shared Dispositi	ive Power	6,003			
9. Aggregate A	Amount	Beneficially Owr	ned by Each Report	ing Pers	 on		
6,003							
10. Check Box Instructi			unt in Row (9) Exc	ludes Ce	rtain Sha	ares (S	ee
11. Percent of	Clas	s Represented by	Amount in Row (9)				
Less than 0.1%	5 (1)						
12. Type of Re	eporti	ing Person (See Ir	istructions)				
00							
October 31, 20 the period end Person's OP U	)02, a led N Jnits	as set forth in th November 4, 2002, (as defined her	3 shares of Commone Issuer's Quarte and assuming the rein) for shares non Stock, if appl	erly Repo e exchange s of Con	rt on Foi e of sucl	rm 10-Q n Repor	for ting
CUSIP No. 5646	582 10	) 2	13G		Page 6 d	of 22 P	ages

\_\_\_\_\_

Name of Reporting Persons

 I.R.S. Identification Nos. of above persons (entities only)

Samstock, L.L.C.

2.	Check the (b) [_]	Appr	opriate Box 1	If a Member	of a Group (See	Instructions)	(a)	[X]
3.	SEC Use O	nly						
4.	Citizensh	ip or	Place of Org	ganization				
Delav	ware							
	 1BER OF 1ARES	5.	Sole Voting	Power	0			
BENEI OWN	FICIALLY NED BY EACH	6.	Shared Votir	ng Power	947,6	65		
REPORTING PERSON WITH:	7.	Sole Disposi	itive Power	0				
		8.	Shared Dispo	ositive Powe	r 947,6	65		
9. Aq		mount	Beneficially	y Owned by E	ach Reporting Po	erson		
				Amount in R	.ow (9) Excludes	Certain Share	s	 ee
 11. H 4.3%		Clas	s Represented	d by Amount	in Row (9)			
12. 1 00	Type of Re	 porti	ng Person (Se	e Instructi	ons)			
Octok the p Perso	per 31, 20 period end pn's OP U	02, a ed N nits	s set forth i lovember 4, 20 (as defined	in the Issue DO2, and as herein) f	s of Common Stor r's Quarterly Ro suming the exch or shares of k, if applicable	eport on Form ange of such R Common Stock	10-Q eport	for ting
CUSII	? No. 5646	82 10	2	13G		Page 7 of 3	22 Pa	ages
1.		~	ing Persons ication Nos.	of above pe	rsons (entities	only)		
Samst	cock/ZFT,	L.L.C						
2.	Check the (b) [_]	Appr	opriate Box 1	lf a Member	of a Group (See	Instructions)	(a)	[X]

3. SEC Use Only \_\_\_\_\_ 4. Citizenship or Place of Organization Delaware \_\_\_\_\_ 5. Sole Voting Power NUMBER OF 0 SHARES BENEFICIALLY 6. Shared Voting Power OWNED BY 196,165 EACH REPORTING 7. Sole Dispositive Power 0 PERSON WITH: 8. Shared Dispositive Power 196,165 \_\_\_\_\_ 9. Aggregate Amount Beneficially Owned by Each Reporting Person 196,165 \_\_\_\_\_ 10. Check Box If the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) [\_] \_\_\_\_\_ 11. Percent of Class Represented by Amount in Row (9) 0.9% (1) \_\_\_\_\_ 12. Type of Reporting Person (See Instructions) 00 \_\_\_\_\_ (1) Calculated based on 22,032,708 shares of Common Stock outstanding as of October 31, 2002, as set forth in the Issuer's Quarterly Report on Form 10-Q for the period ended November 4, 2002, and assuming the exchange of such Reporting Person's OP Units (as defined herein) for shares of Common Stock and the exercise of options to purchase Common Stock, if applicable. CUSIP No. 564682 10 2 13G Page 8 of 22 Pages \_\_\_\_\_ 1. Name of Reporting Persons I.R.S. Identification Nos. of above persons (entities only) EGI Holdings, Inc. \_\_\_\_\_ 2. Check the Appropriate Box If a Member of a Group (See Instructions) (a)  $\left[ X \right]$ (b) [] \_\_\_\_\_ \_\_\_\_\_ 3. SEC Use Only 4. Citizenship or Place of Organization

Illinois					
NUMBER OF SHARES	5.	Sole Voting Power	<u></u>	0	
OWNED BY EACH	6.	Shared Voting Pow	ver	579 <b>,</b> 873	
REPORTING PERSON WITH:	7.	Sole Dispositive	Power	0	
	8.	Shared Disposition	<i>i</i> e Power	579 <b>,</b> 873	
9. Aggregate A	Amount	Beneficially Owne	ed by Each Rep	porting Perso	n
579 <b>,</b> 873					
10. Check Box Instructi		he Aggregate Amour [_]	nt in Row (9)	Excludes Cer	tain Shares (See
11. Percent of	Clas	s Represented by A	Amount in Row	(9)	
2.6% (1)					
12. Type of Re	eporti	ng Person (See Ins	structions)		
CO					
Person's OP (	Jnits		ein) for sha	ares of Com	e of such Reporting mon Stock and the
CUSIP No. 5646	582 10	) 2	13G		Page 9 of 22 Pages
1. Name of H	Report	ing Persons fication Nos. of ak	oove persons	(entities onl	.у)
Donald S. Chis	sholm	Trust			
2. Check the (b) [_]	Appr	copriate Box If a N	1ember of a G	roup (See Ins	structions) (a) [X]
3. SEC Use (	-				
		Place of Organiza			
Michigan					
	5.	Sole Voting Power			

NUMBER OF				7,000
SHARES BENEFICIALLY OWNED BY EACH	6.	Shared Votin	g Power	0
REPORTING PERSON WITH:	7.	Sole Disposi	tive Power	7,000
	8.	Shared Dispo	sitive Power	0
9. Aggregate A	mount	Beneficially	Owned by Eacl	h Reporting Person
7,000				
10. Check Box Instructi			Amount in Row	(9) Excludes Certain Shares (See
11. Percent of	Clas	ss Represented	by Amount in	Row (9)
Less than 0.1%	(1)			
12. Type of Re	porti	ing Person (Se	e Instruction	s)
00				
October 31, 20 the period end Person's OP U	02, a led N Jnits	as set forth i November 4, 20 (as defined	n the Issuer': 02, and assum herein) for	of Common Stock outstanding as of s Quarterly Report on Form 10-Q for ming the exchange of such Reporting shares of Common Stock and the if applicable.
CUSIP No. 5646	582 10	) 2	13G	Page 10 of 22 Pages
I.R.S. Id	lentif		of above perso	ons (entities only)
Samstock/Alpha				
2. Check the (b) [_]	e Appı	ropriate Box I	f a Member of	a Group (See Instructions) (a) [X]
3. SEC Use C	nly			
4. Citizensh	nip or	Place of Org	anization	
Delaware				
NUMBER OF	5.	Sole Voting	Power	0
SHARES BENEFICIALLY	6.	Shared Votin	g Power	

OWNED BY EACH				8,887	
REPORTING PERSON WITH:	7.	Sole Disposi	itive Power	0	
Wiln:	8.	Shared Dispo	ositive Powe:	r 8,887	
9. Aggregate A	Amount	Beneficially	y Owned by Ea	ach Reporting Pe	erson
8,887					
10. Check Box Instruct:			Amount in Ro	ow (9) Excludes	Certain Shares (See
11. Percent of	E Clas	s Represented	d by Amount	in Row (9)	
Less than 0.19	8 (1)				
12. Type of Re	eporti	ng Person (Se	e Instructio	ons)	
00					
CUSIP No. 5640		-	13G	k, if applicable	Page 11 of 22 Pages
	-	ing Persons	of above pe	rsons (entities	only)
EGIL Investmer	nts, I	Inc.			
2. Check the (b) [_]	e Appr	copriate Box 1	lf a Member o	of a Group (See	Instructions) (a) [X]
3. SEC Use (	Dnly				
4. Citizensk	nip or	Place of Org	ganization		
Illinois					
NUMBER OF	5.	Sole Voting		0	
BENEFICIALLY OWNED BY EACH	6.	Shared Votir	ng Power	579 <b>,</b> 87	73
REPORTING	7.	Sole Disposi	itive Power		

	PERSON WITH:			0				
	WIIn.	8.	8. Shared Dispositive Power 579,873					
9.	Aggregate A	.mount	Beneficially Owned by	Y Each Reporting Person				
579	9,873							
10.	. Check Box Instructi			Row (9) Excludes Certain Shares (See				
11.	. Percent of	Clas	s Represented by Amoun	t in Row (9)				
2.6	5% (1)							
12.	. Type of Re	porti	ng Person (See Instruc	tions)				
СО								
the Per	cober 31, 20 e period end cson's OP U	02, a led N nits	s set forth in the Iss November 4, 2002, and	ares of Common Stock outstanding as of suer's Quarterly Report on Form 10-Q for assuming the exchange of such Reporting for shares of Common Stock and the lock, if applicable.				
		eport	ing Persons	Page 12 of 22 Pages				
7		encri	ication Nos. of above	persons (encreres onry)				
2.	Lurie Check the (b) [_]	Appr	opriate Box If a Membe	er of a Group (See Instructions) (a) [X]				
3.	SEC Use C	nly						
 4.	Citizensh	ip or	Place of Organization	 1				
Uni	ited States							
	JUMBER OF	5.	Sole Voting Power	0				
	SHARES NEFICIALLY DWNED BY EACH	6.	Shared Voting Power	1,398,876				
F	REPORTING PERSON WITH:	7.	Sole Dispositive Powe	er 0				
		8.	Shared Dispositive Pc	wer				

\_\_\_\_\_

9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,398,876

10. Check Box If the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) [\_]

11. Percent of Class Represented by Amount in Row (9)

6.3% (1)

12. Type of Reporting Person (See Instructions)

IN \_\_\_\_\_

(1) Calculated based on 22,032,708 shares of Common Stock outstanding as of October 31, 2002, as set forth in the Issuer's Quarterly Report on Form 10-Q for the period ended November 4, 2002, and assuming the exchange of such Reporting Person's OP Units (as defined herein) for shares of Common Stock and the exercise of options to purchase Common Stock, if applicable.

CUSI	P No. 5646	582 10	2 13G	Page 13 of 22 Page	S		
1.		~	ing Persons ication Nos. of above persons	(entities only)	-		
Anda	Partnersh	nip			_		
2.	Check the (b) [_]		opriate Box If a Member of a G	Group (See Instructions) (a) [X	]		
3.	SEC Use Only						
4. Neva		nip or	Place of Organization				
	MBER OF HARES	5.	Sole Voting Power	0			
OWNED BY EACH		6.	Shared Voting Power	233,694			
		7.	Sole Dispositive Power	0			
		8.	Shared Dispositive Power	233,694	_		

9. Aggregate Amount Beneficially Owned by Each Reporting Person

10. Check Box Instructi		e Aggregate Amount in _]	n Row (9) Ex(	cludes Cei	rtain Share	s (See
11. Percent of	Class	Represented by Amoun	nt in Row (9	)		
1.1% (1)						
12. Type of Re	eportin	g Person (See Instruc	ctions)			
PN						
October 31, 20 the period end Person's OP U	02, as led Nc Jnits (	ed on 22,032,708 sha set forth in the Isa vember 4, 2002, and as defined herein) to purchase Common St	suer's Quarte assuming the for shares	erly Repor e exchange s of Cor	rt on Form e of such R	10-Q for eporting
CUSIP No. 5646	582 10	2 13G		I	Page 14 of	22 Pages
	lentifi	ng Persons cation Nos. of above	persons (en	tities onl		
		priate Box If a Membe	er of a Grou	p (See Ins	structions)	(a) [X]
3. SEC Use C	)nly					
4. Citizensh Illinois	nip or	Place of Organization	1			
NUMBER OF	5.	Sole Voting Power		0		
BENEFICIALLY OWNED BY EACH	6.	Shared Voting Power		5,436		
REPORTING PERSON WITH:	7.	Sole Dispositive Powe	er	0		
	8.	Shared Dispositive Po	ower	5 <b>,</b> 436		
9. Aggregate A	mount	Beneficially Owned by	Z Each Report	ting Perso	 on	
5,346						
10. Check Box Instructi		e Aggregate Amount in _]	n Row (9) Ex	cludes Cei	rtain Share	s (See

11. Percent of Class Represented by Amount in Row (9)

(1) Calculated based on 22,032,708 shares of Common Stock outstanding as of October 31, 2002, as set forth in the Issuer's Quarterly Report on Form 10-Q for the period ended November 4, 2002, and assuming the exchange of such Reporting Person's OP Units (as defined herein) for shares of Common Stock and the exercise of options to purchase Common Stock, if applicable.

CUSI	P No. 5646	82 10	2 13G	Page	15 of	22 P	ages
1.		-	ing Persons ication Nos. of above perso	ns (entities only)			
Mark	Slezak						
2.	Check the Appropriate Box If a Member of a Group (See Instructions) (a) [X] (b) [_]						[X]
3.	SEC Use O	nly					
4.	Citizensh	ip or	Place of Organization				
Unite	ed States						
	MBER OF HARES	5.	Sole Voting Power	0			
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:		6.	Shared Voting Power	1,393,440			
		7.	Sole Dispositive Power	0			
		8.	Shared Dispositive Power	1,393,440			
9. Aq	ggregate A	mount	Beneficially Owned by Each	Reporting Person			
1,393	3,440						
10.	Check Box Instructi		ne Aggregate Amount in Row [_]	(9) Excludes Certair	n Share	es (S	ee
11. 1	Percent of	Clas	s Represented by Amount in	Row (9)			
6.3%	(1)						

Edgar Fi	ling: I	MANUFACTU	RED HOME CO	MMUNITIES INC - Form SC 13G/A		
12. Type of Reporting Person (See Instructions)						
IN						
October 31, 20 the period end Person's OP U	02, a led N nits	is set forth i November 4, 20 (as defined	in the Issuer's 002, and assum	f Common Stock outstanding as of Quarterly Report on Form 10-Q for ing the exchange of such Reporting shares of Common Stock and the if applicable.		
CUSIP No. 5646	82 10	2	13G	Page 16 of 22 Pages		
	lentif		of above perso	ns (entities only)		
			If a Member of	a Group (See Instructions) (a) [X]		
3. SEC Use C	nly					
4. Citizensh Illinois	ip or	Place of Org	ganization			
NUMBER OF	5.	Sole Voting	Power	0		
	6.	Shared Votir	ng Power	2,318,466		
REPORTING PERSON WITH:	7.	Sole Disposi	tive Power	0		
	8.	-	ositive Power	2,318,466		
			y Owned by Each	Reporting Person		
2,318,466						
10. Check Box Instructi				(9) Excludes Certain Shares (See		
11. Percent of	Clas	s Represented	d by Amount in			
10.5% (1)						
12. Type of Re	porti	ng Person (Se	e Instructions	)		
00						

(1) Calculated based on 22,032,708 shares of Common Stock outstanding as of October 31, 2002, as set forth in the Issuer's Quarterly Report on Form 10-Q for the period ended November 4, 2002, and assuming the exchange of such Reporting Person's OP Units (as defined herein) for shares of Common Stock and the exercise of options to purchase Common Stock, if applicable.

13G CUSIP No. 564682 10 2 Page 17 of 22 Pages \_\_\_\_\_ Item 1(a). Name of Issuer: Manufactured Home Communities, Inc., a Maryland corporation \_\_\_\_\_ Item 1(b). Address of Issuer's Principal Executive Offices: Two North Riverside Plaza, Suite 800, Chicago, Illinois 60606 \_\_\_\_\_ Item 2(a). Name of Person Filing: This Schedule 13G/A is being filed by the following persons and entities: Samuel Zell Samuel Zell Revocable Trust u/t/a 1-17-90 Samstock/SZRT, L.L.C., a Delaware limited liability company Samstock/ZGPI, L.L.C., a Delaware limited liability company Samstock, L.L.C., a Delaware limited liability company Samstock/ZFT, L.L.C., a Delaware limited liability company Samstock/Alpha, L.L.C., a Delaware limited liability company EGI Holdings, Inc., an Illinois corporation Donald S. Chisholm Revocable Trust EGIL Investments, Inc., an Illinois corporation Ann Lurie Anda Partnership, an Illinois general partnership LFT Partnership, an Illinois general partnership Mark Slezak Chai Trust Company, L.L.C., a Illinois limited liability company The above persons and entities are each a "Reporting Person" and are collectively referred to herein as the "Reporting Persons." \_\_\_\_\_ Item 2(b). Address of Principal Business Office, or if None, Residence: The address for each of the Reporting Persons (other than Donald S. Chisolm Trust) is Two North Riverside Plaza, Chicago, Illinois 60606 The address for Donald S. Chisholm Trust is 505 E. Huron Street Ann Arbor, Michigan 48104 \_\_\_\_\_ Item 2(c). Citizenship: The Reporting Persons' state or organization or citizenship is as follows: Samuel Zell United States Samuel Zell Revocable Trust u/t/a 1-17-90 Illinois Samstock/SZRT, L.L.C. Delaware

	Samstock/ZGPI, L.L.C. Samstock, L.L.C. Samstock/ZFT, L.L.C. Samstock/Alpha, L.L.C. EGI Holdings, Inc. Donald S. Chisholm Revocable Trust EGIL Investments, Inc. Ann Lurie Anda Partnership LFT Partnership Mark Slezak Chai Trust Company, L.L.C.	Delaware Delaware Delaware Illinois Michigan Illinois United States Illinois United States Illinois United States Illinois				
Item 2(d)	). Title of Class of Securities:					
share of	rities reported herein are shares of common stock, the Issuer ("Common Stock").	par value \$.01 per				
	). CUSIP Number:					
564682 10	0 2					
CUSIP No	. 564682 10 2 13G	Page 18 of 22 Pages				
ITEM	3. IF THIS STATEMENT IS FILED PURSUANT TO SS.240.13 240.13d-2(b) OR (c), CHECK WHETHER THE PERSON FILIN					
(a)	<pre>[_] Broker or dealer registered under Section U.S.C. 780).</pre>	15 of the Act (15				
(b)	(b) [_] Bank as defined in Section 3(a)(6) of the Act (15 U.S.C 78c).					
<pre>(c) [_] Insurance company as defined in Section 3(a)(19) of the A (15 U.S.C. 78c).</pre>						
(d)	(d) [_] Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).					
(e)	(e) [_] An investment adviser in accordance with ss.240.13d-1(b)(1)(ii)(E);					
(f)	<pre>[_] An employee benefit plan or endowment fund ss.240.13d-1(b)(1)(ii)(F);</pre>	in accordance with				
(g)	<pre>(g) [_] A parent holding company or control person in accordance wit ss.240.13d-1(b)(1)(ii)(G);</pre>					
(h)	<pre>(h) [_] A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);</pre>					
(i)	<pre>[_] A church plan that is excluded from the de investment company under section 3(c)(14) of t Company Act of 1940 (15 U.S.C. 80a-3);</pre>					
(j)	[_] Group, in accordance with ss.240.13d-1(b)(	1)(ii)(J).				

ITEM 4. OWNERSHIP.

This Issuer is the sole general partner of MHC Operating Limited Partnership, an Illinois limited Partnership (the "Operating Partnership"). Certain of the Reporting Persons (Samstock/SZRT, L.L.C.; Samstock, L.L.C.; Samstock/ZFT, L.L.C.; EGI Holdings, Inc.; EGIL Investments, Inc.; Anda Partnership; and LFT Partnership) are limited partners of the Operating Partnership. Each limited partner of the Operating Partnership holds operating partnership units ("OP Units") which are exchangeable, at the holder's option, on a one-for-one basis into a share of Common Stock. Amounts reported herein for each Reporting Person assume (i) the exchange of such Reporting Person's OP Units for shares of Common Stock and the exercise of options to purchase Common Stock, if applicable; and (ii) the exchange of all Reporting Persons' OP Units for shares of Common Stock and the exercise of all Reporting Persons' options to purchase Common Stock beneficially owned by the Reporting Persons.

To the best knowledge of each of the Reporting Persons, Issuer had 22,032,708 shares of Common Stock outstanding as of October 31, 2002, as set forth in the Issuer's Quarterly Report on Form 10-Q for the period ended November 4, 2002.

Collectively, the Reporting Persons own 3,467,773 shares of Common Stock, or 15.7%, of the issued and outstanding shares of Common Stock (assuming the conversion of all OP Units and the exercise of all options to purchase shares of Common Stock beneficially owned by the Reporting Persons).

Samuel Zell has the sole power to vote and to direct the vote and the sole power to dispose and to direct the disposition of 584,852 shares of Common Stock (assuming the exercise of options to purchase 584,852 shares of Common Stock).

Messrs. Zell and Slezak; Mrs. Lurie, the Samuel Zell Revocable Trust u/t/a 1/17/90 and Chai Trust Company, L.L.C. share the power to vote or to direct the vote and share the power to dispose or to direct the disposition of the shares of Common Stock with each of the Reporting Persons as shown in the following table:

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Shared Power with Such Reporting Person

Reporting Person ("RP")	Total Beneficially Owned by such RP	Samuel Zell	Ann Lurie	Mark Slezak
Samuel Zell Revocable Trust	10,551	10,551		
Samstock/SZRT, L.L.C.	307,774(1)	307 <b>,</b> 774		
Samstock/ZGPI, L.L.C.	6,003			
Samstock, L.L.C.	947,665(2)			

Samstock/ZFT, L.L.C.	196,165	196,165				
Samstock/Alpha, L.L.C.	8,887	8,887				
EGI Holdings, Inc.	579,873(3)		579 <b>,</b> 873	579 <b>,</b> 873		
EGIL Investments, Inc.	579,873(3)	579,873(3)		579 <b>,</b> 873		
Anda Partnership	233,694(3)	233,694(3)		233,694		
LFT Partnership	5,436(3)		5,436			
Total Shared Votes	2,875,921	318,325	1,398,876	1,393,040		

- (1) Includes 13,641 OP Units
   (2) Includes 601,665 OP Units
- (3) Represents OP Units

Samuel Zell has the sole power to vote and to direct the vote and the sole power to dispose and to direct the disposition of 584,852 shares of Common Stock (assuming the exercise of options to purchase 584,852 shares of Common Stock). The Donald S. Chisholm Trust has the sole power to vote and direct the vote and the sole power to dispose and to direct the disposition of 7,000 shares of Common Stock.

Sole Power with Respect to Common Stock

Reporting Person ("RP")	Total Beneficially Owned by such RP	Samuel Zell	Ann Lurie	Mark Slezak
Samuel Zell	584,852	584 <b>,</b> 852	0	0
Ann Lurie	0	0	0	0
Mark Slezak	0	0	0	0
Donald S. Chisolm Trust	7,000	0	0	0
Total Sole Power	591 <b>,</b> 852	584,852	0	0
Total Sole and Shared Power	3,467,773	903,177	1,398,876	1,393,040
Percent of Outstanding	15.7%	4.1%	6.3%	6.3%

CUSIP No. 564682 10 2 13G Page 20 of 22 Pages ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS. If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [ ]. INSTRUCTION. Dissolution of a group requires a response to this item. ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON. Not applicable. ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY. Not applicable. ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP. Not applicable. ITEM 9. NOTICE OF DISSOLUTION OF GROUP Not applicable. ITEM 10. CERTIFICATION Not applicable.

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#### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: March 17, 2002

SAMUEL ZELL REVOCABLE TRUST U/T/A 1/17/90

By: /s/ Samuel Zell

Its: Trustee

SAMSTOCK, L.L.C., A DELAWARE LIMITED LIABILITY COMPANY

SAMSTOCK/SZRT, L.L.C., A DELAWARE LIMITED LIABILITY COMPANY

By: /s/ Donald J. Liebentritt \_\_\_\_\_ \_\_\_\_\_ Its: Vice President SAMSTOCK/ZGPI, L.L.C., A DELAWARE LIMITED LIABILITY COMPANY By: /s/ Donald J. Liebentritt \_\_\_\_\_ Its: Vice President SAMSTOCK/ZFT, L.L.C., A DELAWARE LIMITED LIABILITY COMPANY By: /s/ Donald J. Liebentritt \_\_\_\_\_ Its: Vice President SAMSTOCK/ALPHA, L.L.C., A DELAWARE LIMITED LIABILITY COMPANY By: /s/ Donald J. Liebentritt \_\_\_\_\_ Its: Vice President EGI HOLDINGS, INC., AN ILLINOIS CORPORATION By: /s/ Donald J. Liebentritt \_\_\_\_\_ Its: Vice President DONALD S. CHISHOLM TRUST By: /s/ Samuel Zell \_\_\_\_\_ Its: Co-Trustee EGIL INVESTMENTS, INC., AN ILLINOIS CORPORATION By: /s/ Mark Slezak \_\_\_\_\_ Its: Vice President ANDA PARTNERSHIP, AN ILLINOIS GENERAL PARTNERSHIP By: Ann Only Trust, a general partner By: /s/ Ann Lurie \_\_\_\_\_ Its: Co-Trustee AND By: Ann and Descendants Trust By: /s/ Ann Lurie \_\_\_\_\_ Its: Co-Trustee

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CUSIP No. 564682 10 2 13G LFT PARTNERSHIP, AN ILLINOIS GENERAL PARTNERSHIP By: Jesse Trust, a general partner By: /s/ Ann Lurie \_\_\_\_\_ Its: Trustee /s/ Samuel Zell -----Samuel Zell /s/ Ann Lurie \_\_\_\_\_ Ann Lurie /s/ Mark Slezak \_\_\_\_\_ Mark Slezak CHAI TRUST COMPANY, L.L.C. By: /s/ Donald J. Liebentritt \_\_\_\_\_ Its: Vice President