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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year **2011** or tax year beginning , **2011**, and ending , **20**

Name of foundation FRIEDA AND WILLIAM HUNT MEMORIAL TRUST		A Employer identification number 39-1642918
Number and street (or P O box number if mail is not delivered to street address) C/O FOLEY & LARDNER LLP 777 E. WISCONSIN AVENUE, SUITE 3500		B Telephone number (see instructions) (414) 297-5786
City or town, state, and ZIP code MILWAUKEE, WI 53202-5306		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 6,085,604.		E If private foundation status was terminated under section 507(b)(1)(A) check here <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	177,739.	177,739.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	124,631.			
b	Gross sales price for all assets on line 6a 497,259.				
7	Capital gain net income (from Part IV, line 2)		124,631.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	302,370.	302,370.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc.	63,650.	18,905.		44,745.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) ATCH 1	741.			741.
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	5,309.	962.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	69,700.	19,867.		45,486.
25	Contributions, gifts, grants paid	230,000.			230,000.
26	Total expenses and disbursements Add lines 24 and 25	299,700.	19,867.	0	275,486.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	2,670.			
b	Net investment income (if negative, enter -0-)		282,503.		
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	529,621.	369,389.	372,675.	
	3	Accounts receivable				
		Less allowance for doubtful accounts				
	4	Pledges receivable				
		Less allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)	3,828,859.	3,976,229.	5,612,032.	
	c	Investments - corporate bonds (attach schedule)	100,000.	100,000.	100,897.	
	11	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule)					
15	Other assets (describe)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	4,458,480.	4,445,618.	6,085,604.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)	4,458,480.	4,445,618.		
31	Total liabilities and net assets/fund balances (see instructions)	4,458,480.	4,445,618.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,458,480.
2	Enter amount from Part I, line 27a	2	2,670.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	4,461,150.
5	Decreases not included in line 2 (itemize) ATTACHMENT 3	5	15,532.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,445,618.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	124,631.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	286,109.	5,815,699.	0.049196
2009	326,765.	5,281,104.	0.061874
2008	348,131.	6,525,582.	0.053349
2007	365,957.	7,563,703.	0.048383
2006	324,434.	7,166,003.	0.045274
2 Total of line 1, column (d)			2 0.258076
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.051615
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 6,203,305.
5 Multiply line 4 by line 3			5 320,184.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,825.
7 Add lines 5 and 6			7 323,009.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions.			8 275,486.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', and 'Credits/Payments'. Total tax due is 2,710.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, tax on political expenditures, and state reporting. Includes 'Yes' and 'No' columns.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of WAYNE R. LUEDERS Telephone no 414-297-5786
Located at 777 E. WISC AVE, MILWAUKEE, WI ZIP + 4 53202
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?
See the instructions for exceptions and filing requirements for Form TD F 90-221 If "Yes," enter the name of the foreign country

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 4		63,650.	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,081,344.
b	Average of monthly cash balances	1b	216,428.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	6,297,772.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	6,297,772.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	94,467.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,203,305.
6	Minimum investment return. Enter 5% of line 5	6	310,165.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	310,165.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	5,650.
b	Income tax for 2011. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	5,650.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	304,515.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	304,515.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	304,515.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	275,486.
b	Program-related investments - total from Part IX-B	1b	-
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	275,486.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	275,486.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				304,515.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			247,372.	
b Total for prior years 20 09, 20 08, 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 275,486.				
a Applied to 2010, but not more than line 2a			247,372.	
b Applied to undistributed income of prior years (Election required - see instructions),				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				28,114.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				276,401.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a		0		
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Table with columns: Tax year (a) 2011, Prior 3 years (b) 2010, (c) 2009, (d) 2008, (e) Total. Rows include 85% of line 2a, Qualifying distributions from Part XII, line 4, Amounts included in line 2c not used directly for active conduct of exempt activities, Qualifying distributions made directly for active conduct of exempt activities, Complete 3a, b, or c for the alternative test relied upon, Assets alternative test, Endowment alternative test, Support alternative test.

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here [] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed

N/A

b The form in which applications should be submitted and information and materials they should include

ATTACHMENT 5

c Any submission deadlines

NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.

NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i></p> <p>ATTACHMENT 6</p>				
Total				3a 230,000.
<p>b <i>Approved for future payment</i></p>				
Total				3b

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets, b Other transactions: (1) Sales of assets to a noncharitable exempt organization, (2) Purchases of assets from a noncharitable exempt organization, (3) Rental of facilities, equipment, or other assets, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services or membership or fundraising solicitations, c Sharing of facilities, equipment, mailing lists, other assets, or paid employees, d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. All entries are N/A.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All entries are blank.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: Wayne R. Zurek, Date: 5/17/12, Title: Trustee. May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid Preparer Use Only Print/Type preparer's name: LYNETTE M. ZIGMAN, Preparer's signature: [Signature], Date: 5/11/12, Check self-employed if PTIN: P00845428, Firm's name: FOLEY & LARDNER, LLP, Firm's address: 777 E. WISCONSIN AVE. MILWAUKEE, WI, Firm's EIN: 39-0473800, Phone no: 414-271-2400

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
62,190.		1000 SHARES OF FORTUNE BRANDS INC. PROPERTY TYPE: SECURITIES 74,936.				P	10/27/2005	01/11/2011
							-12,746.	
31,095.		500 SHARES OF FORTUNE BRANDS INC. PROPERTY TYPE: SECURITIES 9,090.				P	03/09/2009	01/11/2011
							22,005.	
31,095.		500 SHARES OF FORTUNE BRANDS INC. PROPERTY TYPE: SECURITIES 17,770.				P	06/16/2009	01/11/2011
							13,325.	
25,266.		3300 SHARES OF MARSHALL & ILSLEY CORP NE PROPERTY TYPE: SECURITIES 26,777.				P	08/15/1994	02/28/2011
							-1,511.	
7,656.		1000 SHARES OF MARSHALL & ILSLEY CORP NE PROPERTY TYPE: SECURITIES 14,910.				P	11/12/2008	02/28/2011
							-7,254.	
7,656.		1000 SHARES OF MARSHALL & ILSLEY CORP NE PROPERTY TYPE: SECURITIES 3,517.				P	03/09/2009	02/28/2011
							4,139.	
88,925.		1500 SHARES OF JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 8,180.				P	11/01/1988	04/05/2011
							80,745.	
52,992.		1400 SHARES OF MEDTRONIC INC. PROPERTY TYPE: SECURITIES 50,480.				P	04/15/1999	07/07/2011
							2,512.	
22,711.		600 SHARES OF MEDTRONIC INC. PROPERTY TYPE: SECURITIES 24,329.				P	11/16/2009	07/07/2011
							-1,618.	
95,000.		95000 UNITS OF LEHMAN BROS COML BK UTAH PROPERTY TYPE: SECURITIES 95,000.				P	08/29/2007	09/06/2011
38,050.		1000 SHARES OF CVS CORPORATION PROPERTY TYPE: SECURITIES 14,019.				P	07/24/2003	12/05/2011
							24,031.	
33,803.		1000 SHARES OF WALGREEN COMPANY PROPERTY TYPE: SECURITIES 33,620.				P	07/28/2008	12/05/2011
							183.	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
68.		BANK OF AMERICA SECURITY LITIGATION PROC PROPERTY TYPE: SECURITIES				P	68.	
282.		MARSH & MCLENNAN COMPANIES INC SECURITY PROPERTY TYPE: SECURITIES				P	282.	
470.		CAPITAL GAIN DISTRIBUTIONS PROPERTY TYPE: SECURITIES				P	470.	
TOTAL GAIN (LOSS)					<u>124,631.</u>	

ATTACHMENT 1

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FOLEY & LARDNER LLP	741.			741.
TOTALS	<u>741.</u>			<u>741.</u>

ATTACHMENT 2

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ESTIMATED TAX PAYMENTS	2,940.	
2010 EXCISE TAX	1,407.	
FOREIGN TAXES PAID	962.	962.
TOTALS	<u>5,309.</u>	<u>962.</u>

SCHEDULE OF INVESTMENTS

ACCT 6008080

FRIEDA AND WILLIAM HUNT
MEMORIAL TRUST - JOHN T. SEAMAN,
JR., JOHN T. SEAMAN, III,
JEFFREY M SEAMAN, AND
WAYNE R LUEDERS, TRUSTEES

ASSETS HELD 12/31/2011
VALUED AS OF 12/31/2011

UNITS	DESCRIPTION	LATEST ACQ DATE	UNIT TAX COST	TAX COST	CURRENT PRICE	MARKET VALUE	EST INC	YIELD
	PRINCIPAL CASH			0.00		0.00		
	INCOME CASH			0.00		0.00		
	TOTAL CASH			0.00*		0.00*	0*	
	MONEY MARKET FUNDS							
	=====							
95,000	FIRST AMERICAN FUNDS TREASURY OBLIGATIONS - CLASS Z	03/18/2008	100.00	179,388.84	100.766	179,388.84	1	0.0
	CERTIFICATES OF DEPOSIT							
	=====							
95,000	DISCOVER BK GREENWOOD DEL CD CERTIFICATE OF DEPOSIT 3.9% 03/26/2012	03/18/2008	100.00	95,000.00	100.766	95,727.70	3,705	3.9
95,000	WASHINGTON MUT BK HENDERSON NV CERTIFICATE OF DEPOSIT 5.1% 09/05/2012	08/29/2007	100.00	95,000.00	102.693	97,558.35	4,845	5.0
	TOTAL CERTIFICATES OF DEPOSIT			190,000.00*		193,286.05*	8,550*	4.4*
	CORPORATE BOND & NOTES							
	=====							
100,000	HSBC FIN CORP HSBC FIN FR 10/15/2012	10/02/2007	100.00	100,000.00	100.897	100,897.00	5,400	5.4
	COMMON STOCK							
	=====							
3,500	ABBOTT LABORATORIES	04/05/2011	44.85	156,970.71	56.23	196,805.00	6,720	3.4
1,000	ALLERGAN INC	06/16/2008	57.08	57,082.62	87.74	87,740.00	200	0.2
3,500	ALLSTATE CORPORATION	12/07/2010	30.60	107,100.95	27.41	95,935.00	2,940	3.1
1,000	AMERICAN ELECTRIC POWER CO., INC.	11/18/2010	36.46	36,456.06	41.31	41,310.00	1,880	4.6
1,000	ARCHER-DANIELS-MIDLAND COMPANY	08/13/2010	31.16	31,156.54	28.60	28,600.00	700	2.4
4,300	BANK OF AMERICA CORP	06/18/2009	16.85	72,441.71	5.56	23,908.00	172	0.7
1,500	BECTON DICKINSON AND COMPANY	06/01/2010	40.37	60,552.48	74.72	112,080.00	2,700	2.4
1,241	BERKSHIRE HATHAWAY INC DEL CL B NEW	02/12/2010	64.59	80,153.17	76.30	94,688.30	0	
2,000	CVS CORPORATION	07/24/2003	14.02	28,038.33	40.78	81,560.00	1,300	1.6
1,500	CATERPILLAR INC	06/16/2009	43.21	64,810.31	90.60	135,900.00	2,760	2.0
2,000	CHEVRON CORP NEW	08/13/2010	49.08	98,150.17	106.40	212,800.00	6,480	3.0

ACCT 6008080

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ASSETS HELD 12/31/2011
 VALUED AS OF 12/31/2011

UNITS	DESCRIPTION	LATEST ACQ DATE	UNIT TAX COST	TAX COST	CURRENT PRICE	MARKET VALUE	EST INC	YIELD
1,000	COCA-COLA COMPANY	03/09/2009	39.34	39,337.12	69.97	69,970.00	1,880	2.7
1,500	COLGATE-PALMOLIVE COMPANY	07/24/1995	16.93	25,401.58	92.39	138,585.00	3,480	2.5
3,000	CONOCOPHILLIPS	07/08/2003	26.30	78,896.95	72.87	218,610.00	7,920	3.6
600	CONSOL ENERGY INC	09/04/2008	58.84	35,301.54	36.70	22,020.00	300	1.4
3,000	CORNING INC	12/05/2011	13.92	41,774.41	12.98	38,940.00	900	2.3
5,000	E M C CORPORATION (MASS)	06/16/2009	11.26	56,311.74	21.54	107,700.00	0	3.4
2,000	EMERSON ELECTRIC CO.	10/11/2001	25.39	50,782.18	46.59	93,180.00	3,200	0
1,000	FISERV INC	10/01/2004	36.09	36,087.53	58.74	58,740.00	0	5.0
2,000	FIRSTENERGY CORP.	11/18/2010	49.60	99,192.29	44.30	88,600.00	4,400	3.8
5,000	GENERAL ELECTRIC COMPANY	06/16/2009	32.01	160,064.12	17.91	89,550.00	3,400	5.1
800	HSBC HOLDINGS PLC SPONS ADR	03/01/2007	95.67	76,536.63	38.10	30,480.00	1,560	7.8
3,000	HOSPITALITY PPTYS TR SBI	07/21/2000	24.85	74,543.97	22.98	68,940.00	5,400	2.9
4,000	HUNTINGTON BANCSHARES INC.	05/18/2011	6.87	27,486.12	5.49	21,960.00	640	65.8
2,000	I STAR FINANCIAL INC.	11/30/1998	26.79	53,588.08	5.29	10,580.00	6,960	3.5
5,200	INTEL CORPORATION	07/07/2011	22.91	119,148.28	24 1/4	126,100.00	4,368	2.4
2,000	INTERNATIONAL FLAVORS & FRAGRANCES, INC.	01/11/2011	56.18	112,363.03	52.42	104,840.00	2,480	3.5
5,000	INTERNATIONAL PAPER COMPANY	02/28/2011	24.44	122,219.93	29.60	148,000.00	5,250	3.0
4,000	J.P.MORGAN CHASE & CO	10/01/1999	18.54	74,165.56	33 1/4	133,000.00	4,000	3.5
2,000	JOHNSON & JOHNSON	11/01/1988	5.45	10,906.25	65.58	131,160.00	4,560	2.3
1,000	JOHNSON CONTROLS INC.	12/05/2011	33.15	33,147.53	31.26	31,260.00	720	1.6
3,000	KEYCORP NEW	04/05/2011	8.99	26,960.88	7.69	23,070.00	360	3.1
1,400	KRAFT FOODS INC CL A	06/16/2009	25.22	35,305.15	37.36	52,304.00	1,624	6.2
1,000	LIBERTY PROPERTY TRUST SH BEN INT	03/18/1997	24.81	24,813.53	30.88	30,880.00	1,900	1.6
2,000	LINCOLN NATIONAL CORP.	07/14/2009	10.61	21,228.25	19.42	38,840.00	640	4.5
3,018	MERCK & CO INC NEW	03/09/2009	20.58	62,106.49	37.70	113,778.60	5,070	2.4
2,200	METLIFE INC.	02/26/2002	32.11	70,644.67	31.18	68,596.00	1,628	3.1
2,000	MICROSOFT CORPORATION	10/04/2010	24.15	48,298.27	25.96	51,920.00	1,600	3.6
2,000	NEXTERA ENERGY INC	02/12/2010	45.52	91,039.37	60.88	121,760.00	4,400	2.4
1,000	NORFOLK SOUTHERN CORP	03/08/2007	49.06	49,064.30	72.86	72,860.00	1,720	3.2
3,000	NV ENERGY INC	10/22/2008	7.65	22,941.37	16.35	49,050.00	1,560	7.6
2,500	OLD REPUBLIC INTERNATIONAL CORPORATION	08/13/2010	13.83	34,577.13	9.27	23,175.00	1,750	4.3
4,000	PAYCHEX INC	10/04/2010	27.31	109,237.51	30.11	120,440.00	5,120	4.9
4,000	PEOPLES UNITED FINANCIAL INC	05/11/2004	9.31	37,234.69	12.85	51,400.00	2,520	3.1
3,000	PEPSICO INC	03/09/2009	21.62	64,868.29	66.35	199,050.00	6,180	4.4
1,000	PINNACLE WEST CAPITAL CORPORATION	06/01/2009	28.33	28,325.46	48.18	48,180.00	2,100	3.1
2,000	PROCTER & GAMBLE COMPANY	12/18/1989	8.42	16,843.08	66.71	133,420.00	4,200	0.9
3,000	REGIONS FINANCIAL CORP	04/05/2011	7.36	22,094.58	4.30	12,900.00	120	1.5
1,500	SCHLUMBERGER LIMITED	08/03/2001	26.60	39,903.25	68.31	102,465.00	1,500	4.1
2,500	SOUTHERN COMPANY	08/13/2010	16.01	40,024.52	46.29	115,725.00	4,725	4.5
5,200	TECO ENERGY INC	02/14/2007	19.31	100,437.19	19.14	99,528.00	4,472	

SCHEDULE OF INVESTMENTS

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 WAYNE R LUEDERS, TRUSTEES

ASSETS HELD 12/31/2011
 VALUED AS OF 12/31/2011

UNITS	DESCRIPTION	LATEST ACQ DATE	UNIT TAX COST	TAX COST	CURRENT PRICE	MARKET VALUE	EST INC	YIELD
2,000	3M COMPANY	03/09/2009	67.70	135,391.04	81.73	163,460.00	4,400	2.7
5,000	US BANCORP DEL	02/24/1998	2.50	12,483.29	27.05	135,250.00	2,500	1.8
2,000	UNION PACIFIC CORPORATION	01/18/2006	40.10	80,209.77	105.94	211,880.00	4,800	2.3
3,000	VERIZON COMMUNICATIONS	08/13/2010	26.49	79,465.03	40.12	120,360.00	6,000	5.0
2,500	WALGREEN COMPANY	11/12/2008	25.45	63,628.26	33.06	82,650.00	2,250	2.7
4,000	WELLS FARGO COMPANY (NEW)	11/12/2009	10.85	43,408.44	27.56	110,240.00	1,920	1.7
3,000	XCEL ENERGY INC	06/10/2002	23.31	69,915.58	27.64	82,920.00	3,120	3.8
	TOTAL COMMON STOCK			3,550,617.28*		5,279,642.90*	165,449*	3.1*
	EQUITY MUTUAL FUNDS							
	=====							
1,796.22	ARTIO GLOBAL INVT FDS INTL EQTY	12/28/2007	47.00	84,430.12	22.10	39,696.35	706	1.8
1,786.63	CAPITAL WORLD GROWTH & INCOME COM	09/25/2008	46.28	82,680.98	32.12	57,386.52	1,429	2.5
	TOTAL EQUITY MUTUAL FUNDS			167,111.10*		97,082.87*	2,135*	2.2*
	EQUITY ETFS							
	=====							
2,475	ISHARES MSCI EAFE INDEX	01/16/2009	67.10	166,069.27	49.53	122,586.75	4,232	3.5
2,950	VANGUARD EMERGING MARKETS ETF	01/16/2009	31.33	92,431.90	38.21	112,719.50	2,673	2.4
	TOTAL EQUITY ETFS			258,501.17*		235,306.25*	6,905*	2.9*
	FUND			4,445,618.39*		6,085,603.91*	188,440*	3.1*

ATTACHMENT 3FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
EXPIRED WARRANTS	15,125.
BOOK TO TAX COST ADJUSTMENTS	407.
TOTAL	<u>15,532.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 4

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JOHN T. SEAMAN, JR. 727 PERIWINKLE WAY SANIBEL, FL 33957	CO-TRUSTEE 1.00	19,000.	0	0
WAYNE R. LUEDERS 777 E. WISCONSIN AVE. MILWAUKEE, WI 53202	CO-TRUSTEE 1.00	28,500.	0	0
JOHN T. SEAMAN III 12714 N. MEADOW CIRCLE MEQUON, WI 53092	CO-TRUSTEE 1.00	11,400.	0	0
JEFFREY M. SEAMAN 227 WEST MONROE ST, STE 2100 CHICAGO, IL 60606	CO-TRUSTEE .50	4,750.	0	0
<u>GRAND TOTALS</u>		<u>63,650.</u>	<u>0</u>	<u>0</u>

ATTACHMENT 5

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

NO PARTICULAR FORM REQUIRED BUT APPLICATIONS SHOULD BE IN WRITING TO
RECEIVE CONSIDERATION.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 6

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS

SEE ATTACHED SCHEDULE

NONE
PUBLIC

GENERAL

230,000.

TOTAL CONTRIBUTIONS PAID

230,000.

FRIEDA AND WILLIAM HUNT MEMORIAL TRUST
 EIN 39-1642918
 ATTACHMENT TO 2011 FORM 990-PF

PART XV, LINE 3A - CONTRIBUTIONS PAID

RECIPIENT	STATUS OF RECIPIENT	PURPOSE	AMOUNT
Badger Association of The Blind and Visually Impaired Inc , Milwaukee, WI	Public	General	10,000
Best Buddies International, Inc., Miami, FL	Public	General	5,000
Big Arts, Herb Strauss Schoolhouse Theater, Sanibel Island, FL	Public	General	5,000
Care and Rehabilitation of Wildlife, Sanibel Island, FL	Public	General	1,000
Cedar Lakes Conservation Foundation Inc , Milwaukee, WI	Public	General	1,000
ChristPond Retreat Center, Random Lake, WI	Public	General	12,000
Circus World Museum, Baraboo, WI	Public	General	10,000
Florentine Opera Company, Milwaukee, WI	Public	General	25,000
Fund For American Studies, Washington, D C.	Public	General	3,000
Grand Avenue Club Inc , Milwaukee, WI	Public	General	5,000
Judicial Watch, Inc , Washington, DC	Public	General	3,000
Make a Wish Foundation of Wisconsin, Butler, WI	Public	General	5,000
Media Research Center, Inc , Alexandria, VA	Public	General	3,000
Mid-Continent Railway Historical Society, Inc , North Freedom, WI	Public	General	5,000
Milwaukee Art Museum, Milwaukee, WI	Public	General	10,000
Milwaukee Public Museum, Milwaukee, WI	Public	General	5,000
Milwaukee Repertory Theatre, Milwaukee, WI	Public	General	7,500
Milwaukee Symphony Orchestra, Milwaukee, WI	Public	General	3,000
Milwaukee Zoological Society, Milwaukee, WI	Public	General	5,000
Newcastle Place, Inc , Mequon, WI	Public	General	6,000
North Shore Junior Board of the Northeastern University Settlement House, Chicago IL	Public	General	5,000
Ozaukee Ice Center, Mequon, WI	Public	General	25,000
Pabst, Captain Frederick Mansion Inc., Milwaukee, WI	Public	General	500
Right Angle Educational Foundation, Chicago, IL	Public	General	5,000
Riverside High School Foundation, Milwaukee, WI	Public	General	1,000
Salvation Army, Milwaukee, WI	Public	General	5,000
SGA Youth & Family Services, Chicago, IL	Public	General	7,500
Skylight Opera Theatre Corp , Milwaukee, WI	Public	General	2,500
Southwest Florida Symphony Orchestra & Chorus Assn, Fort Myers, FL	Public	General	10,000
St Joan Antida, Milwaukee, WI	Public	General	7,500
The Friendship Circle, Chabad Lubavitch, Bayside WI	Public	General	1,500
United Performing Arts Fund, Milwaukee, WI	Public	General	4,000
United Way of Greater Milwaukee, Milwaukee, WI	Public	General	10,000
USO of Wisconsin, Milwaukee, WI	Public	General	1,000
Wisconsin Big Cat Rescue and Education Center, Rock Springs, WI	Public	General	5,000
Wisconsin Women's Business Initiative Corporation, Milwaukee, WI	Public	General	10,000
Total Contributions			230,000