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

2011

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
 GRAEF, ANHALT, SCHLOEMER FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address) Room/suite
 ONE HONEY CREEK CORPORATE CENTER
 125 SOUTH 84TH STREET

City or town, state, and ZIP code
 MILWAUKEE, WI 53214-1470

A Employer identification number
 39-2033285

B Telephone number (see instructions)
 (414) 259-1500

C If exemption application is pending, check here

D 1 Foreign organizations, check here
 2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

G Check all that apply
 Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 221,450.

J Accounting method Cash Accrual
 Other (specify) _____
 (Part I, column (d) must be on cash basis)

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)
1	Contributions, gifts, grants, etc., received (attach schedule)	15,000.			
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	5,491.	5,491.		ATCH 1
5 a	Gross rents				
b	Net rental income or (loss)				
6 a	Net gain or (loss) from sale of assets not on line 10	1,059.			
b	Gross sales price for all assets on line 6a	56,897.			
7	Capital gain net income (from Part IV, line 2)		1,059.		
8	Net short-term capital gain				
9	Income modifications				
10 a	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	21,550.	6,550.		
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16 a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	157.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 3	2,148.	2,148.		
24	Total operating and administrative expenses Add lines 13 through 23	2,305.	2,148.		
25	Contributions, gifts, grants paid	5,000.			5,000.
26	Total expenses and disbursements Add lines 24 and 25	7,305.	2,148.		5,000.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	14,245.			
b	Net investment income (if negative, enter -0-)		4,402.		
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	14.	9,855.	9,855.	
	2	Savings and temporary cash investments	1,124.	1,218.	1,218.	
	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) ATCH 4	75,741.	75,821.	87,179.	
	c	Investments - corporate bonds (attach schedule) ATCH 5	108,567.	119,231.	123,198.	
	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)	185,446.	206,125.	221,450.		
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 <input type="checkbox"/>		and complete lines 24 through 26 and lines 30 and 31.			
	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	191,912.	206,125.		
	30	Total net assets or fund balances (see instructions)	191,912.	206,125.		
31	Total liabilities and net assets/fund balances (see instructions)	191,912.	206,125.			

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)	191,912.
2	Enter amount from Part I, line 27a	14,245.
3	Other increases not included in line 2 (itemize)	
4	Add lines 1, 2, and 3	206,157.
5	Decreases not included in line 2 (itemize) ATTACHMENT 6	32.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	206,125.

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) FMV 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	1,059.	
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			
2009			
2008			
2007			
2006			
2 Total of line 1, column (d)			
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			
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			
5 Multiply line 4 by line 3			
6 Enter 1% of net investment income (1% of Part I, line 27b)			
7 Add lines 5 and 6			
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			

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', 'Tax under section 511', 'Credits/Payments', and 'Tax due'. Total tax based on investment income is 88.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Questions include 'Did the foundation attempt to influence any national, state, or local legislation?', 'Did it spend more than \$100 during the year for political purposes?', and 'Did the foundation file Form 1120-POL for this year?'. 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 RICHARD BUB Telephone no (414) 259-1520
Located at 125 S. 84TH STREET, SUITE 401 MILWAUKEE, WI ZIP + 4 53214-1470
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 90-22.1 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)

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

(1) Carry on propoganda, 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, chantable, 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)

6 a 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

7 a 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 7		0	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	212,668.
b	Average of monthly cash balances	1b	440.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	213,108.
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	213,108.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	3,197.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	209,911.
6	Minimum investment return. Enter 5% of line 5	6	10,496.

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	10,496.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	88.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	88.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,408.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	10,408.
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	10,408.

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	5,000.
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	5,000.
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	5,000.

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				10,408.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
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	2,840.			
c From 2008	745.			
d From 2009	766.			
e From 2010	136.			
f Total of lines 3a through e	4,487.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 5,000.				
a Applied to 2010, but not more than line 2a				
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				5,000.
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))	4,487.			4,487.
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				921.
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	2,840.			
b Excess from 2008	745.			
c Excess from 2009	766.			
d Excess from 2010	136.			
e Excess from 2011	-4,487.			

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	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
<p><i>a Paid during the year</i></p> <p>ATTACHMENT 9</p>				
Total				5,000.
<p><i>b Approved for future payment</i></p>				
Total				

Schedule of Contributors

2011

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

Name of the organization
GRAEF, ANHALT, SCHLOEMER FOUNDATION, INC.

Employer identification number
39-2033285

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization GRAEF, ANHALT, SCHLOEMER FOUNDATION, INC.

Employer identification number
39-2033285

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GRAEF 1 HONEY CREEK CORP CTR., 125 S 84TH ST MILWAUKEE, WI 53214-1470	\$ 15,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization GRAEF, ANHALT, SCHLOEMER FOUNDATION, INC.

Employer identification number

39-2033285

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

Name of organization GRAEF, ANHALT, SCHLOEMER FOUNDATION, INC.

Employer identification number

39-2033285

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once See instructions) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDEND INCOME	5,491.	5,491.
TOTAL	<u>5,491.</u>	<u>5,491.</u>

ATTACHMENT 2

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
INCOME TAXES	157.
TOTALS	<u>157.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT FEES	2,148.	2,148.
TOTALS	<u>2,148.</u>	<u>2,148.</u>

ATTACHMENT 4

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CREDIT SUISSE COMMODITY	1,353.	1,264.
DAVIS N Y VENTURE FD	6,187.	6,947.
DODGE&COX INTL STK FD	5,275.	5,143.
FIDELITY ADVISOR	5,433.	6,918.
HARBOR FD INTL FD	4,438.	5,192.
HARBOR FD CAP APPREC	5,999.	6,995.
BMO LARGE-CAP FOCUS FUND	3,429.	3,510.
BMO LLOYD GEORGE EMERGING MARK	1,081.	1,137.
BMO LARGE CAP GROWTH FUND	6,463.	7,229.
BMO SMALL-CAP GROWTH FUND	2,432.	3,621.
BMO MID-CAP VAL	3,585.	5,230.
BMO MID-CAP GROWTH	4,809.	6,465.
BMO LARGE-CAP VALUE FUND	5,306.	6,258.
VANGUARD 500 INDEX	8,942.	9,936.
WELLS FARGO EMERG MKTS	1,200.	1,146.
WESTPORT SELECT CAP	445.	639.
BMO PYFORD INTN STOCK FUND	2,970.	2,967.
BMO SMALL-CAP VALUE FUND	3,222.	3,003.
VANGUARD EQUITY INCOME	3,252.	3,579.
TOTALS	<u>75,821.</u>	<u>87,179.</u>

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FEDERATED INSTL HIGH	7,780.	7,925.
FIDELITY ADVISOR STRAT	4,829.	5,319.
BMO TCH CORE PLUS	11,397.	12,320.
BMO GOVNT INCOME FUND	3,170.	3,358.
BMO AGGREGATE BOND FUND	41,613.	44,671.
PIMCO FDS TOTAL RET	29,525.	29,061.
PIMCO INVEST GRADE	9,155.	9,410.

TCW EMERGING MARKETS INCOME	11,762.	11,134.
TOTALS	<u>119,231.</u>	<u>123,198.</u>

ATTACHMENT 6

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
CHANGE IN ACCRUED INCOME	32.
TOTAL	<u>32.</u>

**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)	
TOTAL GAIN (LOSS)							<u>1,059.</u>	

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

ATTACHMENT 7

<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>
LUTHER GRAEF ONE HONEY CREEK CORPORATE CENTER 125 SOUTH 84TH STREET MILWAUKEE, WI 53214-1470	DIRECTOR .20	0	0	0
LENOARD ANHALT ONE HONEY CREEK CORPORATE CENTER 125 SOUTH 84TH STREET MILWAUKEE, WI 53214-1470	DIRECTOR .20	0	0	0
RICHARD BUB ONE HONEY CREEK CORPORATE CENTER 125 SOUTH 84TH STREET MILWAUKEE, WI 53214-1470	DIRECTOR, PRESIDENT, TREASURER .20	0	0	0
JOHN GOETTER ONE HONEY CREEK CORPORATE CENTER 125 SOUTH 84TH STREET MILWAUKEE, WI 53214-1470	DIRECTOR, SECRETARY .20	0	0	0
JOHN PAPPENFUS ONE HONEY CREEK CORPORATE CENTER 125 SOUTH 84TH STREET MILWAUKEE, WI 53214-1470	DIRECTOR .20	0	0	0
<u>GRAND TOTALS</u>		<u>0</u>	<u>0</u>	<u>0</u>

ATTACHMENT 8

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

RICHARD BUB
125 S. 84TH ST. SUITE 401
MILWAUKEE, WI 53214-1470
414-259-1500

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

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MARQUETTE UNIVERSITY DEPARTMENT OF CIVIL AND ENVIRONMENTAL ENGINEERING HAGGERTY ENGINEERING HALL, P O BOX 1881 MILWAUKEE, WI 53201	NONE PRIVATE UNIVERSITY	SCHOLARSHIP AWARD FOR STUDENT AT MARQUETTE UNIVERSITY.	2,500
UNIVERSITY OF WISCONSIN-MADISON DEPARTMENT OF CIVIL AND ENVIRONMENTAL ENGINEERING 1415 ENGINEERING DR , ROOM 2210 MADISON, WI 53706	NONE STATE UNIVERSITY	SCHOLARSHIP AWARD FOR STUDENT AT UNIVERSITY OF WISCONSIN-MADISON	2,500
TOTAL CONTRIBUTIONS PAID			<u>5,000</u>

Attachment to Form 990-PF
Graef, Anhalt, Schloemer Foundation, Inc.
EIN: 39-2033285

On December 28, 2000, the Articles of Incorporation of Graef, Anhalt, Schloemer Foundation, Inc. (hereafter "Foundation") were filed with the State of Wisconsin Department of Financial Institutions, thus creating a nonstock corporation under Chapter 181 of the Wisconsin Statutes. Pursuant to Article III of said Articles of Incorporation, the purpose of the Corporation was and continues to be:

The corporation is organized and operated exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

From the date of the creation of the above-referenced corporation through the present date the corporation was and continues to be in good standing.

Although the purpose of the Foundation is stated broadly, at the time the Form 1023, Application for Recognition of Exemption, was filed with the Internal Revenue Service, the focus of the officers and directors was to provide scholarships for post-secondary engineering students at a college or university that qualifies as an educational institution under Section 170(b)(1)(A)(ii) of the Internal Revenue Code. On January 13, 2004, the Internal Revenue Service issued a determination letter indicating that the Foundation was a private foundation and was exempt from federal income tax under Section 501 of the Internal Revenue Code as an organization described in Section 501(c)(3). The determination letter indicated in part that [the] "determination is based on evidence that your funds are dedicated to the purposes listed in Section 501(c)(3) of the Code."

Since its inception, the Foundation has made scholarships to individual students based on the criteria set forth in the Form 1023 and pursuant to the requirements set forth in the above-referenced determination letter. Funds of the Foundation have grown considerably over the years. The Foundation will continue to dedicate all funds to the purposes listed in Section 501(c)(3) of the Code as set forth in the Articles of Incorporation, but make charitable distributions in addition to the scholarships as described in the Form 1023. All such distributions are and shall continue to be used exclusively for charitable, religious, educational and scientific purposes to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code. Examples of use of the Foundation's funds, in addition to direct scholarships, are the following:

- 1) Continue with the mission of awarding scholarships, but not to individual students directly. Donations shall be made to scholarship funds at engineering schools within colleges and universities that qualify as the educational institutions under Section 170(b)(1)(A)(ii) of the Internal Revenue Code. The staff at the schools shall select the recipients. Examples of such engineering schools include, without limitation, Marquette University, Milwaukee, Wisconsin; Milwaukee School of Engineering, Milwaukee, Wisconsin; University of Wisconsin, Milwaukee, Wisconsin; University of Wisconsin-Madison, Madison, Wisconsin; and other colleges and universities within the University of Wisconsin System. In addition, donations may be made to scholarship funds created through professional organizations, including, without limitation, The American Society of Civil Engineers, The Construction Specifications Institute, and other

professional engineering societies. Professional organizations were referenced in the Form 1023.

- 2) Donations to an engineering school at a qualified college or university through which all engineering students may benefit. For example, a donation may be made to the University of Wisconsin-Madison Fund for the construction of a structural laboratory.
- 3) Donations to a public foundation at an institution of higher learning, such as the UW Foundation, to help construct an educational facility.
- 4) Donations to fund professorial chairs and other professorial positions at qualified engineering schools in order to provide the best education possible for the engineering students at large.
- 5) Other donations within the scope of the Foundation's broad charitable purpose including, without limitation, the following:
 - A. Milwaukee Zoological Society for use or construction and maintenance of exhibits at the Milwaukee County Zoo.
 - B. Engineers Without Borders to assist in its non-profit work for the benefit of mankind.
 - C. Habitat for Humanity to assist with the construction of housing that would otherwise not be available to a population.
 - D. Rotary Foundation for the purpose of purchasing of eradicating polio throughout the world.

All such distributions shall be made within the purpose set forth in the Articles of Incorporation of the Foundation and pursuant to the requirements of the Internal Revenue Code. The Foundation shall maintain records of distributions as required by the Internal Revenue Service and report all such distributions on its Form 990-PF.

Graef, Anhalt, Schloemer Foundation, Inc.

Since 1961, when the three founding engineers opened the doors of Graef, Anhalt, Schloemer & Associates, Inc. (GASAI), the firm has been providing design services with integrity, quality, and service as the core values.

GASAI provides consulting services in a wide range of engineering fields including civil engineering specialties such as structural, municipal, transportation, and environmental; and mechanical, electrical, and plumbing. We endeavor to provide a high level of technical expertise to assist our clients as they develop their projects.

To provide assistance in continuing the entry of new engineers into the industry, the GAS Foundation is awarding a \$2500 scholarship to a deserving engineering student. If interested, please fill out the application and return it with the other required information.

**Scholarship Applicant
 Contact Information**

Name: _____
 Address: _____
 Telephone No.: _____
 Email Address: _____
 University Attended: _____
 Current Year in College: _____
 Years Completed Toward Degree: _____

Application Checklist

Task	Completed
Education Each applicant must have completed at least one year of post-secondary education, and such student's principal field of study shall be civil engineering.	<input type="checkbox"/>
Academic Performance Students must provide a certified copy of their college transcripts. An applicant must have a minimum of a 3.0 grade point average based on a 4.0 scale.	<input type="checkbox"/>
Essay Each applicant shall submit an essay, no more than two pages, double-spaced and typewritten, indicating what segment of civil engineering is of interest and what the applicant would like to be doing in the first 5 or 10 years following graduation. The applicant may include any special interest in the field of engineering and/or any particular achievements in engineering course work.	<input type="checkbox"/>
Recommendation Letter The applicant may, but is not required to, provide a letter of recommendation from a college instructor in the field of engineering.	<input type="checkbox"/>
Selection In the event the Graef, Anhalt, Schloemer Foundation Selection Committee determines that more equally qualified candidates have applied for scholarship than are available, the Committee may require a personal interview to determine each applicant's motivation, ability, and potential in the field of engineering.	<input type="checkbox"/>

All application forms, essays, and letters of recommendation must be postmarked on or before October 3, 2007 and sent to:

Mr. John Goetter
 c/o Graef, Anhalt, Schloemer
 & Associates, Inc.
 125 South 84th Street, Suite 401
 Milwaukee, WI 53214

It is anticipated that the university will be notified of an awarded scholarship before November 30, 2007. Scholarship funds are awarded with the stipulation that they will be used for tuition, books, or room and board expenses.



**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust GRAEF, ANHALT, SCHLOEMER FOUNDATION, INC.	Employer identification number 39-2033285
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Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	5	

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	1,059.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	12	1,059.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II Caution: Read the instructions before completing this part		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		
14	Net long-term gain or (loss):			
a	Total for year	14a		1,059.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		1,059.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 15, column (3) or b \$3,000	16	()
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Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero

Caution: Skip this part and complete the **Schedule D Tax Worksheet** the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21		
22	Subtract line 21 from line 20 If zero or less, enter -0-	22		
23	Subtract line 22 from line 17 If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (15)	30		
31	Figure the tax on the amount on line 23 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

**GRAEF ANHALT & SCHLOEMER FOUND INC**Account Number:
Statement Period:64-2695-01-9
01/01/11 - 12/31/11**Sale Activity**

	Date	Proceeds	Realized Gain/Loss
Common Stocks			
Credit Suisse Commodity Return Strategy Fund - Co #2156			
Sold 16 437 Shs 01/21/11 @ 9.35	01/24/11	153.69	9.70
Sold 11.688 Shs 08/23/11 @ 9.35	08/24/11	109.28	6.89
Long Term Capital Gains Dist of \$.012 Per Sh on 154 Sh	12/19/11	1.89	1.89
Davis N Y Venture Fd Inc Cl Y			
Sold 63.064 Shs 01/21/11 @ 35.18	01/24/11	2,218.59	-454.06
Sold 17.307 Shs 05/13/11 @ 36.32	05/16/11	628.59	-86.29
Dodge & Cox International Stock Fd #1048			
Sold 4 716 Shs 01/21/11 @ 36.14	01/24/11	170.44	-63.81
Sold 16 073 Shs 05/13/11 @ 36.97	05/16/11	594.22	-204.13
Sold 4.193 Shs 08/23/11 @ 31.27	08/24/11	131.12	-77.15
Fidelity Advisor New Insights Fund Class I #1281			
Short Term Capital Gains Dist of \$.035 Per Sh on 366 Sh	02/14/11	12.84	12.84
Sold 31.607 Shs 05/13/11 @ 21.03	05/16/11	664.70	242.04
Harbor Fd Intl Fd Inst #2011			
Sold 3 288 Shs 01/21/11 @ 61.07	01/24/11	200.80	-48.22
Sold 11 317 Shs 05/13/11 @ 63.64	05/16/11	720.20	-88.61
Sold 5.633 Shs 08/23/11 @ 55.23	08/24/11	311.11	-84.74
Harbor Fd Cap Appreciation Fd Inst #2012			
Sold 21.118 Shs 05/13/11 @ 39.58	05/16/11	835.86	39.50
Marshall Small Cap Value Cl Y #1037			
Sold 15.362 Shs 05/13/11 @ 10.17	05/16/11	156.23	3.99

**GRAEF ANHALT & SCHLOEMER FOUND INC**Account Number:
Statement Period:64-2695-01-9
01/01/11 - 12/31/11**Sale Activity**

	Date	Proceeds	Realized Gain/Loss
Marshall Large Cap Focus Fund Class Y #1034			
Sold 18 461 Shs 05/13/11 @ 12.47	05/16/11	230 21	3.51
Short Term Capital Gains Dist of \$.066 Per Sh on 312 Sh	12/08/11	20 79	20.79
Marshall Emerging Markets Equity Fund Class Y #752			
Sold 2.609 Shs 05/13/11 @ 17.37	05/16/11	45.32	2 79
Sold 29.853 Shs 08/23/11 @ 15.05	08/24/11	449.29	-18.16
Long Term Capital Gains Dist of \$.900 Per Sh on 82 Sh	12/08/11	74.25	74.25
Short Term Capital Gains Dist of \$.018 Per Sh on 82 Sh	12/08/11	1.53	1.53
Marshall Large Cap Growth CI Y #206			
Sold 34 228 Shs 01/21/11 @ 12 65	01/24/11	432 98	-66.75
Sold 57.157 Shs 05/13/11 @ 13.24	05/16/11	756 76	-77.74
Marshall Small Cap Growth Fd #612			
Sold 7.569 Shs 01/21/11 @ 18 92	01/24/11	143.21	13.56
Sold 20 242 Shs 05/13/11 @ 20 33	05/16/11	411.51	71 86
Sold 1 164 Shs 08/23/11 @ 16.17	08/24/11	18.82	-0 45
Long Term Capital Gains Dist of \$ 1 105 Per Sh on 198 Sh	12/08/11	218.84	218.84
Marshall Intl Stock Fund CI Y #394			
Sold 16 203 Shs 01/21/11 @ 10.06	01/24/11	163.00	-95.65
Sold 28.008 Shs 05/13/11 @ 10.27	05/16/11	287.64	-139.21
Sold 379.728 Shs 12/29/11 @7.8207	12/30/11	2,969.74	-755.10
Marshall Mid Cap Value Fd CI Y #262			
Sold 60.712 Shs 01/21/11 @ 12.92	01/24/11	784.40	-10.96
Sold 43.931 Shs 05/13/11 @ 13.53	05/16/11	594.38	101 86
Marshall Mid Cap Growth Fd CI Y #261			
Sold 20 939 Shs 01/21/11 @ 18.88	01/24/11	395 33	1.05

**GRAEF ANHALT & SCHLOEMER FOUND INC**Account Number:
Statement Period:**64-2695-01-9**
01/01/11 - 12/31/11**Sale Activity**

	Date	Proceeds	Realized Gain/Loss
Sold 44.534 Shs 05/13/11 @ 20.44	05/16/11	910.27	71.70
Marshall Large Cap Value Fd Y #260			
Sold 297.757 Shs 01/21/11 @ 11.31	01/24/11	3,367.63	-546.86
Sold 51.727 Shs 05/13/11 @ 11.76	05/16/11	608.31	130.83
Vanguard 500 Index Fund - Sign #1340			
Sold 3.906 Shs 01/21/11 @ 97.72	01/24/11	381.69	-77.93
Sold 10.410 Shs 05/13/11 @ 102.01	05/16/11	1,061.97	-162.97
Wells Fargo Advantage Emerging Markets Equity Fund Class I #4146			
Sold 2.917 Shs 05/13/11 @ 23.87	05/16/11	69.64	6.29
Long Term Capital Gains Dist of \$.222 Per Sh on 55 Sh	12/12/11	12.36	12.36
Westcore Small-Cap Value Fund			
Sold 16.023 Shs 01/21/11 @ 11.83	01/24/11	189.55	60.60
Sold 275.755 Shs 03/02/11 @ 12.31	03/03/11	3,394.54	1,160.04
Westport Select Cap Fund Inst			
Sold 20.516 Shs 01/21/11 @ 25.66	01/24/11	526.44	62.04
Sold 11.912 Shs 05/13/11 @ 28.54	05/16/11	339.97	155.57
Fixed Income			
Federated Institutional High Yield Bond Fund - Ins #900			
Sold 7.659 Shs 01/21/11 @ 10.02	01/24/11	76.74	4.16
Sold 194.176 Shs 08/23/11 @ 9.48	08/24/11	1,840.79	-36.66
Long Term Capital Gains Dist of \$.086 Per Sh on 820 Sh	12/06/11	70.55	70.55
Short Term Capital Gains Dist of \$.016 Per Sh on 820 Sh	12/06/11	13.85	13.85
Fidelity Advisor Floating Rate High Income Fund Class I #279			
Sold 1004.591 Shs 08/23/11 @ 9.33	08/24/11	9,372.83	-409.79



GRAEF ANHALT & SCHLOEMER FOUND INC

Account Number:
Statement Period:

64-2695-01-9
01/01/11 - 12/31/11

Sale Activity

	Date	Proceeds	Realized Gain/Loss
Sold 1.943 Shs 11/29/11 @ 9.6	11/30/11	18 65	0 28
Fidelity Advisor Strategic Real Return Fund CI-I #1490			
Sold 32 387 Shs 08/23/11 @ 9 62	08/24/11	311.56	-30.77
Short Term Capital Gains Dist of \$.226 Per Sh on 558 Sh	12/19/11	126 22	126.22
Marshall Core Plus Bond Fund Class Y #756			
Long Term Capital Gains Dist of \$.053 Per Sh on 1,074 Sh	12/08/11	57 92	57 92
Short Term Capital Gains Dist of \$.030 Per Sh on 1,074 Sh	12/08/11	32.88	32 88
Marshall Government Income CI Y #207			
Sold 395 231 Shs 01/21/11 @ 9.73	01/24/11	3,845 60	314 17
Sold 29.318 Shs 08/23/11 @ 10.04	08/24/11	294 35	6.25
Long Term Capital Gains Dist of \$.229 Per Sh on 335 Sh	12/08/11	76 78	76.78
Short Term Capital Gains Dist of \$.174 Per Sh on 335 Sh	12/08/11	58.54	58.54
Marshall Aggregate Bond Fd CI Y #989			
Sold 194.215 Shs 01/21/11 @ 10.58	01/24/11	2,054.79	57 20
Long Term Capital Gains Dist of \$.039 Per Sh on 4,031 Sh	12/08/11	158 44	158 44
Short Term Capital Gains Dist of \$.219 Per Sh on 4,031 Sh	12/08/11	885 72	885 72
PIMCO Investment Grade Corp Bd Fd I #56			
Sold 376 546 Shs 01/21/11 @ 10.49	01/24/11	3,949.97	-243 37
Sold 57 849 Shs 08/23/11 @ 10 63	08/24/11	614 93	-29.16
Long Term Capital Gains Dist of \$.225 Per Sh on 883 Sh	12/09/11	199 05	199.05
Short Term Capital Gains Dist of \$.069 Per Sh on 883 Sh	12/09/11	61 60	61 60



GRAEF ANHALT & SCHLOEMER FOUND INC

Account Number:
Statement Period:

64-2695-01-9
01/01/11 - 12/31/11

Sale Activity

	Date	Proceeds	Realized Gain/Loss
Vanguard Total Bond Market Index Fund - Sig #1351			
Sold 459.056 Shs 01/21/11 @ 10.56	01/24/11	4,847.63	258 03
Sold 960 Shs 03/02/11 @ 10 55	03/03/11	10 13	-0 03
Sold 003 Shs 05/13/11 @ 10 71	05/16/11	0 03	
Cash & Equivalents			
Marshall Prime Money Market Cl Y Sales (12) 01/01/11 To 12/31/11	12/31/11	2,147 84	
Total Sales		\$ 56,897.32	\$ 1,059.39

Application for Extension of Time To File an Exempt Organization Return

(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

OMB No 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only
All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions GRAEF, ANHALT, SCHLOEMER FOUNDATION, INC.	Employer identification number (EIN) or <input type="checkbox"/> 39-2033285
	Number, street, and room or suite no. If a P O box, see instructions. 125 S 84TH STREET, SUITE 401	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MILWAUKEE, WI 53214-1470	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ RICHARD BUB
- Telephone No. ▶ 414-259-1500 FAX No ▶ _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year 20 11 or

▶ tax year beginning _____, 20 _____, and ending _____, 20 _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason. Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	150
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	150

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.