Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning 02/01 , **2011, and ending** 01/31, 20 12

Name of foundation MELITTA S. PICK CHARITABLE TRUST
C/O GEORGE A. DIONISOPOULOS

A Employer identification number
23-7243490

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
FOLEY & LARDNER LLP
777 EAST WISCONSIN AVENUE

B Telephone number (see instructions)
(414) 271-2400

City or town, state, and ZIP code
MILWAUKEE, WI 53202-5306

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)* ▶ $ 16,661,532.

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)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	35.	35.		ATCH 1
	4	Dividends and interest from securities	385,512.	385,512.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,103,257.			
	b	Gross sales price for all assets on line 6a 15,131,507.				
	7	Capital gain net income (from Part IV, line 2)		2,103,257.		
	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	2,488,804.	2,488,804.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) ATCH 3	100,000.	40,000.		60,000.
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) *	35,937.	35,937.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) **	1,928.	429.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 6	320.	210.		108.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	138,185.	76,576.		60,108.
	25	Contributions, gifts, grants paid	1,379,000.			1,379,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	1,517,185.	76,576.	0	1,439,108.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	971,619.			
	b	**Net investment income** (if negative, enter -0-)		2,412,228.		
	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	630,735.	1,068,005.	1,068,005.
	3	Accounts receivable ▶ 101,326.			
		Less allowance for doubtful accounts ▶		101,326.	101,326.
	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) **	1,211,826.	208,238.	203,274.
	b	Investments - corporate stock (attach schedule) ATCH 8	9,508,694.	10,459,742.	11,525,961.
	c	Investments - corporate bonds (attach schedule) ATCH 9	3,016,620.	3,432,764.	3,688,491.
	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 ▶ ATCH 10)		69,419.	74,475.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	14,367,875.	15,339,494.	16,661,532.
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.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	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)	14,367,875.	15,339,494.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	14,367,875.	15,339,494.	

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	14,367,875.
2	Enter amount from Part I, line 27a	2	971,619.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	15,339,494.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,339,494.

**ATCH 7

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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	2,103,257.
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	1,446,635.	16,902,370.	0.085588
2009	1,448,975.	16,785,525.	0.086323
2008	1,465,952.	20,025,453.	0.073204
2007	1,508,717.	24,163,728.	0.062437
2006	1,283,555.	24,692,754.	0.051981

2 **Total** of line 1, column (d)	2	0.359533
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	0.071907
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	16,569,832.
5 Multiply line 4 by line 3	5	1,191,487.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	24,122.
7 Add lines 5 and 6	7	1,215,609.
8 Enter qualifying distributions from Part XII, line 4	8	1,439,108.

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	24,122.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			2	
3	Add lines 1 and 2			3	24,122.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	24,122.
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,400.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,400.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	513.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** . . . . ▶			9	23,235.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . . ▶			10	
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 0 **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________________ (2) On foundation managers ▶ $ ________________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WI,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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)	11		X
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)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ GEORGE A. DIONISOPOULOS Telephone no ▶ 414-297-5750

Located at ▶ 777 E. WISCONSIN AVENUE 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

			Yes	No
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?	16		X
	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. Yes No

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? ☐ Yes ☒ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No

(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)? ☐ Yes ☒ No

(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) ☐ Yes ☒ No

			Yes	No
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)?	1b		
	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?	1c		X

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? ☐ Yes ☒ No

If "Yes," list the years ▶ __________ , __________ , __________ , __________

			Yes	No
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)	2b		X

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? ☐ Yes ☒ No

			Yes	No
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)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
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?	4b		X

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)?		5b	
	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?		6b	X
	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?		7b	

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 11		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	15,065,890.
	b	Average of monthly cash balances		1b	1,756,274.
	c	Fair market value of all other assets (see instructions)		1c	
	d	**Total** (add lines 1a, b, and c)		1d	16,822,164.
	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	16,822,164.
4		Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	252,332.
5		**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	16,569,832.
6		**Minimum investment return.** Enter 5% of line 5		6	828,492.

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	828,492.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 24,122.		
b	Income tax for 2011. (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	24,122.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	804,370.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	804,370.
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	804,370.

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	1,439,108.
	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	1,439,108.
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	24,122.
6		**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,414,986.

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					804,370.
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	19,535.				
b	From 2007	329,519.				
c	From 2008	473,191.				
d	From 2009	619,993.				
e	From 2010	612,472.				
f	**Total** of lines 3a through e		2,054,710.			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 1,439,108.					
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					804,370.
e	Remaining amount distributed out of corpus		634,738.			
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		2,689,448.			
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					
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)		19,535.			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		2,669,913.			
10	Analysis of line 9					
a	Excess from 2007	329,519.				
b	Excess from 2008	473,191.				
c	Excess from 2009	619,993.				
d	Excess from 2010	612,472.				
e	Excess from 2011	634,738.				

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)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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·

ATTACHMENT 12

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

ATTACHMENT 13

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

ATTACHMENT 14

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
a *Paid during the year*				
ATTACHMENT 15				
Total . . . . ▶ **3a**				1,379,000.
b *Approved for future payment*				
ATTACHMENT 16				
Total . . . . ▶ **3b**				1,000,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,899.	
4 Dividends and interest from securities			14	383,648.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	2,103,257.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				2,488,804.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 2,488,804.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
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 (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	**1a(1)**		X
(2) Other assets	**1a(2)**		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		X
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		X
(3) Rental of facilities, equipment, or other assets	**1b(3)**		X
(4) Reimbursement arrangements	**1b(4)**		X
(5) Loans or loan guarantees	**1b(5)**		X
(6) Performance of services or membership or fundraising solicitations	**1b(6)**		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements
	N/A		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.

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

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 | 6/14/12 Date | ▶ CO-TRUSTEE Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KRISTINE L HAVLIK	Kristine L. Havlik	6/13/12		P00191396

Firm's name ▶ FOLEY & LARDNER LLP | Firm's EIN ▶ 39-0473800

Firm's address ▶ 777 E. WISCONSIN AVE.
MILWAUKEE, WI 53202-5306 | 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)	
		SEE ATTACHED SCHEDULE.						
7,432,895.		7,829,983.					-397,088.	
		SEE ATTACHED SCHEDULE.						
7,698,612.		5,198,267.					2,500,345.	
TOTAL GAIN(LOSS)							2,103,257.	

MASTER ACCOUNT # M09175
FROM 02/01/2011
TO 01/31/2012
FISCAL YEAR: 01/31

FOLEY & LARDNER LLP TRUST ACCT'G
Gain and Loss Report
MELITTA S. PICK CHARITABLE TRUST

AS OF 06/11/2012
RUN JUN 11 2012

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED
SHORT TERM CAPITAL GAIN (LOSS)					
2225 SHARES OF AMPHENOL CORP NEW-CL A	09/09/2011 03/22/2011	95,114.70	122,761.93	(27,647.23)	C
1250 SHARES OF PRAXAIR INC.	09/09/2011 04/27/2011	117,778.73	130,012.50	(12,233.77)	C
2000 SHARES OF UNIVERSAL HEALTH SERVICES INC.	09/09/2011 05/18/2011	75,308.55	108,600.00	(33,291.45)	C
1675 SHARES OF COSTCO WHOLESALE CORP	09/13/2011 03/08/2011	134,340.95	123,614.16	10,726.79	C
1800 SHARES OF HESS CORP NEW	09/21/2011 09/13/2011	105,581.11	106,272.00	(690.89)	C
2700 SHARES OF FREEPORT-McMORAN COPPER & GOLD CLASS B	09/21/2011 09/09/2011	99,253.06	112,683.96	(13,430.90)	C
700 SHARES OF PIONEER NATURAL RESOURCES COMPANY	10/05/2011 04/12/2011	46,790.25	68,411.00	(21,620.75)	C
2875 SHARES OF NETAPP INC	10/10/2011 09/13/2011	109,271.47	105,988.60	3,282.87	C
1400 SHARES OF ILLUMINA INC	10/10/2011 05/03/2011	37,336.16	100,259.04	(62,922.88)	
750 SHARES OF ILLUMINA INC	10/10/2011 09/13/2011	20,001.52	37,308.00	(17,306.48)	C
350 SHARES OF INTUITIVE SURGICAL INC	10/14/2011 07/19/2011	136,746.47	130,394.00	6,352.47	C
572.985782 SHARES OF E. I. DU PONT DE NEMOURS & CO	10/18/2011 02/01/2011	25,404.61	29,552.37	(4,147.76)	C
1024.763033 SHARES OF E. I. DU PONT DE NEMOURS & CO	10/18/2011 02/10/2011	45,435.17	55,545.23	(10,110.06)	C
727.251185 SHARES OF E. I. DU PONT DE NEMOURS & CO	10/18/2011 08/19/2011	32,244.31	32,319.05	(74.74)	C

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED
SHORT TERM CAPITAL GAIN (LOSS) - CONTINUED					
1250 SHARES OF B M C SOFTWARE INC	11/28/2011 04/11/2011	42,649.18	63,357.05	(20,707.87)	C
1250 SHARES OF B M C SOFTWARE INC	11/28/2011 07/07/2011	42,649.18	70,672.00	(28,022.82)	C
2100 SHARES OF NOVARTIS AG ADR	12/02/2011 09/09/2011	112,575.68	116,454.03	(3,878.35)	C
1750 SHARES OF PEABODY ENERGY CORP	12/07/2011 09/09/2011	64,349.41	81,723.95	(17,374.54)	C
1500 SHARES OF THERMO FISHER SCIENTIFIC INC	12/15/2011 04/29/2011	66,096.23	90,066.99	(23,970.76)	C
350 SHARES OF THERMO FISHER SCIENTIFIC INC	12/15/2011 07/07/2011	15,422.45	22,978.90	(7,556.45)	C
2900 SHARES OF ALTERA CORP.	12/15/2011 03/08/2011	97,951.70	126,339.66	(28,387.96)	C
400 SHARES OF ALTERA CORP.	12/15/2011 07/07/2011	13,510.58	19,324.00	(5,813.42)	C
1800 SHARES OF NORDSON CORP	12/15/2011 05/03/2011	72,179.15	99,164.34	(26,985.19)	
2875 SHARES OF TIBCO SOFTWARE INC	12/15/2011 09/09/2011	67,846.68	57,183.75	10,662.93	C
1600 SHARES OF BUNGE LIMITED	12/28/2011 05/18/2011	90,252.82	119,253.12	(29,000.30)	C
1847 SHARES OF DOLLAR GEN CORP NEW	01/04/2012 12/08/2011	76,222.74	73,829.02	2,393.72	C
1000 SHARES OF BAKER HUGHES INC	01/13/2012 08/19/2011	47,710.88	56,784.00	(9,073.12)	C
827 SHARES OF CONCHO RES INC	01/13/2012 09/21/2011	82,002.00	70,742.32	11,259.68	C

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED
SHORT TERM CAPITAL GAIN (LOSS) - CONTINUED					
1200 SHARES OF MEDTRONIC INC.	09/09/2011 04/12/2011	40,089.66	48,384.00	(8,294.34)	C
1100 SHARES OF AT&T INC	11/03/2011 04/20/2011	32,108.38	33,429.00	(1,320.62)	C
1500 SHARES OF ILLINOIS TOOL WORKS INC.	11/16/2011 03/16/2011	68,687.88	80,842.95	(12,155.07)	C
1000 SHARES OF ILLINOIS TOOL WORKS INC.	11/16/2011 09/09/2011	45,791.92	43,294.00	2,497.92	C
1300 SHARES OF CENTURYLINK INC	12/13/2011 08/09/2011	45,941.12	42,816.21	3,124.91	C
700 SHARES OF CENTURYLINK INC	12/13/2011 08/19/2011	24,737.52	23,912.00	825.52	C
300 SHARES OF CHEVRON CORP NEW	12/13/2011 04/29/2011	30,980.40	32,835.40	(1,855.00)	C
50 SHARES OF CENTURYLINK INC	12/14/2011 08/09/2011	1,753.47	1,646.78	106.69	C
900 SHARES OF CENTURYLINK INC	12/14/2011 10/03/2011	31,562.48	29,196.00	2,366.48	C
1250 SHARES OF CENTURYLINK INC	12/14/2011 10/06/2011	43,836.78	40,337.50	3,499.28	C
1500 SHARES OF GENERAL MILLS, INC.	12/20/2011 08/19/2011	58,378.87	54,510.00	3,868.87	C
2700 SHARES OF WISCONSIN ENERGY CORPORATION	01/03/2012 09/22/2011	94,533.28	83,056.05	11,477.23	C
500 SHARES OF MCDONALD'S CORPORATION	01/09/2012 10/10/2011	49,981.28	43,863.00	6,118.28	C
1500 SHARES OF REYNOLDS AMERICAN INC COMMON STOCK	01/10/2012 08/19/2011	61,625 11	54,132.75	7,492.36	C

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED
SHORT TERM CAPITAL GAIN (LOSS) - CONTINUED					
1500 SHARES OF MARATHON PETE CORP	01/24/2012 11/16/2011	58,273.87	51,972.75	6,301.12	C
500 SHARES OF MCDONALD'S CORPORATION	01/25/2012 09/13/2011	49,284.90	43,015.00	6,269.90	C
2481 UNITS OF ISHARES MSCI EMIF	09/28/2011 09/16/2011	93,271.39	100,478.02	(7,206.63)	C
1844 UNITS OF ISHARES INC MSCI CDA INDEX	09/28/2011 09/16/2011	49,095.55	53,064.23	(3,968.68)	N
8299 UNITS OF ISHARES TRUST MSCI EAFE GROWTH	09/28/2011 09/16/2011	432,091.58	447,417.35	(15,325.77)	C
1958 UNITS OF ISHARES INC MSCI AUSTRALIA	09/28/2011 09/16/2011	41,871.02	44,357.32	(2,486.30)	C
3456 UNITS OF ISHARES INC MSCI MALAYSIA	09/28/2011 09/16/2011	43,226.46	46,516.38	(3,289.92)	C
682 UNITS OF ISHARES INC MSCI STH AFRCA	09/28/2011 09/16/2011	42,265.04	45,157.95	(2,892.91)	C
1825 SHARES OF LUBRIZOL CORPORATION	02/10/2011 04/05/2010	204,698.65	171,518.98	33,179.67	
2400 SHARES OF LUBRIZOL CORPORATION	02/10/2011 06/15/2010	269,192.75	215,513.04	53,679.71	
1675 SHARES OF MILLICOM INTERNATIONAL CELLULAR SA NEW	02/14/2011 09/02/2010	152,299.46	160,098.01	(7,798.55)	
6000 SHARES OF CISCO SYSTEMS, INC.	02/16/2011 08/12/2010	111,837.84	129,715.80	(17,877.96)	
2500 SHARES OF ALLERGAN INC	02/28/2011 09/28/2010	184,257 21	166,635.00	17,622.21	
1150 SHARES OF GOLDMAN SACHS GROUP INC	03/11/2011 07/23/2010	184,519.22	169,878.00	14,641.22	

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED
SHORT TERM CAPITAL GAIN (LOSS) - CONTINUED					
2000 SHARES OF ROVI CORP	04/07/2011 02/18/2011	103,958.00	119,114.00	(15,156.00)	C
575 SHARES OF SKYWORKS SOLUTIONS, INC.	04/11/2011 01/26/2011	15,544.02	17,214.93	(1,670.91)	
5025 SHARES OF SKYWORKS SOLUTIONS, INC.	04/11/2011 02/03/2011	135,841.22	167,004.87	(31,163.65)	C
1200 SHARES OF CONCHO RES INC	04/12/2011 12/16/2010	120,416.67	100,773.96	19,642.71	
700 SHARES OF NEXTERA ENERGY INC	04/26/2011 07/15/2010	38,975.25	36,615.25	2,360.00	
2000 SHARES OF CONCHO RES INC	04/29/2011 11/16/2010	213,554.21	149,637.40	63,916.81	
400 SHARES OF CONCHO RES INC	04/29/2011 12/16/2010	42,710.84	33,591.32	9,119.52	
2400 SHARES OF HERBALIFE LTD USD SHS	05/03/2011 12/09/2010	241,530.40	166,061.04	75,469.36	
1300 SHARES OF KIMBERLY-CLARK CORPORATION	05/06/2011 09/24/2010	87,016.29	86,398.00	618.29	
1975 SHARES OF AGRIUM INC	05/13/2011 10/19/2010	157,139.47	166,848.79	(9,709.32)	
800 SHARES OF NEXTERA ENERGY INC	05/31/2011 07/15/2010	46,132.11	41,846.00	4,286.11	
1875 SHARES OF HESS CORP NEW	06/21/2011 01/20/2011	133,490.92	146,177.63	(12,686.71)	C
2700 SHARES OF KRAFT FOODS INC CL A	07/14/2011 09/30/2010	95,713.16	84,618.00	11,095.16	
1000 SHARES OF UNITED TECHNOLOGIES CORPORATION	07/19/2011 01/13/2011	88,933.29	79,494.90	9,438.39	C

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED
SHORT TERM CAPITAL GAIN (LOSS) - CONTINUED					
2000 SHARES OF UNITED TECHNOLOGIES CORPORATION	07/19/2011 03/01/2011	177,866.58	166,270.20	11,596.38	C
1400 SHARES OF ANNALY CAP MGMT INC	07/29/2011 01/13/2011	23,309.55	24,850.00	(1,540.45)	C
2100 SHARES OF TRW AUTOMOTIVE HLDGS CORP	08/10/2011 02/10/2011	86,350.34	125,997.69	(39,647.35)	C
7400 SHARES OF FORD MOTOR COMPANY	08/10/2011 01/11/2011	77,624.50	135,518.42	(57,893.92)	C
2825 SHARES OF NETAPP INC	08/10/2011 12/01/2010	115,873.90	147,257.08	(31,383.18)	
1300 SHARES OF HALLIBURTON COMPANY	08/19/2011 12/21/2010	51,629.02	52,227.11	(598.09)	
500 SHARES OF ACCENTURE PLC IRELAND SHS CLASS A ADR	08/19/2011 07/18/2011	24,229.53	29,885.00	(5,655.47)	C
700 SHARES OF ALTERA CORP.	08/19/2011 07/07/2011	23,742.56	33,817.00	(10,074.44)	C
50 SHARES OF AMETEK INC NEW	08/19/2011 03/23/2011	1,777.33	2,089.65	(312.32)	C
1050 SHARES OF AMETEK INC NEW	08/19/2011 07/07/2011	37,323.94	48,538.50	(11,214.56)	C
800 SHARES OF BED BATH & BEYOND INC	08/19/2011 07/19/2011	40,935.21	47,756.96	(6,821.75)	C
900 SHARES OF BUNGE LIMITED	08/19/2011 05/18/2011	54,771.95	67,079.88	(12,307.93)	C
150 SHARES OF PRAXAIR INC.	08/19/2011 04/27/2011	13,713.01	15,601.50	(1,888.49)	C
400 SHARES OF PRAXAIR INC.	08/19/2011 07/07/2011	36,568.02	44,604.00	(8,035.98)	C

MASTER ACCOUNT # M09175
FROM 02/01/2011
TO 01/31/2012
FISCAL YEAR: 01/31

FOLEY & LARDNER LLP TRUST ACCT'G
Gain and Loss Report
MELITTA S. PICK CHARITABLE TRUST

AS OF 06/11/2012
RUN JUN 11 2012

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED
SHORT TERM CAPITAL GAIN (LOSS) - CONTINUED					
650 SHARES OF THERMO FISHER SCIENTIFIC INC	08/19/2011 07/07/2011	32,990.86	42,675.10	(9,684.24)	C
300 SHARES OF CUMMINS INC	08/19/2011 05/18/2011	24,497.52	32,522.10	(8,024.58)	C
1600 SHARES OF COACH INC	08/19/2011 01/11/2011	75,760.62	86,424.00	(10,663.38)	C
50 SHARES OF COSTCO WHOLESALE CORP	08/19/2011 03/08/2011	3,709.69	3,689.98	19.71	C
900 SHARES OF COSTCO WHOLESALE CORP	08/19/2011 04/12/2011	66,774.49	68,612.80	(1,838.31)	C
1500 SHARES OF NORDSTROM INC	08/19/2011 04/12/2011	56,876.89	69,446.25	(12,569.36)	C
4500 SHARES OF CSX CORPORATION	08/19/2011 09/15/2010	93,556.80	83,484.45	10,072.35	
4500 SHARES OF CSX CORPORATION	08/19/2011 10/13/2010	93,556.80	89,448.71	4,108.09	
800 SHARES OF DEERE & COMPANY	08/19/2011 12/09/2010	56,452.91	64,762.96	(8,310.05)	
2000 SHARES OF E M C CORPORATION (MASS)	08/19/2011 02/10/2011	40,619.21	54,192.20	(13,572.99)	C
200 SHARES OF OIL STS INTL INC	08/19/2011 07/26/2011	12,093.76	17,039.85	(4,946.09)	C
400 SHARES OF PIONEER NATURAL RESOURCES COMPANY	08/19/2011 04/12/2011	29,070.44	39,092.00	(10,021.56)	C
175 SHARES OF BLACKROCK INC	08/22/2011 04/18/2011	26,755.87	33,237.40	(6,481.53)	C
100 SHARES OF BLACKROCK INC	08/22/2011 05/24/2011	15,289.07	19,278.00	(3,988.93)	C
TOTAL SHORT TERM CAPITAL GAIN (LOSS)		7,432,895.05	7,829,983.32	(397,088.27)	

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED
LONG TERM CAPITAL GAIN (LOSS)					
248 SHARES OF APPLE INC.	10/12/2011 04/28/2008	99,925.02	42,588.15	57,336.87	
17 SHARES OF GOOGLE INC	12/28/2011 01/26/2009	10,890.06	5,477.78	5,412.28	
3122 SHARES OF ORACLE CORP	01/26/2012 11/06/2006	88,094.27	56,633.08	31,461.19	
900 SHARES OF 3M COMPANY	09/22/2011 08/02/2010	66,840.72	78,570.99	(11,730.27)	
1900 SHARES OF REYNOLDS AMERICAN INC COMMON STOCK	10/28/2011 09/24/2010	73,368.60	56,726.88	16,641.72	
1700 SHARES OF VODAFONE GROUP PLC NEW SPONS ADR NEW	10/28/2011 09/24/2010	47,667.08	43,612.65	4,054.43	
200 SHARES OF INTERNATIONAL BUSINESS MACHINES CORP.	11/18/2011 06/05/2008	37,175.28	25,629.42	11,545.86	
150 SHARES OF INTERNATIONAL BUSINESS MACHINES CORP.	12/09/2011 06/05/2008	29,129.44	19,222.06	9,907.38	
600 SHARES OF MCDONALD'S CORPORATION	01/05/2012 08/06/2008	59,367.83	37,377.00	21,990.83	
500 SHARES OF MCDONALD'S CORPORATION	01/09/2012 08/06/2008	49,981.29	31,147.50	18,833.79	
900 SHARES OF REYNOLDS AMERICAN INC COMMON STOCK	01/10/2012 09/24/2010	36,975.07	26,870.62	10,104.45	
1200 SHARES OF J.P.MORGAN CHASE & CO	01/13/2012 01/05/2005	42,311.18	46,512.24	(4,201.06)	
1200 SHARES OF EXXON MOBIL CORP	01/31/2012 12/23/2010	101,326.05	87,744.00	13,582.05	N

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED					
200000 UNITS OF SUNTRUST BK MTN FDIC TLGP GTD 3% 11/16/2011	11/16/2011 12/10/2008	200,000.00	199,616.00	384.00	
200000 UNITS OF HSBC USA INC FDIC TLGP 3.125% 12/16/2011	12/16/2011 12/10/2008	200,000.00	200,490.00	(490.00)	
1381 UNITS OF VANGUARD EMERGING MARKETS ETF	09/16/2011 10/06/2009	57,205.44	54,162.82	3,042.62	
4000 UNITS OF VANGUARD EMERGING MARKETS ETF	09/16/2011 07/09/2010	165,692.81	160,206.00	5,486.81	
1915 UNITS OF VANGUARD TAX-MANAGED FD EUROPE PAC ETF	09/16/2011 08/25/2009	61,359.44	63,895.70	(2,536.26)	
6000 UNITS OF VANGUARD TAX-MANAGED FD EUROPE PAC ETF	09/16/2011 10/06/2009	192,248.90	204,655.80	(12,406.90)	
600 SHARES OF MCDONALD'S CORPORATION	02/01/2011 08/06/2008	44,087.15	37,377.00	6,710.15	
1800 SHARES OF CONSOLIDATED EDISON INC	02/01/2011 08/25/2009	89,530.27	73,098.00	16,432.27	
2100 SHARES OF DOMINION RESOURCES INC (NEW)	02/01/2011 08/25/2009	91,299.52	72,576.00	18,723.52	
600 SHARES OF APPLE INC.	02/03/2011 12/26/2007	205,894.02	119,976.97	85,917.05	
6000 SHARES OF JOHNSON & JOHNSON	02/03/2011 11/08/1995	363,813.21	123,288.86	240,524.35	
6500 SHARES OF NORTHERN TRUST CORP	02/03/2011 01/20/1989	338,810.53	24,375.00	314,435.53	
6000 SHARES OF COLGATE-PALMOLIVE COMPANY	02/08/2011 10/25/1994	471,473.94	90,269.94	381,204.00	

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED					
1950 SHARES OF FMC TECHNOLOGIES INC	02/16/2011 10/08/2009	179,003.25	106,941.12	72,062.13	
3100 SHARES OF NIKE INC. CLASS B	03/08/2011 04/13/2009	276,520.89	163,006.06	113,514.83	
1900 SHARES OF NIKE INC. CLASS B	03/08/2011 04/29/2009	169,480.54	101,931.77	67,548.77	
200000 UNITS OF FHLMC REFRNCE 5.625% 03/15/2011	03/15/2011 11/16/2006	200,000.00	205,452.00	(5,452.00)	
3900 SHARES OF MEDCO HEALTH SOLUTIONS INC.	03/15/2011 12/09/2008	230,611.92	158,679.69	71,932.23	
4000 SHARES OF VISA INC CL A	03/15/2011 03/25/2008	282,792.96	245,841.00	36,951.96	
1500 SHARES OF VISA INC CL A	03/15/2011 04/22/2008	106,047.36	107,589.50	(1,542.14)	
1400 SHARES OF EXELON CORPORATION	03/21/2011 08/25/2009	56,440.89	71,736.00	(15,295.11)	
500 SHARES OF FLOWSERVE CORP	04/12/2011 05/26/2009	63,624.85	35,341.00	28,283.85	
1200 SHARES OF FLOWSERVE CORP	04/12/2011 10/20/2009	152,699.63	127,010.50	25,689.13	
1900 SHARES OF PROGRESS ENERGY INC	04/12/2011 08/25/2009	85,918.34	75,585.99	10,332.35	
2725 SHARES OF COGNIZANT TECH SOL CL A	04/12/2011 05/05/2009	217,702.06	74,211.29	143,490.77	
2300 SHARES OF SOUTHERN COMPANY	04/12/2011 08/25/2009	86,294.34	72,864.00	13,430.34	
2600 SHARES OF CENTERPOINT ENERGY INC	04/20/2011 08/25/2009	46,425.48	33,556.64	12,868.84	

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED					
3000 SHARES OF CENTERPOINT ENERGY INC	05/02/2011 08/25/2009	55,768.92	38,719.20	17,049.72	
1800 SHARES OF FLOWSERVE CORP	05/05/2011 05/26/2009	217,067.01	127,227.60	89,839.41	
2425 SHARES OF MOSAIC CO	05/18/2011 10/28/2008	167,695.22	65,794.86	101,900.36	
1000 SHARES OF BRISTOL-MYERS SQUIBB CO	05/24/2011 03/13/2009	28,249.45	20,808.40	7,441.05	
5000 SHARES OF COGNIZANT TECH SOL CL A	07/18/2011 05/05/2009	359,764.08	136,167.50	223,596.58	
5000 SHARES OF J.P.MORGAN CHASE & CO	08/09/2011 04/06/2004	176,349.11	207,800.00	(31,450.89)	
2500 SHARES OF J.P.MORGAN CHASE & CO	08/09/2011 01/05/2005	88,174.55	96,900.50	(8,725.95)	
2800 SHARES OF YUM BRANDS, INC.	08/09/2011 07/15/2009	137,678.67	95,452.00	42,226.67	
3400 SHARES OF YUM BRANDS, INC.	08/09/2011 05/04/2010	167,181.25	144,091.32	23,089.93	
1100 SHARES OF 3M COMPANY	08/19/2011 08/02/2010	85,149.36	96,031.21	(10,881.85)	
4775 SHARES OF ORACLE CORP	08/19/2011 11/06/2006	120,232.19	86,618.50	33,613.69	
6225 SHARES OF ORACLE CORP	08/19/2011 05/22/2008	156,742.48	139,626.75	17,115.73	
150 SHARES OF GOOGLE INC	08/19/2011 01/26/2009	75,784.54	48,333.33	27,451.21	
900 SHARES OF INTERNATIONAL BUSINESS MACHINES CORP.	08/19/2011 06/05/2008	142,593.26	115,332.39	27,260.87	

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED					
11 SHARES OF APPLE INC.	08/19/2011 12/26/2007	3,997.10	2,199.58	1,797.52	
264 SHARES OF APPLE INC.	08/19/2011 12/26/2007	95,930.48	52,794.72	43,135.76	
225 SHARES OF APPLE INC.	08/19/2011 04/28/2008	81,758.93	38,638.44	43,120.49	
2300 SHARES OF AMERICAN ELECTRIC POWER CO., INC.	08/19/2011 08/25/2009	85,497.40	72,749.00	12,748.40	
1500 SHARES OF YUM BRANDS, INC.	08/22/2011 07/15/2009	74,968.55	51,135.00	23,833.55	
TOTAL LONG TERM CAPITAL GAIN (LOSS)		7,698,612.18	5,198,267.32	2,500,344.86	
TOTAL SHORT TERM CAPITAL GAIN (LOSS)		7,432,895.05	7,829,983.32	(397,088.27)	
GRAND TOTAL SHORT & LONG TERM GAIN (LOSS)		15,131,507.23	13,028,250.64	2,103,256.59	

MASTER ACCOUNT # M09175
FROM 02/01/2011
TO 01/31/2012
FISCAL YEAR: 01/31

FOLEY & LARDNER LLP TRUST ACCT'G
Gain and Loss Report
MELITTA S. PICK CHARITABLE TRUST

SUMMARY OF CAPITAL GAINS AND LOSSES

TOTAL SHORT TERM CAPITAL GAIN (LOSS)	(397,088.27)	
NET SHORT TERM CAPITAL GAIN (LOSS)	(397,088.27)	(397,088.27)
TOTAL LONG TERM CAPITAL GAIN (LOSS)	2,500,344.86	
NET LONG TERM CAPITAL GAIN (LOSS)	2,500,344.86	2,500,344.86
NET CAPITAL GAIN (LOSS)		2,103,256.59
		==================
TOTAL GAIN/LOSS FROM SALES WITH UNKNOWN COST/ACQUISITION DATE	0.00	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FANDL - FIRST AMERICAN FUNDS	35.	35.
TOTAL	35.	35.

ATTACHMENT 2

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BOND AND NOTE INTEREST		172,523.	172,523.
DIVIDENDS		212,989.	212,989.
	TOTAL	385,512.	385,512.

ATTACHMENT 3

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FOLEY & LARDNER LLP		100,000. *	40,000.		60,000.
	TOTALS	100,000.	40,000.		60,000.

*PAYMENTS TO FOLEY & LARDNER LLP INCLUDE TRUSTEE SERVICES OF GEORGE A. DIONISOPOULOS AND RICHARD S. GALLAGHER, PARTNERS OF FOLEY & LARDNER LLP, AND LEGAL, TRUST ACCOUNTING AND TAX SERVICES. FOLEY & LARDNER LLP IS NOT A "DISQUALIFIED PERSON" WITH RESPECT TO THE TRUST.

MELITTA S. PICK CHARITABLE TRUST 23-7243490

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT COUNSEL FEES	35,937.	35,937.	
TOTALS	35,937.	35,937.	

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
2011/2012 ESTIMATED TAXES	1,400.		
2010/2011 TAX DUE	99.		
FOREIGN TAXES	429.	429.	
TOTALS	1,928.	429.	

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
REIMB OF ATTY DISBURSEMENTS	216.	108.	108.
ADR FEES	102.	102.	
UNDERPAYMENT PENALTY	2.		
TOTALS	320.	210.	108.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 7

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
US GOVERNMENT AGENCIES--SEE ATTACHED SCHEDULE.	208,238.	203,274.
US OBLIGATIONS TOTAL	208,238.	203,274.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
COMMON STOCK - SEE ATTACHED SCHEDULE.	9,090,768.	10,141,666.
LESS 1200 SHS EXXON MOBIL	-87,744.	-100,488.
MUTUAL FUNDS - SEE ATTACHED SCHEDULE.	739,529.	724,155.
EQUITY ETFS - SEE ATTACHED SCHEDULE.	717,189.	760,628.
TOTALS	10,459,742.	11,525,961.

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CORPORATE BONDS & NOTES--SEE ATTACHED SCHEDULE.	3,432,764.	3,688,491.
TOTALS	3,432,764.	3,688,491.

ATTACHMENT 10

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PARTNERSHIPS - SEE ATTACHED SCHEDULE.	69,419.	74,475.
TOTALS	69,419.	74,475.

SCHEDULE OF INVESTMENTS

MELITTA S. PICK CHARITABLE TRUST

ACCT M09175

ASSETS HELD 01/31/2012
VALUED AS OF 01/31/2012

UNITS	DESCRIPTION	LATEST ACQ DATE	UNIT TAX COST	TAX COST	CURRENT PRICE	MARKET VALUE	EST INC	YIELD
	PRINCIPAL CASH			3,165,387.04		3,165,387.04	0	
	INCOME CASH			3,165,387.04-		3,165,387.04-	0	
	TOTAL CASH			0.00*		0.00*	0*	
	MONEY MARKET FUNDS =================							
	FIRST AMERICAN FUNDS GOVERNMENT OBLIGATIONS - CLASS Z			1,068,004.70		1,068,004.70	1	0.0
	U.S. GOVERNMENT AGENCIES ========================							
200,000	FHLB CONS 5.75% 05/15/2012	11/16/2006	104.12	208,238.00	101.637	203,274.00	11,500	5.7
	CORPORATE BOND & NOTES ======================							
250,000	BANK OF AMERICA FDIC GTD TLGP 3.125% 06/15/2012	12/10/2008	101.08	252,695.00	101.109	252,772.50	7,813	3.1
300,000	CAMPBELL SOUP CO SR NT 3.05% 07/15/2017	03/21/2011	101.46	304,365.00	107.587	322,761.00	9,150	2.8
300,000	CISCO SYS INC SR NT 4.45% 01/01/2020	03/21/2011	104.13	312,375.00	115.822	347,466.00	13,350	3.8
200,000	COLGATE PALMOLIVE CO MTNS BE FR 5.2% 11/07/2016	11/17/2006	99.90	199,794.00	118.145	236,290.00	10,400	4.4
200,000	GENERAL ELEC CO 5% 02/01/2013	11/16/2006	99.00	197,992.00	104.318	208,636.00	10,000	4.8
300,000	GENERAL ELEC CAP CORP MTN BE SR NT 4.8% 05/01/2013	09/05/2008	100.12	300,348.00	104.751	314,253.00	14,400	4.6
200,000	GOLDMAN NOTE 5.35% 01/15/2016	12/06/2006	100.61	201,220.00	105.968	211,936.00	10,700	5.0
250,000	GOLDMAN SACHS GP INC FDIC TLGP 3.25% 06/15/2012	12/10/2008	101.43	253,562.50	101.161	252,902.50	8,125	3.2
300,000	MERCK & CO INC NT 4.75% 03/01/2015	09/09/2008	102.00	306,000.00	111.574	334,722.00	14,250	4.3
200,000	MERRILL LYNCH LYNCH CO INC MTN BE FR 5.45% 07/15/2014	01/03/2007	101.12	202,234.00	103.116	206,232.00	10,900	5.3
300,000	PEPSICO INC SR NT 5% 06/01/2018	09/10/2008	101.00	302,988.00	118.326	354,978.00	15,000	4.2
200,000	PROCTER & GAMBLE NOTE 4.95% 08/15/2014	12/06/2006	99.46	198,926.00	111.193	222,386.00	9,900	4 5
200,000	3M CO MEDIUM TERM NTS BK ENTRY 4.375% 08/15/2013	08/20/2008	100.38	200,754.00	106.151	212,302.00	8,750	4.1
200,000	VODAFONE GROUP PLC NEW NT 2.875% 03/16/2016	03/10/2011	99.76	199,510.00	105 427	210,854.00	5,750	2.7

SCHEDULE OF INVESTMENTS

MELITTA S. PICK CHARITABLE TRUST ACCT M09175

ASSETS HELD 01/31/2012
VALUED AS OF 01/31/2012

UNITS	DESCRIPTION	LATEST ACQ DATE	UNIT TAX COST	TAX COST	CURRENT PRICE	MARKET VALUE	EST INC	YIELD
	TOTAL CORPORATE BOND & NOTES			3,432,763.50*		3,688,491.00*	148,488*	4.0*
	COMMON STOCK ============							
3,000	AT&T INC	08/19/2011	28.64	85,918.00	29.41	88,230.00	5,280	6.0
2,225	ABBOTT LABORATORIES	12/02/2011	53.78	119,655.00	54.15	120,483.75	4,272	3.5
2,900	AMETEK INC NEW	03/23/2011	41.79	121,199.41	47	136,300.00	696	0.5
4,500	ANALOG DEVICES INC	09/15/2011	33.48	150,651.00	39.13	176,085.00	4,500	2.6
5,800	ANNALY CAP MGMT INC	10/03/2011	17.36	100,672.00	16.84	97,672.00	13,224	13.5
527	APPLE INC.	04/28/2008	171.73	90,499.81	456.48	240,564.96	0	
225	AUTOZONE INC	09/09/2011	313.58	70,555.75	347.88	78,273.00	0	
1,307	BARRICK GOLD CORPORATION	09/21/2011	54.89	71,745.15	49.26	64,382.82	784	1.2
4,475	BAXTER INTERNATIONAL INC.		56.59	253,233.45	55.48	248,273.00	5,997	2.4
1,869	BED BATH & BEYOND INC	12/16/2011	60.58	113,222.55	60.70	113,448.30	0	
1,473	BLACKROCK INC		178.38	262,747.08	182	268,086.00	8,102	3.0
5,500	BRISTOL-MYERS SQUIBB CO	08/19/2011	24.12	132,686.70	32.24	177,320.00	7,480	4.2
6,000	CSX CORPORATION	09/15/2010	18.55	111,312.60	22.55	135,300.00	2,880	2.1
472	CARBO CERAMICS INC	09/21/2011	152.79	72,115.23	97 1/4	45,902.00	453	1.0
1,468	CATERPILLAR INC		86.79	127,408.31	109.12	160,188.16	2,701	1.7
1,854	CELGENE CORP	11/28/2011	64.38	119,363.87	72.69	134,767.26	0	
3,050	CHEVRON CORP NEW		102.71	313,265.86	103.12	314,516.00	9,882	3.1
6,000	CISCO SYSTEMS, INC.	09/13/2011	15.42	92,520.00	19.645	117,870.00	1,440	1.2
2,370	COACH INC	09/13/2011	55.60	131,768.65	70.05	166,018.50	2,133	1.3
1,739	COCA-COLA COMPANY	10/10/2011	68.00	118,247.88	67.53	117,434.67	3,269	2.8
700	CUMMINS INC	05/18/2011	108.41	75,884.90	104	72,800.00	1,120	1.5
2,500	DANAHER CORPORATION	02/15/2011	51.32	128,304.25	52.51	131,275.00	250	0.2
3,359	DEERE & COMPANY		82.25	276,274.04	86.15	289,377.85	5,509	1.9
1,362	DIAGEO PLC SPONS ADR NEW	12/16/2011	83.94	114,326.64	88.59	120,659.58	3,534	2.9
3,500	DIRECTV CL A	01/07/2011	42.06	147,218.40	45.01	157,535.00	0	
4,000	E. I. DU PONT DE NEMOURS & CO	12/09/2011	48.84	195,348.26	50.89	203,560.00	6,560	3.2
5,200	E M C CORPORATION (MASS)	02/10/2011	27.10	140,899.72	25.76	133,952.00	0	
3,300	ENSCO INTL LTD SPONSORED ADR	09/13/2011	49.32	162,762.32	52.64	173,712.00	4,620	2.7
2,400	EXXON MOBIL CORP	08/10/2011	71.41	171,389.04	83.74	200,976.00	4,512	2.2
4,940	FOOT LOCKER INC	12/28/2011	22.55	111,419.63	26.24	129,625.60	3,260	2 5
4,300	FREEPORT-McMORAN COPPER & GOLD CLASS B	12/08/2011	44.03	189,332.04	46.21	198,703.00	4,300	2.2
2,400	GENERAL MILLS, INC.	08/19/2011	36.24	86,974.00	39 83	95,592.00	2,928	3.1
264	GOOGLE INC	01/26/2012	397 32	104,893.57	580.11	153,149.04	0	
3,950	HALLIBURTON COMPANY	09/13/2011	39.90	157,596.69	36.78	145,281.00	1,422	1.0
12,355	INTEL CORPORATION		22.02	272,047.58	26.42	326,419.10	10,378	3 2
1,825	INTERNATIONAL BUSINESS MACHINES CORP.		128.15	233,868.45	192.60	351,495.00	5,475	1.6

SCHEDULE OF INVESTMENTS

MELITTA S. PICK CHARITABLE TRUST

ACCT M09175

ASSETS HELD 01/31/2012
VALUED AS OF 01/31/2012

UNITS	DESCRIPTION	LATEST ACQ DATE	UNIT TAX COST	TAX COST	CURRENT PRICE	MARKET VALUE	EST INC	YIELD
164	INTUITIVE SURGICAL INC	12/15/2011	427.28	70,074.08	459.91	75,425.24	0	
3,800	J.P.MORGAN CHASE & CO	10/07/2011	34.05	129,397.03	37.30	141,740.00	3,800	2.7
1,334	LAS VEGAS SANDS CORP	01/12/2012	45.23	60,338.69	49.11	65,512.74	1,334	2.0
3,300	MARATHON PETE CORP	01/09/2012	31.64	104,426.67	38.22	126,126.00	3,300	2.6
359	MASTERCARD INC	01/26/2012	355.32	127,559.53	355.57	127,649.63	215	0.2
4,000	MATTEL INC. COMMON STOCK PAR VALUE $1.00	10/03/2011	25.17	100,677.00	31	124,000.00	3,680	3.0
6,300	MICROSOFT CORPORATION	08/19/2011	26.18	164,920.38	29.53	186,039.00	5,040	2.7
2,400	NEWMONT MINING CORP. COMMON STOCK	01/25/2012	60.20	144,490.44	61.48	147,552.00	3,360	2.3
2,600	NORDSTROM INC	04/12/2011	46.30	120,373.50	49.38	128,388.00	2,392	1.9
2,800	NORFOLK SOUTHERN CORP	01/05/2012	66.72	186,807.24	72.20	202,160.00	5,264	2.6
2,500	NOVARTIS AG ADR	09/16/2011	54.45	136,114.05	54.36	135,900.00	5,013	3.7
2,000	NUCOR CORPORATION COMMON STOCK PAR VALUE $0.40	09/09/2011	33.05	66,100.00	44.49	88,980.00	2,920	3.3
670	OCCIDENTAL PETROLEUM CORPORATION	10/28/2011	96.96	64,963.20	99.77	66,845.90	1,233	1.8
1,800	OIL STS INTL INC	08/22/2011	74.45	134,015.15	79.69	143,442.00	0	
3,528	ORACLE CORP	09/13/2011	21.94	77,392.92	28.21	99,524.88	847	0.9
2,600	PNC FINANCIAL SERVICES GROUP INC	11/18/2011	51.38	133,579.04	58.92	153,192.00	3,640	2.4
9,800	PFIZER INC	09/14/2011	18.90	185,192.00	21.40	209,720.00	8,624	4.1
1,301	POTASH CORPORATION SASKATCHEWAN INC.	10/12/2011	49.47	64,355.66	46.74	60,808.74	729	1.2
1,200	PROCTER & GAMBLE COMPANY	08/19/2011	61.12	73,342.99	63.04	75,648.00	2,520	3.3
2,200	QUALCOMM INC INC	08/19/2011	47.63	104,791.06	58.82	129,404.00	1,892	1.5
3,950	RAYTHEON COMPANY	09/20/2011	44.05	174,014.01	47.99	189,560.50	6,794	3.6
3,000	ROBERT HALF INTERNATIONAL INC.	08/19/2011	21.37	64,120.20	27.69	83,070.00	1,680	2.0
3,734	SALLY BEAUTY HLDGS INC	11/02/2011	19.35	72,234.23	20.62	76,995.08	1,942	2.5
4,000	TIMKEN COMPANY	10/28/2011	35.91	143,630.95	48.83	195,320.00	3,200	1.6
1,850	TORONTO DOMINION BK ONT COMMON STOCK	08/19/2011	78.63	145,462.49	77.12	142,672.00	4,940	3.5
7,500	US BANCORP DEL	12/05/2011	23.59	176,901.53	28.22	211,650.00	3,750	1.8
2,664	VALERO ENERGY CORP	12/02/2011	22.88	60,941.40	23.99	63,909.36	1,598	2.5
5,600	VODAFONE GROUP PLC NEW SPONS ADR NEW	01/13/2012	26.39	147,807.20	27.08	151,648.00	8,008	5.3
2,400	WAL-MART STORES INC.	09/14/2011	53.68	128,838.00	61.36	147,264.00	3,504	2.4
5,029	WELLS FARGO COMPANY (NEW)		28 42	142,911.54	29.21	146,897.09	2,414	1.6
1,702	WHOLE FOODS MARKET INC	12/28/2011	65.62	111,686.55	74.03	125,999.06	953	0.8
2,000	ACCENTURE PLC IRELAND SHS CLASS A ADR	07/18/2011	59.77	119,540.00	57.34	114,680.00	2,700	2.4
2,109	CHECK POINT SOFTWARE TECHNOLOGIES LTD	09/22/2011	59.95	126,441.78	56.29	118,715.61	0	
	TOTAL COMMON STOCK			9,090,768.34*		10,141,666.42*	224,247*	2.2*

SCHEDULE OF INVESTMENTS

MELITTA S. PICK CHARITABLE TRUST

ACCT M09175

ASSETS HELD 01/31/2012
VALUED AS OF 01/31/2012

UNITS	DESCRIPTION	LATEST ACQ DATE	UNIT TAX COST	TAX COST	CURRENT PRICE	MARKET VALUE	EST INC	YIELD
	EQUITY MUTUAL FUNDS ===================							
22,385	VANGUARD TAX-MANAGED FD EUROPE PAC ETF	09/28/2011	33.04	739,528.90	32.35	724,154.75	23,415	3.2
	EQUITY ETFS ===========							
17,969	VANGUARD EMERGING MARKETS ETF	09/28/2011	39.91	717,189.28	42.33	760,627.77	16,280	2.1
	PARTNERSHIPS ============							
7,500	OCH ZIFF CAP MGMT GROUP CL A	01/13/2012	9.26	69,418.50	9.93	74,475.00	2,700	3.6
	FUND			15,325,911.22*		16,660,693.64*	426,631*	2.6*

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

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
GEORGE A. DIONISOPOULOS 777 E. WISCONSIN AVE. MILWAUKEE, WI 53202	TRUSTEE 1.00	0	0	0
JOAN M. PICK 604 MIDLAND AVENUE WEST BEND, WI 53095	TRUSTEE 1.00	0	0	0
RICHARD S. GALLAGHER 777 E. WISCONSIN AVE. MILWAUKEE, WI 53202	TRUSTEE 1.00	0	0	0
	GRAND TOTALS	0	0	0

ATTACHMENT 12

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

GEORGE A. DIONISOPOULOS
777 E. WISCONSIN AVENUE
MILWAUKEE, WI 53202-5306
414-297-5750

ATTACHMENT 13

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

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

ATTACHMENT 14

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

GRANTS ARE GIVEN TO ORGANIZATIONS AND NOT INDIVIDUALS. THE FOUNDATION'S PRESENT PLANS PRECLUDE EXTENSIVE CONSIDERATION OF UNSOLICITED REQUESTS.

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

ATTACHMENT 15

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHED SCHEDULE.	NONE PUBLIC CHARITIES	UNRESTRICTED GRANTS	1,379,000.
		TOTAL CONTRIBUTIONS PAID	1,379,000.

MELITTA S. PICK CHARITABLE TRUST
EIN 23-7243490
Attachment to Form 990-PF for Fiscal Year Ending January 31, 2012

Part XV, Line 3(a) - Contributions

Above the Clouds, Milwaukee, WI	5,000 00
American Cancer Society, Milwaukee, WI	5,000.00
American Red Cross, Dallas, TX	10,000.00
Audio & Braille Literacy Enhancement, Inc., Milwaukee, WI	6,000 00
Bay Lakes Council - Boy Scouts of America, Menasha, WI	5,000.00
Big Brothers/Big Sisters of Sheboygan County, Sheboygan, WI	2,500.00
Big Brothers/Big Sisters of Washington County, West Bend, WI	7,500.00
Camp Anokijig, Friends of, Plymouth, WI	5,000.00
Cedar Community Foundation, Inc., West Bend, WI	25,000 00
Center for Deaf-Blind Persons, Inc., Milwaukee, WI	5,000.00
Citizen Advocacy Program of Washington County, West Bend, WI	5,000.00
Dr. James E. Albrecht Free Clinic Inc., West Bend, WI	5,000.00
Family Center of Washington County, West Bend, WI	5,000 00
Girl Scouts of Wisconsin Southeast, Inc., Milwaukee, WI	5,000 00
Hunger Task Force of Milwaukee, Milwaukee, WI	20,000 00
Juvenile Diabetes Research Foundation, New York, NY	50,000 00
Kettle Moraine YMCA, Inc., West Bend, WI	30,000.00
Literacy Services of Wisconsin, Inc., Milwaukee, WI	10,000 00
Milwaukee Art Museum, Milwaukee, WI	100,000.00
Milwaukee Institute of Art & Design, Milwaukee, WI	10,000.00
Milwaukee Public Museum, Milwaukee, WI	100,000 00
Milwaukee School of Engineering, Milwaukee, WI	15,000 00
Milwaukee Symphony Orchestra, Inc., Milwaukee, WI	90,000 00
Neighborhood House of Milwaukee, Milwaukee, WI	35,000.00
Old World Wisconsin Foundation, Inc., Eagle, WI	25,000.00
Ozaukee Family Services, Cedarburg, WI	20,000.00
Planned Parenthood Association of Washington County, West Bend, WI	2,000 00
Prevent Blindness Wisconsin, Milwaukee, WI	5,000 00
Riveredge Nature Center, Inc., Newburg, WI	10,000.00
St. Benedict the Moor, Milwaukee, WI	15,000 00
The Salvation Army, Sheboygan, WI	20,000 00
Senior Citizens Activities, Inc., West Bend, WI	1,000 00
Sheboygan & Plymouth Area United Way, Inc., Sheboygan, WI	10,000.00
Sheboygan County YMCA, Sheboygan, WI	15,000.00
Threshold, Inc., West Bend, WI	5,000 00
United Performing Arts Fund, Milwaukee, WI	100,000.00
United Way of Washington County, West Bend, WI	50,000 00
Volunteer Center of Washington County, West Bend, WI	5,000.00
Washington County Historical Society, West Bend, WI	35,000 00
Washington County Humane Society, Inc., Slinger, WI	5,000 00
West Bend Community Foundation (Museum of Wisconsin Art Endowment Fund), West Bend, WI	200,000.00
West Bend Community Foundation (Museum of Wisconsin Art Operating Fund), West Bend, WI	300,000 00
Total	1,379,000.00

melitta pick charitable trust valuation and contributions.xls

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 15

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WEST BEND COMMUNITY FOUNDATION WEST BEND, WI	NONE PUBLIC CHARITY	UNRESTRICTED GRANT	1,000,000. *
		TOTAL CONTRIBUTIONS APPROVED	1,000,000.

*CONTRIBUTIONS WILL BE MADE IN EQUAL INSTALLMENTS ENDING IN 2016.