

SECURITIES AND EXCHANGE COMMISSION

FORM N-PX

Annual report of proxy voting record of registered management investment companies filed on
Form N-PX

Filing Date: **2004-08-12** | Period of Report: **2004-08-12**
SEC Accession No. **0001160378-04-000007**

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FILER

NICHOLAS FAMILY OF FUNDS INC

CIK: **1160378** | IRS No.: **000000000**

Type: **N-PX** | Act: **40** | File No.: **811-10531** | Film No.: **04970989**

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT
COMPANY

Investment Company Act file number: 811-10531

Nicholas Family of Funds, Inc.

(Exact name of registrant as specified in charter)

700 North Water Street
Milwaukee, Wisconsin 53202

(Address of principle executive offices)

Jeffrey T. May, Senior Vice President & Treasurer
700 North Water Street
Milwaukee, Wisconsin 53202

(Name and address of agent for service)

Registrant's telephone number, including area code: 414-272-6133

Date of Fiscal year-end: 12/31/2004

Date of reporting period: 07/1/2003 - 06/30/2004

Item 1. Proxy Voting Record

Account Number: Nicholas Liberty Fund

ISSUER NAME	TICKER	CUSIP	MTG DATE	MTG TYPE			
			Proposal Type	Voted?	Vote	For/Agnst Mgmt	
<i>AmerUs Group Co</i>	<i>AMH</i>	<i>03072M108</i>	<i>5/13/04</i>	<i>Annual</i>			
1.01	Elect Roger K. Brooks		MGMT	YES	FOR	FOR	
1.02	Elect Thomas C. Godlasky		MGMT	YES	FOR	FOR	
1.03	Elect Stephen Strome		MGMT	YES	FOR	FOR	
1.04	Elect F.A. Wittern Jr.		MGMT	YES	FOR	FOR	
2.00	Amend Indemnification Provision		MGMT	YES	FOR	FOR	

	Amend Director Liability Provision					
3.00	Amend Deferred Compensation Plan	MGMT	YES	FOR	FOR	
4.00	Ratify Selection of Auditors	MGMT	YES	FOR	FOR	
Asia Satellite Telecommunications Holdings SAT 04516X106 5/14/04			Annual			
1.00	Approve Financial Statements	MGMT	YES	FOR	FOR	
2.00	Set Final Dividend at 24.00	MGMT	YES	FOR	FOR	
3.01	Elect Mi Zengxin	MGMT	YES	FOR	FOR	
3.02	Elect Romain Bausche	MGMT	YES	AGNST	AGNST	
3.03	Elect Ding Yu Cheng	MGMT	YES	FOR	FOR	
3.04	Elect Ju Weimen	MGMT	YES	FOR	FOR	
3.05	Elect Ko Fai Wong	MGMT	YES	FOR	FOR	
3.06	Approve Directors' Fees	MGMT	YES	AGNST	AGNST	
4.00	Appoint Auditors and Set Their Fees	MGMT	YES	FOR	FOR	
5.01	Issue Stock w/o Preemptive Rights	MGMT	YES	FOR	FOR	
5.02	Authorize Share Repurchase	MGMT	YES	FOR	FOR	
5.03	Reissuance of Shares/Treasury Stock	MGMT	YES	FOR	FOR	
Asia Satellite Telecommunications Holdings SAT 04516X106 5/14/04			Special			
1.00	Amend Meeting Procedures/Change Date	MGMT	YES	FOR	FOR	
	Amend Board Powers/Procedures/Qualifications					
	Amend Board Election Rules					
	Amend Articles--Technical					
AXIS Capital Holdings Ltd AXS G0692U109 5/6/04			Annual			
1.01	Elect Jurgen Grupe	MGMT	YES	FOR	FOR	
1.02	Elect Maurice A. Keane	MGMT	YES	FOR	FOR	
1.03	Elect Edward J. Kelly	MGMT	YES	FOR	FOR	
1.04	Elect Andrew H. Rush	MGMT	YES	FOR	FOR	
1.05	Elect Henry B. Smith	MGMT	YES	FOR	FOR	
1.06	Elect Jefferey C. Walker	MGMT	YES	FOR	FOR	
1.07	Elect Michael A. Brutt	MGMT	YES	FOR	FOR	
1.08	Elect John R. Charman	MGMT	YES	FOR	FOR	
1.09	Elect Andrew Cook	MGMT	YES	FOR	FOR	
1.10	Elect Michael J. Weetch	MGMT	YES	FOR	FOR	
2.00	Amend Board/Supervisory Board Size	MGMT	YES	FOR	FOR	
3.00	Appoint Auditors and Set Their Fees	MGMT	YES	FOR	FOR	
4.00	Appoint Subsidiary Auditors and Set Their Fees	MGMT	YES	FOR	FOR	
5.00	Approve Subsidiary Auditors' Fees	MGMT	YES	FOR	FOR	
6.00	Approve Subsidiary Financial Statements	MGMT	YES	FOR	FOR	
7.00	Approve Subsidiary Auditors' Fees	MGMT	YES	FOR	FOR	
8.00	Approve Subsidiary Financial Statements	MGMT	YES	FOR	FOR	
9.00	Approve Subsidiary Auditors' Fees	MGMT	YES	FOR	FOR	
10.00	Approve Subsidiary Financial Statements	MGMT	YES	FOR	FOR	
11.00	Appoint Subsidiary Auditors and Set Their Fees	MGMT	YES	FOR	FOR	
12.00	Approve Subsidiary Financial Statements	MGMT	YES	FOR	FOR	
13.00	Appoint Subsidiary Auditors and Set Their Fees	MGMT	YES	FOR	FOR	
14.00	Approve Subsidiary Financial Statements	MGMT	YES	FOR	FOR	
15.00	Appoint Subsidiary Auditors and Set Their Fees	MGMT	YES	FOR	FOR	

16.00	Approve Subsidiary Financial Statements	MGMT	YES	FOR	FOR
Biovail Corporation International					
	BVF 09067J109 6/25/04		Annual		
1.01	Elect Eugene N. Melnyk	MGMT	YES	AGNST	AGNST
1.02	Elect Rolf K. Reininghaus	MGMT	YES	FOR	FOR
1.03	Elect Winfred G. Bristow	MGMT	YES	FOR	FOR
1.04	Elect Roger D. Rowan	MGMT	YES	FOR	FOR
1.05	Elect Laurence E. Paul	MGMT	YES	FOR	FOR
1.06	Elect Sheldon Plener	MGMT	YES	FOR	FOR
1.07	Elect Michael Van Every	MGMT	YES	FOR	FOR
2.00	Appoint Auditors and Set Their Fees	MGMT	YES	FOR	FOR
3.00	Approve Stock Option Plan	MGMT	YES	FOR	FOR
Brown & Brown					
	BRO 115236101 4/22/04		Annual		
1.01	Elect J. Hyatt Brown	MGMT	YES	FOR	FOR
1.02	Elect Samuel P. Bell III	MGMT	YES	FOR	FOR
1.03	Elect Hugh M. Brown	MGMT	YES	FOR	FOR
1.04	Elect Bradley Currey Jr.	MGMT	YES	FOR	FOR
1.05	Elect Jim W. Henderson	MGMT	YES	FOR	FOR
1.06	Elect Theodore J. Hoepner	MGMT	YES	FOR	FOR
1.07	Elect David H. Hughes	MGMT	YES	FOR	FOR
1.08	Elect John R. Riedman	MGMT	YES	FOR	FOR
1.09	Elect Jan E. Smith	MGMT	YES	FOR	FOR
Cardinal Health, Inc.					
	CAH 14149Y108 9/8/2003		Annual		
1.01	Elect Dave Bing	MGMT	YES	FOR	FOR
1.02	Elect John F. Finn	MGMT	YES	FOR	FOR
1.03	Elect John F. Havens	MGMT	YES	FOR	FOR
1.04	Elect David w. Raisbeck	MGMT	YES	FOR	FOR
1.05	Elect Robert D. Walter	MGMT	YES	FOR	FOR
Clear Channel Communications					
	CCU 184502102 4/28/04		Annual		
1.01	Elect L. Lowry Mays	MGMT	YES	FOR	FOR
1.02	Elect Phyllis B. Riggins	MGMT	YES	FOR	FOR
1.03	Elect Alan D. Feld	MGMT	YES	FOR	FOR
1.04	Elect Mark P. Mays	MGMT	YES	FOR	FOR
1.05	Elect Theodore H. Strauss	MGMT	YES	FOR	FOR
1.06	Elect Thomas O. Hicks	MGMT	YES	FOR	FOR
1.07	Elect Randall T. Mays	MGMT	YES	FOR	FOR
1.08	Elect J.C. Watts Jr.	MGMT	YES	FOR	FOR
1.09	Elect Perry J. Lewis	MGMT	YES	FOR	FOR
1.10	Elect B. J. McCombs	MGMT	YES	FOR	FOR
1.11	Elect John H. Williams	MGMT	YES	FOR	FOR
2.00	Ratify Selection of Auditors	MGMT	YES	FOR	FOR
Contango Oil & Gas Company					
	MCF 21075N204 11/7/2003		Annual		
1.01	Elect Kenneth R. Peak	MGMT	YES	FOR	FOR
1.02	Elect Jay D. Brehmer	MGMT	YES	FOR	FOR
1.03	Elect Joseph S. Compofelice	MGMT	YES	FOR	FOR
1.04	Elect Darrell W. Williams	MGMT	YES	FOR	FOR
Correctional Properties Trust					
	CPV 22025E104 4/29/04		Annual		

1.01	Elect Charles R. Jones			MGMT	YES	FOR	FOR
1.02	Elect James D. Motta			MGMT	YES	FOR	FOR
2.00	Amend Stock Option Plan			MGMT	YES	AGNST	AGNST
3.00	Ratify Selection of Auditors			MGMT	YES	FOR	FOR
DAVITA Inc		DVA	23918K108	5/24/04	Annual		
1.01	Elect Nancy-Ann DeParle			MGMT	YES	FOR	FOR
1.02	Elect Richard B. Fontaine			MGMT	YES	FOR	FOR
1.03	Elect Peter T. Grauer			MGMT	YES	FOR	FOR
1.04	Elect Michele J. Hooper			MGMT	YES	FOR	FOR
1.05	Elect C. Raymond Larkin Jr.			MGMT	YES	FOR	FOR
1.06	Elect John M. Nehra			MGMT	YES	FOR	FOR
1.07	Elect William L. Roper			MGMT	YES	FOR	FOR
1.08	Elect Kent J. Thiry			MGMT	YES	FOR	FOR
2.00	Approve Other Business			MGMT	YES	FOR	FOR
DIRECTV Group Inc		DTV	25459L106	6/2/04	Annual		
1.01	Elect K. Rupert Murdoch			MGMT	YES	FOR	FOR
1.02	Elect Neil R. Austrian			MGMT	YES	FOR	FOR
1.03	Elect Charles R. Lee			MGMT	YES	FOR	FOR
2.00	Adopt Stock Option Plan			MGMT	YES	AGNST	AGNST
3.00	Approve Annual Bonus Plan			MGMT	YES	FOR	FOR
4.00	Ratify Selection of Auditors			MGMT	YES	FOR	FOR
General Motors Corporation		GM	370442832	8/1/2003	Special		
1.00	Approve First Charter Amendment			MGMT	YES	FOR	FOR
2.00	Ratify New Hughes Certificate			MGMT	YES	FOR	FOR
3.00	Ratify New Hughes Split-Off			MGMT	YES	FOR	FOR
4.00	Ratify GM/News Stock Sale			MGMT	YES	FOR	FOR
5.00	Ratify News Stock Acquisition			MGMT	YES	FOR	FOR
6.00	Approve Second GM Charter Amendment			MGMT	YES	FOR	FOR
EchoStar Communications		DISH	278762109	5/6/04	Annual		
1.01	Elect Michael T. Dugan			MGMT	YES	FOR	FOR
1.02	Elect James DeFranco			MGMT	YES	FOR	FOR
1.03	Elect Cantey Ergen			MGMT	YES	FOR	FOR
1.04	Elect Charles W. Ergen			MGMT	YES	FOR	FOR
1.05	Elect Raymond L. Friedlob			MGMT	YES	FOR	FOR
1.06	Elect Steven R. Goodbarn			MGMT	YES	FOR	FOR
1.07	Elect David K. Moskowitz			MGMT	YES	FOR	FOR
1.08	Elect C. Michael Schroeder			MGMT	YES	FOR	FOR
2.00	Ratify Selection of Auditors			MGMT	YES	FOR	FOR
3.00	Approve Other Business			MGMT	YES	FOR	FOR
InterActiveCorp		IACI	45840Q101	6/23/04	Annual		
1.01	Elect Richard N. Barton			MGMT	YES	FOR	FOR
1.02	Elect Robert R. Bennett			MGMT	YES	FOR	FOR
1.03	Elect Edgar Bronfman, Jr.			MGMT	YES	FOR	FOR
1.04	Elect Barry Diller			MGMT	YES	FOR	FOR
1.05	Elect Victor A. Kaufman			MGMT	YES	FOR	FOR
1.06	Elect Donald R. Keough			MGMT	YES	FOR	FOR

1.07	Elect Marie-Josee Kravis		MGMT	YES	FOR	FOR
1.08	Elect John C. Malone		MGMT	YES	FOR	FOR
1.09	Elect Steven Rattner		MGMT	YES	FOR	FOR
1.10	Elect H. Norman Schwarzkopf		MGMT	YES	FOR	FOR
1.11	Elect Alan G. Spoon		MGMT	YES	FOR	FOR
1.12	Elect Diane von Furstenberg		MGMT	YES	FOR	FOR
2.00	Ratify Selection of Auditors		MGMT	YES	FOR	FOR
Lamar Advertising Co		LAMR	512815101	5/27/04	Annual	
1.01	Elect Anna Reilly Cullinan		MGMT	YES	FOR	FOR
1.02	Elect John Maxwell Hamilton		MGMT	YES	FOR	FOR
1.03	Elect Robert M. Jelenic		MGMT	YES	FOR	FOR
1.04	Elect Charles W. Lamar III		MGMT	YES	FOR	FOR
1.05	Elect Stephen P. Mumblow		MGMT	YES	FOR	FOR
1.06	Elect Thomas Reifenheiser		MGMT	YES	FOR	FOR
1.07	Elect Kevin P. Reilly Jr.		MGMT	YES	FOR	FOR
2.00	Add Shares to Stock Option Plan		MGMT	YES	AGNST	AGNST
Liberty Media Corp		L	530718105	6/9/04	Annual	
1.01	Elect Robert R. Bennett		MGMT	YES	FOR	FOR
1.02	Elect Paul A. Gould		MGMT	YES	FOR	FOR
1.03	Elect John C. Malone		MGMT	YES	FOR	FOR
2.00	Amend Stock Option Plan		MGMT	YES	FOR	FOR
3.00	Ratify Selection of Auditors		MGMT	YES	FOR	FOR
Manpower		MAN	56418H100	4/27/04	Annual	
1.01	Elect Stephanie A. Burns		MGMT	YES	FOR	FOR
1.02	Elect Willie D. Davis		MGMT	YES	FOR	FOR
1.03	Elect Jack M. Greenberg		MGMT	YES	FOR	FOR
1.04	Elect Terry A. Hueneke		MGMT	YES	FOR	FOR
2.00	Ratify Selection of Auditors		MGMT	YES	FOR	FOR
National Financial Partners		NFP	63607P208	5/19/04	Annual	
1.01	Elect Stephanie W. Abramson		MGMT	YES	FOR	FOR
1.02	Elect Arthur S. Ainsberg		MGMT	YES	FOR	FOR
1.03	Elect Marc E. Becker		MGMT	YES	FOR	FOR
1.04	Elect Jessica M. Bibliowicz		MGMT	YES	FOR	FOR
1.05	Elect Matthew Goldstein		MGMT	YES	FOR	FOR
1.06	Elect Shari Loessberg		MGMT	YES	FOR	FOR
1.07	Elect Marc J. Rowan		MGMT	YES	FOR	FOR
2.00	Approve Annual Bonus Plan		MGMT	YES	FOR	FOR
3.00	Ratify Selection of Auditors		MGMT	YES	FOR	FOR
Nationwide Financial Services		NFS	638612101	5/5/04	Annual	
1.01	Elect James G. Brocksmith Jr.		MGMT	YES	FOR	FOR
1.02	Elect Keith W. Eckel		MGMT	YES	FOR	FOR
1.03	Elect James F. Patterson		MGMT	YES	FOR	FOR
1.04	Elect Gerald D. Prothro		MGMT	YES	FOR	FOR
2.00	Ratify Selection of Auditors		MGMT	YES	FOR	FOR
3.00	Amend Stock Option Plan		MGMT	YES	FOR	FOR
4.00	Adopt Director Stock Award Plan		MGMT	YES	FOR	FOR

Orbitz Inc		ORBZ	68556Y100	6/2/04	Annual		
1.01	Elect Denise K. Fletcher			MGMT	YES	FOR	FOR
4.00	Ratify Selection of Auditors			MGMT	YES	FOR	FOR
Pfizer		PFE	717081103	4/22/04	Annual		
1.01	Elect Michael S. Brown			MGMT	YES	FOR	FOR
1.02	Elect M. Anthony Burns			MGMT	YES	FOR	FOR
1.03	Elect Robert N. Burt			MGMT	YES	FOR	FOR
1.04	Elect W. Don Cornwell			MGMT	YES	FOR	FOR
1.05	Elect William H. Gray III			MGMT	YES	FOR	FOR
1.06	Elect Constance J. Horner			MGMT	YES	FOR	FOR
1.07	Elect William R. Howell			MGMT	YES	FOR	FOR
1.08	Elect Stanley O. Ikenberry			MGMT	YES	FOR	FOR
1.09	Elect George A. Lorch			MGMT	YES	FOR	FOR
1.10	Elect Henry A. McKinnell Jr.			MGMT	YES	FOR	FOR
1.11	Elect Dana G. Mead			MGMT	YES	FOR	FOR
1.12	Elect Franklin D. Raines			MGMT	YES	FOR	FOR
1.13	Elect Ruth J. Simmons			MGMT	YES	FOR	FOR
1.14	Elect William C. Steere Jr.			MGMT	YES	FOR	FOR
1.15	Elect Jean-Paul Valles			MGMT	YES	FOR	FOR
2.00	Ratify Selection of Auditors			MGMT	YES	FOR	FOR
3.00	Adopt Stock Option Plan			MGMT	YES	FOR	FOR
4.00	Review AIDS Pandemic's Impact on Company			SHLDR	YES	AGNST	FOR
5.00	Limit or End Political Spending			SHLDR	YES	AGNST	FOR
6.00	Review Political Spending			SHLDR	YES	FOR	AGNST
7.00	Director Tenure/Retirement Age			SHLDR	YES	AGNST	FOR
8.00	Review Drug Pricing or Distribution			SHLDR	YES	AGNST	FOR
9.00	Restrict Executive Compensation			SHLDR	YES	AGNST	FOR
10.00	Review or Promote Animal Welfare			SHLDR	YES	AGNST	FOR
Pier 1 Imports Inc		PIR	720279108	6/25/04	Annual		
1.01	Elect Marvin J. Girouard			MGMT	YES	FOR	FOR
1.02	Elect James M. Hoak Jr.			MGMT	YES	FOR	FOR
1.03	Elect Tom M. Thomas			MGMT	YES	FOR	FOR
1.04	Elect John H. Burgoyne			MGMT	YES	FOR	FOR
1.05	Elect Michael R. Ferrari			MGMT	YES	FOR	FOR
1.06	Elect Karen W. Katz			MGMT	YES	FOR	FOR
1.07	Elect Terry E. London			MGMT	YES	FOR	FOR
2.00	Add Shares to Stock Option Plan			MGMT	YES	AGNST	AGNST
3.00	Adopt Employee Stock Purchase Plan			MGMT	YES	AGNST	AGNST
Renal Care Group Inc		RCI	759930100	6/9/04	Annual		
1.01	Elect Joseph C. Hutts			MGMT	YES	FOR	FOR
1.02	Elect Harry R. Jacobson			MGMT	YES	FOR	FOR
1.03	Elect Thomas A. Lowery			MGMT	YES	FOR	FOR
2.00	Adopt Stock Option Plan			MGMT	YES	AGNST	AGNST
3.00	Amend Stock Option Plan			MGMT	YES	FOR	FOR
4.00	Increase Authorized Common Stock			MGMT	YES	FOR	FOR
Shire Pharmaceuticals Group		SHPGY	82481R106	6/16/04	Annual		

1.00	Approve Financial Statements	MGMT	YES	FOR	FOR
2.00	Elect James H. Cavanaugh	MGMT	YES	FOR	FOR
3.00	Elect Barry Price	MGMT	YES	FOR	FOR
4.00	Elect Robin Buchanan	MGMT	YES	FOR	FOR
5.00	Elect David Kappler	MGMT	YES	FOR	FOR
6.00	Appoint Auditors and Set Their Fees	MGMT	YES	FOR	FOR
7.00	Approve Remuneration Policy	MGMT	YES	FOR	FOR
8.00	Issue Stock w/ Preemptive Rights	MGMT	YES	FOR	FOR
9.00	Issue Stock w/o Preemptive Rights	MGMT	YES	FOR	FOR
10.00	Authorize Share Repurchase	MGMT	YES	FOR	FOR
11.00	Approve Political Donation	MGMT	YES	FOR	FOR

Tessco Technologies Inc. **TESS** **872386107** **7/24/2003** **Annual**

1.01	Elect John D. Beletic	MGMT	YES	FOR	FOR
1.02	Elect Morton F. Ziferer, Jr.	MGMT	YES	FOR	FOR
2.00	Ratify Selection of Auditors	MGMT	YES	FOR	FOR

Universal Health Services **UHS** **913903100** **5/19/04** **Annual**

1.00	Elect Robert H. Hotz	MGMT	YES	FOR	FOR
2.00	Add Shares to Stock Award Plan	MGMT	YES	AGNST	AGNST

Verizon Communications **VZ** **92343V104** **4/28/04** **Annual**

1.01	Elect James R. Barker	MGMT	YES	FOR	FOR
1.02	Elect Richard L. Carrion	MGMT	YES	FOR	FOR
1.03	Elect Robert W. Lane	MGMT	YES	FOR	FOR
1.04	Elect Sandra O. Moose	MGMT	YES	FOR	FOR
1.05	Elect Joseph Neubauer	MGMT	YES	FOR	FOR
1.06	Elect Thomas H. O'Brien	MGMT	YES	FOR	FOR
1.07	Elect Hugh B. Price	MGMT	YES	FOR	FOR
1.08	Elect Ivan G. Seidenberg	MGMT	YES	FOR	FOR
1.09	Elect Walter V. Shipley	MGMT	YES	FOR	FOR
1.10	Elect John R. Stafford	MGMT	YES	FOR	FOR
1.11	Elect Robert D. Storey	MGMT	YES	FOR	FOR
2.00	Ratify Selection of Auditors	MGMT	YES	FOR	FOR
3.00	Adopt Cumulative Voting	SHLDR	YES	AGNST	FOR
4.00	Increase Board Independence	SHLDR	YES	FOR	AGNST
5.00	Independent Board Chairman	SHLDR	YES	AGNST	FOR
6.00	Redeem or Vote on Poison Pill	SHLDR	YES	FOR	AGNST
7.00	Approve Extra Benefits Under Serps	SHLDR	YES	AGNST	FOR
8.00	Restrict Executive Compensation	SHLDR	YES	AGNST	FOR
9.00	Link Executive Pay to Social Criteria	SHLDR	YES	AGNST	FOR
10.00	Review Political Spending	SHLDR	YES	FOR	AGNST
11.00	Collecting Service Fees	SHLDR	YES	AGNST	FOR

Willis Group **WSH** **G96655108** **5/7/04** **Annual**

1.01	Elect William W. Bradley	MGMT	YES	FOR	FOR
1.02	Elect Joseph A. Califano Jr.	MGMT	YES	FOR	FOR
1.03	Elect James R. Fisher	MGMT	YES	FOR	FOR
1.04	Elect Perry Golkin	MGMT	YES	FOR	FOR
1.05	Elect Paul M. Hazen	MGMT	YES	FOR	FOR

1.06	Elect Wendy E. Lane	MGMT	YES	FOR	FOR
1.07	Elect James F. McCann	MGMT	YES	FOR	FOR
1.08	Elect Scott C. Nuttall	MGMT	YES	FOR	FOR
1.09	Elect Joseph Plumeri	MGMT	YES	FOR	FOR
1.10	Elect Douglas B. Roberts	MGMT	YES	FOR	FOR
2.00	Appoint Auditors and Set Their Fees	MGMT	YES	FOR	FOR

Any ballot marked 'Abstain' is considered to have been voted. Ballots marked 'Abstain' are considered to have been voted against management's recommendation, regardless of whether the recommendation is 'For' or 'Against,' except where management has made no recommendation or has recommended that shareholders 'Abstain.'

Where management has recommended that shareholders 'Abstain' from voting on a ballot item: 1) a ballot marked 'Abstain' is considered to have been voted for management's recommendation to 'Abstain' and 2) a ballot voted 'For' or 'Against' is considered to have been voted against management's recommendation to 'Abstain.'

Where management has made no recommendation on a ballot item, the abbreviation "N/A" is used to denote that there is no applicable recommendation compared to which a vote may be 'For' or 'Against' the recommendation of management.

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant)	Nicholas Family of Funds, Inc.
By (Signature and Title)	/s/ David O. Nicholas David O. Nicholas, Principal Executive Officer
Date	08/12/2004