

DICKSON STEPHEN P
 Form 4
 December 23, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
DICKSON STEPHEN P

2. Issuer Name and Ticker or Trading Symbol
WISCONSIN ENERGY CORP [WEC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
231 WEST MICHIGAN STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/22/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President and Controller

MILWAUKEE,, WI 53203

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	12/22/2011		M		\$ 19.7375	95,792	D
Common Stock	12/22/2011		S		\$ 34.37	95,692	D
Common Stock	12/22/2011		S		\$ 34.3701	94,816	D
Common Stock	12/22/2011		S		\$ 34.38	94,716	D
Common Stock	12/22/2011		S		\$ 34.39	94,225	D

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Common Stock	12/22/2011	S	84 <u>(1)</u>	D	\$ 34.395	94,141	D	
Common Stock	12/22/2011	S	2,500 <u>(1)</u>	D	\$ 34.4	91,641	D	
Common Stock	12/22/2011	S	2,430 <u>(1)</u>	D	\$ 34.41	89,211	D	
Common Stock	12/22/2011	S	1,318 <u>(1)</u>	D	\$ 34.42	87,893	D	
Common Stock	12/22/2011	S	2,476 <u>(1)</u>	D	\$ 34.43	85,417	D	
Common Stock	12/22/2011	S	1,250 <u>(1)</u>	D	\$ 34.44	84,167	D	
Common Stock	12/22/2011	S	5,000 <u>(1)</u>	D	\$ 34.45	79,167	D	
Common Stock	12/22/2011	S	1,100 <u>(1)</u>	D	\$ 34.46	78,067	D	
Common Stock	12/22/2011	S	200 <u>(1)</u>	D	\$ 34.47	77,867	D	
Common Stock	12/22/2011	S	802 <u>(1)</u>	D	\$ 34.48	77,065	D	
Common Stock	12/22/2011	S	2,411 <u>(1)</u>	D	\$ 34.5	74,654	D	
Common Stock	12/22/2011	S	1,900 <u>(1)</u>	D	\$ 34.51	72,754	D	
Common Stock	12/22/2011	S	100 <u>(1)</u>	D	\$ 34.5113	72,654	D	
Common Stock	12/22/2011	S	100 <u>(1)</u>	D	\$ 34.512	72,554	D	
Common Stock	12/22/2011	S	100 <u>(1)</u>	D	\$ 34.515	72,454	D	
Common Stock	12/22/2011	S	1,222 <u>(1)</u>	D	\$ 34.52	71,232	D	
Common Stock	12/22/2011	S	100 <u>(1)</u>	D	\$ 34.53	71,132	D	
Common Stock	12/22/2011	S	2,000 <u>(1)</u>	D	\$ 34.66	69,132	D	
Common Stock						5,238.99 <u>(2)</u>	I	ERSP

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
Stock Option (right to buy)	\$ 19.7375 (3)	12/22/2011		M	26,660	01/03/2009 01/03/2016	Common Stock 26,660

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DICKSON STEPHEN P 231 WEST MICHIGAN STREET MILWAUKEE,, WI 53203			Vice President and Controller	

Signatures

/s/ Joshua M. Erickson, as
Attorney-in-Fact
12/23/2011

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 22, 2011.
- (2) Includes shares acquired under the ERSP in transactions exempt from Section 16(b) pursuant to Rule 16b-3(c) and exempt from reporting pursuant to Rule 16a-3(f)(1)(i)(B). The number of shares in the ERSP attributable to any one participant varies with the price of the Common Stock. The information in this report is based on a plan statement dated as of December 13, 2011.
- (3) This option was previously reported as covering 13,330 shares at an exercise price of \$39.475 per share, but was adjusted to reflect the 2-for-1 stock split that occurred on March 1, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.