

## LOBBYING REPORT

Lobbying Disclosure Act of 1995 (Section 5) - **All Filers Are Required To Complete This Page**

1. Registrant Name:

**BNSF RAILWAY COMPANY (FKA BURLINGTON NORTHERN SANTA FE RAILWAY)**

2. Address:

500 NEW JERSEY AVENUE, NW SUITE 550, WASHINGTON, DC 20001-915

3. Principal place of business (if different from line 2):

City: FORT WORTH State/Zip(or Country): TX 76131

4. Contact Name: ARLEANE CLARK FKA SWEETNEY

Telephone: 2023478662

E-mail (optional): ARLEANE.CLARK@BNSF.COM

Senate ID #: 7441-12

House ID #:

7. Client Name:  Self

### TYPE OF REPORT

8. Year 2007 Midyear (January 1 - June 30):  **OR** Year End (July 1 - December 31):

9. Check if this filing amends a previously filed version of this report:

10. Check if this is a Termination Report:  => Termination Date: \_\_\_\_\_ 11. No Lobbying Activity:

### INCOME OR EXPENSES

Complete Either Line 12 **OR** Line 13

#### 12. Lobbying Firms

**INCOME** relating to lobbying activities for this reporting period was:

Less than \$10,000:

\$10,000 or more:  => Income (nearest \$20,000): \_\_\_\_\_

Provide a good faith estimate, rounded to the nearest \$20,000, of all lobbying related income from the client (including all payments to the registrant by any other entity for lobbying activities on behalf of the client).

#### 13. Organizations

**EXPENSES** relating to lobbying activities for this reporting period were:

Less than \$10,000:

\$10,000 or more:  => Expenses (nearest \$20,000): 2,240,000.00

#### 14. Reporting Method.

Check box to indicate expense accounting method. See instructions for description of options.

- Method A.** Reporting amounts using LDA definitions only  
 **Method B.** Reporting amounts under section 6033(b)(8) of the Internal Revenue Code  
 **Method C.** Reporting amounts under section 162(e) of the Internal Revenue Code

Registrant Name: BNSF RAILWAY COMPANY (FKA BURLINGTON NORTHERN SANTA FE RAILWAY)

Client Name: Self

**LOBBYING ACTIVITY.**

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: AGR (one per page)

16. Specific lobbying issues:

HR 2419, Farm Bill Extension Act, general farm policy, transportation of grain and all matters pertaining to the railroad

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES

SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ANDERSEN, ZAK

Covered Official Position (if applicable): N/A

Name: CAVOSSA (FKA BASQUIN), ASHLEY

Covered Official Position (if applicable): N/A

Name: HENDERSON-HAWKINS, AMY C.

Covered Official Position (if applicable): N/A

Name: SMYTHE, MICHAEL JR

Covered Official Position (if applicable): EXECUTIVE OFFICE OF THE PRESIDENT

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BNSF RAILWAY COMPANY (FKA BURLINGTON NORTHERN SANTA FE RAILWAY)

Client Name: Self

**LOBBYING ACTIVITY.**

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: ENG (one per page)

16. Specific lobbying issues:

HR 6, Clean Energy Act, all matters pertaining to the railroad; matters pertaining to coal deliverability

17. House(s) of Congress and Federal agencies contacted:

Energy, Dept of  
HOUSE OF REPRESENTATIVES

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ANDERSEN, ZAK

Covered Official Position (if applicable): N/A

Name: CAVOSSA (FKA BASQUIN), ASHLEY

Covered Official Position (if applicable): N/A

Name: HENDERSON-HAWKINS, AMY C.

Covered Official Position (if applicable): N/A

Name: SMYTHE, MICHAEL JR

Covered Official Position (if applicable): EXECUTIVE OFFICE OF THE PRESIDENT

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BNSF RAILWAY COMPANY (FKA BURLINGTON NORTHERN SANTA FE RAILWAY)

Client Name: Self

**LOBBYING ACTIVITY.**

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: ENV (one per page)

16. Specific lobbying issues:

S 2191, America's Climate Security Act, all matters pertaining to the railroad

17. House(s) of Congress and Federal agencies contacted:

SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ANDERSEN, ZAK

Covered Official Position (if applicable): N/A

Name: CAVOSSA (FKA BASQUIN), ASHLEY

Covered Official Position (if applicable): N/A

Name: HENDERSON-HAWKINS, AMY C.

Covered Official Position (if applicable): N/A

Name: SMYTHERS, MICHAEL JR

Covered Official Position (if applicable): EXECUTIVE OFFICE OF THE PRESIDENT

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BNSF RAILWAY COMPANY (FKA BURLINGTON NORTHERN SANTA FE RAILWAY)

Client Name: Self

**LOBBYING ACTIVITY**

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: RRR (one per page)

16. Specific lobbying issues:

\* HR 2125, Railroad Competition Improvement and Reauthorization Act, railroad rates and all matters pertaining to the railroad; S 953, Railroad Competition and Service Improvement Act, all matters pertaining to the railroad; Rail Freight Issues; S 4, Improving America's Security Act of 2007, funding incentives for train control technology, rerouting of HAZMAT trains and all matters pertaining to the railroad; S294, Passenger Rail Investment and Improvement Act, all matters pertaining to the railroad; HR 2095, Federal Railroad Safety Improvement Act, all matters pertaining to the railroad; S 1889, Railroad Safety Enhancement Act, all matters pertaining to the railroad; HR 1584, Extension and Modification of Railroad Track Maintenance Credit; all matters pertaining to the railroad; S 881, Extension and Modification of Railroad Track Maintenance Credit, all matters pertaining to the railroad; S294, Passenger Rail Investment and Improvement Act, all matters pertaining to the railroad; HR 2095, Federal Railroad Safety Improvement Act, all matters pertaining to the railroad; S 1889, Railroad Safety Enhancement Act, all matters pertaining to the railroad; HR 1584, Extension and Modification of Railroad Track Maintenance Credit; all matters pertaining to the railroad; S 881, Extension and Modification of Railroad Track Maintenance Credit, all matters pertaining to the railroad

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES

SENATE

Transportation, Dept of (DOT)

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ANDERSEN, ZAK

Covered Official Position (if applicable): N/A

Name: CAVOSSA (FKA BASQUIN), ASHLEY

Covered Official Position (if applicable): N/A

Name: HENDERSON-HAWKINS, AMY C.

Covered Official Position (if applicable): N/A

Name: SMYTHERS, MICHAEL JR

Covered Official Position (if applicable): EXECUTIVE OFFICE OF THE PRESIDENT

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BNSF RAILWAY COMPANY (FKA BURLINGTON NORTHERN SANTA FE RAILWAY)

Client Name: Self

**LOBBYING ACTIVITY**

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: TAX (one per page)

16. Specific lobbying issues:

HR 2116, Freight Rail Infrastructure Capacity Expansion Act, all matters pertaining to the railroad; S 1125, Freight Rail Infrastructure Capacity Expansion Act, all matters pertaining to the railroad; HR 1650, Rail Antitrust Enforcement Act, tax credits, rail capacity, rail infrastructure and all matters pertaining to antitrust exemptions and the railroad; S 772, Railroad Antitrust Enforcement Act, all matters pertaining to the railroad

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES

Transportation, Dept of (DOT)

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ANDERSEN, ZAK

Covered Official Position (if applicable): N/A

Name: CAVOSSA (FKA BASQUIN), ASHLEY

Covered Official Position (if applicable): N/A

Name: HENDERSON-HAWKINS, AMY C.

Covered Official Position (if applicable): N/A

Name: SMYTHEERS, MICHAEL JR

Covered Official Position (if applicable): EXECUTIVE OFFICE OF THE PRESIDENT

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BNSF RAILWAY COMPANY (FKA BURLINGTON NORTHERN SANTA FE RAILWAY)

Client Name: Self

**LOBBYING ACTIVITY.**

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: TOR (one per page)

16. Specific lobbying issues:

Asbestos litigation reform legislation

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES

SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ANDERSEN, ZAK

Covered Official Position (if applicable): N/A

Name: CAVOSSA (FKA BASQUIN), ASHLEY

Covered Official Position (if applicable): N/A

Name: HENDERSON-HAWKINS, AMY C.

Covered Official Position (if applicable): N/A

Name: SMYTHEERS, MICHAEL JR

Covered Official Position (if applicable): EXECUTIVE OFFICE OF THE PRESIDENT

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Signature: ON FILE Date: Feb 13, 2008

Printed Name and Title: ARLEANE CLARK, MANAGER, GOVERN -

**Information Update Page:**

**Complete ONLY where registration information has changed.**

**LOBBYIST UPDATE**

**23. Name of each previously reported individual who is NO LONGER expected to act as a lobbyist for the client**

**ISSUE UPDATE**

**24. General lobbying issues previously reported that NO LONGER pertain**

**AFFILIATED ORGANIZATIONS**

**25. Add the following organization(s)**

**26. Name of each previously reported organization that is NO LONGER affiliated with the registrant or client**

**FOREIGN ENTITIES**

**27. Add the following foreign entities**

**28. Name of each previously reported foreign entity the NO LONGER owns, OR controls, OR is affiliated with the registrant, client or affiliated organization**

Signature: ON FILE      Date: Feb 13, 2008

Printed Name and Title: -