

LOBBYING REPORT

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

1. Registrant Name:

BRACEWELL GIULIANI LLP

2. Address:

2000 K STREET, NW SUITE 500, WASHINGTON, DC 20006

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

Country: City: State/Zip(or Country):

4. Contact Name: MICHAEL L. PATE

Telephone: 202-828-5841

E-mail (optional): michael.pate@bracewellgiuliani.com

Senate ID #: 6837-951

House ID #: 31699077

7. Client Name: Self

BURLINGTON NORTHERN SANTA FE CORPORATION

TYPE OF REPORT

8. Year 2005 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: Dec 31, 2005 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): 75,000.00

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): _____

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: BRACEWELL GIULIANI LLP Client Name: BURLINGTON NORTHERN SANTA FE CORPORATION

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:

Assist in obtaining necessary legislation and regulatory approvals with regard to railroad issues, such as diesel fuel tax and railroad retirement.

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

House
Senate
Department of State

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

Name: CHAPMAN, JIM
Covered Official Position (if applicable): FORMER MEMBER OF CONGRESS - TEXAS
Name: JAEGER, LISA
Covered Official Position (if applicable): DEP. GENERAL COUNSEL, EPA (2001-2003)
Name: KRENK, EDWARD
Covered Official Position (if applicable): ASSOC. ADMIN. CONG. & INTERGOVERNMENTAL
Name: MABRY, MILAM D.
Covered Official Position (if applicable): FORMER LEGISLATIVE ASSISTANT, SENATOR KAY
Name: MARTIN, E. DEE
Covered Official Position (if applicable):
Name: PATE, MICHAEL L.
Covered Official Position (if applicable):
Name: SEGAL, SCOTT H.
Covered Official Position (if applicable):
Name: ZIVE, JOSHUA C.
Covered Official Position (if applicable):

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

Registrant Name: BRACEWELL GIULIANI LLP Client Name: BURLINGTON NORTHERN SANTA FE CORPORATION

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:

Assist in obtaining necessary legislation and regulatory approvals with regard to railroad issues, such as diesel fuel tax and railroad retirement.

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

House
Senate
Department of State

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

Name: CHAPMAN, JIM
Covered Official Position (if applicable): FORMER MEMBER OF CONGRESS - TEXAS
Name: JAEGER, LISA
Covered Official Position (if applicable): DEP. GENERAL COUNSEL, EPA (2001-2003)
Name: KRENIK, EDWARD
Covered Official Position (if applicable): ASSOC. ADMIN. CONG. & INTERGOVERNMENTAL
Name: MABRY, MILAM D.
Covered Official Position (if applicable): FORMER LEGISLATIVE ASSISTANT, SENATOR KAY
Name: MARTIN, E. DEE
Covered Official Position (if applicable):
Name: PATE, MICHAEL L.
Covered Official Position (if applicable):
Name: SEGAL, SCOTT H.
Covered Official Position (if applicable):
Name: ZIVE, JOSHUA C.
Covered Official Position (if applicable):

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

Registrant Name: BRACEWELL GIULIANI LLP Client Name: BURLINGTON NORTHERN SANTA FE CORPORATION

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:

Assist in obtaining necessary legislation and regulatory approvals with regard to railroad issues, such as diesel fuel tax and railroad retirement.

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

House
Senate
Department of State

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

Name: CHAPMAN, JIM
Covered Official Position (if applicable): FORMER MEMBER OF CONGRESS - TEXAS
Name: JAEGER, LISA
Covered Official Position (if applicable): DEP. GENERAL COUNSEL, EPA (2001-2003)
Name: KRENIK, EDWARD
Covered Official Position (if applicable): ASSOC. ADMIN. CONG. & INTERGOVERNMENTAL
Name: MABRY, MILAM D.
Covered Official Position (if applicable): FORMER LEGISLATIVE ASSISTANT, SENATOR KAY
Name: MARTIN, E. DEE
Covered Official Position (if applicable):
Name: PATE, MICHAEL L.
Covered Official Position (if applicable):
Name: SEGAL, SCOTT H.
Covered Official Position (if applicable):
Name: ZIVE, JOSHUA C.
Covered Official Position (if applicable):

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

Signature: ON FILE Date: Feb 13, 2006

Printed Name and Title: Susan Milne -