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SECRET

LOBBYING REPORT ^{66 FEE}

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

1. Registrant name Burlington Northern Santa Fe			
2. Address <input type="checkbox"/> Check if different than previously reported			
700 13th Street, NW		Suite 220	
Washington	DC	20005-5915	US
3. Principal place of business (if different than line 2)			
Fort Worth		TX	76131 US
City		State/Zip or Country	
4a. Contact Name	b. Telephone number	c. E-mail	5. Senate ID #
Ms. Arleane Clark Sweetney	(202) 347-8702	arleane.sweetney@bnsf.com	7441-12
7. Client Name <input checked="" type="checkbox"/> Self	Burlington Northern Santa Fe		6. House ID #
			3158300

TYPE OF REPORT 8. Year 2005 Midyear (January 1-June 30) OR Year End (July 1-December)

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 Acti

INCOME OR EXPENSES - Complete Either Line 12 OR Line 13	
<p>12. Lobbying Firms</p> <p>INCOME relating to lobbying activities for this reporting period was:</p> <p>Less than \$10,000 <input type="checkbox"/></p> <p>\$10,000 or more <input type="checkbox"/> ⇨ \$ _____</p> <p>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).</p>	<p>13. Organizations</p> <p>EXPENSES relating to lobbying activities for this reporting were:</p> <p>Less than \$10,000 <input type="checkbox"/></p> <p>\$10,000 or more <input checked="" type="checkbox"/> ⇨ \$ <u>830,000</u></p> <p>14. REPORTING METHOD. Check box to indicate exp accounting method. See instructions for description of opti</p> <p><input checked="" type="checkbox"/> Method A. Reporting amounts using LDA definitions or</p> <p><input type="checkbox"/> Method B. Reporting amounts under section 6033(b)(8) Internal Revenue Code</p> <p><input type="checkbox"/> Method C. Reporting amounts under section 162(e) of tl Revenue Code</p>

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Signature Arleane C Sweetney Digitally signed by Arleane C Sweetney
DN: cn=Arleane C Sweetney, c=US, o=DST ACES Business
Representative, ou=ACES TrustID Business Certificate
Date: 2006.02.14 17:02:44 -0500 Date 2/14/2006

Senate Password



Registrant Name Burlington Northern Santa Fe

Client Name Burlington Northern Santa Fe

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

15. General issue area code BUD - Budget/Appropriations (one per page)

16. Specific lobbying issues

H.R 3058 - Department of Transportation, Treasury, and Housing and Urban Development, the Judiciary, District of Columbia, and Independent Agencies for FY 2006 - all matters related to railroad operations
H.R. 2360 - Department of Homeland Security for FY 2006 - all matters related to railroad security
H.R. 3264 - Railroad Track Modernization Act of 2005 - all matters related to railroad operations
H.R. 3674 - Railway Safety Act of 2005 - all matters related to railroad safety
H.R. 1630 - Amtrak Reauthorization Act - all matters related to railroad operations

17. House(s) of Congress and Federal agencies contacted Check if None

Department of Transportation
House of Representatives
Senate

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

Name	Covered Official Position (if applicable)
Ashley B. Basquin	
Arthur P. Endres Jr.	
Amy C. Hawkins	

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

Signature Document digitally signed on Page 1.

Date 2/14/2006

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Registrant Name Burlington Northern Santa Fe Client Name Burlington Northern Santa Fe

ADDENDUM for General Lobbying Issue Area BUD

16. Specific lobbying issues (continued from previous page)

H.R. 3 - Safe, Accountable, Flexible & Efficient Transportation Equity Act of 2004 - all matters related to rail and freight programs

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Registrant Name Burlington Northern Santa Fe Client Name Burlington Northern Santa Fe

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

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

16. Specific lobbying issues

H.R. 3567 - Northeast Corridor Rail Tunnel Safety Act - all matters related to rail and tunnel life safety
 S. 1380 - Railroad Safety Improvement Act of 2005 - all matters related to unsafe railway-road grade crossings, railroad safety and railroad related investigations
 H.R. 3596 - Local participation in Railroad Operations Act - all matters related to railroad operations
 H.R. 4372 - Rail Worker Emergency Training Act of 2005 - all matters related to rail worker emergency training program

17. House(s) of Congress and Federal agencies contacted Check if None

Department of Transportation
 House of Representatives
 Senate

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

Name	Covered Official Position (if applicable)
Ashley B. Basquin	
Arthur P. Endres Jr.	
Amy C. Hawkins	

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

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Registrant Name Burlington Northern Santa Fe Client Name Burlington Northern Santa Fe

ADDENDUM for General Lobbying Issue Area RRR

16. Specific lobbying issues (continued from previous page)

H.R. 3199 - USA Patriot and Terrorism Prevention Reauthorization Act of 2005 - all matters related to terror attacks and other violence against railroad carriers
 S. 131 - Clear Skies Bill - All matters related to railroad operations and power plant emissions
 S. 230 - Railroad Crossing and Hazardous Materials Transport Safety Act of 2005 - all matters related to rail safety operations
 H.R. 1631 - Rail Infrastructure and Development Act for 21st Century - all matters related to high speed rail
 All regulatory items related to the railroad industry
 Train Control Technology
 Whistle Blowing at Grade Crossing
 Border Crossing Issues

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Registrant Name Burlington Northern Santa Fe Client Name Burlington Northern Santa Fe

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

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

16. Specific lobbying issues

S. 852 - Fairness in Asbestos Injury Resolution Act of 2005 - provisions affecting railroads
S. 5 - Class Action Fairness Act of 2005, Funding & FELA - all matters related to railroad operations

17. House(s) of Congress and Federal agencies contacted Check if None

House of Representatives
Senate

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

Name	Covered Official Position (if applicable)
Ashley B. Basquin	
Arthur P. Endres Jr.	
Amy C. Hawkins	

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

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Registrant Name Burlington Northern Santa Fe

Client Name Burlington Northern Santa Fe

ADDENDUM for General Lobbying Issue Area TRA

16. Specific lobbying issues (continued from previous page)

- H.R. 3270 - Secure Trains Act - all matters related to railroad security
- H.R. 2047 - Railroad Competition Improvement and Reauthorization Act - all matters related to railroad reregulation
- S. 1379 - Rail Security Act of 2005 - all matters related to railroad security
- S. 919 - Railroad Competition Act of 2005 - all matters related to railroad reregulation
- H.R. 3283 - U.S. Trade Rights Enforcement Act - all matters related to railroad operations

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Registrant Name Burlington Northern Santa Fe

Client Name Burlington Northern Santa Fe

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

15. General issue area code ENG - Energy/Nuclear (one per page)

16. Specific lobbying issues

H.R. 1640 /H.R. 6 - Energy Policy Act of 2005 - all matters related to railroad operations

17. House(s) of Congress and Federal agencies contacted Check if None

House of Representatives
Senate

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

Name	Covered Official Position (if applicable)
Ashley B. Basquin	
Arthur P. Endres Jr.	
Amy C. Hawkins	

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

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Registrant Name Burlington Northern Santa Fe Client Name Burlington Northern Santa Fe

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

15. General issue area code RET - Retirement (one per page)

16. Specific lobbying issues

H.R. 2830 - Pension Protection Act of 2005 - all matters related to railroad and pension reform
S. 1516 - Passenger Rail Investment and Improvement Act of 2005 - all matters related to railroad retirement

17. House(s) of Congress and Federal agencies contacted Check if None

House of Representatives
Senate

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

Name	Covered Official Position (if applicable)
Ashley B. Basquin	
Arthur P. Endres Jr.	
Amy C. Hawkins	

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

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