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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 Check if different than previously reported
2000 K Street, NW Suite 500
Washington DC 20006-1872 US

3. Principal place of business (if different than line 2)
City: _____ State/Zip or Country: _____

4a. Contact Name Mr. Michael L. Pate	b. Telephone number 202-828-5841	c. E-mail michael.pate@bracewellgiuliani.c	5. Senate ID # 6837
7. Client Name <input type="checkbox"/> Self Burlington Northern Santa Fe Corporation			6. House ID # 3169907

TYPE OF REPORT 8. Year 2004 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 Act

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 checked="" type="checkbox"/> ⇨ \$ <u>150,000</u></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 period were:</p> <p>Less than \$10,000 <input type="checkbox"/></p> <p>\$10,000 or more <input type="checkbox"/> ⇨ \$ _____</p> <p>14. REPORTING METHOD. Check box to indicate expense accounting method. See instructions for description of options.</p> <p><input type="checkbox"/> Method A. Reporting amounts using LDA definitions of lobbying</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 Internal Revenue Code</p>
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Edit >

Signature Michael L. Pate Date 8-10-05

Printed Name and Title Michael L. Pate, Partner

1000470696

Registrant Name Bracewell Giuliani LLP

Client Name Burlington Northern Santa Fe Corpo

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

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 Check if None

House
Senate
Department of State

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

Name	Covered Official Position (if applicable)
Michael L. Pate	
Scott H. Segal	
Edward Krenik	Assoc. Admin, Cong. & Intergovernmental Relations, Environmental Protection Agency
Jim Chapman	
Milam D. Mabry	Former Legislative Assistant, Senator Kay Hutchison (2001-2003)
E. Dee Mabry	
Joshua C. Zive	

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

Signature *Michael Pate*

Date 8-10-05

Printed Name and Title Michael L. Pate, Partner

0000470697



Registrant Name Bracewell Giuliani LLP

Client Name Burlington Northern Santa Fe Corpo

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 ENV - Environmental/Superfund (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 Check if None

House
Senate
Department of State

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

Name	Covered Official Position (if applicable)
Michael L. Pate	
Scott H. Segal	
Edward Krenik	Assoc. Admin, Cong. & Intergovernmental Relations, Environmental Protection Agency
Jim Chapman	
Milam D. Mabry	Former Legislative Assistant, Senator Kay Hutchison (2001-2003)
E. Dee Martin	
Joshua C. Zive	

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

0000470699



Registrant Name Bracewell Giuliani LLP

Client Name Burlington Northern Santa Fe Corpo

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 TAX - Taxation/Internal Revenue Code (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 Check if None

House
Senate
Department of State

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Name	Covered Official Position (if applicable)
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Scott H. Segal	
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Jim Chapman	
Milam D. Mabry	Former Legislative Assistant, Senator Kay Hutchison (2001-2003)
E. Dee Martin	
Joshua C. Zive	

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

0000470701

Printed Name and Title Michael L. Pate, Partner



Registrant Name Bracewell Giuliani LLP Client Name Burlington Northern Santa Fe Corpo

Information Update Page - Complete ONLY where registration information has changed.

20. Client new address

21. Client new principal place of business (if different than line 20)

City

State/Zip

22. New general description of client's business or activities

LOBBYIST UPDATE

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

Ed	Bethune	Gene E.	Godley
William T.	Brack	Frank V.	Maisano

ISSUE UPDATE

24. General lobbying issues that **no longer** pertain

AFFILIATED ORGANIZATIONS

25. Add the following affiliated organization(s)

Name	Address	Principal place of Business (city and state or country)

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

Name	Address	Principal place of business (city and state or country)	Amount of contribution for lobbying activities	Owr perc clien

28. Name of each previously reported foreign entity that **no longer** owns, **or** controls, **or** is affiliated with the registrant, or affiliated organization

Signature *Michael L. Pate* Date 8-10-05

Printed Name and Title Michael L. Pate, Partner

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RECEIVED
SECRETARY OF THE SENATE
05 AUG 19 AM 10:45

Michael L. Pate
Washington Office
Managing Partner

2000 K Street NW, Suite 5
Washington, D.C. 20006-1
Office 202.828.5841 800.
Fax 202.857.2123
michael.pate@bracewellgi

August 10, 2005

The Honorable Jeff Trandahl
Clerk
Office of the Clerk
U.S. House of Representatives
Washington, DC 20515-6601

Re: Burlington Northern Santa Fe Corp

Dear Mr. Trandahl:

In reviewing the files in preparation for the Mid-Year 2005 reporting period, the following errors and/or omissions were found:

Burlington Northern Santa Fe Corporation – The report was erroneously terminated, and we are enclosing an amended **Year-End 2004 Report**, as well as a Mid-Year 2005 Report.

We hope that this will adequately satisfy our filing requirements. Please advise if you need to provide any additional information.

Very truly yours,

Bracewell & Giuliani L.L.P.



Michael L. Pate

cc: Secretary of the Senate
Office of Public Records
232 Hart Building
Washington, DC 20510
(w/enclosures)

1000470704

Texas

New York

Washington, D.C.

London

Kazakhstan