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LOBBYING REPORT

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

1. Registrant Name The Potomac Group			
2. Registrant Address <input type="checkbox"/> Check if different than previously reported Address 816 Connecticut Avenue, NW Tenth Floor City Washington State/Zip (or Country) DC 20006			
3. Principal Place of Business (if different from line 2) City _____ State/Zip (or Country) _____			
4. Contact Name Wayne Smith		Telephone 202-783-3460	5. Senate ID # 31918-125
7. Client Name <input type="checkbox"/> Self Union Pacific Company		6. House ID # 33426-004	

TYPE OF REPORT 8. Year 2003 Midyear (January 1-June 30) ☒ **OR** Year End (July 1-Decen

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

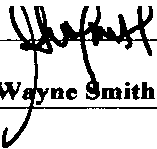
10. Check if this is a Termination Report ☐ >> Termination Date _____

11. No Lobbying

INCOME OR EXPENSES - Complete Either Line 12 OR Line 13

12. Lobbying Firms	13. Organizations
INCOME relating to lobbying activities for this reporting period was: Less than \$10,000 <input type="checkbox"/> \$10,000 or more <input checked="" type="checkbox"/> >> \$ <u>\$40,000.00</u> <div style="text-align: right;">Income (nearest \$20,000)</div>	EXPENSES relating to lobbying activities for this reporting period were: Less than \$10,000 <input type="checkbox"/> \$10,000 or more <input type="checkbox"/> >> \$ _____ <div style="text-align: right;">Expenses (nearest \$20,000)</div>
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).	14. REPORTING METHOD. Check box to indicate ex accounting method. See instructions for description of op <input type="checkbox"/> Method A. Reporting amounts using LDA definition: <input type="checkbox"/> Method B. Reporting amounts under section 6033(b) the Internal Revenue Code <input type="checkbox"/> Method C. Reporting amounts under section 162(e) Internal Revenue Code

Signature



Date 7/17/2003

Printed Name and Title

Wayne Smith - President/CEO

Page

Registrant Name: The Potomac Group

Client Name: Union Pacific Company

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 10, Railroad Retirement and Survivors' Improvement Act of 2001,
S.919, Railroad Competition Act of 2003, Opposition to rail reregulation
Brimstone, Louisiana Storage-In-Transit Yard project.
4.3 Fuel Tax**

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

☐ Check if None

**US House of Representatives
US Senate**

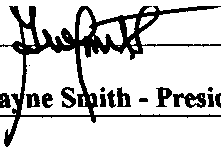
18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)
Hegg, Richard	
Smith, Wayne	

19. Interest of each foreign entity in the specific issues listed on line 16 above

☒ Check if None

Signature



Date 7/17/2003

Printed Name and Title

Wayne Smith - President/CEO

Page