

Clerk of the House of Representatives
Legislative Resource Center
B-106 Cannon Building
Washington, DC 20515

Secretary of the Senate
Office of Public Records
232 Hart Building
Washington, DC 20510

SECRETARY OF THE SENATE
03 JAN 30 AM 11: 1

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	E-mail (optional)	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 2002 Midyear (January 1-June 30) OR Year End (July 1-De

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 Lobby

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:	EXPENSES relating to lobbying activities for this reporting period were:
Less than \$10,000 <input type="checkbox"/>	Less than \$10,000 <input type="checkbox"/>
\$10,000 or more <input checked="" type="checkbox"/> >> \$ <u>\$40,000.00</u> Income (nearest \$20,000)	\$10,000 or more <input type="checkbox"/> >> \$ _____ Expenses (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).	14. REPORTING METHOD. Check box to indicate accounting method. See instructions for description of
	<input type="checkbox"/> Method A. Reporting amounts using LDA definit
	<input type="checkbox"/> Method B. Reporting amounts under section 603: the Internal Revenue Code
	<input type="checkbox"/> Method C. Reporting amounts under section 162: Internal Revenue Code

Signature _____

Wayne Smith

Date 1/15/2003

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)

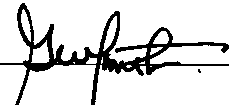
16. Specific Lobbying issues
**HR 10, Railroad Retirement and Survivors' Improvement Act of 2001,
Brimstone, Louisiana Storage-In-Transit Yard project.
4.3 Fuel Tax**

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 1/15/2003

