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SECRETAR
05 JAN -

LOBBYING REPORT

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

1. Registrant Name Union Pacific Corporation			
2. Address <input type="checkbox"/> Check if different than previously reported 600 Thirteenth Street, N.W., #340, Washington, D.C. 20005			
3. Principal Place of Business (if different from line 2) City: _____ State/Zip (or Country) _____			
4. Contact Name Mary E. McAuliffe	Telephone 202-662-0110	E-mail (optional) marymcauliffe@up.com	5. Senate ID # 38995-12
7. Client Name <input checked="" type="checkbox"/> Self	6. House ID # 32017000		

TYPE OF REPORT 8. Year 2004 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 _____

11. No Lobbying /

INCOME OR EXPENSES - Complete Either Line 12 OR Line 13

<p style="text-align: center;">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"/> ⇨ \$ _____ Income (nearest \$20,000)</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 style="text-align: center;">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 checked="" type="checkbox"/> ⇨ \$ <u>1,733,702.00</u> Expenses (nearest \$20,000)</p> <p>14. REPORTING METHOD. Check box to indicate reporting accounting method. See instructions for description of method.</p> <p><input type="checkbox"/> Method A. Reporting amounts using LDA definition</p> <p><input type="checkbox"/> Method B. Reporting amounts under section 6033(c) Internal Revenue Code</p> <p><input checked="" type="checkbox"/> Method C. Reporting amounts under section 162(e) Internal Revenue Code</p>
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Signature _____

Printed Name and Title Mary E. McAuliffe - Vice President - External Relations

LD-2 (REV. 6/98)

PAC

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Registrant Name Union Pacific Corporation Client Name Self

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, information as requested. Attach additional page(s) as needed.

15. General issue area code BUD (one per page)

16. Specific lobbying issues

S.1589/HR 2989 - FY 04 DOT/Treasury Appropriations Bill (Monitor)
HR 2673 - Omnibus Spending Bill (Monitor)

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

Check if None

U.S. House of Representatives

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Michael A. Rock	
Prentiss W. Bolin Jr.	

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

Check if None

Signature _____

Printed Name and Title _____

Form LD-2 (Rev.6/98)

Page

Registrant Name Union Pacific Corporation Client Name Self

00000901663

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the reg 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 HCR (one per page)

16. Specific lobbying issues

- S.1125 - FAIR Act of 2003 (support)
- S. 1125 - Asbestos Act - (support)

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

United States Senate
U.S. House of Representatives

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Prentiss W. Bolin, Jr.	
Michael A. Rock	

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

Signature _____ Date _____

Printed Name and Title _____

Form LD-2 (Rev. 6/98)

Page 3

Registrant Name Union Pacific Corporation Client Name Self

00000901664

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 ENG (one per page)

16. Specific lobbying issues

- S.14 - Energy Policy Act of 2003 (support)
- HR 6/HR 1531/S 597 - Energy Bills (support), including: Gas Tax Repeal; Extend Price Anderson; Locomotive Emission Support; Clean Coal Technology
- S.2095 - Senate Energy Bill (support 4.3 cents gas tax repeal)
- Conf. report to H.R. 6 (S.2095) Comprehensive Energy Strategy - (support)
- HR 4503 - Energy Policy Act of 2004 - (support)
- Yucca Mountain nuclear waste facility issues - (monitor)

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

United States Senate
U.S. House of Representatives
Administration — *Department of Energy*

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Michael A. Rock	
Prentiss W. Bolin, Jr.	
Susan Auther Andres	
Katherine W. Maness	

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

Signature _____ Date _____

Printed Name and Title _____

Form LD-2 (Rev. 6/98)

Page *8*

Registrant Name Union Pacific Corporation Client Name Self

00000901665

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

15. General issue area code TAX (one per page)

16. Specific lobbying issues

HR 578/S 251 - Transportation Tax Equity Fairness Act (support 4.3 cents gas tax re)

HR 3108 - Pension Funding Equity Act - (support)

S.1637/HR 4520 - Foreign Sales Corp/Extra territorial Income - (support)-

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

U.S. House of Representatives

United States Senate

Administration - *Department of Treasury*
Department of Transportation

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Michael A. Rock	
Prentiss W. Bolin, Jr.	

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

Signature

Date

Printed Name and Title _____

Form LD-2 (Rev. 6/98)

Page 6

Registrant Name Union Pacific Corporation Client Name Self

00000901666

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

15. General issue area code TRA (one per page)

16. Specific lobbying issues

- HR 906 - Surface Transportation Safety Act (support grade crossings)
- HR 2192 - Surface Transportation Reform Act (oppose Oberstar safety bill)
- HR1527 - NTSB Reauthorization (monitor)
- HR2088 - Safe, Accountable, Flexible & Efficient Transportation Equity Act
(eliminate SEC 130 Grade Crossing Program - oppose)
- HR2180/S. 1140 - Safe Highways & Infrastructure Preservation Act (support truck size
- HR 4361 - Security for public transportation systems - (monitor)
- Surface Transportation Board rate case procedures (monitor)

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

United States Senate
U.S. House of Transportation
Surface Transportation Board

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Michael A. Rock	
Prentiss W. Bolin, Jr.	

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

Signature _____ Date _____

Printed Name and Title _____

Form LD-2 (Rev. 6/98)

Page **6**

00000901667

Registrant Name Union Pacific Corporation Client Name Self

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant is 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 TRA #2 (one per page)

16. Specific lobbying issues

S.1389 - Reauthorization of STB (Support)

S.1072 - Safe, Accountability, Flexible and efficient transportation Equity Act of HR 3550 - Transportation Equity Act a Legacy of Users (Support)

Nominations of Frank Mulvey & Doug Buttrey to STB - (support)

Nomination of Debbie Hersman to NTSB - (support)

HR 4008 - Anti-Terrorism Protection of Mass Transportation & Railroad Carriers Act of 2004 - (monitor)

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

United States Senate
U.S. House of Representatives
Surface Transportation Board

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Michael A. Rock	
Prentiss W. Bolin, Jr.	
Susan Auther Andres	

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

Signature _____ Date _____

Printed Name and Title _____

Form I.D.2 (Rev. 6/02)

Page 4

00000901668

Registrant Name Union Pacific Cororation Client Name Self

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 TRA #3 (one per page)

16. Specific lobbying issues

- S. 1608 - Increase penalties for terrorism against mass transit and railroad
- HR2863/S1776 - Intermodal Equipment Compliance Act - (oppose)
- S 579 - Reauthorize NTSB - (monitor)
- S 1978 - Highway safety, motor carrier safety, hazardous materials safety -
- Oppose proposals to force re-routing of hazardous materials transported by r

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

Check if None

United States Senate
 U.S. House of Representatives
 Surface Transportation Board

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Michael A. Rock	
Prentiss W. Bolin, Jr.	

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

Check if None

Signature _____ Date _____

Printed Name and Title _____

Form LD-2 (Rev. 6/98)

Page

00000901669

Registrant Name Union Pacific Corporation Client Name Self

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the reg 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 RRR (one per page)

16. Specific lobbying issues

- HR 876 - Local Railroad Rehabilitation and Investment Act (support - shortlines)
 - S. 919 - Railroad Competition Act of 2003 (oppose)
 - HR 2378 - Railroad Safety Reform Act (oppose)
 - HR 1617 - National Rail Infrastructure Program Act (oppose rail trust fund)
 - HR 2571 - Rail Infrastructure Development & Expansion Act (monitor)
 - HR 2572 - Amtrak Reauthorization Act (monitor)
 - Locomotive Remote Control Technology (support)
 - S.1703 - Local Railroad Rehabilitation & Investment Act (support)
 - Amtrak Reform Efforts (monitor)
17. House(s) of Congress and Federal agencies contacted Check if None

U.S. House of Representatives
 United States Senate
 Administration — *FRA*
 DOT
 STB

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Michael A. Rock	
Prentiss W. Bolin, Jr.	
Katherine W. Maness	
Susan Auther Andres	
Joseph R. Bateman, Jr.	

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

Signature _____ Date _____

Printed Name and Title _____

Form LD-2 (Rev. 6/98)

Page

9

Registrant Name Union Pacific Corporation Client Name Self

00000901670

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

15. General issue area code RRR #2 (one per page)

16. Specific lobbying issues

Bayport Build-in (monitor)

S.1329 - Local rail line relocation act - (support)

Reauthorization of TEA 21, including: SEC 130 grade crossing program (support);

Chicago project (support); increased truck size & weight (oppose);

various projects (monitor); Senate Commerce Committee TEA 21 submission (monito

HR 2924 - Railroad Competition Act of 2003 (oppose)

S.1402 - Reauthorization of FRA (Monitor)

S.1961 - American Railroad Revitalization Investment & Enhancement Act (Monitor)

S.1505 - American Rail Equity Act of 2003 (Oppose)

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

U.S. House of Representatives

United States Senate

Administration — *FRA*
DOT
STB

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Michael A. Rock	
Prentiss W. Bolin, Jr.	
Katherine w. Maness	
Susan Auther Andres	
Joseph R. Bateman, Jr.	

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

Signature _____

Date _____

Printed Name and Title _____

Form LD-2 (Rev. 6/98)

Page 16

00000901671

Registrant Name Union Pacific Corporation Client Name Self

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 RRR #3 (one per page)

16. Specific lobbying issues

- HR 4604 - To improve rail security - (support)
- S 2273 - A measure to increase rail security - (support)
- Rail economic regulatory issues - (monitor)
- S 2216 - To provide increased rail transportation security - (monitor)
- S 1501 - Stable, productive, efficient passenger service - (monitor)
- S 2306 - Ability to reauthorize and restructure intercity passenger rail - (m

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

U.S. House of Representatives
 United States Senate
 Administration - *DOT*
 FRA
 STB

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Michael A. Rock	
Prentiss W. Bolin, Jr.	
Katherine W. Maness	
Susan Auther Andres	
Joseph R. Bateman, Jr.	

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

Signature _____ Date _____

Printed Name and Title _____

Form LD-2 (Rev. 6/98)

Page

00000901672

Registrant Name Union Pacific Corporation Client Name Self

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 information as requested. Attach additional page(s) as needed.

15. General issue area code LBR (one per page)

16. Specific lobbying issues

- HR 1776 - Pension Preservation & Savings Expansion Act (Monitor)
- HR 3108 - Pension Safety Bill (Monitor)
- S.2005 - Pension Safety Bill (Monitor)

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

U.S. House of Representatives
United States Senate

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Prentiss W. Bolin, Jr.	
Susan Auther Andres	

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

Signature _____ Date _____

Printed Name and Title _____

Form I D-2 (Rev 6/08)

Page

00000901673

Registrant Name Union Pacific Corporation Client Name Self

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 TOR (one per page)

16. Specific lobbying issues

HR 1115 Class Action - (monitor)

S.2062 Reform - (monitor)

S.1125 Fairness in Asbestos Injury Resolutions Act of 2003 - (monitor)

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

Check if None

U. S. House of Representatives

United States Senate

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Michael A. Rock	
Prentiss W. Bolin, Jr.	

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

Check if None

Signature _____ Date _____

Printed Name and Title _____

Form LD-2 (Rev. 6/98)

Page

Registrant Name Union Pacific Corporation Client Name Self

00000901674

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 information as requested. Attach additional page(s) as needed.

15. General issue area code INS (one per page)

16. Specific lobbying issues

HR 4634 - Extend terrorism risk insurance program (monitor)

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

U.S. House of Representatives

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Michael A. Rock	

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

Signature: *Mary E. McAuliffe* Date 12-22-07

Printed Name and Title Mary E. McAuliffe - Vice President - External Relations

Form LD-2 (Rev. 6/98)

Page