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**LOBBYING REPORT**

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

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

**TYPE OF REPORT** 8. Year 2004 Midyear (January 1-June 30)  OR Year End (July 1-Dec)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**

INCOME relating to lobbying activities for this reporting period was:

Less than \$10,000

\$10,000 or more  ⇨ \$ \_\_\_\_\_  
Income (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).

**13. Organizations**

EXPENSES relating to lobbying activities for this reporting period were:

Less than \$10,000

\$10,000 or more  ⇨ \$ 1,733,702.00  
Expenses (nearest

**14. REPORTING METHOD.** Check box to indicate accounting method. See instructions for description of

 Method A. Reporting amounts using LDA definition Method B. Reporting amounts under section 60 Internal Revenue Code Method C. Reporting amounts under section 16 Internal Revenue Code

Signature \_\_\_\_\_

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

LD-2 (REV. 6/98)

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 \_\_\_\_\_

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Registrant Name Union Pacific Corporation Client Name Self

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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 \_\_\_\_\_

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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

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 \_\_\_\_\_

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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

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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

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Mary E. McAuliffe	
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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 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 \_\_\_\_\_

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15. General issue area code TRA #3 (one per page)

16. Specific lobbying issues

- S. 1608 - Increase penalties for terrorism against mass transit and railroads
- 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 ra

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

Check if None

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

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Prentiss W. Bolin, Jr.	

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Check if None

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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

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

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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

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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

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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

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Joseph R. Bateman, Jr.	

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Signature \_\_\_\_\_ Date \_\_\_\_\_

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Form LD 2 (Rev 6/98)

Pat

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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

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Mary E. McAuliffe	
Prentiss W. Bolin, Jr.	
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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

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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)
<b>Mary E. McAuliffe</b>	
<b>Michael A. Rock</b>	

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

Check if None

Signature *Mary E. McAuliffe* Date 8-16-07

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

Form LD-2 (Rev. 6/98)

P: