Clerk of the House of Representatives
Legislative Resource Center
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Secretary of the Senate Office of Public Records 232 Hart Building Washington, DC 20510



LOBBYING REPORT OS FEB 14 PM 4: 25

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

1.	Registrant Name	
	Covington & Burling	

2. Address Check if different than previously reported. 1201 Pennsylvania Avenue, N.W.

3. Principal Place of Business (if different from line 2)

	City: Washington		State/Zip (o	r Country) DC 20
4.	Contact Name Jack L. Schenendorf	Telephone	Email (optional)	5. Senate ID # 11195-811
		(202) 662-5321	jschenendorf@cov.com	
7.	Client Name Self Union Pacific			6. House ID # 31827074

TYPE OF REPORT 8. Year 2004 Midyear (January 1-June 30) OR Year End (July1-December

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

10. Check if this is a Termination Report □ ⇒ Termination Date _____ 11. No Lobbying Ac

INCOME OR EXPENSES - Complete Either Line 12 OR Line 13

reporting period was:	EXDENSES relating to John ung activition for			
Less than \$10,000	EXPENSES relating to lobbying activities fo reporting period were:			
	Less than \$10,000			
\$10,000 or more $\boxtimes \Rightarrow \underbrace{100,000}_{\text{Income (nearest $20,000)}}$ \$10,000 or more $\square \Rightarrow \underbrace{\text{S}}_{\text{Expenses}}$				
Provide a good faith estimate, rounded to the nearest \$20,000, of all lobbying related income for 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 expense accounting method. See instruc description of options.			
	Method A. Reporting amounts using LC definitions only			
	Method B. Reporting amounts under see 6033(b)(8) of the Internal R Code			
	Method C. Reporting amounts under 16 Internal Revenue Code			
Signature put Schemand	Date February 14, 2005			

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registrant engaged in lobbying code, provide information as r 15. General issue area code _ 16. Specific lobbying issues Personnel General Rail Policy TEA 21 Reauthorization 17. House(s) of Congress and U.S. Department of Transpo	g on behalf of the cli requested. Attach ac <u>TRA</u>	ent during the reportin dditional page(s) as nee (one per page)	reflect the general issue areas i g period. Using a separate pa eded.
 code, provide information as 1 15. General issue area code 16. Specific lobbying issues Personnel General Rail Policy TEA 21 Reauthorization 17. House(s) of Congress and U.S. Department of Transponent 	requested. Attach ad	dditional page(s) as nee	eded.
 Specific lobbying issues Personnel General Rail Policy TEA 21 Reauthorization 17. House(s) of Congress and U.S. Department of Transport 			Check : 6 Marca
Personnel General Rail Policy TEA 21 Reauthorization 17. House(s) of Congress and U.S. Department of Transpo	l Federal agencies co	ontacted	Check if None
General Rail Policy TEA 21 Reauthorization 17. House(s) of Congress and U.S. Department of Transpo	l Federal agencies co	ontacted	Check if Nore
U.S. Department of Transpo	l Federal agencies co	ontacted	Check if Nore
	_	omacica	
US Senate		ransportation Board)	
18. Name of each individual	who acted as a lobb	by ist in this issue area	
Name		Covered Offi	icial Position (if applicable)
Jack Schenendorf			
Linda Morgan	*****		

Date ______ February 14, 2005

00000112347

 Registrant Name Covington & Burling		Client Name	Union Pacific		
19. Interest of each foreign entity in the specific issues listed on line 16 above					

Date February 14, 2005