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LOBBYING REPORT

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

1. Registrant Name PRESTON GATES ELLIS & ROUVELAS MEEDS LLP			
2. Address <input type="checkbox"/> Check if different than previously reported 1735 NEW YORK AVE, NW WASHINGTON SUITE 500 DC 20006			
3. Principal Place of Business (if different from line 2) City _____ State/Zip (or Country) _____			
4. Contact Name ROSANNE PHILLIPS		Telephone 202-628-1700	E-mail (optional) _____
			5. Senate ID # 31098-113
7. Client Name <input type="checkbox"/> Self BURLINGTON NORTHERN SANTA FE CORP.		6. House ID # 31355005	

TYPE OF REPORT 8. Year 2000 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 Activity

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>\$490,000.00</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 expense accounting method. See instructions for description of options.
	<input type="checkbox"/> Method A. Reporting amounts using LDA definitions only
	<input type="checkbox"/> Method B. Reporting amounts under section 6033(b)(8) of the Internal Revenue Code
	<input type="checkbox"/> Method C. Reporting amounts under section 162(c) of the Internal Revenue Code

Signature _____ Date 08/14/2000

Printed Name and Title PAMELA GARVIE - ATTORNEY Page 1 of ⁶15

Registrant Name: PRESTON GATES ELLIS & ROUVELAS MEEDS LLP

Client Name: BURLINGTON NORTHERN SANTA FE CORP.

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
S.98, The "Surface Transportation Board Reauthorization Act of 1999,
S.747, Surface Transportation Board Reauthorization and Improvement Act of 1999,
S.621, Railroad Competition and Service Improvement Act of 1999,
S.2604, Rail Competition Enforcement Act,
H.R.3091, To provide for the protection of train employees,
S.353, Class Action Fairness Act of 1999,
S.1590, Surface Transportation Board & Improvement Act of 1999,
S.2784, The Railroad Competition & Services Improvement Act of 1999,

17. House(s) of Congress and Federal agencies contacted Check if None
Department of Defense
House of Representatives
Senate
Surface Transportation Board
USTR

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

Name	Covered Official Positions (if applicable)	New
GARVIE, PAMELA		No
BRANDT, WERNER		No
SLOMOWITZ, ALAN		No
ROUVELAS, EMANUEL		No
O'NEIL, MICHAEL		No
BERGER, AMY		No
VALENTINE, STEVEN	Leg. Dir & Gen. Counsel Sen. Bob Smith	No

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

Signature _____ Date 08/14/2000

Printed Name and Title PAMELA GARVIE - ATTORNEY Page 10 of 15

Registrant Name: **PRESTON GATES ELLIS & ROUVELAS MEEDS LLP**

Client Name: **BURLINGTON NORTHERN SANTA FE CORP.**

Item	Description	Data
16	Lobbying Issues	Contacted members of Congress and federal agencies to educate them on the benefits of the proposed BNSF/CN combination and to urge them to oppose the STB's moratorium on the combination and any legislation that would codify the agency's moratorium.
18a	Lobbyist Name	LaSALA, BARRY
18b	Covered Official Position	
18c	New Lobbyist	No
18a	Lobbyist Name	BOULANGER, TODD
18b	Covered Official Position	Legis. Aide - Sen. Bob Smith
18c	New Lobbyist	No
18a	Lobbyist Name	PECKINPAUGH, TIM
18b	Covered Official Position	
18c	New Lobbyist	No
18a	Lobbyist Name	VASELL, SHAWN
18b	Covered Official Position	
18c	New Lobbyist	No
18a	Lobbyist Name	RING, KEVIN
18b	Covered Official Position	Ex. Dir. Hs Cons. Art. Team; Counsel US Sen. Jud. Com
18c	New Lobbyist	No
18a	Lobbyist Name	ZERZAN, KELLY
18b	Covered Official Position	
18c	New Lobbyist	No
18a	Lobbyist Name	STEPHENS, DENNIS
18b	Covered Official Position	
18c	New Lobbyist	No
18a	Lobbyist Name	WILSON, PADGET
18b	Covered Official Position	Legis. Corres. Sen. Paul Coverdell
18c	New Lobbyist	No
18a	Lobbyist Name	JARRELL, WILLIAM
18b	Covered Official Position	
18c	New Lobbyist	No
18a	Lobbyist Name	MOSHER, SOL
18b	Covered Official Position	
18c	New Lobbyist	Yes
18a	Lobbyist Name	MARSHALL, ROLF
18b	Covered Official Position	
18c	New Lobbyist	No
18a	Lobbyist Name	PIZZELLA, PATRICK
18b	Covered Official Position	
18c	New Lobbyist	No

Registrant Name: PRESTON GATES ELLIS & ROUVELAS MEEDS LLP

Client Name: BURLINGTON NORTHERN SANTA FE CORP.

Item	Description	Data
18a	Lobbyist Name	NURNBERGER, RALPH
18b	Covered Official Position	
18c	New Lobbyist	Yes
18a	Lobbyist Name	ALLISON, THOMAS
18b	Covered Official Position	
18c	New Lobbyist	Yes
18a	Lobbyist Name	FUNDERBURK, DAVID
18b	Covered Official Position	CONGRESSMAN
18c	New Lobbyist	Yes
18a	Lobbyist Name	HOUCK, CARYN
18b	Covered Official Position	
18c	New Lobbyist	Yes
18a	Lobbyist Name	LONGSTRETH, JOHN
18b	Covered Official Position	
18c	New Lobbyist	Yes
18a	Lobbyist Name	SMITS, SHIRLEY
18b	Covered Official Position	Leg.Corr. Sen. S. Collins/LA Rep. L. Smith
18c	New Lobbyist	Yes
18a	Lobbyist Name	SALOMONE, MARY BETH
18b	Covered Official Position	
18c	New Lobbyist	Yes
18a	Lobbyist Name	BLANK, JONATHAN
18b	Covered Official Position	
18c	New Lobbyist	No
18a	Lobbyist Name	MEEDS, LLOYD
18b	Covered Official Position	
18c	New Lobbyist	No

Registrant Name: PRESTON GATES ELLIS & ROUVELAS MEEDS LLP

Client Name: BURLINGTON NORTHERN SANTA FE CORP.

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 TAX (one per page)

16. Specific Lobbying issues
S.820, Transportation Tax Equity and Fairness Act,
H.R.1001, Transportation Tax Equity and Fairness Act,

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

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

Name	Covered Official Position (if applicable)	New
<u>GARVIE, PAMELA</u>		<u>No</u>
<u>WILSON, PADGET</u>	<u>Legis. Corres. Sen. Paul Coverdell</u>	<u>No</u>

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

Signature _____ Date 08/14/2000

Printed Name and Title PAMELA GARVIE - ATTORNEY Page 13 of 15

Registrant Name: **PRESTON GATES ELLIS & ROUVELAS MEEDS LLP**

Client Name: **BURLINGTON NORTHERN SANTA FE CORP.**

Information Update Page - Complete ONLY where registration information has changed.

20. Client new address

21. Client new principal place of business (if different from line 20)

City State/Zip (or Country)

22. New general description of client's business or activities

LOBBYIST UPDATE

23. Name of each previously reported individual who is no longer expected to act as a lobbyist for the client
**WALKER, FRANKLIN
SALOMONE, MARY BETH
SMITS, SHIRLEY
ZERZAN, KELLY**

ISSUE UPDATE

24. General lobbying issues previously reported that no longer pertain

AFFILIATED ORGANIZATIONS

25. Add the following affiliated organization(s)

Name	Address	Principal Place of Business (city and state or country)

26. Name of each previously reported organization that is no longer affiliated with the registrant or client

FOREIGN ENTITIES

27. Add the following foreign entities

Name	Address	Principal Place of Business (city and state or country)	Amount of contribution for lobbying activities	Ownership % in client

28. Name of each previously reported foreign entity that no longer owns, or controls, or is affiliated with the registrant, client, or affiliated organization

Signature *Pamela G Garvie*

Date **08/14/2000**

Printed Name and Title **PAMELA GARVIE - ATTORNEY**

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