

BURLINGTON NORTHERN SANTA FE CORP
 Form 4
 September 20, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 BERKSHIRE HATHAWAY INC

2. Issuer Name and Ticker or Trading Symbol
 BURLINGTON NORTHERN SANTA FE CORP [BNI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1440 KIEWIT PLAZA
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 09/18/2007

____ Director
 ____ Officer (give title below)
 ___X___ 10% Owner
 ____ Other (specify below)

OMAHA, NE 68131
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 ___X___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					52,975,000 ⁽¹⁾ <u>(2)</u>	I	See footnotes 1 and 2

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
Call option (right to buy)	\$ 40	09/18/2007		P	392,378	10/03/2007 ⁽³⁾ 10/03/2007 ⁽³⁾	Common Stock 39

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BERKSHIRE HATHAWAY INC 1440 KIEWIT PLAZA OMAHA, NE 68131		X		
BUFFETT WARREN E 1440 KIEWIT PLAZA OMAHA, NE 68131		X		
OBH INC 1440 KIEWIT PLAZA OMAHA, NE 68131		X		

Signatures

Berkshire Hathaway Inc., by Marc D. Hamburg 09/20/2007
 **Signature of Reporting Person Date

/s/ Warren E. Buffett 09/20/2007
 **Signature of Reporting Person Date

OBH, Inc., by Marc D. Hamburg 09/20/2007
 **Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These shares are owned by the following subsidiaries of Berkshire Hathaway Inc.: National Indemnity Company ("NICO") (26,951,000 shares); National Fire & Marine Insurance Company ("NFMIC") (1,322,100 shares); and Columbia Insurance Company ("Columbia") (24,701,900 shares). Each of NICO, NFMIC and Columbia is a subsidiary of OBH, Inc. ("OBH"). OBH is a subsidiary of Berkshire Hathaway Inc. ("Berkshire").
- (2) As OBH and Berkshire are each in the chain of ownership of NICO, NFMIC and Columbia, each of Berkshire and OBH may be deemed presently to both beneficially own and have a pecuniary interest in all shares of Burlington Northern common stock presently owned by

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each subsidiary. Warren E. Buffett, as the controlling stockholder of Berkshire, may be deemed presently to beneficially own, but only to the extent he has a pecuniary interest in, the shares of Burlington Northern common stock presently owned by each such subsidiary. Mr. Buffett disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

- (3) The exercise date and expiration date may be extended to November 2, 2007 for an additional premium to be determined on October 3, 2007.
- (4) The call options are held by National Indemnity Company.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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