

BURLINGTON NORTHERN SANTA FE CORP  
 Form 4  
 August 27, 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)  
 08/23/2007

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 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  
 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/23/2007		P		4,319,500	A	\$ 79.96
							46,368,730 (1) (2)
Common Stock	08/24/2007		P		2,439,100	A	\$ 79.97
							48,807,830 (1) (2)
Common Stock	08/27/2007		P		3,322,170	A	\$ 80
							52,130,000 (1) (2)

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

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(9-02)

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

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## 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	08/27/2007
**Signature of Reporting Person	Date
/s/ Warren E. Buffett	08/27/2007
**Signature of Reporting Person	Date
OBH, Inc., by Marc D. Hamburg	08/27/2007
**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") (26,106,000 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 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.

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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