

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Burlington Northern Santa Fe Corporation		12/06/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	The Burlington Northern and Santa Fe Railway Company
Street Address:	2500 Lou Menk Drive
City:	Fort Worth
State/Country:	TEXAS
Postal Code:	76131
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6		
Property Type	Number	Word Mark
Registration Number:	2712344	BNSF
Registration Number:	2252024	BNSF
Registration Number:	2808880	BNSF BURLINGTON NORTHERN RAILWAY SANTA FE
Serial Number:	75129820	BNSF
Registration Number:	2293030	BURLINGTON NORTHERN RAILWAY SANTA FE
Registration Number:	2270938	BURLINGTON NORTHERN RAILWAY SANTA FE

CORRESPONDENCE DATA	
Fax Number:	(214)999-1665
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(214) 969-1172
Email:	heather.brunelli@tklaw.com
Correspondent Name:	Heather C. Brunelli
Address Line 1:	1700 Pacific Ave.
Address Line 2:	Suite 3300
Address Line 4:	Dallas, TEXAS 75201

CH \$165.00 2712344

ATTORNEY DOCKET NUMBER:

031432.000004

NAME OF SUBMITTER:

Heather C. Brunelli

Total Attachments: 1

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TRADEMARK ASSIGNMENT

WHEREAS, Burlington Northern Santa Fe Corporation, a Delaware corporation with its principal place of business at 2500 Lou Menk Drive, Fort Worth, Texas 76131 ("Assignor"), has adopted, owns and is using the marks listed below in connection with various goods and/or services;

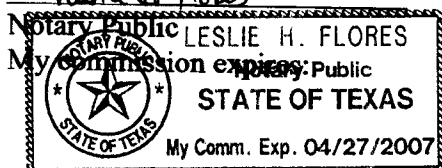
WHEREAS, Assignor owns the following federal registrations and applications for the marks on the Principal Register of the United States Patent and Trademark Office for the goods and/or services described therein:

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
BNSF	2,712,344	May 6, 2003
BNSF	2,252,024	June 8, 1999
BNSF & Design	2,808,880	January 27, 2004
BNSF (Stylized)	(serial # 75/129,820)	(filed July 3, 1996)
BURLINGTON NORTHERN SANTA FE RAILWAY & Design	2,293,030	November 16, 1999
BURLINGTON NORTHERN SANTA FE RAILWAY & Design	2,270,938	August 17, 1999

WHEREAS, The Burlington Northern and Santa Fe Railway Company, a Delaware corporation with its principal place of business at 2500 Lou Menk Drive, Fort Worth, Texas 76131 ("Assignee"), desires to acquire the marks and the above referenced registrations and applications;

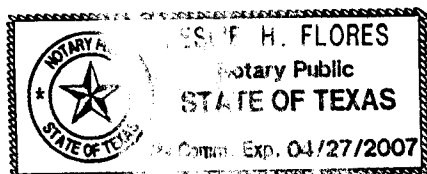
NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the marks, together with the goodwill of the business symbolized by the marks, and the registrations thereof, effective as of December 6, 2004.

Subscribed and sworn to before
me this 6th day of December, 2004.



Subscribed and sworn to before
me this 6th day of December, 2004.

W. Flores
Notary Public
My commission expires:



BURLINGTON NORTHERN
SANTA FE CORPORATION

Richard A. Russack
Name: Richard A. Russack
Title: Vice President, Corporate Relations

THE BURLINGTON NORTHERN
AND SANTA FE RAILWAY
COMPANY

Jeffrey T. Williams
Name: Jeffrey T. Williams
Title: Assistant Secretary