



DARSI D. BROWN
General Director

BNSF Railway Company

2500 Lou Menk Dr. - 2nd Floor
Fort Worth, TX 76131
Fax 817-352-4875
Phone 817-352-4814

March 31, 2007

Mr. Jon Mielke
Executive Secretary
North Dakota Public Serv. Comm.
State Capitol, 12th Floor
Bismarck, ND 58505



Dear Mr. Mielke,

Please find enclosed your copy of the 2006 Surface Transportation Board Annual Report (Form R-1) for the BNSF Railway Company. Additionally, we have included your respective state's results of operations for BNSF and the Annual Report to Shareholders for Burlington Northern Santa Fe Corporation.

Should these filings no longer be required or the contact information needs to be updated, please notify Amanda Stansberger at (817) 352-4013 or amanda.stansberger@bnsf.com.

If you have any questions, please contact me at (817) 352-4814 or Angela Ganaway at (817) 352-4932.

Sincerely,

Darsi D. Brown
General Director

BNSF Railway Company

Leased Lines and Wholly-Owned Subsidiaries

2550 Lou Menk Drive

Fort Worth, Texas 76131

ACAA - R1



Class I Railroad Annual Report

To The North Dakota Public Service Commission
For the Year Ending December 31, 2006

BNSF Railway Company

State Statistics

Notice

The state statistics hereinafter contained are filed pursuant to the direction of the regulatory authorities of the State of North Dakota. To the extent that such statistics contain allocations to the state, which are in part the result of arbitrary separations or proration, BNSF Railway Company and Burlington Northern Santa Fe Corporation do not accept such allocations as reflecting actual operating results for the aforementioned state, and reserve the right to challenge such results in any proceeding in which they may be utilized.

SC-210. RAILWAY OPERATING REVENUES EARNED WITHIN THE STATE

(Dollars in Thousands)

Code	Description	On Intrastate Traffic	On Interstate Traffic	Total
101	Freight	13,453	624,773	638,226
102	Passenger			
104	Switching	95	396	491
106	Demurrage		2,858	2,858
110	Incidental	1,820	3,620	5,440
121	Joint Facility - Credit	1	22	23
122	Joint Facility - Debit			
502	Transfers from Govt Authorities			
	Total Railway Operating Revenues	15,369	631,669	647,038

THIS PAGE INTENTIONALLY LEFT BLANK

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE SC-700
MILEAGE OPERATED AT CLOSE OF YEAR - WITHIN STATE

State particulars of all tracks operated by the respondent at the close of the year, according to the following classification:

- (1) Line owned by respondent
- (2) Line owned by proprietary companies
- (3) Line operated under lease for a specified sum, lessor being (A) an affiliated corporation, or (B) independent or not affiliated with respondent
- (4) Line operated under contract or agreement for contingent rent, owner being (A) an affiliated corporation, or (B) independent or not affiliated with respondent
- (5) Line operated under trackage rights.

Give subtotals for each of the several numbered classes, in the order listed above, as well as the total for all classes.

Lengths of track should be reported to the nearest WHOLE mile adjusted to accord with footings; i.e., counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

In column (a) insert the figure (and letter, if any) indicating its class in accordance with the preceding classification.

In column (b) give the various proportions of each class owned or leased by respondent, listing each proportion once in any grouping. Canadian mileage should be segregated and identified on separate lines in the various groupings. For each listing, in column (d) give its entire length (the distance between locations of single or first main track), and in the following columns the lengths of second main track; all other main tracks, passing tracks, cross-overs and turn-outs; way switching tracks; and yard switching tracks. These classes of tracks are defined as follows:

Running tracks. Running tracks, passing tracks, cross-overs, etc., including turn-outs from those tracks to clearance points.

Way switching tracks. Station, team, industry and other switching tracks for which no separate service is maintained.

Yard switching tracks. Yards where separate switching services are maintained, including classification, house, team, industry and other tracks switched by yard locomotives.

The returns in columns (h) and (i) should include tracks serving industries, such as mines, mills, smelters, factories, etc. Tracks belonging to an industry for which no rent is payable should not be included.

Tracks leading to and in gravel and sand pits and quarries, the cost of which is chargeable to a clearing account and which are used in getting out material for the respondent's use, should not be included.

Class (1) includes all lines operated by the respondent at the close of the year to which it has title in perpetuity.

Class (2) includes each line, full title to which is in an inactive proprietary corporation of the respondent (i.e., one all of whose outstanding stocks or obligations are held by or for the respondent, and which is operated by the respondent or an affiliated system corporation without any accounting to the said proprietary corporation). It may also include such line when the actual title to all of the outstanding stocks or obligations rest in a corporation controlled by or controlling the respondent, but in the case of any such inclusion, the facts of the relation to the respondent of the corporation holding the securities should be fully set forth in a footnote. An inactive corporation is one which has been practically absorbed in a controlling corporation, and which neither operates property nor administers its financial affairs; if it maintains an organization, it does so only for the purpose of complying with legal requirements and maintaining title to property or franchises.

Class (3) includes all tracks operated under a lease or formal conveyance of less than the grantor's interest in the property, with a specific and unconditional rent reserved. The fact that the lessor does or does not maintain an independent organization for financial purposes is immaterial in this connection.

Class (4) is the same as class (3), except that the rent reserved is conditional upon earnings or other fact.

Class (5) includes all tracks operated and maintained by others, but over which the respondent has the right to operate some or all of its trains. In the road of this class the respondent has no proprietary rights, but only the rights of a licensee. Include in this class, also, all main tracks, industrial tracks and sidings owned by noncarrier companies and individuals when the respondent operates over them, but does not have exclusive possession of them.

Road held by the respondent as joint or common owner or a joint lessee or under any joint arrangement should be shown in its appropriate class, and the entry of length should be of the entire length of the portion jointly held. The class symbol should have the letter (J) attached.

Road operated by the respondent as agent for another carrier should not be included in this schedule.

SC-700. MILEAGE OPERATED AT CLOSE OF YEAR - WITHIN THE STATE

Line No.	Class (a)	Proportion owned or leased by Respondent (b)	Main (M) or branch (B) line (c)	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks (h)	Miles of yard switching tracks (i)	Total (j)
				Miles of road (d)	Miles of second main track (e)	Miles of all other main tracks (f)	Miles of passing tracks, cross-overs, turnouts (g)			
1	1	100	M	1,148	80		161	82	199	1,670
2										
3	1	100	B	595			17	51	2	665
4	1J	50	B	32				4		36
5	1&1J	TOTAL	B	627			17	55	2	701
6										
7	1&1J	TOTAL	M&B	1,775	80		178	137	201	2,371
8										
9	5		B	16				10		26
10										
11										
12										
13										
14										
15										
16										
17										
18										
19										
20										
21										
22										
23										
24										
25										
26										
27										
28										
29										
30										
31										
32										
33										
34										
35										
36										
37										
38										
39										
40										
41										
42										
43		Total Main Line		1,148	80		161	82	199	1,670
44		Total Branch Line		643			17	65	2	727
45		Grand Total		1,791	80		178	147	201	2,397
46		Miles of electrified road or track included in preceeding grand total		None						

STATE : NORTH DAKOTA

PAGE 55

REVENUE FRIEGHT CARRIED DURING PERIOD (2006-01-01 TO 2006-12-31) WITHIN STATE 01/23/2007

REV FRT ORIGINATING ALL OTHER REV FRT TOTAL REV FRT TOTAL REV FRT

CARRIED CARRIED CARRIED CARRIED

WITH IN THE STATE WITH IN THE STATE WITH IN THE STATE WITHIN THE STATE

CODE	COMMODITY	NO. OF CARS	NO. OF TONS	NO. OF CARS	NO. OF TONS	NO. OF CARS	NO. OF TONS	NO. OF CARS	NO. OF TONS
ND		0	0	1	4	1	4	0	0
ND	01 FARM PRODUCTS.	84,694	8779,057	234,052	24101,775	318,746	32880,832	7,584	712,023
ND	08 FOREST PRODUCTS.	0	0	47	981	47	981	0	0
ND	09 FRESH FISH AND OTHER MARINE PRODUCTS.	0	0	88	1,948	88	1,948	0	0
ND	10 METALLIC ORES.	0	0	1,124	101,013	1,124	101,013	0	0
ND	11 COAL.	34,833	3461,953	443,307	52151,175	478,140	55613,128	29,134	3119,751
ND	13 CRUDE PETRO NAT GAS & NAT GSLN.	10	815	121	9,194	131	10,009	0	0
ND	14 NONMETALLIC MINERALS EXCEPT FUELS.	690	67,018	12,790	1197,661	13,480	1264,679	9,094	882,021
ND	19 ORDNANCE AND ACCESSORIES.	0	0	1	83	1	83	0	0
ND	20 FOOD AND KINDRED PRODUCTS.	24,311	2196,983	82,746	6819,889	107,057	9016,872	1,152	99,465
ND	21 TOBACCO PRODUCTS.	0	0	1	18	1	18	0	0
ND	22 TEXTILE MILL PRODUCTS.	0	0	635	7,876	635	7,876	0	0
ND	23 APPAREL AND OTHER FINISHED TEXTILE PRD. INC KNIT.	0	0	3,871	49,915	3,871	49,915	0	0
ND	24 LUMBER AND WOOD PRODUCTS, EXCEPT FURNITURE.	320	24,796	54,529	4660,715	54,849	4685,511	1,926	168,216
ND	25 FURNITURE AND FIXTURES.	0	0	3,237	38,806	3,237	38,806	0	0
ND	26 PULP, PAPER AND ALLIED PRODUCTS.	0	0	33,749	1365,395	33,749	1365,395	1,313	76,855
ND	27 PRINTED MATTER.	0	0	1,009	19,069	1,009	19,069	0	0
ND	28 CHEMICALS AND ALLIED PRODUCTS.	2,232	207,341	27,954	2379,282	30,186	2586,623	7,409	716,417
ND	29 PETROLEUM AND COAL PRODUCTS.	3,822	295,939	12,178	949,844	16,000	1245,783	3,347	266,232
ND	30 RUBBER AND MISCELLANEOUS PLASTIC PRODUCTS.	0	0	9,340	141,103	9,340	141,103	0	0
ND	31 LEATHER AND LEATHER PRODUCTS.	0	0	134	1,846	134	1,846	0	0
ND	32 STONE, CLAY, GLASS & CONCRETE PRODUCTS.	855	77,662	20,627	1968,560	21,482	2046,222	7,272	759,412
ND	33 PRIMARY METAL PRODUCTS.	68	5,930	16,186	1029,154	16,254	1035,084	4,151	368,967
ND	34 FABR METAL PRD. EXC ORDN. MACHY AND TRANSP.	0	0	4,104	66,632	4,104	66,632	9	1,100
ND	35 MACHINERY, EXCEPT ELECTRICAL.	373	14,793	6,375	150,082	6,748	164,875	334	20,248
ND	36 ELECTRICAL MACHINERY, EQUIPMENT, AND SUPPLIES.	0	0	5,541	53,887	5,541	53,887	0	0
ND	37 TRANSPORTATION EQUIPMENT.	75	264	61,444	1163,189	61,519	1163,453	937	6,979
ND	38 INSTRUMENTS,PHOT AND OPTICAL GD,WATCHES,CLOCKS.	0	0	52	701	52	701	0	0
ND	39 MISCELLANEOUS PRODUCTS OF MANUFACTURING.	0	0	2,058	59,299	2,058	59,299	0	0
ND	40 WASTE AND SCRAP MATERIALS.	1,640	134,014	7,227	489,484	8,867	623,498	643	65,683
ND	41 MISC FREIGHT SHIPMENTS.	0	0	3,530	72,173	3,530	72,173	0	0
ND	42 CONTAINERS, SHIPPING, RETURNED EMPTY.	0	0	254,879	4,270	254,879	4,270	4	185
ND	43	0	0	1,210	14,576	1,210	14,576	8	0
ND	44 FREIGHT FORWARDER TRAFFIC.	0	0	46,144	694,763	46,144	694,763	0	0
ND	45 SHIPPER ASSOCIATION OR SIMILAR TRAFFIC.	0	0	8	118	8	118	0	0
ND	46 MISC MIXED SHIPMENT EXC FWDR & SHPR ASSN.	1	0	665,493	9358,547	665,494	9358,547	0	0
ND	47 SMALL PACKAGED FREIGHT SHIPMENTS.	0	0	21,832	243,428	21,832	243,428	0	0
ND	48 WASTE, HAZARDOUS.	6	538	56	3,269	62	3,807	0	0
ND	50	0	0	1	23	1	23	0	0
TOTAL:		153,930	15,267,103	2,037,681	109,369,747	2,191,611	124,636,850	74,317	7,263,554

SC-941. REVENUE FREIGHT CARRIED DURING THE YEAR - WITHIN STATE SUPPLEMENTAL REPORT					
Code	Commodity (a)	Revenue Freight Orig. on Res. Road Within the State		Revenue Freight Term. on Res. Road Within the State	
		Number of Carloads (b)	Number of Tons (2,000 lbs.) (c)	Number of Carloads (d)	Number of Tons (2,000 lbs.) (e)
01 131	Barley	2,482	227,815	3,631	335,418
01 132	Corn Exc. Popcorn	139	15,180	139	15,180
01 133	Oats				
01 134	Rice				
01 135	Rye				
01 136	Sorghum				
01 137	Wheat Exc. Buckwheat	2,855	287,455	2,960	298,083
01 139	Grain Nec.	15	1,384	15	1,384
01 141	Cottonseed				
01 142	Flaxseeds	192	17,616	277	25,269
01 144	Soybeans				
01 149	Sunflower Seeds	75	4,717	206	16,079
01 159	Field Seeds	5	238	12	879
01 191	Fodder				
01 194	Sweet Potatoes				
01 195	Potatoes other than Sweet	1	0	1	0
01 197	Sugar Beets				
01 198	Sugar cane				
01 199	Field Crops				
01 341	Beans Dry Ripe	9	678	9	777
01 342	Peas	7	694	7	694
01 343	Cow Peas	8	854	8	854
01 391	Beans Green or Fresh				
01 411	Cattle				
01 412	Calves				
01 413	Swine				
01 414	Sheep				
11 221	Lignite Coal	33,790	3,348,468	33,790	3,348,468
20 11	Meat, Fresh				
20 121	Meat, Frozen				
20 129	Meat, Fresh, Frozen, NEC				
20 13	Meat, Products				
20 143	Grease				
20 15	Poultry, Fresh				
20 161	Poultry, Frozen				
20 21	Creamery Butter				
20 25	Cheese				
20 411	Wheat Flour				
22 97	Wool & Mohair				
28 712	Fertilizers - Phosphates	121	11,940	1,863	183,711
28 713	Ammonium	70	6,825	134	13,178
28 714	Fertilizers - Compounds	68	6,763	196	19,961
28 719	Fertilizers - Prepared			2	188
32 411	Cement				
Totals		39,837	3,930,627	43,250	4,260,123

