

**LARAMIE RIVER STATION**

P.O. Box 489  
Wheatland, Wyoming 82201-0489  
Phone: 307/322-9601  
Fax: 307/322-7199



---

May 12, 2011

Warren Buffett  
Chairman & CEO  
Berkshire Hathaway, Inc.  
1440 Kewit Plaza  
Omaha, NE 68131

Dear Mr. Buffett:

We are writing to you not just on behalf of the Missouri Basin Power Project and the more than 3 million electric consumers we serve throughout the Great Plains, but rural consumers who rely on affordable rail transportation services from BNSF Railway Company (BNSF). Since April 2010 we have had numerous conversations with our representatives and senators in the U.S. Congress regarding the purchase of BNSF by Berkshire Hathaway (Berkshire), and our concerns about its effect on railroad shipping costs. Given our past communications on this matter, we feel it is appropriate to share our concerns directly with you, since we believe this matter involves the core values you have established for Berkshire.

Clearly Berkshire's purchase of BNSF has been a great investment, providing \$2.25 Billion in dividends in the first 13 months of BNSF ownership. Berkshire voluntarily paid a sizeable premium for this purchase. In our estimate, BNSF has written-up its net investment base by approximately \$7.6 billion due to the Berkshire Hathaway acquisition, a cost that could potentially be passed on to BNSF's tariff customers. The federal Surface Transportation Board is the only regulatory agency that has permitted including such premiums in the regulatory rate base, although those were under disparate circumstances. We believe increasing shipping rates for rail customers, particularly captive customers, in this fashion is not consistent with Berkshire's values and its historic reputation for making fair and moral business decisions. The acquisition premium is an ownership cost that is unrelated to rail service provided to shippers.


In your July 26, 2010, memo to Berkshire's managers, you stated "...We *must* continue to measure every act against not only what is legal but what we would be happy to have written about on the front page of a national newspaper in an article written by an unfriendly but intelligent reporter."

We do not think this action meets that test, nor do we think the citizens and communities affected by this rate treatment will think so either. It will have significant cost implications for millions of people served by BNSF, far beyond our electric ratepayers. Higher transportation rates caused by the acquisition premium mean lower net prices to farmers and higher production costs, and can significantly impact the economic livelihood of rural America.

In this respect, we request that you advise us whether BNSF, in cooperation with Berkshire, will commit itself to taking all appropriate actions (regulatory or otherwise) to ensure that the investment and depreciation acquisition premiums paid by Berkshire for BNSF are not included in BNSF's regulatory rate base, and that the premium is excluded from BNSF's operating expenses and net investment base in the STB's determination of BNSF's return on net investment.

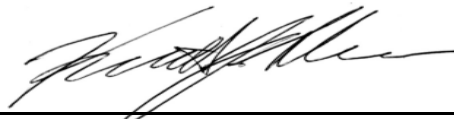
Thank you for your time and consideration. We look forward to your response.

Sincerely,



---

Ronald R. Harper  
CEO & General Manager  
Basin Electric Power Cooperative



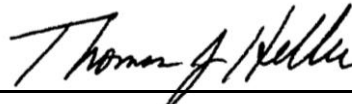
---

Ken Anderson  
Executive VP & General Manager  
Tri-State G&T Assoc., Inc.



---

Mike McDowell  
General Manager  
Heartland Consumers Power District



---

Thomas J. Heller  
CEO  
Western Minnesota Municipal Power Agency



---

Kevin G. Wailes  
Administrator & CEO  
Lincoln Electric System



---

Larry LaMaack  
Executive Director  
Wyoming Municipal Power Agency



---

Duane Richards  
Director  
Western Fuels Association