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

FORM 8-K/A
(Amendment No. 1)

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 1, 2008

Union Pacific Corporation

(Exact name of registrant as specified in its charter)

Utah
(State or other jurisdiction
of Incorporation)

1-6075
(Commission File Number)

13-2626465
(IRS Employer
Identification No.)

1400 Douglas Street, Omaha, Nebraska
(Address of principal executive offices)

68179
(Zip Code)

(Registrant's telephone number, including area code): (402) 544-5000

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events.

This Current Report on Form 8-K/A amends certain information included in the Current Report on Form 8-K, filed by Union Pacific Corporation on May 1, 2008. On May 5, 2008, Union Pacific Corporation (the "Company") issued a press release announcing a change of the record date for the Company's second quarter dividend from the date previously announced in a press release issued on May 1, 2008, which was filed as part of the Form 8-K on May 1, 2008. This report, including the exhibit attached hereto, amends the Current Report on Form 8-K filed on May 1, 2008, with respect to the record date for the Company's second quarter dividend. A copy of the press release is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

99.1 Press Release of Union Pacific Corporation, dated May 5, 2008

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: May 5, 2008

UNION PACIFIC CORPORATION

By: /s/ J. Michael Hemmer
J. Michael Hemmer
Senior Vice President – Law and General Counsel

99.1 Press Release of Union Pacific Corporation, dated May 5, 2008

DIVIDEND RECORD DATE CHANGE**FOR IMMEDIATE RELEASE**

OMAHA, Neb., May 5, 2007 – Union Pacific Corporation (NYSE:UNP) announced that the record date for the Company's second quarter dividend will move one week, from May 30, 2008 to June 6, 2008. This change is necessary to allow sufficient administrative processing time for the Company's recently announced two-for-one stock split, distributed as a stock dividend. The stock dividend payable date remains unchanged at May 28, 2008 to shareholders of record on May 12, 2008. The second quarter dividend payable date is also unchanged at July 1, 2008.

Additional information is available at our Web site: www.up.com. Contact for investors is Jennifer Hamann at 402-544-4227. Contact for media is Donna Kush at 402-544-3753 or 402-216-5486.