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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2011

Check here if Amendment [X]; Amendment Number: 1
This Amendment (Check only one.): [X] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Berkshire Hathaway Inc.
Address: 1440 Kiewit Plaza
Omaha, NE 68131

Form 13F File Number: 28-4545

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Marc D. Hamburg
Title: Senior Vice President
Phone: 402-346-1400

Signature, Place, and Date of Signing:

(s) Marc D. Hamburg	Omaha, NE	November 15, 2011
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[Signature]	[City, State]	[Date]

Report Type (Check only one.):

- [] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- [] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [X] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

Form 13F File Number	Name
28- 5194	General Re - New England Asset Management, Inc.

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:.....	18
Form 13F Information Table Entry Total:..	100
Form 13F Information Table Value Total:..	\$59,054,804
	(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

{If there are no entries in this list, state "NONE" and omit the column

~~headings and list entries.]~~

~~FORM 13F FILE~~

NO.	NUMBER	NAME
1.	28-5678	Berkshire Hathaway Life Insurance Co. of Nebraska
2.	28-10388	BH Columbia Inc.
3.	28-	BH Finance LLC
4.	28-719	BCS Holdings, LLC
5.	28-554	Buffett, Warren E.
6.	28-1517	Columbia Insurance Co.
7.	28-2226	Cornhusker Casualty Co.
8.	28-06102	Cypress Insurance Company
9.	28-11217	Fechheimer Brothers Company
10.	28-852	GEICO Corp.
11.	28-101	Government Employees Ins. Corp.
12.	28-	Medical Protective Corp.
13.	28-1066	National Fire & Marine
14.	28-718	National Indemnity Co.
15.	28-5006	National Liability & Fire Ins. Co.
16.	28-11222	Nebraska Furniture Mart
17.	28-717	OBH LLC
18.	28-	U.S. Investment Corp.

~~BERKSHIRE HATHAWAY INC.~~~~Form 13F Information Table~~

~~September 30, 2011~~

[illegible]

American Express Co.....
 Com 025816 10 9
 773,420
~~17,225,400 X 5,~~
 2, 6, 17
 17,225,400
 358,959
~~7,994,634 X 5,~~
~~13, 17 7,994,634~~
 5,399,489
~~120,255,879 X 5,~~
 14, 17
 120,255,879
~~87,245 1,943,100~~
~~X 5, 10, 11, 14,~~
 17 1,943,100
~~62,847 1,399,713~~
 X 5, 16, 17
~~1,399,713 37,708~~
~~839,832 X 5, 9,~~
 17 839,832

~~87,651-1,952,142~~
~~X 5, 17~~
~~1,952,142 Bank~~
~~of New York~~
~~Mellon~~
~~Corp.....~~
~~Com 064058 10 0~~
~~33,349 1,793,915~~
~~X 5, 1, 14, 17~~
~~1,793,915 CVS~~
~~Caremark~~
~~Corp.....~~
~~Com 126650 10 0~~
~~190,153~~
~~5,661,000 X 5,~~
~~10, 11, 14, 17~~
~~5,661,000 Coea~~
~~Cela..... Com~~
~~191216 10 0~~
~~27,024 400,000 X~~
~~5, 17 400,000~~
~~119,987~~
~~1,776,000 X 5,~~
~~15, 17 1,776,000~~
~~486,810~~
~~7,205,600 X 5,~~
~~10, 11, 14, 17~~
~~7,205,600~~
~~2,711,966~~
~~40,141,600 X 5,~~
~~2, 6, 17~~
~~40,141,600~~
~~9,454,725~~
~~139,945,600 X 5,~~
~~14, 17~~
~~139,945,600~~
~~617,444~~
~~9,139,200 X 5,~~
~~13, 17 9,139,200~~
~~32,429 480,000 X~~
~~5, 16, 17~~
~~480,000 61,615~~
~~912,000 X 5, 8,~~
~~17 912,000~~
~~Comdisco Holding~~
~~Co.....~~
~~Com 200334 10 0~~
~~7,431 1,218,199~~
~~X 5, 14, 17~~
~~1,218,199 1,848~~
~~302,963 X 5, 3,~~
~~14, 17 302,963~~
~~105 17,215 X 5,~~
~~13, 17 17,215~~
~~ConocoPhillips..~~
~~Com 20825C 10 4~~
~~1,336,662~~
~~21,109,637 X 5,~~
~~14, 17~~
~~21,109,637~~
~~126,596~~
~~1,999,300 X 5,~~
~~13, 17 1,999,300~~
~~379,413~~
~~5,992,000 X 5,~~
~~10, 11, 14, 17~~
~~5,992,000 Costco~~
~~Wholesale~~
~~Corp.....~~
~~Com 22160K 10 5~~
~~355,899~~
~~4,333,363 X 5,~~
~~14, 17 4,333,363~~
~~Directv.....~~
~~CIA 25490A 10 1~~
~~179,622~~
~~4,249,400 X 5,~~
~~10, 11, 14, 17~~
~~4,249,400 Dollar~~
~~General~~
~~Corp.....~~
~~Com 256677 10 5~~
~~169,816~~
~~4,497,247 X 5,~~

~~10, 11, 14, 17~~
~~4,497,247 Exxon~~
~~Mobil~~
~~Corp.....~~
~~Com 30231G 10 2~~
~~30,635 421,800 X~~
~~5 421,800~~
~~Gannett~~
~~Inc.....~~
~~Com 364730 10 1~~
~~16,584 1,740,231~~
~~X 5, 14, 17~~
~~1,740,231~~
~~General Dynamics~~
~~Corp.....~~
~~Com 369550 10 8~~
~~174,335~~
~~3,064,422 X 5,~~
~~10, 11, 14, 17~~
~~3,064,422~~
~~General Electric~~
~~Co.....~~
~~Com 369604 10 3~~
~~118,380~~
~~7,777,900 X 5~~
~~7,777,900~~
~~GlaxoSmithKline~~
~~ADR 37733W 10 5~~
~~62,369 1,510,500~~
~~X 5, 14, 17~~
~~1,510,500~~
~~Ingersoll-Rd~~
~~Company~~
~~LTD.....~~
~~CIA G4776G 10 1~~
~~17,865 636,600 X~~
~~5 636,000~~
~~23,520,381~~
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~~BERKSHIRE HATHAWAY INC.~~
~~Form 13F Information Table~~
~~September 30, 2011~~

Column 6
 Investment
 Discretion
 Column 8 Column
 4 Column 5 ----

 Column 2 Column
 3 Market Shares
 or (c) Column 7
 Voting
 Authority
 Column 1 Title
 of CUSIP Value
 Principal (a)
 (b) Shared-
 Shared- Other
 (a) (b) (c)
 Name of Issuer
 Class Number
 (In Thousands)
 Amount \$ Sole
 Defined Other
 Managers Sole
 Shared None ---

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 -- -----

 --- Intel
~~Corp..... Com~~
~~458140 10 0~~

~~199,167~~
~~9,333,000 X 5,~~
~~10,11,14,17~~
~~9,333,000~~
International
Business
Machines.....
Com ~~459200 10 1~~
~~10,028,617~~
~~57,348,984 X 5,~~
~~14,17~~
~~57,348,984~~
Johnson &
Johnson.....
Com ~~478160 10 4~~
~~275,300~~
~~4,322,500 X 5~~
~~4,322,500~~
~~125,765~~
~~1,974,648 X 5,~~
~~1,14,17~~
~~1,974,648~~
~~625,018~~
~~9,813,442 X 5,~~
~~14,17~~
~~9,813,442~~
~~887,637~~
~~13,936,841 X 5,~~
~~2,6,17~~
~~13,936,841~~
~~135,787~~
~~2,132,000 X 5,~~
~~2,6,12,17~~
~~2,132,000~~
~~36,622 575,000~~
~~X 5,18 575,000~~
~~298,856~~
~~4,692,357 X 5,~~
~~10,11,14,17~~
~~4,692,357 Kraft~~
Foods
Inc.....
Com ~~50075N 10 4~~
~~1,739,625~~
~~51,805,384 X 5,~~
~~14,17~~
~~51,805,384~~
~~660,906~~
~~19,681,524 X 5,~~
~~2,6,17~~
~~19,681,524~~
~~335,800~~
~~10,000,000 X 5,~~
~~10,11,14,17~~
~~10,000,000~~
~~8,724 259,800 X~~
~~5,2,6,12,17~~
~~259,800 268,640~~
~~8,000,000 X 5~~
~~8,000,000 M & T~~
Bank
Corporation...
Com ~~55261F 10 4~~
~~326,520~~
~~4,671,245 X 5,~~
~~14,17~~
~~4,671,245~~
~~38,165 546,000~~
~~X 5,10,11,~~
~~14,17 546,000~~
~~11,519 164,795~~
~~X 5,13,17~~
~~164,795~~
Mastercard
Inc.....
Com ~~57636Q 10 4~~
~~128,450 405,000~~
~~X 5,10,11,~~
~~14,17 405,000~~
Moody's.....
Com ~~615369 10 5~~
~~386,589~~
~~12,695,850 X 5,~~
~~14,17~~

~~12,695,850~~
~~478,656~~
~~15,719,400 X 5,~~
~~10, 11, 14, 17~~
~~15,719,400~~
~~Procter &~~
~~Gamble~~
~~Co.....~~
~~Com 742718 10 9~~
~~2,356,048~~
~~37,291,036 X 5,~~
~~14, 17~~
~~37,291,036~~
~~1,281,290~~
~~20,280,000 X 5,~~
~~2, 6, 17~~
~~20,280,000~~
~~394,243~~
~~6,240,000 X 5,~~
~~13, 17~~
~~6,240,000~~
~~394,243~~
~~6,240,000 X 5,~~
~~10, 11, 14, 17~~
~~6,240,000~~
~~49,280 780,000~~
~~X 5, 15, 17~~
~~780,000 98,561~~
~~1,560,000 X 5,~~
~~8, 17 1,560,000~~
~~276,412~~
~~4,375,000 X 5~~
~~4,375,000~~
~~Sanofi~~
~~Aventis.....~~
~~ADR 80105N 10 5~~
~~16,023 488,500~~
~~X 5, 10, 11,~~
~~14, 17 488,500~~
~~94,993~~
~~2,896,133 X 5,~~
~~14, 17~~
~~2,896,133 5,553~~
~~169,300 X 5,~~
~~13, 17 169,300~~
~~16,720 509,742~~
~~X 5, 2, 6, 12,~~
~~17 509,742~~
~~-----~~
~~21,979,729~~
~~-----~~

~~BERKSHIRE HATHAWAY INC.~~
~~Form 13F Information Table~~
~~September 30, 2011~~

Column 6
 Investment
 Discretion
 Column 8
 Column 4
 Column 5 -----

 - -----

 Column 2
 Column 3
 Market Shares
 or (b) (c)
 Column 7
 Voting
 Authority
 Column 1 Title
 of CUSIP Value
 Principal (a)
 Shared-
 Shared- Other
 (a) (b) (c)
 Name of Issuer
 Class Number
 (In Thousands)
 Amount \$ Sole

Torchmark Corp.....
Com 891027 10
4 4,055
116,326 X 5,
1, 14, 17
116,326 23,516
674,592 X 5,
2, 6, 17
674,592 86,639
2,485,350 X 5,
14, 17
2,485,350
33,450 959,550
X 5, 13, 17
959,550 US
Bancorp.....
Com 902973 30
4 548,654
23,307,300 X
5, 2, 6, 17
23,307,300
488,898
20,768,826 X
5, 14, 17
20,768,826
196,912
8,365,000 X 5
8,365,000
51,176
2,174,000 X 5,
2, 6, 12, 17
2,174,000
41,077
1,745,000 X 5,
18 1,745,000
298,471
12,679,300 X
5, 10, 11, 14,
17 12,679,300
USG
Corporation...
Com 903293 40
5 114,896
17,072,192 X
5, 14, 17
17,072,192
United Parcel
Service
Inc.....
Com 911312 10
6 90,254
1,429,200 X 5
1,429,200
Verisk
Analytics.....
CIA 92345Y 10
6 73,056
2,101,125 X 5,
10, 11, 14, 17
2,101,125 Visa
Inc.....
CIA 92826C 83
9 196,445
2,291,708 X 5,
10, 11, 14, 17
2,291,708 Wal-
Mart Stores,
Inc.....
Com 931142 10
3 1,758,950
33,891,142 X

~~5, 14, 17~~
~~33,891,142~~
~~217,980~~
~~4,200,000 X 5,~~
~~3, 14, 17~~
~~4,200,000~~
~~49,097 946,000~~
~~X 5, 10, 11,~~
~~14, 17 946,000~~
~~Washington~~
~~Post~~
~~Co.....~~
~~CLB 939640 10~~
~~8 292,411~~
~~894,304 X 5,~~
~~14, 17 894,304~~
~~48,493 148,311~~
~~X 5, 1, 7, 14,~~
~~17 148,311~~
~~211,931~~
~~648,165 X 5,~~
~~13, 17 648,165~~
~~12,093 36,985~~
~~X 5, 15, 17~~
~~36,985 Wells~~
~~Fargo & Co.~~
~~Del.....~~
~~Com 949746 10~~
~~1 1,496,704~~
~~62,052,396 X~~
~~5, 2, 6, 17~~
~~62,052,396~~
~~33,768~~
~~1,400,000 X 5,~~
~~4, 17~~
~~1,400,000~~
~~1,123,046~~
~~46,560,770 X~~
~~5, 13, 17~~
~~46,560,770~~
~~67,247~~
~~2,788,000 X 5,~~
~~15, 17~~
~~2,788,000~~
~~24,120~~
~~1,000,000 X 5,~~
~~17 1,000,000~~
~~4,086,721~~
~~169,432,865 X~~
~~5, 14, 17~~
~~169,432,865~~
~~38,826~~
~~1,609,720 X 5,~~
~~16, 17~~
~~1,609,720~~
~~41,004~~
~~1,700,000 X 5,~~
~~9, 17~~
~~1,700,000~~
~~19,778 820,000~~
~~X 5, 8, 17~~
~~820,000~~
~~801,826~~
~~33,243,200 X~~
~~5, 10, 11, 14,~~
~~17 33,243,200~~
~~385,920~~
~~16,000,000 X~~
~~5, 1, 7, 14,~~
~~17 16,000,000~~
~~192,960~~
~~8,000,000 X 5~~
~~8,000,000~~
~~65,124~~
~~2,700,000 X 5,~~
~~2, 6, 12, 17~~
~~2,700,000~~
~~48,240~~
~~2,000,000 X 5,~~
~~18 2,000,000~~
~~126,630~~
~~5,250,000 X 5,~~
~~1, 14, 17~~
~~5,250,000~~

164,326
~~6,812,857 X 5,~~
~~3,14,17~~
~~6,812,857~~
~~13,554,694~~
GRAND
TOTAL.....
\$59,054,804
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