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UNITED PARCEL SERVICE INC
 Form 424B2
 May 22, 2001

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PRICING SUPPLEMENT

Registration No. 333-08369-01
 Filed Pursuant to Rule 424(b)(2)

United Parcel Service, Inc.

UPS Notes

Pricing Supplement No. 35
 (To Prospectus dated March 22, 2000 and Prospectus
 Supplement dated January 29, 2001)

Trade Date: 5/21/01
 Issue Date: 5/24/01

The date of this Pricing Supplement is May 22, 2001

CUSIP or Common Code -----	Principal Amount -----	Interest Rate -----	Maturity Date -----
91131UBL7	\$11,164,000.00	5.5%	11/15/06
Interest Payment Frequency (begin date) -----	Survivor's Option -----	Subject to Redemption -----	Dates and terms (including the re -----
11/15/01 semi-annually	Yes	Yes	100% semi-annually
Proceeds to UPS -----	Discounts and Commissions -----	Reallowance -----	Dealer -----
\$11,030,032.00	\$133,968.00	\$1.50	ABN AMRO, Inc.