

PRICING SUPPLEMENT

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

UNITED PARCEL SERVICE, INC.

UPS NOTES

Pricing Supplement No. 3  
 (To Prospectus dated March 22, 2000 and Prospectus  
 Supplement dated December 20, 2001)

Trade Date: 01/28/02  
 Issue Date: 01/31/02

The date of this Pricing Supplement is January 30, 2002

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CUSIP or Common Code	Principal Amount	Interest Rate	Maturity Date	Price to Public
91131UCZ5	\$10,730,000.00	6.00%	01/15/17	100%

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Interest Payment Frequency (begin date)	Survivor's Option	Subject to Redemption	Dates and terms of redemption (including the redemption price)
02/15/02 monthly	Yes	Yes	100% 01/15/03 semi-annually thereafter

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Proceeds to UPS	Discounts and Commissions	Reallowance	Dealer	Other Terms
\$10,542,225.00	\$187,775.00	\$3.50	ABN AMRO Financial Services, Inc.	

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