

# FORM 4

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

| OMB APPROVAL                                   |           |
|--|-----------|
| OMB Number:                                    | 3235-0287 |
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|  |         |          |  |  |  |  |  |  |
|--|---------|----------|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person*<br>McClure Teri P |         |          | 2. Issuer Name and Ticker or Trading Symbol<br>UNITED PARCEL SERVICE INC [UPS] |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director _____ 10% Owner _____<br><input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____<br>Sr VP, Gen Counsel & Sec |  |  |
| (Last)   | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/16/2008                 |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person                               |  |  |
| 55 GLENLAKE PARKWAY, NE                                    |         |          | 4. If Amendment, Date Original Filed (Month/Day/Year)                          |  |  |  |  |  |
| (Street)   |         |          |  |  |  |  |  |  |
| ATLANTA, GA 30328  |         |          |  |  |  |  |  |  |
| (City) (State) (Zip)                                       |         |          |  |  |  |  |  |  |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |            |          | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|----------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price    |   |  |   |
| Class A Common Stock            | 05/16/2008                           |  | M                              |   | 840.9906  | A          | \$ 0     | 5,690.1628  | D  |   |
| Class A Common Stock            | 05/16/2008                           |  | M                              |   | 84.0991   | A          | \$ 0     | 5,774.2619  | D  |   |
| Class A Common Stock            | 05/16/2008                           |  | F                              |   | 27.2903   | D          | \$ 73.28 | 5,746.9716  | D  |   |
| Class A Common Stock            | 05/16/2008                           |  | F                              |   | 272.9015  | D          | \$ 73.28 | 5,474.0701  | D  |   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------|---|----------------------------|--|--|--|--|
|  |  |                                      |  | Code                           | V |   | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |  |  |  |  |
| Restricted Performance Units               | \$ 0 (1)   | 05/16/2008                           |  | M                              |   | 840.9906  | (2)  | (2)             | Class A Common Stock  | 840.9906                   | \$ 0                                       | 8,584.1589 (3)   | D  |  |
| Restricted Performance Units               | \$ 0 (1)   | 05/16/2008                           |  | M                              |   | 84.0991   | 05/02/2008(4)  | 05/02/2008(5)   | Class A Common Stock  | 84.0991                    | \$ 0                                       | 0  | D  |  |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |                          |       |
|--|---------------|-----------|--------------------------|-------|
|  | Director      | 10% Owner | Officer                  | Other |
| McClure Teri P<br>55 GLENLAKE PARKWAY, NE<br>ATLANTA, GA 30328 |               |           | Sr VP, Gen Counsel & Sec |       |

## Signatures

|  |                     |
|--|---------------------|
| Robert S. Shaw, Power of Attorney              | 05/20/2008          |
| <small>**Signature of Reporting Person</small> | <small>Date</small> |

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Represents Restricted Performance Units (RPU) granted as Long-term Incentive Performance Awards under the United Parcel Service, Inc. Incentive Compensation Plan (the "Plan"). Each RPU represents a right to receive one share of class A common stock.

(2) RPUs were granted on May 2, 2003, and were converted into shares of class A common stock and distributed to the Reporting Person on May 16, 2008.

(3) Represents outstanding RPU awards granted under the Plan.

(4) On May 2, 2003, the reporting person was granted a Restricted Performance Unit that contained a 10% bonus feature if the UPS December 31, 2007 diluted earnings per share exceeded \$3.94. The 10% bonus was achieved.

(5) Represents a 10% bonus awarded based upon the achievement of 2007 performance criteria. The RPUs were converted into shares of class A common stock and distributed to the Reporting Person on May 16, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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