

INITIAL STATEMENT OF 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* Gray Myron A (Last) (First) (Middle) 55 GLENLAKE PARKWAY, NE (Street) ATLANTA, GA 30328 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 01/06/2009	3. Issuer Name and Ticker or Trading Symbol UNITED PARCEL SERVICE INC [UPS]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Senior Vice President	5. If Amendment, Date Original Filed(Month/Day/Year)
		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	19,936.8841	D	

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option to Purchase UPS Class A Common	11/09/2002	11/09/2009	Class A Common Stock	2,497	\$ 50	D	
Option to Purchase UPS Class A Common	03/30/2004	03/30/2011	Class A Common Stock	3,849	\$ 56.9	D	
Option to Purchase UPS Class A Common	04/25/2005	04/25/2012	Class A Common Stock	5,152	\$ 60.22	D	
Option to Purchase UPS Class A Common	05/02/2008	05/02/2013	Class A Common Stock	4,058	\$ 62.4	D	
Option to Purchase UPS Class A Common	05/04/2009	05/02/2014	Class A Common Stock	4,143	\$ 70.7	D	
Option to Purchase UPS Class A Common	05/10/2012	05/08/2017	Class A Common Stock	5,048	\$ 70.9	D	
Option to Purchase UPS Class A Common	(1)	05/07/2018	Class A Common Stock	3,837	\$ 71.58	D	
Option to Purchase UPS Class A Common	05/10/2010	05/08/2015	Class A Common Stock	4,586	\$ 72.07	D	
Option to Purchase UPS Class A Common	05/02/2011	04/29/2016	Class A Common Stock	4,256	\$ 80.88	D	

Phantom Stock Units	(2)	(2)	Class A Common Stock	4,453.9449	\$ (3)	D	
Restricted Performance Units	(1)	05/07/2013	Class A Common Stock	2,754.8848	\$ (3)	D	
Restricted Performance Units	05/03/2009	05/03/2009	Class A Common Stock	1,862.0402	\$ (3)	D	
Restricted Performance Units	05/10/2010	05/10/2010	Class A Common Stock	2,029.901	\$ (3)	D	
Restricted Performance Units	05/01/2011	05/01/2011	Class A Common Stock	1,849.4999	\$ (3)	D	
Restricted Performance Units	05/09/2012	05/09/2012	Class A Common Stock	2,147.6422	\$ (3)	D	
Restricted Stock Units	(4)	10/15/2010	Class A Common Stock	413.343	\$ (3)	D	
Restricted Stock Units	(4)	10/15/2011	Class A Common Stock	445.6039	\$ (3)	D	
Restricted Stock Units	(4)	10/15/2012	Class A Common Stock	660.3406	\$ (3)	D	
Restricted Stock Units	(4)	10/15/2013	Class A Common Stock	1,168	\$ (3)	D	
Restricted Stock Units	01/31/2009	01/31/2009	Class A Common Stock	4,208.3533	\$ (3)	D	
Restricted Stock Units	01/31/2010	01/31/2010	Class A Common Stock	2,159.2075	\$ (3)	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gray Myron A 55 GLENLAKE PARKWAY, NE ATLANTA, GA 30328			Senior Vice President	

Signatures

Robert S. Shaw, Power of Attorney		01/15/2009
<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 5(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) Securities vest at the rate of 20% annually beginning on May 7, 2009.

(2) The settlement date of the phantom stock generally will be the earlier of death, disability, retirement or termination of employment.

(3) One unit is equivalent to one share of UPS Class A Common stock.

(4) Restricted stock units vest at the rate of 20% on October 15th of each year during the vesting period.

Remarks:

graypoa.TXT

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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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, an Officer of United Parcel Service, Inc. ("UPS") hereby makes, designates, constitutes and appoints Robert S. Shaw as the undersigned's true and lawful attorney-in-fact and agent, with full power and authority to act in connection with the preparation and filing with the Securities and Exchange Commission pursuant to Section 16(a) of the Securities Exchange Act of 1934, as amended, of all reports, forms and amendments to such reports and forms required to be filed thereunder, including the Form 3 Initial Statement of Beneficial Ownership, the Form 4 statement of changes of beneficial ownership of securities and the Form 5 Annual Statement of Changes in Beneficial Ownership, plus any other forms adopted from time to time by the Securities and Exchange Commission pursuant to Section 16(a).

Such attorney-in-fact and agent is also hereby granted full power and authority, on behalf of and in the name, place and stead of the undersigned, to execute and deliver all such reports, forms and amendments to such reports and forms, and to execute and deliver any and all such other documents, and to take such further action as he deems appropriate. The powers and authorities granted herein to such attorney-in-fact and agent also includes the full right, power and authority to effect necessary or appropriate substitutions or revocations. The undersigned hereby ratifies, confirms, and adopts, as his own act and deed, all action lawfully taken by such attorney-in-fact and agent, pursuant to the power and authorities herein granted.

IN WITNESS WHEREOF, the undersigned has executed this document as of the 9th day of January, 2009 .

Myron A. Gray

Name: Myron A. Gray