

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden

hours per response... 0.5

### 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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person - <b>HILL ALLEN E</b>			2. Issuer Name and Ticker or Trading Symbol <b>UNITED PARCEL SERVICE INC [UPS]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <b>Senior Vice President</b>		
(Last) <b>55 GLENLAKE PARKWAY, NE</b>	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>10/28/2011</b>					
(Street) <b>ATLANTA, GA 30328</b>			4. 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		
(City)	(State)	(Zip)	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

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	06/02/2011		G	V	1,052	D	\$ 0	22,707.6303	D	
Class A Common Stock	10/24/2011		G	V	146	D	\$ 0	22,615.1827	D	
Class A Common Stock	10/28/2011		M		265.6976	A	\$ 68.96	22,880.8803	D	
Class A Common Stock	10/28/2011		M		265.196	A	\$ 68.96	23,146.0763	D	
Class A Common Stock	10/28/2011		M		206.804	A	\$ 68.96	23,352.8803	D	
Class A Common Stock	10/28/2011		M		203.2556	A	\$ 68.96	23,556.1359	D	
Class A Common Stock	10/28/2011		M		187.3441	A	\$ 68.96	23,743.48	D	
Class A Common Stock	10/28/2011		F		79.5277	D	\$ 68.96	23,663.9523	D	
Class A Common Stock	10/28/2011		F		86.282	D	\$ 68.96	23,577.6703	D	
Class A Common Stock	10/28/2011		F		87.7883	D	\$ 68.96	23,489.882	D	
Class A Common Stock	10/28/2011		F		112.5757	D	\$ 68.96	23,377.3063	D	
Class A Common Stock	10/28/2011		F		112.7887	D	\$ 68.96	23,264.5176 (1)	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 Stock Units	(2)	10/28/2011		M		187.3441	(3)	(3)	Class A Common Stock	187.3441	\$ 0	0	D	
Restricted Stock Units	(2)	10/28/2011		M		206.804	(4)	10/15/2012	Class A Common Stock	206.804	\$ 0	207 (5)	D	

Restricted Stock Units	(2)	10/28/2011		M		265.6976	(4)	10/15/2013	Class A Common Stock	265.6976	\$ 0	530 (5)	D
Restricted Stock Units	(2)	10/28/2011		M		203.2556	(4)	10/15/2014	Class A Common Stock	203.2556	\$ 0	612 (5)	D
Restricted Stock Units	(2)	10/28/2011		M		265.196	(4)	10/15/2015	Class A Common Stock	265.196	\$ 0	1,061 (5)	D

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HILL ALLEN E 55 GLENLAKE PARKWAY, NE ATLANTA, GA 30328			Senior Vice President	

## Signatures

Robert S. Shaw, Power of Attorney		11/01/2011
<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) Includes 90.5585 shares acquired in the Reporting Person's 401(k) account between March 3, 2011 and October 27, 2011.

(2) Represents Restricted Stock Units (RSUs) granted as Management Incentive Awards under the United Parcel Service, Inc. Incentive Compensation Plan. Each RSU represents the right to receive one share of Class A common stock.

(3) Restricted stock grant vests at the rate of 20% on the first anniversary date and on each anniversary date thereafter.

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

(5) Includes 92.2973 Dividend Equivalent Units acquired in the Restricted Stock Unit Plan account between October 29, 2010 and October 27, 2011.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.