

FORM 4

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

OMB APPROVAL

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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* HILL ALLEN E (Last) (First) (Middle) 55 GLENLAKE PARKWAY, NE (Street) ATLANTA, GA 30328 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol UNITED PARCEL SERVICE INC [UPS]	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) _____ Senior VP, General / Counsel & Secretary
3. Date of Earliest Transaction (Month/Day/Year) 04/26/2004		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
4. If Amendment, Date Original Filed (Month/Day/Year)		

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	01/26/2004		J(1)	V	7.2167	A	\$ 73.06	32,351.0016	D	
Class A Common Stock	02/25/2004		G	V	27.3043	D	\$ 69.95	32,323.6973	D	
Class A Common Stock	04/19/2004		J(1)	V	31.0214	A	\$ 71.08	32,354.7187	D	
Class A Common Stock	04/26/2004		M		2,547.6601	A	\$ 21.5	34,902.3788	D	
Class A Common Stock	04/26/2004		F(2)		2,547.6601	D	\$ 71.8	32,354.7187	D	
Class A Common Stock	04/26/2004		M		1,392.4094	A	\$ 71.8	33,747.1281	D	
Class A Common Stock	04/26/2004		F(2)		1,392.4094	D	\$ 71.8	32,354.7187	D	

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

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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				
Phantom Stock Units	\$ 0 (3)	04/26/2004		M(4)		5,960.3399	(5)	(5)	Class A Common Stock	5,960.3399	\$ 0 (3)	13,710.6675	D	
Phantom Stock Units	\$ 0 (3)	04/26/2004		M(4)		3,257.5906	(5)	(5)	Class A Common Stock	3,257.5906	\$ 0 (3)	16,968.2581	D	
Option to Purchase UPS Class A Common	\$ 21.5	04/26/2004		M			04/26/2004	04/30/2004	Class A Common Stock		\$ 21.5	0	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HILL ALLEN E 55 GLENLAKE PARKWAY, NE ATLANTA, GA 30328			Senior VP, General	Counsel & Secretary

Signatures

Allen E. Hill	04/30/2004
<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) Reflects an acquisition of shares pursuant to the Qualified Stock Ownership Plan (QSOP).

(2) Undersigned surrendered shares for payment of exercise price of stock option.

(3) One for One

(4) Undersigned elected to defer receipt of shares of Class A common stock issuable upon exercise of stock option, resulting in the accrual of phantom stock units pursuant to the UPS Deferred Compensation Plan.

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

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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