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UNITED PARCEL SERVICE INC  
 Form 424B2  
 June 06, 2001

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PRICING SUPPLEMENT

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

United Parcel Service, Inc.

UPS Notes

Pricing Supplement No. 39  
 (To Prospectus dated March 22, 2000 and Prospectus  
 Supplement dated January 29, 2001)

Trade Date: 06/04/01  
 Issue Date: 06/07/01

The date of this Pricing Supplement is June 6, 2001

CUSIP or Common Code	Principal Amount	Interest Rate	Maturity Date	Price to Public
91131UBQ6	\$14,388,000.00	6.0%	12/15/08	100%
Interest Payment Frequency (begin date)	Survivor's Option	Subject to Redemption	Dates and terms of redemption (including the redemption price)	
12/15/01 semi-annually	Yes	Yes	100%	06/15/02 semi-annually thereafter
Proceeds to UPS	Discounts and Commissions	Reallowance	Dealer	Other Terms
\$14,186,568.00	\$201,432.00	\$2.00	ABN AMRO Financial Services, Inc.	