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UNITED PARCEL SERVICE INC
 Form 424B2
 August 14, 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. 54 Trade Date: 08/09/01
 (To Prospectus dated March 22, 2000 and Prospectus Issue Date: 08/16/01
 Supplement dated January 29, 2001)

The date of this Pricing Supplement is August 13, 2001

CUSIP or Common Code -----	Principal Amount -----	Interest Rate -----	Maturity Date -----
91131UCF9	\$5,405,000.00	6.0%	08/15/13
Interest Payment Frequency (begin date) -----	Survivor's Option -----	Subject to Redemption -----	Dates and terms of rede (including the redemptio -----
09/15/01 monthly	Yes	Yes	100% 08/15 semi-annually therea
Proceeds to UPS -----	Discounts and Commissions -----	Reallowance -----	Dealer -----
\$5,332,032.50	\$72,967.50	\$2.75	ABN AMRO Financial Services, Inc.