

UNITED PARCEL SERVICE INC

Form FWP

May 16, 2007

**United Parcel Service, Inc.**  
**UPS Notes**  
**With Maturities of 9 Months or More from Date of Issue**

Filed Under Rule 433, Registration Statement  
 No. 333-108272  
Pricing Supplement No. 39  
 The date of this Pricing Supplement is May 14, 2007  
 (To: Prospectus Dated September 8, 2003, as  
 supplemented by Prospectus Supplement Dated  
 November 17, 2006)

Offering Dates: May 14, 2007 through May 21, 2007  
 Trade Date: 5/21/2007 @ 12:00 PM ET  
 Settle Date: 5/24/2007  
 Minimum Denomination/Increments:  
 \$1,000.00/\$1,000.00

CUSIP or Common Code	Interest Rate (1)	Maturity Date	Price to (2)	Discounts & Commissions (2)	Interest Payment Frequency (begin date)	Survivor s Optio Yes/No	Subject to Redemption Date and terms of redemption (including the redemption price)
91131UHZ0	5.250%	11/15/2018	100%	1.000%	Semi-Annual (11/15/07)	Yes Yes	Callable at 100% on 5/15/2008 and semi-annually thereafter with 30 days notice.

(1) The interest rates on the UPS Notes may be changed by United Parcel Service, Inc. from time to time, but any such change will not affect the interest rate on any UPS Notes offered prior to the effective date of the change.

(2) Expressed as a percentage of aggregate principal amount.

United Parcel Service, Inc. ( UPS ) has filed a registration statement (including prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and the other documents UPS has filed with the SEC for more complete information about UPS and this offering. You may get these documents for free by visiting EDGAR on the SEC web site at [www.sec.gov](http://www.sec.gov).

Alternatively, UPS, LaSalle Financial Services, Inc. or any selling agent participating in the offering will arrange to send you the prospectus if you request it by calling (866) 658-3267.

Agents: LaSalle Financial Services, Inc., Charles Schwab & Co., Inc., Citigroup Global Markets Inc., Merrill Lynch, Pierce, Fenner & Smith Incorporated, Morgan Stanley & Co. Incorporated, Samuel A. Ramirez & Co., Inc., Muriel Siebert & Co., Inc., UBS Securities LLC and Wachovia Securities LLC