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UNITED PARCEL SERVICE INC  
 Form 424B2  
 April 24, 2001

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FORM OF PRICING SUPPLEMENT

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

UNITED PARCEL SERVICE, INC.

UPS NOTES

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 Pricing Supplement No. 28  
 (To Prospectus dated March 22, 2000 and Prospectus  
 Supplement dated January 29, 2001)

Trade Date: 04/18/01  
 Issue Date: 04/26/01

The date of this Pricing Supplement is April 24, 2001

CUSIP or Common Code -----	Principal Amount -----	Interest Rate -----	Maturity Date -----
91131UBD5	\$6,119,000.00	6.50%	04/15/16
Interest Payment Frequency (begin date) -----	Survivor's Option -----	Subject to Redemption -----	Dates and terms of (including the red -----
10/15/01 semi-annually	Yes	Yes	100% 04 semi-annually
Proceeds to UPS -----	Discounts and Commissions -----	Reallowance -----	Dealer -----
\$5,996,620.00	\$122,380.00	\$3.50	ABN AMRO, Inc.