

UNITED PARCEL SERVICE INC

Form FWP

November 20, 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

Offering Dates: November 19, 2007 through November 26, 2007

Pricing Supplement No. 54

Trade Date: 11/26/2007 @ 12:00 PM ET

The date of this Pricing Supplement is November 19, 2007

Settle Date: 11/29/2007

(To: Prospectus Dated September 8, 2003, as supplemented by Prospectus Supplement Dated November 17, 2006)

Minimum Denomination/Increments:  
 \$1,000.00/\$1,000.00

Interest Rate (1)	Maturity Date	Price Discounts to & Commissions		Frequency (begin date)	Survivors Option	Yes/No	Subject to Redemption Date and terms of redemption (including the redemption notice)
		(2)	(2)				
4.50%	11/15/2012	100%	0.700%	Semi-Annual (5/15/08)	Yes	Yes	Callable at 100% on 2/15/2008 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