METCALF JAMES S Form 5 January 28, 2005								
FORM 5					OMB A	PPROVAL		
UNITED	OMB Number:	3235-0362						
Check this box if no longer subject	W	ashington, l	D.C. 20549	Expires:	January 31,			
to Section 16			HANGES IN BEN SECURITIES	Estimated burden ho response	urs per			
	(a) of the Public	Utility Holdi	Securities Exchang ing Company Act o Company Act of 19	f 1935 or Sectior	1			
1. Name and Address of Reporting METCALF JAMES S	Symbol		cker or Trading	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (I	,		's Fiscal Year Ended	(Check all applicable)				
	(Month 12/31/	/Day/Year) /2004		Director 10% Owner X Officer (give title Other (specify				
USG CORP, 125 S FRANI STREET DEPT 188		2001	below) below) Executive Vice President					
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)			e Original	6. Individual or Joint/Group Reporting (check applicable line)				
CHICAGO, IL 60606				_X_ Form Filed by 0 Form Filed by M Person				
(City) (State)	(Zip) Ta	ble I - Non-De	erivative Securities Ac	quired, Disposed of	, or Beneficia	ally Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	Securities F Beneficially (1 Owned at end In of Issuer's (1 Fiscal Year (Instr. 3 and 4)	. Ownership Form: Direct D) or ndirect (I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report on a separate line securities beneficially owned direct		contained	who respond to the o in this form are not lisplays a currently	required to respo	ond unless	SEC 2270 (9-02)		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

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	Derivative Security					osed of (D) . 3, 4, and				
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numł Share
Investment Plan units	Â	12/31/2004	Â	D	Â	93.8061	(2)	(3)	Investment Plan units	93.8

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
METCALF JAMES S USG CORP 125 S FRANKLIN STREET DEPT 188 CHICAGO, IL 60606	Â	Â	Executive Vice President	Â			
Signatures							
Robert J. Burrell, 01 Attorney-In-Fact	/28/2005						

<u>**</u>Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Rule 16b-3 exempt investment plan units exhibit intra-day and daily valuation.

(2) Not applicable.

(3) Not applicable.

(4) Rule 16b-3 exempt investment plan units exhibit intra-day and daily valuation.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.