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UNITED PARCEL SERVICE INC  
 Form 424B2  
 May 22, 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. 35  
 (To Prospectus dated March 22, 2000 and Prospectus  
 Supplement dated January 29, 2001)

Trade Date: 5/21/01  
 Issue Date: 5/24/01

The date of this Pricing Supplement is May 22, 2001

| CUSIP<br>or<br>Common Code<br>-----                    | Principal Amount<br>-----             | Interest Rate<br>-----            | Maturity Date<br>-----                        |
|--|---------------------------------------|-----------------------------------|---|
| 91131UBL7  | \$11,164,000.00                       | 5.5%                              | 11/15/06                                      |
| Interest Payment<br>Frequency<br>(begin date)<br>----- | Survivor's Option<br>-----            | Subject to<br>Redemption<br>----- | Dates and terms<br>(including the re<br>----- |
| 11/15/01<br>semi-annually                              | Yes                                   | Yes                               | 100%<br>semi-annually                         |
| Proceeds to UPS<br>-----                               | Discounts and<br>Commissions<br>----- | Reallowance<br>-----              | Dealer<br>-----                               |
| \$11,030,032.00  | \$133,968.00                          | \$1.50                            | ABN AMRO, Inc.                                |