

USG CORP
Form 8-K
April 26, 2005

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Form 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported) April 26, 2005.

USG Corporation

(Exact name of registrant as specified in its charter)

Commission File Number: 1-8864

| | |
|---|--------------------------------------|
| Delaware | 36-3329400 |
| (State or other jurisdiction of incorporation or organization) | (IRS Employer Identification No.) |
| 125 South Franklin Street, Chicago, Illinois | 60606-4678 |
| (Address of principal executive offices) | (Zip Code) |

Registrant's telephone number, including area code (312) 606-4000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13c-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 2.02 Results of Operations and Financial Condition.

SIGNATURE

EXHIBIT INDEX

Press Release

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Item 2.02 Results of Operations and Financial Condition.

On April 26, 2005, USG Corporation issued a press release containing earnings information for the quarter ended March 31, 2005. A copy of the press release is furnished as Exhibit 99.1 hereto and is incorporated herein by reference.

SIGNATURE

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

USG CORPORATION
Registrant

Date: April 26, 2005

By: /s/ Richard H. Fleming

Richard H. Fleming,
Executive Vice President
and Chief Financial Officer

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EXHIBIT INDEX

| Exhibit No. | Exhibit |
|-------------|---|
| 99.1 | USG Corporation press release dated April 26, 2005. |