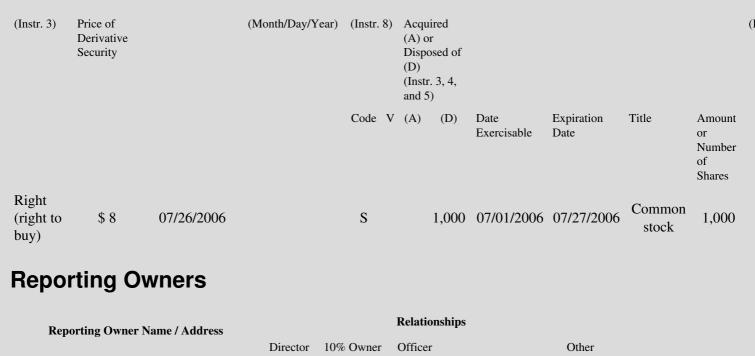
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USG CORP Form 4											
July 27, 2006											
FORM 4		STATES SECURITIES AND EXCHANGE COMMISSION							OMB APPROVAL		
	UNITED	STATES		RITIES A shington	N OMB Number:	3235-0287					
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).	STATEM Filed pur Section 17(suant to S	Estimated burden hou response	urs per							
(Print or Type Respo	onses)										
1. Name and Address of Reporting Person <u>*</u> FERGUSON STANLEY L			2. Issuer Name and Ticker or Trading Symbol USG CORP [USG]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (I	Middle)	3. Date of	of Earliest T	ransactior	l	(Check an approable)				
USG CORP, 125 S FRANKLIN STREET DEPT 188			(Month/Day/Year) 07/26/2006				Director 10% Owner X Officer (give title Other (specify below) Executive Vice President				
	(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)				al	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
CHICAGO, IL 6	60606						Person	where than one R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivativo	e Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
	ansaction Date hth/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or l of (D) 4 and 5) (A) or	Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report or	n a separate line	e for each cl	ass of sec	urities bene	ficially ov	ned directly	or indirectly.				
					infor requi	mation cont red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (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	6. Date Exercisable and	7. Title and Amount of	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S

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FERGUSON STANLEY L USG CORP 125 S FRANKLIN STREET DEPT 188 CHICAGO, IL 60606

Executive Vice President

Signatures

Robert J. Burrell, Attorney-In-Fact

07/27/2006

Date

**Signature of Reporting Person

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) Rights distribution to USG Corporation stockholders of record on June 30, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space 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.