

USG CORP
Form 8-K
April 28, 2004

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**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 28, 2004.

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)

(I.R.S. 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

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Item 12. Results of Operations and Financial Condition.

SIGNATURE

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Item 12. Results of Operations and Financial Condition.

On April 28, 2004, USG Corporation issued a press release containing earnings information for the quarter ended March 31, 2004. 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 28, 2004

By: /s/ Richard H. Fleming
Richard H. Fleming,
Executive Vice President
and Chief Financial Officer

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EXHIBIT INDEX

Exhibit No.

Exhibit

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| 99.1 | USG Corporation press release dated April 28, 2004. |
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