Edgar Filing: Mueller Donald S - Form 4

Mueller Dona	ald S											
Form 4 March 25, 20	009											
										OMB AI	PPROVAL	
FORM	UNITED	STATES				ND EXC D.C. 205		NGE (COMMISSION	OMB Number:	3235-0287	
Check this box if no longer subject to Section 16.				GES IN BENEFICIAL OWNERSHIP OF SECURITIES					Expires: January 31 2009 Estimated average burden hours per			
Form 4 or Form 5 obligatior may conti <i>See</i> Instru 1(b).	Filed pu ns Section 17	(a) of the		ility Ho	oldi	ing Com	pany	Act of	te Act of 1934, f 1935 or Section 40	response	•	
(Print or Type R	Responses)											
Mueller Donald S Symbol				er Name and Ticker or Trading ORP [USG]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
				ate of Earliest Transaction nth/Day/Year) 23/2009					Director 10% Owner Officer (give title Other (specify below) below) Vice President			
				endment, Date Original onth/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
CHICAGO,	IL 60661								Form filed by M Person	Iore than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non	-De	erivative S	ecuri	ties Acc	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea	r) Executio any		Code (Instr. 8	8)	n(A) or Di (D)	sposed 4 and (A) or	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	03/23/2009			F		103 (1)	D	\$ 8.07	17,576	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying rities : 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Mueller Donald S C/O USG CORPORATION 550 WEST ADAMS STREET CHICAGO, IL 60661	Vice President							
Signatures								
/s/ Ellis A. Regenbogen, Attorney-In-Fact		03/25/	/2009					
**Signature of Reporting Person		Dat	e					

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) Shares withheld to satisfy tax withholding obligation upon vesting of restricted stock units previously reported as securities beneficially owned, as required by applicable Restricted Stock Units Agreement.

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.