

USG CORP  
Form 8-K  
July 27, 2004

**Table of Contents**

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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) July 27, 2004.

USG Corporation

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(Exact name of registrant as specified in its charter)

Commission File Number: 1-8864

Delaware

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36-3329400

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(State or other jurisdiction of  
incorporation or organization)

(I.R.S. Employer  
Identification No.)

125 South Franklin Street, Chicago, Illinois

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60606-4678

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(Address of principal executive offices)

(Zip Code)

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

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**TABLE OF CONTENTS**

Item 12. Results of Operations and Financial Condition

SIGNATURE

EXHIBIT INDEX

Press Release

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**Table of Contents**

**Item 12. Results of Operations and Financial Condition.**

On July 27, 2004, USG Corporation issued a press release containing earnings information for the quarter ended June 30, 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: July 27, 2004

By: /s/ Richard H. Fleming

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

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**Table of Contents**

**EXHIBIT INDEX**

<b><u>Exhibit No.</u></b>	<b><u>Exhibit</u></b>
99.1	USG Corporation press release dated July 27, 2004.