Khan Fareed A

January 11, 2006

Form 3

				RITIES AND EXCHANGE COMMISSI			ON OMB APPROVAL			
	Washington,				D.C. 20549				OMB Number:	3235-0104
INITIAL STATEMEN				NT OF BENEFICIAL OWNERSHIP OF				Expires:	January 31 2005	
	SECURITIES								Estimated a	
		on 17(a) of	t to Section 16(a) of the Public Utility 1 0(h) of the Investm	Holdir	ng Company	Act of 193			burden hou response	•
(Print or Type Re	sponses)									
Person * Stateme			2. Date of Event Req Statement (Month/Day/Year)	luiring	g 3. Issuer Name and Ticker or Trading SymbolUSG CORP [usg]					
(Last)	(First)	(Middle)	01/01/2006		4. Relationshi Person(s) to I	p of Reporting ssuer			mendment, D Month/Day/Yea	-
USG CORPO SOUTH FRA					(Check	all applicable)		× ·	ý	
CHICAGO,Â	(Street) ILÂ 606	506			÷	10% Othe v) (specify bel e President	r F ow) _ P	Tiling(X_ Fo erson Fo	vidual or Joir Check Applica rm filed by On rm filed by Mo ng Person	able Line) ne Reporting
(City)	(State)	(Zip)	Table	e I - N	on-Derivat	ive Securit	ies Bene	eficia	ally Owned	ł
1.Title of Securit (Instr. 4)	y			icially (² Securities Owned	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Natur Owners (Instr. 5	hip	ndirect Benef	ficial
Common stock			23.63	23.632 (1)		D	Â			
Reminder: Repor owned directly or			ach class of securities b	oenefici	^{ally} S	EC 1473 (7-02	2)			
	inforr requi	mation cont	pond to the collecti ained in this form a ond unless the form MB control number	re not displa	ays a					

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		(Instr. 4)	Price of	Derivative	
		Title	Derivative Security	Security: Direct (D)	

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Common stock	(2)	(3)	Common stock	0	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Khan Fareed A USG CORPORATION 125 SOUTH FRANKLIN STREET CHICAGO, IL 60606	Â	Â	Vice President	Â			
Signatures							
Robert J. Burrell, Attorney-In-Fact	01/11/2	2006					

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 held through the USG Corporation Investment Plan.
- (2) The reporting person does not own USG Corporation derivative securities.
- (3) See footnote one.

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.