

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
Rule 13d-102

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

United States Steel Corporation

(Name of Issuer)

Common Stock

(Title of Class of Securities)

912909108

(CUSIP Number)

12/31/2006

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which
this Schedule is filed:

Rule 13d-1 (b)
 Rule 13d-1 (c)
 Rule 13d-1 (d)

* The remainder of this cover page shall be filled out for a reporting
person's initial filing on this form with respect to the subject class of
securities, and for any subsequent amendment containing information which
would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be
deemed to be "filed" for the purpose of Section 18 of the Securities Exchange
Act of 1934 ("Act") or otherwise subject to the liabilities of that section of
the Act but shall be subject to all other provisions of the Act (however, see
the Notes).

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CUSIP No. 912909108

(1) US-u s---

~~9~~(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions).

(11) Percent of class represented by amount in Row 9.

5.32%

(12) Type of reporting person (see instructions).

IA OO

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CUSIP No. 912909108

(1) Names and I.R.S. Identification Nos. (entities only) of reporting persons.

Legg Mason Capital Management, Inc.
52-1268629

(2) Check the appropriate box if a member of a group (see instructions) (a) (b)

(3) SEC use only.

(4) Citizenship or place of organization.

Maryland

Number of shares beneficially owned by each reporting person with:

(5) Sole voting power:
gpr407070

6 (6) Shared **

(5) Sole voting power:

-0-

(6) Shared voting power:

6,300,000

(7) Sole dispositive power:

-0-

(8) Shared dispositive power:

6,300,000

(9) Aggregate amount beneficially owned by each reporting person.

6,300,000

(10) Check if the aggregate amount in Row (9) excludes certain shares |_
(see instructions).

(11) Percent of class represented by amount in Row 9.

5.32%

(12) Type of reporting person (see instructions).

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Item 1(a). Name of Issuer:

United States Steel Corporation

Item 1(b). Address of Issuer's Principal Executive Offices:

600 Grant Street, Room 1500
Pittsburgh, PA 15219-2800

Item 2(a). Name of Person Filing:

LMM LLC
Legg Mason Capital Management, Inc.
Legg Mason Opportunity Trust

Item 2(b). Address or Principal Business Office or, If None, Residence:

100 Light Street
Baltimore, MD 21202

Item 2(c). Citizenship:

Maryland, Delaware

Item 2(d). Title of Class of Security--

(f) |_| An employee benefit plan or end

having that purpose or effect.

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After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Legg Mason Capital Management, Inc.

Date: 02/15/2007

/s/ Andrew J. Bowden
Name: Andrew J. Bowden
Title: Senior Vice President

LMM LLC

Date: 02/15/2007

/s/ Jennifer Murphy
Name: Jennifer Murphy
Title: Chief Operations Officer

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, Provided, however, That a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be type9tame , peal ptah9a9a9a 9a 9

This Joint Filing Agreement confirms the agreement by and among the undersigned that the Schedule 13G is filed on behalf of (i) each member of the group identified in Item 8 and (ii) the other reporting person(s) identified in Item 6 that may be deemed to beneficially own more than five percent of the issuer's outstanding equity securities.

Legg Mason Capital Management, Inc.

By ___/s/ Andrew J. Bowden _____
Andrew J. Bowden, Senior Vice President

LMM LLC

By ___/s/ Jennifer Murphy _____
Jennifer Murphy, Chief Operations Officer

Legg Mason Opportunity Trust,
A portfolio of Legg Mason Investment Trust, Inc.

By ___/s/ Gregory T. Merz _____
Gregory T. Merz, Vice President