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Form SC TO-I/A
December 27, 2001

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE TO
(Rule 14d-100)

TENDER OFFER STATEMENT UNDER SECTION 14(d) (1) OR 13(e) (1) OF THE
SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 4)

USX CORPORATION
USX CAPITAL TRUST I
USX CAPITAL LLC
(Name of Subject Company (Issuer))

UNITED STATES STEEL LLC (Offeror)
to be converted into
UNITED STATES STEEL CORPORATION
(Name of Filing Person (Identifying status as Offeror, Issuer or Other Person))

6.50% Cumulative Convertible Preferred Stock of USX Corporation
6.75% Convertible Quarterly Income Preferred Securities (QUIPS/SM/) of USX
Capital Trust I
8.75% Cumulative Monthly Income Preferred Shares, Series A (MIPS(R)), of USX
Capital LLC
(Title of Class of Securities)

902905 819 (USX Corporation)
90339 E201 (USX Capital Trust I)
P96460 103 (USX Capital LLC)
(CUSIP Number of Class of Securities)

Dan D. Sandman, Esq.
General Counsel, Secretary and
Senior Vice President--Human Resources & Public Affairs
USX Corporation
600 Grant Street
Pittsburgh, Pennsylvania 15219-4776
(412) 433-1121
(Name, Address and Telephone Number of Person Authorized to Receive Notices and
Communications
on Behalf of the Filing Person)

COPY TO:

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Check the box if the filing relates solely to preliminary communications

