CUSI	P No. 9	12909108	
1.	NAME OF 3	REPORTING PERSONS	
	I.R.S. I	DENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	Harbinge	r Capital Partners Master Fund I, Ltd.	
2.	CHECK TH		DNS) [_] [X]
3.	SEC USE		[2]
4.	CITIZENS	HIP OR PLACE OF ORGANIZATION	
	Cayman I	slands	
NUMBI	ER OF SHA	RES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	
5.	SOLE VOT	ING POWER	
	0		
6.	SHARED V	OTING POWER	
	6,750,00	0	
7.	SOLE DIS	POSITIVE POWER	
	0		
8.	SHARED D	DISPOSITIVE POWER	
	6,750,00	0	
9.	AGGREGAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	6,750,00	0	
10.		X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SEE INSTRUCTIONS)	
			[_]
11.	PERCENT	OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
	5.7%		
12.	TYPE OF 3	REPORTING PERSON (SEE INSTRUCTIONS)	
	CO		

CUSI	P No.	912909108
1.		REPORTING PERSONS IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	Harbing	ger Capital Partners Offshore Manager, L.L.C.
2.	CHECK 1	THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) [_] (b) [X]
3.	SEC USE	
4.	CITIZEN	ISHIP OR PLACE OF ORGANIZATION
	Delawar	re
NUMBE	ER OF SH	HARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
5.	SOLE VO	DTING POWER
	0	
6.	SHARED	VOTING POWER
	6,750,0	000
7.	SOLE DI	SPOSITIVE POWER
	0	
8.	SHARED	DISPOSITIVE POWER
	6,750,0	000
9.	AGGREGA	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	6,750,0	000
10.		BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN (SEE INSTRUCTIONS)
		[_]
11.	PERCENI	C OF CLASS REPRESENTED BY AMOUNT IN ROW 9
	5.7%	
12.	TYPE OF	F REPORTING PERSON (SEE INSTRUCTIONS)

CO

CUSIP No. 912909108

1. NAME OF

CUSIP N	o. 91	L2909	9108			

- 1. NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Harbert Management Corporation
- 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) [\_]
- 3. SEC USE ONLY
- 4. CITIZENSHIP OR PLACE OF ORGANIZATION

Alabama

- NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
- 5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

6,750,000

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

6,750,000

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6,750,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

[\_]

(b) [X]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

5.7%

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

CUSIP No. 912909108

1. NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS ( CAT

CUSI	P No.	912909108	
1.		F REPORTING PERSONS IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	Michael	l D. Luce	
2.	CHECK 7	THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTION (a)	[_]
3.	SEC USI	E ONLY (b)	[X]
4.	CITIZEN	NSHIP OR PLACE OF ORGANIZATION	
	U.S.A.		
NUMBI	ER OF SI	HARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	
5.	SOLE VO	DTING POWER	
	0		
6.	SHARED	VOTING POWER	
	6,750,0	000	
7.	SOLE DI	ISPOSITIVE POWER	
	0		
8.	SHARED	DISPOSITIVE POWER	
	6,750,0	000	
9.	AGGREGA	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	6,750,0	000	
10.		BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN (SEE INSTRUCTIONS)	
2	SH		[_]
11.	PERCENT	I OF CLASS REPRESENTED BY AMOUNT IN ROW 9	

5.7%

em 1(a).	Name of Issuer:
	United States Steel Corporation
(b)	Address of Issuer's Principal Executive Offices:
(10).	Address of issuer 5 fillerpar Excentive offices.
	600 Grant Street
	Pittsburgh, Pennsylvania 15219
em 2(a).	Name, Principal Business Address, and Citizenship of Persons Filing:
	apital Partners Master Fund I, Ltd Cayman Islands
	Name, Principal Business Address, and Citizenship of Persons Filing: Capital Partners Master Fund I, Ltd Cayman Islands c/o International Fund Services (Ireland) Limited Third Floor, Bishop's Square Redmond's Hill Dublin 2, Ireland
	Capital Partners Master Fund I, Ltd Cayman Islands c/o International Fund Services (Ireland) Limited Third Floor, Bishop's Square Redmond's Hill Dublin 2, Ireland Philip Falcone - U.S.A.
	Capital Partners Master Fund I, Ltd Cayman Islands c/o International Fund Services (Ireland) Limited Third Floor, Bishop's Square Redmond's Hill Dublin 2, Ireland Philip Falcone - U.S.A. 555 Madison Avenue
	Capital Partners Master Fund I, Ltd Cayman Islands c/o International Fund Services (Ireland) Limited Third Floor, Bishop's Square Redmond's Hill Dublin 2, Ireland Philip Falcone - U.S.A. 555 Madison Avenue 16 <sup>th</sup> Floor
	Capital Partners Master Fund I, Ltd Cayman Islands c/o International Fund Services (Ireland) Limited Third Floor, Bishop's Square Redmond's Hill Dublin 2, Ireland Philip Falcone - U.S.A. 555 Madison Avenue
	Capital Partners Master Fund I, Ltd Cayman Islands c/o International Fund Services (Ireland) Limited Third Floor, Bishop's Square Redmond's Hill Dublin 2, Ireland Philip Falcone - U.S.A. 555 Madison Avenue 16 <sup>th</sup> Floor New York, New York 10022
	Capital Partners Master Fund I, Ltd Cayman Islands c/o International Fund Services (Ireland) Limited Third Floor, Bishop's Square Redmond's Hill Dublin 2, Ireland Philip Falcone - U.S.A. 555 Madison Avenue 16 <sup>th</sup> Floor New York, New York 10022 United States of America Harbinger Capital Partners Offshore Manager, L.L.C Delaware
	Capital Partners Master Fund I, Ltd Cayman Islands c/o International Fund Services (Ireland) Limited Third Floor, Bishop's Square Redmond's Hill Dublin 2, Ireland Philip Falcone - U.S.A. 555 Madison Avenue 16 <sup>th</sup> Floor New York, New York 10022 United States of America Harbinger Capital Partners Offshore Manager, L.L.C Delaware HMC Investors, L.L.C Delaware
	<pre>Sapital Partners Master Fund I, Ltd Cayman Islands c/o International Fund Services (Ireland) Limited Third Floor, Bishop's Square Redmond's Hill Dublin 2, Ireland Philip Falcone - U.S.A. 555 Madison Avenue 16<sup>th</sup> Floor New York, New York 10022 United States of America Harbinger Capital Partners Offshore Manager, L.L.C Delaware HMC Investors, L.L.C Delaware Harbert Management Corporation - Alabama</pre>
	<pre>Sapital Partners Master Fund I, Ltd Cayman Islands c/o International Fund Services (Ireland) Limited Third Floor, Bishop's Square Redmond's Hill Dublin 2, Ireland Philip Falcone - U.S.A. 555 Madison Avenue 16<sup>th</sup> Floor New York, New York 10022 United States of America Harbinger Capital Partners Offshore Manager, L.L.C Delaware HMC Investors, L.L.C Delaware Harbert Management Corporation - Alabama Raymond J. Harbert - U.S.A.</pre>
	<pre>Zapital Partners Master Fund I, Ltd Cayman Islands c/o International Fund Services (Ireland) Limited Third Floor, Bishop's Square Redmond's Hill Dublin 2, Ireland Philip Falcone - U.S.A. 555 Madison Avenue 16<sup>th</sup> Floor New York, New York 10022 United States of America Harbinger Capital Partners Offshore Manager, L.L.C Delaware HMC Investors, L.L.C Delaware Harbert Management Corporation - Alabama Raymond J. Harbert - U.S.A. Michael D. Luce - U.S.A.</pre>
	<pre>Sapital Partners Master Fund I, Ltd Cayman Islands c/o International Fund Services (Ireland) Limited Third Floor, Bishop's Square Redmond's Hill Dublin 2, Ireland Philip Falcone - U.S.A. 555 Madison Avenue 16<sup>th</sup> Floor New York, New York 10022 United States of America Harbinger Capital Partners Offshore Manager, L.L.C Delaware HMC Investors, L.L.C Delaware Harbert Management Corporation - Alabama Raymond J. Harbert - U.S.A.</pre>

(d). Title of Class of Securities:

Common Stock

(e). CUSIP Number:

CUSIP No. 912909108

912909108

Item 3. If This Statement is filed purs

naiou, t, apaio(4) anunce of area as to which the berson was:

(i) Sole power to vote or to direct the vote:

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Harbinger Capital Partners Master Fund I, Ltd. - 0
Harbinger Capital Partners Offshore Manager, L.L.C. - 0
HMC Investors, L.L.C. - 0
Harbert Management Corporation - 0
Philip Falcone - 0
Raymond J. Harbert - 0
Michael D. Luce - 0
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(ii) Sharbidcpoker to vote or to direct the vote:

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Harbinger Capital Partners Master Fund I, Ltd. - 6,750,000

Harbinger Capital Partners Offshore Manager, L.L.C. - 6,750,000

HMC MongesMarBerL.L.C. - 6,750,000

Harbert Management Corporation - 6,750,000

Philip Falcone - 6,750,000

Raymond JapBilabbertn6Habbfebbore Ma Fert

Michael i)
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## AGREEMENT

The undersigned agree that this Schedule 13G dated October 1, 2007, relating to the Common Stock  $% \left( {{{\left( {{{\left( {{{\left( {{{}}} \right)}} \right)}} \right)}} \right)$