

Securities and Exchange Commission  
Washington, D. C. 20549

Schedule 13G  
Under the Securities Exchange Act of 1934

United States Steel Corporation  
Common Stock  
CUSIP Number 912909108

Date of Event Which Requires Filing of this Statement: December 31, 2005

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)

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CUSIP No. 912909108

- 1) Name of reporting person:  
LMM LLC.  
Tax Identification No.:  
52-2204753
- 2) Check the appropriate box if a member of a group:  
a)  x  
b)  n/a
- 3) SEC use only
- 4) Place of organization:  
Delaware

Number of shares beneficially owned by each reporting person with:

- 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:  
n/a
- 11) Percent of class represented by amount in row (9):  
5.56%
- 12) Type of reporting person:  
IA, OO

CUSIP No. 912909108

- 1) Name of reporting person:  
Legg Mason Capital Management, Inc.  
Tax Identification No.:  
52-1268629
- 2) Check the appropriate box if a member of a group:  
a)  x  
b)  n/a
- 3) SEC use only
- 4) Place of organization:  
Maryland

Number of shares beneficially owned by each reporting person with:

- 5) Sole voting power: - 0 -  
6) Shared voting power: 2,941,100  
7) Sole dispositive power: - 0 -  
8) Shared dispositive power: 2,941,100
- 9) Aggregate amount beneficially owned by each reporting person:  
2,941,100
- 10) Check if the aggregate amount in row (9) excludes certain shares:  
n/a



- a) n/a
- b) n/a

3) SEC use only

4) Place of organization:  
Maryland

Number of shares beneficially owned by each reporting person with:

- 5) Sole voting power: - 0 -
- 6) Shared voting power: 6,300,000

(iv) shared power to dispose or to direct the disposition of:  
9,366,290

Item 5) Ownership of Five Percent or less of a class:  
n/a

Item 6) Ownership of more than Five Percent on behalf of another person:

Various accounts managed by the investment advisers identified in Item 8 have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of shares of the issuer.

The interest of one account, Legg Mason Opportunity Trust, a portfolio of Legg Mason Investment Trust, Inc., an investment company registered under the Investment Company Act of 1940 and managed by LMM LLC, amounted to 6,300,000 shares or 5.56% of the total shares outstanding.

Item 7) Identification and classification of the subsidiary which acquired the security being reported on by the parent holding company:  
n/a

Item 8) Identification and classification of members of the group:  
Legg Mason Funds Management, Inc.-investment adviser  
Legg Mason Capital Management, Inc.-investment adviser  
LMM LLC. - investment advisor  
Legg Mason Focus Capital, Inc.-investment adviser

Item 9) Identification and classification of the subsidiary which acquired the security being reported on by the parent holding company:  
n/a

Item 10) Certification:

By signing below I certify that, to the best of my knowledge and belief, I am the authorized signatory of the issuer.

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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 \_\_\_\_\_  
Andrew J. Bowden, Senior Vice President

Legg Mason Funds Management, Inc.

By \_\_\_\_\_  
Andrew J. Bowden, Senior Vice President

LMM LLC

By \_\_\_\_\_  
Jennifer Murphy, Chief Operations Officer

Legg Mason Focus Capital, Inc.

By \_\_\_\_\_  
Robert G. Hagstrom, President

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

By \_\_\_\_\_  
Gregory T. Merz, Vice President