UNITED STATES SECURITIES AND EXCHANGC

```
NUMBER OF
              5 SOLE VOTING POWER
  SHARES
                      -0-
BENEFICIALLY 6 SHARED VOTING POWER
                      6,707,999
OWNED BY EACH
REPORTING
               7 SOLE DISPOSITIVE POWER
PERSON WITH
                       -0-
                8 SHARED DISPOSITIVE POWER
                      6,707,999
   AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
               6,707,999
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9)
                                                           [ ]
   EXCLUDES CERTAIN SHARES*
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
               5.9%
12 TYPE OF REPORTING PERSON*
               ΡN
                            *SEE INSTRUCTIONS
                              SCHEDULE 13G
   CUSIP NO. 912909108
                                                       PAGE 5 OF 11 PAGES
  NAME OF REPORTING PERSONS.
   I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).
      APPALOOSA PARTNERS INC.
   CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
                                                      (a) [ ]
(b) [ ]
3
   SEC USE ONLY
   CITIZENSHIP OR PLACE OF ORGANIZATION
      DELAWARE
 NUMBER OF 5 SOLE VOTING POWER
                      -0-
  SHARES
              6 SHARED VOTING POWER
BENEFICIALLY
OWNED BY EACH
                6,707,999
REPORTING
              7 SOLE DISPOSITIVE POWER
PERSON WITH
                      -0-
                8 SHARED DISPOSITIVE POWER
                      6,707,999
   AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
               6,707,999
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9)
                                                          [ ]
   EXCLUDES CERTAIN SHARES*
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
               5.9%
12 TYPE OF REPORTING PERSON*
```

CO

CUSIP NO. 912909108

PAGE 6 OF 11 PAGES

1 NAME OF REPORTING PER

(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE:

The business address of each of the Reporting Persons is c/o Appaloosa Management L.P., 26~Main Street, Chatham, NJ 07928.

(c) CITIZENSHIP:

AILP is a Delaware limited partnership. Palomino is a British Virgin Islands corporation. AMLP is a Delaware limited partnership. API is a Delaware corporation. Mr. Tepper is a citizen of the United States.

(d) TITLE OF CLASS OF SECURITIES:

Common Stock, par value \$1.00 per share.

(e) CUSIP NUMBER: 912909108

# SCHEDULE 13G

CUSIP NO. 912909108

PAGE 8 OF 11 PAGES

- Item 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b), OR 13-2(b), CHECK WHETHER THE PERSON FILING IS A:
  - (a) [] Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 780);
  - (b) [ ] Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
  - (c) [] Insurance Company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
  - (d) [ ] Investment Company registered under Section 8 of the Investment Company Act (15 U.S.C. 80a-8);
  - (e) [ ] An investment advisor in accordance with Section 240.13d-1 (b) (1) (ii) (E);
  - (f) [ ] An employee benefit plan or endowment fund in accordance with Section 240.13d-1(b) (1) (ii) (F);
  - (g) [ ] A parent holding company or control person, in accordance with Section 240.13d-1(b)(1)(ii)(G);
  - (h) [ ] A savings association as defined in Section 3(b) of the serpbc  $8 \bar{e} n d n d d d r D e posit Insurance Act (12 U.S.C. 1813);$ 
    - (i) [ ] A church plan that is excluded from the definition of an investment company under Section 3(c) (14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
    - (j) [ ] Group, in accordance with Section 240.13d-1(b)(1)(ii)(H)
- If this statement is filed pursuant to ss. 240.13d-1(c), check this box.  $|\mathbf{X}|$
- Item 4. persor4. perès estment cn occoio0.4d is cor S40.e w

(iv) shared power to dispose or to direct the disposition of: 7,707,999

# Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

SCHEDULE 13G

CUSIP NO. 912909108

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If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:  $|\_|$ 

Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Not applicable.

Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

Not applicable.

Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

Not applicable.

Item 9. NOTICES OF DISSOLUTION OF GROUP:

Not applicable.

Item 10. CERTIFICATION:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

# SIGNATURE PAGE

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.

Dated: February 1, 2005

APPALOOSA INVESTMENT LIMITED PARTNERSHIP I

By: APPALOOSA PARTNERS INCIH A HiHA HiHA. NM GHR IIIIIIIIII HOSAHPARH

By: APPALOOSA PARTNERS INC.,
Its General Partner

By: /s/ David A. Tepper

Name: David A. Tepper Title: President

APPALOOSA PARTNERS INC.

By: /s/ David A. Tepper

Name: David A. Tepper Title: President

/s/ David A. Tepper

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David A. Tepper

# EXHIBIT A

# JOINT FILING AGREEMENT

The undersigned agree that the foregoing Statement on Schedule 13G (including any and all amendments  $\square{-}{-}{-}{-}{-}{-}$