

As filed with the Securities and Exchange Commission on February 24, 2010

Registration No. 333-

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**FORM S-3
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933**

United States Steel Corporation
(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction of incorporation)

25-1897152

2/10 11:00 AM



United States Steel Corporation

Senior Debt Securities
Subordinated Debt Securities
Common Stock
Preferred Stock
Depository Shares
Warrants
Stock Purchase Contracts
Stock Purchase Units

ABOUT THIS PROSPECTUS

United States Steel Corporation

FORWARD-LOOKING STATEMENTS **I**

THE COMPANY

RISK FACTORS

**RATIO OF EARNINGS TO FIXED CHARGES AND
RATIO OF EARNINGS TO COMBINED FIXED
CHARGES AND PREFERRED STOCK DIVIDENDS**

**(Unaudited)
Continuing Operations**

Year Ended December 31,				
2009	2008	2007	2006	2005

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Certain Covenants of USS in the Indentures

Payment

Merger and Consolidation

Waiver of Certain Covenants

Events of Default

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Subordination

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DESCRIPTION OF CAPITAL STOCK

General

Preferred Stock

Common Stock

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Stock Transfer Agent and Registrar

Rights Plan

provided

Delaware Law, Our Certificate of Incorporation and By-Laws Contain Provisions That May Have an Anti-Takeover Effect

Delaware Law.

DESCRIPTION OF DEPOSITARY SHARES

General

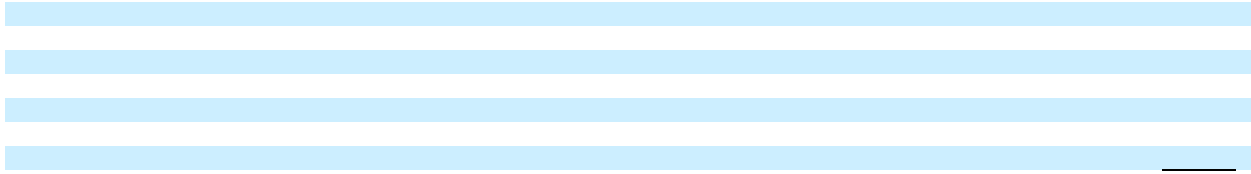
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Voting Deposited Preferred Stock

Amendment and Termination of the Deposit Agreement

PART II
INFORMATION NOT REQUIRED IN PROSPECTUS

Item 14. **Other Expenses of Issuance and Dnxpen** **i**



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Item 16. List of Exhibits.

Item 17. Undertakings.

provided, however

SIGNATURES

Gregory A. Zovko
Vice President & Controller

Signature

Title

AL

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Graham B. Spanier

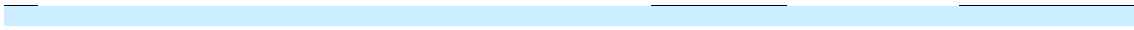
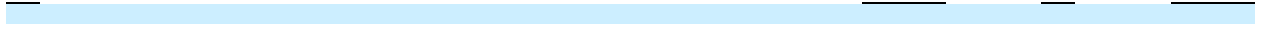
David S. Sutherland

Patricia A. Tracey

Gregory A. Zovko
*Attorney in Fact for the individuals
noted above with an asterisk*

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>	<u>Incorporated by Reference to Filings Indicated</u>
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Robert M. Stanton



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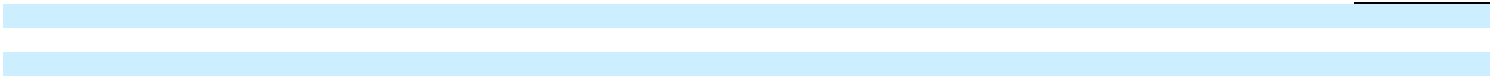
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FORM T-1
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF ELIGIBILITY
UNDER THE TRUST INDENTURE ACT OF 1939 OF A
CORPORATION DESIGNATED TO ACT AS A ~~54~~ TO D



FORM T-1

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**STATEMENT OF ELIGIBILITY
UNDER THE TRUST INDENTURE ACT OF 1939 OF A
CORPORATION DESIGNATED TO ACT AS TRUSTEE**

**CHECK IF AN APPLICATION TO DETERMINE
ELIGIBILITY OF A TRUSTEE PURSUANT TO
SECTION 305(b)(2)**

THE BANK OF NEW YORK MELLON

(Exact name of trustee as specified in its charter)

New York
(State of incorporation
if not a U.S. national bank)

13-5160382
(I.R.S. employer
identification no.)

One Wall Street, New York, N.Y.
(Address of principal executive offices)

10286
(Zip code)

United States Steel Corporation

(Exact name of obligor as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

25-1897152
(I.R.S. employer
identification no.)

600 Grant Street
Pittsburgh, Pennsylvania
(Address of principal executive offices)

15219-2800
(Zip code)

Subordinated Debt Securities
(Title of the indenture securities)

