FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* BROWN JOYCE F						2. Issuer Name and Ticker or Trading Symbol USEC INC [USU]									nship of Reporting F applicable) irector		Person(s) to Issuer	
(Last) (First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 05/10/2011											Officer (give title below)		Other (specify below)	
(Street)					4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person				
SDA MI	D 2	0817												Form filed by More than One Reporting Person				oorting
(St	ate) (Z	Zip)																
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
Date					Execution Date, Year) if any			Transaction Disposed Code (Instr. 5)						d Secur Benef Owne	ities icially d	Form: [(D) or Indirect	irect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code	v	Amount	(A) or (D) Pri		rice	Repo Trans	rted action(s)	(,	(
Common Stock 05/10/20					11			A		26,087	A	\$	0.000	0 15	155,756(1)			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
vative Conversion Date Execution Date, urity or Exercise (Month/Day/Year) if any			Code (II	nstr.	of Deriv Secu Acqu (A) o Dispo of (D (Instr and §	vative rities ired r osed)	Expiration Date (Month/Day/Year) Date Expiration			Amour or Number of		tr.	f Derivative Security	derivative Securities Beneficially Owned Following Reported	Own Fori Dire or II (I) (I 4)	n: ct (D) ndirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	(Fire Conversion or Exercise Price of Derivative	(First) (NOCKLEDGE DRIVE) SDA MD 2 (State) (Z Table Security (Instr. 3) Stock Table Security (Instr. 3) Stock Table Security (Instr. 3)	(First) (Middle) CKLEDGE DRIVE SDA MD 20817 (State) (Zip) Table I - I Security (Instr. 3) Stock Table II 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) OCKLEDGE DRIVE SDA MD 20817 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Transaction Date (Month/Day/ Conversion or Exercise Price of Derivative Price of Derivative (Month/Day/Year) (Middle) (Zip) Table II - Non-Deriv 2. Transaction Date (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year)	(First) (Middle) 3. Date	(First) (Middle) CKLEDGE DRIVE 3. Date of 05/10/20 4. If Amend SDA MD 20817 (State) (Zip) Table I - Non-Derivative Secution Date (Month/Day/Year) if any (Month/Day/Year) Stock Table II - Derivative Secution (e.g., puts, calls, voice of Derivative Security (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, voice of Derivative Security (Month/Day/Year) (Month/Day/Year) 3. Date of 05/10/20 4. If Amend 2A. De Execution Date (e.g., puts, calls, voice of Derivative Security (e.g., puts, calls, voice of Derivative Security) (Month/Day/Year)	(First) (Middle) CKLEDGE DRIVE 3. Date of Earlies 05/10/2011 4. If Amendment, (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Securities (e.g., puts, calls, warrange) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) CKLEDGE DRIVE Table I - Non-Derivative Securities Accurity (Instr. 3) Stock Table II - Derivative Securities Acquester (e.g., puts, calls, warrants, price of Derivative Security (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Securities Acquester (e.g., puts, calls, warrants, price of Derivative Security (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) Stock Table II - Derivative Securities Acquester (e.g., puts, calls, warrants, price of Derivative Security (Month/Day/Year) Stock Table II - Derivative Securities Acquester (e.g., puts, calls, warrants, price of Derivative Security (Month/Day/Year) Stock Table II - Derivative Securities Acquester (e.g., puts, calls, warrants, price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(First) (Middle) CKLEDGE DRIVE Table I - Non-Derivative Securities Acquired, Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Stock Table II - Derivative Securities Acquired, Date (e.g., puts, calls, warrants, option or Exercise Price of Derivative Security Security 3. Date of Earliest Transaction (for 05/10/2011 4. If Amendment, Date of Original Execution Date, (Month/Day/Year) 2. Transaction (Month/Day/Year) 3. Date of Earliest Transaction (for 05/10/2011 4. If Amendment, Date of Original Execution Date, (Month/Day/Year) 5. Number of Code (Instr. 3, 4 and 5) 6. Date Expiration Code (Instr. 3, 4 and 5) Code (Instr. 3, 4 and 5) Date	(First) (Middle) CKLEDGE DRIVE Table I - Non-Derivative Securities Acquired, Distensive Month/Day/Year) Security (Instr. 3) Z. Transaction Date (Month/Day/Year) Date (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of (D) at Execution Date (Execution Date (If any (Month/Day/Year)) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Date (Month/Day/Year) A 3. Date of Earliest Transaction (Month 05/10/2011) 4. If Amendment, Date of Original File Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) Code V Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Date (Month/Day/Year) Date Date	(First) (Middle) CKLEDGE DRIVE Table I - Non-Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 05/10/2011 2. Transaction Date (Instr. 3) Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year) Stock 05/10/2011 A 26,087 Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year) Stock 5. Number of Code (Instr. 3) A 26,087 Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year) Stock 5. Number of Code (Instr. 3) A 26,087 Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) A 26,087 Transaction Date (Month/Day/Year) (Month/Day/Year) Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year) A 26,087 Transaction Date (Month/Day/Year) Original Filed (Month/Day/Year) A Securities Acquired, Disposed of Original Filed (Month/Day/Year) A 26,087 Transaction Original Filed (Month/Day/Year) A Securities Acquired, Disposed of Original Filed (Month/Day/Year) Original Filed (Month/Day/Year) Date Execution Date (Month/Day/Year)	(First) (Middle) OCKLEDGE DRIVE Table I - Non-Derivative Securities Acquired, Disposed of, or Escurity (Instr. 3) Code V Amount (A) (D) (D) (D) (D) (D) (D) (D) (D) (D) (D	(First) (Middle) CKLEDGE DRIVE Table I - Non-Derivative Securities Acquired, Disposed of, or Benefic (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible securities Acquired (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible securities Acquired (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible security (Instr. 3) A 26,087 A \$ Table II - Derivative Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible security (Instr. 3) A 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) Amount of Securities Acquired (A) or Disposed of (D) (Instr. 3) Amount of Securities Acquired (A) or Disposed of (D) (Instr. 3) Amount or Num Date (Instr. 3)	(First) (Middle) OCKLEDGE DRIVE 3. Date of Earliest Transaction (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficiall Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date of Original Filed (Month/Day/Year) 5. Instruction Date (Month/Day/Year) 6. Ir Code (Instr. 8) 7. Table II - Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction Date (Month/Day/Year) 8. Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction Date (Month/Day/Year) 9. Number of Original Filed (Month/Day/Year) 1. Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 1. Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 1. Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 1. Securities Acquired, Disposed of, or Beneficially (month/Day/Year) 1. Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 2. Disposed of (D) (instr. 3, 4 and 5) 3. Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, calls, warrants, options,	(First) (Middle) OCKLEDGE DRIVE 3. Date of Earliest Transaction (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) Date (Month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (A) or Disposed of (D) (Instr. 3, 4 and Security (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction (Month/Day/Year) Date (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction (Month/Day/Year) Date (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction (Month/Day/Year) Date (e.g., puts, calls, warrants, options, convertible securities) 2. Derivative Securities (Month/Day/Year) Date (Month/Day/Year	SDA MD 20817	3. Date of Earliest Transaction (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) 2. Transaction (Month/Day/Year) Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Stock 05/10/2011 A 26,087 A \$0,0000 155,756(1) E Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Stock 05/10/2011 A 26,087 A \$0,0000 155,756(1) E Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Conversion Date (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction (Disposed of, or Beneficially Owned) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Conversion Date (month/Day/Year) A 26,087 A \$0.0000 155,756(1) E Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Transaction of Securities Acquired (A) or Securities Secur	3. Date of Earliest Transaction (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date (Month/Day/Year) (Month/Day/Year) (Stock Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Stock Disposed of (D) (Instr. 3, 4 and Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A 26,087 A \$0.0000 155,756(1) D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A 26,087 A \$0.0000 155,756(1) D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A 26,087 A \$0.0000 155,756(1) D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A 1, Transaction of Code (Instr. 3) A 26,087 A \$0.0000 155,756(1) D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A 26,087 A \$0.0000 155,756(1) D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A 3. Transaction Date of Code (Instr. 3) A 3. Transaction Date of Code (Instr. 3) A 3. Transaction Date of Code (Instr. 3) A 4. Securities Acquired (A) or Disposed of Code (Instr. 4) A 5. A 5

Explanation of Responses:

1. Includes 43,721 restricted shares and 111,935 restricted stock units pursuant to the Company's equity incentive plan.

/s/ Kerri R. Morey, Attorney-In-Fact 05/11/2011

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.