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 [*] Mey J Tracy | | | | | | 2. Issuer Name and Ticker or Trading Symbol USEC INC [USU] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | |
|--|--|--|--------|----------------------------------|--|--|-----|---------------------------------------|---|---|--------------------|---|-------------------|-----------------------------------|--|---|--|--|
| (Last) (First) (Middle) 6903 ROCKLEDGE DRIVE | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 08/08/2008 | | | | | | | | | X Offic belo | , | Other below o <mark>r and CAO</mark> | (specify /) |
| (Street) BETHESDA MD 20817 (City) (State) (Zip) | | | | 4. If Ai | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Line | e) <mark>X</mark> Form Form | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) Date (Month/Day | | | | | | Execution Date, | | | 3. 4. Securities Acquired Transaction Disposed Of (D) (Instr. Code (Instr. and 5) | | | | | Secur | icially d | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | | | | Code | v | Amount | Amount (/ | | Price | Repo Trans | | (Instr. 4) | (Instr. 4) |
| Common Stock 08/08/20 | | | | | 2008 | 008 | | | F | | 176 | | D | \$5 2 | | 5,766 ⁽¹⁾ | D | |
| | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | _ | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | if any | emed ion Date, n/Day/Year) | Code (Ir | Transaction Code (Instr. | | mber rities ired sed 3, 4 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr 3 and 4) Amoun or | | tr. | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exercisab | | Expiration Date | Title | Num of Shar | | | | | |

Explanation of Responses:

1. Includes 19,923 restricted shares issued pursuant to the Company's equity incentive plan.

Remarks:

Kerri R. Morey, Attorney-In-

08/12/2008

** Signature of Reporting Person Date

Fact

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.