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USA INTERACTIVE  
Form RW  
September 05, 2002

USA Interactive  
152 West 57th Street  
42nd Floor  
New York, New York 10019

September 5, 2002

Securities and Exchange Commission  
Division of Corporate Finance  
450 Fifth St., N.W.  
Washington, D.C. 20549

Attention: Josh Englard

RE: REGISTRATION STATEMENT ON FORM S-3 (333-90448) OF USA  
INTERACTIVE FILED ON JUNE 13, 2002

Ladies and Gentlemen:

USA Interactive ("USA") hereby requests withdrawal of the Registration Statement on Form S-3 (333-90448) filed by USA on June 13, 2002 with the Securities and Exchange Commission (the "Commission").

In accordance with Rule 477 promulgated pursuant the Securities Act of 1933, USA confirms that no securities of USA were sold pursuant to the Registration Statement. Effectiveness of the Registration Statement has not been granted. The grounds on which USA makes this application are that there is no longer a present intention to offer or sell the securities under the Registration Statement.

Please contact the undersigned (tel. 212-314-7230) or our counsel, J. D. Weinberg of Covington & Burling (tel. 212-841-1037), should you have any questions regarding the foregoing.

Very truly yours,

USA INTERACTIVE

By: /s/ JOANNE HAWKINS

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Name: Joanne Hawkins  
Title: Associate General Counsel