

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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* <u>SAC CAPITAL ASSOCIATES LLC</u> (Last) (First) (Middle) P.O. BOX 58, VICTORIA HOUSE, THE VALLEY (Street) ANGUILLA, BRITISH WEST INDIES (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 03/14/2007	3. Issuer Name and Ticker or Trading Symbol <u>USA TECHNOLOGIES INC [USAT]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See footnote (1)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, no par value	1,666,667 ⁽¹⁾	D ⁽²⁾	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Warrant ⁽³⁾	09/14/2007	09/14/2013	Common Stock, no par value	833,333	6.4	D ⁽²⁾

1. Name and Address of Reporting Person* <u>SAC CAPITAL ASSOCIATES LLC</u> (Last) (First) (Middle) P.O. BOX 58, VICTORIA HOUSE, THE VALLEY (Street) ANGUILLA, BRITISH WEST INDIES (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>SAC CAPITAL ADVISORS LLC</u> (Last) (First) (Middle) 72 CUMMINGS POINT ROAD (Street) STAMFORD CT 06902 (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>S A C CAPITAL MANAGEMENT L L C</u> (Last) (First) (Middle)

540 MADISON AVENUE

(Street)

NEW YORK NY 10022

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

COHEN STEVEN A/SAC CAPITAL MGMT LP

(Last)

(First)

(Middle)

72 CUMMINGS POINT ROAD

(Street)

STAMFORD CT 06902

(City)

(State)

(Zip)

Explanation of Responses:

1. Please see Exhibit 99.1, note 1.
2. Please see Exhibit 99.1, note 2.
3. Please see Exhibit 99.1, note 3.

Remarks:

Exhibit List: Exhibit 99.1 - Explanation of Responses Exhibit 99.2 - Joint Filer Information

Peter Nussbaum, as Authorized
Person on behalf of the
following: S.A.C. CAPITAL
ASSOCIATES, LLC, S.A.C.
CAPITAL ADVISORS, LLC, 03/22/2007
S.A.C. CAPITAL
MANAGEMENT, LLC,
STEVEN A. COHEN, By: /s/
Peter Nussbaum

** 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 5 (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.

(1) As described in the Schedule 13G filed with the Securities and Exchange Commission by the Reporting Persons on March 22, 2007 with respect to the Issuer's securities, S.A.C. Capital Associates, LLC, an Anguillan limited liability company ("SAC Associates"), purchased 1,666,667 shares of Common Stock and warrants to purchase 833,333 shares of Common Stock pursuant to a Securities Purchase Agreement between SAC Associates and the Issuer on March 14, 2007.

(2) SAC Associates directly owns Common Stock of the Issuer and warrants for Common Stock of the Issuer. S.A.C. Capital Advisors, LLC, ("SAC Advisors") and S.A.C. Capital Management, LLC ("SAC Management") are investment managers to SAC Capital Associates. Pursuant to investment management agreements, each of SAC Advisors and SAC Management share all investment and voting power with respect to the securities held by SAC Capital Associates. Steven A. Cohen controls each of SAC Advisors and SAC Management. In accordance with Instruction 5(b)(iv), the entire amount of the Issuer's securities held by SAC Capital Associates is reported herein. SAC Advisors, SAC Management and Steven A. Cohen disclaim any beneficial ownership of any of the Issuer's securities to which this report relates for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, except to the extent of its indirect pecuniary interest therein, and this report shall not be deemed an admission that SAC Advisors, SAC Management or Steven A. Cohen is the beneficial owner of such securities for purposes of Section 16 or for any other purposes.

(3) The warrants contain certain restrictions on their exercise, including an issuance limitation prohibiting the holder and its affiliates from exercising the warrants to the extent that such exercise would result in the beneficial ownership by such holder and its affiliates of more than 9.99% of the number of shares of Common Stock outstanding immediately after giving effect to the issuance of shares upon exercise of the warrant.

Name: S.A.C. Capital Advisors, LLC

Address: 72 Cummings Point Road, Stamford CT 06902

Designated Filer: S.A.C. Capital Associates, LLC

Issuer & Ticker Symbol: USA TECHNOLOGIES, INC. ("USAT")

Date of Event Requiring Statement: March 14, 2007

Name: S.A.C. Capital Management, LLC

Address: 540 Madison Avenue, New York NY 10022

Designated Filer: S.A.C. Capital Associates, LLC

Issuer & Ticker Symbol: USA TECHNOLOGIES, INC. ("USAT")

Date of Event Requiring Statement: March 14, 2007

Name: Steven A. Cohen

Address: 72 Cummings Point Road, Stamford CT 06902

Designated Filer: S.A.C. Capital Associates, LLC

Issuer & Ticker Symbol: USA TECHNOLOGIES, INC. ("USAT")

Date of Event Requiring Statement: March 14, 2007