

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>HESS JOHN B</u>  (Last) (First) (Middle) <u>AMERADA HESS CORPORATION</u> <u>1185 AVENUE OF THE AMERICAS</u>  (Street) <u>NEW YORK NY 10036</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AMERADA HESS CORP [ AHC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>Chairman of the Board and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/19/2003</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$1.00 par value	12/19/2003		J <sup>(1)</sup>		125,000	D	\$0	163,944	D <sup>(2)</sup>	
Common Stock, \$1.00 par value	12/19/2003		J <sup>(3)</sup>		125,000	A	\$0	125,000	I	See Note <sup>(4)</sup>
Common Stock, \$1.00 par value	12/22/2003		J <sup>(5)</sup>		1,500,000	D	\$0	10,807	I	See Note <sup>(6)</sup>
Common Stock, \$1.00 par value	12/22/2003		J <sup>(7)</sup>		1,500,000	A	\$0	1,500,000	I	See Note <sup>(8)</sup>

**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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Shares contributed to trust referred to in Note 4. This transaction represents a change only in the nature of beneficial ownership.
- Includes 150,000 shares held in escrow pursuant to the Issuer's Amended and Restated 1995 Long-Term Incentive Plan. The reporting person has only voting power of these shares until the lapsing of the period if he is still an employee of the Issuer.
- Acquired by trust referred to in Note 4. This transaction represents a change only in the nature of beneficial ownership.
- Held by a trust newly established by the reporting person for the benefit of himself and his children. The reporting person and his wife are trustees of the trust.
- Distributed from trust referred to in Note 6 and contributed to trust referred to in Note 8. This transaction represents a change only in the nature of beneficial ownership.
- Held by trust for the benefit of the reporting person's mother, of which the reporting person is one (1) of five(5) trustees. This holding has been previously reported by the reporting person.
- Acquired by trust referred to in Note 8. This transaction represents a change only in the nature of beneficial ownership.
- Held by a trust newly established for the benefit of the reporting person's mother and her children. The reporting person is one (1) of two (2) trustees of this trust. Other holdings of the reporting person are shown on Forms 4 previously filed by the reporting person.

George C. Barry for John B. Hess 12/23/2003

\*\* 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.