FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

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

> Charitable Lead

Annuity Trust

I

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

Common Stock, \$1.00 par value

04/10/2008

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* HESS JOHN B | | | suer Name and Tick SS CORP [H | | rading | Symbol | | | Relationship of Report heck all applicable) | X 10% | Owner |
|--|------------------------------------|----------------|---|------------------------------|---------|------------------------------------|---------------|---------|--|---|---|
| (Last) (First) (Middle) HESS CORPORATION 1185 AVENUE OF THE AMERICAS | | | ate of Earliest Trans 0/2008 | action (| Month | n/Day/Year) | | | X Officer (give title below) Chairman of the control of the contr | belov | · |
| (Street) NEW YORK NY 10036 | | 4. If <i>i</i> | Amendment, Date o | f Origin | al File | d (Month/Day | /Year) | | • | up Filing (Check ne Reporting Pe ore than One Re | rson |
| (City) (State) (Zip) | on-Deriva | tivo | Securities Acc | nuiroc | l Die | enosed of | or Re | neficia | Illy Owned | | |
| 1. Title of Security (Instr. 3) | 2. Transacti Date (Month/Day | ion | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | ection | 4. Securities Disposed Of 5) | Acquired | (A) or | 5. Amount of | 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 | Transaction(s) (Instr. 3 and 4) | | (iii3ti. 4) |
| Common Stock, \$1.00 par value | 04/10/20 | 800 | | S ⁽¹⁾ | | 100 | D | \$97.9 | 6 10,935,129 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/20 | 800 | | S | | 400 | D | \$96.9 | 6 10,934,729 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/20 | 008 | | S | | 100 | D | \$97.1 | 7 10,934,629 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/20 | 800 | | S | | 100 | D | \$97.7 | 3 10,934,529 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/20 | 800 | | S | | 100 | D | \$97.5 | 5 10,934,429 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/20 | 800 | | S | | 300 | D | \$97.0 | 5 10,934,129 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/20 | 008 | | S | | 200 | D | \$96.8 | 4 10,933,929 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/20 | 008 | | S | | 200 | D | \$95.8 | 1 10,933,729 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/20 | 800 | | S | | 300 | D | \$96.8 | 1 10,933,429 | I | Charitable Lead Annuity Trust |

100

D

\$96.89

10,933,329

| Table I - N | Ion-Derivative | Securities Ac | quired | l, Di | sposed of, | or Be | neficiall | y 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) | | 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | |
| Common Stock, \$1.00 par value | 04/10/2008 | | S | | 200 | D | \$96.12 | 10,933,129 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/2008 | | S | | 200 | D | \$97 | 10,932,929 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/2008 | | S | | 100 | D | \$96.93 | 10,932,829 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/2008 | | S | | 200 | D | \$96.57 | 10,932,629 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/2008 | | S | | 200 | D | \$96.24 | 10,932,429 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/2008 | | S | | 100 | D | \$96.11 | 10,932,329 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/2008 | | S | | 100 | D | \$95.98 | 10,932,229 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/2008 | | S | | 100 | D | \$97.19 | 10,932,129 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/2008 | | S | | 100 | D | \$96.98 | 10,932,029 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/2008 | | S | | 400 | D | \$96.16 | 10,931,629 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/2008 | | s | | 200 | D | \$96.97 | 10,931,429 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/2008 | | S | | 100 | D | \$95.77 | 10,931,329 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/2008 | | S | | 100 | D | \$96.77 | 10,931,229 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/2008 | | s | | 300 | D | \$96.23 | 10,930,929 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/10/2008 | | S | | 100 | D | \$96.07 | 10,930,829 | I | Charitable Lead Annuity Trust |

| 1. Title of Security (Instr. 3) | | | | 2. Transa Date (Month/D | | 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 | 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 | | Transac (Instr. 3 | ction(s) | | (111501.4) |
| Common | mmon Stock, \$1.00 par value 04/10/2008 | | | | | | | S | | 300 | D | \$97. | .07 | 10,9 | 30,529 | I | Charitabl Lead Annuity Trust | |
| Common Stock, \$1.00 par value | | | | 04/10/ | /2008 | | | | S | | 100 | D | \$95. | .86 | 10,9 | 30,429 | I | Charitabl Lead Annuity Trust |
| Common Stock, \$1.00 par value | | | | 04/10/2008 | | | | | S | | 100 | D | \$96. | .18 | 10,9 | 30,329 | I | Charitabl Lead Annuity Trust |
| Common Stock, \$1.00 par value | | | 04/10/ | /2008 | | | | S | | 100 | D | \$96. | .99 | 10,9 | 30,229 | I | Charitabl Lead Annuity Trust | |
| Common Stock, \$1.00 par value | | | | 04/10/ | /2008 | | | | S | | 100 | D | \$95. | .91 | 10,93 | 30,129 ⁽²⁾ | I | Charitabl Lead Annuity Trust |
| | | Та | | | | | | | | | osed of, | | | | Owned | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deem Execution | emed 4. | | ction | 5. Num of Deriva Securi Acquii (A) or Dispos of (D) (Instr. and 5) | nber itive ities red sed | | Exerc | isable and | 7. Title a Amount Securiti Underly Derivati | and t of es ring | 8. I De Se | Price of erivative security str. 5) Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | | Ownership Form: Direct (D) or Indirect (I) (Instr. 4 | Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exercis | ahle | Expiration Date | | Amount or Number of Shares | | | | | |

Explanation of Responses:

1. The sales of shares set forth herein are made in connection with a selling plan by the charitable lead annuity trust referred to below dated March 20, 2008 that is intended to comply with Rule 10b5-1(c).

2. Held by a previously reported charitable lead annuity trust established under the will of Leon Hess. The reporting person is one of five trustees of the trust.

Remarks:

George C. Barry for John B. 04/11/2008 Hess

** 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.