FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washir

washington, D.C. 20549	OMB APPROVAL		
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-	

3235-0287 OMB Number: 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).

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

Date Month/Day/Year Mon																				
Common Stock, \$1.00 par value	. •																			
Common Stock, \$1.00 par value	<u> </u>	OIIIV D													1					
Street NEW YORK NY 10036							` ' '] X		below			
A						0.0, 1.0, 2000										Chairma	r or Bourd			
Table 1 - Non-Derivative Security (nstr. 3) Common Stock, \$1.00 par value 06/16/2005 Security (nstr. 3) 06/16/2005 Security (nstr. 3) Security (nstr. 4) Securi	,					- 4. If a	Amen	dment,	, Date of	f Origina	l Filed	l (Month/Da	ıy/Year))		ividual o	r Joint/Group	Filing (Check A	pplicable	
Table - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned	-	ORK N	Y	10036											1 1	Forn	n filed by One	Reporting Pers	son	
Common Stock, \$1.00 par value	,																	e than One Rep	orting	
Table of Security (Instr. 3)	(City)	(St																		
Pate																				
Common Stock, \$1.00 par value	Date				Execution Date, if any		Date,	Transaction Code (Instr		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4) or 4 and 5)	Securi Benefi Owner	Securities Beneficially Owned Following	Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership				
Common Stock, \$1.00 par value										Code	v	Amount	(A) (D)	or P	rice	Transa	action(s)		(Instr. 4)	
Common Stock, \$1.00 par value 06/16/2005 S 600 D \$109.12 458,896 D Common Stock, \$1.00 par value 06/16/2005 S 600 D \$108.95 458,296 D Common Stock, \$1.00 par value 06/16/2005 S 800 D \$108.86 458,096 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.69 456,896 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.69 456,896 D Common Stock, \$1.00 par value 06/16/2005 S 800 D \$108.63 455,696 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.63 455,696 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.63 455,696 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.89 455,296 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.81 454,896 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.81 454,896 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$109.19 454,296 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$109.19 454,296 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.73 453,496 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.73 453,496 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.73 453,496 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.73 453,496 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.75 453,096 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.75 453,096 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.75 453,096 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.75 453,096 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.75 453,096 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.75 453,096 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.75 453,096 D Common Stock, \$1.00 par value 06/16/2005 S 400	Common	Stock, \$1.0	0 par value		06/16	/2005				S ⁽¹⁾		300	I) \$	108.67	4	59,596	D		
Common Stock, \$1.00 par value	Common	Stock, \$1.0	0 par value		06/16	/2005				S		300	I) \$	108.66	4	59,296	D		
Common Stock, \$1.00 par value	Common	Stock,\$1.00) par value		06/16	/2005				S		400	I) \$	109.12	4	58,896	D		
Common Stock, \$1.00 par value	Common	Stock, \$1.0	0 par value		06/16	/2005				S		600	I) \$	108.95	4	58,296	D		
Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.69 456,896 D Common Stock, \$1.00 par value 06/16/2005 S 800 D \$108.63 455,696 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.89 455,296 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.81 454,896 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$109.19 454,296 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$109.19 454,296 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$109.23 453,896 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.73 453,496 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.73 453,496 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.73 453,496 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.73 453,496 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.73 453,496 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.73 453,496 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.73 453,496 D Common Stock, \$1.00 par value 06/16/2005 S 400 D \$108.73 453,496 D Common Stock, \$1.00 par value 06/16/2005 S 1,900 D \$108.73 453,196 D Common Stock, \$1.00 par value 06/16/2005 S 1,900 D \$108.74 451,196 D Common Stock, \$1.00 par value 06/16/2005 S 1,900 D \$108.75 451,196 D Common Stock, \$1.00 par value 06/16/2005 S 1,900 D \$108.75 451,196 D Common Stock, \$1.00 par value 06/16/2005 S 1,900 D \$108.75 451,196 D Common Stock, \$1.00 par value 06/16/2005 S 1,900 D \$108.75 451,196 D Common Stock, \$1.00 par value 06/16/2005 S 1,900 D \$108.75 451,196 D Common Stock, \$1.00 par value 06/16/2005 S 1,900 D \$108.75 451,196 D Common Stock, \$1.00 par value 06/16/2005 S 1,900 D \$108.75 451,196 D Common Stock, \$1.00 par value 06	Common	Stock, \$1.0	0 par value		06/16	/2005				S		200	I) \$	108.86	4	58,096	D		
Common Stock, \$1.00 par value	Common	Stock, \$1.0	0 par value		06/16	/2005				S		800	I) \$	108.85	4	57,296	D		
Common Stock, \$1.00 par value	Common	Stock, \$1.0	0 par value		06/16	/2005				S		400	I) \$	108.69	4	56,896	D		
Common Stock, \$1.00 par value	Common	Stock, \$1.0	0 par value		06/16	/2005				S		400	I) \$	108.68	4.	56,496	D		
Common Stock, \$1.00 par value					06/16	/2005				S		800	I) \$	108.63	4.	55,696	D		
Common Stock, \$1.00 par value					06/16	/2005				S		400	I			4	55,296	D		
Common Stock, \$1.00 par value										S		400	I	_		4	54,896	D		
Common Stock, \$1.00 par value							_			S			_			1				
Common Stock, \$1.00 par value Common Stock, \$1.00 par value O6/16/2005 S 1,900 D \$108.51 453,096 D							-						-	- -		1				
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 (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Code (Instr. 8) 4. Transaction Date (Month/Day/Year) 4. Date Exercisable and Expiration Date (Month/Day/Year) 4. Amount of Security (Instr. 3) 5. Number of derivative Securities Underlying Derivative Security (Instr. 5) 6. Number of Operivative Securities (Instr. 4) 7. Title and Amount of Security (Instr. 5) 8. Price of Derivative Security (Instr. 5) 9. Number of derivative Security (Instr. 5) 9. Number of Operivative Security (Instr. 4) 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) 11. Nature of Derivative Security (Instr. 4) 12. Amount of Security (Instr. 5) 13. Transaction Date (Month/Day/Year) 14. Amount or Number of Operivative Security (Instr. 4) 15. Number of Operivative Security (Instr. 5) 16. Number of Operivative Security (Instr. 4) 17. Title and Amount of Security (Instr. 5) 18. Price of Derivative Security (Instr. 4) 19. Number of Operivative Security (Instr. 5) 10. Ownership Form: Disposed of (D) (Instr. 4) 10. Ownership Security (Instr. 4) 11. Nature of Operivative Security (Instr. 5) 11. Nature of Operivative Security (Instr. 4) 12. Amount or Number of Operivative Security (Instr. 4) 13. Number of Operivative Security (Instr. 5) 14. Number of Operivative Security (Instr. 4) 15. Number of Operivative Security (Instr. 5) 16. Number of Operivative Security (Instr. 5) 17. Title and Amount of Security (Instr. 5) 18. Price of Operivative Security (Instr. 5) 19. Number of Operivative Security (Instr. 5) 19. Number of Operivative Security (Instr. 4) 10. Ownership Security (Instr. 4) 11. Nature of Operivative Security (Instr. 4) 12. Number of Operivative Security (Instr. 4) 13. Number o													-	_		1				
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Conversion or Exercise Price of Derivative Security (Month/Day/Year) (Month/Day/Year) 2. Conversion of Exercise Price of Derivative Security (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) 4. Transaction Code (Instr. 8) 5. Number of Securities (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 5) 8. Price of Derivative Securities Underlying Derivative Securities Securities (Month/Day/Year) 9. Number of derivative Securities Underlying Derivative Securities Securities (Instr. 4) Form: Direct (D) Owned Following Reported Transaction(s) (Instr. 4) (Instr. 4) Code V (A) (D) Date Exercisable Expiration Date (Instr. 5) Amount of Securities Securities Securities (Month/Day/Year) 8. Price of Derivative Securities Securities Securities Securities (Month/Day/Year) 9. Number of Derivative Securities S	*											_								
(e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security Se	Common	Stock, \$1.0			<u> </u>												1,196 ⁽²⁾	D		
Derivative Security (Instr. 3) Price of Derivative Security Security Conversion or Exercise (Instr. 3) Date (Month/Day/Year) Derivative Securities Securit			Т													wned				
Code V (A) (D) Exercisable Date Expiration of Title Shares	Derivative Conversion Security (Instr. 3) Price of Derivative		Date	Execution if any	Execution Date, f any			n of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Dat		e	Amount of Securities Underlying Derivative Security (Instr.		Der Sed (Ins	ivative curity	derivative Securities Beneficially Owned Following Reported Transaction	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code	v	(A)					Title	or Numb of	er					

- 1. The sales of shares set forth herein are made in connection with a selling plan dated May 5, 2005 that is intended to comply with Rule 10b5-1(c).
- 2. This amount includes 228,000 shares held in escrow pursuant to the Corporation's Second Amended and Restated 1995 Long-Term Incentive Plan. The reporting person has only voting power of these shares until the lapsing of the period set by the Committee administering the plan at which time the shares plus accrued dividends will be delivered to the reporting person if he is still an employee of the Corporation.

George C. Barry for John B. **Hess**

06/17/2005

** 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.

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