

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0287
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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>HESS JOHN B</u>  (Last) (First) (Middle) HESS CORPORATION 1185 AVENUE OF THE AMERICAS  (Street) NEW YORK NY 10036  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HESS CORP [ HES ]</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) Other (specify below) Chairman of the Board and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 04/09/2008	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	04/09/2008		S <sup>(1)</sup>		100	D	\$98.71	10,945,729	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.59	10,945,629	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.51	10,945,529	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.67	10,945,429	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.6	10,945,329	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$99.03	10,945,229	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.82	10,945,129	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.76	10,945,029	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.98	10,944,929	I	Charitable Lead Annuity Trust

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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	04/09/2008		S		100	D	\$98.9	10,944,829	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		300	D	\$98.19	10,944,529	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$97.9	10,944,429	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.11	10,944,329	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$99.24	10,944,229	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$99.02	10,944,129	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.83	10,944,029	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		200	D	\$98.66	10,943,829	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.47	10,943,729	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.63	10,943,629	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.74	10,943,529	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		200	D	\$98.72	10,943,329	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		200	D	\$97.84	10,943,129	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.55	10,943,029	I	Charitable Lead Annuity Trust

**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	04/09/2008		S		100	D	\$98.35	10,942,929	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.25	10,942,829	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.33	10,942,729	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.42	10,942,629	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.27	10,942,529	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$98.17	10,942,429	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/09/2008		S		100	D	\$97.11	10,942,329 <sup>(2)</sup>	I	Charitable Lead Annuity Trust

**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)					

**Explanation of Responses:**

- 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).
- 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. Hess      04/10/2008

\*\* 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.