FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	JVAL
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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).

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 HESS JOHN		son <sup>*</sup>		suer Name <b>and</b> Tick SS CORP [ H		ading	Symbol				X 10%	% Owner		
(Last) HESS CORPOR 1185 AVENUE				te of Earliest Trans	action (I	Month	n/Day/Year)		X	Officer (give title below)  Chairman of th	belo	•		
(Street) NEW YORK	NY	10036		4. If A	Amendment, Date o	f Origina	al File	d (Month/Day	/Year)		6. Ind Line) X	ividual or Joint/Grou Form filed by Or Form filed by Mo Person	ne Reporting Pe	erson
(City)	(State)	(Zip)	on Dorive	tivo	Saguritian And	irad	l Did	anacad of	or Bo	nofici	ially	Owned		
1. Title of Security		iable I - Ivi	2. Transact Date (Month/Day	ion	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)				ed (A) or		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
						Code	v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock,	\$1.00 par value		03/22/2	007		S <sup>(1)</sup>		500	D	\$55.	.51	11,822,679	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock,	\$1.00 par value		03/22/2	007		S		200	D	\$55.	.59	11,822,479	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock,	\$1.00 par value		03/22/2	007		S		100	D	\$55.	.54	11,822,379	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock,	\$1.00 par value		03/22/2	007		S		100	D	\$55.	.58	11,822,279	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock,	\$1.00 par value		03/22/2	007		S		300	D	\$55.	.56	11,821,979	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock,	\$1.00 par value		03/22/2	007		S		500	D	\$55.	.49	11,821,479	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock,	\$1.00 par value		03/22/2	007		S		100	D	\$55.	.41	11,821,379	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock,	\$1.00 par value		03/22/2	007		S		300	D	\$55.	.43	11,821,079	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock,	\$1.00 par value		03/22/2	007		S		100	D	\$55.	.33	11,820,979	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock,	\$1.00 par value		03/22/2	007		S		100	D	\$55.	.36	11,820,879	I	Charitable Lead Annuity Trust <sup>(2)</sup>

	- Non-Derivative	1	1	ı, Dis				1	1	
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 Disposed Of 5)	s Acquired f (D) (Instr	I (A) or . 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, \$1.00 par value	03/22/2007		S		100	D	\$55.37	11,820,779	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value	03/22/2007		S		200	D	\$55.46	11,820,579	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value	03/22/2007		S		100	D	\$55.52	11,820,479	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value	03/22/2007		S		300	D	\$55.47	11,820,179	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value	03/22/2007		S		300	D	\$55.38	11,819,879	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value	03/22/2007		S		200	D	\$55.39	11,819,679	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value	03/22/2007		S		100	D	\$55.53	11,819,579	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value	03/22/2007		S		200	D	\$55.61	11,819,379	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value	03/22/2007		S		300	D	\$55.69	11,819,079	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value	03/22/2007		S		400	D	\$55.72	11,818,679	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value	03/22/2007		S		300	D	\$55.75	11,818,379	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value	03/22/2007		S		800	D	\$55.76	11,817,579	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value	03/22/2007		S		600	D	\$53.73	11,816,979	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value	03/22/2007		S		500	D	\$55.93	11,816,479	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value	03/22/2007		S		700	D	\$55.77	11,815,779	I	Charitable Lead Annuity Trust <sup>(2)</sup>

1. Title of S	Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year		Exe if ar	2A. Deemed Execution Date, if any	3. Transaction Code (Instr.						5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial		
						(Month	nth/Day	nth/Day/Year)	8) Code	v	Amount	(A) o	r Pric	ce	Reporte Transac	Owned Following Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	Ownership (Instr. 4)
Common Stock, \$1.00 par value				03/22	/2007				S		100	D	\$5	55.74	11,8	15,679	I	Charitabl Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value				03/22	/2007				S		100	D	\$5	55.63	11,8	15,579	I	Charitabl Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value			03/22	/2007				S		800	D \$55	55.97	11,8	14,779	I	Charitabl Lead Annuity Trust <sup>(2)</sup>		
Common Stock, \$1.00 par value			03/22	/2007				S		300	D	\$5	55.96	11,8	14,479	I	Charitabl Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value			03/22	/2007				S		100	D	\$5	55.62	11,8	14,379	I	Charitabl Lead Annuity Trust <sup>(2)</sup>	
		Та									osed of, convertib				Owned			
1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year) if any (Month/I				4. Transa Code (I 8)		5. Nun of Deriva Securi Acquii (A) or Dispos of (D) (Instr. and 5)	itive ities red sed 3, 4	6. Date Expirati (Month/	ion Da		7. Title Amount Securiti Underly Derivati Security and 4)	t of ies ving ive	De Se (In	Price of erivative ecurity estr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ownershi Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amour or Number of Shares	er				

## **Explanation of Responses:**

## Remarks:

George C. Barry for John B. Hess

\*\* Signature of Reporting Person Date

03/23/2007

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.

<sup>1.</sup> 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 August 1, 2006, as amended February 5, 2007, that is intended to comply with Rule 10b5-1(c).

<sup>2.</sup> 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.