FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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 of Reporting Person* HESS JOHN B								and Tid				Symbol AHC]				k all appli	cable)	Reporting Person(s) to Issuer ble) 10% Owner		
														(give title		Other (s					
(Last)	(F	irst)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year)											X		below)			peciny
C/O AMERADA HESS CORPORATION						06/08/2005											Ex	ecutive V	ice I	President	
1185 AV	ENUE OF	THE AMERICA	AS																		
(Street)					4. If	f Ame	ndmer	nt, Date	of C	Original	Filed	(Month/D	ay/Ye	ear)		6. Indi Line)	vidual or	Joint/Group	Filin	g (Check Ap	plicable
NEW YO														X Form filed by One Reporting Person							
											Form filed by More than One Reporting Person										
(City)	(S	tate)	(Zip)														. 0.00.	•			
		Tab	le I - No	n-Deriv	ative	Se	curiti	ies Ac	qu	ıired,	Dis	osed o	of, o	r Ber	nefic	ially	Owned	ł			
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		ar) I	2A. Deemed Execution Date, if any (Month/Day/Year			Code (In		tion Dispose		rities Acquired (A) ed Of (D) (Instr. 3, 4				es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
							Code	v	Amount		(A) or (D) Pr		ce	Reporte Transac (Instr. 3	tion(s)			(Instr. 4)			
Common Stock, \$1.00 par value				06/08	08/2005					M ⁽¹⁾		3,000)	A \$5		8.13	118,501		D		
Common Stock, \$1.00 par value					8/2005					S		100	D \$		\$9	9.16	118,401		D		
Common Stock, \$1.00 par value 06/0					3/2005					S		2,900	0 D		\$9	9.05	5 115,501 ⁽²⁾		D		
		7	Table II -									sed of onverti					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 if any (Month/Da	Date,	4. Transactior Code (Instr. 8)				6. Date Exercisa Expiration Date (Month/Day/Yea				7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)			S (I	s. Price of Derivative Security Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Da Ex	ite ercisabl		xpiration ate	Title		Amou or Numb of Share	oer					
Option to purchase Common Stock	\$58.13	06/08/2005			М			3,000	12	2/01/2000	0 1	2/01/2009	\$1.0	nmon ock,)0 par alue	3,00	00	\$0	11,000		D	

Explanation of Responses:

- $1. \ Common \ Stock \ acquired \ upon \ exercise \ of \ options \ granted \ under the \ Issuer's \ Second \ Amended \ and \ Restated \ 1995 \ Long-Term \ Incentive \ Plan.$
- 2. This amount includes 87,000 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.

<u>George C.Barry for J. Barclay</u> <u>Collins</u>

06/09/2005

** 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.

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.