MATTHEWS CRAIG G

Form 4

January 31, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

See Instruction

1(b).

(Print or Type Responses)

MATTHEWS CRAIG G

1. Name and Address of Reporting Person *

			Symbol	Symbol AMERADA HESS CORP [AHC]				(Check all applicable)			
			AMERA								
(Last)	(First)	(Middle)	3. Date of	3. Date of Earliest Transaction						·)	
((Month/Day/Year)				X Director 10% Owner			
			01/31/2	01/31/2005				Officer (give title Other (specify below)			
AMERICA	S										
(Street) 4. If Ame			nendment, Date Original				6. Individual or Joint/Group Filing(Check				
Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person						
NEW YORK, NY 10036								Form filed by More than One Reporting Person			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of	2. Transaction D	ate 2A. De	emed	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of	
Security (Instr. 3)	(Month/Day/Ye	ar) Executi any	Execution Date, if		Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)		Securities Beneficially		Indirect Beneficial		
(msu. 3)		•	/Day/Year)	(Instr. 8)			3)	Owned	Indirect (I)	Ownership	
								Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common						(-)					
Stock	01/31/2005			$A_{(1)}^{(1)}$	500	A	\$ 0	0	D		
\$1.00 par	01/31/2003			^ -	200	11	ΨΟ	· ·	D		
value											
Common											
Stock	01/31/2005			P	500	A	\$ 05.05	4,000	D		
\$1.00 par value							83.83				
. 4100											

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

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displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transactic Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Amou Under Securi (Instr.	lying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Relationships

Reporting Owners

Reporting Owner Name / Address	-						
	Director	10% Owner	Officer	Other			

MATTHEWS CRAIG G 1185 AVENUE OF THE AMERICAS X NEW YORK, NY 10036

Signatures

George C. Barry for Craig G.
Matthews
01/31/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Granted pursuant to Rule 16b-3(d).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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