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AMERADA HESS CORP  
Form 8-A12B  
November 24, 2003

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As filed with the Securities and Exchange Commission on November 24, 2003
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g)
OF THE SECURITIES EXCHANGE ACT OF 1934

Amerada Hess Corporation
(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

13-4921002
(I.R.S. Employer
Identification No.)

1185 Avenue of the Americas
New York, New York
(Address of Principal Executive Offices)

10036
(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective upon filing pursuant to General Instruction A.(c), check the following box [x]

If this form relates to the registration of securities pursuant to Section 12(g) Exchange Act and is effective pursuant to General Instruction A.(d), check the following box [ ]

Securities Act registration statement file number to which this form relates: 333-110294

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class
to be so Registered

Name of Each Exchange on Which
Each Class is to be Registered

7% Mandatory Convertible Preferred
Stock par value \$1.00 per share

New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Act:

None

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INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

A description of the 7% Mandatory Convertible Preferred Stock of the Registrant (the "Registrant") is set forth under the heading "Description of ACES" in the Prospectus Supplement filed pursuant to Rule 424(b)(2) on November 20, 2003 which is part of our Registration Statement on Form S-3 (File No. 333-110294), (the "Registration Statement"), filed with the Securities and Exchange Commission on November 6, 2003, which information is incorporated by reference herein.

We plan to list these shares on the New York Stock Exchange under the symbol "AHCPR".

Item 2. Exhibits.

The following exhibits to this registration statement are hereby incorporated herein by reference.

- 3.1 Certificate of Designation, Preferences and Relative, Optional and Other Special Rights and Qualifications, Limitations and Restrictions thereof of 7% Mandatory Convertible Preferred Stock of Amerada Hess Corporation incorporated by reference to Exhibit 3 of Form 8-K, filed with the Securities and Exchange Commission on November 24, 2003.
- 3.2 Restated Certificate of Incorporation incorporated by reference to Exhibit 3.1 of Form S-3 (File No. 333-110294), filed with the Securities and Exchange Commission on November 6, 2003.
- 3.3 Certificate of Designation, Preferences and Rights of 3% Cumulative Convertible Preferred Stock of Amerada Hess Corporation incorporated by reference to Exhibit 4 of Form 10-Q of Amerada Hess Corporation for three months ended June 30, 2000.

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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

AMERADA HESS CORPORATION

Date: November 24, 2003

By: /s/ John Y. Schreyer

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Name: John Y. Schreyer  
Title: Executive Vice President  
and Chief Financial Officer

EXHIBIT INDEX

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