

HESS CORP  
Form 8-K  
November 08, 2010

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934  
February 3, 2009  
Date of Report (Date of earliest event reported)  
HESS CORPORATION  
(Exact Name of Registrant as Specified in Its Charter)**

Delaware  
(State of Incorporation)

1-1204  
(Commission File Number)  
1185 Avenue of the Americas  
New York, New York 10036  
(Address of Principal Executive Office)  
(212) 997-8500  
(Registrant's Telephone Number, Including Area Code)  
(Not Applicable)  
(Former Name or Former Address,  
If Changed Since Last Report)

13-4921002  
(IRS Employer  
Identification No.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

- 5.1 Opinion of White & Case LLP as to the legality of the 7.00% Notes and 8.125% Notes registered on Form S-3ASR (File No. 333-132145) and incorporated by reference therein.
  - 5.2 Opinion of White & Case LLP as to the legality of the 6.00% Notes registered on Form S-3ASR (File No. 333-157606) and incorporated by reference therein.
  - 5.3 Opinion of White & Case LLP as to the legality of the 5.60% Notes registered on Form S-3ASR (File No. 333-157606) and incorporated by reference therein.
  - 23.1 Consent of White & Case LLP (included as part of its opinions filed as Exhibits 5.1, 5.2 and 5.3 hereto)
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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 8, 2010

**HESS CORPORATION**

By: /s/ Timothy B. Goodell

Name: Timothy B. Goodell

Title: Senior Vice President and  
General Counsel

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