

REPORT OF RECEIPTS AND DISBURSEMENTS

For Other than An Authorized Committee
(Summary Page)

RECEIVED
FEDERAL ELECTION
COMMISSION
JAN 25 11 05 AM '99

1. NAME OF COMMITTEE (in full) HILTON HOTELS CORP. POLITICAL ACTION COMMITTEE		2. FEC IDENTIFICATION NUMBER C00213D74
ADDRESS (number and street) <input type="checkbox"/> Check if different than previously reported. 9336 CIVIC CENTER DRIVE	3. <input checked="" type="checkbox"/> This committee qualified as a multicandidate committee. (see FEC FORM 1M)	
CITY, STATE and ZIP CODE BEVERLY HILLS, CA 90210		

4. TYPE OF REPORT

(a) April 15 Quarterly Report
 July 15 Quarterly Report
 October 15 Quarterly Report
 January 31 Year End Report
 July 31 Mid-Year Report (Non-election Year Only)
 Termination Report

Monthly Report Due On:
 February 20 June 20 October 20
 March 20 July 20 November 20
 April 20 August 20 December 20
 May 20 September 20 January 31

Twelfth day report preceding _____ (Type of Election)
 election on _____ in the State of _____


Thirtieth day report following the General Election on _____
 in the State of _____

(b) Is this Report an Amendment? YES NO

SUMMARY	COLUMN A This Period	COLUMN B Calendar Year-to-date
5. Covering Period <u>11/24/98</u> through <u>12/31/98</u>		
6. (a) Cash on Hand January 1, 19 <u>99</u>		\$33981.64
(b) Cash on Hand at Beginning of Reporting Period	\$8732.01	
(c) Total Receipts (from Line 19)	\$201.84	\$22751.45
(d) Subtotal (add Lines 6(b) and 8(c) for Column A and Lines 6(a) and 8(c) for Column B)	\$8933.85	\$56733.09
7. Total Disbursements (from Line 30)	\$0.00	\$47799.24
8. Cash on Hand at Close of Reporting Period (subtract Line 7 from Line 6(d))	\$8933.85	\$8933.85
9. Debts and Obligations Owed TO the Committee (itemize all on Schedule C and/or Schedule D)		For further information contact: Federal Election Commission 699 E Street, NW Washington, DC 20463 Toll Free 800-424-8630 Local 202-219-3420
10. Debts and Obligations Owed BY the Committee (itemize all on Schedule C and/or Schedule D)		

I certify that I have examined this Report and to the best of my knowledge and belief it is true, correct and complete.

Type or Print Name of Treasurer
STEVEN S. LUCAS, ASSISTANT TREASURER

Signature of Treasurer  Date **1/4/99**

NOTE: Submission of false, erroneous, or incomplete information may subject the person signing this Report to penalties of 2 U.S.C. §437g.

**DETAILED SUMMARY PAGE
OF RECEIPTS AND DISBURSEMENTS
PAGE 2, FEC FORM 3X**

(revised 1/1/91)

NAME OF COMMITTEE HILTON HOTELS CORP. POLITICAL ACTION COMMITTEE		REPORT COVERING PERIOD FROM 11/24/88 TO: 12/31/88		
I. RECEIPTS		COLUMN A Total This Period	COLUMN B Calendar Year	
11. Contributions (other than loans) From:				
a. Individual/Persons Other Than Political Committees				
i. Itemized (Use Schedule A)		\$170.00	\$19480.00	11(a)(i)
ii. Unitemized		\$26.00	\$2762.45	11(a)(ii)
iii. Total	(add i and ii)	\$196.00	\$22242.45	11(a)(iii)
b. Political Party Committees				
c. Other Political Committees (such as PACs)				
d. Total Contributions				
12. Transfers From Affiliated/Other Party Committees				
13. All Loans Received				
14. Loan Repayments Received				
15. Offsets To Operating Expenditures (Refunds, Rebates, etc.)				
16. Refunds of Contributions Made to Federal Candidates and Other Political Committees				
17. Other Federal Receipts (Dividends, Interest, etc.)				
18. Transfers from Nonfederal Account for Joint Activity				
19. Total Receipts				
20. Total Federal Receipts				
II. DISBURSEMENTS				
21. Operating Expenditures:				
a. Shared Federal/Non Federal Activity (from Schedule H4)				
i. Federal Share		\$0.00	\$0.00	21(a)(i)
ii. Non-Federal Share		\$0.00	\$0.00	21(a)(ii)
b. Other Federal Operating Expenditures				
c. Total Operating Expenditures				
22. Transfers to Affiliated/Other Party Committees				
23. Contributions to Federal Candidates/Committees and Other Political Committees				
24. Independent Expenditures (use Schedule E)				
25. Coordinated Expenditures Made by Party Committees (2 U.S.C. 441e(d))(use Schedule F)				
26. Loan Repayments Made				
27. Loans Made				
28. Refunds of Contributions To:				
a. Individual/Persons Other Than Political Committees				
b. Political Party Committees				
c. Other Political Committees (such as PACs)				
d. Total Contribution Refunds				
29. Other Disbursements				
30. Total Disbursements				
31. Total Federal Disbursements				
III. Net Contributions/Operating Expenditures				
32. Total Contributions (other than loans)(from line 11d)				
33. Total Contribution Refunds (from line 28d)				
34. Net Contributions (other than loans)(subtract line 33 from 32)				
35. Total Federal Operating Expenditures				
36. Offsets to Operating Expenditures (from line 15)				
37. Net Operating Expenditures				

SCHEDULE A

ITEMIZED RECEIPTS

Use separate schedules for each category of the Detailed Summary Page

Any information copied from these reports and statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full)
HILTON HOTELS CORP. POLITICAL ACTION COMMITTEE

Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
MARC GROSSMAN 10207 JUMILLA AVENUE Chatsworth, CA 91311- Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input checked="" type="checkbox"/> Other (specify) OTHER	HILTON HOTELS CORPORATION Occupation SR VP-CORPORATE AFFAIRS	12/16/98 Aggregate Year-to-Date -> 51440.00	\$120.00
PATRICK B. UENHOLZGER 22168 HIBISCUS HILL DRIVE Woodland Hills, CA 91367- Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input checked="" type="checkbox"/> Other (specify) OTHER	HILTON HOTELS CORPORATION Occupation SR VP-CONSTRUCTION	12/16/98 Aggregate Year-to-Date -> \$600.00	\$50.00
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation	/ / Aggregate Year-to-Date ->	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation	/ / Aggregate Year-to-Date ->	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation	/ / Aggregate Year-to-Date ->	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation	/ / Aggregate Year-to-Date ->	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation	/ / Aggregate Year-to-Date ->	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation	/ / Aggregate Year-to-Date ->	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation	/ / Aggregate Year-to-Date ->	Amount of Each Receipt this Period
SUBTOTAL of Receipts This Page (optional)			\$170.00
TOTAL This Period (last page this line number only)			\$170.00

SCHEDULE A

ITEMIZED RECEIPTS

Use separate schedule(s) for each category of the Detailed Summary Page	PAGE	OF
	1	1
FOR LINE NUMBER		
17		

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NAME OF COMMITTEE (In Full) HILTON HOTELS CORP. POLITICAL ACTION COMMITTEE			
Full Name, Mailing Address and Zip Code BANK OF MARIN 50 MADERA BLVD. Corte Madera, CA 94925-	Name of Employer INTEREST EARNED Occupation N/A	Date (month, day, year) 11/30/98	Amount of Each Receipt this Period \$5.84
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input checked="" type="checkbox"/> Other (specify) OTHER	Aggregate year-to-Date -> \$509.00		
Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year) / /	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation	Aggregate Year-to-Date ->	
Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year) / /	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation	Aggregate Year-to-Date ->	
Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year) / /	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation	Aggregate Year-to-Date ->	
Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year) / /	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation	Aggregate Year-to-Date ->	
Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year) / /	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation	Aggregate Year-to-Date ->	
Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year) / /	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation	Aggregate Year-to-Date ->	
Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year) / /	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation	Aggregate Year-to-Date ->	
SUBTOTAL of Receipts This Page (optional)			55.84
TOTAL This Period (last page this line number only)			55.84

Federal Election Commission

**ENVELOPE REPLACEMENT PAGE
FOR INCOMING DOCUMENTS**

The Commission has added this page to the end of this filing to indicate how it was received.

Hand Delivered Date of Receipt

First Class Mail POSTMARKED

Registered/Certified Mail POSTMARKED
1-21-99

No Postmark

Postmark Illegible

Received from the House office of Records and Registration Date of Receipt

Received from the Senate Office of Public Records Date of Receipt

Other (Specify): Postmarked

and/or Date of Receipt

Electronic Filing

Jef 1-25-99
PREPARER DATE PREPARED