

REPORT OF RECEIPTS AND DISBURSEMENTS

For Other than An Authorized Committee
(Summary Page)

RECEIVED
FEDERAL ELECTION
COMMISSION MAIL ROOM

Oct 22 12 04 PM '98

1. NAME OF COMMITTEE (in full) HILTON HOTELS CORP. POLITICAL ACTION COMMITTEE		2. FEC IDENTIFICATION NUMBER CDD213074
ADDRESS (number and street) <input type="checkbox"/> Check if different than previously reported. 9336 CIVIC CENTER DRIVE		
CITY, STATE and ZIP CODE BEVERLY HILLS, CA 90210		
3. <input checked="" type="checkbox"/> This committee qualified as a multicandidate committee. (see FEC FORM 1M)		

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>09/01/98</u> through <u>09/30/98</u>		
6. (a) Cash on Hand January 1, 19 <u>98</u>		\$33981.64
(b) Cash on Hand at Beginning of Reporting Period	\$13777.11	
(c) Total Receipts (from Line 19)	\$240.86	\$22335.57
(d) Subtotal (add Lines 6(b) and 6(c) for Column A and Lines 6(a) and 6(c) for Column B)	\$14017.97	\$56317.21
7. Total Disbursements (from Line 30)	\$0.00	\$42299.24
8. Cash on Hand at Close of Reporting Period (subtract Line 7 from Line 6(d))	\$14017.97	\$14017.97
9. Debts and Obligations Owed TO the Committee (Itemize all on Schedule C and/or Schedule D)	0.00	
10. Debts and Obligations Owed BY the Committee (Itemize all on Schedule C and/or Schedule D)	0.00	

For further information contact:
Federal Election Commission
999 E Street, NW
Washington, DC 20463
Toll Free 800-424-9530
Local 202-218-3420

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 10/14/98

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 09/01/98 TO: 09/30/98		
I. RECEIPTS		COLUMN A Total This Period	COLUMN B Calendar Year	
11. Contributions (other than loans) From:				
a. Individuals/Persons Other Than Political Committees				
i. Itemized (Use Schedule A)		\$170.00	\$19130.00	11(a)(i)
ii. Unitemized		\$46.00	\$2710.45	11(a)(ii)
iii. Total (add i and ii)		\$216.00	\$21840.45	11(a)(iii)
b. Political Party Committees		\$0.00	\$0.00	11(b)
c. Other Political Committees (such as PACs)		\$0.00	\$0.00	11(c)
d. Total Contributions (add a iii, b and c)		\$216.00	\$21840.45	11(d)
12. Transfers From Affiliated/Other Party Committees		\$0.00	\$0.00	12
13. All Loans Received		\$0.00	\$0.00	13
14. Loan Repayments Received		\$0.00	\$0.00	14
15. Offsets To Operating Expenditures (Refunds, Rebates, etc.)		\$0.00	\$0.00	15
16. Refunds of Contributions Made to Federal Candidates and Other Political Committees		\$0.00	\$0.00	16
17. Other Federal Receipts (Dividends, Interest, etc.)		\$24.86	\$496.12	17
18. Transfers from Nonfederal Account for Joint Activity		\$0.00	\$0.00	18
19. Total Receipts (add 11d, 12, 13, 14, 15, 16, 17, and 18)		\$240.86	\$22335.57	19
20. Total Federal Receipts (subtract line 18 from line 19)		\$240.86	\$22335.57	20
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		\$0.00	\$49.24	21(b)
c. Total Operating Expenditures (add a i, a ii, and b)		\$0.00	\$49.24	21(c)
22. Transfers to Affiliated/Other Party Committees		\$0.00	\$0.00	22
23. Contributions to Federal Candidates/Committees and Other Political Committees		\$0.00	\$42250.00	23
24. Independent Expenditures (use Schedule E)		\$0.00	\$0.00	24
25. Coordinated Expenditures Made by Party Committees (2 U.S.C. 441a(d)) (use Schedule F)		\$0.00	\$0.00	25
26. Loan Repayments Made		\$0.00	\$0.00	26
27. Loans Made		\$0.00	\$0.00	27
28. Refunds of Contributions To:				
a. Individuals/Persons Other Than Political Committees		\$0.00	\$0.00	28(a)
b. Political Party Committees		\$0.00	\$0.00	28(b)
c. Other Political Committees (such as PACs)		\$0.00	\$0.00	28(c)
d. Total Contribution Refunds (add a, b and c)		\$0.00	\$0.00	28(d)
29. Other Disbursements		\$0.00	\$0.00	29
30. Total Disbursements (add 21c, 22, 23, 24, 25, 26, 27, 28d, and 29)		\$0.00	\$42299.24	30
31. Total Federal Disbursements (subtract line 21 a ii from line 30)		\$0.00	\$42299.24	31
III. Net Contributions/Operating Expenditures				
32. Total Contributions (other than loans) (from line 11d)		\$216.00	\$21840.45	32
33. Total Contribution Refunds (from line 28d)		\$0.00	\$0.00	33
34. Net Contributions (other than loans) (subtract line 33 from 32)		\$216.00	\$21840.45	34
35. Total Federal Operating Expenditures (add 21 a i and 21 b)		\$0.00	\$49.24	35
36. Offsets to Operating Expenditures (from line 15)		\$0.00	\$0.00	36
37. Net Operating Expenditures (subtract line 36 from 35)		\$0.00	\$49.24	37

SCHEDULE A

ITEMIZED RECEIPTS

Use separate schedule(s) for each category of the Detailed Summary Page

Any information supplied from such 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 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	Name of Employer HILTON HOTELS CORPORATION Occupation SR VP-CORPORATE AFFAIRS	Date (month, day, year) 09/30/98 Aggregate Year-to-Date -> \$1200.00	Amount of Each Receipt this Period \$120.00
Full Name, Mailing Address and Zip Code PATRICK B. TERWILLIGER 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	Name of Employer HILTON HOTELS CORPORATION Occupation SR VP-CONSTRUCTION	Date (month, day, year) 09/30/98 Aggregate Year-to-Date -> \$500.00	Amount of Each Receipt this Period \$50.00
Full Name, Mailing Address and Zip Code Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Name of Employer Occupation 	Date (month, day, year) / / Aggregate Year-to-Date ->	Amount of Each Receipt this Period
Full Name, Mailing Address and Zip Code Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Name of Employer Occupation 	Date (month, day, year) / / Aggregate Year-to-Date ->	Amount of Each Receipt this Period
Full Name, Mailing Address and Zip Code Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Name of Employer Occupation 	Date (month, day, year) / / Aggregate Year-to-Date ->	Amount of Each Receipt this Period
Full Name, Mailing Address and Zip Code Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Name of Employer Occupation 	Date (month, day, year) / / Aggregate Year-to-Date ->	Amount of Each Receipt this Period
Full Name, Mailing Address and Zip Code Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Name of Employer Occupation 	Date (month, day, year) / / 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

Any information copied from such 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 BANK OF MARIEN 50 MADERA BLVD. Corte Madera, CA 94925-	Name of Employer Occupation N/A	Date (month, day, year) 09/30/98	Amount of Each Receipt this Period \$24.86
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input checked="" type="checkbox"/> Other (specify) OTHER	Aggregate Year-to-Date -> \$495.12		
Full Name, Mailing Address and Zip Code ,	Name of Employer Occupation	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)	Aggregate Year-to-Date ->		
Full Name, Mailing Address and Zip Code ,	Name of Employer Occupation	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)	Aggregate Year-to-Date ->		
Full Name, Mailing Address and Zip Code ,	Name of Employer Occupation	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)	Aggregate Year-to-Date ->		
Full Name, Mailing Address and Zip Code ,	Name of Employer Occupation	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)	Aggregate Year-to-Date ->		
Full Name, Mailing Address and Zip Code ,	Name of Employer Occupation	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)	Aggregate Year-to-Date ->		
Full Name, Mailing Address and Zip Code ,	Name of Employer Occupation	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)	Aggregate Year-to-Date ->		
Full Name, Mailing Address and Zip Code ,	Name of Employer Occupation	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)	Aggregate Year-to-Date ->		

SUBTOTAL of Receipts This Page (optional)	\$24.86
TOTAL This Period (last page this line number only)	\$24.86

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.

<input type="checkbox"/> Hand Delivered	Date of Receipt
<input type="checkbox"/> First Class Mail	POSTMARKED
<input checked="" type="checkbox"/> Registered/Certified Mail	POSTMARKED 10/19/98
<input type="checkbox"/> No Postmark	
<input type="checkbox"/> Postmark Illegible	
<input type="checkbox"/> Received from the House office of Records and Registration	Date of Receipt
<input type="checkbox"/> Received from the Senate Office of Public Records	Date of Receipt
<input type="checkbox"/> Other (Specify):	Postmarked and/or Date of Receipt
<input type="checkbox"/> Electronic Filing	
<i>Rss</i> PREPARER	10/22/98 DATE PREPARED