

RECEIVED
FEDERAL ELECTION
COMMISSION MAIL ROOM

JAN 26 11 46 AM '98

REPORT OF RECEIPTS AND DISBURSEMENTS

For Other than An Authorized Committee
(Summary Page)

1. NAME OF COMMITTEE (in full) HILTON HOTELS CORPORATION POLITICAL ACTION CMTE.		2. FEC IDENTIFICATION NUMBER C00213074
ADDRESS (number and street) <input type="checkbox"/> Check if different than previously reported. 9338 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	COLUMN B
5. Covering Period <u>07/01/97</u> through <u>12/31/97</u>		This Period	Calendar Year-to-Date
6. (a) Cash on Hand January 1, 19 <u>97</u>			\$3413.55
(b) Cash on Hand at Beginning of Reporting Period		\$38545.99	
(c) Total Receipts (from Line 19)		\$2835.65	\$47068.09
(d) Subtotal (add Lines 6(b) and 6(c) for Column A and Lines 6(a) and 6(c) for Column B)		\$41481.64	\$50481.64
7. Total Disbursements (from Line 30)		\$7500.00	\$16500.00
8. Cash on Hand at Close of Reporting Period (subtract Line 7 from Line 6(d))		\$33981.64	\$33981.64
9. Debts and Obligations Owed TO 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 202-219-3420
10. Debts and Obligations Owed BY the Committee (Itemize all on Schedule C and/or Schedule D)		0.00	

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 **01/19 /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 CORPORATION POLITICAL ACTION CMTE.		REPORT COVERING PERIOD FROM 07/01/97 TO: 12/31/97		
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)		\$850.00	\$7270.00	11(a)(i)
ii. Unitemized		\$1773.35	\$2152.40	11(a)(ii)
iii. Total	(add i and ii)	\$2723.35	\$9422.40	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		\$2723.35	\$9422.40	11(d)
12. Transfers From Affiliated/Other Party Committees		\$0.00	\$37433.39	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.)		\$212.30	\$212.30	17
18. Transfers from Nonfederal Account for Joint Activity		\$0.00	\$0.00	18
19. Total Receipts		\$2935.65	\$47068.09	19
20. Total Federal Receipts		\$2935.65	\$47068.09	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	\$0.00	21(b)
c. Total Operating Expenditures		\$0.00	\$0.00	21(c)
22. Transfers to Affiliated/Other Party Committees		\$0.00	\$0.00	22
23. Contributions to Federal Candidates/Committees and Other Political Committees		\$7500.00	\$16500.00	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		\$7500.00	\$16500.00	30
31. Total Federal Disbursements		\$7500.00	\$16500.00	31
III. Net Contributions/Operating Expenditures				
32. Total Contributions (other than loans)(from line 11d)		\$2723.35	\$9422.40	32
33. Total Contribution Refunds (from line 28d)		\$0.00	\$0.00	33
34. Net Contributions (other than loans)(subtract line 33 from 32)		\$2723.35	\$9422.40	34
35. Total Federal Operating Expenditures		\$0.00	\$0.00	35
36. Offsets to Operating Expenditures (from line 15)		\$0.00	\$0.00	36
37. Net Operating Expenditures		\$0.00	\$0.00	37

SCHEDULE A
 CONTRIBUTIONS FROM INDIVIDUALS/PERSONS

NAME OF COMMITTEE (in Full)
 HILTON HOTELS CORPORATION POLITICAL ACTION CMTE. C00213074

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

Full Name Mailing Address	Name of Employer Occupation	Date MM/DD/YY	Amount
MARC GROSSMAN 10207 JUMILLA AVENUE Chatsworth, CA 91311- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR VP-CORPORATE AFFAIRS	07/15/97	\$60.00
Aggregate YTD >			\$780.00
MARC GROSSMAN 10207 JUMILLA AVENUE Chatsworth, CA 91311- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR VP-CORPORATE AFFAIRS	07/31/97	\$60.00
Aggregate YTD >			\$840.00
MARC GROSSMAN 10207 JUMILLA AVENUE Chatsworth, CA 91311- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR VP-CORPORATE AFFAIRS	09/15/97	\$60.00
Aggregate YTD >			\$900.00
MARC GROSSMAN 10207 JUMILLA AVENUE Chatsworth, CA 91311- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR VP-CORPORATE AFFAIRS	09/15/97	\$60.00
Aggregate YTD >			\$960.00
MARC GROSSMAN 10207 JUMILLA AVENUE Chatsworth, CA 91311- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR VP-CORPORATE AFFAIRS	10/10/97	\$120.00
Aggregate YTD >			\$1080.00
MARC GROSSMAN 10207 JUMILLA AVENUE Chatsworth, CA 91311- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR VP-CORPORATE AFFAIRS	11/25/97	\$120.00
Aggregate YTD >			\$1200.00
MARC GROSSMAN 10207 JUMILLA AVENUE Chatsworth, CA 91311- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR VP-CORPORATE AFFAIRS	12/11/97	\$120.00
Aggregate YTD >			\$1320.00
STEVEN SHAIKEN 8820 MONTAGNA DRIVE LAS VEGAS, NV 89135- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR. VP RETAIL OPERATIONS	07/15/97	\$10.00
Aggregate YTD >			\$130.00
STEVEN SHAIKEN 8820 MONTAGNA DRIVE LAS VEGAS, NV 89135- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR. VP RETAIL OPERATIONS	07/31/97	\$10.00
Aggregate YTD >			\$140.00
SUBTOTAL of Receipts This Page.....>			\$620.00
TOTAL This Period.....>			

NAME OF COMMITTEE (in Full)
 HILTON HOTELS CORPORATION POLITICAL ACTION CMTE. C00213074

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

Full Name Mailing Address	Name of Employer Occupation	Date MM/DD/YY	Amount
STEVEN SHAIKEN 8820 MONTAGNA DRIVE LAS VEGAS, NV 89135- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR. VP RETAIL OPERATIONS	09/15/97	\$10.00
Aggregate YTD >			\$150.00
STEVEN SHAIKEN 8820 MONTAGNA DRIVE LAS VEGAS, NV 89135- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR. VP RETAIL OPERATIONS	09/15/97	\$10.00
Aggregate YTD >			\$160.00
STEVEN SHAIKEN 8820 MONTAGNA DRIVE LAS VEGAS, NV 89135- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR. VP RETAIL OPERATIONS	10/10/97	\$20.00
Aggregate YTD >			\$180.00
STEVEN SHAIKEN 8820 MONTAGNA DRIVE LAS VEGAS, NV 89135- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR. VP RETAIL OPERATIONS	12/02/97	\$20.00
Aggregate YTD >			\$200.00
STEVEN SHAIKEN 8820 MONTAGNA DRIVE LAS VEGAS, NV 89135- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR. VP RETAIL OPERATIONS	12/11/97	\$20.00
Aggregate YTD >			\$220.00
PATRICK B. TERWILLIGER 22168 HIBISCUS HILL DRIVE Woodland Hills, CA 91367- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR VP-CONSTRUCTION	07/15/97	\$25.00
Aggregate YTD >			\$325.00
PATRICK B. TERWILLIGER 22168 HIBISCUS HILL DRIVE Woodland Hills, CA 91367- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR VP-CONSTRUCTION	07/31/97	\$25.00
Aggregate YTD >			\$350.00
PATRICK B. TERWILLIGER 22168 HIBISCUS HILL DRIVE Woodland Hills, CA 91367- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR VP-CONSTRUCTION	09/15/97	\$25.00
Aggregate YTD >			\$375.00
PATRICK B. TERWILLIGER 22168 HIBISCUS HILL DRIVE Woodland Hills, CA 91367- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR VP-CONSTRUCTION	09/15/97	\$25.00
Aggregate YTD >			\$400.00
SUBTOTAL of Receipts This Page.....>			\$180.00
TOTAL This Period.....>			

NAME OF COMMITTEE (in Full)
 HILTON HOTELS CORPORATION POLITICAL ACTION CMTE. C00213074

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.

Full Name Mailing Address	Name of Employer Occupation	Date MM/DD/YY	Amount
PATRICK B. TERWILLIGER 22168 HIBISCUS HILL DRIVE Woodland Hills, CA 91367- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR VP-CONSTRUCTION	10/10/97	\$50.00
	Aggregate YTD >		\$450.00
PATRICK B. TERWILLIGER 22168 HIBISCUS HILL DRIVE Woodland Hills, CA 91367- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR VP-CONSTRUCTION	11/25/97	\$50.00
	Aggregate YTD >		\$500.00
PATRICK B. TERWILLIGER 22168 HIBISCUS HILL DRIVE Woodland Hills, CA 91367- Receipt for [X]OTHER	HILTON HOTELS CORPORATION SR VP-CONSTRUCTION	12/11/97	\$50.00
	Aggregate YTD >		\$550.00
SUBTOTAL of Receipts This Page.....>			\$150.00
TOTAL This Period.....>			\$950.00

NAME OF COMMITTEE (in Full)
HILTON HOTELS CORPORATION POLITICAL ACTION CMTE. C00213074

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

Full Name Mailing Address	Name of Employer Occupation	Date MM/DD/YY	Amount
BANK OF MARIN 50 MADERA BLVD. Corte Madera, CA 94925- Receipt for [X]OTHER	INTEREST EARNED Aggregate YTD >	10/31/97	\$57.35 PURPOSE BELOW
BANK OF MARIN 50 MADERA BLVD. Corte Madera, CA 94925- Receipt for [X]OTHER	INTEREST EARNED Aggregate YTD >	11/30/97	\$73.11 PURPOSE BELOW
BANK OF MARIN 50 MADERA BLVD. Corte Madera, CA 94925- Receipt for [X]OTHER	INTEREST EARNED Aggregate YTD >	12/31/97	\$81.84 PURPOSE BELOW
SUBTOTAL of Receipts This Page.....>			\$212.30
TOTAL This Period.....>			\$212.30

NAME OF COMMITTEE(In Full)
 HILTON HOTELS CORPORATION POLITICAL ACTION CMTE. CD0213074

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

Full Name Mailing Address	Purpose of Disbursement	Date MM/DD/YY	Amount
MONDAY MORNING PAC 2244 WALNUT GROVE AVE. Rosemead, CA 91770-	GENERAL PURPOSE COMMITTEE Disbursement for [X]OTHER	08/08/97	\$1000.00
SHELLEY BERKLEY 7432 SILVER PALM COURT Las Vegas, NV 89117-	SHELLEY BERKLEY MEMBER OF US CONGRESS; STATE: NV; DIST. Disbursement for [X]PRIMARY 1998	12/12/97	\$1000.00
JAMES GIBBONS PO BOX 12938 Reno, NV 89510-	JAMES A. GIBBONS MEMBER OF CONGRESS; STATE; NV; DIST. 2 Disbursement for [X]PRIMARY 1998	11/18/97	\$2000.00
BARBARA MIKULSKI 1801 S. CLINTON ST. Baltimore, MD 21224-	BARBARA MIKULSKI UNITED STATE SENATE; STATE; MD Disbursement for [X]PRIMARY 1998	07/12/97	\$500.00
BARBARA MIKULSKI 1801 S. CLINTON ST. Baltimore, MD 21224-	BARBARA MIKULSKI UNITED STATE SENATE; STATE; MD Disbursement for [X]PRIMARY 1998	10/14/97	\$1000.00
HARRY REID 616 S. THIRD STREET Las Vegas, NV 89101-	HARRY REID UNITED STATES SENATE; STATE; NV Disbursement for [X]PRIMARY 1998	12/12/97	\$1000.00
ROBERT TORRICELLI 1300 CONNECTICUT AVE., NW Washington, DC 20036-	ROBERT TORRICELLI UNITED STATES SENATE; STATE NJ Disbursement for [X]GENERAL 1996 DEBT	12/12/97	\$1000.00
SUBTOTAL of Disbursements This Page.....>			\$7500.00
TOTAL This Period.....>			\$7500.00

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 1/23/98
<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	
J. A. W. PREPARER	1/26/98 DATE PREPARED