



Douglas R. Melin
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BY OVERNIGHT MAIL

December 18, 2009

Mr. Lawrence Barker
COO Somerset Energy Refining LLC
600 Monticello Street
Somerset, Kentucky 42501

Dear Mr. Barker:

I am an in-house lawyer for Marathon Petroleum Company LLC ("MPC"), formerly known as Marathon Ashland Petroleum Company LLC. Your letter dated December 15, 2009 addressed to Mr. Thomas Usher and apparently delivered to a number of other individuals has been referred to me for a reply to Somerset Energy Refining LLC ("Somerset").

Your letter can be divided into two sections, each of which requires a separate response.

The first part of your letter appears to accuse MPC of anticompetitive practices with respect to the purchase of Kentucky-produced crude oil for the purpose of eliminating Somerset as a refining competitor. If so, then MPC denies that it has any such intent or that it has engaged in any such practices: MPC pays a market-based price for its Kentucky-sourced crude oil which it buys in the ordinary course of its business. Somerset's grievance, if any, lies solely with its vendors, not MPC.

The second part of your letter solicits MPC's participation in a criminal act in violation of state and federal antitrust laws, namely an agreement between competitors about the sourcing and pricing of their crude oil purchases. MPC rejects Somerset's solicitation. MPC complies with all laws and does not engage in any anticompetitive practices.

Therefore, to be very clear: MPC will not participate in any agreement with Somerset regarding the sourcing, or pricing, of crude oil from third parties whether now, or in the future. Do not, ever, contact MPC with such a proposal again; if you do, MPC will refer the matter to appropriate federal and state enforcement authorities for their further handling.

Please refer this reply to your legal counsel. Any response should be directed solely to my attention.

Finally, since you sent copies of your letter, with its apparent accusations and solicitation, to a number of third parties, I am also copying those individuals so that they are aware that MPC denies those assertions and rejects the solicitation.

Sincerely,



Douglas R. Melin
General Attorney

cc: United States Senator Mitch McConnell
United States Senator Jim Bunning
United States Congressman Ed Whitfield
United States Congressman Brett Guthrie
United States Congressman John Yarmuth
United States Congressman Geoff Davis
United States Congressman Hal Rogers
United States Congressman Ben Chandler
Kentucky Governor Steve Beshear
Mayor Eddie Girdler, Somerset, Kentucky
Judge Barty Bullick, County Judge Executive, Pulaski County, Kentucky
Mr. James O'Brien, Ashland, Inc.