

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Marathon Ashland Petroleum LLC		09/01/2005	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Marathon Petroleum Company LLC
Street Address:	539 South Main Street
City:	Findlay
State/Country:	OHIO
Postal Code:	45840
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Registration Number:	2352055	PERFORMAC
Registration Number:	1186341	MARAPLEX
Registration Number:	1465114	BEST IN THE LONG RUN
Registration Number:	1432317	BEST IN THE LONG RUN
Registration Number:	0608222	MILEMAKER
Registration Number:	0118702	
Registration Number:	0652617	SUPER-M
Registration Number:	0676587	V.E.P.
Registration Number:	0367432	MULTIPOWER MOTOR OIL S.A.E 2 U.S. GALLONS
Registration Number:	2771541	AN AMERICAN COMPANY SERVING AMERICA
Registration Number:	2053709	AMARACLEAN
Registration Number:	1857452	MARAFUID
Registration Number:	2059118	AN AMERICAN COMPANY SERVING AMERICA

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Registration Number:	2059119	AN AMERICAN COMPANY SERVING AMERICA
Registration Number:	2279759	MARATRAC
Registration Number:	0886195	ENDURANCE
Registration Number:	0883660	MULTIPOWER
Registration Number:	0869614	MARAFUID
Registration Number:	2263121	HALZIT
Registration Number:	2286176	MARATECH
Registration Number:	1393560	RCC
Registration Number:	1479211	BEST IN THE LONG RUN
Registration Number:	1519209	MARALUBE EXPRESS
Registration Number:	1572790	EXTRA-M
Registration Number:	1523129	SUPER MARAPLEX
Registration Number:	0717751	MARALUBE
Serial Number:	78206956	HYMELT
Serial Number:	78314528	AMERICLEAN
Serial Number:	78346126	PRICE \$ POINT
Serial Number:	78351273	PRICE \$ POINT

CORRESPONDENCE DATA

Fax Number: (419)243-8502
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 4192431294
Email: essp@essp-law.com
Correspondent Name: Mark C. Schaffer
Address Line 1: One SeaGate, Suite 1980, P.O. Box 916
Address Line 4: Toledo, OHIO 43697-0916

NAME OF SUBMITTER:	Mark C. Schaffer
Signature:	/Mark C. Schaffer/
Date:	09/15/2005

Total Attachments: 4
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Delaware

PAGE 1

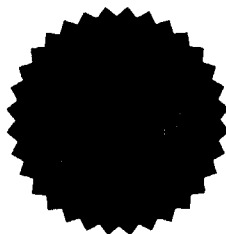
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "MARATHON ASHLAND PETROLEUM LLC", CHANGING ITS NAME FROM "MARATHON ASHLAND PETROLEUM LLC" TO "MARATHON PETROLEUM COMPANY LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF AUGUST, A.D. 2005, AT 12:44 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID RESTATED CERTIFICATE IS THE FIRST DAY OF SEPTEMBER, A.D. 2005.

2760948 8100

050709557



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4123727

DATE: 08-30-05

TRADEMARK

REEL: 003159 FRAME: 0568

FOURTH AMENDED AND RESTATED

CERTIFICATE OF FORMATION

OF

MARATHON ASHLAND PETROLEUM LLC

In accordance with Section 18-208 of the Delaware Limited Liability Company Act (the "Act"), this Fourth Amended and Restated Certificate of Formation (the "Certificate") of Marathon Ashland Petroleum LLC (the "Company") is being executed effective as of September 1, 2005, for the purpose of amending and restating that certain Third Amended and Restated Certificate of Formation of the Company, which was originally formed in Delaware on June 11, 1997 as Emro Supply, LLC. The undersigned, being duly authorized to execute and file this Certificate, does hereby certify as follows:

**ARTICLE I
NAME**

The name of the Company shall be Marathon Petroleum Company LLC.

**ARTICLE II
REGISTERED OFFICE AND
REGISTERED AGENT**

The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

**ARTICLE III
POWER**

The Company shall have all the powers accorded to the limited liability company organized under the Act.

**ARTICLE IV
PURPOSE**

The purpose for which the Company is organized is to transact any and all lawful business for which a limited liability company may be organized under the Act including, but not limited to, transporting petroleum, oil and other liquids and gases through pipes and for otherwise storing, transporting and transmitting petroleum, oil and other liquids and gases and engaging in the petroleum supply, refining, distribution and marketing businesses, unless the purpose is otherwise expressly restricted or limited by the Limited Liability Company Agreement.

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ARTICLE V
DURATION

The Company's period of duration shall be perpetual.

ARTICLE VI
AUTHORIZED PERSON

The name and mailing address of the authorized person is as follows:

J. Michael Wilder
539 S. Main Street
Findlay, OH 45840

ARTICLE VII
LIMITED LIABILITY COMPANY AGREEMENT

The Company shall have a written Limited Liability Company Agreement, and any amendment thereof must be in writing.

ARTICLE VIII
ABSENCE OF MEMBER AUTHORITY

The management of the Company is vested in a Board of Managers and such Officers as provided in the Limited Liability Company Agreement. No Member of the Company has the authority or power to act for or on behalf of the company or do any act that would be binding on the Company, unless expressly authorized in writing by the Board of Managers.

ARTICLE IX
EFFECTIVE DATE

This Fourth Amended and Restated Certificate of Formation shall be effective on September 1, 2005.

I, being the authorized person, for the purpose of amending and restating that certain Third Amended and Restated Certificate of Formation of the Company filed with the Secretary of State of the State of Delaware on May 26, 1998, and pursuant to the Act do make this Fourth Amended and Restated Certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly, I have hereunto set my hand as of the 29 day of August, 2005.



J. Michael Wilder, Authorized Person

**Marathon Petroleum Company
539 S. Main Street
Findlay, OH 45840**

Consent to Use of Name

Marathon Petroleum Company, a corporation organized under the laws of the State of Delaware, hereby consents to the organization of Marathon Petroleum Company LLC in the State of Delaware.

IN WITNESS WHEREOF, the said Marathon Petroleum Company has caused this consent to be executed by its Vice President, this 29th day of August, 2005.

Marathon Petroleum Company

By: *N. R. Purcell*
N. R. Purcell
Vice President