

Douglas J. Serdahely
Patton Boggs LLP
601 West Fifth Avenue, Suite 700
Anchorage, AK 99501
(907) 263-6300 (Telephone)
(907) 263-6345 (Facsimile)

Attorneys for Defendant
Exxon Shipping Company (D-2)

John F. Clough, III
P.O. Box 211187
Auke Bay, AK 99821
(907) 790-1912 (Telephone)
(907) 790-1913 (Facsimile)

Attorneys for Defendant
Exxon Mobil Corporation (D-1)

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF ALASKA**

In re:
THE EXXON VALDEZ

Case No. 3:89-cv-00095-HRH

THIS DOCUMENT RELATES TO
ALL CASES

**OBJECTION BY DEFENDANTS EXXON MOBIL CORPORATION (D-1)
AND EXXON SHIPPING COMPANY (D-2) TO LEAD COUNSEL'S
SEVENTH AND EIGHTH APPLICATIONS REGARDING
DISTRIBUTION OF PUNITIVE DAMAGES**

Exxon Mobil Corporation (D-1) and Exxon Shipping Company (D-2)

(collectively, "Exxon") hereby object to Lead Counsel's Seventh Application Pertaining to the Distribution of Punitive Damages and to the Establishment of Reserves in the Processor and Cannery Worker Claim Categories (Doc. 9269) and to Lead Counsel's

Eighth Application for an Order Distributing Exxon Qualified Settlement Punitive Damage Funds to Multiple Claim Categories and Their Attorneys (Doc. 9271) (collectively, "Applications"). Exxon objects to these Applications in their entirety, because they provide for the distribution of most of the punitive damages award without making any provision for the amounts owed to Exxon under assignment agreements entered into by Exxon and certain seafood processors, *i.e.*, Sea Hawk Seafoods, Inc., Copper River Fisherman's Cooperative, Kodiak Salmon Packers, Inc., and Western Alaska Fisheries, Inc., which plaintiffs agreed to pay pursuant to the Stipulation for Amendment of Processor Plan or Distribution and Fixing of Shares of Certain Signatory Processors (Doc. 7371).

For these reasons and those set forth in Exxon's Motion for Payment Pursuant to Stipulation Regarding Processor Assignment Agreements, filed herewith and incorporated herein, Exxon respectfully requests that this Court deny the Applications as currently proposed.

Respectfully submitted this 31st day of August, 2009.

/s Douglas J. Serdahely
PATTON BOGGS LLP
601 W. 5th Avenue, Suite 700
Anchorage, Alaska 99501
Tel: (907) 263-6310
Fax: (907) 263-6345
ABA No. 7210072
E-mail: dserdahely@pattonboggs.com

/s John F. Clough, III (consent)
CLOUGH & ASSOCIATES PC
PO Box 211187
Auke Bay, Alaska 99821
Tel: (907) 790-1912
Fax: (907) 790-1913
ABA No. 8106011
E-mail: cloughpc@alaska.net

CERTIFICATE OF SERVICE

I hereby certify that on the 31st day of August, 2009, I caused a true and correct copy of the foregoing document to be served by the Court's electronic system on:

David W. Oesting, Esq.
Davis Wright Tremaine
701 West 8th Avenue, Suite 800
Anchorage, Alaska 99501
E-mail: daveoesting@dwt.com

Lloyd Benton Miller, Esq.
Sonosky, Chambers, Sachse, Miller & Munson
900 West 5th Avenue, Suite 700
Anchorage, Alaska 99501
E-mail: lloyd@sonosky.net

Andrew Behrend
Stoel Rives LLP
510 L Street, Suite 500
Anchorage, Alaska 99501
E-mail: afbehrend@stoel.com

Peter A. Danelo
Heller Ehrman LLP
701 Fifth Avenue, Suite 6100
Seattle, WA 98104
E-mail: peter.danelo@hellerehrman.com

Arnold Levin
Laurence S. Berman
Levin, Fishbein, Sedran & Berman
510 Walnut Street, Suite 500
Philadelphia, PA 19106
E-mail: lberman@lfsblaw.com

Richard A. Jameson
Richard A. Jameson & Associates
500 L Street, Suite 502
Anchorage, AK 99501
E-mail: Richard@alaskaoutdoors.com

By: s/Melody Bussey
Legal Secretary
PATTON BOGGS LLP