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**PROPOSED ATTORNEYS FOR OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
FORT WORTH DIVISION**

_____	§	
	§	
<b>IN RE:</b>	§	<b>CHAPTER 11 CASE</b>
	§	
<b>MIRANT CORPORATION, <u>et al.</u>,</b>	§	<b>CASE NO. 03-46590(DML)</b>
	§	<b>Jointly Administered</b>
<b>Debtors.</b>	§	
	§	
_____	§	

**APPLICATION TO APPROVE EMPLOYMENT OF COUNSEL FOR  
THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS**

TO THE HONORABLE JUDGE OF SAID COURT:

The Official Committee of Equity Security Holders (the "Equity Committee") files this Application for Approval of Employment of Counsel and in support thereof, respectfully state and represent the following:

1. The Debtors in this proceeding each filed a Voluntary Petition under Chapter 11 of the United States Code on July 14, 2003. These cases are being jointly

administered pursuant to this Court's Order dated July 16, 2003. The Debtors are operating as debtors-in-possession, and no trustee or examiner has been appointed.

2. This Court has jurisdiction over this matter pursuant to 11 U.S.C. §§ 157, 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A) and (O).

3. On September 18, 2003, the Office of the United States Trustee authorized and appointed the members of the Equity Committee.

4. The Equity Committee has decided to retain Hohmann, Taube & Summers, L.L.P. (the "Firm") as co-counsel for the Equity Committee, along with Brown Rudnick Berlack Israels LLP.

5. The Equity Committee has selected the Firm because its attorneys have extensive experience in chapter 11 business reorganizations. Members of the Firm also have extensive experience in representation of committees and equity interest holders in Chapter 11 proceedings. All of the Firm's attorneys that will represent the Equity Committee are members in good standing of the State Bar of Texas and are admitted to practice before the United States District Court for the Northern District of Texas. Accordingly, the Equity Committee believes that the Firm and its attorneys are well qualified to represent them in this case.

6. The services of the Firm pursuant to and under a general retainer are necessary to enable the Equity Committee to perform properly its duties. It is intended that the Firm will render the following services to the Equity Committee:

- (a) advise the Equity Committee and its members as to rights and responsibilities and as to matters and issues arising in this proceeding.

- (b) negotiate with the Debtors and other parties in interest with respect to Chapter 11 plans for the Debtors.
- (c) prepare on behalf of the Equity Committee all necessary applications, motions, and other pleadings and papers in connection with this case.
- (d) perform all other legal services required by the Equity Committee in connection with this Chapter 11 case.

7. The Firm has indicated a willingness to act on the Equity Committee's behalf.

8. To the best of the Equity Committee's knowledge, the members and associates of the Firm do not have any connection with the Debtors, their creditors, shareholders, or other parties in interest except as indicated on the Affidavit of Eric J. Taube attached hereto. The Firm represents no interest adverse to the Equity Committee in the matters upon which it is to be engaged. Messrs. Taube and Taylor are partners in the Firm.

9. The Firm intends to apply to the court for allowance of compensation and reimbursement of expenses in accordance with applicable provisions of the Bankruptcy Court and the rules and orders of this Court. The Firm has not received a retainer. The hourly rates of attorneys range from \$150.00 to \$375.00 per hour. The primary attorneys who will be involved in this representation are Eric J. Taube, whose rate is \$375.00 per hour, and Mark C. Taylor, whose rate is \$300.00 per hour.

10. For the foregoing reasons, the Equity Committee requests the Court grant this Application and authorize the Equity Committee to retain and employ the Firm as

attorneys under a general retainer to represent them in this chapter 11 case and grant the Equity Committee such other and further relief as is just and proper.

Dated this 24th day of September, 2003.

Respectfully submitted,

THE OFFICIAL COMMITTEE OF  
EQUITY SECURITY HOLDERS

BY: /s/Morris Weiss

Morris Weiss, Co-Chairperson

**CERTIFICATE OF SERVICE**

I hereby certify that the above and foregoing document has been served upon all parties on the attached service list by first class mail on this 8<sup>th</sup> day of October, 2003.

/s/ Eric J. Taube

Eric J. Taube or Mark C. Taylor

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**PROPOSED ATTORNEYS FOR OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
FORT WORTH DIVISION**

_____	§	
	§	
<b>IN RE:</b>	§	<b>CHAPTER 11 CASE</b>
	§	
<b>MIRANT CORPORATION, <u>et al.</u>,</b>	§	<b>CASE NO. 03-46590(DML)</b>
	§	<b>Jointly Administered</b>
<b>Debtors.</b>	§	
	§	
_____	§	

**AFFIDAVIT OF ERIC J. TAUBE IN SUPPORT OF THE EQUITY  
COMMITTEE'S APPLICATION TO APPROVE  
EMPLOYMENT OF COUNSEL**

STATE OF TEXAS           §  
  §  
COUNTY OF TRAVIS       §

The undersigned, Eric J. Taube, being duly sworn states:

1. I am an attorney licensed to practice law in the State of Texas and the United States District Court for the Northern, Southern and Western District of Texas. I am also admitted to practice before the 5<sup>th</sup> and 8<sup>th</sup> Circuit Courts of Appeal. I am a partner in the law firm of Hohmann, Taube & Summers, L.L.P. (the "Firm"), which has

offices at 100 Congress, Suite 1600, Austin, Texas, 78701, Telephone: (512) 472-5997, Telecopy: (512) 472-5248.

2. The Official Committee of Equity Security Holders (the “Equity Committee”) in the above-captioned Chapter 11 case seeks to employ the Firm as its counsel under a general retainer. The Firm has agreed to represent the Equity Committee on an hourly basis, subject to approval of fees and expenses by the Bankruptcy Court.

3. After diligent inquiry, I am not aware of any connection or conflict which I or the Firm have with any party with an interest adverse to those represented by the Equity Committee, except as follows:

- (a) JP Morgan Chase is a creditor in these proceedings. The Firm has represented JP Morgan Chase, and continues to represent it, in matters unrelated to this proceeding.
- (b) Bank of New York is also a creditor in these proceedings. The Firm is representing BNY Midwest Trust Co., an affiliate of Bank of New York in one pending litigation matter unrelated to these proceedings. The Firm has not previously represented Bank of New York.
- (c) Tejas Securities Group, Inc. is a member of The Equity Committee. The Firm has represented, and continues to represent, Tejas in various matters unrelated to these proceedings.
- (d) The Firm has previously represented Morgens, Waterfall, Vintiadas in unrelated matters. Morgens is affiliated with Phaeton International/Phoenix Partners, a member of the Equity Committee.
- (e) The Firm formerly represented The Electric Reliability Council of Texas (“ERCOT”). The attorney who represented ERCOT left the Firm over 2½ years ago. The Firm has not represented ERCOT since that time.
- (f) The Firm formerly represented Dynegy Midstream Services as a creditor in an unrelated bankruptcy case. That representation concluded over three years ago, and the Firm does not currently represent Dynegy.

Further, Affiant sayeth not.

/s/ Eric J. Taube  
ERIC J. TAUBE

SUBSCRIBED and SWORN TO BEFORE ME the undersigned authority this the 8<sup>th</sup> day of October, 2003, to certify which witness my hand and seal of office.

/s/Sherri A. Savala

Notary Public, State of Texas

My commission expires: 7/25/2005