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ATTORNEYS FOR THE DEBTORS AND DEBTORS-IN-POSSESSION

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

_____)	
In re)	Chapter 11 Case
)	
MIRANT CORPORATION, <i>et al.</i> ,)	Case No. 03-46590 (DML)
)	Jointly Administered
Debtors.)	
_____)	

EX PARTE MOTION FOR ORDER ESTABLISHING OBJECTION DEADLINE

Mirant Corporation (“Mirant”) and its affiliated debtors (the “Debtors”), on behalf of West Georgia Generating Company, L.L.C. (“WGGC”), file this *Ex Parte* Motion (the “Motion”) for an Order Establishing Objection Deadline in connection with the Debtors’ Motion For Entry of An Order Approving the Stipulation and Agreed Order Authorizing (I) The Use of Cash Collateral Pursuant to Section 363 of title 11 of the United States Code and Rules 4001(b) and 4001(d) of the Federal Rules of Bankruptcy Procedure and (II) Grant of Adequate Protection Pursuant to Sections 361 and 363 of the Bankruptcy Code (“the Cash Collateral Motion”), which was filed and served on November 18, 2003 and is set to be heard on December 3, 2003 at 10:30 a.m., and, in support thereof, respectfully represent as follows:

I. JURISDICTION AND VENUE

1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. §157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

II. PROCEDURAL BACKGROUND

2. The Cases. Commencing on July 14, 2003, and concluding in the early morning hours of July 15, 2003, (the “Petition Date”), certain of the Debtors (collectively, the “Initial Debtors”) filed voluntary petitions in this Court for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended (the “Bankruptcy Code”).¹ On August 18, 2003, Mirant EcoElectrica Investments I, Ltd. and Puerto Rico Power Investments, Ltd. (collectively, the “New Debtors”) commenced chapter 11 cases under the Bankruptcy Code. On October 3, 2003, the following additional Debtors filed voluntary petitions in this Court for relief under chapter 11: (i) Mirant Wrightsville Management, Inc.; (ii) Mirant Wrightsville Investments, Inc.; (iii) Wrightsville Power Facility, L.L.C.; and (iv) Wrightsville Development Funding, L.L.C. (collectively, the “Wrightsville Debtors”). The Debtors continue to manage and operate their businesses as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

3. The Cases are Jointly Administered. On July 15, 2003, the Court granted the motion for an order requesting that the bankruptcy estates of the Initial Debtors be jointly

¹ Concurrently, Mirant caused two of its Canadian subsidiaries, Mirant Canada Energy Marketing, Ltd and Mirant Canada Energy Marketing Investments, Inc. (collectively, the “Canadian Debtors”) to commence plenary insolvency proceedings (the “Canadian Proceedings”) in the Court of Queen’s Bench of Alberta Judicial District of Calgary (the “Canadian Court”) pursuant to the *Companies’ Creditors Arrangement Act*. The Canadian Debtors are subject to the sole and exclusive jurisdiction of the Canadian Court.

administered. On September 8, 2003, the Court entered an order approving joint administration of the cases of the New Debtors with those of the Initial Debtors. Also, on September 8, 2003, the Court granted the motion for an order directing that orders entered in the cases of the Initial Debtors be made applicable to those of the New Debtors. On October 20, 2003, the Court entered an order approving the joint administration of the cases of the Wrightsville Debtors with those of the Initial Debtors. Also, on November 5, 2003, the Court granted the motion for the entry of an order directing that certain orders entered in the cases of the Initial Debtors be made applicable to the Wrightsville Debtors.

4. The Committees. Three official committees have been appointed by the Office of the United States Trustee for the Northern District of Texas in these administratively consolidated cases. Specifically, an official unsecured creditors' committee and an official committee of equity security holders have been appointed for Mirant Corporation and an official unsecured creditors' committee has been appointed for Mirant Americas Generation, LLC (collectively, the "Committees").

III. BACKGROUND

5. On November 18, 2003, the Debtors filed the Cash Collateral Motion which is set to be heard on **December 3, 2003 at 10:30 a.m.** before this Court. As set forth in the Cash Collateral Motion, the Debtors believe that maintaining WGGC's operations will yield values far greater than will otherwise be derived by a shut-down of the business and a wholesale liquidation of the assets at distressed prices. Access to the Cash Collateral is crucial to the ability of the Debtors to maintain WGGC's operations, including the operation of the Project, which is the source of the majority of WGGC's revenues. Therefore, it is in the best interest of all parties involved that an order approving the use of cash collateral according to the terms of the

Stipulation be entered without delay. The relief requested in the Cash Collateral Motion will be most effective in maintaining WGGC's operations if an objection deadline is entered to ensure that last minute filings of objections will not delay the hearing scheduled for December 3, 2003, and in turn delay the Debtors' access to Cash Collateral.

6. FED. R. BANKR. P. 9014(a) and L.B.R. 9014.1(a) provide, in general, that no response need be filed to a motion in a contested matter unless ordered by the Court.

IV. RELIEF REQUESTED

7. By this Motion, the Debtors request that the Court enter an Order Establishing Objection Deadline in connection with the Debtors' Cash Collateral Motion. The Debtors have filed and served the Cash Collateral Motion on the Limited Service List fifteen (15) days prior to the scheduled hearing thereon as required by FED. R. BANKR. P. 4001(b)(2).

8. Because of the significance of the relief requested in the Cash Collateral Motion to the Debtors, and the inconvenience that would be caused to the Debtors and their estates if parties objecting to the Cash Collateral Motion followed the "no response necessary" provisions of FED. R. BANKR. P. 9014(a) and L.B.R. 9014.1(a) and waited until the hearing date to pose an objection, the Debtors respectfully request that the Court specially set December 1, 2003 at 4 o'clock p.m. (central time) as the last date to object to the Cash Collateral Motion.

9. The Debtors respectfully request that the relief requested herein be granted *ex parte*. No party-in-interest will be prejudiced by the relief requested herein, and the Debtors submit that the nature of the relief requested is within the scope of L.B.R. 9003.1, which provides for the filing and hearing of *ex parte* motions enlarging or reducing the time under FED. R. BANKR. P. 9006.

WHEREFORE, based on the foregoing, the Debtors request that the Court issue an order establishing December 1, 2003 at 4 o'clock p.m. (central time) as the last date for parties-in-interest to file objections to the Cash Collateral Motion, and to serve same on counsel for the Debtors.

Dated: November 18, 2003

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By /s/ Meredyth A. Purdy

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EX PARTE ORDER ESTABLISHING OBJECTION DEADLINE

On the *Ex Parte* Motion (the "Motion") of Mirant Corporation and its affiliated debtors (the "Debtors"), on behalf of West Georgia Generating Company, L.L.C., for an Order Establishing Objection Deadline in connection with the Debtors' Motion for Entry of an Order Approving the Stipulation and Agreed Order Authorizing (I) Use of Cash Collateral Pursuant to 11 U.S.C. §363 and Bankruptcy Rules 4001(b) and (d) and (II) Grant of Adequate Protection Pursuant to 11 U.S.C. §§361 and 363 (the "Cash Collateral Motion"), which was filed on November 18, 2003 and is set to be heard on Wednesday, December 3, 2003 at 10:30 a.m., the Court finds that the relief requested therein is appropriate for *ex parte* determination under of L.B.R. 9003.1, which provides for the filing and hearing of *ex parte* motions enlarging or reducing the time under FED. R. BANKR. P. 9006, and that the objection deadline requested is reasonable; it is therefore

ORDERED that the Motion is granted; and it is further

ORDERED that 4 o'clock p.m. (central time) on December 1, 2003 be and hereby is established as the last date for parties-in interest to file objections or responses to the Cash Collateral Motion, and to serve same on counsel for the Debtors.

Signed: _____

**DENNIS MICHAEL LYNN,
UNITED STATES BANKRUPTCY JUDGE**

PREPARED BY:

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