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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:

MIRANT CORPORATION, *et al.*,

Debtors.

Chapter 11

Case No. 03-46590 (DML)

(Jointly Administered)

**Hearing Date and Time:
March 31, 2004 at 12:00 PM**

**JOINT MOTION TO APPROVE
STIPULATION EXTENDING BAR DATE TO FILE PROOF OF CLAIM**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

Mirant Corporation and its affiliated debtors (collectively, the "Debtors" or "Mirant"), debtor and debtor-in-possession herein, and 901 F. Street Venture LLC ("F. Street Venture") hereby file this Joint Motion to Approve Stipulation Extending Bar Date to File Proof of Claim (the "Motion") and respectfully show the following:

1. Mirant, formerly known as Southern Energy, Inc., and F. Street Venture entered into a "Lease Agreement" dated November 9, 2000, as amended on September 1, 2001 and February 21, 2003 (as amended from time to time, the "Existing Lease").

2. Mirant, F. Street Venture and New York Life Insurance Company (the “Lender”), (collectively, the “Parties”) entered into the related agreement, the “Estoppel, Subordination, Non-Disturbance and Attornment Agreement” dated July 6, 2001 (the “Non-Disturbance Agreement”).

3. On or about February 25, 2004, the Court entered its Order Granting Debtors’ Motion Requesting Authority Pursuant 11 U.S.C. §§ 363 and 365 to (I) Enter into the Agreement of Lease Between Mirant Corporation and 601 Thirteenth Street, N.W. Associates Limited Partnership; And (II) to Reject (A) the Lease Agreement Between Mirant Corporation and 901 F. Street Venture, LLC and (B) the Related Agreement Among Mirant Corporation, 901 F. Street Venture, LLC and New York Life Insurance Company (the “Order”).

4. Pursuant to the Order, the Existing Lease and the Non-Disturbance Agreement are rejected by Mirant Corporation effective March 30, 2004.

5. Pursuant to the Order, the last date to timely file a proof of claim against the Debtors arising from the rejection of the Existing Lease and the Non-Disturbance Agreement is the first business day that is at least (30) calendar days after the mailing of the notice of entry of this Order.

6. The Parties had previously agreed that the bar date should have been extended so that the last date to file a proof of claim against the Debtors arising from the rejection of the Existing Lease and the Non-Disturbance Agreement should be the first business day that is sixty days (60) from March 30, 2004.

7. Due to miscommunication, counsel for the Debtor who presented the Order to the Court did not realize that the Parties had reached an agreement as to the bar date.

8. Pursuant to the attached Stipulation Extending Bar Date to File Proof of Claim (the "Stipulation"), the Parties have agreed that the bar date should be extended to **June 1, 2004** and that extending this deadline is in their best interests.

WHEREFORE, the Parties request that this Court enter an order pursuant to 11 U.S.C. § 105 to (i) approve the Stipulation; and (ii) extend the bar date so that the last date to file a proof of claim against the Debtors arising from the rejection of the Existing Lease and the Non-Disturbance Agreement is **June 1, 2004**.

RESPECTFULLY SUBMITTED THIS 4TH DAY OF MARCH, 2004.

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By /s/ Frances A. Smith
Robin Phelan
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Judith Elkin
State Bar No. 06522200
Frances A. Smith
State Bar No. 24033084

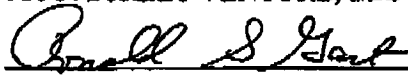
-and-

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AGREED:

901 F. STREET VENTURE, LLC



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Sixth Floor

Washington, DC 20004

New York Life Insurance Company

51 Madison Avenue

New York, NY 10010

Attn: Real Estate Department

Real Estate Vice President

Loan Administration,

Loan No. 72-6347

CERTIFICATE OF SERVICE

The undersigned hereby certifies that she has authorized BSI as service agent to cause to serve a true and correct copy of the foregoing upon all parties below and on the Limited Service List via regular United States postage prepaid mail on the 4th day of March, 2004 in accordance with the Federal Rules of Bankruptcy Procedure.

/s/ Frances A. Smith

901 F. Street Venture, LLC
c/o Infrastructure Capital Group, LLC
901 F. Street, N.W.
Suite 550
Washington, DC 20004
Attn: Stelios Christofides

New York Life Insurance Company
51 Madison Avenue
New York, NY 10010
Attn: Real Estate Department
Real Estate Vice President
Loan Administration,
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Attn: Fred Klein, Esq.

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Attn: Ronald S. Gart, Esq.

601 Thirteenth Street Associates,
Limited Partnership
c/o The John Akridge Company
601 Thirteenth Street, N.W.
Suite 300 North
Washington, D.C. 20005

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555 12th Street, N.W.
Washington, D.C. 20004
Attn: Jennifer S. Perkins

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FORT WORTH DIVISION**

In re:

MIRANT CORPORATION, et al.,

Debtors.

Chapter 11

Case No. 03-46590 (DML)

(Jointly Administered)

STIPULATION EXTENDING BAR DATE TO FILE PROOF OF CLAIM

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

Mirant Corporation and its affiliated debtors (collectively, the "Debtors" or "Mirant"), debtor and debtor-in-possession herein, and 901 F. Street Venture LLC ("F. Street Venture") file this Stipulation Extending Bar Date to File Proof of Claim (the "Stipulation") and hereby stipulate and agree to the following:

1. Mirant, formerly known as Southern Energy, Inc., and F. Street Venture entered into a "Lease Agreement" dated November 9, 2000, as amended on September 1, 2001 and February 21, 2003 (as amended from time to time, the "Existing Lease").

2. Mirant, F. Street Venture and New York Life Insurance Company (the "Lender") entered into the related agreement, the "Estoppel, Subordination, Non-Disturbance and Attornment Agreement" dated July 6, 2001 (the "Non-Disturbance Agreement").

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4. Pursuant to the Order, the Existing Lease and the Non-Disturbance Agreement are rejected by Mirant Corporation effective March 30, 2004.

5. Pursuant to the Order, the last date to timely file a proof of claim against the Debtors arising from the rejection of the Existing Lease and the Non-Disturbance Agreement is the first business day that is at least (30) calendar days after the mailing of the notice of entry of this Order.

6. The Parties have agreed that the bar date should be extended so that the last date to timely file a proof of claim against the Debtors arising from the rejection of the Existing Lease and the Non-Disturbance Agreement should be the first business day that is sixty days (60) from March 30, 2004. The Parties have agreed that extending this deadline is in their best interests.

7. To that end, the Parties have agreed to extend the bar date to **June 1, 2004**.

RESPECTFULLY SUBMITTED THIS 4TH DAY OF MARCH, 2004.

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By /s/ Frances A. Smith
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-and-

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FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

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

**ORDER GRANTING JOINT MOTION TO APPROVE
STIPULATION EXTENDING BAR DATE TO FILE PROOF OF CLAIM**

Upon the motion, dated March 3, 2004 (the "Motion"),¹ filed by Mirant Corporation and its affiliated debtors (collectively, the "Debtors"), and 901 F. Street Venture LLC ("F. Street Venture") for the entry of an order, pursuant to 11 U.S.C. § 105 of title 11 of the United States Code (the "Bankruptcy Code") to: (i) approve the Stipulation (attached hereto as Exhibit A); and (ii) extend the bar date so that the last date to file a proof of claim against the Debtors arising from the rejection of the Existing Lease and the Non-Disturbance Agreement is June 1, 2003; and it appearing that the Court has jurisdiction over this matter; and it appearing that due notice of the Motion has been provided, and that no other or further notice need be provided; upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

It is hereby:

ORDERED that the Motion is hereby GRANTED as set forth herein; it is further

ORDERED that the Stipulation is APPROVED; and it is

¹ Any capitalized term not otherwise defined in this order will have the meaning ascribed to such term in the Motion.

ORDERED that, pursuant to the Stipulation the last date to file a timely proof of claim against the Debtors arising from the rejection of the Existing Lease and the Non-Disturbance Agreement is June 1, 2004.

Dated: March ____, 2004

D. Michael Lynn,
United States Bankruptcy Judge

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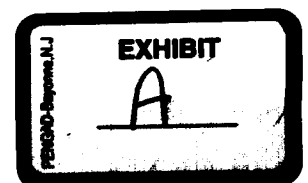
STIPULATION EXTENDING BAR DATE TO FILE PROOF OF CLAIM

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