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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, <u>et al.</u> ,)	Case No. 03-46590 (DML)
)	Jointly Administered
Debtors.)	
)	Requested Hearing Date and Time:
)	April 28, 2004; 10:30 a.m.

**REQUEST FOR EXPEDITED HEARING
TO CONSIDER DEBTORS' MOTION FOR APPROVAL OF ENTRY INTO
"OMNIBUS TERMINATION AND RELEASE AGREEMENT" UNDER
FEDERAL RULE OF BANKRUPTCY PROCEDURE 9019 RELATING TO
MOBILE ENERGY SERVICES COMPANY AND
MOBILE ENERGY SERVICES HOLDINGS, INC.**

TO THE HONORABLE D. MICHAEL LYNN, UNITED STATES BANKRUPTCY JUDGE:

Mirant Corporation ("Mirant") and its affiliated debtors (collectively, "Mirant" or the "Debtors"), as debtors-in-possession, file this Request for Expedited Hearing (the "Request") to consider the "Debtors' Motion For Approval of Entry Into 'Omnibus Termination And Release Agreement' Under Federal Rule of Bankruptcy Procedure 9019 Relating to Mobile Energy Services Company and Mobile Energy Services Holdings, Inc." (the "Motion") which was originally filed and served on April 19, 2004 and noticed

for hearing on May 12, 2004. The Debtors are respectfully requesting that the hearing date for the Motion (and the attendant response dates) be expedited by approximately 2 weeks such that the hearing can occur on April 28, 2004 in order that the sale underlying the Motion might close by April 30, 2004. In support of this Request, the Debtors state as follows:

1. On April 19, 2004, the Debtors filed and duly served the Motion. The hearing on the Motion was noticed for May 12, 2004. Before filing and serving the Motion, an advance copy of the Motion and related Exhibits “A” and “B” were sent to counsel for each of the Committees on April 14, 2004 by email. No comments or questions were raised by the Committee’s counsel before the Motion was ultimately filed on April 19, 2004.

2. As is more particularly set forth in the Motion, the Debtors are seeking Court authority to enter into an “Omnibus Termination and Release Agreement” (the “Omnibus Release”) to enable the current owners of Mobile Energy Services Holdings, Inc. (“MESH”) to sell a subsidiary, Mobile Energy Services Company, L.L.C. (“MESC”) to a new “Buyer.” The sellers of MESC and the Buyer require the execution of the Omnibus Release by Mirant Corporation (“Mirant”) and Mirant Services, LLC (“Mirant Services”) so that they may remove the liens in favor of Mirant and Mirant Services from the assets owned by MESC. Those liens secured indemnity obligations running in favor of Mirant and Mirant Services from MESC.

3. The Debtors were willing to propose the approval of the execution by Mirant and Mirant Services because of the benefit to the Debtors of eliminating certain contingent liabilities that Mirant and Mirant Services had in connection with their

(alleged) obligation to indemnify The Southern Company (“Southern”) from losses Southern might incur relating to MESC and MESH, including with respect to an Environmental Guaranty and a Mill Owner Maintenance Reserve Agreement running in favor of certain Mill Owners. Under the Omnibus Release, the Mill Owners are releasing their claims (which could have exceeded \$20 million) against Southern which will inure to the benefit of Mirant and Mirant Services which (it is alleged) must indemnify Southern for such claims.

4. The Buyers have advised the Debtors that if the Debtors can obtain Court approval of the Motion before April 30, 2004, the Buyers will pay to the Debtors, the sum of \$150,000. That payment is the motivation for seeking approval on an expedited basis of the Motion.

5. Counsel for the Debtors has contacted counsel for each of the three Committees to advise such counsel of this Request to advance the hearing on the Motion from May 12, 2004 to April 28, 2004 and to therefore shorten the time within which parties in interest may respond or object to the Motion until April 26, 2004. The responses are as follows:

a. Mirant Corporation Committee: Counsel indicated that counsel would have to consult with the Committee and would attempt to respond to counsel for the Debtors before close of business on April 20, 2004. No further contact was had on April 20, 2004 when this Request was finalized for filing.

b. MAG Committee: Counsel indicated that the MAG Committee objects to expediting the hearing on the Motion.

c. Equity Committee: Counsel indicate that the Equity Committee has no objection to expediting the hearing on the Motion.

6. Pursuant to this Court's *Order Granting Debtors' Motion Pursuant to Section 105 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 9014(a) for an Order Establishing Uniform Schedule for the Filing and Service of Responses and Objections to Contested Motions*, if the Court grants this request, responses and objections to the Motion would be required to be filed and served no later than 4:00 p.m. (Central time) on April 26, 2004.

7. If this Request is granted, the Debtors will immediately re-notice the hearing on the Motion for April 28, 2004 by serving the accompanying Order Expediting Hearing and Response Dates Regarding Debtors' Motion For Approval of Entry Into 'Omnibus Termination And Release Agreement' Under Federal Rule of Bankruptcy Procedure 9019 Relating to Mobile Energy Services Company and Mobile Energy Services Holdings, Inc.

WHEREFORE, the Debtors respectfully request that the Court enter an Order setting a hearing on the Motion for April 28, 2004 at 10:30 a.m. and requiring responsive pleadings to be filed and served so they are received by no later than 4:00 p.m. on April 26, 2004.

Respectfully submitted this 21st day of April, 2004.

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By: /s/ Ian T. Peck
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ATTORNEYS FOR THE DEBTORS AND
DEBTORS-IN-POSSESSION

CERTIFICATE OF SERVICE

The undersigned hereby certifies that he has authorized BSI as service agent to cause to serve a true and correct copy of the foregoing upon all parties on the Limited Service List via email, facsimile or overnight courier on the 21st day of April, 2004 in accordance with the Federal Rules of Bankruptcy Procedure.

/s/ Ian T. Peck _____

**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.)	

**ORDER EXPEDITING HEARING AND RESPONSE DATES REGARDING DEBTORS'
MOTION FOR APPROVAL OF ENTRY INTO 'OMNIBUS TERMINATION AND
RELEASE AGREEMENT' UNDER FEDERAL RULE OF BANKRUPTCY
PROCEDURE 9019 RELATING TO MOBILE ENERGY SERVICES COMPANY AND
MOBILE ENERGY SERVICES HOLDINGS, INC.**

Came before the Court for consideration the Request for Expedited Hearing (the "Request") to consider the "Debtors' Motion For Approval of Entry Into 'Omnibus Termination And Release Agreement' Under Federal Rule of Bankruptcy Procedure 9019 Relating to Mobile Energy Services Company and Mobile Energy Services Holdings, Inc." (the "Motion") filed by Mirant Corporation and its above-captioned affiliated debtors (collectively, the "Debtors"), which Motion was originally filed and served on April 19, 2004 and which was noticed for hearing on May 12, 2004. After considering the Request and the representations made therein, the Court finds that the Request has merit and should be granted. It is therefore, hereby

ORDERED that the Request is granted in full and in all respects; and it is further

ORDERED that the hearing on the Motion is set for April 28, 2004 at 10:30 a.m.; and it is further

ORDERED that responses and objections to the Motion must be filed and served Debtors' counsel, counsel for the Official Committees, the U.S. Trustee and such other persons

identified in the Certificate of Service to the Motion to ensure receipt by no later than 4 o'clock p.m. (prevailing central time) on Monday, April 26, 2004.

ORDERED that the Debtors shall serve immediately a copy of this Order on all parties upon whom the Debtors served the Motion.

SIGNED: _____

Honorable D. Michael Lynn
United States Bankruptcy Judge