

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

U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
ORDERED
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In re)	Chapter 11 Case
MIRANT CORPORATION, <u>et al.</u> ,)	Case No. 03-46590(DML)11
Debtors.)	Jointly Administered

**ORDER APPROVING 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.**


THIS MATTER HAVING COME ON for hearing at the above-referenced time and place on 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") brought by Mirant Corporation and its above-captioned affiliated debtors (collectively, the "Debtors"), as debtors and debtors-in-possession; appearances being as stated on the record; the Court having considered the pleadings and papers filed in connection with the Motion, and having considered the argument of counsel; the Court finding that proper notice under the circumstances was given and good cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED;
2. Mirant Corporation ("Mirant") and Mirant Services, LLC ("Mirant Services") are hereby authorized to execute and perform an "Omnibus Termination and Release Agreement" (the "Omnibus Release") in substantially the form attached to the Motion as Exhibit "A," as the same was modified as disclosed to the Court at or before the hearing on the Motion;

3. It is a condition to the effectiveness of the obligations of Mirant and Mirant Services under the Omnibus Releases that all other parties thereto shall have executed the Omnibus Release and Mirant and Mirant Services shall have received a duly executed "Acknowledgement of No Claim" in substantially the same form as Exhibit "B" to the Motion.

^{April}
Dated: ~~May~~ 28, 2004



D. Michael Lynn,
United States Bankruptcy Judge