

ORDERED that the Motion is granted and the Stipulation is approved in full and in all respects; and it is further

ORDERED that the Benefits Committee and Mirant Services, as plan administrators, are authorized, but not required, to file a proof of claim on behalf of the employees covered by employee benefit plans administered by the Benefits Committee and Mirant Services (the "Plans") for claims arising against Mirant and/or Mirant Services prior to the Petition Date under any of the Plans; and it is further

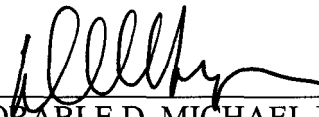
ORDERED that nothing in this Order shall bar or prohibit any individual employee from filing proofs of claim on his or her own behalf; and it is further

ORDERED that the Court shall retain jurisdiction with respect to any matters, claims, rights or disputes arising from or related to the Motion or the implementation of this Order.

Dated: Fort Worth, Texas

October 25, 2003

November



HONORABLE D. MICHAEL LYNN
UNITED STATES BANKRUPTCY JUDGE

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ORDER APPROVING THE STIPULATION BY AND BETWEEN MIRANT CORPORATION, MIRANT SERVICES, LLC, AS DEBTOR AND PLAN ADMINISTRATOR, AND THE AMERICAS BENEFITS COMMITTEE, AS PLAN ADMINISTRATOR, AUTHORIZING PLAN ADMINISTRATORS TO FILE PROOFS OF CLAIM ON BEHALF OF EMPLOYEES RECEIVING BENEFITS UNDER CERTAIN EMPLOYEE BENEFIT PLANS
D-1182948.1