

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS

U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

AWANA C. MARSHALL, CLERK
THE DATE OF ENTRY IS
ON THE COURT'S BOOKS

In re)

Chapter 11 Case

MIRANT CORPORATION, et al.,)

Case No. 03-46590(DML)
Jointly Administered

Debtors.)

**ORDER APPROVING DEBTORS' MOTION PURSUANT TO RULE 9019
OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE FOR
APPROVAL OF SETTLEMENT AGREEMENT BETWEEN AND
AMONG MIRANT AMERICAS ENERGY MARKETING, LP, MIRANT
AMERICAS, INC AND ECONENERGY ENERGY COMPANY, INC.**

Upon the motion, dated April 19, 2004 (the "Motion"),¹ Mirant Corporation and its affiliated debtors, as debtors and debtors in possession (collectively, the "Debtors"), pursuant to Rule 9019(a) of the Federal Rules of Bankruptcy Procedure for entry of an order authorizing Mirant Americas Energy Marketing, LP ("MAEM") and Mirant Americas, Inc. ("Mirant Americas") to enter into that certain Settlement Agreement, dated March 30, 2004 (the "Settlement Agreement"), with Econenergy Energy Company, Inc. ("Econenergy"); and it appearing that the Court has jurisdiction over this matter; and upon the Minute Order, entered on May 4, 2004, authorizing the shortening of time for notice of this Motion; and it appearing that due and proper notice of the Motion has been provided and that no other or further notice need be provided; and the Court having held a hearing on May 10, 2004 (the "Hearing") to consider the Motion, the relief requested therein, and any responses thereto; and the Court having rendered its decision on the record at the Hearing; and after due deliberation and sufficient cause appearing therefore, it is hereby

¹ Capitalized terms not otherwise defined herein shall bear the same meanings ascribed to them in the Motion.

ORDERED that the Motion is granted; and it is further

ORDERED that, pursuant to Rule 9019(a) of the Federal Rules of Bankruptcy Procedure, the Debtors are authorized to enter into the Settlement Agreement; 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 Settlement Agreement or the implementation of this Order.

Dated: Fort Worth, Texas
May 10, 2004



HONORABLE D. MICHAEL LYNN
UNITED STATES BANKRUPTCY JUDGE

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