

U. S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

ENTERED
TAWANA C. MARSHALL, CLERK
THE DATE OF ENTRY IS
ON THE COURT'S DOCKET

In re:

MIRANT CORPORATION, et al.,

Debtors.

Chapter 11

Case No. 03-46590 (DML)

(Jointly Administered)

**ORDER GRANTING ENERGY SERVICES (I) RELIEF FROM THE
AUTOMATIC STAY TO EXERCISE SETOFF AND/OR RECOUPMENT
RIGHTS PURSUANT TO SECTION 553 OF THE BANKRUPTCY
CODE AND (II) OTHER RELATED RELIEF**

Upon consideration of the Motion of Entergy Services For (i) Relief From The Automatic Stay to Exercise Setoff and/or Recoupment Rights Pursuant to Section 553 of the Bankruptcy Code, and (ii) Other Related Relief (the "Motion");¹ and sufficient notice of the Motion having been given to parties in interest as required under the circumstances; and it appearing that no other or further notice of the Motion need to be given; and the Court having determined that good cause exists for granting the relief requested in the Motion; and there having been no objections filed concerning the Motion; and the Debtors having advised the Court that they have no objection to the granting of this Order as set forth herein; and after due deliberation and sufficient cause appearing therefore, it is hereby so

ORDERED that the relief requested in the Motion seeking setoff is granted, making it unnecessary for the Court to make a determination as to the appropriateness of the recoupment relief requested; and it is further

ORDERED that the automatic stay is hereby lifted so as to authorize the immediate exercise of setoff rights by Entergy Services and each Entergy entity identified in the

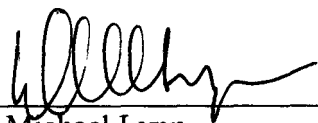
¹ All undefined capitalized terms herein shall have the same meaning as set forth in the Motion.

Motion against Debtor Mirant Americas Energy Marketing, L.P. ("MAEM") of the Point to Point Claim in the amount of \$236,535.52 against the Power Trade Payable in the amount of \$3,361,794.25, leaving a balance of \$3,125,258.73, which amount has already been paid to MAEM; and it is further

ORDERED that the Debtors and Entergy are authorized to take all necessary steps to implement the terms of this Order; and it is further

ORDERED that this Court shall retain jurisdiction regarding the implementation of this Order.

SO ORDERED this 24 day of September, 2003.



D. Michael Lynn
United States Bankruptcy Judge