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U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
ENTERED
TAWANA C. MARSHALL, CLERK
THE DATE OF ENTRY IS
ON THE COURT'S DOCKET

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. 03-46591(DML)
Debtors.)	Jointly Administered
_____)	Hearing Date and Time:
_____)	November 12, 2003, 10:30 a.m.

**ORDER GRANTING DEBTORS' MOTION PURSUANT TO SECTION 1121(d) OF THE
BANKRUPTCY CODE FOR ORDER EXTENDING THE EXCLUSIVE PERIODS IN
WHICH TO PROPOSE AND SOLICIT ACCEPTANCES TO A PLAN OR PLANS OF
REORGANIZATION**

Upon consideration of the motion (the "Motion") dated October 17, 2003 of the debtors and debtors-in-possession in the above-styled chapter 11 cases (collectively, the "Debtors"), pursuant to section 1121(d) of title 11 of the United States Code, 11 U.S.C. §§ 101, et seq. (the "Bankruptcy Code"), for the entry of an order extending the Debtors' exclusive periods for filing a chapter 11 plan, or plans (the "Exclusive Filing Period"), and soliciting acceptances thereof (the "Exclusive Solicitation Period," and collectively, with the Exclusive Filing Period, the "Exclusive Periods"), all as more fully set forth in the Motion; and due notice of the Motion having been given to the parties identified therein; and no other or further notice

being necessary or required; and it further appearing that cause exists to extend the Debtors' Exclusive Periods; and that the relief requested in the Motion is in the best interests of the Debtors and other parties in interest; and upon the Motion and all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing, it is hereby:

ORDERED that the Motion is granted as set forth herein; it is further

ORDERED that, pursuant to section 1121(d) of the Bankruptcy Code, the Debtors' Exclusive Filing Period is extended to and including April 30, 2004; and it is further

ORDERED that, pursuant to section 1121(d) of the Bankruptcy Code, the Debtors' Exclusive Solicitation Period is extended to and including June 30, 2004; and it is further

ORDERED that the relief granted herein is without prejudice to the Debtors' right to request further extensions of the Exclusive Periods pursuant to section 1121(d) of the Bankruptcy Code, and any party-in-interest's right to object thereto; and it is further

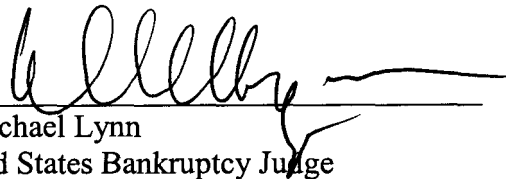
ORDERED that, notwithstanding anything herein to the contrary, either or both of the Official Committee of Unsecured Creditors of Mirant Corporation (the "Mirant Committee") and the Official Committee of Unsecured Creditors of Mirant Americas Generation, LLC (the "MAG Committee," together with the Mirant Committee, the "Committees") may file a motion to shorten the Exclusive Periods if the Debtors fail to deliver to the Committees by March 1, 2004 (1) their business plan (that has received required corporate approvals) with five year financial projections, and (2) a report (the "Intercompany Claims Report") on intercompany claims and transactions, direct or indirect, between MAG and Mirant. In addition, the Debtors shall (a) provide the Committees ongoing access to and input in the development of the business plan, (b) use best efforts to provide the Committees with a draft

qualitative business plan (without projections) by January 15, 2004, and (c) provide each Committee as promptly as reasonably possible all information and data requested by such Committees relating to intercompany claims; provided, that the Debtors and each of the Committees shall reserve all of their rights with respect to the production of witnesses in connection with the examination of intercompany claims; and it is further

ORDERED that nothing herein shall limit in any respect any party-in-interest's right to move to terminate the Exclusive Periods at any time for cause shown; and it is further

ORDERED that this Court shall, and hereby does, retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: December 9, 2003



A handwritten signature in black ink, appearing to read "D. Michael Lynn", is written over a horizontal line. The signature is stylized and cursive.

D. Michael Lynn
United States Bankruptcy Judge