

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

ENTERED

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

_____)	
In re)	Chapter 11 Case
MIRANT CORPORATION, <u>et al.</u> ,)	Case No. 03-46591(DML)
Debtors.)	Jointly Administered
_____)	

ORDER GRANTING DEBTORS' MOTION FOR APPROVAL OF (I) THE SETTLEMENT AGREEMENT WITH GEORGETOWN MUNICIPAL LIGHT DEPARTMENT PURSUANT TO RULE 9019 OF THE BANKRUPTCY RULES; AND (II) REJECTION OF THE POWER AGREEMENT FOR FIRM ENTITLEMENTS/STRIPS WITH GEORGETOWN MUNICIPAL LIGHT DEPARTMENT PURSUANT TO 11 U.S.C. § 365(a) AND F.R.B.P. 6006 AND 9014

Upon the Motion, dated November 21, 2003, filed by Mirant Corporation and its affiliated debtors (collectively, the "Debtors") for the entry of an order for authorization to (i) enter into a settlement agreement (the "Settlement Agreement") with Georgetown Municipal Light Department ("Georgetown") pursuant to Rule 9019 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"); and (ii) reject the Power Supply Agreement For Firm Entitlements/Strips (the "Power Agreement") between Georgetown and debtor Mirant Americas Energy Marketing L.P. ("MAEM") pursuant to section 365 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended (the "Bankruptcy Code") and Rules 6006 and 9014 of the Bankruptcy Rules; and it appearing that the Court has jurisdiction over this matter; and it appearing that due notice of the Motion has been provided, and that no other or further notice need be provided; upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

It is hereby:

ORDERED, that the Motion is hereby GRANTED as set forth herein; it is further

ORDERED, that the Power Agreement is rejected effective as of November 25, 2003; it is further

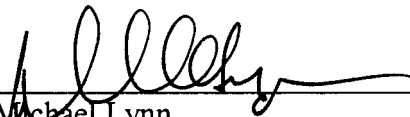
ORDERED, that the Settlement Agreement attached to the Motion is approved and MAEM is authorized to perform as required thereunder; it is further

ORDERED, that the releases set forth in the Settlement Agreement will be automatically effective as of the date hereof; it is further

ORDERED, that Georgetown's proof of claim (the "Proof of Claim") in the amount of the Claim will be filed no later than the first business day that is at least thirty (30) calendar days after the entry of this Order; it is further

ORDERED, that upon timely filing the Proof of Claim, Georgetown will have an allowed, unsecured prepetition claim in the amount of \$146,835.00 against MAEM's estate.

Dated: December 18, 2003



D. Michael Lynn,
United States Bankruptcy Judge