

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. 03-46590(DML)11
)	Jointly Administered
Debtors.)	
)	
)	

**AMENDED ORDER GRANTING MOTION TO SELL UNITED STATES
DEPARTMENT OF INTERIOR BUREAU OF LAND MANAGEMENT RIGHT-OF-
WAY RIGHT GRANT/TEMPORARY USE PERMIT NUMBER N-75040
TO NEVADA POWER COMPANY FREE AND CLEAR OF
LIENS, CLAIMS, ENCUMBRANCES, AND INTERESTS**

Upon Mirant Corporation (“Mirant”) and its affiliated debtors (collectively, the “Debtors”), having filed in the Bankruptcy Court and properly served that certain “Notice of Intent To Sell a Certain Miscellaneous Asset Free and Clear of Liens, Claims, Encumbrances and Interests” dated February 19, 2004 (the “Sale Notice”); and the Sale Notice having been duly filed and served pursuant to, and as required by, that certain “Order Granting Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f) and 554 for Approval (I) to Sell Certain Assets Free and Clear of Liens, Claims, Encumbrances, and Interests; (II) of Procedures to Sell Certain Miscellaneous Assets Free and Clear of Liens, Claims, Encumbrances, and Interests; and (III) of Procedures to Abandon and Dispose of Estate Assets that are Burdensome or of Inconsequential Value” entered by this Court on October 1, 2003; proper notice under the circumstances having been provided; and this Court having jurisdiction over the Sale Notice and the relief set forth therein; and any objection to the Sale Notice or the sale of the Right-of-Way Right Grant/Temporary Use Permit Number N-75040 (the “Asset”) by Mirant Americas Development, Inc., for and on behalf of Mirant Americas Energy Marketing, LP (“Seller”) to Nevada Power Company (the

“Purchaser”) having been withdrawn; this Court, having jurisdiction over the Sale Notice and the relief requested therein; and sufficient cause appearing therefor,

It is hereby:

ORDERED that pursuant to section 363(b) of the Bankruptcy Code, Seller is authorized to sell the Asset to the Purchaser as set forth in the Sale Notice;¹ it is further

ORDERED that pursuant to section 363(f) of the Bankruptcy Code, the Asset shall be sold to the Purchaser free and clear of all liens, claims, encumbrances, and interests (collectively, the “Interests”), with any such Interests attaching to the sale proceeds; it is further

ORDERED that the Purchaser has purchased the Asset in good faith within the meaning of section 363(m) of the Bankruptcy Code, and is entitled to the protections contained therein; it is further

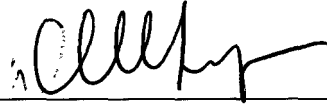
ORDERED, that that nothing herein shall, or shall be construed to, override any applicable non-bankruptcy law or regulation prohibiting the assignment of the Asset; it is further

ORDERED that the ten-day stay contained in rule 6004(g) of the Federal Rules of Bankruptcy Procedure is waived and this Order shall therefore be immediately effective; it is further

ORDERED, that this order supercedes that certain “*Order Granting Motion To Sell United States Department Of Interior Bureau Of Land Management Right-Of-Way Right Grant/Temporary Use Permit Number N-75040 To Nevada Power Company Free And Clear Of Liens, Claims, Encumbrances, And Interests*” entered by this Court on March 11, 2004 (docket entry 3178).

¹ Unless otherwise defined herein, capitalized terms have the same meaning set forth in the Sale Notice.

Dated: March 17, 2004

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

D. Michael Lynn,
United States Bankruptcy Judge