

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

U.S. BANKRUPTCY COURT  
NORTHERN DISTRICT OF TEXAS

**ENTERED**

WANA  
THE DATE  
ON THE

CLERK  
ENTRY IS  
DOCKET

In re	)	Chapter 11 Case
MIRANT CORPORATION, <u>et al.</u> ,	)	Case No. 03-46590(DML)11
Debtors.	)	Jointly Administered
	)	
	)	
	)	

**ORDER GRANTING MOTION TO SELL CERTAIN MISCELLANEOUS ASSETS TO  
NORTHROP GRUMMAN INFORMATION TECHNOLOGY 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 for Mirant Corporation to Sell Certain Miscellaneous Assets to Northrop Grumman Information Technology Free and Clear of Liens, Claims, Encumbrances and Interests” dated May 6, 2004 (the “Sale Notice”) (Docket No. 3783); 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 no objection to the Sale Notice of the office furniture (the “Assets”) of Mirant Corporation to Northrop Grumman Information Technology (the “Purchaser”) having been made; and sufficient cause appearing therefor,

It is hereby:


**ORDERED**, that pursuant to Bankruptcy Code section 363(b), Mirant is authorized to sell the Assets to the Purchaser as set forth in the Sale Notice; it is further

**ORDERED**, that pursuant to Bankruptcy Code section 363(f), the Assets 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 Assets in good faith within the meaning of Bankruptcy Code section 363(m), and is entitled to the protections contained therein; 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.

Dated: May 25 2004

  
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D. Michael Lynn,  
United States Bankruptcy Judge