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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:
))	April 28, 2004, 10:30 a.m.

**ORDER FURTHER EXTENDING THE EXCLUSIVE PERIODS IN WHICH ONLY THE
 DEBTORS MAY PROPOSE AND SOLICIT ACCEPTANCES TO A PLAN OR PLANS
OF REORGANIZATION**

Upon consideration of (1) the motion (the "Motion") dated April 5, 2004 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 further 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; (2) the Objection to Motion filed by MH Davidson & Co, LLC; (3) the Objection and Supplemental Objection to the Motion

filed by Citibank, N.A. and Credit Suisse First Boston, (4) the Joint Objection filed by the Official Committees' of Unsecured Creditors of Mirant Corporation and the Mirant Americas Generation; 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:

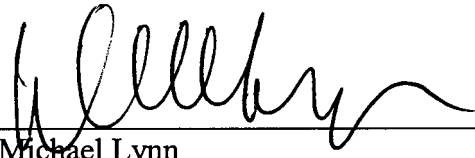
ORDERED that the Motion is granted as set forth herein; it is further

ORDERED that, pursuant to section 1121(d) of the Bankruptcy Code, the Debtors' Exclusive Filing Period is extended to and including December 31, 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 February 28, 2005; 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, including, without limitation, the reduction of the Exclusive Filing Period and the Exclusive Solicitation Period upon request of any party-in-interest or *sua sponte*.

Dated: May ____, 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