

further hearing on the Motion with respect to, and specifically designated for purposes of, the Tax Gross- Up Relief (“Tax Gross- Up Hearing”), on not less than 60 days written notice to Wrightsville and the Official Unsecured Creditors’ Committee (“Committee”) of Mirant Corporation. Any Tax Gross- Up Hearing on the Tax Gross-Up Relief will automatically, and without further action by Wrightsville, include a hearing on Wrightsville’s objection to claim in regard to the Tax Gross-Up Relief, subject to this Court’s scheduling. Trial of the remainder of the Motion shall proceed in accordance with Orders and practices of this Court.

2. **Transmission Credits.** Wrightsville has represented to Entergy that, based upon current circumstances, its power generator is not expected to generate and transmit energy for sale in the next 4-6 months. In the event Wrightsville commences the generation and sale of energy prior to final resolution of the Motion, including the Tax Gross- Up Relief: (i) Entergy and Wrightsville will discuss, in good faith, acceptable means of adequately protecting Entergy’s alleged offset and recoupment rights with respect to Wrightsville’s Transmission Credits and the cash or payments that may allegedly otherwise be due to Wrightsville on Wrightsville’s Transmission Credits, and (ii) absent an agreement with Wrightsville regarding such adequate protection, Entergy may seek such adequate protection from this Court by separate motion.

3. **Discovery:** Depositions and non- written discovery with respect to the Tax Gross- Up Relief shall be stayed until a Tax Gross- Up Hearing is scheduled as set forth herein. Written discovery may be propounded, but the deadlines for any and all responses and objections to written discovery that pertain solely to the Tax Gross- Up Relief shall be tolled and stayed as provided below in this section until a Tax Gross- Up Hearing is scheduled. Upon the scheduling of a Tax Gross- Up Hearing all discovery may proceed with respect to the Tax Gross- Up Relief.

Unless the parties otherwise agree, the time period for serving any responses or objections to any portion of any request for production of documents or things, interrogatory, request for admission or other written discovery that pertains to the Tax Gross- Up Claim is extended until 30 days prior to the date of the Tax Gross- Up Hearing, so long as such written discovery is served not less than 60 days prior to the date of the Tax Gross-Up Hearing. Notwithstanding the discovery stay described in this paragraph, any and all objections and rights of Entergy, Wrightsville and the Committee with respect to such written discovery are preserved. The parties shall discuss and attempt to resolve, in good faith, any disputes concerning overlapping discovery requests and may seek further relief from this Court regarding any such dispute.

4. **No Waiver Regarding Tax Gross Up Claim.** This Order and the Tax Gross- Up Continuance is without waiver of or prejudice to: (i) the Tax Gross- Up Claim, the Tax Gross- Up Relief, and any objections or defenses thereto, and (ii) any other claims or defenses between Entergy and the Debtors. The Tax Gross- Up Claim may be asserted in any proceeding, including defensively, and Debtors may object to or otherwise contest the Tax Gross- Up Claim in such proceeding.

5. **Status Conference Date:** The Status Conference in this Contested Matter for that portion of the Motion other than the Tax Gross- Up Relief (“Remaining Contested Matter”) is rescheduled to May ²⁶ 2004, at ^{10:30 AM} [REDACTED]. Discovery may proceed before and after the Status Conference with respect to the Remaining Contested Matter. At the Status Conference, the Court will: (i) enter a scheduling and planning order regarding any remaining discovery, a schedule for expert disclosures, and setting a trial date for the Remaining Contested Matter (including Wrightsville’s objection to claim), and (ii) hear and resolve any discovery disputes existing at that time or other issues that are necessary to enable the Remaining

Contested Matter (and Wrightsville's objection to claim) to go forward, all without prejudice to further issues that may arise. The final hearing regarding the Remaining Contested Matter (and Wrightsville's objection to claim) is continued and shall commence on a date ("Trial Date") to be scheduled at the Status Conference, with such Trial Date to be scheduled in light of further required trial preparation, further needed discovery, and availability of witnesses, but the Trial Date shall be no sooner than June 1, 2004.

6. **Briefing and Response Schedule:** With respect to the Remaining Contested Matter and the Tax Gross Up Relief, respectively, the Debtors and the Committee may file a supplemental Opposition to the Motion no later than 23 days prior to the Trial Date and 16 days prior to the Tax Gross- Up Hearing, respectively (and serve same upon Entergy by overnight mail and upon the parties on the Limited Service List via regular mail), and any deadline for such supplemental Opposition is so extended. With respect to the Remaining Contested Matter and the Tax Gross Up Relief, respectively, Entergy shall file its Reply no later than 14 days prior to the Trial Date and 7 days prior to the Tax Gross- Up Hearing, respectively (and serve same upon Debtors' counsel and the Committee's counsel by overnight mail and upon the parties on the Limited Service List via regular mail), and any deadline for such Reply is so extended. To the extent any response or answer by Entergy to Wrightsville's written objection to Entergy's claims filed on or about March 26, 2004, is required, any applicable deadline for Entergy to file such a response or answer and serve it upon Wrightsville and the Committee is extended through and including 14 days prior to the Trial Date.

7. **Discovery:** The discovery taken in this Contested Matter shall be conducted in accordance with this Order, the Federal Rules of Civil Procedure, as adopted by the Federal Rules of Bankruptcy Procedure, and any applicable Local Bankruptcy Rules for this Court. The

parties shall coordinate, in good faith, all depositions. All requested depositions shall be subject to all applicable and legitimate objections.

8. **Reservation**. This Order pertains only to scheduling and procedural matters. All claims, assertions, rights, remedies and defenses of Entergy, Debtors and other parties in interest are reserved, including without limitation, any objections to any requested discovery.

SIGNED on this 1 day of April, 2004.



HONORABLE D. MICHAEL LYNN
UNITED STATES BANKRUPTCY JUDGE

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