

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

EN RFD

TAWANA SHALL, CLERK

In re)
)
MIRANT CORPORATION, et al.,)
)
Debtors.)
_____)

Chapter 11 Case
Case No. 03-46590-DML
Jointly Administered

THE DATE OF ENTRY IS
ON THE COURT'S DOCKET

ORDER APPROVING DEBTORS' MOTION FOR APPROVAL OF SETTLEMENT AGREEMENT BETWEEN DEBTORS AND INSURERS PURSUANT TO RULE 9019(a) OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE

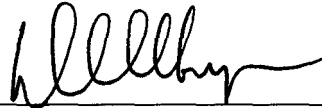
Upon the Motion, dated February 2, 2004 (the "Motion"), of Mirant Corporation ("Mirant"), Mirant Zeeland, LLC ("Zeeland") and their affiliated debtors (collectively, the "Debtors"), as debtors-in-possession, for the entry of an order authorizing the Debtors to enter into a settlement agreement (the "Settlement Agreement") with Cox Power Services, Xchanging Claims Services Limited on behalf of Certain Underwriting Members of Lloyds, XL Europe Insurance (collectively, the "Insurers"), 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; and it further appearing that the relief requested in the Motion is in the best interests of the Debtors and their estates and creditors; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefore, it is hereby

ORDERED that the Motion is granted; and it is further

ORDERED that pursuant to section 105 of chapter 11 of title 11 of the United States Code and Rule 9019(a) of the Federal Rules of Bankruptcy Procedure, the Debtors are authorized to enter into the Settlement Agreement; and it is further

ORDERED that the Court shall retain jurisdiction with respect to any matters, claims, rights or disputes arising from or related to the Settlement Agreement or the implementation of this Order.

Dated: Fort Worth, Texas
March 3, 2004.



HONORABLE D. MICHAEL LYNN
UNITED STATES BANKRUPTCY JUDGE

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