

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

U.S. BANKRUPTCY COURT  
NORTHERN DISTRICT OF TEXAS  
**ENTERED**  
TAWANA 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.	)	
_____	)	

**ORDER GRANTING DEBTORS' TIER I OBJECTION TO CERTAIN PROOFS OF CLAIM FILED AGAINST THE DEBTORS' ESTATES (GROUP II) PURSUANT TO 11 U.S.C. §§ 105(a), 502(b) AND FED. R. BANKR. P. 3007**

On July 2, 2004, Mirant Corporation and its Chapter 11 Debtors Affiliates (the "Debtors") filed and served the "Debtors' Tier I Objection To Certain Proofs Of Claim Filed Against The Debtors' Estates (Group II) Pursuant To 11 U.S.C. §§ 105(a), 502(b) And Fed. R. Bankr. P. 3007" (the "Objection")<sup>1</sup> requesting entry of an Order disallowing the claims listed on Exhibit A hereto on the grounds that they are duplicates. The only response filed to the Objection was the "Response Of California Independent System Operator Corporation To Objection To Proofs Of Claim (Tier I – Group II)" (docket 4848).<sup>2</sup>

The Court having reviewed the Objection, the Declaration of Carrienne Basler, the and the Exhibit; and it appearing that this Court has jurisdiction to consider this Objection and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and it appearing that this matter is a core proceeding within the meaning of 28 U.S.C. § 157(b); and it appearing that venue of this proceeding and this Objection is proper in this district in accordance with 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Objection having been given as set forth on


<sup>1</sup> Capitalized terms not otherwise defined herein have those meanings ascribed to such terms in the Objection.  
<sup>2</sup> This response does not object to the relief requested in the Objection, which is procedural, but merely seeks to reserve all substantive rights and defenses.

the certificate of service annexed to the Objection and the affidavit filed by Bankruptcy Services LLC; and it appearing that no other or further notice is necessary; and it further appearing that the relief requested in the Objection is in the best interests of the Debtors, their estates and their creditors:

**IT HEREBY IS ORDERED THAT:**

1. The Objection is sustained.
2. The proofs of claim listed on Exhibit A under the heading "Claim to be Expunged" are duplicate claims and shall be expunged from the claims register. Each Claim to be Expunged is hereby disallowed.
3. The proofs of claim listed on Exhibit A under the heading "Remaining Claims" will remain on the claims registry. The Remaining Claims are neither allowed nor disallowed at this time and the Debtors reserve their right to object to the Remaining Claims on grounds other than duplication.
4. Nothing in the Objection, Exhibit A, or this Order constitutes a waiver of the Debtor's rights to assert any claims, counterclaims, rights of offset or recoupment, preference actions, fraudulent-transfer actions, or any other bankruptcy or nonbankruptcy claims against the Remaining Claims. This Order has no *res judicata* effect on the allowance or disallowance of the claims listed on Exhibit A other than duplication.

DATED: August 11, 2004



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HONORABLE D. MICHAEL LYNN  
UNITED STATES BANKRUPTCY JUDGE

### Exhibit A Duplicate Claims - Tier I, Group II

In re: Mirant Corporation et al.  
Case No. 03-46590 (DML)

Claim #	Date Filed	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	7241	12/16/2003	Mirant Americas Energy Marketing, LP	ALGONQUIN GAS TRANSMISSION COMPANY	\$0.00	\$0.00	\$22,883.51	\$22,883.51
Remaining Claim	6858	12/16/2003	Mirant Americas Energy Marketing, LP	ALGONQUIN GAS TRANSMISSION COMPANY	\$0.00	\$0.00	\$22,883.51	\$22,883.51
Claim To Be Expunged	7762	01/15/2004	Mirant Corporation	BELLON & ASSOCIATES	\$0.00	\$0.00	\$15,656.10	\$15,656.10
Remaining Claim	7684	1/15/2004	Mirant Corporation	BELLON & ASSOCIATES	\$0.00	\$0.00	\$15,656.10	\$15,656.10
Claim To Be Expunged	7801	12/16/2003	Mirant Potero, LLC	CA INDEPENDENT SYSTEM OPERATOR CORP	\$0.00	\$0.00	\$29,910,079.09	\$29,910,079.09
Remaining Claim	7203	12/16/2003	Mirant Potero, LLC	CA INDEPENDENT SYSTEM OPERATOR CORP	\$0.00	\$0.00	\$29,910,079.09	\$29,910,079.09
Claim To Be Expunged	7806	12/16/2003	Mirant Americas Energy Marketing, LP	CA INDEPENDENT SYSTEM OPERATOR CORP	\$0.00	\$0.00	\$1,383.85	\$1,383.85
Remaining Claim	7204	12/16/2003	Mirant Americas Energy Marketing, LP	CA INDEPENDENT SYSTEM OPERATOR CORP	\$0.00	\$0.00	\$1,383.85	\$1,383.85
Claim To Be Expunged	7836	12/16/2003	Mirant Delta, LLC	CA INDEPENDENT SYSTEM OPERATOR CORP	\$0.00	\$0.00	\$340,139,663.64	\$340,139,663.64

**Exhibit A  
Duplicate Claims - Tier I, Group II**

In re: Mirant Corporation et al.  
Case No. 03-46590 (DML)

Claim #	Date Filed	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Remaining Claim	7205	12/16/2003	Mirant Delta, LLC CA INDEPENDENT SYSTEM OPERATOR CORP	\$0.00	\$0.00	\$0.00	\$340,139,663.64	\$340,139,663.64
Claim To Be Expunged	7521	01/09/2004	Mirant Potomac River, LLC CITY OF ALEXANDRIA, VIRGINIA	\$1,430,412.75	\$0.00	\$0.00	\$0.00	\$1,430,412.75
Remaining Claim	7520	1/9/2004	Mirant Potomac River, LLC CITY OF ALEXANDRIA, VIRGINIA	\$1,430,412.75	\$0.00	\$0.00	\$0.00	\$1,430,412.75
Claim To Be Expunged	7795	02/11/2004	Mirant Mid-Atlantic Services, LLC DEPARTMENT OF THE TREASURY	\$0.00	\$0.00	\$18,578.63	\$2,377.43	\$20,956.06
Remaining Claim	7794	2/6/2004	Mirant Mid-Atlantic Services, LLC DEPARTMENT OF THE TREASURY	\$0.00	\$0.00	\$18,578.63	\$2,377.43	\$20,956.06
Claim To Be Expunged	7774	12/16/2003	Shady Hills Power Company, LLC FLORIDA POWER CORPORATION	\$0.00	\$0.00	\$0.00	\$48,441.60	\$48,441.60
Remaining Claim	7266	12/16/2003	Shady Hills Power Company, LLC FLORIDA POWER CORPORATION	\$0.00	\$0.00	\$0.00	\$48,441.60	\$48,441.60
Claim To Be Expunged	4492	10/28/2003	Mirant Corporation FORD MOTOR CREDIT COMPANY	\$0.00	\$0.00	\$0.00	\$18,126.85	\$18,126.85
Remaining Claim	7736	9/11/2003	Mirant Corporation FORD MOTOR CREDIT COMPANY	\$0.00	\$0.00	\$0.00	\$18,126.85	\$18,126.85
Claim To Be Expunged	4491	10/28/2003	Mirant Corporation FORD MOTOR CREDIT COMPANY	\$0.00	\$0.00	\$0.00	\$23,768.87	\$23,768.87

**Exhibit A  
Duplicate Claims - Tier I, Group II**

In re: Mirant Corporation et al.  
Case No. 03-46590 (DMJL)

Claim #	Date Filed	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Remaining Claim	7737	9/11/2003	Mirant Corporation	FORD MOTOR CREDIT COMPANY	\$0.00	\$0.00	\$23,768.87	\$23,768.87
Claim To Be Expunged	6718	12/15/2003	Mirant Corporation	INTERLINK MANAGEMENT CORPORATION	\$1,227,120.82	\$0.00	\$0.00	\$1,227,120.82
Remaining Claim	6644	12/15/2003	Mirant Corporation	INTERLINK MANAGEMENT CORPORATION	\$1,227,120.82	\$0.00	\$0.00	\$1,227,120.82
Claim To Be Expunged	7310	12/16/2003	Mirant Americas, Inc	KATHERINE A. TRAXLER, ESQ	\$0.00	\$0.00	\$173,510.24	\$173,510.24
Remaining Claim	7308	12/16/2003	Mirant Americas, Inc	KATHERINE A. TRAXLER, ESQ	\$0.00	\$0.00	\$173,510.24	\$173,510.24
Claim To Be Expunged	7422	12/16/2003	Mirant New York, Inc	KATHERINE A. TRAXLER, ESQ	\$0.00	\$0.00	\$67,550.67	\$67,550.67
Remaining Claim	7309	12/16/2003	Mirant New York, Inc	KATHERINE A. TRAXLER, ESQ	\$0.00	\$0.00	\$67,550.67	\$67,550.67
Claim To Be Expunged	7421	12/16/2003	Mirant Corporation	KATHERINE A. TRAXLER, ESQ	\$0.00	\$0.00	\$5,341.71	\$5,341.71
Remaining Claim	7311	12/16/2003	Mirant Corporation	KATHERINE A. TRAXLER, ESQ	\$0.00	\$0.00	\$5,341.71	\$5,341.71
Claim To Be Expunged	6602	12/15/2003	Wrightsville Power Facility, LLC	LLOYD'S SYNDICATE 1003 SJC	\$0.00	\$0.00	\$396.44	\$396.44

Exhibit A

Duplicate Claims - Tier I, Group II

In re: Mirant Corporation et al.  
Case No. 03-46590 (DML)

Claim #	Date Filed	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Remaining Claim	6598	12/15/2003	Wrightsville Power Facility, LLC	LLOYDS SYNDICATE 1003 SIC	\$0.00	\$0.00	\$396.44	\$396.44
Claim To Be Expunged	6603	12/15/2003	Mirant Las Vegas, LLC	LLOYD'S SYNDICATE 1003 SIC	\$0.00	\$0.00	\$875.38	\$875.38
Remaining Claim	6599	12/15/2003	Mirant Las Vegas, LLC	LLOYD'S SYNDICATE 1003 SIC	\$0.00	\$0.00	\$875.38	\$875.38
Claim To Be Expunged	7661	01/20/2004	Hudson Valley Gas Corporation	N Y STATE DEPT OF TAXATION AND FINANCE	\$0.00	\$2,330.74	\$308.84	\$2,639.58
Remaining Claim	7817	9/15/2003	Hudson Valley Gas Corporation	NEW YORK STATE DEPT. OF TAX & FINANCE	\$0.00	\$0.00	\$308.84	\$2,639.58
Claim To Be Expunged	7659	01/20/2004	Mirant Americas Development, Inc	N Y STATE DEPT OF TAXATION AND FINANCE	\$0.00	\$26.02	\$0.12	\$26.14
Remaining Claim	4253	10/14/2003	Mirant Americas Development, Inc	NEW YORK STATE DEPARTMENT OF TAXATION	\$0.00	\$0.00	\$0.12	\$26.14
Claim To Be Expunged	7662	01/20/2004	Mirant Americas Energy Marketing, LP	N Y STATE DEPT OF TAXATION AND FINANCE	\$0.00	\$0.00	\$750.00	\$750.00
Remaining Claim	5361	11/21/2003	Mirant Americas Energy Marketing, LP	NEW YORK STATE DEPARTMENT OF TAXATION	\$0.00	\$0.00	\$750.00	\$750.00

**Exhibit A  
Duplicate Claims - Tier I, Group II**

In re: Mirant Corporation et al.  
Case No. 03-46590 (DMIL)

Claim #	Date Filed	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	
Claim To Be Expunged	7660	01/20/2004	Mirant Services, LLC	N Y STATE DEPT OF TAXATION AND FINANCE	\$0.00	\$0.00	\$292.24	\$1,048.01	\$1,340.25
Remaining Claim	7776	9/15/2003	Mirant Services, LLC	NEW YORK STATE DEPARTMENT OF TAXATION	\$0.00	\$0.00	\$292.24	\$1,048.01	\$1,340.25
Claim To Be Expunged	7656	01/20/2004	Mirant New York, Inc	N Y STATE DEPT OF TAXATION AND FINANCE	\$0.00	\$0.00	\$1,139.79	\$11,770.98	\$12,910.77
Remaining Claim	7797	9/22/2003	Mirant New York, Inc	NEW YORK STATE DEPARTMENT OF TAXATION	\$0.00	\$0.00	\$1,139.79	\$11,770.98	\$12,910.77
Claim To Be Expunged	7657	01/20/2004	Mirant Americas Procurement, Inc.	N Y STATE DEPT OF TAXATION AND FINANCE	\$0.00	\$0.00	\$0.00	\$50.00	\$50.00
Remaining Claim	7819	9/15/2003	Mirant Americas Procurement, Inc	NEW YORK STATE DEPT OF TAXATION	\$0.00	\$0.00	\$0.00	\$50.00	\$50.00
Claim To Be Expunged	7496	12/15/2003	Mirant Corporation	NEW YORK POWER AUTHORITY	\$0.00	\$0.00	\$0.00	\$10,587.67	\$10,587.67
Remaining Claim	7099	12/16/2003	Mirant Corporation	THE POWER AUTHORITY OF THE STATE OF NEW	\$0.00	\$0.00	\$0.00	\$10,587.67	\$10,587.67
Claim To Be Expunged	7676	01/20/2004	Mirant Americas Energy Marketing Investments, Inc	NYS DEPT OF TAXATION & FINANCE	\$0.00	\$0.00	\$1,367,185.77	\$13,518.41	\$1,380,704.18

**Exhibit A  
Duplicate Claims - Tier I, Group II**

In re: Mirant Corporation et al.  
Case No. 03-46590 (DML)

	Claim #	Date Filed	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Remaining Claim	7658	1/20/2004	Mirant Americas Energy Marketing Investments, Inc	N. Y. STATE DEPT OF TAXATION AND FINANCE	\$0.00	\$0.00	\$1,367,185.77	\$13,518.41	\$1,380,704.18
Claim To Be Expunged	7209	12/16/2003	Mirant Americas Energy Marketing, LP	PAN-ALBERTA GAS (US) INC	\$0.00	\$0.00	\$0.00	\$541,737.05	\$541,737.05
Remaining Claim	6675	12/15/2003	Mirant Americas Energy Marketing, LP	PAN-ALBERTA GAS (US) INC	\$0.00	\$0.00	\$0.00	\$541,737.05	\$541,737.05
Claim To Be Expunged	2445	09/15/2003	Mirant Corporation	PASCO CNTY BOARD OF CNTY COMMISSIONERS	\$0.00	\$0.00	\$1,598.97	\$0.00	\$1,598.97
Remaining Claim	271	9/12/2003	Mirant Corporation	PASCO CNTY BOARD OF CNTY COMMISSIONERS	\$0.00	\$0.00	\$1,598.97	\$0.00	\$1,598.97
Claim To Be Expunged	7166	12/16/2003	Mirant Corporation	PERICEN LIMITED PARTNERSHIP	\$0.00	\$0.00	\$0.00	\$7,556,606.06	\$7,556,606.06
Claim To Be Expunged	7167	12/16/2003	Mirant Corporation	PERICEN LIMITED PARTNERSHIP	\$0.00	\$0.00	\$0.00	\$7,556,606.06	\$7,556,606.06
Claim To Be Expunged	7168	12/16/2003	Mirant Corporation	PERICEN LIMITED PARTNERSHIP	\$0.00	\$0.00	\$0.00	\$7,556,606.06	\$7,556,606.06
Remaining Claim	7165	12/16/2003	Mirant Corporation	PERICEN LIMITED PARTNERSHIP	\$0.00	\$0.00	\$0.00	\$7,556,606.06	\$7,556,606.06
Claim To Be Expunged	7569	01/13/2004	Mirant Corporation	PHHELPS DUNBAR LLP	\$0.00	\$0.00	\$0.00	\$3,547.33	\$3,547.33

**Exhibit A  
Duplicate Claims - Tier I, Group II**

In re: Mirant Corporation et al.  
Case No. 03-46590 (DML)

	Claim #	Date Filed	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Remaining Claim	7463	12/24/2003	Mirant Americas Energy Capital, LP	PHELPS AND DUNBAR LLP	\$0.00	\$0.00	\$0.00	\$3,547.33	\$3,547.33
Claim To Be Expunged	7793	01/15/2004	Mirant Lovett, LLC	QUALITY INSPECTION SERVICES	\$0.00	\$0.00	\$0.00	\$35,706.00	\$35,706.00
Remaining Claim	7682	1/15/2004	Mirant Lovett, LLC	QUALITY INSPECTION SERVICES	\$0.00	\$0.00	\$0.00	\$35,706.00	\$35,706.00
Claim To Be Expunged	7822	01/15/2004	Mirant Bowline, LLC	QUALITY INSPECTION SERVICES INC	\$0.00	\$0.00	\$0.00	\$163,239.74	\$163,239.74
Remaining Claim	7683	1/15/2004	Mirant Bowline, LLC	QUALITY INSPECTION SERVICES	\$0.00	\$0.00	\$0.00	\$163,239.74	\$163,239.74
Claim To Be Expunged	7334	12/17/2003	Mirant Corporation	RUSSELL JR, ROBERT	\$0.00	\$0.00	\$5,000.00	\$0.00	\$5,000.00
Remaining Claim	6825	12/16/2003	Mirant Corporation	RUSSELL JR, ROBERT	\$0.00	\$0.00	\$5,000.00	\$0.00	\$5,000.00
Claim To Be Expunged	7738	09/15/2003	Mirant Corporation	SAYBOLT INC	\$0.00	\$0.00	\$0.00	\$17,738.01	\$17,738.01
Remaining Claim	2139	9/15/2003	Mirant Corporation	SAYBOLT INC A CORE LABORATORIES CO	\$0.00	\$0.00	\$0.00	\$17,738.01	\$17,738.01
Claim To Be Expunged	7733	09/08/2003	Mirant Corporation	SBC COMMUNICATIONS	\$0.00	\$0.00	\$0.00	\$1,287.23	\$1,287.23

**Exhibit A  
Duplicate Claims - Tier I, Group II**

In re: Mirant Corporation et al.  
Case No. 03-46590 (DML)

Claim #	Date Filed	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	
Remaining Claim	2444	9/8/2003	Mirant Corporation SBC COMMUNICATIONS	\$0.00	\$0.00	\$0.00	\$1,287.23	\$1,287.23	
Claim To Be Expunged	7754	12/05/2003	Mirant Corporation STATE OF LOUISIANA	\$0.00	\$0.00	\$18,954.35	\$58,851.00	\$77,805.35	
Remaining Claim	7716	12/5/2003	Mirant Corporation STATE OF LOUISIANA	\$0.00	\$0.00	\$18,954.35	\$58,851.00	\$77,805.35	
Claim To Be Expunged	7460	12/23/2003	Mirant Americas, Inc VERIZON VA	\$0.00	\$0.00	\$0.00	\$727.47	\$727.47	
Claim To Be Expunged	7461	12/23/2003	Mirant Americas, Inc VERIZON VA	\$0.00	\$0.00	\$0.00	\$727.47	\$727.47	
Remaining Claim	7459	12/23/2003	Mirant Americas, Inc VERIZON VA	\$0.00	\$0.00	\$0.00	\$727.47	\$727.47	
<b>Claims To Be Expunged Totals</b>				38	\$2,657,533.57	\$0.00	\$1,415,106.51	\$393,961,468.89	\$398,034,108.97