

**ENTERED**

AWANA C. MARSHALL, CLERK  
THE DATE OF ENTRY IS  
ON THE COURT'S DOCKET

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

IN RE: § Chapter 11  
MIRANT CORPORATION, *et al.*, §  
§ Case No. 03-46590-DML-11  
§  
Debtors. § Jointly Administered

**ORDER GRANTING APPLICATION TO EMPLOY ANDREWS KURTH LLP AND  
SIMPSON THACHER & BARTLETT LLP AS CO-COUNSEL FOR TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS OF MIRANT CORPORATION, ET AL.,  
EFFECTIVE AS OF JULY 25, 2003**

Upon the Application (the "Application") of the Official Committee of Unsecured Creditors of Mirant Corporation, *et al.* (the "Mirant Committee"), Pursuant to Sections 330 and 1103 of title 11 of the United States Code (the "Bankruptcy Code") and Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") Authorizing the Employment of Andrews Kurth LLP ("AK") and Simpson Thacher & Bartlett LLP ("STB") as Co-Counsel to the Committee, Effective as of July 25, 2003; and the Court having jurisdiction over the Application pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Application being a core proceeding under 28 U.S.C. § 157(b)(2); and it appearing that notice of the Application was sufficient under the circumstances; and after due consideration of the Application and good cause appearing therefor, it is

ORDERED that the Application be, and it hereby is, granted, and the Committee is hereby authorized to employ and retain AK and STB as its co-counsel on an interim basis; and it is further


ORDERED that parties in interest shall have 20 days to file an objection to the permanent retention of A&K and STB. If no objections are filed and received on or before

~~September~~ 2003, this Order shall become a final order without any further action or order of the Court; and it is further

ORDERED that AK and STB shall apply to this Court for compensation and reimbursement of expenses in accordance with the terms of the Bankruptcy Code, Bankruptcy Rules and Local Rules and Orders of this Court; and it is further

ORDERED that the retention of AK and STB shall be effective as of July 25, 2003.

SIGNED this 28 day of August, 2003

  
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HONORABLE D. MICHAEL LYNN  
UNITED STATES BANKRUPTCY JUDGE