

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

EN 100
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)
Debtors.)	Jointly Administered

ORDER PURSUANT TO SECTION 105(a) AND SECTION 363 OF THE BANKRUPTCY CODE AUTHORIZING THE PAYMENT BY THE DEBTORS OF COSTS AND EXPENSES INCURRED BY GENERAL ELECTRIC CAPITAL CORPORATION, AS A PROSPECTIVE PROVIDER OF DEBTOR IN POSSESSION FINANCING

Upon consideration of the motion dated August 22, 2003 (the "Motion") of Mirant Corporation and its affiliated debtors (collectively, the "Debtors"), as debtors-in-possession, for the entry of an order pursuant to sections 105(a) and 363(b) of the Bankruptcy Code¹ authorizing the payment by the Debtors of costs and expenses incurred by General Electric Capital Corporation ("GE Capital"), as a prospective provider of debtor-in-possession financing; and it appearing that the Court has jurisdiction over this matter and the relief requested in accordance with 28 U.S.C. sections 157 and 1334; and it appearing that due notice of the Motion has been provided as set forth in the Motion, 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 heard before the Court; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted; and it is further

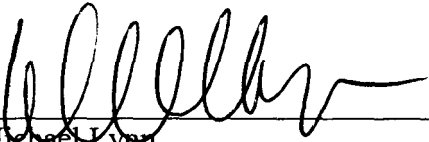
¹ Capitalized terms not otherwise defined herein shall bear the same meanings ascribed to them in the Motion.

ORDERED that the Debtors are authorized to pay the Expenses incurred by GE

Capital in connection with the preparation and negotiation of the necessary documentation

required for the purposes of providing debtor-in-possession financing to the Debtors. ⁴; provided,

SIGNED: August 27, 2003



D. Michael Lynn
United States Bankruptcy Court

however,
that the
Court
retains
jurisdiction
to determine
the
reasonableness
of the
Expenses.