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ATTORNEYS FOR THE DEBTORS AND DEBTORS-IN-POSSESSION

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

_____)	
In re)	Chapter 11 Case
)	
MIRANT CORPORATION, <i>et al.</i> ,)	Case No. 03-46590-DML
)	Jointly Administered
Debtors.)	
_____)	

REQUEST FOR EMERGENCY AND/OR EXPEDITED CONSIDERATION OF DEBTORS' MOTION FOR ENTRY OF AN INTERIM AND FINAL ORDER PURSUANT TO SECTIONS 105(a) AND 363(b) OF THE BANKRUPTCY CODE (i) AUTHORIZING THE AMENDMENT OF A CERTAIN PREPETITION CREDIT FACILITY TO PERMIT THE EXTENSION OR REPLACEMENT OF OUTSTANDING LETTERS OF CREDIT, (ii) AUTHORIZING THE EXECUTION OF AN AGREEMENT RELATED TO THE FOREGOING AND (iii) CONFIRMING CERTAIN MATTERS RELATED TO THE FOREGOING

On September 9, 2003, Mirant Corporation and certain of its subsidiaries and affiliates (collectively, the "Debtors") filed the Motion for Entry of an Interim and Final Order Pursuant to Section 105(a) and 363(b) of the Bankruptcy Code (i) Authorizing the Amendment of A Certain Prepetition Credit Facility to Permit the Extension or Replacement of Outstanding Letters of Credit, (ii) Authorizing the Execution of An Agreement Related to the Foregoing and (iii) Confirming Certain Matters Related to the Foregoing (the "Motion"). The Debtors hereby request expedited and/or emergency consideration of the Motion on an interim basis.

The Debtors request that the Court hear the Motion on an emergency and/or expedited basis on September 17, 2003 at 9:00 a.m.

The Debtors request expedited consideration of this Motion in order to obtain this Court's approval of an amendment to one of the Debtors' prepetition credit facilities in order to enable the relevant issuing bank to extend certain existing letters of credit (a) which would otherwise expire on or before the date of a final hearing of the Motion, or (b) at any time on or before the date of the final hearing of the Motion, such issuing bank may, under the terms of such existing letters of credit, serve a notice on the relevant beneficiary indicating its intention not to renew, replace or extend such existing letters of credit. In particular, the amendment is sought in order to avoid a possible draw on a debt service letter of credit, which expires on September 23, 2003, in the amount of approximately \$85 million. Although the beneficiaries of that letter of credit could have drawn on that letter of credit prior to the date of the Motion, such beneficiaries have given the Debtors and the Prepetition Lenders until September 15, 2003 to implement the sought amendment and to extend their letter of credit, otherwise they will draw on the letter of credit on September 16, 2003.

In relation to all other existing letters of credit not referred to in the foregoing paragraph, the Debtors intend to seek a final hearing in due course in order for the Court to consider the same.

Accordingly, the Debtors request that the Court enter an Order setting an interim hearing on the Motion on September 17, 2003 at 9:00 a.m.

Respectfully submitted this 10th day of September, 2003.

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By: /s/ Robin E. Phelan
Robin E. Phelan
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and

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ATTORNEYS FOR THE DEBTORS AND DEBTORS-
IN-POSSESSION

CERTIFICATE OF SERVICE

The undersigned hereby certifies that he has authorized BSI as service agent to cause to serve a true and correct copy of the foregoing Motion upon all parties on the Limited Service List via email, facsimile or overnight courier, as indicated, on the 10th day of September, 2003 in accordance with the Federal Rules of Bankruptcy Procedure.

/s/ Robin E. Phelan_____

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

In re)	
)	Chapter 11 Case
MIRANT CORPORATION, <i>et al.</i> ,)	
)	Case No. 03-46590-DML
Debtors.)	Jointly Administered

ORDER EXPEDITING CONSIDERATION OF DEBTORS' MOTION FOR ENTRY OF AN INTERIM AND FINAL ORDER PURSUANT TO SECTIONS 105(a) AND 363(b) OF THE BANKRUPTCY CODE (i) AUTHORIZING THE AMENDMENT OF CERTAIN PREPETITION CREDIT FACILITIES TO PERMIT THE EXTENSION OR REPLACEMENT OF OUTSTANDING LETTERS OF CREDIT, (ii) AUTHORIZING THE EXECUTION OF AGREEMENTS RELATED TO THE FOREGOING AND (iii) CONFIRMING CERTAIN MATTERS RELATED TO THE FOREGOING

Came before the Court for consideration the Request for Emergency and/or Expedited Consideration (the "Request") of the Motion for Entry of an Interim and Final Order Pursuant to Section 105(a) and 363(b) of the Bankruptcy Code (i) Authorizing the Amendment of Certain Prepetition Credit Facilities to Permit the Extension or Replacement of Outstanding Letters of Credit, (ii) Authorizing the Execution of Agreements Related to the Foregoing and (iii) Confirming Certain Matters Related to the Foregoing (the "Motion") filed by Mirant Corporation and certain of its subsidiaries and affiliates (collectively, the "Debtors"). After considering the Request and the representations made therein, the Court finds that the Request has merit and should be granted. It is therefore, hereby

ORDERED that the Request is granted in full and in all respects; and it is further

ORDERED that the hearing on the Motion is set for September ____, 2003 at ____ .m.; and it is further

ORDERED that the Debtors shall serve immediately a copy of this Order on all parties upon whom the Debtors served the Motion.

SIGNED: _____

Honorable D. Michael Lynn
United States Bankruptcy Judge