

ENTERED

WANDA 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 Case
MIRANT CORPORATION, <u>et al.</u> ,)	Case No. 03-46590(DML)11
)	Jointly Administered
Debtors.)	
)	

**ORDER DIRECTING PARTIES TO COMPLY WITH
SECTIONS 362 AND 525 OF THE BANKRUPTCY CODE**

Upon the Motion, dated July 15, 2003, of the above-captioned debtors and debtors-in-possession (collectively, the "Debtors"), for an order pursuant to sections 105, 362 and 525 of title 11 of the United States Code (the "Bankruptcy Code") directing parties to comply with sections 362 and 525 of the Bankruptcy Code; and it appearing that the Court has jurisdiction over this matter; 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 had before the Court; and after due deliberation and sufficient cause appearing therefor, it is

FOUND, that:

1. The Debtors have filed petitions for reorganization under chapter 11 of the United States Code (1 U.S.C. §§ 101 et seq.) (the "Bankruptcy Code") and intend to continue in the management and possession of their respective businesses and properties as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code;

2. This Court, pursuant to 28 U.S.C. §§ 1334 and 157, has exclusive jurisdiction of all of the property of the Debtors, wherever located, and, pursuant to sections

105(a) and 362 of the Bankruptcy Code, this Court may issue any order, process or judgment including, without limitation, this order directing parties to comply with sections 362 and 525 of the Bankruptcy Code, as may be necessary or appropriate to carry out the provisions of the Bankruptcy Code; and

3. An order directing parties to comply with sections 362 and 525 of the Bankruptcy Code is proper under the circumstances and facilitates the purposes of the Bankruptcy Code; it is therefore

ORDERED, ADJUDGED AND DECREED:

A. That all persons (including individuals, partnerships and corporations, and all those acting for or on their behalf), and all governmental units (including the United States of America and any State, Commonwealth, District, Territory, municipality, department, agency or instrumentality of the United States, a State, a Commonwealth, a District, a Territory, a municipality, a foreign state, or other foreign or domestic governments, and all those acting for or on their behalf) are stayed, restrained and enjoined from:

- (a) Commencing or continuing, including the issuance or employment of process, any judicial, administrative or other proceeding against any of the Debtors, that was or could have been commenced before the commencement of the Debtors' chapter 11 cases, or recovering a claim against any of the Debtors that arose before the commencement of their chapter 11 cases;
- (b) Enforcing, against any of the Debtors or against property of any of the Debtors, a judgment obtained before the commencement of these chapter 11 cases;
- (c) Taking any act to obtain possession of property of any of the Debtors or of property from any of the Debtors;
- (d) Taking any act to create, perfect or enforce against property of any of the Debtors, any lien to the extent that such lien secures a claim that arose before the commencement of their chapter 11 cases;

- (e) Taking any act to collect, assess or recover a claim against any of the Debtors that arose before the commencement of their chapter 11 cases;
- (f) Offsetting any debt owing to any of the Debtors which arose before the commencement of their chapter 11 cases against any claim against any of the Debtors; and
- (g) Commencing or continuing any proceeding before the United States Tax Court concerning the Debtors.

B. That all persons and all governmental units, and all those acting for or on their behalf, including sheriffs, marshals, constables and other or similar law enforcement officers and officials are stayed, restrained and enjoined from, in any way, seizing, attaching, foreclosing upon, levying against or in any other way interfering with any and all of the property of any of the Debtors, wherever located.

C. That pursuant to section 525 of the Bankruptcy Code, all governmental units are prohibited and enjoined from denying, revoking, suspending, or refusing to renew any license, permit, charter, franchise or other similar grant, or to condition such a grant to, or discriminate with respect to such a grant against, any of the Debtors solely because one or all of the Debtors: (i) are debtors under the Bankruptcy Code; (ii) may have been insolvent before the commencement of the Debtors' chapter 11 cases; or (iii) may be insolvent during the pendency of the Debtors' chapter 11 cases.

D. This Order shall not affect the exceptions to the automatic stay contained in section 362(b) or any other section of the Bankruptcy Code or the right of any party in interest to seek relief from the automatic stay in accordance with section 362(d) of the Bankruptcy Code.

July 16, 2003


UNITED STATES BANKRUPTCY JUDGE