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**PROPOSED CO-COUNSEL FOR THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
OF MIRANT CORPORATION**

**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

APPLICATION FOR MARK THOMPSON TO APPEAR *PRO HAC VICE*

TO THE HONORABLE DENNIS MICHAEL LYNN,
UNITED STATES BANKRUPTCY JUDGE

Mark Thompson ("Movant"), of the law firm Simpson Thacher & Bartlett LLP, proposed counsel for the Official Committee of Unsecured Creditors (the "Committee"), in support for his Application to Appear *Pro Hac Vice*, respectfully represents as follows:

1. Movant is an attorney duly licensed to practice law in the State of New York, and is a partner with the law firm of Simpson Thacher & Bartlett LLP. Movant resides at 13 Whippoorwill Road, Armonk, NY 10504. His office telephone numbers are as follows:

Office Telephone No. (212) 455-7355
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Email Address: mthompson@stblaw.com

2. Movant has been admitted to practice before the Courts of the State of New York and was so admitted on November 5, 1984. His New York State Bar Registration No. is 2200582 and his United States District Court for the Southern District of New York identification is MT-4187.

3. Movant has not been disciplined by any court or administrative body, and no disciplinary proceedings are presently pending against him. Movant has not resigned or attempted to resign his office as attorney while disciplinary or disbarment proceedings were pending at any time against him.

4. Movant has never been charged, arrested, or convicted of a criminal offense.

5. Movant neither resides nor maintains an office for the practice of law within the State of Texas.

6. Movant will associate with Jason S. Brookner, a partner in the Dallas office of Andrews & Kurth L.L.P. Mr. Brookner is a member in good standing of, *inter alia*, the State Bar of Texas, the United States District Court for the Northern District of Texas and the U.S. Court of Appeals for the Fifth Circuit. The address of the Dallas office of Andrews & Kurth L.L.P. is 1717 Main Street, Suite 3700, Dallas, Texas 75201.

WHEREFORE, Movant respectfully requests that the Court enter an order (i) granting him permission to appear and practice before this Court *pro hac vice* for purposes of the above-referenced case on behalf of the Committee and (ii) granting such other and further relief as may be just and proper.

Respectfully submitted this 29th day of July 2003.

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that on the 30th day of July, 2003, he caused a true and correct copy of the foregoing document to be served upon the parties appearing on the attached Service List via first class U.S. mail, postage prepaid.

/s/ Jason S. Brookner
Jason S. Brookner

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