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**PROPOSED 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
Debtors.	)	Joint Administration Pending
	)	Hearing Date and Time: A Matters – July 14, 2003 at 7:45 p.m.
	)	Hearing Date and Time: B and C Matters – July 15, 2003 at 9:30 a.m.

**REQUEST FOR EMERGENCY AND/OR EXPEDITED  
 CONSIDERATION OF CERTAIN ‘FIRST DAY’ MATTERS**

On July 14, 2003 and continuing, in some instance, through July 15, 2003, Mirant Corporation and certain of its subsidiaries and affiliates (collectively, the “Debtors”) commenced chapter 11 cases. Counsel for the Debtors believe that the case qualifies as a “Complex Chapter 11 Case” as defined by General Order No. 00-6.

Immediately after the commencement of these cases, the Debtors filed several motions seeking various forms of relief (the “First Day Motions”). The Debtors respectfully request that the Court hear the First Day Motions as soon as possible. To assist the Court in determining the relative priority of the First Day Motions, the Debtors have categorized the motions as follows:

## A. Emergency Relief

Absent *immediate* consideration of the following motions, the Debtors' post-petition operations will suffer irreparable harm, and the Debtors' reorganization efforts may fail. The motions requiring emergency relief and a brief description of the nature of the emergency are as follows:

1. Debtors' Motion for (A) Interim Order Authorizing The Debtors To (i) Comply With Terms of Pre-Petition Trading Contracts, (ii) Enter Into Post-Petition Trading Contracts in the Ordinary Course of Business, and (iii) Provide Credit Support Relating to Both Pre- And Post-Petition Trading Contracts, and (B) Final Order Affirming Interim Order and Authorizing Assumption of Pre-Petition Trading Contracts and Brief in Support (the "Trading Motion")

***Basis for Emergency Consideration:*** The relief requested in this Motion is essential to the uninterrupted operation of the Debtors' commodities trading business. On an interim basis, the Debtors are seeking relief that will assuage the concerns of the counterparties to the Debtors' trading contracts and convince them not to terminate the contracts pursuant to Bankruptcy Code sections 556 and 560. Absent an immediate hearing on the relief requested, counterparties will likely terminate the trading contracts, causing massive and irreparable harm to the Debtors' trading business and the operation of their related power facilities.

## B. Expedited Relief

Absent consideration of these motions *within the first forty-eight hours of the commencement of these cases*, the Debtors will suffer significant harm, and the Debtors' reorganization efforts will be jeopardized.

1. Motion of the Debtors Pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and N.D. TX L.B.R. 1015.1 for Order Directing Joint Administration of Cases
2. Debtors' Motion for an Order Authorizing Payment of Prepetition Wages, Compensation and Employee Benefits, and Granting Related Relief
3. Motion of the Debtors for Order Pursuant to 11 U.S.C. §§ 345, 363, 1107 and 1108 (i) Authorizing Continued Use of Existing (A) Cash Management System, (B) Bank Accounts, and (C) Business Forms; (ii) Granting Interim Waiver of Investment and Deposit Requirements; and (iii) Granting Related Relief
4. Debtors' Motion for an Order Pursuant to 11 U.S.C. Section 366(b): (A) Prohibiting Utility Companies from Altering, Refusing or Discontinuing Service to Debtors, (B) Determining that Adequate Assurance has been Provided; and (C) Establishing Procedures for Requests for Additional Assurance

5. Debtors' Motion for Order Authorizing the Payment of Certain Critical Prepetition Claims Owing On Account of (i) Shipping, Storage and Related Costs, and (ii) Essential Services, and Granting Related Relief
6. Motion of the Debtors Pursuant to Section 105(a) of the Bankruptcy Code for Authority to Pay Prepetition Trust Fund Taxes in the Ordinary Course of Business
7. Motion of the Debtors for Order Directing Parties to Comply with Sections 362 and 525 of the Bankruptcy Code
8. Motion of the Debtors for Order Confirming Administrative Expense Status to the Debtors' Undisputed Obligations Arising from the Postpetition Delivery of Goods and Services Ordered in the Prepetition Period
9. Motion of the Debtors Pursuant to Rule 1007(c) of the Federal Rules of Bankruptcy Procedure and N.D. TX L.B.R. 1007.1 for an Extension of Time to File Schedules of Assets and Liabilities, Schedules of Executory Contracts and Unexpired Leases and Statements Of Financial Affairs

**C. Procedural and Administrative Relief**

The Debtors believe that relief requested in the following pleadings will benefit the Debtors and all parties in interest, and that the Court should hear the following applications and motions at its earliest convenience.

1. Motion of the Debtors for Order Authorizing the Debtors (or Claims Agent) to Send Initial Notices and All Other Mailings Directly and Authorizing the Debtors To File a Consolidated List of (i) Creditors (Without Claim Amounts) and (ii) Other Parties in Interest in Accordance with Exhibit "G" to the General Order Regarding Procedures for Complex Chapter 11 Cases
2. Motion of the Debtors for Administrative Order Establishing Procedures For Interim Compensation and Reimbursement of Chapter 11 Professionals and Committee Members
3. Debtors' Motion for an Order Pursuant to Sections 365 and 554 of the Bankruptcy Code Authorizing and Approving a Procedure for Rejection of Certain Executory Contracts
4. Debtors' Motion for an Order Establishing and Authorizing Procedures for Release or Other Disposition of Firm Capacity Under Natural Gas Transportation and Storage Agreements

**RESPECTFULLY SUBMITTED THIS 15<sup>th</sup> DAY OF JULY, 2003**

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- \* Counsel should attach all pleadings designated above.
- \* NOTE: The court expects the parties to exercise judgment regarding which motions are applicable.