

STATE OF GEORGIA
COUNTY OF FULTON

**RESOLUTION TO APPROVE THE SETTLEMENT AGREEMENT IN THE
LITIGATION WITH MIRANT CORPORATION PENDING IN THE SUPERIOR
COURT OF FULTON COUTY**

WHEREAS, the case of Mirant Corporation, Mirant Services, LLC, and Mirant Energy Trading, LLC v. City of Sandy Springs, Georgia, and Steve Rapson in his capacity as Finance Director and Tax Collector for the City of Sandy Springs, Fulton County Superior Court, Civil Action File No. 2008-CV-161115, was filed on December 5, 2008; and

WHEREAS, an Escrow Agreement was entered into by Mirant Corporation and the City, and the disputed funds have been on deposit in an Escrow Account pending instructions as to its disbursement; and

WHEREAS, the Mirant Plaintiffs and Mirant's other affiliated subsidiaries and entities present a set of unique operational and structural circumstances, which have had to be taken into account in arriving at the Settlement Agreement of disputed claims; and

WHEREAS, the City Council has previously approved and authorized the monetary amount involved in this settlement of disputed occupational tax issues;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF SANDY SPRINGS, GEORGIA, AND IT IS RESOLVED BY THE AUTHORITY OF SAID CITY COUNCIL AS FOLLOWS:

The Settlement Agreement and Release of Claims is hereby approved and Mayor Eva Galambos is hereby authorized to execute this Settlement Agreement and Release of Claims on behalf of the City of Sandy Springs.

RESOLVED, this 2nd day of February, 2010.

Approved:

Eva Galambos

Eva Galambos, Mayor

Attest:

Michael Casey

Michael Casey, City Clerk
(Seal)

