

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549
FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities
Exchange Act of 1934

October 31, 2003
(Date of earliest
event reported)

Commission File Number	Name of Registrant; State of Incorporation; Address of Principal Executive Offices; and Telephone Number	IRS Employer Identification Number
1-16169	EXELON CORPORATION (a Pennsylvania corporation) 10 South Dearborn Street - 37th Floor P.O. Box 805379 Chicago, Illinois 60680-5379 (312) 394-7398	23-2990190
1-1839	COMMONWEALTH EDISON COMPANY (an Illinois corporation) 10 South Dearborn Street - 37th Floor P.O. Box 805379 Chicago, Illinois 60680-5379 (312) 394-4321	36-0938600
1-1401	PECO ENERGY COMPANY (a Pennsylvania corporation) P.O. Box 8699 2301 Market Street Philadelphia, Pennsylvania 19101-8699 (215) 841-4000	23-0970240
333-85496	EXELON GENERATION COMPANY, LLC (a Pennsylvania limited liability company) 300 Exelon Way Kennett Square, Pennsylvania 19348 (610) 765-6900	23-3064219

Item 5. Other Events

- A. On October 31, 2003, Exelon Corporation (Exelon) announced via news release the replacement of its \$1.5 billion credit facility. A copy of Exelon's news release is attached hereto as Exhibit 99.1.
- B. Additional information regarding the outstanding debt of Exelon and its subsidiaries as of September 30, 2003 is attached hereto as Exhibit 99.2.

Exhibit Index

Exhibit No.	Description
99.1	News release announcing the replacement of Exelon's \$1.5 billion credit facility
99.2	Additional information regarding the outstanding debt of Exelon and its subsidiaries

This combined Form 8-K is being furnished separately by Exelon, Commonwealth Edison Company (ComEd), PECO Energy Company (PECO) and Exelon Generation Company, LLC (Generation) (Registrants). Information contained herein relating to any individual registrant has been filed by such registrant on its own behalf. No registrant makes any representation as to information relating to any other registrant.

Except for the historical information contained herein, certain of the matters discussed in this Report are forward-looking statements, within the meaning of the Private Securities Litigation Reform Act of 1995, that are subject to risks and uncertainties. The factors that could cause actual results to differ materially from the forward-looking statements made by a registrant include those factors discussed herein, as well as the items discussed in (a) the Registrants' 2002 Annual Report on Form 10-K - ITEM 7. Management's Discussion and Analysis of Financial Condition and Results of Operations--Business Outlook and the Challenges in Managing Our Business for each of Exelon, ComEd, PECO and Generation, (b) the Registrants' 2002 Annual Report on Form 10-K - ITEM 8. Financial Statements and Supplementary Data: Exelon - Note 19, ComEd - Note 16,

PECO - Note 18 and Generation - Note 13 and (c) other factors discussed in filings with the United States Securities and Exchange Commission (SEC) by the Registrants. Readers are cautioned not to place undue reliance on these forward-looking statements, which apply only as of the date of this Report. None of the Registrants undertakes any obligation to publicly release any revision to its forward-looking statements to reflect events or circumstances after the date of this Report.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EXELON CORPORATION
COMMONWEALTH EDISON COMPANY
PECO ENERGY COMPANY
EXELON GENERATION COMPANY, LLC

/s/ Robert S. Shapard

Robert S. Shapard
Executive Vice President and Chief Financial Officer
Exelon Corporation

October 31, 2003

[EXELON LOGO]

News Release

From: Exelon Corporation For Immediate Release
 Corporate Communications -----
 P.O. Box 805379 October 31, 2003
 Chicago, IL 60680-5379

Contact: Linda Marsicano, 312.394.3099, Exelon

Exelon Corporation Replaces \$1.5 Billion Credit Facility

Chicago (October 31, 2003) - Exelon Corporation (NYSE:EXC) announced today the replacement of its \$1.5 billion credit facility, which expires in November. Exelon, along with ComEd, PECO and Exelon Generation, will participate in the new \$1.5 billion unsecured revolving credit facility. The credit facility is equally split into a \$750 million 364-day agreement and a \$750 million 3-year agreement with twenty-three banks and was substantially over-subscribed. The facility will be used principally to support the commercial paper programs at the Exelon holding company level and at ComEd, PECO and Exelon Generation and the issuance of letters of credit. The credit facility also includes a term-out option that would allow Exelon to extend the 364-day agreement for an additional one year.

"The strong credit support received from the banking community is indicative of the strength of our banking relationships," said Barry Mitchell, Exelon's Senior Vice President and Treasurer. "We continue to be committed to improving the financial performance of our core operations and strengthening our balance sheet."

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Exelon Corporation is one of the nation's largest electric utilities with approximately 5 million customers and more than \$15 billion in annual revenues. The company has one of the industry's largest portfolios of electricity generation capacity, with a nationwide reach and strong positions in the Midwest and Mid-Atlantic. Exelon distributes electricity to approximately 5 million customers in Illinois and Pennsylvania and gas to more than 440,000 customers in the Philadelphia area. Exelon is headquartered in Chicago and trades on the NYSE under the ticker EXC.

Exelon Corporation
Long-Term Debt Outstanding By Issue
As of September 30, 2003
(in millions)

Company	Debt Outstanding	Current Portion	Long-Term Debt
ComEd	\$ 6,312	\$ 519	\$ 5,793
PECO	5,431	292	5,139
Exelon Generation Enterprises	2,313 38	1,249 1	1,064 37
Exelon Corp (Hold Co.)	521	5	516
<hr/>			
Total Exelon Corporation Long-term Debt	14,615	2,066	12,549
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Unamortized Debt Discount and Premium	(87)	--	(87)
Fair Value Hedge Carrying Value Adjustment	39	--	39
Notes Payable	58	--	58
Capital Lease Obligations	51	2	49
	61	2	59
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Exelon Corporation Long-term Debt, Including Debt Classified as Held for Sale	14,676	2,068	12,608
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Less Debt Classified as Held for Sale	(38)	(1)	(37)
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Exelon Corporation Long-term Debt	\$ 14,638	\$ 2,067	\$ 12,571
	=====	=====	=====

Exelon Corporation (Hold Co.)
Long-Term Debt Outstanding By Issue
As of September 30, 2003
(in millions)

Series	Interest Rate	Date Issued	Maturity Date	Debt Outstanding	Current Portion	Long-Term Debt
<hr/>						
Senior Notes - Exelon Corporation						
<hr/>						
2001 Senior Notes	6.75%	05/03/01	05/01/11	\$ 500	\$ -	\$ 500
Total Senior Notes - Exelon Corporation				500	-	500
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Notes - Exelon Corporation						
<hr/>						
NDH Capital Corporation	8.300%	08/02/99	01/15/09	3	1	2
NDH Capital Corporation	8.440%	10/16/95	01/01/04	1	1	-
NDH Capital Corporation	8.550%	11/12/99	01/15/09	4	1	3
NDH Capital Corporation	8.650%	01/03/00	01/15/10	3	-	3
Corporate Credit Inc.	8.875%	12/13/99	01/15/10	4	1	3
Corporate Credit Inc.	7.980%	10/01/99	07/15/10	6	1	5
Total Notes - Exelon Corporation				21	5	16
Total Exelon Corporation Long-term Debt				\$ 521	\$ 5	516
Unamortized Debt Discount and Premium						(2)
Exelon Corporation Long-term Debt						\$ 514
						=====

Commonwealth Edison
Long-Term Debt Outstanding By Issue
As of September 30, 2003
(in millions)

	Interest Rate	Date Issued	Maturity Date	Debt Outstanding	Current Portion	Long-Term Debt
First Mortgage Bonds						
Series 102	4.740%	08/25/03	08/15/10	\$ 250	\$ -	\$ 250
Series 101	4.700%	04/07/03	04/15/15	395		395
Series 100	5.875%	01/22/03	02/01/33	350		350
Series 99	3.700%	01/22/03	02/01/08	350		350
Series 98	6.150%	03/13/02	03/15/12	600		600
Series 97	7.750%	07/15/93	07/15/23	150		150
Series 94	7.500%	07/01/93	07/01/13	147		147
Series 93	7.000%	07/01/93	07/01/05	225		225
Series 92	7.625%	04/15/93	04/15/13	219		219
Series 83	8.000%	05/15/92	05/15/08	140		140
Series 78	8.375%	10/15/91	10/15/06	125		125
Series 76	8.250%	10/01/91	10/01/06	100		100
Series 75	9.875%	06/15/90	06/15/20	54		54
Pollution Control-2003B	Variable	09/24/03	11/01/19	42		42
Pollution Control-2003A	Variable	05/08/03	05/15/17	40		40
Pollution Control-2002	Variable	06/04/02	04/15/13	100		100
Pollution Control-1996B	4.400%	06/27/96	12/01/06	89		89
Pollution Control-1996A	4.400%	06/27/96	12/01/06	110		110
Pollution Control-1994D	6.750%	12/01/94	03/01/15	91		91
Pollution Control-1994C	5.850%	01/15/94	01/15/14	20		20
Pollution Control-1994B	5.700%	01/15/94	01/15/09	20		20
Pollution Control-1994A	5.300%	01/15/94	01/15/04	26	26	-
				-----	-----	-----
Total First Mortgage Bonds - ComEd				3,643	26	3,617
				-----	-----	-----
Sinking Fund Debentures						
Sinking Fund Debenture	3.125%	10/01/54	10/01/04	2	1	1
Sinking Fund Debenture	3.875%	01/01/58	01/01/08	5	1	4
Sinking Fund Debenture	4.625%	01/01/59	01/01/09	3	-	3
Sinking Fund Debenture	4.750%	12/01/61	12/01/11	7	1	6
				-----	-----	-----
Total Sinking Fund Debentures - ComEd				17	3	14
				-----	-----	-----
Transitional Funding Trust Notes						
Class A-5 Transitional Funding Trust Notes, Series 1998	5.440%	12/16/98	03/25/05	515	340	175
Class A-6 Transitional Funding Trust Notes, Series 1998	5.630%	12/16/98	06/25/07	761		761
Class A-7 Transitional Funding Trust Notes, Series 1998	5.740%	12/16/98	12/25/08	510		510
				-----	-----	-----
Total Transitional Funding Trust Notes - ComEd				1,786	340	1,446
				-----	-----	-----
Pollution Control Obligations						
IL Dev. Fin. Auth. - Series 1994C	Variable	12/14/94	03/01/09	50		50
				-----	-----	-----
Total Pollution Control Obligations - ComEd				50	-	50
				-----	-----	-----
Medium Term Notes						
3N- 3032	9.200%	10/18/89	10/15/04	14		14
3N- 3033	9.200%	10/18/89	10/15/04	14		14
3N- 3034	9.200%	10/18/89	10/15/04	10		10
3N- 3035	9.200%	10/18/89	10/15/04	14		14
3N- 3036	9.200%	10/18/89	10/15/04	4		4
				-----	-----	-----
Total Medium Term Notes - ComEd				56	-	56
				-----	-----	-----
Notes						
Notes	6.400%	10/15/93	10/15/05	235		235
Notes	7.375%	01/09/97	01/15/04	150	150	-
Notes	7.625%	01/09/97	01/15/07	150		150
Notes	6.950%	07/16/98	07/15/18	225		225
				-----	-----	-----

Total Notes - ComEd	760	150	610
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Total ComEd Long-Term Debt	\$ 6,312	\$ 519	5,793
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Unamortized Debt Discount and Premium			(77)
Fair Value Hedge Carrying Value Adjustment			39

ComEd Long-Term Debt			\$ 5,755
			=====

PECO Energy
Long-Term Debt By Issue
As of September 30, 2003
(in millions)

Series	Interest Rate	Issue Date	Maturity Date	Debt Outstanding	Current Portion	Long-Term Debt
First Mortgage Bonds						
FMB	4.7500%	9/23/02	10/1/12	\$ 225	\$ -	\$ 225
FMB	5.9500%	11/01/01	11/01/11	250		250
FMB	6.3750%	08/15/93	08/15/05	75		75
FMB	3.5000%	04/28/03	05/01/08	450		450
Total First Mortgage Bonds				1,000	-	1,000
Mortgage-Backed Pollution Control Notes						
Delaware Co. 1988 Ser. A	var. rate	04/01/93	12/01/12	50		50
Delaware Co. 1988 Ser. B	var. rate	04/01/93	12/01/12	50		50
Delaware Co. 1988 Ser. C	var. rate	04/01/93	12/01/12	50		50
Salem Co. 1988 Ser. A	var. rate	04/01/93	12/01/12	4		4
Total Mortgage-Backed Pollution Control Notes				154	-	154
Pollution Control Notes						
Delaware Co. 1999 Ser. A	5.20%	10/14/99	04/01/21	51		51
Montgomery Co. 1999 Ser. A	5.20%	10/14/99	10/01/30	92		92
Montgomery Co. 1999 Ser. B	5.30%	10/14/99	10/01/34	14		14
Total Pollution Control Notes				157	-	157
PECO Energy Transition Trust Debt (PETT)						
1999 A-3	variable	03/26/99	03/01/04	45	45	-
1999 A-4	5.8000%	03/26/99	03/01/05	387	200	187
1999 A-5	variable	03/26/99	09/01/07	139	47	92
1999 A-6	6.0500%	03/26/99	03/01/07	993		993
1999 A-7	6.1300%	03/26/99	09/01/08	897		897
2000 A-3	7.6250%	05/02/00	03/01/09	399		399
2000 A-4	7.6500%	05/02/00	09/01/09	351		351
2001 A-1	6.5200%	03/01/01	03/01/10	806		806
Total PECO Energy Transition Trust Debt				4,017	292	3,725
Amounts Owed to Deconsolidated Financing Trust						
PECO Energy Capital Trust IV	5.75%	06/24/03	06/15/33	103		103
Total Debt to Affiliate				103	-	103
Total PECO Long-Term Debt				5,431	292	5,139
Unamortized Debt Discount and Premium				(8)		(8)
Notes Payable				58		58
Capital Lease Obligation				1	-	1
PECO Long-Term Debt				\$ 5,482	\$ 292	\$ 5,190

Exelon Generation
Long-Term Debt By Issue
As of September 30, 2003
(in millions)

Series	Interest Rate	Issue Date	Maturity Date	Debt Outstanding	Current Portion	Long-Term Debt
Senior Notes						
2001 Senior Unsecured Notes	6.95%	6/14/01	6/15/11	\$ 700	\$ -	\$ 700
Unsecured Pollution Control Notes						
Montgomery Co. 2001 Ser. B	var. rate	9/5/01	10/1/30	69	-	69
Delaware Co. 2001 Ser. A	var. rate	4/25/01	4/1/21	39		39
Montgomery Co. 2001 Ser. A	var. rate	4/25/01	10/1/34	13		13
Delaware Co. 1993 Ser. A	var. rate	8/24/93	8/1/16	24		24
Salem Co. 1993 Ser. A	var. rate	9/9/93	3/1/25	23		23
Montgomery Co. 1994 Ser. A	var. rate	2/14/95	6/1/29	83		83
Montgomery Co. 1994 Ser. B	var. rate	7/2/95	6/1/29	13		13
York County 1993 Ser. A	var. rate	8/24/93	8/1/16	18		18
Montgomery Co. 1996 Ser. A	var. rate	3/27/96	3/1/34	34		34
Montgomery Co. 2002 Ser. A	var. rate	7/24/02	12/1/29	30		30
Indiana Co. 2003 A	var. rate	6/3/03	6/1/27	17		17
Total Unsecured Pollution Control Notes				363	-	363
Notes Payable						
Exelon Boston Generating Project Construction Notes	Various	11/1/02	12/31/07	1,037	1,037	-
Exelon Generation Term Loan	L + .875%	11/01/02	6/18/03	210	210	-
Other	7.25%	12/31/97	6/30/04	3	2	1
Total Notes Payable				1,250	1,249	1
Total Exelon Generation Long-Term Debt				2,313	1,249	1,064
Unamortized Debt Discount and Premium				(1)		(1)
Capital Lease Obligations	Various			49	2	47
Exelon Generation Long-Term Debt				\$ 2,361	\$ 1,251	\$ 1,110

Exelon Enterprises
 Long-Term Debt By Issue
 As of September 30, 2003
 (in millions)

Series	Interest Rate	Date Issued	Maturity Date	Debt Outstanding	Current Portion	Long-Term Debt
Notes - Exelon Thermal Technologies (Held for Sale)						
Guaranteed Senior Notes	7.680%	06/25/99	06/30/23	\$ 11	\$ -	\$ 11
Guaranteed Senior Notes	9.090%	05/19/00	01/31/20	27	1	26
				-----	-----	-----
Total Notes - Exelon Thermal Technologies				38	1	37
				-----	-----	-----
Total Enterprises Long-Term Debt				38	1	37
				-----	-----	-----
Unamortized Debt Discount and Premium				1	-	1
Capital Lease Obligation				1	-	1
				-----	-----	-----
Enterprises Long-Term Debt				\$ 40	\$ 1	\$ 39
				=====	=====	=====

