

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

In the Matter of
Exelon Corporation
File No. 70-10189

CERTIFICATE
OF
NOTIFICATION

Public Utility Holding Company Act of 1935 (PUHCA)

Exelon Corporation, a Pennsylvania corporation and registered holding company (Exelon), hereby submits the following Certificate of Notification pursuant to Rule 24. This filing is made pursuant to Exelon's Form U-1 Application-Declaration, as amended (the "Financing U-1"), and the Securities and Exchange Commission's financing and investment orders. This certificate reports activity in File No. 70-10189 for the period April 1, 2004 through June 30, 2004. Any capitalized terms used herein but not defined herein have the respective meanings given in the Financing U-1 or the Commission's Orders.

See Exhibit A for Glossary of Defined Terms

1. Financing Order - The sales of any common stock, Preferred Securities or Equity-Linked Securities by Exelon and the purchase price per share and the market price per share at the date of the agreement of sale which shall also separately show the amount issued during the Authorization Period for each type of issued securities (common stock, Preferred Securities or Equity-Linked Securities).

None.

2. Financing Order - The total number of shares of Exelon common stock issued or issuable under the options granted during the quarter under employee benefit plans and dividend reinvestment plans including employee benefit plans or dividend reinvestment plans later adopted together with the number of shares issued or issuable during the Authorization Period.

Total number of shares issuable: 42,000,000

Shares of common stock issued during the Authorization Period:
1,497,401.

Total number of shares issued through the Authorization Period:
1,497,401.

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3. Financing Order - If Exelon common stock has been transferred to a seller of securities of a company being acquired, the number of shares so issued, the value per share and whether the shares are restricted in the hands of the acquirer.

None.

4. Financing Order - If a guaranty is issued during the quarter, the name of the guarantor, the name of the beneficiary of the guarantee and the amount, terms and purpose of the guaranty.

Guarantor	Beneficiary	Amount	Term	Purpose
Exelon Corp.	ComEd	\$2,000,000	12 months	Surety bonds
Generation	Exelon Energy Company	\$36,500,000	12 months	Energy trading
Exelon	Enterprises	\$238,000	12 months	Surety bonds

The total amount of guaranties outstanding at June 30, 2004 was \$2.019 billion.

5. Financing Order - The amount and terms of any Exelon indebtedness issued during the quarter which shall also separately show the amount of indebtedness issued during the Authorization Period.

Exelon issued commercial paper during the quarter at an average interest rate of 1.08%. Exelon had \$50 million in commercial paper outstanding at June 30, 2004.

6. Financing Order - The amount and terms of any short-term debt issued by any Utility Subsidiary during the quarter which shall also separately show the outstanding amount as of the end of the applicable period of short-term debt of each Utility Subsidiary.

- a. Overnight commercial paper issued through Bank One on behalf of PECO during the second quarter: Daily balances ranged from \$-0- to \$270 million at an average interest rate of 1.02%.
- b. Overnight commercial paper issued through Bank One on behalf of ComEd during the second quarter: None.
- c. Exelon, ComEd, PECO and Generation maintain a \$750 million 364-day credit facility and a \$750 million 3-year credit facility to support commercial paper issuances. At June 30, 2004, sublimits under the credit facility were \$550 million, \$100 million, \$250 million and \$600 million for Exelon, ComEd, PECO and Generation, respectively.

Exelon, ComEd, PECO and Generation had approximately \$531 million, \$74 million, \$250 million and \$460 million of available capacity under the credit facilities at June 30, 2004. At June 30, 2004, commercial paper outstanding was \$50 million and \$211 million at Exelon and Generation, respectively. ComEd and PECO did not have any commercial paper outstanding at June 30, 2004.

- d. Contributions to and loans from the Utility Money Pool: The activity below reflects contributions to and loans from the Money Utility Pool for the quarter ending June 30, 2004.

Contributions to the Utility Money Pool

Company	Maximum Daily Contribution	Average Interest Rate
ComEd of Indiana	\$20,500,000	0.973%
ComEd	\$380,000,000	1.071%
PECO	\$110,000,000	1.137%

Loans from the Utility Money Pool

Company	Maximum Daily Borrowing	Average Interest Rate
ComEd	\$20,500,000	0.973%
Generation	\$380,000,000	1.071%
EBSC	\$110,000,000	1.137%

- e. Short-term debt outstanding at June 30, 2004.

Utility	Amount
ComEd	\$ -0-
ComEd of Indiana	-0-
PECO	-0-
Generation	409,000,000

7. Financing Order - The amount and terms of any financings consummated by any Non-Utility Subsidiary that is not exempt under rule 52 (see U-6B-2 requirement in number 15 below regarding reports of issuances that are exempt) which shall also show separately the amount of non-exempt securities issued by Non-Utility Subsidiaries during the Authorization Period.

None.

8. Financing Order - The notional amount and principal terms of any Hedge Instruments or Anticipatory Hedges entered into during the quarter and the identity of the other parties to the transaction which shall also separately show the outstanding amount of Hedge Instruments or Anticipatory Hedges previously reported under this item.

In the second quarter of 2004, ComEd entered into two fixed for floating interest rate swaps in order to maintain its targeted percentage of variable-rate debt associated with fixed-rate debt issuances. These swaps are designated as fair value hedges that attempt to adjust exposure when deemed appropriate based on market conditions. A table summarizing the fixed for floating interest rate swap transactions that were entered into in the second quarter is below.

Exelon Entity	Trade Date	Effective Date	Notional Amount	Term	Counterparty
ComEd	04/22/04	04/26/04	\$120,000,000	03/15/12	Dresdner
ComEd	06/10/04	06/15/04	\$120,000,000	03/15/12	JP Morgan

9. Financing Order - (a) The name and parent company of any Intermediate Subsidiary or Financing Subsidiary created during the quarter; (b) the amount invested in any Intermediate Subsidiary or Financing Subsidiary during the quarter, and (c) the amount and terms of any securities issued by any financing subsidiaries during the quarter which shall also separately show the amount of all securities issued by such subsidiaries during the Authorization Period

(a) No Intermediate or Financing subsidiaries were created during the quarter.

(b) (i) Generation contributed \$7,040,200 to Exelon SHC, Inc.

(ii) Exelon SHC, Inc. contributed \$7,540,300 to EXRES SHC, Inc.

(iii) EXRES SHC, Inc. contributed \$7,540,300 to ExRes Power Holdings, Inc.

(iv) ExRES Power Holdings, Inc. contributed \$3,318,500 to National Energy Development, Inc.

(v) Generation contributed \$75,015,000 to Exelon Generation Consolidation, LLC.

(vi) Generation contributed \$7,500 to AmerGen Consolidation, LLC.

(vii) Enterprises contributed \$6,909,664 to Exelon Enterprises Management, Inc.

(viii) PECO contributed \$1,420,499 to ExTel Corporation, LLC.

(c) None.

10. Financing Order - If any Subsidiaries are Variable Interest Entities (VIEs) as that term is used in FASB Interpretation 46R, Consolidation of Variable Interest Entities, provide a description of any financing transactions conducted during the reporting period that were used to fund such VIEs.

None.

11. Financing Order - If any financing proceeds are used for VIEs, a description of the accounting for such transactions under FASB Interpretation 46R.

None.

12. Financing Order - Consolidated balance sheets as of the end of the quarter and separate balance sheets as of the end of the quarter for each company, including Exelon, that has engaged in jurisdictional financing transactions during the quarter.

See Form 10-Q for the quarter ended June 30, 2004 for Exelon, PECO and Generation, Commission File Numbers 1-16169, 1-1401 and 333-85496, respectively.

13. Financing Order - A table showing, as of the end of the quarter, the dollar and percentage components of the capital structure of Exelon on a consolidated basis and of each Utility Subsidiary.

(in millions)

Exelon	Amount	Ratio
-----	-----	-----
Common Equity	\$9,026	38%
-----	-----	-----
Preferred Securities and Minority Interests	137	n.m.
-----	-----	-----
Long-Term Debt (includes current maturities)	14,577	61%
-----	-----	-----
Short-Term Debt	261	1%
-----	-----	-----
Total Capitalization	\$24,001	100%
-----	-----	-----

ComEd	Amount	Ratio
-----	-----	-----
Common Equity	\$6,578	52%
Preferred Securities	7	n.m.
Long-Term Debt (includes current maturities)	6,075	48%
Short-Term Debt	-0-	n.m.
Total Capitalization	\$12,660	100%

PECO	Amount	Ratio
-----	-----	-----
Common Equity	\$1,055	17%
Preferred	87	1%
Long-Term Debt (includes current maturities)	5,227	82%
Short-Term Debt	-0-	n.m.
Total Capitalization	\$6,369	100%

Generation	Amount	Ratio
-----	-----	-----
Member's Equity	\$2,987	50%
Minority Interest	52	1%
Long-Term Debt (includes current maturities)	2,533	42%
Short-Term Debt	409	7%
Total Capitalization	\$5,981	100%

ComEd Indiana	Amount	Ratio
Common Equity	\$33	100%
Preferred	-0-	n.m.
Long-Term Debt (includes current maturities)	-0-	n.m.
Short-Term Debt	-0-	n.m.
Total Capitalization	\$33	100%

14. Financing Order - A retained earnings analysis of Exelon on a consolidated basis and of each Utility Subsidiary detailing gross earnings, goodwill amortization, dividends paid out of each capital account and the resulting capital account balances at the end of the quarter.

Retained Earnings analysis at June 30, 2004 (in millions).

Exelon	Amount
Beginning Balance (a)	\$2,549
Net Income	521
Dividends:	
Common Stock	(181)
Ending Balance	\$2,889

- (a) Previously reported historical financial information for the three months ended March 31, 2004 has been adjusted to reflect the adoption of FSP FAS 106-2 as of January 1, 2004. The retained earnings balance as of March 31, 2004 has been adjusted from \$2,544 to \$2,549.

PECO	Amount
Beginning Balance (a)	\$587
Net Income	101
Dividends:	
Common Stock	(90)
Preferred Stock	(1)
Ending Balance	\$597

- (a) Previously reported historical financial information for the three months ended March 31, 2004 has been adjusted to reflect the adoption of FSP FAS 106-2 as of January 1, 2004. The retained earnings balance as of March 31, 2004 has been adjusted from \$586 to \$587.

ComEd (a)	Amount
Beginning Balance (a)	\$964
Net Income	204
Dividends:	
Common Stock	(104)
Ending Balance (b)	\$1,064

(a) Previously reported historical financial information for the three months ended March 31, 2004 has been adjusted to reflect the adoption of FSP FAS 106-2 as of January 1, 2004. The retained earnings balance as of March 31, 2004 has been adjusted from \$962 to \$964.

(b) As of June 30, 2004, ComEd had appropriated \$1,064 million of retained earnings for future dividend payments.

ComEd of Indiana	Amount
Beginning Balance	\$2
Net Income	1
Dividends:	
Common Stock	-0-
Ending Balance	\$3

Generation	Amount
Beginning Balance (a)	\$650
Net Income	178
Distribution to Member	(55)
Ending Balance	\$773

(a) Previously reported historical financial information for the three months ended March 31, 2004 has been adjusted to reflect the adoption of FSP FAS 106-2 as of January 1, 2004. The retained earnings balance as of March 31, 2004 has been adjusted from \$647 to \$650.

15. Investment Order - U-6B-2 (Financings Exempt from SEC Approval)

- o Information that would be reported on a U-6B-2 for security issuances by Utility Subsidiaries that are exempt from approval by the SEC (i.e., securities (long-term debt) approved by the State commissions). See Exhibit B.
- o Securities issued by a Non-Utility Subsidiary (including intercompany notes; but not money pool transactions which are reported under Item 6) that are exempt from approval by the SEC (i.e., Non-Utility Subsidiary securities issuances exempt under Rule 52). See Exhibit B.

16. Financing Order - Future registration statements filed under the Securities Act of 1933 with respect to securities that are subject of the instant application-declaration will be filed or incorporated by reference as exhibits to the next certificate filed under rule 24.

Exelon Generation filed an S-4 Registration Statement with the Securities and Exchange Commission on March 30, 2004, Registration No. 333-114060. The registration statement is an offer to exchange \$500 million of Exelon Generation 5.35% Senior Notes originally issued under Rule 144A for \$500 million of Exelon Generation 5.35% Senior Notes which have been registered under the Securities Act of 1933. The Registration Statement became effective on June 30, 2004, and is incorporated by reference as an exhibit to this certificate.

17. Financing Order - A copy of relevant documents (e.g., underwriting agreements, indentures, bank agreements) for the relevant quarter will be filed with, or incorporated by reference from 1933 Act or 1934 Act filings in such Rule 24 Certificates.

See Form 8-K, Commission File Number 1-1401, dated April 16, 2004, with respect to PECO Energy Company entering into an underwriting agreement associated with the issuance of \$75 million of first and refunding mortgage bonds.

18. Financing Order - A computation in accordance with rule 53(a) setting forth Exelon's "aggregate investment" in all EWGs and FUCOs, its "consolidated retained earnings" and a calculation of the amount remaining under the Requested EWG/FUCO Authority (i.e., \$4 billion).

Rule 53(a) provides that a registered holding company's aggregate investment in EWGs and FUCOs may not exceed 50% of its retained earnings. Exelon was granted partial relief from this rule pursuant to the Financing Order, which provides for a Modified Rule 53 Test applicable to Exelon's investments in EWGs and FUCOs of \$4,000 million. At June 30, 2004, Exelon's "aggregate investment" (as defined in rule 53(a) under PUHCA) in all EWGs and FUCOs was approximately \$1,939 million, and accordingly, at June 30, 2004, Exelon's remaining investment capacity under the Modified Rule 53 Test was approximately \$2,061 million. At June 30, 2004, Exelon's "consolidated retained earnings" (as defined in rule 53(a) under PUHCA) was \$2,492 million.

19. Financing Order - A breakdown showing Exelon's aggregate investment in each EWG or FUCO counting against the EWG/FUCO Authority.

Pursuant to a request for confidential treatment under rule 104(b) of PUHCA, Exelon is concurrently filing in paper format as Attachment 1, certain information concerning the aggregate investment by EWG/FUCO Project

20. Financing Order - Total capitalization ratio of Exelon, with consolidated debt to include all short-term debt and nonrecourse debt of all EWGs and FUCOs.

At June 30, 2004, Exelon's consolidated capitalization ratio as so calculated was: debt 61%, common equity 38%, and short-term debt 1%. (For these purposes, "consolidated debt" means all long-term debt, long-term debt due within one year, notes payable and other short-term obligations, including any short-term debt and non-recourse debt of EWG/FUCO Projects, to the extent normally consolidated under applicable financial reporting rules).

21. Financing Order - The market-to-book ratio of Exelon's common stock.

At June 30, 2004, the market-to-book ratio of Exelon's common stock was 2.46 to 1.

22. Financing Order - Identification of any new EWG or FUCO counting against the requested EWG/FUCO Authority in which Exelon has invested or committed to invest during the preceding quarter.

None.

23. Financing Order - Analysis of the growth in consolidated retained earnings that segregates total earnings growth of EWGs and FUCOs from that attributable to other subsidiaries of Exelon.

Pursuant to a request for confidential treatment under rule 104(b) of PUHCA, Exelon is concurrently filing in paper format as Attachment 1, total earnings growth by EWG and FUCO project in the second quarter, 2004

24. Financing Order - A statement of revenues and net income for each EWG and FUCO for the twelve months ending as of the end of that quarter.

Pursuant to a request for confidential treatment under rule 104(b) of PUHCA, Exelon is concurrently filing in paper format as Attachment 1, total earnings growth by EWG and FUCO project in the second quarter, 2004

25. Investment Order - Provide a copy of the consolidated balance sheet and income statement for Ventures, Generation and Enterprises.

Pursuant to a request for confidential treatment under rule 104 (b) of PUHCA, Exelon is concurrently filing in paper format as Attachment 1, a consolidated balance sheet and income statement for Ventures and Enterprises. See Form 10-Q for Generation filed on July 28, 2004.

26. Investment Order - A narrative description of Development Activities and amount expended on Development Activities during the quarter just ended.

Pursuant to a request for confidential treatment under rule 104 (b) of PUHCA, Exelon is concurrently filing in paper format as Attachment 1, a description of Development Activities and amount expended on Development Activities during the quarter just ended

27. Investment Order - A narrative description of each investment made during the quarter just ended including:

- o Name of the company and its immediate parent;
- o Method of investment (e.g., (1) purchases of capital shares, partnership interests, member interests in limited liability companies, trust certificates or other forms of voting or non-voting equity interests; (2) capital contributions; (3) open account advances without interest; (4) loans; and (5) guarantees issued, provided or arranged in respect of the securities or other obligations of any Intermediate Subsidiaries;
- o Type of company and/or its business (e.g., EWG, FUCO, ETC, Rule 58 Subsidiary, Non-U.S. Energy related Subsidiary, Intermediate Subsidiary, Financing Subsidiary);
- o With respect to Intermediate Subsidiaries and Financing Subsidiaries, the name, parent company and amount invested in any intermediate subsidiary or financing subsidiary during the quarter and the amount and terms of any securities issued by those subsidiaries during the quarter; and
- o With respect to Non-U.S. Energy Related Subsidiaries, the business engaged in and the location (countries) where it does business.

Immediate Parent	Company / Subsidiary	Type of Company / Subsidiary	Method of Investment	Rate of Interest	Amount	Purpose
Generation	AmerGen	EWG	Revolving credit loan	LIBOR plus .625%	\$35,300,000	Operating funds
Generation	Exelon SHC, Inc	Intermediate	Capital contribution	NA	\$7,040,200	Operating funds
Exelon SHC, Inc	EXRES SHC, Inc.	Intermediate	Capital contribution	NA	\$7,540,300	Operating funds
EXRES SHC, Inc.	ExRES Power Holdings, Inc.	Intermediate	Capital contribution	NA	\$7,540,300	Operating funds
ExRES Power Holdings, Inc.	National Energy Development, Inc.	Intermediate	Capital contribution	NA	\$3,318,500	Operating funds
ExRES Power Holdings, Inc.	Sithe	EWG	Capital contribution	NA	\$7,540,300	Operating funds
Generation	Exelon Generation Consolidation, LLC	Intermediate trust company	Capital contribution	NA	\$75,015,000	Investments in decommissioning trust subsidiaries
Exelon Generation Consolidation, LLC	Limerick I NQF, LLC	Decommissioning trust	Capital contribution	NA	\$8,000	Investments in decommissioning trusts

Exelon Generation Consolidation, LLC	Limerick II NQF, LLC	Decommissioning trust	Capital contribution	NA	\$337,000	Investments in decommissioning trusts
Exelon Generation Consolidation, LLC	PeachBottom I NQF, LLC	Decommissioning trust	Capital contribution	NA	\$417,600	Investments in decommissioning trusts
Exelon Generation Consolidation, LLC	PeachBottom II NQF, LLC	Decommissioning trust	Capital contribution	NA	\$74,800	Investments in decommissioning trusts
Exelon Generation Consolidation, LLC	Dresden I NQF, LLC	Decommissioning trust	Capital contribution	NA	\$53,686,300	Investments in decommissioning trusts
Exelon Generation Consolidation, LLC	Dresden II NQF, LLC	Decommissioning trust	Capital contribution	NA	\$316,400	Investments in decommissioning trusts
Exelon Generation Consolidation, LLC	Dresden III NQF, LLC	Decommissioning trust	Capital contribution	NA	\$1,067,000	Investments in decommissioning trusts
Exelon Generation Consolidation, LLC	LaSalle I NQF, LLC	Decommissioning trust	Capital contribution	NA	\$238,000	Investments in decommissioning trusts
Exelon Generation Consolidation, LLC	LaSalle II NQF, LLC	Decommissioning trust	Capital contribution	NA	\$173,900	Investments in decommissioning trusts
Exelon Generation Consolidation, LLC	Byron I NQF, LLC	Decommissioning trust	Capital contribution	NA	\$10,400	Investments in decommissioning trusts
Exelon Generation Consolidation, LLC	Byron II NQF, LLC	Decommissioning trust	Capital contribution	NA	\$107,000	Investments in decommissioning trusts
Exelon Generation Consolidation, LLC	Braidwood I NQF, LLC	Decommissioning trust	Capital contribution	NA	\$24,100	Investments in decommissioning trusts
Exelon Generation Consolidation, LLC	Braidwood II NQF, LLC	Decommissioning trust	Capital contribution	NA	\$8,000	Investments in decommissioning trusts
Exelon Generation Consolidation, LLC	Quad Cities I NQF, LLC	Decommissioning trust	Capital contribution	NA	\$278,900	Investments in decommissioning trusts
Exelon Generation Consolidation, LLC	Quad Cities II NQF, LLC	Decommissioning trust	Capital contribution	NA	\$281,300	Investments in decommissioning trusts
Exelon Generation Consolidation, LLC	Salem I NQF, LLC	Decommissioning trust	Capital contribution	NA	\$575,100	Investments in decommissioning trusts
Exelon Generation	Salem I NQF, LLC	Decommissioning trust	Capital contribution	NA	\$405,400	Investments in

Consolidation, LLC						decommissioning trusts
Generation	AmerGen Consolidation, LLC	Intermediate company	Capital contribution	NA	\$7,500	Investments in decommissioning trust subsidiaries
AmerGen	AmerGen TMI NQF, LLC	Decommissioning trust	Capital contribution	NA	\$2,000	Investments in decommissioning trusts

AmerGen	AmerGen Oyster Creek NQF, LLC	Decommissioning trust	Capital contribution	NA	\$2,000	Investments in decommissioning trusts
AmerGen	AmerGen Clinton NQF, LLC	Decommissioning trust	Capital contribution	NA	\$2,000	Investments in decommissioning trusts
Ventures	Exelon Synfuel I, LLC	Rule 58	Capital contribution	NA	\$27,767,500	Operating funds
Ventures	Exelon Synfuel II, LLC	Rule 58	Capital contribution	NA	\$22,199,800	Operating funds
Ventures	Exelon Synfuel III, LLC	Rule 58	Capital contribution	NA	\$1,000,000	Operating funds
Ventures	Generation	Utility company	Capital contribution	NA	\$5,315,900	Operating funds
ETT North America, Inc.	Exelon Thermal Technologies, Inc.	Rule 58	Revolving credit loan	LIBOR plus 50 basis points	\$1,500,000	Operating funds
Thermal	Exelon Thermal Development, Inc.	Rule 58	Revolving credit loan	LIBOR plus 50 basis points	\$200,000	Operating funds
F&M Holdings Company, LLC	II Services, Inc.	Rule 58	Revolving credit loan	LIBOR plus 50 basis points	\$52,863	Operating funds
Exelon Thermal Holdings, Inc.	Northwind Chicago, LLC	Rule 58	Capital contribution	NA	\$38,466,552	Operating funds
ECPH, LLC	Exelon Enterprises Investments, Inc.	Rule 58	Capital contribution	NA	\$9,700,000	Operating funds
Ventures	Enterprises	Intermediate holding company	Revolving credit loan	LIBOR plus 50 basis points	\$214,150,000	Operating funds
GenFinance	Exelon PowerLabs, LLC	Rule 58	Revolving credit loan	One month LIBOR plus .625%	\$250,000	Operating funds
Enterprises	Exelon Enterprises Management, Inc.	Intermediate holding company for ETCs	Revolving credit loan	LIBOR plus 50 basis points	\$6,909,664	Operating funds
Enterprises	Fischbach & Moore Electric, Inc.	Rule 58	Revolving credit loan	LIBOR plus 50 basis points	\$500,000	Operating funds
Enterprises	Exelon Services, Inc.	Rule 58	Revolving credit loan	LIBOR plus 50 basis	\$7,000,000	Operating funds
Exelon	EED	Intermediate registered holding company	Capital contribution	NA	\$410,760	Allocation of corporate tax benefit
EED	PECO Energy Company	Utility	Capital contribution	NA	\$410,760	Allocation of corporate tax benefit
ExTel Corporation, LLC	PECO Wireless, LP	ETC	Capital contribution	NA	\$142,049,927	Used for investments

PECO	ExTel Corporation, LLC	Intermediate subsidiary	Capital contribution	NA	\$1,420,499	Used for investments
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28. Investment Order - With respect to reorganizations during the quarter, a narrative description of the reorganization together with specifics as to the assets or securities transferred, the method of transfer and the price or other consideration for the transfer, and the names of the companies involved in the transfer.

1. Solution Holdings, LLC (Solutions)

Solutions was formed in Delaware on May 13, 2004, as a subsidiary of Exelon Services, Inc. (Services), to facilitate the sale of certain energy related companies and assets. Services transferred the following assets and liabilities, at cost, to Solutions:

Cash	\$844,896
Accounts receivable	6,664,575
Inventory	248,113
Underbillings	(255,921)
Prepays	189,700
Property, plant and equipment	431,922
Deposits	3,137
Other non-current assets	7,002,293
Accounts payable	6,704,252
Short-term debt	34,952
Overbillings	3,811,706
Accrued payroll and related	96,654
Accrued other taxes	1,803
Other accrued liabilities	267,147
Other long-term liabilities	1,946,058
Equity	2,266,143

Solutions was sold on June 25, 2004.

2. Energy Trading Company

Exelon Energy Trading Company was dissolved on June 14, 2004 and distributed its assets and liabilities to its parent, ECP Telecommunications Holdings, LLC:

Intercompany accounts receivable	\$125,429
Other investments	316,753
Valuation allowance	(316,753)
Federal income taxes receivable	521,191
Deferred federal income taxes	110,864
Equity	(1,322,417)
Retained earnings	564,933

29. Investment Order - A chart showing, as of the end of such quarterly period and reflecting any reorganization accomplished during the quarter, all associated companies of Exelon, in addition to Ventures, that are Non-Utility Subsidiaries and identifying each as an EWG, FUCO, ETC, Rule 58 Subsidiary, Non-U.S. Energy Related Subsidiary, Intermediate Subsidiary or Financing Subsidiary, as applicable, and indicating Exelon's percentage equity ownership in each such entity.

Exelon Corporation Subsidiaries and Investments
As of June 30, 2004

Tier	Company name	Common Shares Owned	Parent Voting Power	Other Voting Power	PUHCA Type of Business And Authority
	Exelon Corporation				Public Utility Holding Company
1	Exelon Business Services Company	1	100.00%		Subsidiary Service Company
1	Unicom Resources, Inc.	100	100.00%		Inactive
1	Unicom Assurance Company, Ltd. *	NA	100.00%		Approved in Merger Order (Captive Insurance Company)
1	Exelon Investment Holdings, LLC	NA	100.00%		Intermediate Subsidiary
2	Boston Financial Institutional Tax Credit Fund X	NA	10.72%		Approved in Merger Order (tax advantaged transactions - housing)
2	Boston Financial Institutional Tax Credit Fund XIV	NA	43.69%		Approved in Merger Order (tax advantaged transactions - housing)
2	Boston Financial Institutional Tax Credit Fund XIX	NA	14.19%		Approved in Merger Order (tax advantaged transactions - housing)
2	Boston Financial Institutional Tax Credit Fund XXI	NA	34.54%		Approved in Merger Order (tax advantaged transactions - housing)
2	Related Corporate Partners XII, L.P.	NA	36.03%		Approved in Merger Order (tax advantaged transactions - housing)
2	Related Corporate Partners XIV, L.P.	NA	15.99%		Approved in Merger Order (tax advantaged transactions - housing)
2	Related Corporate Partners IV, L.P.				
2	Summit Corporate Tax Credit Fund II	NA	33.00%		Approved in Merger Order (tax advantaged transactions - housing)
2	USA Institutional Tax Credit Fund XXII	NA	24.49%		Approved in Merger Order (tax advantaged transactions - housing)
1	Exelon Capital Trust I *	N/A	100.00%		Financing company
1	Exelon Capital Trust II *	N/A	100.00%		Financing company
1	Exelon Capital Trust III *	N/A	100.00%		Financing company
1	Unicom Investment, Inc.	100	100.00%		Approved in Merger Order (Tax

2	Scherer Holdings 1, LLC	NA	100.00%	advantaged transactions) Approved in Merger Order (Tax advantaged transactions)
2	Scherer Holdings 2, LLC	NA	100.00%	Approved in Merger Order (Tax advantaged transactions)
2	Scherer Holdings 3, LLC	NA	100.00%	Approved in Merger Order (Tax advantaged transactions)

2	Spruce Holdings G.P. 2000, LLC	NA	100.00%		Approved in Merger Order (Tax advantaged transactions)
2	Spruce Holdings L.P. 2000, LLC	NA	100.00%		Approved in Merger Order (Tax advantaged transactions)
3	Spruce Equity Holdings, L.P.	NA	99.00%	Spruce LP	Approved in Merger Order (Tax advantaged transactions)
4	Spruce Holdings Trust	NA NA	1.00% 100.00%	Spruce GP	Approved in Merger Order (Tax advantaged transactions)
2	Wansley Holdings 1, LLC	NA	100.00%		Approved in Merger Order (Tax advantaged transactions)
2	Wansley Holdings 2, LLC	NA	100.00%		Approved in Merger Order (Tax advantaged transactions)
1	Exelon Ventures Company, LLC	NA	100.00%		Public Utility Holding Company First Tier
2	Exelon Synfuel I, LLC	NA	100.00%		Rule 58
3	DTE Buckeye, LLC *	Member interest 59.00%	0.00%		Rule 58
2	Exelon Synfuel II, LLC	NA	100.00%		Rule 58
3	DTE Belews Creek, LLC *	Member interest 99.00%	0.00%		Rule 58
2	Exelon Synfuel III, LLC	NA	100.00%		Rule 58
2	Exelon Generation Company, LLC	NA	100.00%		Public Utility Holding Company Second Tier and Utility Company
3	Exelon Generation Finance Company, LLC	NA	100.00%		Approved in Financing Order (Financing)
3	NuStart Energy Development, LLC	NA	~ 10%		Development company
3	ExTex Retail Services Company, LLC	NA	100.00%		Rule 58 - 5
3	Penesco Company, LLC	NA	100.00%		Rule 58
3	Port City Power, LLC *	NA	100.00%		Approved in Investment Order (Development Company)
3	Southeast Chicago Energy Project, LLC	NA	100.00%		Exempt Wholesale Generator
3	Concomber Ltd	NA	100.00%		Approved in Merger Order (Captive Insurance Company)
3	CenESCO Company, LLC	NA	100.00%		Rule 58
3	Exelon Allowance Management Company, LLC	NA	100.00%		Rule 58
3	Susquehanna Electric Company		100.00%		EWG
3	Exelon SHC, Inc.	1,000 NA	85.00%	Genco - LP	Intermediate Subsidiary
		NA	14.00%	Peaker DG - GP	
		NA	1.00%	Ventures - LP	
4	Keystone Fuels, LLC	NA	20.99%		Rule 58
4	Conemaugh Fuels, LLC	NA	20.72%		Rule 58
4	EXRES SHC, Inc.	NA	50.00%		Intermediate Subsidiary
5			100.00%		Intermediate Subsidiary
6	ExRES Power Holdings, Inc.				Intermediate Subsidiary
6	National Energy Development, Inc.*	100	100.00%		Intermediate Subsidiary
6	Sithe Energies, Inc. *		56.00%	Fossil Holdings	Combination Exempt Wholesale Generator and Rule 58
			44.00%	NEDI	
3	Nuclear US Holdings, Inc.		100.00%		Intermediate

4	Nuclear US Investments, LLC	NA	100.00%		Intermediate Subsidiary
4	Nuclear, Limited Partnership	NA	99.00%	Nuclear US Holdings, Inc. as LP	Intermediate Subsidiary
		NA	1.00%	Nuclear US Investments LLC, as GP	
5	AmerGen Energy Company, LLC	NA	50.00%	Genco	Exempt Wholesale Generator
		NA	50.00%	Nuclear, Limited Partnership	
6	AmerGen Consolidation, LLC	NA	100.00%		Intermediate Subsidiary
6	AmerGen TMI NQF, LLC	NA	100.00%		Decommissioning trust
6	AmerGen Oyster Creek NQF, LLC	NA	100.00%		Decommissioning trust
6	AmerGen Clinton NQF, LLC	NA	100.00%		Decommissioning trust
3	PECO Energy Power Company		100.00%		EWG
		984,000			
4	Susquehanna Power Company		100.00%		EWG
		1,273,000			
5	The Proprietors of the Susquehanna Canal*	NA	100.00%		Inactive
3	Exelon Generation International, Inc. *	NA	100.00%		Intermediate Subsidiary
3	Exelon Peaker Development General, LLC	NA	100.00%		Intermediate Subsidiary
3	Exelon Peaker Development Limited, LLC	NA	100.00%		Intermediate Subsidiary
4	ExTex LaPorte Limited Partnership *	NA	99.00%	Peaker DL - LP	Exempt Wholesale Generator
		NA	1.00%	Peaker DG - GP	
3	ExTex Marketing, LLC	NA	100.00%		Rule 58
4	ExTex Power, LP	NA	99.00%	ExTex Marketing, LLC - LP	Rule 58
		NA	1.00%	Genco - GP	
3	Exelon AOG Holding # 1, Inc.		100.00%		Intermediate Subsidiary
3	Exelon AOG Holding # 2, Inc.		100.00%		Intermediate Subsidiary
4	Exelon New England Power Marketing, LP	NA	99.00%	AOG # 2, LP	Rule 58
		NA	1.00%	AOG # 1, GP	
3	Exelon New England Holdings, LLC	NA	100.00%		Intermediate Subsidiary
4	ENEH Services, LLC	NA	100.00%		Rule 58
4	Exelon New England Power Services, Inc.		100.00%		Exempt Wholesale Generator
4	Exelon New England Development, LLC	NA	100.00%		Development Company
4	Exelon Wyman, LLC	NA	100.00%		Exempt Wholesale Generator
4	Exelon Edgar, LLC	NA	100.00%		Exempt Wholesale Generator
4	Exelon Framingham, LLC	NA	100.00%		Exempt Wholesale Generator
4	Exelon Framingham Development, LLC	NA	100.00%		Development Company
4	Exelon West Medway, LLC	NA	100.00%		Exempt Wholesale Generator
4	Exelon West Medway Expansion, LLC *	NA	100.00%		Development Company
4	Exelon West Medway Development, LLC	NA	100.00%		Development Company
4	Exelon Boston Services, LLC	NA	100.00%		Exempt Wholesale Generator

4	Exelon New Boston, LLC	NA	100.00%	Exempt Wholesale Generator Rule 58 (vii) Intermediate Subsidiary Successor to decommissioning trusts approved in the merger order.
4	Exelon Hamilton, LLC	NA	100.00%	
3	Exelon PowerLabs, LLC	NA	100.00%	
3	Exelon Generation Consolidation, LLC	NA	100.00%	
4	Braidwood 1 NQF, LLC	NA	100.00%	Successor to decommissioning trusts approved in the merger order.
4	Braidwood 2 NQF, LLC	NA	100.00%	
4	Byron 1 NQF, LLC	NA	100.00%	
4	Byron 2 NQF, LLC	NA	100.00%	
4	Dresden 1 NQF, LLC	NA	100.00%	Successor to decommissioning trusts approved in the merger order.
4	Dresden 2 NQF, LLC	NA	100.00%	
4	Dresden 3 NQF, LLC	NA	100.00%	
4	LaSalle 1 NQF, LLC	NA	100.00%	
4	LaSalle 2 NQF, LLC	NA	100.00%	Successor to decommissioning trusts approved in the merger order.
4	Limerick 1 NQF, LLC	NA	100.00%	
4	Limerick 2 NQF, LLC	NA	100.00%	
4	PeachBottom 1 NQF, LLC	NA	100.00%	
4	PeachBottom 2 NQF, LLC	NA	100.00%	Successor to decommissioning trusts approved in the merger order.
4	PeachBottom 3 NQF, LLC	NA	100.00%	
4	Quad Cities 1 NQF, LLC	NA	100.00%	

4	Quad Cities 2 NQF, LLC	NA	100.00%	Successor to decommissioning trusts approved in the merger order.
4	Salem 1 NQF, LLC	NA	100.00%	Successor to decommissioning trusts approved in the merger order.
4	Salem 2 NQF, LLC	NA	100.00%	Successor to decommissioning trusts approved in the merger order.

4	Zion 1 NQF, LLC	NA	100.00%	Successor to decommissioning trusts approved in the merger order.
4	Zion 2 NQF, LLC	NA	100.00%	Successor to decommissioning trusts approved in the merger order.
3	Exelon Energy Company	100	100.00%	Rule 58
4	AllEnergy Gas & Electric Marketing Company, LLC	NA	100.00%	Rule 58
5	Texas Ohio Gas, Inc.	100	100.00%	Rule 58
2	Exelon Enterprises Company, LLC	NA	100.00%	Non-Utility Holding Company
3	Exelon Enterprises Management, Inc.		100.00%	Second Tier Approved in Merger Order (investments in Rule 58 and Telecommunications)
4	CIC Global, LLC	NA	50.00%	ETC
4	UniGrid Energy, LLC*	NA	50.00%	ETC - Inactive
4	Phoenix Foods, LLC		5.00%	Rule 58
4	ECPH, LLC	NA	100.00%	Hold ETC investments
5	ECP Telecommunications Holdings, LLC	NA	100.00%	Holds ETCs
6	Entrade, Inc.		< 10%	ETC
6	WorldWide Web Network Corp		< 10%	ETC
6	Everest Broadband Networks		15.50%	ETC
6	Exotrope, Inc.		< 10%	ETC
6	Media Station, Inc.		2.48%	ETC
6	NEON Communications, Inc.		10.01%	Approved in Merger Order (Investment)
6	SoftComp, Inc (PermitsNow)		15.51%	Inactive
6	Planalytics, Inc.		9.60%	ECP
6	Pantellos Corporation		3.80%	ETC
6	VITTS Network Group, Inc.		20.26%	ETC
6	OmniChoice.com, Inc.		30.10%	ETC
5	Exelon Enterprises Investments, Inc.		100.00%	Approved in Merger Order (investments in Rule 58 and telecommunications)
6	Kinetic Venture Fund I, LLC		22.22%	Merger U-1 Amendment # 5 (Reserved Jurisdiction)
6	Kinetic Venture Fund II, LLC		14.30%	Merger U-1 Amendment # 5 (Reserved Jurisdiction)
6	Enertech Capital Partners II		6.10%	ETC
6	UTECH Climate Challenge Fund, L.P.		24.30%	Approved in Merger Order (energy related - venture capital Rule 58)
6	EEI Telecommunications Holdings, LLC	NA	100.00%	ETC
7	Exelon Communications Holdings, LLC	NA	100.00%	ETC
8	PHT Holdings, LLC	NA	100.00%	Held by ETC
8	Exelon Communications Company, LLC	NA	100.00%	Held by ETC
3	F & M Holdings Company, LLC	NA	100.00%	Rule 58
4	Oldco VSI, Inc.	100	100.00%	Rule 58
5	EGW Meter Services, LLC *	NA	100.00%	Rule 58
4	II Services, Inc.		100.00%	Rule 58
5	EIS Engineering, Inc.		100.00%	Rule 58
6	InfraSource Field Services LLC *	NA	100.00%	Rule 58
4	NEWCOSY, Inc.	1	100.00%	Rule 58
4	Fischbach and Moore Electric, Inc.	1	100.00%	Rule 58
4	NEWCOTRA, Inc.*	1	100.00%	Rule 58
5	Fischbach and Moore, Inc.	1	100.00%	Rule 58
6	Fischbach and Moore Electrical Contracting, Inc.*	1	100.00%	Rule 58
6	T.H. Green Electric Co., Inc.*	1	100.00%	Rule 58

5	Rand-Bright Corporation	1	100.00%	Rule 58
	OSP Servicios S.A. de C.V.*		100.00%	Rule 58
5	Universal Network Development, Corp.*		49.00%	Rule 58
4	EIS Investments, LLC*	NA	100.00%	Rule 58
5	WCB Services, LLC *	NA	49.00%	Rule 58
3	Exelon Services, Inc.		100.00%	Rule 58
3	Unicom Power Holdings, LLC	NA	100.00%	Rule 58
3	Unicom Power Marketing, Inc.	100	100.00%	Rule 58
3	Adwin Equipment Company		100.00%	Rule 58
3	Exelon Thermal Holdings, Inc.	100	100.00%	Rule 58
4	ETT North America, Inc.	10	100.00%	Rule 58
5	Northwind Thermal Technologies Canada, Inc.	10	100.00%	Merger Order Reserved
				Jurisdiction; Investment U-1 in Docket 70-9691 (Rule 58 operating outside the U.S.)
6	ETT Canada, Inc.	10	100.00%	Merger Order Reserved
				Jurisdiction; Investment U-1 in Docket 70-9691 (Rule 58 operating outside the U.S.)
7	Northwind Windsor	NA	50.00%	Merger Order Reserved
				Jurisdiction; Investment U-1 in Docket 70-9691 (Rule 58 operating outside the U.S.)
4	ETT Nevada, Inc.	100	100.00%	Rule 58
5	Northwind Aladdin, LLC *	NA	75.00%	Rule 58
4	Exelon Thermal Development, Inc.	100	100.00%	Rule 58
4	ETT Boston, Inc.	100	100.00%	Rule 58
4	Northwind Boston, LLC	NA	25.00%	Rule 58
4	ETT Houston, Inc.	100	100.00%	Rule 58
1	Exelon Energy Delivery Company, LLC	NA	100.00%	Intermediate public utility holding company
2	PECO Energy Company		100.00%	Electric and Gas Utility Company
		170,478,507		Rule 58
3	East Coast Natural Gas Cooperative, LLP	NA	41.12%	Rule 58
3	Horizon Energy Company*		100.00%	Rule 58 - inactive.
		1,000		Merger Order Reserved
3	Adwin Realty Company		100.00%	Merger Order Reserved
		1,000		Jurisdiction (Real Estate)
4	Ambassador II Joint Venture *	NA	50.00%	Merger Order Reserved
				Jurisdiction (Real Estate)
4	Bradford Associates *	NA	50.00%	Merger Order Reserved
				Jurisdiction (Real Estate)
4	Franklin Town Towers Associates *	50	50.00%	Merger Order Reserved
				Jurisdiction (Real Estate)
4	Henderson Ambassador Associates *	NA	50.00%	Merger Order Reserved
				Jurisdiction (Real Estate)
3	PECO Energy Transition Trust	NA	100.00%	Approved in Merger Order (Financing)
3	PECO Energy Capital Corp.		100.00%	Approved in Merger Order (Financing)
		1,000		Approved in Merger Order (Financing)
4	PECO Energy Capital Trust III	NA	100.00%	Approved in Merger Order (Financing)
4	PECO Energy Capital, LP	NA	3.00%	Approved in Merger Order (Financing)

3	PECO Energy Capital Trust IV	NA	100.00%	Financing
3	PECO Energy Capital Trust V*	NA	100.00%	Financing
3	PECO Energy Capital Trust VI*	NA	100.00%	Financing

3	ExTel Corporation, LLC	NA	100.00%		Intermediate Subsidiary
4	PECO Wireless, LP	NA	99.00%	PECO	Intermediate Subsidiary
			1.00%	ExTel	
5	ATNP Finance Company	100	100.00%		Approved in Merger Order (Financing)
5	PEC Financial Services, LLC	NA	100.00%		Approved in Merger Order (Financing)
3	Adwin (Schuylkill) Cogeneration, Inc. *		50.00%		ERC
2	Commonwealth Edison Company		99.90%		Public Utility Holding Company, Second Tier; Electric Utility Company
		127,002,904		0.01	
3	Commonwealth Edison Company of Indiana, Inc.	908,084	100.00%		Electric Utility Company
3	ComEd Financing II *	NA	100.00%		Approved in Merger Order (Financing)
3	ComEd Financing III	NA	100.00%		Financing
3	ComEd Funding, LLC	NA	100.00%		Approved in Merger Order (Financing)
4	ComEd Transitional Funding Trust	NA	100.00%		Approved in Merger Order (Financing)
3	Commonwealth Research Corporation*	200	100.00%		Rule 58
3	Edison Development Company	741	100.00%		Approved in Merger Order (economic and community development)
3	Edison Development Canada Inc.		100.00%		Merger Order reserved jurisdiction; Investment U-1 in Docket 70-9691 (economic and community development)
		15,158			
4	Edison Finance Partnership	NA	100.00%		Merger Order reserved jurisdiction; Investment U-1 in Docket 70-9691 (Financing)
	3Chicago Equity Fund		<10%		
	3Dearborn Park Corporation		<10%		
	3I.L.P. Fund C/O Chicago Capital Fund		<10%		

* Inactive company.

Changes in Second Quarter

- - - - -

ENEH Services, LLC
Formation in Delaware, 4/1/2004.

Exelon Capital Partners, Inc.
Sold, 4/16/2004.

NuStart Energy Development, LLC Organized in Delaware, 4/19/2004.

ComEd Financing 1
Dissolved, 5/13/2004.

Solution Holdings, LLC
Formed in Delaware on 5/13/2004.

Boston Generating, LLC
Completed sale, transfer and assignment of ownership.
May 25, 2004

Mystic 1, LLC
Completed sale, transfer and assignment of ownership.
May 25, 2004

Mystic Development, LLC
Completed sale, transfer and assignment of ownership.
May 25, 2004

Fore River Development, LLC
Completed sale, transfer and assignment of ownership.
May 25, 2004

Energy Trading Company
Dissolved on 6/14/2004.

Exelon Synfuel III, LLC Organized in Delaware, 6/17/2004.

Solution Holdings, LLC
Sold on 6/25/2004.

Exelon Services Federal Group, Inc.
Sold on 6/25/2004.

PECO TelCove sold to TelCove, 6/30/2004.

Thermal Chicago Corporation
Sold on 6/30/2004.

Northwind Chicago, LLC
Sold on 6/30/2004.

Exelon Thermal Technologies, Inc.
Sold on 6/30/2004.

Northwind Midway, LLC
Sold on 6/30/2004.

ETT National Power, Inc.
Sold on 6/30/2004.

S I G N A T U R E

Pursuant to the requirements of PUHCA, the undersigned company has duly caused this document to be signed on its behalf by the undersigned thereunto duly authorized.

Date: August 30, 2004

EXELON CORPORATION

By: /s/ Matthew F. Hilzinger

Vice President and
Corporate Controller

Exhibit A

Glossary of Defined Terms

AmerGen	AmerGen Energy Company, LLC
AOG # 1	Exelon AOG Holding # 1, Inc.
AOG # 2	Exelon AOG Holding # 2, Inc.
Authorization Period	April 1, 2004 through April 15, 2007
ComEd	Commonwealth Edison Company
ComEd of Indiana	Commonwealth Edison Company of Indiana, Inc.
EBSC	Exelon Business Services Company
Exelon	Exelon Corporation
Enterprises	Exelon Enterprises Company, LLC
EED	Exelon Energy Delivery Company, LLC
Equity	Linked Securities Securities, including units consisting of a combination of incorporated options, warrants and/or forward equity purchase contracts with debt, preferred stock, or Preferred Securities.
ETCs	Exempt telecommunications companies
EWGs	Exempt wholesale generators
ExTel	ExTel Corporation, LLC
FUCO	Foreign utility company
ExTex	ExTex LaPorte Limited Partnership
Fossil Holdings	Exelon (Fossil) Holdings, Inc.
Generation	Exelon Generation Company, LLC
GenFinance	Exelon Generation Finance Company
GP	General partner
LP	Limited Partner
NEDI	National Energy Development, Inc.
n.m.	Not meaningful
Peaker DG	Exelon Peaker Development General, LLC
Peaker DL	Exelon Peaker Development Limited, LLC
PECO	PECO Energy Company
PEPCO	PECO Energy Power Company
Power Holdings	Exelon Power Holdings, LP
PETT	PECO Energy Transition Trust
Preferred Securities	Including, specifically, trust preferred securities, or monthly income preferred securities.
Sithe	Sithe Energies, Inc.
ENEH	Exelon New England Holdings, LLC
Southeast Chicago	Southeast Chicago Energy Project, LLC
SECO	Susquehanna Electric Company
SPCO	Susquehanna Power Company
Spruce, GP	Spruce Holdings GP 2000, LLC
Spruce, LP	Spruce Holdings LP 2000, LLC
Ventures	Exelon Ventures Company, LLC

Exhibit B - Item 15

A.
- - -

PECO has issued the security described herein which issue was exempted from the provisions of section 6(a) of the Act and was neither the subject of a declaration or application on Form U-1 nor included within the exemption provided by Rule U-48.

1. Type of securities (draft, promissory note): First and Refunding Mortgage Bonds.
2. Issue, renewal or guaranty: Issue.
3. Principal amount of each security: \$75,000,000.
4. Rate of interest per annum of each security: 5.90%.
5. Date of issue, renewal or guaranty of each security: April 16, 2004.
6. If renewal of security, give date of original issue: NA.
7. Date of maturity of each security (in the case of demand notes, indicate demand): May 1, 2034.
8. Name of the person to whom each security was issued, renewed or guaranteed: Various.
9. Collateral given with each security: None.
10. Consideration given for each security: Cash.
11. Application of proceeds for each security: The proceeds from this issuance will be used to redeem \$75,000,000 aggregate principal amount of PECO's 6-3/8% first mortgage bonds due August 15, 2005.
12. Indicate by a check after the applicable statement below whether the issue, renewal or guaranty of each security was exempt from the provisions of Section (a) because of:
 - a. the provisions contained in the first sentence of section 6 (b): ☐
 - b. the provisions contained in the fourth sentence 6 (b): ☐
 - c. the provisions in any rule of the Commission other than Rule U-48: ☒
13. If the security or securities are exempt from the provisions of section 6(a) by virtue of Section 6(b), give the figures that indicate that the securities or securities aggregate (together with all other then outstanding notes and drafts of a maturity of nine months or less, exclusive of days of grace, as to which such company is primarily or secondarily liable) not more than 5 per centum of the principle amount and par value of the other securities of such company then outstanding. (Demand notes, regardless of how long they may have been outstanding, shall be considered as maturing in not more than nine months for the

purpose of the exemption from Section 6(a) of the Act granted by the first sentence of section 6(b): Not Applicable.

14. If the securities are exempt from the provisions of section 6 (a) because of the fourth sentence of section 6 (b), name the security outstanding on January 1, 1935, pursuant to the terms of which the security or securities herein described have been issued: Not Applicable
15. If the securities are exempt from the provisions of section 6 (a) because of any rule of the Commission other than Rule U-48 designate the rule under which exemption is claimed: Rule 52 (a)

B

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AmerGen has issued the security described herein which issue was exempted from the provisions of section 6(a) of the Act and was neither the subject of a declaration or application on Form U-1 nor included within the exemption provided by Rule U-48.

1. Type of securities (draft, promissory note): Revolving credit loan.
2. Issue, renewal or guaranty: Issue.
3. Principal amount of each security: \$35,300,000.
4. Rate of interest per annum of each security: One month LIBOR plus .625%.
5. Date of issue, renewal or guaranty of each security: April 2004.
6. If renewal of security, give date of original issue: NA.
7. Date of maturity of each security (in the case of demand notes, indicate demand): Revolving credit.
8. Name of the person to whom each security was issued, renewed or guaranteed: Exelon Generation Finance Company, LLC.
9. Collateral given with each security: None.
10. Consideration given for each security: Cash.
11. Application of proceeds for each security: The proceeds from the revolving credit loan were used to provide operating funds.
12. Indicate by a check after the applicable statement below whether the issue, renewal or guaranty of each security was exempt from the provisions of Section (a) because of:
 - a. the provisions contained in the first sentence of section 6 (b): ☐
 - b. the provisions contained in the fourth sentence 6 (b): ☐
 - c. the provisions in any rule of the Commission other than Rule U-48: ☒
13. If the security or securities are exempt from the provisions of section 6(a) by virtue of Section 6(b), give the figures that indicate that the securities or securities aggregate (together with all other then outstanding notes and drafts of a maturity of nine months or less, exclusive of days of grace, as to which such company is primarily or secondarily liable) not more than 5 per centum of the principle amount and par value of the other securities of such company then outstanding. (Demand notes, regardless of how long they may have been outstanding, shall be considered as maturing in not more than nine months for the purpose of the exemption from Section 6(a) of the Act granted by the first sentence of section 6(b): Not Applicable.

14. If the securities are exempt from the provisions of section 6 (a) because of the fourth sentence of section 6 (b), name the security outstanding on January 1, 1935, pursuant to the terms of which the security or securities herein described have been issued: Not Applicable
15. If the securities are exempt from the provisions of section 6 (a) because of any rule of the Commission other than Rule U-48 designate the rule under which exemption is claimed: Rule 52 (b)

C.
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II Services, Inc. has issued the security described herein which issue was exempted from the provisions of section 6(a) of the Act and was neither the subject of a declaration or application on Form U-1 nor included within the exemption provided by Rule U-48.

1. Type of securities (draft, promissory note): Revolving credit loan.
2. Issue, renewal or guaranty: Issue.
3. Principal amount of each security: \$52,863.
4. Rate of interest per annum of each security: LIBOR plus 50 basis points.
5. Date of issue, renewal or guaranty of each security: Second quarter 2004.
6. If renewal of security, give date of original issue: NA.
7. Date of maturity of each security (in the case of demand notes, indicate demand): Revolving credit.
8. Name of the person to whom each security was issued, renewed or guaranteed: F&M Holdings Company, LLC.
9. Collateral given with each security: None.
10. Consideration given for each security: Cash.
11. Application of proceeds for each security: The proceeds from the revolving credit loan are used to provide operating funds.
12. Indicate by a check after the applicable statement below whether the issue, renewal or guaranty of each security was exempt from the provisions of Section (a) because of:
 - a. the provisions contained in the first sentence of section 6 (b): ☐
 - b. the provisions contained in the fourth sentence 6 (b): ☐
 - c. the provisions in any rule of the Commission other than Rule U-48: ☒
13. If the security or securities are exempt from the provisions of section 6(a) by virtue of Section 6(b), give the figures that indicate that the securities or securities aggregate (together with all other then outstanding notes and drafts of a maturity of nine months or less, exclusive of days of grace, as to which such company is primarily or secondarily liable) not more than 5 per centum of the principle amount and par value of the other securities of such company then outstanding. (Demand notes, regardless of how long they may have been outstanding, shall be considered as maturing in not more than nine months for the purpose of the exemption from Section 6(a) of the Act granted by the first sentence of section 6(b): Not Applicable.

14. If the securities are exempt from the provisions of section 6 (a) because of the fourth sentence of section 6 (b), name the security outstanding on January 1, 1935, pursuant to the terms of which the security or securities herein described have been issued: Not Applicable
15. If the securities are exempt from the provisions of section 6 (a) because of any rule of the Commission other than Rule U-48 designate the rule under which exemption is claimed: Rule 52 (b)

D.
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Enterprises has issued the security described herein which issue was exempted from the provisions of section 6(a) of the Act and was neither the subject of a declaration or application on Form U-1 nor included within the exemption provided by Rule U-48.

1. Type of securities (draft, promissory note): Revolving credit loan.
2. Issue, renewal or guaranty: Issue.
3. Principal amount of each security: \$214,150,000.
4. Rate of interest per annum of each security: LIBOR plus 50 basis points.
5. Date of issue, renewal or guaranty of each security: April and June, 2004.
6. If renewal of security, give date of original issue: NA.
7. Date of maturity of each security (in the case of demand notes, indicate demand): Revolving credit.
8. Name of the person to whom each security was issued, renewed or guaranteed: EEI Telecommunications Holdings, LLC.
9. Collateral given with each security: None.
10. Consideration given for each security: Cash.
11. Application of proceeds for each security: The proceeds from the revolving credit loan are used to provide operating funds.
12. Indicate by a check after the applicable statement below whether the issue, renewal or guaranty of each security was exempt from the provisions of Section (a) because of:
 - a. the provisions contained in the first sentence of section 6 (b): []
 - b. the provisions contained in the fourth sentence 6 (b): []
 - c. the provisions in any rule of the Commission other than Rule U-48: [X]
13. If the security or securities are exempt from the provisions of section 6(a) by virtue of Section 6(b), give the figures that indicate that the securities or securities aggregate (together with all other then outstanding notes and drafts of a maturity of nine months or less, exclusive of days of grace, as to which such company is primarily or secondarily liable) not more than 5 per centum of the principle amount and par value of the other securities of such company then outstanding. (Demand notes, regardless of how long they may have been outstanding, shall be considered as maturing in not more than nine months for the purpose of the exemption from Section 6(a) of the Act granted by the first

sentence of section 6(b): Not Applicable.

14. If the securities are exempt from the provisions of section 6 (a) because of the fourth sentence of section 6 (b), name the security outstanding on January 1, 1935, pursuant to the terms of which the security or securities herein described have been issued: Not Applicable
15. If the securities are exempt from the provisions of section 6 (a) because of any rule of the Commission other than Rule U-48 designate the rule under which exemption is claimed: Rule 52 (b)

E.
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Exelon PowerLabs, LLC has issued the security described herein which issue was exempted from the provisions of section 6(a) of the Act and was neither the subject of a declaration or application on Form U-1 nor included within the exemption provided by Rule U-48.

1. Type of securities (draft, promissory note): Revolving credit loan.
2. Issue, renewal or guaranty: Issue.
3. Principal amount of each security: \$250,000.
4. Rate of interest per annum of each security: One month LIBOR plus .625%.
5. Date of issue, renewal or guaranty of each security: June, 2004.
6. If renewal of security, give date of original issue: NA.
7. Date of maturity of each security (in the case of demand notes, indicate demand): Revolving credit.
8. Name of the person to whom each security was issued, renewed or guaranteed: Exelon Generation Finance Company, LLC.
9. Collateral given with each security: None.
10. Consideration given for each security: Cash.
11. Application of proceeds for each security: The proceeds from the revolving credit loan are used to provide operating funds.
12. Indicate by a check after the applicable statement below whether the issue, renewal or guaranty of each security was exempt from the provisions of Section (a) because of:
 - a. the provisions contained in the first sentence of section 6 (b): []
 - b. the provisions contained in the fourth sentence 6 (b): []
 - c. the provisions in any rule of the Commission other than Rule U-48: [X]
13. If the security or securities are exempt from the provisions of section 6(a) by virtue of Section 6(b), give the figures that indicate that the securities or securities aggregate (together with all other then outstanding notes and drafts of a maturity of nine months or less, exclusive of days of grace, as to which such company is primarily or secondarily liable) not more than 5 per centum of the principle amount and par value of the other securities of such company then outstanding. (Demand notes, regardless of how long they may have been outstanding, shall be considered as maturing in not more than nine months for

the purpose of the exemption from Section 6(a) of the Act granted by the first sentence of section 6(b): Not Applicable.

14. If the securities are exempt from the provisions of section 6 (a) because of the fourth sentence of section 6 (b), name the security outstanding on January 1, 1935, pursuant to the terms of which the security or securities herein described have been issued: Not Applicable.
15. If the securities are exempt from the provisions of section 6 (a) because of any rule of the Commission other than Rule U-48 designate the rule under which exemption is claimed: Rule 52 (b).

F.
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Exelon Enterprises Management, Inc. has issued the security described herein which issue was exempted from the provisions of section 6(a) of the Act and was neither the subject of a declaration or application on Form U-1 nor included within the exemption provided by Rule U-48.

1. Type of securities (draft, promissory note): Revolving credit loan.
2. Issue, renewal or guaranty: Issue.
3. Principal amount of each security: \$6,909,664.
4. Rate of interest per annum of each security: One month LIBOR plus 50 basis points.
5. Date of issue, renewal or guaranty of each security: May, 2004.
6. If renewal of security, give date of original issue: NA.
7. Date of maturity of each security (in the case of demand notes, indicate demand): Revolving credit.
8. Name of the person to whom each security was issued, renewed or guaranteed: Enterprises.
9. Collateral given with each security: None.
10. Consideration given for each security: Cash.
11. Application of proceeds for each security: The proceeds from the revolving credit loan are used to provide operating funds.
12. Indicate by a check after the applicable statement below whether the issue, renewal or guaranty of each security was exempt from the provisions of Section (a) because of:
 - a. the provisions contained in the first sentence of section 6 (b): []
 - b. the provisions contained in the fourth sentence 6 (b): []
 - c. the provisions in any rule of the Commission other than Rule U-48: [X]
13. If the security or securities are exempt from the provisions of section 6(a) by virtue of Section 6(b), give the figures that indicate that the securities or securities aggregate (together with all other then outstanding notes and drafts of a maturity of nine months or less, exclusive of days of grace, as to which such company is primarily or secondarily liable) not more than 5 per centum of the principle amount and par value of the other securities of such company then outstanding. (Demand notes, regardless of how long they may have been

outstanding, shall be considered as maturing in not more than nine months for the purpose of the exemption from Section 6(a) of the Act granted by the first sentence of section 6(b): Not Applicable.

14. If the securities are exempt from the provisions of section 6 (a) because of the fourth sentence of section 6 (b), name the security outstanding on January 1, 1935, pursuant to the terms of which the security or securities herein described have been issued: Not Applicable
15. If the securities are exempt from the provisions of section 6 (a) because of any rule of the Commission other than Rule U-48 designate the rule under which exemption is claimed: Rule 52 (b)

G.
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Fischbach & Moore Electric, Inc. has issued the security described herein which issue was exempted from the provisions of section 6(a) of the Act and was neither the subject of a declaration or application on Form U-1 nor included within the exemption provided by Rule U-48.

1. Type of securities (draft, promissory note): Revolving credit loan.
2. Issue, renewal or guaranty: Issue.
3. Principal amount of each security: \$500,000.
4. Rate of interest per annum of each security: LIBOR plus 50 basis points.
5. Date of issue, renewal or guaranty of each security: May, 2004.
6. If renewal of security, give date of original issue: NA.
7. Date of maturity of each security (in the case of demand notes, indicate demand): Revolving credit.
8. Name of the person to whom each security was issued, renewed or guaranteed: F&M Holdings Company, LLC.
9. Collateral given with each security: None.
10. Consideration given for each security: Cash.
11. Application of proceeds for each security: The proceeds from the revolving credit loan are used to provide operating funds.
12. Indicate by a check after the applicable statement below whether the issue, renewal or guaranty of each security was exempt from the provisions of Section (a) because of:
 - a. the provisions contained in the first sentence of section 6 (b): []
 - b. the provisions contained in the fourth sentence 6 (b): []
 - c. the provisions in any rule of the Commission other than Rule U-48: [X]
13. If the security or securities are exempt from the provisions of section 6(a) by virtue of Section 6(b), give the figures that indicate that the securities or securities aggregate (together with all other then outstanding notes and drafts of a maturity of nine months or less, exclusive of days of grace, as to which such company is primarily or secondarily liable) not more than 5 per centum of the principle amount and par value of the other securities of such company then outstanding. (Demand notes, regardless of how long they may have been outstanding, shall be considered as maturing in not more than nine months for the

purpose of the exemption from Section 6(a) of the Act granted by the first sentence of section 6(b): Not Applicable.

14. If the securities are exempt from the provisions of section 6 (a) because of the fourth sentence of section 6 (b), name the security outstanding on January 1, 1935, pursuant to the terms of which the security or securities herein described have been issued: Not Applicable
15. If the securities are exempt from the provisions of section 6 (a) because of any rule of the Commission other than Rule U-48 designate the rule under which exemption is claimed: Rule 52 (b)

H.
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Exelon Services, Inc. has issued the security described herein which issue was exempted from the provisions of section 6(a) of the Act and was neither the subject of a declaration or application on Form U-1 nor included within the exemption provided by Rule U-48.

1. Type of securities (draft, promissory note): Revolving credit loan.
2. Issue, renewal or guaranty: Issue.
3. Principal amount of each security: \$7,000,000.
4. Rate of interest per annum of each security: LIBOR plus 50 basis points.
5. Date of issue, renewal or guaranty of each security: April, 2004.
6. If renewal of security, give date of original issue: NA.
7. Date of maturity of each security (in the case of demand notes, indicate demand): Revolving credit.
8. Name of the person to whom each security was issued, renewed or guaranteed: Enterprises.
9. Collateral given with each security: None.
10. Consideration given for each security: Cash.
11. Application of proceeds for each security: The proceeds from the revolving credit loan are used to provide operating funds.
12. Indicate by a check after the applicable statement below whether the issue, renewal or guaranty of each security was exempt from the provisions of Section (a) because of:
 - a. the provisions contained in the first sentence of section 6 (b): []
 - b. the provisions contained in the fourth sentence 6 (b): []
 - c. the provisions in any rule of the Commission other than Rule U-48: [X]
13. If the security or securities are exempt from the provisions of section 6(a) by virtue of Section 6(b), give the figures that indicate that the securities or securities aggregate (together with all other then outstanding notes and drafts of a maturity of nine months or less, exclusive of days of grace, as to which such company is primarily or secondarily liable) not more than 5 per centum of the principle amount and par value of the other securities of such company then outstanding. (Demand notes, regardless of how long they may have been outstanding, shall be considered as maturing in not more than nine months for the purpose of the exemption from Section 6(a) of the Act granted by the first

sentence of section 6(b): Not Applicable.

14. If the securities are exempt from the provisions of section 6 (a) because of the fourth sentence of section 6 (b), name the security outstanding on January 1, 1935, pursuant to the terms of which the security or securities herein described have been issued: Not Applicable
15. If the securities are exempt from the provisions of section 6 (a) because of any rule of the Commission other than Rule U-48 designate the rule under which exemption is claimed: Rule 52 (b)

I.
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Exelon Thermal Technologies, Inc. has issued the security described herein which issue was exempted from the provisions of section 6(a) of the Act and was neither the subject of a declaration or application on Form U-1 nor included within the exemption provided by Rule U-48.

1. Type of securities (draft, promissory note): Revolving credit loan.
2. Issue, renewal or guaranty: Issue.
3. Principal amount of each security: \$1,500,000.
4. Rate of interest per annum of each security: LIBOR plus 50 basis points.
5. Date of issue, renewal or guaranty of each security: April, 2004.
6. If renewal of security, give date of original issue: NA.
7. Date of maturity of each security (in the case of demand notes, indicate demand): Revolving credit.
8. Name of the person to whom each security was issued, renewed or guaranteed: Exelon Thermal Holdings, Inc.
9. Collateral given with each security: None.
10. Consideration given for each security: Cash.
11. Application of proceeds for each security: The proceeds from the revolving credit loan are used to provide operating funds.
12. Indicate by a check after the applicable statement below whether the issue, renewal or guaranty of each security was exempt from the provisions of Section (a) because of:
 - a. the provisions contained in the first sentence of section 6 (b): []
 - b. the provisions contained in the fourth sentence 6 (b): []
 - c. the provisions in any rule of the Commission other than Rule U-48: [X]
13. If the security or securities are exempt from the provisions of section 6(a) by virtue of Section 6(b), give the figures that indicate that the securities or securities aggregate (together with all other then outstanding notes and drafts of a maturity of nine months or less, exclusive of days of grace, as to which such company is primarily or secondarily liable) not more than 5 per centum of the principle amount and par value of the other securities of such company then outstanding. (Demand notes, regardless of how long they may have been outstanding, shall be considered as maturing in not more than nine months for the purpose of the exemption from Section 6(a) of the Act granted by the first sentence of section 6(b): Not Applicable.

14. If the securities are exempt from the provisions of section 6 (a) because of the fourth sentence of section 6 (b), name the security outstanding on January 1, 1935, pursuant to the terms of which the security or securities herein described have been issued: Not Applicable
15. If the securities are exempt from the provisions of section 6 (a) because of any rule of the Commission other than Rule U-48 designate the rule under which exemption is claimed: Rule 52 (b)

J.
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Exelon Thermal Development, Inc. has issued the security described herein which issue was exempted from the provisions of section 6(a) of the Act and was neither the subject of a declaration or application on Form U-1 nor included within the exemption provided by Rule U-48.

1. Type of securities (draft, promissory note): Revolving credit loan.
2. Issue, renewal or guaranty: Issue.
3. Principal amount of each security: \$200,000.
4. Rate of interest per annum of each security: LIBOR plus 50 basis points.
5. Date of issue, renewal or guaranty of each security: April, 2004.
6. If renewal of security, give date of original issue: NA.
7. Date of maturity of each security (in the case of demand notes, indicate demand): Revolving credit.
8. Name of the person to whom each security was issued, renewed or guaranteed: Exelon Thermal Holdings, Inc.
9. Collateral given with each security: None.
10. Consideration given for each security: Cash.
11. Application of proceeds for each security: The proceeds from the revolving credit loan are used to provide operating funds.
12. Indicate by a check after the applicable statement below whether the issue, renewal or guaranty of each security was exempt from the provisions of Section (a) because of:
 - a. the provisions contained in the first sentence of section 6 (b): ☐
 - b. the provisions contained in the fourth sentence 6 (b): ☐
 - c. the provisions in any rule of the Commission other than Rule U-48: ☒
13. If the security or securities are exempt from the provisions of section 6(a) by virtue of Section 6(b), give the figures that indicate that the securities or securities aggregate (together with all other then outstanding notes and drafts of a maturity of nine months or less, exclusive of days of grace, as to which such company is primarily or secondarily liable) not more than 5 per centum of the principle amount and par value of the other securities of such company then outstanding. (Demand notes, regardless of how long they may have been outstanding, shall be considered as maturing in not more than nine months for the

purpose of the exemption from Section 6(a) of the Act granted by the first sentence of section 6(b): Not Applicable.

14. If the securities are exempt from the provisions of section 6 (a) because of the fourth sentence of section 6 (b), name the security outstanding on January 1, 1935, pursuant to the terms of which the security or securities herein described have been issued: Not Applicable
15. If the securities are exempt from the provisions of section 6 (a) because of any rule of the Commission other than Rule U-48 designate the rule under which exemption is claimed: Rule 52 (b)