FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	DC	20549	
wasiiiigion,	D.C.	20349	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP				
	STATEMENT	OF CHANGES	IN RENEEICIAI	OWNEDSHID

OMB APPROV	VAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* MEHRBERG RANDALL E												(Ched	lationship of k all applical Director Officer (g	ble)	Person(s	to Issuer 10% Owr Other (sp	ner			
(Last) (First) (Middle) 10 SOUTH DEARBORN STREET 37TH FLOOR				3. Date of Earliest Transaction (Month/Day/Year) 01/22/2007							_ ^	below) Executive Vice President								
(Street)) IL		60603		4.	4. If Amendment, Date of C			of Original Filed (Month/Day/Year)					G. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(Sta	ate)	(Zip)																	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction 2. Deemed 3. 4. Securities Acquired (A) or 5. Amount of 6. Ownership 7. Nature									. Nature of											
1. Title of Security (Instr. 3)		Date (Month/Day/Year)			Execution Date				4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a			Securities Beneficially Owned Foll	ly	Form: Di (D) or Ind (I) (Instr.	Direct Indirect I	ndirect Beneficial Ownership				
									Code	v	Amount	(A) or (D)	Price	Reported Transactio (Instr. 3 ar			0	nstr. 4)		
Common Stock		01/22/2007		07			M		27,851(1)(2)	A	\$59.96	27,8	351	D	,					
Common Stock		01/2	01/22/2007				F		9,415(3)	D	\$59.96	18,4	136	D						
Common S	Stock			01/2	2/200	07			D		18,436(4)	D	\$59.96	0	0					
Common Stock (Deferred Shares)											65,814		I	I	By Stock Deferral Plan					
			Table II -								osed of, or onvertible			wned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day/	ate, T	Transa Code (I			ve es	re Expiration Date of Securit (s (Month/Day/Year) Underlyin I (A) or d of (D) (Instr. 3 ar		ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported	e Ces Fally C	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)				
				c	Code	v	(A)	(D)	Date Exer	cisable	Expiration Date	Title	Amount or Number of Shares		Transaction (Instr. 4)	on(s)	9			
Performance Shares - Stock Units	(1)	01/22/2007			A		30,509			(1)	(1)	Common Stock	30,509	\$59.96	55,323	3	D			
Performance Shares - Stock Units	(1)	01/22/2007			М			27,851 ⁽²		(1)	(1)	Common Stock	27,851	\$59.96	27,472	2	D			
NQ Stock Options 01-	\$59.96	01/22/2007			A		35,000			(5)	(5)	Common Stock	35,000	(5)	35,000		D			

Explanation of Responses:

- 1. Performance Shares awarded pursuant to the Exelon Long Term Incentive Plan. 1/3 of the shares awarded vest immediately upon receipt. The remaining shares vest in 1/3 increments on each of the second and third anniversaries of the award date. Under certain circumstances some or all of the vested shares may be settled in cash on a 1 for 1 basis based on the cash value of the underlying stock on the date of vesting.
- 2. Vested amount includes the first 1/3 of the current grant, the second 1/3 of the grant made in January 2006 and the third and final 1/3 of the grant made in January 2005.
- 3. Shares withheld by the Issuer for reporting person's tax obligation.
- 4. Vested performance shares settled in cash on a 1 for 1 basis.
- 5. Non qualified employee stock options, awarded pursuant to the Exelon Long Term Incentive Plan. Options vest in 1/4 increments on each of the first four anniversaries of the grant date, referenced in column one, and expire on the tenth anniversay of the grant date.

Remarks:

Scott N. Peters, Esq. Attorney in Fact for Randall E. Mehrberg

01/24/2007

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.