FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| washington, D.C. 2004 |
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| l | OMB APPI | ROVAL |
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* DIAZ NELSON A | | | | | 2. Issuer Name and Ticker or Trading Symbol EXELON CORP [EXC] | | | | | | | | | (Che | 5. Relationship of Reporting Person(s (Check all applicable) X Director | | | | uer wner | | |
| (Last) 10 SOUTH | (First) |) (Mi RN STREET | iddle) | | 3. Date of Earliest Transaction (Month/Day/Year) 12/31/2006 | | | | | | | | | | | Officer (give title | | Other (s | - 1 | | |
| 37TH FLOOR | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Inc | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | |
| (Street) CHICAGO | IL | IL 60603 | | | | | | | | | | | | | | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (State | e) (Zi _l | p) | | | | | | | | | | | | | | | | | | |
| | | Table | l - Nor | า-Deriv | ative | Sec | urities | s Acq | uired, | Dis | posed of | f, or B | ene | ficially | Owned | | | | | | |
| = | | | | 2. Transaction Date (Month/Day/Year) | | Ex) if a | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 | | | | Beneficia Owned F | s Illy ollowing | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | | | v | Amount | (A) (D) | or | Price | Reported Transacti (Instr. 3 a | ion(s) | | | (Instr. 4) | | |
| Common Stock (Deferred Stock Units) | | | | 12/31/ | 1/2006 | | | | A | | 243 | A | | \$61.76 | 3,62 | 27(1) | | I | By Exelon Directors' Deferred Stock Unit Plan | | |
| Common St | | | | | | | | | | | 1,500 | | D | | | | | | | | |
| | | Ta | | | | | | | | | osed of, onvertib | | | | Owned | | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deeme Execution if if any (Month/Day | on Date, | | Transaction Code (Instr. | | n of | | Exerci on Dai Day/Ye | | 7. Title and Amount of Securities Underlying Derivative Se (Instr. 3 and 4 | | | | 9. Numbe derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | e C s F lly D o (i | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | ıble | Expiration Date | Title | 0 0 | Amount or Jumber of Shares | | | | | | | |
| Deferred Compensation - Phantom | (2) | 12/31/2006 | | | A | | 67 | | (2) | | (2) | Commo | | 67 | \$61.89 | 1,176 ⁽ | (3) | D | | | |

Explanation of Responses:

- 1. Balance also includes 22 shares acquired on 12/11/2006 through the automatic dividend reinvestment feature of Exelon plans.
- 2. Phantom shares held in a multi-fund deferred compensation account to be settled for cash on a 1:1 basis upon the reporting person's termination of employment for any reason. Shares are acquired through regular periodic contributions and the reinvestment of dividend equivalents.
- 3. Balance also includes 7 shares acquired on 12/11/2006 through the automatic dividend reinvestment feature of Exelon plans.

Remarks:

Bruce G. Wilson, Attorney in Fact for Nelson A. Diaz

01/03/2007

** 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.