

United States
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

In the Matter of
Exelon Corporation
File No. 70-9693

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 orders dated November 2, 2000 and December 8, 2000. This certificate reports activity in File No. 70-9693 for the period from October 20, 2000, when Exelon became a registered holding company, through December 31, 2000. Any capitalized terms used herein but not defined herein have the respective meanings given in the Financing U-1 or the Commission's Orders.

1. As determined pursuant to the December 8, 2000 Order, the Modified Rule 53 Test applicable to Exelon's investments in EWGs and FUCOs is \$4,000.0 million. At December 31, 2000, Exelon's "aggregate investment" (as defined in rule 53(a) under PUHCA) in all EWGs and FUCOs was approximately \$744.0 million, and accordingly, at December 31, 2000, Exelon's remaining investment capacity under the Modified Rule 53 Test was approximately \$3,256.0 million. At December 31, 2000, Exelon's "consolidated retained earnings" (as defined in rule 53(a) under the PUHCA) was approximately \$332.0 million.
2. Pursuant to a request for confidential treatment under rule 104(b) of PUHCA, Exelon is concurrently filing in paper format as Exhibit A, certain information concerning the aggregate investment by EWG/FUCO Project.
3. At December 31, 2000, the consolidated capitalization ratio of Exelon was: debt 66%, common equity 31%, and preferred securities of subsidiaries of 3%. (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).
4. At December 31, 2000, the market-to-book ratio of Exelon's common stock was 3.1x.
5. In the fourth quarter of 2000, Exelon invested or committed to invest in Sithe Energies, Inc., an EWG that counts against the Modified Rule 53 Test. Reference response under Item 2 for additional information.
6. Pursuant to a request for confidential treatment under rule 104(b) of PUHCA, Exelon is concurrently filing in paper format as Exhibit A, certain information concerning aggregate investment by EWG and FUCO Project and related growth in retained earnings.
7. Pursuant to a request for confidential treatment under rule 104(b) of PUHCA, Exelon is concurrently filing in paper format as Exhibit A, certain information concerning aggregate investment by EWG/FUCO Project, net income and revenues of Exelon's EWG and FUCO Projects.

8. Sale of any Common Stock or Preferred Securities issued by Exelon during the fourth quarter of 2000, and the purchase price per share and the market price per share at the date of the agreement of sale.

Between the period of October 20, 2000 and December 31, 2000, 563,718 employee stock options were exercised with a price range of \$58.375 per share to \$71.00 per share. The average price for the period was \$64.872. During that period, 381.3 shares were also issued to Directors as part of their compensation at prices ranging from \$65.55 per share to \$66.25 per share.

9. Options issued or issuable during quarter.

Exelon issued 4,562,200 employee stock options at \$59.50 per share on October 20, 2000.

10. Exelon common stock transferred to a seller of securities of a company being acquired during the fourth quarter of 2000, including the number of shares issued, the value per share and whether the shares are restricted in the hands of the acquirer.

None

11. Guarantees issued

The following guarantees were issued during the 4th quarter of 2000.

Name of Parent Purpose	Name of Subsidiary	Amount	Terms
Exelon Credit Support	ComEd	\$ 35,000,000	Annual Review
Exelon Credit Support	ComEd	\$ 4,000,000	Annual Review
Exelon Credit Support	PECO	\$128,000,000	Annual Review
Exelon Operating Obligations	PECO	\$100,000,000	Annual Review
Exelon Lease Obligations	Unicom Enterprises	\$ 8,893,349	12 Months
Exelon Insurance Support	Unicom Enterprises	\$131,104,028	12 Months
Exelon Project Financing	Unicom Enterprises	\$ 1,532,000	12 Months
Exelon Operating Obligations	Unicom Enterprises	\$ 62,844,312	12 Months
Exelon Insurance Support	PECO	\$487,141,000	12 Months

12. Exelon indebtedness issued during the fourth quarter of 2000.

- A. Two draw-downs totaling \$1.21 billion pursuant to a \$1.25 billion term loan agreement with Bank One, NA, Credit Suisse First Boston and Citibank, NA at interest rates ranging from 7.562% to 7.625%.

13. Amount and terms of any short-term debt issued by any Utility Subsidiary during the fourth quarter of 2000.

- A. Commercial paper issued through Bank One on behalf of PECO Energy Company during the fourth quarter, ranging from \$180 million to \$400 million, at an average interest rate of 6.80%.
- B. Contributions to and Loans From the Utility Money Pool

Contributions to the Utility Money Pool
 Outstanding Amounts

Date	ComEd	PECO	Total
12/22/2000	\$400,000,000	-	400,000,000
12/23/2000	\$400,000,000	-	400,000,000
12/24/2000	\$400,000,000	-	400,000,000
12/25/2000	\$400,000,000	-	400,000,000
12/26/2000	\$400,000,000	-	400,000,000
12/27/2000	\$400,000,000	-	400,000,000
12/28/2000	\$400,000,000	-	400,000,000
12/29/2000	\$400,000,000	-	400,000,000
12/30/2000	\$400,000,000	-	400,000,000
12/31/2000	\$400,000,000	-	400,000,000

Loans from Utility Money Pool
 Outstanding Amounts

Date	ComEd	PECO	Total
12/22/2000	-	\$400,000,000	\$400,000,000
12/23/2000	-	\$400,000,000	\$400,000,000
12/24/2000	-	\$400,000,000	\$400,000,000
12/25/2000	-	\$400,000,000	\$400,000,000
12/26/2000	-	\$400,000,000	\$400,000,000
12/27/2000	-	\$400,000,000	\$400,000,000
12/28/2000	-	\$400,000,000	\$400,000,000
12/29/2000	-	\$400,000,000	\$400,000,000
12/30/2000	-	\$400,000,000	\$400,000,000
12/31/2000	-	\$400,000,000	\$400,000,000

Interest Rates for Utility Money Pool

Date	Interest Rate
12/22/2000	6.52
12/23/2000	6.52
12/24/2000	6.52
12/25/2000	6.52
12/26/2000	6.52
12/27/2000	6.52
12/28/2000	6.52
12/29/2000	6.49
12/30/2000	6.49
12/31/2000	6.49

14. Amount and terms of any financing consummated by any Non-Utility Subsidiary during the fourth quarter of 2000 not exempt under Rule 52.

None

15. Notional amount and principal terms of any hedge instruments or anticipatory hedges entered into the fourth quarter of 2000 and parties thereto.

None

16. The name, parent company and amount invested in any intermediate subsidiary or financing subsidiary during the fourth quarter of 2000 and the amount and terms of any securities issued by such subsidiaries during the quarter.

Parent Company	Subsidiary Company	Amount
PECO Energy Company	Exelon Infrastructure, Inc.	\$158,258,682.
Exelon Infrastructure, Inc.	PACE Engineering, Inc.	\$ 8,550,155.
Exelon Infrastructure, Inc.	Electric Services, Inc.	\$ 7,124,274.
Exelon Infrastructure, Inc.	MJ Electric, Inc.	\$143,291,036.
Unicom Enterprises, Inc.	Unicom Energy Services, Inc.	\$ 4,920,000.
Unicom Enterprises, Inc.	Unicom Mechanical Services	\$ 3,570,000.
Unicom Energy Services, Inc.	Systems Corp.	\$ 7,106,996.
Unicom Energy Services, Inc.	Unicom Energy, Inc.	\$ 2,850,000.
Unicom Energy, Inc.	Allenergy Gas & Electric	\$ 22,849,621.
Allenergy Gas & Electric	Texas-Ohio Gas, Inc.	\$ (403,352.)
UT Holdings, Inc.	Northwind Arizona Development	\$ 19,000.
UT Holdings, Inc.	Northwind Phoenix, LLC	\$ 625,000.
UT Holdings, Inc.	Unicom Thermal Development, Inc.	\$ 1,000,000.
UT Holdings, Inc.	Unicom Thermal Technologies, Inc.	\$ 1,000,000.
UT Holdings, Inc.	Northwind Midway, LLC	\$ 215,000.

17. A list of U-6B-2 forms filed with the Commission during the fourth quarter of 2000, including the name of the filing entity and the date of filing.

Quarterly Report filed for Exelon, PECO and ComEd,
 April 2, 2001.

18. The consolidated and stand-alone balance sheets of Exelon, PECO and ComEd engaging in jurisdictional financing transactions during the fourth quarter of 2000 are attached as Exhibit B.

19. Capital Structure of Exelon and its utility subsidiaries as of December 31, 2000 are as follows (in millions, except percentage data):

	¹ Debt		Common Equity		Preferred Securities of Subsidiaries	
	Amount	Percentage	Amount	Percentage	Amount	Percentage
	-----	-----	-----	-----	-----	-----
Exelon	\$15,239	66%	\$7,215	31%	\$630	3%

	¹ Debt		Common Equity		Preferred Stock and COMRPS ²	
	Amount	Percentage	Amount	Percentage	Amount	Percentage
	-----	-----	-----	-----	-----	-----
PECO	\$7,814	75%	\$2,334	22%	\$302	3%
ComEd	\$7,230	53%	\$6,176	45%	\$328	2%

¹ see definition under Item 3.

² COMRPS:

PECO's COMRPS are Company-Obligated Mandatorily Redeemable Preferred Securities of a Partnership, which holds Subordinated Debentures of the Company.

ComEd's COMRPS are Company-Obligated Mandatorily Redeemable Preferred securities of subsidiary trusts holding the Company's Subordinated Debt Securities.

20. The consolidated retained earnings analysis of Exelon, PECO and ComEd are attached as Exhibit C.

21. Registration statements filed under the Securities Act of 1933 with respect to securities that are the subject of the Financing U-1, incorporated by reference into this Certificate of Notification.

Post-effective Amendment No.1 to Form S-4 Registration Statement on Form S-8, filed November 13, 2000, Registration No. 333-37082.

Form S-8 Registration Statement, filed November 13, 2000, Registration No. 333-49780.

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: April 2, 2001

EXELON CORP.

By: /s/ Scott N. Peters
Assistant Corporate Secretary

Exelon Corporation and Subsidiary Companies
Consolidated Balance Sheets
For the Year Ended December 31, 2000

Assets (In Millions)

Current Assets	
Cash and Cash Equivalents	\$ 840
Accounts Receivable, net	
Customer	2,137
Other	415
Inventories, at average cost	
Fossil Fuel	157
Materials and Supplies	297
Deferred Income Taxes	62
Other	276

Total Current Assets	4,184

Property, Plant and Equipment, net	12,936
Deferred Debits and Other Assets	
Regulatory Assets	7,135
Nuclear Decommissioning Trust Funds	3,109
Investments	1,583
Goodwill, net	5,186
Other	464

Total Deferred Debits and Other Assets	17,477

Total Assets	\$34,597
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Liabilities and Shareholders' Equity

Current Liabilities	
Notes Payable, Bank	\$ 1,373
Long-Term Debt Due Within One Year	908
Accounts Payable	1,193
Accrued Expenses	720
Deferred Income Taxes	--
Other	457

Total Current Liabilities	4,651

Long-Term Debt	12,958
Deferred Credits and Other Liabilities	
Deferred Income Taxes	4,409
Unamortized Investment Tax Credits	330
Nuclear Decommissioning Liability for Retired Plants	1,301
Pension Obligations	567
Non-Pension Postretirement Benefits Obligation	819
Spent Nuclear Fuel Obligation	810
Other	907

Total Deferred Credits and Other Liabilities	9,143

Preferred Securities of Subsidiaries	630
Commitments and Contingencies	
Shareholders' Equity	
Common Stock	6,883
Deferred Compensation	--
Retained Earnings(Accumulated Deficit)	332
Treasury Stock, at cost	--
Accumulated Other Comprehensive Income	--

Total Shareholders' Equity	----- 7,215 -----
Total Liabilities and Shareholders' Equity	\$34,597 =====

PECO Energy Company and Subsidiary Companies
Consolidated Balance Sheets
For the Year Ended December 31, 2000

Assets (in millions)

Current Assets	
Cash and Cash Equivalents	\$ 303
Accounts Receivable, net	
Customer	774
Other	250
Inventories, at average cost	
Fossil Fuel	135
Materials and Supplies	122
Other	195

Current Assets	1,779

Property, Plant and Equipment, net	5,158
Deferred Debits and Other Assets	
Regulatory Assets	6,026
Nuclear Decommissioning Trust Funds	440
Investments	847
Goodwill, net	326
Other	200

Total Deferred Debits and Other Assets	7,839

Total Assets	\$14,776
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Liabilities and Shareholders' Equity

Current Liabilities	
Notes Payable - Bank	\$ 163
Notes Payable - Affiliates	1,096
Long-Term Debt Due Within One Year	553
Accounts Payable	403
Accrued Expenses	481
Deferred Income Taxes	27
Other	95

Total Current Liabilities	2,818

Long-Term Debt	6,002
Deferred Credits and Other Liabilities	
Deferred Income Taxes	2,532
Unamortized Investment Tax Credits	271
Pension Obligations	281
Non-Pension Postretirement Benefits Obligation	505
Other	427

Total Deferred Credits and Other Liabilities	4,016

Company-Obligated Mandatorily Redeemable Preferred Securities of a Partnership, which holds Solely Subordinated Debentures of the Company	128
Mandatorily Redeemable Preferred Stock	37
Commitments and Contingencies	
Shareholders' Equity	
Common Stock	1,449
Preferred Stock	137
Deferred Compensation	(7)
Retained Earnings (Accumulated Deficit)	197
Treasury Stock, at cost	--
Accumulated Other Comprehensive Income	(1)

Total Shareholders' Equity	-- 1,775
Total Liabilities and Shareholders' Equity	----- \$14,776 =====

Commonwealth Edison and Subsidiary Companies
Consolidated Balance Sheets
For the Year Ended December 31, 2000

Assets (In Millions)

Current Assets	
Cash and Cash Equivalents	\$ 141
Restricted	
Cash	60
Accounts Receivable, net	
Customer	970
Other	279
Inventories, at average cost	
Fossil Fuel	12
Materials and Supplies	174
Deferred Income Taxes	89
Intercompany Receivable from Affiliate	400
Other	285

Total Current Assets	2,410

Property, Plant and Equipment, net	7,657
Deferred Debits and Other Assets	
Regulatory Assets	1,110
Nuclear Decommissioning Trust Funds	2,669
Investments	175
Goodwill, net	4,766
Notes Receivable from Affiliates	1,316
Other	178

Total Deferred Debits and Other Assets	10,214

Total Assets	\$20,281
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Liabilities and Shareholders' Equity

Current Liabilities	
Notes Payable, Bank	\$ --
Long-Term Debt Due Within One Year	348
Accounts Payable	597
Accrued Expenses	148
Accrued Interest	222
Accrued Taxes	162
Other	329

Total Current Liabilities	1,806

Long-Term Debt	6,882
Deferred Credits and Other Liabilities	
Deferred Income Taxes	1,837
Unamortized Investment Tax Credits	59
Nuclear Decommissioning Liability for Retired Plants	1,301
Pension Obligations	285
Non-Pension Postretirement Benefits Obligation	315
Other	1,285

Total Deferred Credits and Other Liabilities	5,082

Mandatorily Redeemable Preference Stock	--
Company Obligated Mandatorily Redeemable Preferred Securities of Subsidiary Trusts Holding the Company's Subordinated Debt Securities	328
Commitments and Contingencies	
Shareholders' Equity	

Common Stock	2,678
Preferred and Preference Stock	7
Other Paid in Capital	5,388
Retained Earnings	133
Treasury Stock, at cost	(2,023)
Accumulated Other Comprehensive Income	--

Total Shareholders' Equity	6,183

Total Liabilities and Shareholders' Equity	\$20,281
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Exelon Corporation and Subsidiary Companies
Retained Earnings Analysis
For the Year Ended December 31, 2000 (in Millions)

Retained Earnings(Accumulated Deficit)	
Balance at Beginning of Year	\$(100)
Net Income	586
Dividends:	
Common Stock	(157)
Capital Stock Activity:	
Expenses of Capital Stock Activity	--
Stock Forward Repurchase Contract	(5)
Long Term Incentive Plan Issuances	8

Balance at End of Year	\$332
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Goodwill Amortization: \$34 million

PECO Energy Company and Subsidiary Companies
Retained Earnings Analysis
For the Year Ended December 31, 2000

Retained Earnings (Accumulated Deficit)	
Balance at Beginning of Year	\$(100)
Net Income	507
Dividends:	
Common Stock	(157)
Preferred Stock	(10)
Unicom Merger Consideration	(45)
Capital Stock Activity:	
Expenses of Capital Stock Activity	--
Stock Forward Repurchase Contract	(5)
Long Term Incentive Plan Issuances	7

Balance at End of Year	\$197
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Goodwill Amortization: \$10 million

Commonwealth Edison and Subsidiary Companies
Retained Earnings Analysis
For the Year Ended December 31, 2000

Retained Earnings	
Balance at Beginning of Year	\$ 433
Net Income	599
Dividends:	
Common Stock	(238)
Preferred and Preference Stock	(1)
Capital Stock Activity:	
Expenses of Capital Stock Activity	(1)

Balance at October 19, 2000	\$ 792
Merger Fair value Adjustment	(792)
Net Income for Post Merger Period (from October 20, 2000 to December 31, 2000)	133

Balance at End of Year	\$ 133
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Goodwill Amortization: \$23 million