

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

CURRENT REPORT

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

November 16, 2004
Date of Report (Date of earliest event reported)

Commission File Number	Exact Name of Registrant as Specified in Its Charter; State of Incorporation; Address of Principal Executive Offices; and Telephone Number	IRS Employer Identification Number
1-16169	EXELON CORPORATION (a Pennsylvania corporation) 10 South Dearborn Street--37th Floor P.O. Box 805379 Chicago, Illinois 60680-5379 (312) 394-7398	23-2990190
1-1839	COMMONWEALTH EDISON COMPANY (an Illinois corporation) 10 South Dearborn Street - 37th Floor P.O. Box 805379 Chicago, Illinois 60680-5379 (312) 394-4321	36-0938600

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Section 2 - Financial Information

Item 2.04. Triggering Events That Accelerate or Increase a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement

Section 9 - Financial Statements and Exhibits

Item 9.01(c) - Financial Statements and Exhibits

On November 16, 2004, Commonwealth Edison Company (ComEd), a subsidiary of Exelon Corporation (Exelon), announced the results of its tender offers for any and all of the outstanding principal amount of its First Mortgage 7% Bonds, Series 93, due July 1, 2005 (Series 93 Bonds); its 6.40% Notes due October 15, 2005 (6.40% Notes); and its First Mortgage 8-3/8% Bonds, Series 78, due October 15, 2006 (Series 78 Bonds). Attached as Exhibit 99 to this Current Report on Form 8-K is the news release.

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

Except for the historical information contained herein, certain of the matters discussed in this Report are forward-looking statements, within the meaning of the Private Securities Litigation Reform Act of 1995, that are subject to risks and uncertainties. The factors that could cause actual results to differ materially from the forward-looking statements made by a registrant include

those factors discussed herein, as well as the items discussed in (a) the Registrants' 2003 Annual Report on Form 10-K--ITEM 7. Management's Discussion and Analysis of Financial Condition and Results of Operations--Business Outlook and the Challenges in Managing Our Business for each of Exelon, ComEd, PECO and Generation, (b) the Registrants' 2003 Annual Report on Form 10-K--ITEM 8. Financial Statements and Supplementary Data: Exelon--Note 19, ComEd--Note 15, PECO--Note 14 and Generation--Note 13 and (c) other factors discussed in filings with the United States Securities and Exchange Commission (SEC) by the Registrants. Readers are cautioned not to place undue reliance on these forward-looking statements, which apply only as of the date of this Report. None of the Registrants undertakes any obligation to publicly release any revision to its forward-looking statements to reflect events or circumstances after the date of this Report.

SIGNATURES

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

EXELON CORPORATION
COMMONWEALTH EDISON COMPANY

/s/ Robert S. Shapard

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

November 16, 2004

[COMED LOGO OMITTED]

News Release

From: Commonwealth Edison
Media Relations
Chicago, IL 60680-5379
Contact: Kellie Szabo
312-394-3071

FOR IMMEDIATE RELEASE

Tuesday, Nov. 16, 2004

ComEd Announces Results of Tender Offers

Chicago - Commonwealth Edison Company (ComEd), a subsidiary of Exelon Corporation (NYSE: EXC), today announced the results of its tender offers for any and all of the outstanding principal amount of its First Mortgage 7% Bonds, Series 93, due July 1, 2005 (Series 93 Bonds); its 6.40% Notes due October 15, 2005 (6.40% Notes); and its First Mortgage 8-3/8% Bonds, Series 78, due October 15, 2006 (Series 78 Bonds). The offers commenced on November 5, 2004, and expired at 5:00 p.m., New York City time on November 15, 2004.

The depository agent, Global Bondholder Services Corporation, has informed us that an aggregate principal amount of \$62,090,000 of the Series 93 Bonds, \$127,976,000 of the 6.40% Notes and \$93,979,000 of the Series 78 Bonds were tendered in the offers. The total amount of principal repurchased through the offers was \$284,045,000.

Banc of America Securities LLC, Credit Suisse First Boston LLC and Citigroup Global Markets Inc. acted as Dealer Managers for the offers.

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Commonwealth Edison Company (ComEd) is a unit of Chicago-based Exelon Corporation (NYSE: EXC) one of the nation's largest electric utilities with more than \$15 billion in revenues and a customer base of five million. ComEd provides service to approximately 3.5 million customers across Northern Illinois, or 70 percent of the state's population.