
**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

February 8, 2006

Date of Report (Date of earliest event reported)

<u>Commission File Number</u>	<u>Exact Name of Registrant as Specified in Its Charter; State of Incorporation; Address of Principal Executive Offices; and Telephone Number</u>	<u>IRS Employer Identification Number</u>
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) 440 South LaSalle Street Chicago, Illinois 60605-1028 (312) 394-4321	36-0938600
1-1401	PECO ENERGY COMPANY (a Pennsylvania corporation) P.O. Box 8699 2301 Market Street Philadelphia, Pennsylvania 19101-8699 (215) 841-4000	23-0970240
333-85496	EXELON GENERATION COMPANY, LLC (a Pennsylvania limited liability company) 300 Exelon Way Kennett Square, Pennsylvania 19348 (610) 765-6900	23-3064219

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))
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Section 8 — Other Events.

Item 8.01. Other Events.

On February 8, 2006, Exelon Corporation (Exelon) and Public Service Enterprise Group Incorporated (PSEG) issued a joint press release including an update on the schedule for the review by the New Jersey Board of Public Utilities (NJBP) of the proposed merger of PSEG and Exelon. A copy of the press release is attached as Exhibit 99 to this Report on Form 8-K. There are a number of regulatory approvals or other regulatory actions required to consummate the merger, including those described in previous Reports on Form 8-K.

Remaining regulatory reviews include the U.S. Department of Justice, among others. Exelon and PSEG now expect to complete all of the regulatory reviews and close the merger in the third quarter of 2006. It may occur earlier if a settlement is concluded and accepted by the NJBP.

Although Exelon and PSEG believe that the expectations as to timing of the regulatory proceedings described above are reasonable, no assurances can be given as to the timing of the receipt of any required regulatory approvals or that all required approvals will be received.

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Forward-Looking Statements

This combined Form 8-K is being furnished separately by Exelon, Commonwealth Edison Company (ComEd), PECO Energy Company (PECO) and Exelon Generation Company, LLC (Generation) (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' 2004 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 the Business for each of Exelon, ComEd, PECO and Generation, (b) the Registrants' 2004 Annual Report on Form 10-K—ITEM 8. Financial Statements and Supplementary Data: Exelon—Note 20, ComEd—Note 15, PECO—Note 14 and Generation—Note 16, (c) Exelon's Current Report on Form 8-K filed on May 13, 2005, including those discussed in Exhibit 99.2, "Management's Discussion and Analysis of Financial Condition and Results of Operation" and Exhibit 99.3, "Financial Statements and Supplementary Data," (d) Generation's Current Report on Form 8-K filed on May 13, 2005, including those discussed in Exhibit 99.5, "Management's Discussion and Analysis of Financial Condition and Results of Operation" and Exhibit 99.6, "Financial Statements and Supplementary Data" and (e) other factors discussed in filings with the SEC by the Registrants. A discussion of risks associated with the proposed merger of Exelon and PSEG is included in the joint proxy statement/prospectus that Exelon filed with the SEC pursuant to Rule 424(b)(3) on June 3, 2005 (Registration No. 333-122704). 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
PECO ENERGY COMPANY
EXELON GENERATION COMPANY, LLC

/s/ John F. Young

John F. Young
Executive Vice President, Finance and Markets,
and Chief Financial Officer
Exelon Corporation

COMMONWEALTH EDISON COMPANY

/s/ Robert K. McDonald

Robert K. McDonald
Senior Vice President, Chief Financial Officer, Treasurer
and Chief Risk Officer
Commonwealth Edison Company

February 8, 2006



News Release

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(PSEG) Sue Carson: 973-430-6565

NJ OAL Hearing Extended 30 Days

Will allow additional market power analysis by PJM

NEWARK, NJ (Feb. 8, 2006) — Exelon Corporation and Public Service Enterprise Group (PSEG) announced today that hearings at the New Jersey Office of Administrative Law (OAL) for the proposed merger of the two companies, currently pending at the New Jersey Board of Public Utilities (NJBPU), have been extended 30 days. The extension will allow for a full discussion of the PJM Market Monitor's analysis of asset sales by the companies, and the impact that those sales would have on market power. Hearings are now expected to conclude on March 27, 2006, but that date could be adjusted depending on the ability of the Market Monitor to respond to additional requests.

Scheduled dates for the New Jersey Administrative Law Judge's initial decision and the final order from the NJBPU will be extended, but firm dates have not been set. Exelon and PSEG now expect the completion of all regulatory reviews and close of the merger to be pushed into the third quarter, although the merger could close earlier if a settlement is reached and accepted by the NJBPU.

"While we're disappointed with the schedule delay, we fully appreciate the need to satisfactorily address market power concerns raised by the proposed merger," said Elizabeth A. Moler, executive vice president, Exelon. "Both Exelon and PSEG continue to look forward to a timely completion of the merger."

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Although Exelon and PSEG believe that the expectations as to the timings of the regulatory proceedings described above are reasonable, no assurances can be given as to the timing of the receipt of any required regulatory approval or that all required approvals will be received.

Exelon Corporation is one of the nation's largest electric utilities with approximately 5.2 million customers and more than \$15 billion in annual revenues. The company has one of the industry's largest portfolios of electricity generation capacity, with a nationwide reach and strong positions in the Midwest and Mid-Atlantic. Exelon distributes electricity to approximately 5.2 million customers in northern Illinois and Pennsylvania and gas to more than 460,000 customers in the Philadelphia area. Exelon is headquartered in Chicago and trades on the NYSE under the ticker EXC.

(more)

Public Service Enterprise Group (PSEG) (NYSE:PEG) is a publicly traded diversified energy company with annual revenues of more than \$12 billion, and three principal subsidiaries: PSEG Power, one of the largest independent power producers in the U.S.; Public Service Electric and Gas Company (PSE&G), New Jersey's oldest and largest energy distribution utility company; and, PSEG Energy Holdings, a holding company for other non-regulated energy businesses.

Forward-Looking Statements

This release includes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, which are subject to risks and uncertainties. The factors that could cause actual results to differ materially from these forward-looking statements include risks associated with the proposed merger of Exelon and PSEG that are included in the joint proxy statement/prospectus that Exelon filed with the SEC pursuant to Rule 424(b)(3) on June 3, 2005 (Registration No. 333-122704). Readers are cautioned not to place undue reliance on these forward-looking statements, which apply only as of the date of this release. Exelon and PSEG do not undertake any obligation to publicly release any revision to the forward-looking statements to reflect events or circumstances after the date of this release.