

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM U5S

ANNUAL REPORT

For the Year Ended December 31, 2003

Filed pursuant to the Public Utility Holding Company Act of 1935 by

by

EXELON CORPORATION
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Chicago, Illinois 60603

PECO ENERGY POWER COMPANY
2301 Market Street
Philadelphia, Pennsylvania 19101

EXELON VENTURES COMPANY, LLC
10 South Dearborn Street
37th Floor
Chicago, Illinois 60603

EXELON GENERATION COMPANY, LLC
300 Exelon Way
Kennett Square, Pennsylvania 19348

EXELON ENERGY DELIVERY COMPANY, LLC
10 South Dearborn Street
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Glossary of Defined Terms

AmerGen	AmerGen Energy Company, L.L.C.
AOG # 2 LP	Exelon AOG Holding # 1, Inc.
AOG # 2 GP	Exelon AOG Holding # 2, Inc
ComEd	Commonwealth Edison Company
Commission	Securities and Exchange Commission
EBSC	Exelon Business services Company
ExCapPtrs	Exelon Capital Partners
Exelon	Exelon Corporation
Exelon Delivery	Exelon Energy Delivery Company, LLC
Enterprises	Exelon Enterprises Company, LLC
ExInvInc	Exelon Enterprises Investment, Inc.
Exelon Ventures	Exelon Ventures Company, LLC
ExTel	ExTel Corporation, LLC
ExTex	ExTex LaPorte Limited Partnership
EWG	Exempt Wholesale Generator
Financing U-1	The Form U-1 Application/Declaration filed by Exelon Corporation in File No. 70-9693
Fossil Holding	Exelon (Fossil) Holdings, Inc.
Genco	Exelon Generation Company, LLC
GP	General partner
LP	Limited partner
Merger U-1	The Form U-1 Application/Declaration filed by Exelon Corporation in File No. 70-9645
N/A	Not applicable or not available
NEDI	National Energy Development, Inc.
Peaker GP	Exelon Peaker Development General, LLC
Peaker LP	Exelon Peaker Development Limited, LLC
PECO	PECO Energy Company
PEPCO	PECO Energy Power Company

Power Holdings	Exelon Power Holdings, LP
PETT	PECO Energy Transition Trust (a subsidiary of PECO)
Sithe	Sithe Energies, Inc.
SECO	Susquehanna Electric Company
Spruce GP	Spruce Holdings, GP 2000, LLC
Spruce LP	Spruce Holdings, LP 2000, LLC
Unicom	Unicom Corporation
Ventures	Exelon Ventures Company, LLC

ITEM 1. SYSTEM COMPANIES AND INVESTMENTS THEREIN as of December 31, 2003.

Issuer Book Value and Owner's Book Value for the System Companies and Investments Therein is filed herewith confidentially pursuant to 17 CFR ss. 250.104 under the Public Utility Holding Company Act of 1935.

Exelon Corporation Subsidiaries and Investments
As of December 31, 2003

Tier	Company name	Common Shares Owned	Parent Voting Power	Other Voting Power	PUHCA Type of Business And Authority
Exelon Corporation					Public Utility Holding Company
1	Exelon Business Services Company	1	100.00%		Subsidiary Service Company
1	Unicom Resources, Inc.	100	100.00%		Inactive
1	Unicom Assurance Company, Ltd. *	NA	100.00%		Approved in Merger Order (Captive Insurance Company)
1	Exelon Investment Holdings, LLC*	NA	100.00%		Intermediate Subsidiary
1	Exelon Capital Trust I *	N/A	100.00%		Financing company
1	Exelon Capital Trust II *	N/A	100.00%		Financing company
1	Exelon Capital Trust III *	N/A	100.00%		Financing company
1	Boston Financial Institutional Tax Credit Fund X	NA	10.72%		Approved in Merger Order (tax advantaged transactions - housing)
1	Boston Financial Institutional Tax Credit Fund XIV	NA	43.69%		Approved in Merger Order (tax advantaged transactions - housing)
1	Boston Financial Institutional Tax Credit Fund XIX	NA	14.19%		Approved in Merger Order (tax advantaged transactions - housing)
1	Boston Financial Institutional Tax Credit Fund XXI	NA	34.54%		Approved in Merger Order (tax advantaged transactions - housing)
1	Related Corporate Partners XII, L.P.	NA	36.03%		Approved in Merger Order (tax advantaged transactions - housing)
1	Related Corporate Partners XIV, L.P.	NA	15.99%		Approved in Merger Order (tax advantaged transactions - housing)
1	Summit Corporate Tax Credit Fund II	NA	33.00%		Approved in Merger Order (tax advantaged transactions - housing)
1	USA Institutional Tax Credit Fund XXII	NA	24.49%		Approved in Merger Order (tax advantaged transactions - housing)
1	Unicom Investment, Inc.	100	100.00%		Approved in Merger Order (Tax advantaged transactions)
2	Scherer Holdings 1, LLC	NA	100.00%		Approved in Merger Order (Tax advantaged transactions)
2	Scherer Holdings 2, LLC	NA	100.00%		Approved in Merger Order (Tax advantaged transactions)
2	Scherer Holdings 3, LLC	NA	100.00%		Approved in Merger Order (Tax advantaged transactions)
2	Spruce Holdings G.P. 2000, LLC	NA	100.00%		Approved in Merger Order (Tax advantaged transactions)
2	Spruce Holdings L.P. 2000, LLC	NA	100.00%		Approved in Merger Order (Tax advantaged transactions)
3	Spruce Equity Holdings, L.P.	NA	99.00%	Spruce LP	Approved in Merger Order (Tax advantaged transactions)
4	Spruce Holdings Trust	NA	1.00%	Spruce GP	Approved in Merger Order (Tax advantaged transactions)
2	Wansley Holdings 1, LLC	NA	100.00%		Approved in Merger Order (Tax advantaged transactions)

2	Wansley Holdings 2, LLC	NA	100.00%		Approved in Merger Order (Tax advantaged transactions)
1	Exelon Ventures Company, LLC	NA	100.00%		Public Utility Holding Company First Tier
2	Exelon SynFuel I, LLC	NA	100.00%		Intermediate Subsidiary
3	DTE Buckeye, LLC *		59.00%		Tax advantaged transactions
2	Exelon SynFuel II, LLC	NA	100.00%		Intermediate Subsidiary
3	DTE Belews Creek, LLC *		99.00%		Tax advantaged transactions
2	Exelon Generation Company, LLC	NA	100.00%		Public Utility Holding Company Second Tier and Utility Company
3	Exelon Generation Finance Company, LLC	NA	100.00%		Approved in Financing Order (Financing)
3	ExTex Retail Services Company, LLC	NA	100.00%		Rule 58 - 5
3	Penesco Company, LLC	NA	100.00%		Rule 58
3	Port City Power, LLC *	NA	100.00%		Approved in Investment Order (Development Company)
3	Southeast Chicago Energy Project, LLC	NA	100.00%		Exempt Wholesale Generator
3	Concomber Ltd	NA	100.00%		Approved in Merger Order (Captive Insurance Company)
3	Cenesco Company, LLC	NA	100.00%		Rule 58
3	Exelon Allowance Management Company, LLC	NA	100.00%		Rule 58
3	Susquehanna Electric Company	1,000	100.00%		Utility Company
3	Exelon SHC, Inc.	NA	85.00%	Genco-LP	Intermediate Subsidiary
		NA	14.00%	Peaker Dev. Gen.-GP	
		NA	1.00%	Ventures - LP	
4	Keystone Fuels, LLC	NA	20.99%		Rule 58
4	Conemaugh Fuels, LLC	NA	20.72%		Rule 58
4	EXRES, SHC, Inc. *	NA	50.00%		Intermediate Subsidiary
5	Exelon (Fossil) Holdings, Inc.		100.00%		Intermediate Subsidiary
6	National Energy Development, Inc. (NEDI) *	100	100.00%		Intermediate Subsidiary
6	Sithe Energies, Inc. *		56.00%	Fossil Holdings	Combination Exempt Wholesale Generator and Rule 58
			44.00%	NEDI	Intermediate Subsidiary
3	British Energy US Holdings, Inc.	73,000	100.00%		Intermediate Subsidiary
4	British Energy US Investments, LLC	NA	100.00%		Intermediate Subsidiary
4	British Energy Limited Partnership	NA	99.00%	British Energy Holdings, Inc. as LP	Intermediate Subsidiary
		NA	1.00%		
				British Energy US Investments, as GP	
5	AmerGen Energy Company, LLC	NA	50.00%	Genco	Exempt Wholesale Generator
		NA	50.00%	British Energy Limited Partnership	
6	AmerGen Consolidation, LLC	NA	100.00%		Intermediate Subsidiary
6	AmerGen TMI NQF, LLC	NA	100.00%		Intermediate Subsidiary
6	AmerGen Oyster Creek NQF, LLC	NA	100.00%		Intermediate Subsidiary
6	AmerGen Clinton NQF, LLC	NA	100.00%		Intermediate Subsidiary
3	PECO Energy Power Company	984,000	100.00%		Electric Utility Company and Registered Holding Company
4	Susquehanna Power Company	1,273,000	100.00%		Electric Utility Company
5	The Proprietors of the Susquehanna Canal*	NA	100.00%		Inactive
3	Exelon Generation International, Inc. *	NA	100.00%		Intermediate Subsidiary
3	Exelon Peaker Development General, LLC	NA	100.00%		Intermediate Subsidiary
3	Exelon Peaker Development Limited, LLC	NA	100.00%		Intermediate Subsidiary
4	ExTex LaPorte Limited Partnership *	NA	99.00%	Peaker Ltd.-LP	Exempt Wholesale Generator
		NA	1.00%	Peaker Gen.-GP	
3	ExTex Marketing, LLC	NA	100.00%		Rule 58
4	ExTex Power, LP	NA	99.00%	ExTexMarketing-LP	Rule 58
		NA	1.00%	Genco - GP	
3	Exelon AOG Holding # 1, Inc.		100.00%		Intermediate Subsidiary
3	Exelon AOG Holding # 2, Inc.		100.00%		Intermediate Subsidiary
4	Exelon New England Power Marketing, LP	NA	99.00%	AOG # 2, LP	Rule 58
		NA	1.00%	AOG # 1, GP	

3	Exelon New England Holdings, LLC	NA	100.00%	Intermediate Subsidiary
4	Exelon New England Power Services, Inc.		100.00%	Rule 58
4	Exelon New England Development, LLC	NA	100.00%	Development Company
4	Exelon Wyman, LLC	NA	100.00%	Exempt Wholesale Generator
4	Exelon Edgar, LLC	NA	100.00%	Exempt Wholesale Generator
4	Exelon Framingham, LLC	NA	100.00%	Exempt Wholesale Generator
4	Exelon Framingham Development, LLC	NA	100.00%	Development Company
4	Exelon West Medway, LLC	NA	100.00%	Exempt Wholesale Generator
4	Exelon West Medway Expansion, LLC *	NA	100.00%	Development Company
4	Exelon West Medway Development, LLC	NA	100.00%	Development Company
4	Exelon Boston Services, LLC	NA	100.00%	Rule 58
4	Exelon New Boston, LLC	NA	100.00%	Exempt Wholesale Generator
4	Exelon Hamilton, LLC	NA	100.00%	Rule 58
4	Exelon Boston Generating, LLC	NA	100.00%	Intermediate Subsidiary
5	Exelon Mystic, LLC	NA	100.00%	Exempt Wholesale Generator
5	Exelon Mystic Development, LLC	NA	100.00%	Exempt Wholesale Generator
5	Exelon ForeRiver Development, LLC	NA	100.00%	Exempt Wholesale Generator
3	Exelon PowerLabs, LLC	NA	100.00%	Rule 58 (vii)
3	Exelon Generation Consolidation, LLC	NA	100.00%	Intermediate Subsidiary
4	Braidwood 1 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	Braidwood 2 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	Byron 1 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	Byron 2 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	Dresden 1 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	Dresden 2 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	Dresden 3 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	LaSalle 1 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	LaSalle 2 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	Limerick 1 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	Limerick 2 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	PeachBottom 1 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	PeachBottom 2 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	PeachBottom 3 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	Quad Cities 1 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	Quad Cities 2 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	Salem 1 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	Salem 2 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	Zion 1 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
4	Zion 2 NQF, LLC	NA	100.00%	Successor to trusts approved in the merger order.
2	Exelon Enterprises Company, LLC	NA	100.00%	Non-Utility Holding Company
3	Exelon Energy Company	100	100.00%	Second Tier
4	AllEnergy Gas & Electric Marketing Company, LLC	NA	100.00%	Rule 58
5	Texas Ohio Gas, Inc.	100	100.00%	Rule 58

3	Exelon Enterprises Management, Inc.		100.00%		Approved in Merger Order (investments in Rule 58 and Telecommunications)
4	CIC Global, LLC	NA	50.00%		ETC
4	UniGrid Energy, LLC*	NA	50.00%		ETC - Inactive
4	Phoenix Foods, LLC		5.00%		ETC
4	Exelon Capital Partners, Inc.	100	100.00%		Approved in Merger Order (investments in Rule 58 and Telecommunications)
5	Automated Power Exchange		5.80%		ETC
5	Clean Air Partners, Inc.		14.30%		ETC
5	Soft Switching Technologies, Inc.		4.20%		ETC
5	Nxt Phase Corporation		6.10%		ETC
5	ECP Telecommunications Holdings, LLC	NA	100.00%		Holds ETCs
6	Energy Trading Company		100.00%		ETC
7	Entrade, Inc.		< 10%		ETC
7	WorldWide Web Network Corp		< 10%		ETC
6	Enerwise Global Technologies, Inc.		16.30%		ETC
6	Everest Broadband Networks		15.50%		ETC
6	Exotrope, Inc.		< 10%		ETC
6	Media Station, Inc.		2.48%		ETC
6	NEON Communications, Inc.		10.01%		Approved in Merger Order (Investment)
6	SoftComp, Inc (PermitsNow)		15.51%		Inactive
6	Planalytics, Inc.		9.60%		ECP
6	Pantellos Corporation		3.80%		ETC
6	SmartSynch		10.50%		ETC
6	VITTS Network Group, Inc.		20.26%		ETC
6	OmniChoice.com, Inc.		30.10%		ETC
5	Exelon Enterprises Investments, Inc.		100.00%		Approved in Merger Order (investments in Rule 58 and telecommunications)
6	Kinetic Venture Fund I, LLC		22.22%		Merger U-1 Amendment # 5 (Reserved Jurisdiction)
6	Kinetic Venture Fund II, LLC		14.30%		Merger U-1 Amendment # 5 (Reserved Jurisdiction)
6	Enertech Capital Partners II		6.10%		ETC
6	UTECH Climate Challenge Fund, L.P.		24.30%		Approved in Merger Order (energy related - venture capital Rule 58)
6	EEl Telecommunications Holdings, LLC	NA	100.00%		ETC
7	Exelon Communications Holdings, LLC	NA	100.00%		ETC
8	PHT Holdings, LLC	NA	100.00%		Held by ETC
9	PECO Hyperion Telecommunications	NA	49.00%	PHT Holdings PECO	Held by ETC
8	Exelon Communications Company, LLC	NA	100.00%		Held by ETC
3	F & M Holdings Company, LLC	NA	100.00%		Rule 58
4	Oldco VSI, Inc.	100	100.00%		Rule 58
5	EGW Meter Services, LLC *	NA	100.00%		Rule 58
4	II Services, Inc.		100.00%		Rule 58
5	EIS Engineering, Inc.		100.00%		Rule 58
6	InfraSource Field Services LLC *	NA	100.00%		Rule 58
4	NEWCOSY, Inc.	1	100.00%		Rule 58
4	Fischbach and Moore Electric, Inc.	1	100.00%		Rule 58
4	NEWCOTRA, Inc.*	1	100.00%		Rule 58
5	Fischbach and Moore, Inc.	1	100.00%		Rule 58
6	Fischbach and Moore Electrical Contracting, Inc.*	1	100.00%		Rule 58
6	T.H. Green Electric Co., Inc.*	1	100.00%		Rule 58
5	Rand-Bright Corporation	1	100.00%		Rule 58
5	OSP Servicios S.A. de C.V.*		100.00%		Rule 58
5	Universal Network Development, Corp.*		49.00%		Rule 58
4	EIS Investments, LLC*	NA	100.00%		Rule 58
5	WCB Services, LLC *	NA	49.00%		Rule 58
3	Exelon Services, Inc.		100.00%		Rule 58
4	Exelon Services Federal Group, Inc.		100.00%		Rule 58
3	Unicom Power Holdings, LLC	NA	100.00%		Rule 58
3	Unicom Power Marketing, Inc.	100	100.00%		Rule 58

3	Adwin Equipment Company		100.00%	Rule 58
3	Exelon Thermal Holdings, Inc.	100	100.00%	Rule 58
4	ETT North America, Inc.	10	100.00%	Rule 58
5	Northwind Thermal Technologies Canada, Inc.	10	100.00%	Merger Order Reserved Jurisdiction ; Investment U-1 in Docket 70-9691 (Rule 58 operating outside the U.S.)
6	ETT Canada, Inc.	10	100.00%	Merger Order Reserved Jurisdiction ; Investment U-1 in Docket 70-9691 (Rule 58 operating outside the U.S.)
7	Northwind Windsor	NA	50.00%	Merger Order Reserved Jurisdiction ; Investment U-1 in Docket 70-9691 (Rule 58 operating outside the U.S.)
4	ETT Nevada, Inc.	100	100.00%	Rule 58
5	Northwind Aladdin, LLC *	NA	75.00%	Rule 58
5	Northwind Las Vegas, LLC *	NA	50.00%	Rule 58
4	Exelon Thermal Development, Inc.	100	100.00%	Rule 58
4	ETT Boston, Inc.	100	100.00%	Rule 58
4	Northwind Boston, LLC	NA	25.00%	Rule 58
4	ETT Houston, Inc.	100	100.00%	Rule 58
4	Thermal Chicago Corporation*	100	100.00%	Rule 58
5	Northwind Chicago, LLC	Member Interest	100.00%	Rule 58
5	Exelon Thermal Technologies, Inc.	100	100.00%	Rule 58
5	ETT National Power Inc.	100	100.00%	Rule 58
6	Northwind Midway, LLC*	Member Interest	100.00%	Rule 58
1	Exelon Energy Delivery Company, LLC	NA	100.00%	Intermediate public utility holding company
2	New IP Company*	100	100.00%	Utility company
2	PECO Energy Company	170,478,507	100.00%	Electric and Gas Utility Company
3	East Coast Natural Gas Cooperative, LLP	NA	41.12%	Rule 58
3	Horizon Energy Company*	1,000	100.00%	Inactive
3	Adwin Realty Company	1,000	100.00%	Merger Order Reserved Jurisdiction (Real Estate) (2)
4	Ambassador II Joint Venture *	NA	50.00%	Merger Order Reserved Jurisdiction (Real Estate) (2)
4	Bradford Associates *	NA	50.00%	Merger Order Reserved Jurisdiction (Real Estate) (2)
4	Franklin Town Towers Associates *	50	50.00%	Merger Order Reserved Jurisdiction (Real Estate) (2)
4	Henderson Ambassador Associates *	NA	50.00%	Merger Order Reserved Jurisdiction (Real Estate) (2)
3	PECO Energy Transition Trust	NA	100.00%	Approved in Merger Order (Financing)
3	PECO Energy Capital Corp.	1,000	100.00%	Approved in Merger Order (Financing)
4	PECO Energy Capital Trust III	NA	100.00%	Approved in Merger Order (Financing)
4	PECO Energy Capital, LP	NA	3.00%	Approved in Merger Order (Financing)
3	PECO Energy Capital Trust IV	NA	100.00%	Financing
3	PECO Energy Capital Trust V*	NA	100.00%	Financing
3	PECO Energy Capital Trust VI*	NA	100.00%	Financing
3	ExTel Corporation, LLC	NA	100.00%	Intermediate Subsidiary
4	PECO Wireless, LP	NA	99.00% PECO 1.00% ExTel	Intermediate Subsidiary
5	ATNP Finance Company	100	100.00%	Approved in Merger Order (Financing)
5	PEC Financial Services, LLC	NA	100.00%	Approved in Merger Order (Financing)
3	Adwin (Schuylkill) Cogeneration, Inc. *		50.00%	ERC

2	Commonwealth Edison Company	127,002,904	99.90%	0.01	Various	Public Utility Holding Company, Second Tier;
3	Commonwealth Edison Company of Indiana, Inc.	908,084	100.00%			Electric Utility Company
3	ComEd Financing I *	NA	100.00%			Electric Utility Company
3	ComEd Financing II *	NA	100.00%			Approved in Merger Order (Financing)
3	ComEd Financing III	NA	100.00%			Approved in Merger Order (Financing)
3	ComEd Funding, LLC	NA	100.00%			Approved in Merger Order (Financing)
4	ComEd Transitional Funding Trust	NA	100.00%			Approved in Merger Order (Financing)
3	Commonwealth Research Corporation	200	100.00%			Rule 58
3	Edison Development Company	741	100.00%			Approved in Merger Order (economic and community development)
3	Edison Development Canada Inc.	15,158	100.00%			Merger Order reserved jurisdiction; Investment U-1 in Docket 70-9691 (economic and community development)
4	Edison Finance Partnership	NA	100.00%			Merger Order reserved jurisdiction; Investment U-1 in Docket 70-9691 (Financing)
3	Chicago Equity Fund			<10%		Approved in Merger Order (economic and community development)
3	Dearborn Park Corporation			<10%		Approved in Merger Order (economic and community development)
3	I.L.P. Fund C/O Chicago Capital Fund			<10%		Approved in Merger Order (economic and community development)

* Inactive company.

Note 1 - Changes in System Companies

Companies Dissolved During the Year

AmerGen Vermont, LLC Dissolved 3/11/2003.
 Exelon Generation Canada Corporation dissolved 2/27/2003.
 PECO Energy Capital Trust II - Dissolved 12/31/2003
 Exelon Power Holdings, LP - Dissolved November 25, 2003
 InfraSource Environmental Services, LLC - Dissolved June 19, 2003

Subsidiaries Added During the Year

Exelon Investment Holdings, LLC formed in Illinois 3/17/2003. Holding company for tax-advantaged transactions (housing) that were approved in the merger order.

ExTex Retail Services Company, LLC
 Retail provider of electricity to commercial customers in Texas, dab Exelon Power Services

AllEnergy Connecticut Company, LLC

Formed in Delaware, 6/13/2003
Retail marketing of natural gas and energy-related services.

AllEnergy Massachusetts Company, LLC
Formed in Delaware, 6/13/2003
Retail marketing of natural gas and energy-related services.

AllEnergy New Jersey Company, LLC
Formed in Delaware, 6/13/2003
Retail marketing of natural gas and energy-related services.

AllEnergy New York Company, LLC
Formed in Delaware, 6/13/2003
Retail marketing of natural gas and energy-related services.

AllEnergy Rhode Island Company, LLC
Formed in Delaware, 6/13/2003
Retail marketing of natural gas and energy-related services.

PECO Energy Capital Trust IV
Financing company formed in Delaware 5/9/2003

PECO Energy Capital Trust V
Financing company formed in Delaware 5/9/2003

PECO Energy Capital Trust VI
Financing company formed in Delaware 5/9/2003

Thermal Chicago Corporation Holding company for thermal energy companies Formed
in Delaware, October 3, 2003

New IP Company
Holding company, formed in Illinois, October 28, 2003

Dresden 1 NQF, LLC (a)

Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 20, 2003

Dresden 2 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 20, 2003

Dresden 3 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 20, 2003

LaSalle 1 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 20, 2003

LaSalle 2 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 20, 2003

Limerick 1 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 20, 2003

Limerick 2 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 20, 2003

PeachBottom 1 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 20, 2003

PeachBottom 2 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 20, 2003

PeachBottom 3 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 20, 2003

Braidwood 1 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 21, 2003

Braidwood 2 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 21, 2003

Byron 1 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 21, 2003

Byron 2 NQF, LLC (a)

Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 21, 2003

Quad Cities 1 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 21, 2003

Quad Cities 2 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 21, 2003

Salem 1 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 21, 2003

Salem 2 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 21, 2003

Zion 1 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 21, 2003

Zion 2 NQF, LLC (a)
Hold and manage Nonqualified Decommissioning Fund for the nuclear plant.
Organized in Nevada, October 21, 2003

Exelon Generation Consolidation, LLC (b)
Hold and manage the Qualified Nuclear Decommissioning funds for the Units and
will also become the Member of the 20 NQF companies
Organized in Nevada, October 22, 2003

AMERGEN TMI, NQF, LLC
Hold and manage nonqualified decommissioning fund.
Organized in Nevada, December 13, 2002

AmerGen Clinton, NQF, LLC
Hold and manage nonqualified decommissioning fund.
Organized in Nevada, December 13, 2003

AmerGen Oyster Creek, NQF, LLC
Hold and manage nonqualified decommissioning fund.
Organized In Nevada, December 13, 2003.

AllEnergy Gas Marketing Company New Jersey, LLC
Formed in Delaware, July 10, 2003
Retail marketing of natural gas and energy-related services.

AllEnergy Gas Marketing Company New York, LLC
Formed in Delaware, July 10, 2003
Retail marketing of natural gas and energy-related services.

Exelon SynFuel I, LLC
Holding company for IRC 29 activities
Formed in Delaware, July 25, 2003

Exelon SynFuel II, LLC
Holding company for IRC 29 activities
Formed in Delaware, July 25, 2003

Exelon SHC, Inc.
Holding company for an EWG investment
Formed in Delaware, July 25, 2003

EXRES SHC, Inc.
Holding company for an EWG investment
Formed in Delaware, July 25, 2003

Exelon Capital Trust I
Financing company
Formed in Delaware, August 25, 2003

Exelon Capital Trust II
Financing company
Formed in Delaware, August 25, 2003

Exelon Capital Trust III
Financing company
Formed in Delaware, August 25, 2003

F&M Holdings Company, LLC
Holding company for Rule 58 investments
Formed in Delaware, September 18, 2003

DTE Buckeye, LLC
IRC 29 activities
Acquired November 25, 2003 by Exelon SynFuel I, LLC

DTE Belews Creek, LLC
IRC 29 activities
Acquired November 25, 2003 by Exelon SynFuel II, LLC

Name Changes During the year

NEWCOSY, Inc. - Name change from Syracuse Merit Electric, Inc.
II Services, Inc. - Name change from InfraSource Integrated Services, Inc.
Oldco VSI, Inc. - Name change from VSI Group Inc.

Dispositions During the Year

Aconite Corporation - Sold September 24, 2003

AllEnergy Connecticut Company, LLC. - Sold September 1, 2003
 AllEnergy Gas Marketing Company New Jersey, LLC - Sold 11/1/2003
 AllEnergy Gas Marketing Company New York, LLC - Sold 11/1/2003
 AllEnergy Massachusetts Company, LLC. - Sold September 1, 2003
 AllEnergy New Jersey Company, LLC - Sold 11/1/2003
 AllEnergy New York Company, LLC - Sold 10/1/2003
 AllEnergy Rhode Island Company, LLC. - Sold September 1, 2003
 Blair Park Services, Inc. - Sold September 24, 2003
 Chowns Communications, Inc. - Sold September 24, 2003
 Dacon Corporation - Sold September 24, 2003
 Dashiell Corporation - Sold September 24, 2003
 Dashiell Holdings Corporation - Sold September 24, 2003
 Electric Services, Inc. - Sold September 24, 2003
 Gas Distribution Contractors, Inc. - Sold September 24, 2003
 InfraSource Corporate Services, Inc. - Sold September 24, 2003
 InfraSource Underground Construction, LLC - Sold September 24, 2003
 InfraSource, Inc. - Sold September 24, 2003
 International Communications Services, Inc. - Sold September 24, 2003
 M.J. Electric, Inc. - Sold September 24, 2003
 Mechanical Specialties Incorporated - Sold September 24, 2003
 Mid-Atlantic Pipeliners, Inc. - Sold September 24, 2003
 MRM Technical Group, Inc. - Sold September 24, 2003
 Mueller Distribution Contractors, Inc. - Sold September 24, 2003
 Mueller Pipeliners, Inc. - Sold September 24, 2003
 OSP Consultants, Inc. - Sold September 24, 2003
 OSP Telcomm de Mexico, S.A. de C.V. - Sold September 24, 2003
 OSP Telecom, Inc. - Sold September 24, 2003
 OSP, Inc. - Sold September 24, 2003
 RJE Telecom, Inc. - Sold September 24, 2003
 Sunesys of Virginia, Inc. - Sold September 24, 2003
 Sunesys, Inc. - Sold September 24, 2003
 Trinity Industries, Inc. - Sold September 24, 2003
 Utility Locate & Mapping Services, Inc. - Sold December 9, 2003

Note 2 - Investments in Unsecured Debt

Intercompany Loan from	Intercompany Loan to	Interest Rate	Loan Balance (in thousands)
Exelon	EBSC	Libor plus 0.50%	\$10,500
	Genco	Libor plus 0.50%	115,000
Exelon Generation Finance Company, LLC	Exelon Allowance Management Company, LLC	7.44%	27,855
	Genco	Libor plus 0.55%	702,500

	Exelon New England Holdings, LLC	Libor plus 3.00%	10,000
	Exelon Peaker Development Limited, LLC	Libor plus 2.25%	445,172
	Nuclear US Holdings, Inc.	Libor plus 0.55%	132,290
PEC Financial Services, LLC	PECO Energy Company	9.95%	4,000,000
	PECO Energy Company	12.7%	1,245,779
ATNP Finance Company	PEC Financial Services, LLC	9.75%	4,000,000
	PEC Financial Services, LLC	12.5%	1,196,967
Unicom Investment, Inc.	Enterprises	One month LIBOR plus 50 basis points	117,856
ComEd	EBSC	One month LIBOR plus 50 basis points	104,500
	Unicom Investments, Inc	One month LIBOR plus 50 basis points	1,070,696
Edison Finance Partnership	Exelon Thermal Holdings, Inc.	8%	19,935
EEI Telecommunications Holdings, Inc.	Exelon Energy Company	One month LIBOR plus 50 basis points	29,069
	Enterprises	One month LIBOR plus 50 basis points	10,000
	Exelon Services, Inc.	One month LIBOR plus 50 basis points	18,000
	Exelon Services, Inc.	6%	63,277
	Exelon Thermal Holdings, Inc.	One month LIBOR plus 50 basis points	83,900
Enterprises	Exelon Enterprises Management, Inc.	One month LIBOR plus 50 basis points	39,163
	Exelon services, Inc.	One month LIBOR plus 50 basis points	12,500
	F&M Holdings, LLC	One month LIBOR plus 50 basis points	3,431

Exelon Enterprises Investment, Inc.	Enterprises	One month LIBOR plus 50 basis points	344,582
Genco	Exelon Peaker Development General, LLC	Libor plus 0.50%	7,174
	Exelon Ventures Company, LLC	Libor plus 0.50%	1,330
	Susquehanna Electric Company	Libor plus 0.50%	60

ITEM 2. ACQUISITIONS OR SALES OF UTILITY ASSETS

None.

ITEM 3. ISSUE, SALE, PLEDGE, GUARANTEE OR ASSUMPTION OF SYSTEM SECURITIES

None.

ITEM 4. ACQUISITION, REDEMPTION OR RETIREMENT OF SYSTEM SECURITIES
(in millions)

Name of Issuer and Title of issuer	Name of Company Acquiring, Redeeming or Retiring Securities	Retired	Redeemed	Consideration	Commission Authorization
ComEd First Mortgage Bonds 7.375%	ComEd	\$200.00		\$200.00	Rule 42
ComEd First Mortgage Bonds 8.375%	ComEd		200.00	200.00	Rule 42
ComEd Senior Notes Variable	ComEd	200.00		200.00	Rule 42
ComEd Medium-Term Notes 9.170%	ComEd	100.00		100.00	Rule 42
ComEd Trust Preferred Securities 8.480%	ComEd		200.00	200.00	Rule 42
ComEd First Mortgage Bonds 8.375%	ComEd		235.95	235.95	Rule 42
ComEd First Mortgage Bonds 8.000%	ComEd		160.00	160.00	Rule 42
ComEd Pollution Control Obligations 5.875%	ComEd		42.00	42.00	Rule 42
ComEd First Mortgage Bonds 6.625%	ComEd	100.00		100.00	Rule 42

ComEd First Mortgage Bonds 7.750%	ComEd	150.00	150.00	Rule 42
ComEd Medium-Term Notes Variable	ComEd	250.00	250.00	Rule 42
ComEd Pollution Control Obligations	ComEd	42.20	42.20	Rule 42
ComEd Pollution Control Obligations	ComEd	50.00	50.00	Rule 42
ComEd Pollution Control Obligations 5.300%	ComEd	26.00	26.00	Rule 42
Genco Pollution Control Obligations	Genco	82.56	82.56	Rule 42
Genco Pollution Control Obligations	Genco	13.34	13.34	Rule 42
Genco Pollution Control Obligations	Genco	34.00	34.00	Rule 42
Genco Pollution Control Obligations	Genco	17.24	17.24	Rule 42
Genco Pollution Control Obligations	Genco	24.13	24.13	Rule 42
Genco Pollution Control Obligations	Genco	18.44	18.44	Rule 42
Genco Pollution Control Obligations	Genco	23.00	23.00	Rule 42
PECO Pollution Control Obligations	PECO	50.00	50.00	Rule 42
PECO Pollution Control Obligations	PECO	50.00	50.00	Rule 42
PECO Pollution Control Obligations	PECO	50.00	50.00	Rule 42
PECO Pollution Control Obligations	PECO	4.20	4.20	Rule 42
PECO First Mortgage Bonds 6.625	PECO	250.00	250.00	Rule 42
PECO First Mortgage Bonds 6.625	PECO	200.00	200.00	Rule 42
PECO MIPS 8.000%	PECO	50.00	50.00	Rule 42
PECO Preferred 7.480%	PECO	50.00	50.00	Rule 42

ITEM 5. INVESTMENTS IN SECURITIES OF NON-SYSTEM COMPANIES AS OF DECEMBER 31, 2003.

Part 1. There were no investments in persons operating in the retail service area of Exelon, or its subsidiaries.

Part 2. Investments in Securities of Non-System Companies is filed herewith confidentially pursuant to 17 CFR ss. 250.104 under the Public Utility Holding Company Act of 1935.

ITEM 6. OFFICERS AND DIRECTORS - PART 1.

The positions of officers and directors of system companies as of December 31, 2003 were as follows:

Adwin (Schuylkill) Cogeneration, Inc.

Directors

John R. Heller	Director
James A. Muntz	Director
Gerald R. Rainey	Director

Officers

Gerald R. Rainey	Chairman, President
William J. Brady III	Vice President
George R. Shicora	Treasurer
Katherine K. Combs	Secretary
John C. Halderman	Assistant Secretary
John C. Halderman	General Counsel

Adwin Equipment Company

Directors

George H. Gilmore Jr.	Director
John C. Halderman	Director
Ronald S. Rooth	Director

Officers

George H. Gilmore Jr.	President
J. Barry Mitchell	Vice President and Treasurer
John C. Halderman	Corporate Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Corporate Secretary

Adwin Realty Company

Directors

Craig L. Adams	Director
Denis P. O'Brien	Director

Officers

Michael A. Williams	Vice President
J. Barry Mitchell	Treasurer
John C. Halderman	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Other

Denis P. O'Brien	Chairman, President
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AllEnergy Gas & Electric Marketing Company, LLC

Officers

Barbara A. Fatina	Vice President
Barbara A. Fatina	Treasurer
Barbara A. Fatina	Secretary

Ambassador II Joint Venture

Officers

- Partnership	Does Not Have Officers
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AmerGen Clinton NQF, LLC

AmerGen Consolidation, LLC

Managers

J. Barry Mitchell	Manager
Charles S. Walls	Manager
Thomas H. Weir	Manager

AmerGen Energy Company, LLC

Officers

John L. Skolds	Chief Executive Officer and Chief Nuclear Officer
John L. Skolds	President
William H. Bohlke	Senior Vice President
Christopher M. Crane	Senior Vice President
Charles G. Pardee	Senior Vice President
Jeffrey A. Benjamin	Vice President, Licensing and Regulatory Affairs
Ernest J. Harkness	Vice President - Oyster Creek
Charles P. Lewis	Vice President
George Vanderheyden	Vice President, MidAtlantic Regional Operating Group Support
David B. Wozniak	Vice President, Midwest Regional Operating Group Support
Robert S Bement	Site Vice President - Clinton Nuclear Power Station
C. N. Swenson	Site Vice President - Oyster Creek
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary

AmerGen Oyster Creek NQF, LLC

AmerGen TMI NQF, LLC

ATNP Finance Company

Directors

Gavin R. Arton	Director
Thomas M. Baglini	Director
J. Michael Collier Jr.	Director
Yolanda F. Pagano	Director

Officers

John M. Wadson	President
John M. Wadson	Treasurer
John M. Wadson	Secretary

British Energy US Holdings, Inc.

Officers

Christopher M. Crane	President
Edward J. Cullen Jr.	Secretary
J. Barry Mitchell	Treasurer
Charles G. Pardee	Vice President
George R. Shicora	Assistant Treasurer
Kevin D. Stepanuk	Assistant Secretary
Charles S. Walls	Assistant Treasurer

Directors

Christopher M. Crane	Director
Oliver D. Kingsley, Jr	Director
John W. Rowe	Director

British Energy US Investments, LLC

Officers

Christopher M. Crane	President
Edward J. Cullen Jr.	Secretary
J. Barry Mitchell	Treasurer
Charles G, Pardee	Vice President
George R. Shicora	Assistant Treasurer
Kevin D. Stepanuk	Assistant Secretary
Charles S. Walls	Assistant Treasurer

Directors

Christopher M. Crane	Manager
Edward J. Cullen Jr.	Manager
Charles G, Pardee	Manager

British Energy, LP

Officers

Christopher M. Crane	President
Edward J. Cullen Jr.	Secretary
J. Barry Mitchell	Treasurer

Charles G. Pardee	Vice President
George R. Shicora	Assistant Treasurer
Kevin D. Stepanuk	Assistant Secretary
Charles S. Walls	Assistant Treasurer

Exelon Boston Generating, LLC

Officers

John F. Young	President
Mark A. Schiavoni	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Bradford Associates

Officers

- Partnership	Does Not Have Officers
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Braidwood 1 NQF, LLC

Officers

J. Barry Mitchell	President
Phillip S. Barnett	Vice President

J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Braidwood 2 NQF, LLC

Officers

J. Barry Mitchell	President
Phillip S. Barnett	Vice President
J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Byron 1 NQF, LLC

Officers

J. Barry Mitchell	President
Phillip S. Barnett	Vice President
J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Edward J. Cullen Jr.	Assistant Secretary

Todd D. Cutler Assistant Secretary

Scott N. Peters Assistant Secretary

Byron 2 NQF, LLC

Officers

J. Barry Mitchell President

Phillip S. Barnett Vice President

J. Barry Mitchell Treasurer

David A. Liskow Secretary

Thomas R. Miller Assistant Treasurer

Charles S. Walls Assistant Treasurer

Edward J. Cullen Jr. Assistant Secretary

Todd D. Cutler Assistant Secretary

Scott N. Peters Assistant Secretary

Cenesco Company, LLC

Officers

James P. Malone President

Kevin P. Donovan Vice President

Rod Krich Vice President

Kenneth S. Petersen Vice President

J. Barry Mitchell Treasurer

Edward J. Cullen Jr. Secretary

Thomas R. Miller Assistant Treasurer

George R. Shicora Assistant Treasurer

Charles S. Walls Assistant Treasurer

Todd D. Cutler Assistant Secretary

Scott N. Peters Assistant Secretary

ComEd Financing I

Trustees

- - - - -

Wilmington Trust Company	Trustee
J. Barry Mitchell	Trustee
Charles S. Walls	Trustee

ComEd Financing II

Trustees

- - - - -

Wilmington Trust Company	Trustee
J. Barry Mitchell	Trustee

ComEd Financing III

Trustees

- - - - -

Wilmington Trust Company	Trustee
Kathryn M. Houtsma	Trustee
Thomas R. Miller	Trustee
J. Barry Mitchell	Trustee

ComEd Funding, LLC

Officers

J. Barry Mitchell	President
Charles S. Walls	Treasurer
Kathryn M. Houtsma	Manager

ComEd Transitional Funding Trust

Trustees

- - - - -

First Union Trust Company, National Association	Trustee
J. Barry Mitchell	Trustee
Daniel E. Thone	Trustee
Charles S. Walls	Trustee

Commonwealth Edison Company

Directors

- - - - -

Michael B. Bemis	Director
Frank M. Clark	Director
Oliver D. Kingsley Jr.	Director
John W. Rowe	Director
Robert S. Shapard	Director
S. Gary Snodgrass	Director

Officers

- - - - -

John W. Rowe	Chairman
Michael B. Bemis	Chief Executive Officer
Frank M. Clark	President
J. Barry Mitchell	Chief Financial Officer
John T. Costello	Senior Vice President, Customer and Marketing Services
J. Barry Mitchell	Senior Vice President
Denis P. O'Brien	Senior Vice President
Preston D. Swafford	Senior Vice President, Operations
Craig L. Adams	Vice President, Support Services
Mark Alden	Vice President, Project and Contract Management

Commonwealth Edison Company

Michael N. Beckstead	Vice President
Ellen M. Cavanaugh	Vice President, Transmission Strategy and Business Operations
Celia David	Vice President, Transmission Policy and Planning
David G. DeCampli	Vice President, Integration
Duane M. DesParte	Vice President, Controller and Comptroller
Terence R. Donnelly	Vice President, Construction and Maintenance/East
Stephanie J. Hickman	Vice President, Human Resource Services
John T. Hooker	Vice President, EED Property Management, Legislative and External Affairs
Kathryn M. Houtsma	Vice President, Finance
Susan O. Ivey	Vice President, Transmission Operations
Frank J. Jiruska	Vice President, Energy and Marketing Services
J. Lindsay Johnston	Vice President, Management Development
Arlene A. Juracek	Vice President, Load Forecasting and Energy Acquisition
George W. Lofton	Vice President, External Affairs and Claims
George W. Lofton	Vice President, Claims
Fidel Marquez Jr.	Vice President, Transmission and Substation
Anne R. Pramaggiore	Vice President, Regulatory and Strategic Services
Wanda Kay Reder	Vice President, Asset Management
Bruce A. Renwick	Vice President, Dispatch and Operations
Patricia Pulido Sanchez	Vice President, External Affairs - Chicago

Commonwealth Edison Company

Carl L Segneri Jr.	Vice President, Construction and Maintenance
Thomas D. Terry Jr.	Vice President, Taxes
Kathleen M. Walters	Vice President, Information Technology
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Robert A. Kleczynski	Assistant Vice President, Taxes
Thomas R. Miller	Assistant Treasurer

George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
James M. Baloun	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Adrienne M. Levatino	Assistant Secretary
Scott N. Peters	Assistant Secretary
Bruce G. Wilson	Assistant Secretary

Commonwealth Edison Company of Indiana, Inc.

Directors

Frank M. Clark	Director
Pamela B. Strobel	Director

Officers

Frank M. Clark	President
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary
Kevin J. Waden	Assistant Secretary

Other

Kevin J. Waden	Auditor
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Commonwealth Research Corporation

Directors

- - - - -

Frank M. Clark	Director
Pamela B. Strobel	Director

Officers

- - - - -

Frank M. Clark	President
Frank M. Clark	President
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Concomber, Ltd.

Directors

- - - - -

Andrew D. Carr	Director
C.F.A. Cooper	Director

Officers

- - - - -

Andrew D. Carr	Chairman
Harlan M. Dellisy	President
Andrew D. Carr	Vice President
G. Porento	Vice President
George P. Rifakes	Vice President

I. S. Outerbridge III

Secretary

Richard J. Martin

Assistant Secretary

Conemaugh Fuels, LLC

Dresden 1 NQF, LLC

Officers

- - - - -

J. Barry Mitchell

President

Phillip S. Barnett

Vice President

J. Barry Mitchell

Treasurer

David A. Liskow

Secretary

Thomas R. Miller

Assistant Treasurer

Charles S. Walls

Assistant Treasurer

Edward J. Cullen Jr.

Assistant Secretary

Todd D. Cutler

Assistant Secretary

Scott N. Peters

Assistant Secretary

Dresden 2 NQF, LLC

Officers

- - - - -

J. Barry Mitchell

President

Phillip S. Barnett

Vice President

J. Barry Mitchell

Treasurer

David A. Liskow

Secretary

Thomas R. Miller

Assistant Treasurer

Charles S. Walls

Assistant Treasurer

Edward J. Cullen Jr.

Assistant Secretary

Todd D. Cutler

Assistant Secretary

Scott N. Peters

Assistant Secretary

Dresden 3 NQF, LLC

Officers

- - - - -

J. Barry Mitchell	President
Phillip S. Barnett	Vice President
J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

East Coast Natural Gas Cooperative, LLC

ECP Telecommunications Holdings, LLC

Officers

- - - - -

Robert A. Shinn	President
Ronald S. Rooth	Senior Vice President and Chief Financial Officer
J. Barry Mitchell	Vice President and Treasurer
John C. Halderman	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Donald J. Bromley	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Edison Development Canada Inc.

Directors
- - - - -

Comment:

Frank M. Clark	Director
Edward L. Donegan	Director
Robert M. Granatstein	Director
Gail Lilley	Director
Pamela B. Strobel	Director

Officers
- - - - -

Frank M. Clark	President
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Carter C. Culver	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Edison Development Company

Directors
- - - - -

Comment:

Frank M. Clark	Director
Pamela B. Strobel	Director

Officers
- - - - -

Frank M. Clark	President
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J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Edison Finance Partnership

Officers

- - - - -

Thomas D. Terry Jr.	President
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EEI Telecommunications Holdings, LLC

Officers

- - - - -

John M. Wadson	President, Treasurer and Secretary
Gavin R. Arton	Manager
J. Michael Collier Jr.	Manager
John C. Halderman	Manager
Yolanda F. Pagano	Manager

EGW Meter Services, LLC

EIS Engineering, Inc.

Officers

- - - - -

George H. Gilmore Jr.	Chairman
George H. Gilmore Jr.	Chief Executive Officer

Ronald S. Rooth	Vice President - Finance
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Harvey B. Dikter	Assistant Secretary
Scott N. Peters	Assistant Secretary

EIS Investments, LLC

Officers

- - - - -

George H. Gilmore Jr.	Manager
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Energy Trading Company

Directors

- - - - -

Comment:

George H. Gilmore Jr.	Director
John C. Halderman	Director
Ronald S. Rooth	Director

Officers

- - - - -

George H. Gilmore Jr.	Chairman of the Board
Robert A. Shinn	President
Ronald S. Rooth	Chief Financial Officer
Ronald S. Rooth	Senior Vice President
J. Barry Mitchell	Vice President and Treasurer
John C. Halderman	Corporate Secretary
George R. Shicora	Assistant Treasurer

Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Corporate Secretary
John C. Halderman	General Counsel

ETT Boston, Inc.

Directors
- - - - -

Comment:

Carter C. Culver	Director
George H. Gilmore Jr.	Director

Officers
- - - - -

George H. Gilmore Jr.	President
David A. Bump	Vice President
James Llende	Vice President - Taxes
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary
David A. Bump	General Manager

ETT Canada, Inc.

Directors
- - - - -

Comment:

Carter C. Culver	Director
George H. Gilmore Jr.	Director

Officers

- - - - -

George H. Gilmore Jr.	President
David A. Bump	Vice President
James Llande	Vice President - Taxes
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary
David A. Bump	General Manager

ETT Houston, Inc.

Directors

- - - - -

Comment:

Carter C. Culver	Director
George H. Gilmore Jr.	Director

Officers

- - - - -

George H. Gilmore Jr.	President
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David A. Bump	Vice President
James Llende	Vice President - Taxes
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary
David A. Bump	General Manager

ETT National Power, Inc.

Directors
- - - - -

Comment:

Carter C. Culver	Director
George H. Gilmore Jr.	Director

Officers
- - - - -

George H. Gilmore Jr.	President
David A. Bump	Vice President
James Llende	Vice President - Taxes
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer

Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary
David A. Bump	General Manager

ETT Nevada, Inc.

Directors
- - - - -

Comment:

Carter C. Culver	Director
------------------	----------

Officers
- - - - -

George H. Gilmore Jr.	President
David A. Bump	Vice President
James Llende	Vice President - Taxes
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Carter C. Culver	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary
David A. Bump	General Manager

ETT North America, Inc.

Directors
- - - - -

Comment:

Carter C. Culver Director

George H. Gilmore Jr. Director

Officers

- - - - -

George H. Gilmore Jr. President

David A. Bump Vice President

James Llende Vice President - Taxes

J. Barry Mitchell Vice President

J. Barry Mitchell Treasurer

Katherine K. Combs Secretary

Thomas R. Miller Assistant Treasurer

George R. Shicora Assistant Treasurer

Charles S. Walls Assistant Treasurer

Todd D. Cutler Assistant Secretary

John C. Halderman Assistant Secretary

Scott N. Peters Assistant Secretary

David A. Bump General Manager

Exelon Allowance Management Company, LLC

George R. Shicora Assistant Treasurer

Charles S. Walls Assistant Treasurer

Todd D. Cutler Assistant Secretary

Scott N. Peters Assistant Secretary

Edward J. Cullen Vice President and Secretary

Ian P. McLean Vice President

J. Barry Mitchell Vice President and Treasurer

Exelon AOG Holding #1, Inc.

Directors
- - - - -

Comment:

Kenneth W. Cornew	Director
Oliver D. Kingsley Jr.	Director
Ian P. McLean	Director

Officers
- - - - -

Ian P. McLean	President
Kenneth W. Cornew	Vice President
Edward Fedorchak	Vice President
Susan O. Ivey	Vice President
James S. Jablonski	Vice President
Michael Metzner	Vice President
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
J. Barry Mitchell	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary

Exelon AOG Holding #1, Inc.

John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon AOG Holding #2, Inc

Directors
- - - - -

Comment:

Kenneth W. Cornew	Director
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Oliver D. Kingsley Jr.

Director

Ian P. McLean

Director

Officers

Ian P. McLean

President

Kenneth W. Cornew

Vice President

Edward Fedorchak

Vice President

Susan O. Ivey

Vice President

James S. Jablonski

Vice President

Michael Metzner

Vice President

J. Barry Mitchell

Treasurer

Edward J. Cullen Jr.

Secretary

Thomas R. Miller

Assistant Treasurer

George R. Shicora

Assistant Treasurer

Charles S. Walls

Assistant Treasurer

Todd D. Cutler

Assistant Secretary

Exelon AOG Holding #2, Inc

John C. Halderman

Assistant Secretary

Scott N. Peters

Assistant Secretary

Exelon Boston Services, LLC

Officers

John F. Young

President

Mark A. Schiavoni

Vice President

J. Barry Mitchell

Treasurer

Edward J. Cullen Jr.

Secretary

Thomas R. Miller

Assistant Treasurer

George R. Shicora

Assistant Treasurer

Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Business Services Company

Directors

- - - - -

Comment:

Ruth Ann M. Gillis	Director
Randall E. Mehrberg	Director
Robert S. Shapard	Director
John W. Rowe	Director and Chair
Pamela B. Strobel	Director

Officers

- - - - -

Ruth Ann M. Gillis	President
Daniel C. Hill	Chief Information Officer
M. Bridget Reidy	Chief Supply Officer
M. Bridget Reidy	Senior Vice President
Paul R. Bonney	Vice President and General Counsel
Thomas A. Clewett	Vice President Projects & Enterprise Solutions - IT
Katherine K. Combs	Vice President
Edward J. Cullen Jr.	Vice President
James D. Guerra	Vice President - Finance
Daniel C. Hill	Vice President

Exelon Business Services Company

Joseph A. Lasky	Vice President, IT Operations & Infrastructure Services
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Mary E. Ludford	Vice President, HR and Financial Services
J. Barry Mitchell	Vice President and Treasurer
Glenn D. Newman	Vice President
David M. O'Brien	Vice President, Supply Operations
Karen J. Peery	Vice President, IT Genco
Thomas D. Terry Jr.	Vice President, Taxes
William A. VonHoene Jr.	Vice President
Kathleen M. Walters	Vice President, IT EED
Katherine K. Combs	Corporate Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary
Bruce G. Wilson	Assistant Secretary

Other

- - - - -

M. Bridget Reidy	Deputy General Counsel Exelon Capital Partners, Inc.
------------------	--

Directors

- - - - -

George H. Gilmore Jr.	Director
John C. Halderman	Director
Ronald S. Rooth	Director

Officers

- - - - -

George H. Gilmore Jr.	Chairman of the Board
Robert A. Shinn	President

Ronald S. Rooth	Senior Vice President and Chief Financial Officer
J. Barry Mitchell	Vice President and Treasurer
John C. Halderman	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Donald J. Bromley	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Capital Trust I
Inactive

Exelon Capital Trust II
Inactive

Exelon Capital Trust III
Inactive

Exelon Communications Company, LLC

Officers

- - - - -

George H. Gilmore Jr.	President
Ronald S. Rooth	Senior Vice President and Chief Financial Officer
J. Barry Mitchell	Vice President and Treasurer
James W. Morozzi	Vice President
Nicholas G. Stathes	Vice President
John C. Halderman	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Communications Holdings, LLC

Officers

- - - - -

George H. Gilmore Jr.	President
Ronald S. Rooth	Senior Vice President and Chief Financial Officer
J. Barry Mitchell	Vice President and Treasurer
James W. Morozzi	Vice President
Nicholas G. Stathes	Vice President
John C. Halderman	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Corporation

Directors

- - - - -

Edward A. Brennan	Director
M. Walter D'Alessio	Director
Nicholas DeBenedictis	Director
Bruce DeMars	Director
G. Fred DiBona Jr.	Director
Sue L. Gin	Director
Rosemarie B. Greco	Director
Edgar D. Jannotta	Director
John M. Palms	Director
John W Rogers Jr.	Director
John W. Rowe	Director
Ronald Rubin	Director

Richard L. Thomas

Director

Officers

- - - - -

John W. Rowe	Chairman of the Board and Chief Executive Officer
Ian P. McLean	Executive Vice President
Christopher M. Crane	Senior Vice President
Michael B. Bemis	Senior Vice President
Frank M. Clark	Senior Vice President
Ruth Ann M. Gillis	Senior Vice President
George H. Gilmore Jr.	Senior Vice President
Richard H. Glanton	Senior Vice President, Corporate Planning
J. Barry Mitchell	Senior Vice President and Treasurer
S. Gary Snodgrass	Senior Vice President and Chief Human Resources Officer
David W. Woods	Senior Vice President, Communications, Governmental & Public Affairs
John F. Young	Senior Vice President
Virginia A. Brown	Vice President, Human Resources Planning and Development
Linda C. Byus	Vice President, Investor Relations
Ellen D. Caya	Vice President, Audit
Katherine K. Combs	Vice President and Corporate Secretary
Assir R. DaSilva	Vice President, Diversity
Victor Fonseca	Vice President, Compensation
Sharon M. Hillman	Vice President, Mergers & Acquisitions, and Divestitures
Matthew F. Hilzinger	Vice President and Corporate Controller
Helen A. Howes	Vice President, Environmental Affairs
Donald P. Kirchoffner	Vice President, Communications
Charles P. Lewis	Vice President, Corporate Development
Robert K. McDonald	Vice President, Risk Management
Thomas R. Miller	Vice President - Finance
John R. Samolis	Vice President, Labor and Employee Relations

Carole Schecter	Vice President, Employee Health and Benefits
Carole Schecter	Vice President, Benefits
Thomas D. Terry Jr.	Vice President and General Tax Officer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary
Bruce G. Wilson	Assistant Secretary
Oliver D. Kingsley Jr.	President and Chief Operating Officer
Randall E. Mehrberg	Executive Vice President and General Counsel
Elizabeth A. Moler	Executive Vice President, Government Affairs & Public Policy
Robert S. Shapard	Executive Vice President and Chief Financial Officer
Pamela B. Strobel	Executive Vice President and Chief Administrative Officer

Exelon Edgar, LLC

Officers

- - - - -

John F. Young	President
Mark A. Schiavoni	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Energy Company

Directors

- - - - -

Carter C. Culver	Director
George H. Gilmore Jr.	Director

Officers

- - - - -

George H. Gilmore Jr.	President
J. Barry Mitchell	Chief Financial Officer
Barbara A. Fatina	Vice President
James Llende	Vice President - Taxes
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Energy Delivery Company, LLC

Officers

- - - - -

Michael B. Bemis	President
David G. DeCampi	Chief Integration Officer
Frank M. Clark	Senior Vice President
John T. Costello	Senior Vice President, Customer and Marketing Services
John T. Hooker	Senior Vice President, Property Management
Denis P. O'Brien	Senior Vice President
Preston D. Swafford	Senior Vice President, Operations
Craig L. Adams	Vice President, Support Services

Michael N. Beckstead	Vice President, Business Operations
Ellen M. Cavanaugh	Vice President, Transmission Strategy and Business Operations
David G. DeCampli	Vice President, Integration
Duane M. DesParte	Vice President and Controller
Terence R. Donnelly	Vice President, Construction and Maintenance/East
Stephanie J. Hickman	Vice President, Human Resources
Kathryn M. Houtsma	Vice President, Finance
Susan O. Ivey	Vice President, Transmission Operations
Frank J. Jiruska	Vice President, Energy and Marketing Services
J. Lindsay Johnston	Vice President, Management Development
Arlene A. Juracek	Vice President Load Forecasting and Energy Acquisition
George W. Lofton	Vice President, Claims
Fidel Marquez Jr.	Vice President, Transmission and Substation
J. Barry Mitchell	Vice President
Wanda Kay Reder	Vice President, Asset Management
Bruce A. Renwick	Vice President, Dispatch and Operations
Carl L Segneri Jr.	Vice President, Construction and Maintenance/West
Thomas D. Terry Jr.	Vice President, Taxes
Kathleen M. Walters	Vice President, Information Technology
J. Barry Mitchell	Treasurer
Katherine K. Combs	Corporate Secretary
Robert A. Kleczynski	Assistant Vice President, Taxes
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Corporate Secretary
Scott N. Peters	Assistant Corporate Secretary
Bruce G. Wilson	Assistant Secretary

Exelon Enterprises Company, LLC

Officers

- - - - -

John W. Rowe	President
Oliver D. Kingsley Jr.	Vice Chair
George H. Gilmore Jr.	Chief Executive Officer
George H. Gilmore Jr.	President
James Llende	Vice President - Taxes
J. Barry Mitchell	Vice President
Ronald S. Rooth	Vice President - Finance
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Enterprises Investments, Inc.

Directors

- - - - -

Gavin R. Arton	Director
J. Michael Collier Jr.	Director
John C. Halderman	Director
Yolanda F. Pagano	Director

Officers

- - - - -

John M. Wadson	President
John M. Wadson	Treasurer

John M. Wadson Secretary

Exelon Enterprises Management, Inc.

Directors

George H. Gilmore Jr. Director

John C. Halderman Director

Ronald S. Rooth Director

Officers

Robert A. Shinn President

Ronald S. Rooth Senior Vice President and
Chief Financial Officer

J. Barry Mitchell Treasurer

Katherine K. Combs Secretary

Thomas R. Miller Assistant Treasurer

George R. Shicora Assistant Treasurer

Charles S. Walls Assistant Treasurer

Todd D. Cutler Assistant Secretary

John C. Halderman Assistant Secretary

Scott N. Peters Assistant Secretary

Exelon Framingham Development, LLC

Officers

John F. Young President

Mark A. Schiavoni Vice President

J. Barry Mitchell Treasurer

Edward J. Cullen Jr. Secretary

Thomas R. Miller Assistant Treasurer

George R. Shicora Assistant Treasurer

Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Framingham, LLC

Officers

- - - - -

John F. Young	President
Mark A. Schiavoni	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Generation Company, LLC

Officers

- - - - -

Oliver D. Kingsley Jr.	Chief Executive Officer and President Exelon Generation
Ian P. McLean	President, Exelon Power Team
John F. Young	President, Exelon Power
John L. Skolds	President and Chief Nuclear Officer, Exelon Nuclear
Christopher M. Crane	Chief Operating Officer, Exelon Nuclear
William Arndt	Senior Vice President, Business Operations, Exelon Generation
William H. Bohlke	Senior Vice President, Exelon Nuclear

Kenneth W. Cornew	Senior Vice President, Power Transactions & Wholesale Delivery, Exelon Power Team
Richard J. Landy	Senior Vice President, Human Resources & Administration, Exelon Generation
Charles G. Pardee	Senior Vice President, Nuclear Services, Exelon Nuclear
David W. Woods	Senior Vice President, Communications, Governmental & Public Affairs
Phillip S. Barnett	Vice President - Finance
Jeffrey A. Benjamin	Vice President, Licensing and Regulatory, Exelon Nuclear
Robert C. Braun	Vice President, Nuclear Oversight, Exelon Nuclear
Kevin Cellars	Vice President, Business Operations, Exelon Power
Martin Coveney	Vice President, Finance, Exelon Nuclear
Edward J. Cullen Jr.	Vice President, Legal and Secretary
David DeAugustine	Vice President, Taxes
Meg Evangelist	Vice President, Human Resources, Exelon Power
Robert J Fisher	Vice President, Operations Support, Exelon Nuclear
Jan H. Freeman	Vice President, Public Affairs, Exelon Generation
Dorothy M Hawkins	Vice President, Business Operations, Exelon Nuclear
Christopher Hughes	Vice President, Exelon Power
Theodore E. Jennings	Vice President, Engineering & Operation Support
Marilyn C. Kray	Vice President, Project Development, Exelon Nuclear
Rod Krich	Vice President, Licensing Projects, Exelon Nuclear
William Levis	Site Vice President, Mid-Atlantic Operations, Exelon Nuclear
Charles P. Lewis	Vice President, Strategy and Development, Exelon Generation
Richard Lopriore	Site Vice President, Operations Support, Exelon Nuclear
James P. Malone	Vice President, Fuels Management, Exelon Nuclear
Robert K. McDonald	Vice President, Generation
Michael McMahan	Vice President, Outage Planning & Services, Exelon Nuclear
James R. Meister	Vice President, Nuclear Engineering, Exelon Nuclear
Michael Metzner	Vice President, Marketing & Origination, Exelon Power Team
J. Barry Mitchell	Vice President and Treasurer

Mark A. Schiavoni	Vice President, Operations, Exelon Power
Thomas D. Terry Jr.	Vice President, Taxes
Sue E. Wallace	Vice President, Management Projects, Exelon Generation
David B. Wozniak	Vice President, Special Projects, Exelon Nuclear
George P. Barnes Jr.	Site Vice President - LaSalle County Station
Robert S Bement	Site Vice President - Clinton Nuclear Power Station
Ronald J. DeGregorio	Site Vice President - Limerick Generating Station
Ernest J. Harkness	Site Vice President - Oyster Creek
Robert J. Hovey	Site Vice President - Dresden Nuclear Power Station
Stephen E. Kuczynski	Site Vice President - Byron Station
Michael Pacilio	Site Vice President - Braidwood Station
Timothy Tulon	Site Vice President - Quad Cities Nuclear Power Station
Russell G. West	Site Vice President - Peach Bottom Atomic Power Station
Bruce C. Williams	Site Vice President - TMI
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Christopher J. Bernard	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Generation Consolidation, LLC

Officers

- - - - -

J. Barry Mitchell	President
J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer

Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Generation Finance Company, LLC

Officers

- - - - -

John M. Wadson	President, Treasurer and Secretary
----------------	------------------------------------

Managers

- - - - -

Gavin R. Arton	Manager
J. Michael Collier Jr.	Manager
Yolanda F. Pagano	Manager
Michael Ricciardi	Manager

Exelon Generation International, Inc.

Officers

- - - - -

No Officers	Organizational Meeting Not Yet Held
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Exelon Hamilton LLC

Officers

- - - - -

John F. Young	President
Mark A. Schiavoni	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary

John C. Halderman Assistant Secretary

Scott N. Peters Assistant Secretary

Exelon Investment Holdings, LLC

Officers

- - - - -

J. Barry Mitchell President

Thomas R. Miller Vice President and
Treasurer

Thomas D. Terry Jr. Vice President

Charles S. Walls Vice President

Katherine K. Combs Secretary

George R. Shicora Assistant Treasurer

Charles S. Walls Assistant Treasurer

Todd D. Cutler Assistant Secretary

Scott N. Peters Assistant Secretary

Exelon New Boston, LLC

Officers

- - - - -

John F. Young President

Mark A. Schiavoni Vice President

J. Barry Mitchell Treasurer

Edward J. Cullen Jr. Secretary

Thomas R. Miller Assistant Treasurer

George R. Shicora Assistant Treasurer

Charles S. Walls Assistant Treasurer

Todd D. Cutler Assistant Secretary

John C. Halderman Assistant Secretary

Scott N. Peters Assistant Secretary

Exelon New England Development, LLC

Officers

- - - - -

John F. Young	President
Mark A. Schiavoni	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon New England Holdings, LLC

Officers

- - - - -

John F. Young	President
Mark A. Schiavoni	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon New England Power Marketing, Limited Partnership

Other

- - - - -

- Partnership Does Not Have Officers

Exelon New England Power Services, Inc.

Directors

- - - - -

Oliver D. Kingsley Jr. Director

Mark A. Schiavoni Director

John F. Young Director

Officers

- - - - -

John F. Young President

Mark A. Schiavoni Vice President

J. Barry Mitchell Treasurer

Edward J. Cullen Jr. Secretary

Thomas R. Miller Assistant Treasurer

George R. Shicora Assistant Treasurer

Charles S. Walls Assistant Treasurer

Todd D. Cutler Assistant Secretary

John C. Halderman Assistant Secretary

Scott N. Peters Assistant Secretary

Exelon Peaker Development General, LLC

Officers

- - - - -

Ian P. McLean President

Michael B. Bemis Vice President

Edward J. Cullen Jr. Vice President and Secretary

Charles P. Lewis Vice President

J. Barry Mitchell Vice President and Treasurer

George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Peaker Development Limited, LLC

Officers

- - - - -

Ian P. McLean	President
Donald J. Bromley	Vice President
Edward J. Cullen Jr.	Vice President and Secretary
Charles A. Mannix	Vice President, Taxes
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Donald J. Bromley	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon PowerLabs, LLC

Officers

- - - - -

George C Bell	President
Frank Cebular	Vice President
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer

Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Services Federal Group, Inc.

Directors

- - - - -

Comment:

Carter C. Culver	Director
George H. Gilmore Jr.	Director

Officers

- - - - -

George H. Gilmore Jr.	Chief Executive Officer
Mark W. Kilgore	President
Keith A. Derrington	Vice President
James Llande	Vice President - Taxes
Louis P. Maltezos	Vice President
J. Barry Mitchell	Vice President
Scott D. Payant	Vice President - Finance
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Other

- - - - -

Keith A. Derrington	General Manager
Louis P. Maltezos	General Manager
Exelon Services, Inc.	
Directors	
- - - - -	
Carter C. Culver	Director
George H. Gilmore Jr.	Director
Officers	
- - - - -	
George H. Gilmore Jr.	Chairman of the Board
George H. Gilmore Jr.	Chief Executive Officer
Mark W. Kilgore	President
John T. Kennedy	Vice President
James Llande	Vice President - Taxes
J. Barry Mitchell	Vice President
Scott D. Payant	Vice President - Finance
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary
Other	
- - - - -	
Louis P. Maltezos	General Manager

Exelon SHC, Inc.

Directors

- - - - -

Oliver D. Kingsley Jr.	Director
Ian P. McLean	Director
John F. Young	Director

Officers

- - - - -

Oliver D. Kingsley Jr.	Chairman
Oliver D. Kingsley Jr.	Chief Executive Officer
Oliver D. Kingsley Jr.	President
Michael B. Bemis	Senior Vice President
John F. Young	Senior Vice President
Edward J. Cullen Jr.	Vice President
Charles P. Lewis	Vice President
Ian P. McLean	Vice President
J. Barry Mitchell	Treasurer
Donald J. Bromley	Secretary
Edward J. Cullen Jr.	Secretary
George R. Shicora	Assistant Treasurer

Exelon SHC, Inc.

Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Synfuel I, LLC

Officers

- - - - -

Robert A. Kleczynski	President
Thomas R. Miller	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Synfuel II, LLC

Officers

- - - - -

Robert A. Kleczynski	President
Thomas R. Miller	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Thermal Development, Inc.

Directors

- - - - -

Carter C. Culver	Director
George H. Gilmore Jr.	Director

Officers

- - - - -

George H. Gilmore Jr.	President
David A. Bump	Vice President
James Llende	Vice President - Taxes
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary
David A. Bump	General Manager

Exelon Thermal Holdings, Inc.

Directors

- - - - -

Carter C. Culver	Director
George H. Gilmore Jr.	Director

Officers

- - - - -

George H. Gilmore Jr.	President
David A. Bump	Vice President
James Llende	Vice President - Taxes
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary

John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary
David A. Bump	General Manager

Exelon Thermal Technologies Inc.

Directors

- - - - -

Carter C. Culver	Director
George H. Gilmore Jr.	Director

Officers

- - - - -

George H. Gilmore Jr.	President
David A. Bump	Vice President
James Llande	Vice President - Taxes
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary
David A. Bump	General Manager

Exelon Ventures Company, LLC

Officers

- - - - -

John W. Rowe	President and Chief Executive Officer
Oliver D. Kingsley Jr.	Senior Executive Vice President

Charles P. Lewis	Vice President
Robert K. McDonald	Vice President, Ventures
Randall E. Mehrberg	Vice President and General Counsel
J. Barry Mitchell	Vice President and Treasurer
Robert S. Shapard	Vice President and Chief Financial Officer
Thomas D. Terry Jr.	Vice President, Taxes
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon West Medway Development, LLC

Officers

- - - - -

John F. Young	President
Mark A. Schiavoni	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Officers

- - - - -

John F. Young	President
Mark A. Schiavoni	Vice President
J. Barry Mitchell	Treasurer

Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon West Medway, LLC

Officers

- - - - -

John F. Young	President
Mark A. Schiavoni	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Corporate Secretary
John C. Halderman	Assistant Corporate Secretary
Scott N. Peters	Assistant Secretary

Exelon Wyman, LLC

Officers

- - - - -

John F. Young	President
Mark A. Schiavoni	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer

George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

ExRES Power Holdings, Inc.

Directors

Michael B. Bemis	Director
Oliver D. Kingsley Jr.	Director
Ian P. McLean	Director

Officers

Oliver D. Kingsley Jr.	Chairman
Oliver D. Kingsley Jr.	President and Chief Executive Officer
Michael B. Bemis	Senior Vice President
Edward J. Cullen Jr.	Vice President and Secretary
Charles P. Lewis	Vice President
Ian P. McLean	Vice President
J. Barry Mitchell	Treasurer
Donald J. Bromley	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary

ExRES Power Holdings, Inc.

Scott N. Peters	Assistant Secretary
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EXRES SHC, Inc.

Directors

- - - - -

Michael B. Bemis	Director
Craig Huff	Director
Charles P. Lewis	Director
J. Barry Mitchell	Director
Daniel Stern	Director
John F. Young	Director
Gregg Zeitlin	Director

Officers

- - - - -

Michael B. Bemis	President
John F. Young	Senior Vice President
Donald J. Bromley	Vice President
Edward J. Cullen Jr.	Vice President
Charles P. Lewis	Vice President
Ian P. McLean	Vice President
J. Barry Mitchell	Treasurer
Donald J. Bromley	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

ExTel Corporation, LLC

Officers

- - - - -

Duane M. DesParte	President
-------------------	-----------

J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Ronald L. Zack	Assistant Secretary

ExTex LaPorte Limited Partnership

Attorney

- Partnership

Does Not Have Officers

ExTex Marketing, LLC

Officers

- - - - -

Ian P. McLean	President
Donald J. Bromley	Vice President
Kenneth W. Cornew	Vice President
Charles A. Mannix	Vice President, Taxes
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Donald J. Bromley	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

ExTex Power, LP

Attorney

- Partnership

Does Not Have Officers

ExTex Retail Services Company, LLC

Officers

- - - - -

Ian P. McLean	President
Kenneth W. Cornew	Vice President
J. Barry Mitchell	Vice President and Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

F & M Holdings Company LLC

Officers

- - - - -

George H. Gilmore Jr.	President
J. Barry Mitchell	Vice President
Ronald S. Rooth	Vice President - Finance
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Fischbach and Moore Electric, Inc.

Officers

- - - - -

George H. Gilmore Jr.	Chairman
-----------------------	----------

George H. Gilmore Jr.	Chief Executive Officer
Rick Manville	President
Ken Podolack	Chief Financial Officer
Jack McHugh	Executive Vice President
Esteban F. Alvarez	Vice President
William Greene	Vice President - Boston
Bob Meyer	Vice President - New Jersey
Ronald S. Rooth	Vice President - Finance
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Ken Podolack	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Esteban F. Alvarez	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Harvey B. Dikter	Assistant Secretary
Rick Manville	Assistant Secretary
Scott N. Peters	Assistant Secretary

Fischbach and Moore Electrical Contracting, Inc.

Officers

- - - - -

George H. Gilmore Jr.	Chairman
George H. Gilmore Jr.	Chief Executive Officer
Rick Manville	President
Ken Podolack	Chief Financial Officer
Jack McHugh	Executive Vice President
Esteban F. Alvarez	Vice President
William Greene	Vice President - Boston
Bob Meyer	Vice President - New Jersey

Ronald S. Rooth	Vice President - Finance
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Ken Podolack	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Esteban F. Alvarez	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Harvey B. Dikter	Assistant Secretary
Rick Manville	Assistant Secretary
Scott N. Peters	Assistant Secretary

Fischbach and Moore, Inc.

Officers

- - - - -

George H. Gilmore Jr.	Chairman
George H. Gilmore Jr.	Chief Executive Officer
Rick Manville	President
Ken Podolack	Chief Financial Officer
Esteban F. Alvarez	Vice President
Ronald S. Rooth	Vice President - Finance
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Ken Podolack	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Esteban F. Alvarez	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Harvey B. Dikter	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Fore River Development, LLC

Officers

- - - - -

John F. Young	President
Mark A. Schiavoni	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Franklin Town Towers Associates

Officers

- - - - -

- Partnership Does Not Have Officers

Horizon Energy Company

Directors

- - - - -

J. Barry Mitchell Director

Officers

- - - - -

Paul R. Bonney	Vice President and Secretary
J. Barry Mitchell	Vice President and Treasurer
Todd D. Cutler	Assistant Corporate Secretary
Scott N. Peters	Assistant Corporate Secretary

Paul R. Bonney	General Counsel
II Services, Inc.	
Officers	
- - - - -	
George H. Gilmore Jr.	Chairman
George H. Gilmore Jr.	Chief Executive Officer
Ronald S. Rooth	Vice President - Finance
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Harvey B. Dikter	Assistant Secretary
Scott N. Peters	Assistant Secretary

Infrasource Field Services, LLC

Officers	
- - - - -	
David R. Helwig	Chairman
Harvey B. Dikter	Senior Vice President, General Counsel and Secretary
Terence R. Montgomery	Senior Vice President and Treasurer

Keystone Fuels, LLC

Managers	
- - - - -	
Fred Humphrey	Manager

La Salle 1 NQF, LLC

Officers	
- - - - -	
J. Barry Mitchell	President
Phillip S. Barnett	Vice President
J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

La Salle 2 NQF, LLC

Officers	
- - - - -	
J. Barry Mitchell	President

Phillip S. Barnett
J. Barry Mitchell
David A. Liskow
Thomas R. Miller
Charles S. Walls
Edward J. Cullen Jr.
Todd D. Cutler
Scott N. Peters

Vice President
Treasurer
Secretary
Assistant Treasurer
Assistant Treasurer
Assistant Secretary
Assistant Secretary
Assistant Secretary

Limerick 1 NQF, LLC

Officers
- - - - -

J. Barry Mitchell
Phillip S. Barnett
J. Barry Mitchell
David A. Liskow
Thomas R. Miller

President
Vice President
Treasurer
Secretary
Assistant Treasurer

Charles S. Walls	Assistant Treasurer
Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Limerick 2 NQF, LLC

Officers

- - - - -

J. Barry Mitchell	President
Phillip S. Barnett	Vice President
J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Mystic Development, LLC

Officers

- - - - -

John F. Young	President
Mark A. Schiavoni	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Exelon Mystic, LLC

Officers

- - - - -

John F. Young	President
Mark A. Schiavoni	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

National Energy Development Inc.

Directors

- - - - -

Craig Huff	Director
J. Barry Mitchell	Director
Daniel Stern	Director
John F. Young	Director
Gregg Zeitlin	Director

New IP Company

Directors

- - - - -

Michael B. Bemis	Director
Frank M. Clark	Director
Oliver D. Kingsley Jr.	Director

John W. Rowe	Director
Robert S. Shapard	Director

Officers
- - - - -

John W. Rowe	Chairman
Michael B. Bemis	President
Frank M. Clark	Executive Vice President
Randall E. Mehrberg	Executive Vice President
J. Barry Mitchell	Senior Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary

NEWCOSY, Inc.

Officers
- - - - -

George H. Gilmore Jr.	Chairman
George H. Gilmore Jr.	Chief Executive Officer
Ronald S. Rooth	Vice President - Finance
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Harvey B. Dikter	Assistant Secretary
Scott N. Peters	Assistant Secretary

NEWCOTRA, Inc.

Officers
- - - - -

George H. Gilmore Jr.	Chairman
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George H. Gilmore Jr.	Chief Executive Officer
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Harvey B. Dikter	Assistant Secretary
Scott N. Peters	Assistant Secretary

Northwind Aladdin, LLC

Officers
- - - - -

Scott N. Peters	Secretary
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Managers
- - - - -

David A. Bump	Manager
Jim A. Pagnusat	Manager
Ronald S. Rooth	Manager

Northwind Boston, LLC

Officers
- - - - -

Richard S. Hahn	President
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Northwind Chicago, LLC

Managers
- - - - -

David A. Bump	Manager
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Northwind Las Vegas, LLC

Managers
- - - - -

David A. Bump	Manager
Richard Coyle	Manager
Scott D. Payant	Manager
Pamela B. Strobel	Manager

Northwind Midway, LLC

Managers

- - - - -

David A. Bump	Manager
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Northwind Thermal Technologies Canada Inc.

Directors

- - - - -

Carter C. Culver	Director
George H. Gilmore Jr.	Director

Officers

- - - - -

Last Elected

George H. Gilmore Jr.	President
David A. Bump	Vice President
James Llande	Vice President - Taxes
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
John C. Halderman	Assistant Secretary
Scott N. Peters	Assistant Secretary

Northwind Thermal Technologies Canada Inc.

David A. Bump General Manager

OldcoVSI, Inc.

Officers
- - - - -

George H. Gilmore Jr.	Chairman
George H. Gilmore Jr.	Chief Executive Officer
Ronald S. Rooth	Vice President - Finance
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Harvey B. Dikter	Assistant Secretary
Scott N. Peters	Assistant Secretary

OSP Servicios, S.A. de C.V.

Peach Bottom 1 NQF, LLC

Officers
- - - - -

J. Barry Mitchell	President
Phillip S. Barnett	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Assistant Treasurer
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Peach Bottom 2 NQF, LLC

Officers

- - - - -

J. Barry Mitchell	President
Phillip S. Barnett	Vice President
J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Peach Bottom 3 NQF, LLC

Officers

- - - - -

J. Barry Mitchell	President
Phillip S. Barnett	Vice President
J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

PEC Financial Services, LLC

Officers

- - - - -

Gregory Golazeski	President
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Yolanda F. Pagano	Vice President
George R. Shicora	Treasurer
Todd D. Cutler	Secretary
Maria D. Conway	Assistant Treasurer
Yolanda F. Pagano	Assistant Secretary

Managers

- - - - -

J. Barry Mitchell Manager

Yolanda F. Pagano	Manager
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George R. Shicora	Manager
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PECO Energy Capital Corp.

Directors

- - - - -

Ruth Ann M. Gillis	Director
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Suzanne Hay	Director
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J. Barry Mitchell	Director
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Officers

- - - - -

J. Barry Mitchell	Chairman, President
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Thomas R. Miller	Vice President
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Thomas R. Miller	Treasurer
------------------	-----------

Todd D. Cutler	Secretary
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Suzanne Hay	Assistant Secretary
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PECO Energy Capital Trust III

PECO Energy Capital Trust IV Formed - Not yet organized.

PECO Energy Capital Trust V Formed - Not yet organized.

PECO Energy Capital Trust VI Formed - Not yet organized.

PECO Energy Capital, LP

Attorney

- Partnership

Does Not Have Officers

PECO Energy Company

Directors

- - - - -

Michael B. Bemis	Director
Oliver D. Kingsley Jr.	Director
Denis P. O'Brien	Director
John W. Rowe	Director
Robert S. Shapard	Director

Officers

- - - - -

Denis P. O'Brien	President
J. Barry Mitchell	Chief Financial Officer
Craig L. Adams	Senior Vice President, EED Support Services
John T. Hooker	Senior Vice President, Real Estate and Claims
J. Barry Mitchell	Senior Vice President
Preston D. Swafford	Senior Vice President, Operations
David W. Woods	Senior Vice President, Government Affairs
Michael N. Beckstead	Vice President, Business Operations
Ellen M. Cavanaugh	Vice President, Transmission Strategy and Business Operations

Lisa Crutchfield	Vice President, Regulatory and External Affairs
Duane M. DesParte	Vice President and Controller
Terence R. Donnelly	Vice President, Construction and Maintenance
Stephanie J. Hickman	Vice President, Human Resources
Reed R. Horting	Vice President, Gas Supply and Transportation
Susan O. Ivey	Vice President, Transmission Operations
Frank J. Jiruska	Vice President, Customer and Marketing Services
J. Lindsay Johnston	Vice President, Human Resources
Fidel Marquez Jr.	Vice President, Transmission and Substations
Bruce A. Renwick	Vice President, Dispatch and Operations
J. Barry Mitchell	Treasurer
Katherine K. Combs	Corporate Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary
Delia W. Stroud	Assistant Corporate Secretary

PECO Energy Power Company

Phillip S. Barnett	Director
Oliver D. Kingsley Jr.	Director
John F. Young	Director

Officers

- - - - -

Oliver D. Kingsley Jr.	Chairman of the Board
John F. Young	President
Edward J. Cullen Jr.	Vice President - Legal
J. Barry Mitchell	Vice President and Treasurer
Thomas D. Terry Jr.	Vice President, Taxes

Katherine K. Combs	Secretary
David DeAugustine	Assistant Vice President, Taxes
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary
Bruce G. Wilson	Assistant Secretary

PECO Energy Transition Trust

Trustees

- - - - -

Thomas R. Miller	Trustee
George R. Shicora	Trustee

PECO Hyperion Telecommunications

Officers

- - - - -

- Partnership	Does Not Have Officers
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PECO Wireless, LP

Attorney

- Partnership	Does Not Have Officers
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Penesco Company, LLC

Officers

- - - - -

James P. Malone	President
Kevin P. Donovan	Vice President
Rod Krich	Vice President

Kenneth S. Petersen	Vice President
J. Barry Mitchell	Treasurer
Edward J. Cullen Jr.	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

PHT Holdings, LLC

Officers
- - - - -

George H. Gilmore Jr.	President
Ronald S. Rooth	Senior Vice President and Chief Financial Officer
J. Barry Mitchell	Vice President and Treasurer
James W. Morozzi	Vice President
Nicholas G. Stathes	Vice President
John C. Halderman	Secretary
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Port City Power, LLC

Officers
- - - - -

Oliver D. Kingsley Jr.	President
Edward J. Cullen Jr.	Vice President - Legal
Charles P. Lewis	Vice President

J. Barry Mitchell	Vice President and Treasurer
Preston D. Swafford	Vice President
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Thomas H. Weir	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Quad Cities 1 NQF, LLC

Officers

- - - - -

J. Barry Mitchell	President
Phillip S. Barnett	Vice President
J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Quad Cities 2 NQF, LLC

Officers

- - - - -

J. Barry Mitchell	President
Phillip S. Barnett	Vice President
J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer

Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Rand-Bright Corporation

Officers
- - - - -

George H. Gilmore Jr.	Chairman
George H. Gilmore Jr.	Chief Executive Officer
Ronald S. Rooth	Vice President - Finance
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Harvey B. Dikter	Assistant Secretary
Scott N. Peters	Assistant Secretary

Salem 1 NQF, LLC

Officers
- - - - -

J. Barry Mitchell	President
Phillip S. Barnett	Vice President
J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Salem 2 NQF, LLC

Officers

- - - - -

J. Barry Mitchell	President
Phillip S. Barnett	Vice President
J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Scherer Holdings 1, LLC

Officers

- - - - -

J. Barry Mitchell	President
Thomas R. Miller	Vice President
Thomas D. Terry Jr.	Vice President
Charles S. Walls	Vice President
Thomas R. Miller	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Managers

- - - - -

J. Barry Mitchell	Member of Management Committee
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Andrew L Stidd	Member of Management Committee
Thomas D. Terry Jr.	Member of Management Committee
Charles S. Walls	Member of Management Committee

Scherer Holdings 2, LLC

Officers

- - - - -

J. Barry Mitchell	President
Thomas R. Miller	Vice President
Thomas D. Terry Jr.	Vice President
Charles S. Walls	Vice President
Thomas R. Miller	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Managers

- - - - -

J. Barry Mitchell	Member of Management Committee
Andrew L Stidd	Member of Management Committee
Thomas D. Terry Jr.	Member of Management Committee
Charles S. Walls	Member of Management Committee

Scherer Holdings 3, LLC

Officers

- - - - -

J. Barry Mitchell	President
Thomas R. Miller	Vice President
Thomas D. Terry Jr.	Vice President

Charles S. Walls	Vice President
Thomas R. Miller	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Managers

- - - - -

J. Barry Mitchell	Member of Management Committee
Andrew L Stidd	Member of Management Committee
Thomas D. Terry Jr.	Member of Management Committee
Charles S. Walls	Member of Management Committee

Site Energies, Inc.

Directors

- - - - -

William Kriegel	Director and Chair
R. Keith Elliott	Director
Guillaume Hannezo	Director
Gerald R. Rainey	Director
Dickinson M. Smith	Director
Kiyoshi Yoshimitsu	Director

Officers

- - - - -

Barry Sullivan	Vice Chair
William Kriegel	Chief Executive Officer
Thomas Boehlert	Chief Financial Officer
Thomas Boehlert	Senior Vice President

Hyun Park	Senior Vice President
Sandra Manilla	Vice President and Treasurer
Hyun Park	Secretary

Southeast Chicago Energy Project, LLC

Officers

- - - - -

Edward J. Cullen Jr.	Vice President - Legal
Charles P. Lewis	Vice President
J. Barry Mitchell	Vice President and Treasurer
Preston D. Swafford	Vice President
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Thomas H. Weir	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Spruce Equity Holdings, LP

Attorney

- Partnership

Does Not Have Officers

Spruce Holdings G.P. 2000, LLC

Officers

- - - - -

J. Barry Mitchell	President
Thomas R. Miller	Vice President
Thomas D. Terry Jr.	Vice President
Charles S. Walls	Vice President
Thomas R. Miller	Treasurer

Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Managers

- - - - -

J. Barry Mitchell	Member of Management Committee
Andrew L. Stidd	Member of Management Committee
Thomas D. Terry Jr.	Member of Management Committee
Charles S. Walls	Member of Management Committee

Spruce Holdings L.P. 2000, LLC

Officers

- - - - -

J. Barry Mitchell	President
Thomas R. Miller	Vice President
Thomas D. Terry Jr.	Vice President
Charles S. Walls	Vice President
Thomas R. Miller	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Managers

- - - - -

J. Barry Mitchell	Member of Management Committee
Andrew L. Stidd	Member of Management Committee
Thomas D. Terry Jr.	Member of Management Committee
Charles S. Walls	Member of Management Committee

Spruce Holdings Trust

Trustees
- -----

Wilmington Trust Company	Trustee
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Susquehanna Electric Company

Directors
- -----

Phillip S. Barnett	Director
Oliver D. Kingsley Jr.	Director
John F. Young	Director

Officers
- -----

Oliver D. Kingsley Jr.	Chairman of the Board
John F. Young	President
Edward J. Cullen Jr.	Vice President - Legal
J. Barry Mitchell	Vice President and Treasurer
Thomas D. Terry Jr.	Vice President - Taxes
Katherine K. Combs	Secretary
David DeAugustine	Assistant Vice President, Taxes
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary

Susquehanna Electric Company

Scott N. Peters	Assistant Secretary
Bruce G. Wilson	Assistant Secretary

Susquehanna Power Company

Directors

Phillip S. Barnett	Director
Oliver D. Kingsley Jr.	Director
John F. Young	Director

Officers

- - - - -

Oliver D. Kingsley Jr.	Chairman of the Board
John F. Young	President
Edward J. Cullen Jr.	Vice President - Legal
J. Barry Mitchell	Vice President and Treasurer
Thomas D. Terry Jr.	Vice President, Taxes
Katherine K. Combs	Secretary
David DeAugustine	Assistant Vice President, Taxes
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary
Bruce G. Wilson	Assistant Secretary

T.H. Green Electric Co., Inc.

Officers

- - - - -

George H. Gilmore Jr.	Chairman
George H. Gilmore Jr.	Chief Executive Officer

Ronald S. Rooth	Vice President - Finance
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Harvey B. Dikter	Assistant Secretary
Scott N. Peters	Assistant Secretary

Texas Ohio Gas, Inc.

Directors

Carter C. Culver	Director
George H. Gilmore Jr.	Director

Officers

Barbara A. Fatina	Vice President
Barbara A. Fatina	Treasurer
Barbara A. Fatina	Secretary

The Proprietors of the Susquehanna Canal

Other

Gerald R. Rainey	Governor
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Thermal Chicago Corporation

Directors

George H. Gilmore Jr.	Director
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Officers

- - - - -

George H. Gilmore Jr.	President
J. Barry Mitchell	Vice President
Ronald S. Rooth	Vice President
J. Barry Mitchell	Treasurer
Scott N. Peters	Assistant Secretary

Unicom Assurance Company Ltd.

Directors

- - - - -

C.F.A. Cooper	Director
Odyssefs Drosou	Director
Ruth Ann M. Gillis	Director
Pamela B. Strobel	Director

Officers

- - - - -

Ruth Ann M. Gillis	President
Glenn D. Newman	Vice President
Pamela B. Strobel	Vice President
May Coye	Secretary
E. John Thompson Assistant	Secretary

Unicom Investment Inc.

Directors

- - - - -

J. Barry Mitchell	Director
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Officers

- - - - -

J. Barry Mitchell	Chairman, President and Chief Executive Officer
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Thomas R. Miller	Vice President and Treasurer
J. Barry Mitchell	Vice President and Treasurer
Thomas D. Terry Jr.	Vice President
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Unicom Power Holdings Inc.

Directors
- - - - -

Carter C. Culver	Director
George H. Gilmore Jr.	Director

Unicom Power Marketing Inc.

Directors
- - - - -

Carter C. Culver	Director
George H. Gilmore Jr.	Director

Officers
- - - - -

George H. Gilmore Jr.	President
James Llende	Vice President - Taxes
J. Barry Mitchell	Vice President
J. Barry Mitchell	Treasurer
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary

Scott N. Peters Assistant Secretary
Unicom Resources Inc.
Directors

J. Barry Mitchell Director
Pamela B. Strobel Director

Officers

J. Barry Mitchell Chairman, President
Thomas R. Miller Vice President and Treasurer
J. Barry Mitchell Vice President and Treasurer
Thomas D. Terry Jr. Vice President
Katherine K. Combs Secretary
George R. Shicora Assistant Treasurer
Charles S. Walls Assistant Treasurer
Todd D. Cutler Assistant Secretary
Scott N. Peters Assistant Secretary

UniGridEnergy, LLC
Universal Network Development Corp.
Wansley Holdings 1, LLC

Officers

J. Barry Mitchell President
Thomas R. Miller Vice President
Thomas D. Terry Jr. Vice President
Charles S. Walls Vice President
Thomas R. Miller Treasurer
Katherine K. Combs Secretary
George R. Shicora Assistant Treasurer
Charles S. Walls Assistant Treasurer
Todd D. Cutler Assistant Secretary
Scott N. Peters Assistant Secretary

Managers

J. Barry Mitchell Member of Management Committee
Andrew L Stidd Member of Management Committee
Thomas D. Terry Jr. Member of Management Committee
Charles S. Walls Member of Management Committee

Wansley Holdings 2, LLC

Officers

J. Barry Mitchell President
Thomas R. Miller Vice President

Thomas D. Terry Jr.

Vice President

Charles S. Walls

Vice President

Thomas R. Miller

Treasurer

Katherine K. Combs

Secretary

George R. Shicora

Assistant Treasurer

Charles S. Walls

Assistant Treasurer

Todd D. Cutler

Assistant Secretary

Scott N. Peters

Assistant Secretary

Managers

- - - - -

J. Barry Mitchell

Member of Management
Committee

Andrew L Stidd

Member of Management
Committee

Thomas D. Terry Jr.

Member of Management
Committee

Charles S. Walls
WCB Services, LLC
Zion 1 NQF, LLC
Officers
- -----

Member of Management
Committee

J. Barry Mitchell	President
Phillip S. Barnett	Vice President
J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

Zion 2 NQF, LLC
Officers
- -----

J. Barry Mitchell	President
Phillip S. Barnett	Vice President
J. Barry Mitchell	Treasurer
David A. Liskow	Secretary
Thomas R. Miller	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Edward J. Cullen Jr.	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary

ITEM 6. OFFICERS AND DIRECTORS - PART II.

Financial Connections - The following is a list, as of December 31, 2003, of all officers and directors of each system company who have financial connections within the provisions of Section 17(c) of the Public Utility Holding Company Act of 1935.

1. Edgar D. Jannotta: Member of Board of Directors of Unicom and ComEd from 1994 through the merger closing; member of Board of Directors of Exelon since the merger closing, and Chairman of William Blair & Co., L.L.C., investment banker, Chicago, Illinois. Authorized pursuant to Rule 70(b).
2. John W. Rogers: Member of Board of Directors of Unicom and ComEd from 1999 through the merger closing; member of Board of Directors of Exelon since the merger closing, and member of Board of Directors of Bank One Corporation, commercial banking institution, Chicago, Illinois. Authorized pursuant to Rule 70(a).
3. John W. Rowe: Member of Board of Directors of Unicom and ComEd from 1998 through the merger closing; member of Board of Directors of Exelon since the merger closing, and member of Board of Directors of The Northern Trust Company, commercial banking institution, Chicago, Illinois. Authorized pursuant to Rule 7(a).

ITEM 6. OFFICER AND DIRECTORS - PART III.

(a), (b) and (c) Directors' and Executive Officers' Compensation, Interests in Securities and Transactions with System Companies.

Information concerning compensation, interests in system securities, and transactions with system companies is set forth in Exhibits A.1 and A.2 to this Form U5S and is incorporated herein by reference.

(d) Indebtedness of Directors or Executive Officers to System Companies.

None.

(e) Directors' and Executive Officers' Participation in Bonus and Profit-Sharing Arrangements and Other Benefits.

See Exhibit A.2 for descriptions of the participation of directors and executive officers of System companies in bonus and profit-sharing arrangements and other benefits.

(f) Directors' and Executive Officers' rights to Indemnity.

The state laws under which each of the companies is incorporated provide broadly for indemnification of directors and officers against claims and liabilities against them in their capacities as such. Each of the companies' charters or by-laws also provides for indemnification of directors and officers. In addition, directors and executive offices of Exelon and all subsidiary companies are insured under directors' and officers' liability policies.

ITEM 7. CONTRIBUTIONS AND PUBLIC RELATIONS

Item 1. Political Contributions.

None

Several System Companies have established separate segregated funds known as political action committees, established pursuant to the Federal Election Campaign Act, in soliciting employee participation in Federal, state and local elections.

Item 2. Citizens Groups and Public Relations.

Contributions were made to various chambers of commerce, industry groups, and other groups for civic purposes.

ITEM 8. SERVICE, SALES AND CONSTRUCTION CONTRACTS

Part I. INTERCOMPANY SALES AND SERVICE

Intercompany Sales and Service filed herewith confidentially pursuant to 17 CFR ss. 250.104 under the Public Utility Holding Company Act of 1935.

Part II. The System companies had no contracts to purchase services or goods during 2003 from any affiliate (other than a System company) or from a company, in which any officer or director of the receiving company is a partner or owns 5 percent of more of any class of equity securities, except as reported in Item 6.

Part III. The System companies do not employ any other person for the performance on a continuing basis of management, supervisory or financial advisory services.

ITEM 9. WHOLESALE GENERATORS AND FOREIGN UTILITY COMPANIES

Required information for investment in wholesale generation and foreign utility companies as of December 31, 2003.

- (a) Company name, business address, facilities and interest held;
- (b) Capital invested, recourse debt, guarantees and transfer of assets and affiliates.
- (c) Ratio of debt to common equity and earnings.
- (d) Contracts for services, sales or construction with affiliates.

Exelon does not have any investments in foreign utility companies. Investments in EWGs are addressed below.

Part 1

1. Sithe Energies, Inc. (Sithe).

a) 335 Madison Avenue, 28th Fl. New York, New York 10017.

Owns and operates power generators in North America with a net generation capacity of 1,097 MWs with 228MWs under construction.

Genco indirectly owns 50% of Sithe with another entity, with put and call options that could result in either party owning all of Sithe outright. While Exelon's intent is to fully divest Sithe, the timing of the put and call options vary by acquirer and can extend through March 2006.

b) Capital invested -

Information on the capital investment is filed herewith confidentially on Form SE.

Sithe debt for which there is recourse to Exelon or the system companies None.

Guarantees by the registered holding company: \$108 million for equity and letters of credit.

Transfer of assets from an affiliate to Sithe - None.

c) Ratio of debt to common equity - .52 to 1.

Earnings - Information on earnings is filed herewith confidentially on Form SE.

d) Contracts with affiliates -

Under a service agreement dated December 18, 2000, Genco provides certain engineering and environmental services for fossil facilities owned by Sithe and for certain developmental projects. Generation is compensated for these services at cost. In 2003, these services amounted to \$1 million.

Under a service agreement dated December 18, 2000, Sithe provides Generation certain fuel and project development services. Sithe is compensated for these services at cost. In 2003, Sithe did not provide these services to Genco.

2. AmerGen Energy Company, L.L.C. (AmerGen)

a) 200 Exelon Way, Suite 345 Kennett Square, Pennsylvania 19348.

Owns and operates Clinton Nuclear Power Station, Three Mile Island Unit No. 1 Nuclear Generating Facility, and Oyster Creek Nuclear Generation Facility with an aggregate capacity of 2,492 MW. Genco owns 100% of AmerGen.

b) Capital invested - Information on the capital investment is filed herewith confidentially on Form SE.

AmerGen debt for which there is recourse to Exelon or the system companies. \$65 million

Guarantees by the registered holding company - Genco has agreed to provide up to \$200 million to AmerGen at any time for operating expenses. Exelon anticipates that Genco's capital expenditures will be funded by internally generated funds, Genco borrowings or capital contributions from Exelon.

Transfer of assets from an affiliate to AmerGen - None.

(c) Ratio of debt to common equity - 0.11 to 1.

Earnings - Information on earnings is filed herewith confidentially on Form SE.

(d) Contracts with affiliates -

AmerGen receives services from Exelon Generation including engineering, regulatory support, systems integration, accounting and general services. Exelon Generation provides operation and support services to the nuclear facilities owned by AmerGen pursuant to a Service Agreement dated as of March 1, 1999. This service agreement has an indefinite term and may be terminated by Genco or by AmerGen on 90 days notice. Generation is compensated for these services at cost. Genco provided AmerGen with services valued at \$111 million, pursuant to the Service Agreement.

Generation entered into PPAs dated June 26, 2003, December 18, 2001 and November 22, 1999 with AmerGen. Generation agreed to purchase 100% of the energy generated by Oyster Creek through April 9, 2009. Generation agreed to purchase from AmerGen all the energy from Unit No. 1 at Three Mile Island Nuclear Station from January 1, 2002 through December 31, 2014. Generation agreed to purchase all of the residual energy from Clinton not sold to Illinois Power through December 31, 2004. Currently, the residual output is approximately 31% of the total output of Clinton.

3. ExTex LaPorte Limited Partnership (ExTex)

a) 300 Exelon Way, Kennett Square, PA 19348.

ExTex owns a 160-MW peaking plant in LaPorte, Texas, which commenced operation in 2001.

Exelon Peaker Development Limited, LLC and Exelon Peaker Development General, LLC. own 99% and 1%, respectively, of ExTex.

On April 25, 2002, Genco acquired two natural-gas and oil-fired plants from TXU Corp. (TXU) for an aggregate purchase price of \$443 million. The purchase included the 893-megawatt Mountain Creek Steam Electric Station in Dallas and the 1,441-megawatt Handley Steam Electric Station in Fort Worth. The transaction included a purchased power agreement for TXU to purchase power during the months of May through September from 2002 through 2006. During the periods covered by the purchased power agreement, TXU will make fixed capacity payments, variable expense payments, and will provide fuel to Exelon in return for exclusive rights to the energy and capacity of the generation plants.

b) Capital invested - Information on the capital investment is filed herewith confidentially on Form SE.

ExTex debt for which there is recourse to Exelon or the system companies - None.

Guarantees by the registered holding company - None.

Transfer of assets from an affiliate to ExTex - None.

(c) Ratio of debt to common equity: No debt.

Earnings - Information on earnings is filed herewith confidentially on Form SE.

(d) Contracts with affiliates -

See a) above for a purchase power agreement.

4. Exelon New England Holdings, LLC

a) 300 Exelon Way, Kennett Square, PA 19348.

Genco owns indirectly 100.00% of the following Exelon New England Holdings, LLC EWGs:

- Exelon Mystic, LLC
- Exelon Mystic Development, LLC
- Exelon Fore River Development, LLC
- Exelon Wyman, LLC
- Exelon Framingham, LLC
- Exelon West Medway, LLC
- Exelon New Boston, LLC

b) Capital invested - Information on the capital investment is filed herewith confidentially on Form SE.

On November 1, 2002, Genco purchased the assets of Sithe New England Holdings, LLC (now Exelon New England Holdings, LLC), a subsidiary of Sithe, and related power marketing operations. Exelon New England Holdings, LLC's primary assets are gas-fired facilities currently under development. The purchase price for the Exelon New England Holdings, LLC assets consisted of a \$534 million note to Sithe, \$14 million of direct acquisition costs and an adjustment to Genco's investment in Sithe to reflect Sithe's sale of Sithe New England to Genco. Exelon New England Holdings, LLC owns 3,145 megawatts (MWs) of generation capacity. In July 2003, Generation commenced the process of an orderly transition out of the ownership of Boston Generating. This transition is anticipated to occur in 2004. Sithe New England's generation facilities are located primarily in Massachusetts.

Debt for which there is recourse to Exelon or the system companies - None.

Guarantees by the registered holding company -

After construction of the power stations is complete, Genco could be required to guarantee up to \$42 million in order to ensure that the facilities have adequate funds available for potential outage and other operating costs and requirements.

Transfer of assets from an affiliate - None.

c) Ratio of debt to common equity: Exelon Mystic, LLC has no debt. Exelon Mystic Development, LLC has no debt. Exelon Fore River Development, LLC has no debt. Exelon Wyman, LLC has no debt. Exelon Framingham, LLC has no debt. Exelon West Medway, LLC has no debt. Exelon New Boston, LLC has no debt. Exelon Boston Generating, LLC a development company, holds the non-recourse debt, \$1.037 billion, of these companies. Its debt to equity ratio is 7 to 1.

Earnings - Information on earnings is filed herewith confidentially on Form SE for Exelon Mystic, LLC, Exelon Mystic Development, LLC, Exelon Fore River Development, LLC, Exelon Wyman, LLC, Exelon Framingham, LLC, Exelon West Medway, LLC, and Exelon New Boston, LLC .

d) Contracts with affiliates:

Exelon New England Holdings, LLC ("Holdings") receives services from Exelon Generation including administrative, management, and power marketing and procurement services pursuant to a Master Services Agreement dated as of November 1, 2002 ("Master Services Agreement"). Exelon Generation is compensated for these services at cost.

Pursuant to a series of Operating and Maintenance Agreements between Exelon Boston Services, LLC or Exelon New England Power Services, Inc.(the "Operators"), on the one hand, and various Holdings EWG or development subsidiaries, on the other hand, the Operators provide various operating and maintenance services to such Holdings subsidiaries. Exelon has announced its intention to exit ownership of Boston Generating, one of those Holdings subsidiaries. In connection with Exelon's exit from the ownership of Boston Generating, Exelon will transfer plant operations and power marketing responsibility, including ownership of the Operators.

5. Southeast Chicago Energy Project, LLC

a) 300 Exelon Way, Kennett Square, PA 19348.

Owns and operates gas peaking units in Chicago Illinois with a net generation capacity of 350 MW.

Genco owns 100 % of Southeast Chicago.

b) Capital invested - Information on the capital investment is filed herewith confidentially on Form SE.

Debt for which there is recourse to Exelon or the system companies - \$51 million.

Guarantees by the registered holding company - None.

Transfer of assets from an affiliate - None.

c) Ratio of debt to common equity - No debt.

Earnings - Information on earnings is filed herewith confidentially on Form SE.

d) Contracts with affiliates - None.

Part II

- - - - -

An organization chart showing the relationship of each EWG to other system companies is included as Exhibit H.

Part III

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Rule 53(a) provides that a registered holding company's aggregate investment in EWGs and FUCOs may not exceed 50% of its retained earnings. Exelon was granted partial relief from this rule pursuant to the December 8, 2000 Order, which provides for a Modified Rule 53 Test applicable to Exelon's investments in EWGs and FUCOs of \$4.0 billion. At December 31, 2003, Exelon's "aggregate investment" (as defined in rule 53(a) under PUHCA) in all EWGs and FUCOs was approximately \$2.5 billion, and accordingly, at December 31, 2003, Exelon's remaining investment capacity

under the Modified Rule 53 Test was approximately \$1.5 billion. At December 31, 2003, Exelon's "consolidated retained earnings" (as defined in rule 53(a) under PUHCA) was \$2.2 billion.

Ratio of aggregate investment in EWGs and FUCOs to the aggregate capital investment of the registered holding company in its domestic public utility subsidiary companies: 30.6%.

ITEM 10. FINANCIAL STATEMENTS AND EXHIBITS

Financial statements for other than Exelon, ComEd, PECO and Genco are filed herewith confidentially pursuant to 17 CFR ss. 250.104 under the Public Utility Holding Company Act of 1935.

FINANCIAL STATEMENTS

Exelon Corporation and Subsidiaries

Notes to Financial Statements

Reference is made to "Notes to Consolidated Financial Statements" contained in the Exelon 2003 Annual Report to Shareholders, which information is incorporated by reference.

Exelon Corporation and Subsidiary Companies Consolidated Statements of Income and Comprehensive Income

For the Period Ending December 31, 2003

(in millions)

	Exelon Corporation Consolidated	Commonwealth Edison Company Consolidated	PECO Energy Company Consolidated	Exelon Generation Company, LLC Consolidated
Operating revenues				
Operating revenues	\$ 15,812	\$ 5,749	\$ 4,377	\$ 4,010
Intercompany	0	65	11	4,125
Total operating revenues	15,812	5,814	4,388	8,135
Operating expenses				
Purchased power	3,459	22	244	3,158
Purchased power from affiliates	(0)	2,479	1,433	429
Purchased Power nonconsolidated affiliates	382	-	-	-
Fuel	2,534	-	419	1,533
Impairment of long-lived assets	945	-	-	945
Operating and maintenance	4,587	957	519	1,796
Services from affiliates	-	-	-	149
Operating and maintenance from affiliates	0	136	57	-
Depreciation and amortization	1,126	386	487	199
Taxes other than income	581	267	173	120
Total operating expenses	13,614	4,247	3,332	8,329
Operating income (loss)	2,198	1,567	1,056	(194)
Other income and deductions				
Interest expense net of amounts capitalized	(881)	(423)	(321)	(75)
Interest expense to affiliates	(0)	-	(3)	(13)
Distributions on mandatorily redeemable preferred securities	(39)	(26)	(8)	-
Equity in earnings of unconsolidated subsidiaries	33	-	0	49
Equity in earnings of consolidated companies	(0)	-	-	0
Interest income from affiliates	(0)	25	0	1
Other, net	(187)	24	2	(188)
Total other income and deductions	(1,074)	(400)	(330)	(226)
Income (loss) before income taxes and cumulative effect of changes in accounting principle	1,124	1,167	726	(420)
Income taxes	(331)	(465)	(253)	(179)
Income (loss) before cumulative effect of changes in accounting principle	793	702	473	(241)
Cumulative effect of changes in accounting principle	112	5	-	(108)
Preferred stock dividends	-	-	(5)	-
Net income (loss)	\$ 905	\$ 707	\$ 468	\$ (133)

May not add due to rounding

Exelon Corporation and Subsidiary Companies Consolidated Statements of Cash Flow

For the Period Ending December 31, 2003

(in millions)

Cash flows from operating activities	Exelon Corporation Consolidated	Commonwealth Edison Company Consolidated
Net income	\$ 905	\$ 707
Adjustments to reconcile net income to net cash flows provided by operating activities:		
Depreciation, amortization, accretion, including nuclear fuel	1,718	386
Provision for uncollectible accounts	94	46
Loss (gain) on sale of investments	25	(3)
Cumulative effect of changes in accounting principle (net of income tax)	(112)	(5)
Deferred income taxes and amortization of investment tax credits	(337)	7
Impairment of investments	309	
Impairment of goodwill and long-lived assets	990	
Loss on sale of investments		
Deferred energy costs		
Equity in (earnings) losses of unconsolidated affiliates, net	(33)	
Net realized losses on nuclear decommissioning trust funds	16	
Other operating activities	57	64
Changes in assets and liabilities:		
Accounts receivable	21	57
Inventories	(54)	14
Accounts payable, accrued expenses and other current liabilities	18	(1)
Pension and non-pension postretirement benefits obligations	(144)	(48)
Payables to Affiliates		(155)
Other current assets	(84)	(17)
Other noncurrent assets and liabilities	(5)	(104)
Net cash flows provided by operating activities	3,384	948
Cash flows from investing activities		
Capital expenditures	(1,954)	(712)
Investment in affiliate money pool		(405)
Proceeds from liquidating damages	92	
Acquisitions of businesses, net of cash received	(272)	
Dividends from/(Investments in) subsidiaries		
Note receivable from affiliate		213
Note receivable from unconsolidated affiliate	35	
Proceeds from the sale of investments	263	5
Proceeds from nuclear decommissioning trust fund sales	2,341	
Investment in nuclear decommissioning trust funds	(2,564)	
Change in restricted cash	(92)	(15)
Other Investing Activities	42	21
Net cash flows used in investing activities	(2,109)	(893)
Cash flows from financing activities		
Change in short-term debt		(71)
Change in note payable, affiliate		
Issuance of long-term debt	3,015	1,497
Issuance of long-term debt to affiliates		
Retirement of long-term debt	(2,922)	(1,425)
Change in short-term debt	(355)	
Issuance of long-term debt to financing affiliates	103	
Issuance of mandatorily redeemable preferred securities	200	200
Retirement of mandatorily redeemable preferred securities	(250)	(200)
Payment on acquisition note payable to Sithe Energies, Inc.	(446)	
Retirement of preferred stock	(50)	
Change in restricted cash		
Proceeds from employee stock plans	181	
Contribution from parent		451
Settlement of cash-flow hedges		(45)
Contribution from minority interest of consolidated subsidiary		
Dividends paid on preferred and common stock	(620)	(401)
Distribution to member		
Proceeds on Settlement of Interest Rate Swap Agreements		
Other financing activities	(96)	(43)
Net cash flows provided by (used in) financing activities	(1,240)	(37)
Increase (decrease) in cash and equivalents	35	18
Cash and cash equivalents at beginning of period	469	16
Cash and cash equivalents at end of period	504	34
Cash classified as held for sale on the consolidated balance sheet	11	
Cash and cash equivalents at end of period	\$ 493	\$ 34

May not add due to rounding

	PECO Energy Company Consolidated	Exelon Generation Company, LLC Consolidated
Cash flows from operating activities		
Net income	\$ 473	\$ (133)
Adjustments to reconcile net income to net cash flows provided by operating activities:		
Depreciation, amortization, accretion, including nuclear fuel	487	783
Provision for uncollectible accounts	52	(2)
Loss (gain) on sale of investments		
Cumulative effect of changes in accounting principle (net of income tax)		(108)
Deferred income taxes and amortization of investment tax credits	(50)	(249)
Impairment of investments		255
Impairment of goodwill and long-lived assets		952
Loss on sale of investments		25
Deferred energy costs	(50)	
Equity in (earnings) losses of unconsolidated affiliates, net		(49)
Net realized losses on nuclear decommissioning trust funds		16
Other operating activities	8	6
Changes in assets and liabilities:		
Accounts receivable	(24)	(71)
Inventories	(32)	(29)
Accounts payable, accrued expenses and other current liabilities	(38)	11
Pension and non-pension postretirement benefits obligations	9	(50)
Payables to Affiliates	(31)	195
Other current assets	(2)	(35)
Other noncurrent assets and liabilities	12	(64)
	-----	-----
Net cash flows provided by operating activities	814	1,453
	-----	-----
Cash flows from investing activities		
Capital expenditures	(250)	(953)
Investment in affiliate money pool		
Proceeds from liquidating damages		92
Acquisitions of businesses, net of cash received		(272)
Dividends from/(Investments in) subsidiaries		
Note receivable from affiliate		
Note receivable from unconsolidated affiliate		35
Proceeds from the sale of investments		82
Proceeds from nuclear decommissioning trust fund sales		2,341
Investment in nuclear decommissioning trust funds		(2,564)
Change in restricted cash		(63)
Other Investing Activities	4	1
	-----	-----
Net cash flows used in investing activities	(246)	(1,301)
	-----	-----
Cash flows from financing activities		
Change in short-term debt	(154)	
Change in note payable, affiliate		87
Issuance of long-term debt	450	1,066
Issuance of long-term debt to affiliates	103	
Retirement of long-term debt	(718)	(570)
Change in short-term debt		
Issuance of long-term debt to financing affiliates		
Issuance of mandatorily redeemable preferred securities		
Retirement of mandatorily redeemable preferred securities	(50)	
Payment on acquisition note payable to Sithe Energies, Inc.		(446)
Retirement of preferred stock	(50)	
Change in restricted cash		
Proceeds from employee stock plans		
Contribution from parent	159	
Settlement of cash-flow hedges		
Contribution from minority interest of consolidated subsidiary		
Dividends paid on preferred and common stock	(327)	
Distribution to member		(189)
Proceeds on Settlement of Interest Rate Swap Agreements		
Other financing activities		
	-----	-----
Net cash flows provided by (used in) financing activities	(587)	(52)
	-----	-----
Increase (decrease) in cash and equivalents	(19)	100
Cash and cash equivalents at beginning of period	63	58
	-----	-----
Cash and cash equivalents at end of period	44	158
Cash classified as held for sale on the consolidated balance sheet		
	-----	-----
Cash and cash equivalents at end of period	\$ 44	\$ 158
	-----	-----

May not add due to rounding

Exelon Corporation and Subsidiary Companies Consolidated Balance Sheets

For the Period Ending December 31, 2003

(in millions)

	Exelon Corporation Consolidated	Commonwealth Edison Company Consolidated	PECO Energy Company Consolidated	Exelon Generation Company Consolidated
Assets				
Current assets				
Cash and cash equivalents	\$ 493	\$ 34	\$ 44	\$ 158
Restricted cash	97	20	(0)	75
Accounts receivable, net		-		
Customer	1,889	683	363	711
Other - A/R	343	68	27	112
Intercompany - A/R	(0)		0	-
Nonconsol. Affiliates - A/R	-		0	-
Inventories, at average cost				
Fossil fuel	212	-	99	98
Intercompany fuel				
Materials and supplies	310	43	7	259
Deferred income taxes	474	6	-	445
Note receivable				5
Receivable from affiliates		428		421
Deferred energy costs			81	-
Notes receivable from affiliates	92		-	-
Other	428	31	11	233
Assets held for sale	242	-	-	36
Total current assets	4,580	1,313	632	2,553
Property, plant and equipment, net				
Property, plant and equipment, net	20,630	9,096	4,256	7,106
Deferred debits and other assets				-
Regulatory assets	5,226	-	5,226	0
Nuclear decommissioning trust funds	4,721	-	-	4,721
Investments	837	36	39	65
Investments in affiliates		59		
Goodwill, net	4,719	4,719	-	0
Notes receivable from financing trusts	114	2,271	-	-
Receivable from affiliates			117	22
Pension asset	(0)	-	68	79
Deferred income taxes	-	-	-	(0)
Other	1,114	457	8	218
Long-term receivable non-consolidated subsidiary	-	-	-	-
Assets held for sale	-	-	-	-
Total deferred debits and other assets	16,731	7,542	5,458	5,105
Total assets	\$ 41,941	\$ 17,951	\$ 10,346	14,764

Liabilities and member's equity				
Current liabilities				
Commercial paper	\$ 326	\$ -	\$ 46	\$ -
Notes payable	90	-	-	506
Long-term debt due within one year	1,385	236	0	1,068
Long-term debt due to transitional trusts due within one year	470	317	153	-
Accounts payable	1,822	170	92	1,429
Payables to affiliates		207	150	1
Accrued expenses	1,228	540	237	434
Deferred income taxes	0	-	29	-
Customer deposits		78	-	-
Other	306	9	35	126
Liabilities held for sale	61	-	-	-
Total current liabilities	5,688	1,557	742	3,564

Long-term debt	7,889	4,167	1,359	1,649
Long-term debt intercompany	0	-	-	-
Long-term debt due to transitional trusts	5,055	1,359	3,696	-
Long-term debt due to financing trusts	545	-	-	-
Long-term debt to affiliates		361	184	-
Deferred credits and other liabilities				-
Regulatory liabilities	1,891	1,891	-	(0)
Deferred income taxes	4,357	1,672	2,893	299
Unamortized investment tax credit	288	48	22	218
Asset retirement obligation	2,997	-	-	2,996
Pension obligations	1,668	-	-	21
Non-pension postretirement benefits obligation	1,053	190	287	555
Spent nuclear fuel obligation	867	-	-	867
Other intercompany	-	28	-	1,195
Other	1,053	336	147	441
Liabilities held for sale				-
Total deferred credits and other liabilities	14,174	4,165	3,349	6,592

Total liabilities	33,351	11,609	9,330	11,805

	-	-	-	-

Minority Interest Total		-	-	3
Preferred securities of subsidiaries	87	-	-	-
Common stock	7,292	1,588	1,999	(48)
Other paid-in capital	(0)	4,115	-	4,810
Membership interest	0	-	-	(2,272)
Partnership interest	-	-	-	-
Receivable from parent	-	(250)	(1,623)	-
Preferred stock	-	7	87	-
Deferred compensation	-	-	-	-
Retained / undistributed earnings	2,320	883	546	602
Accumulated other comprehensive income	(1,109)	(1)	7	(136)
Total equity	8,503	6,342	1,016	2,956
Total liabilities and member's equity	\$ 41,941	\$ 17,951	\$ 10,346	\$ 14,764

Exelon Corporation and Subsidiary Companies
Statement of Changes in Shareholder and Member's Retained Earnings
For the period ending December 31, 2003

	Exelon Corporation Consolidated	Commonwealth Edison Company Consolidated	PECO Energy Company Consolidated	Exelon Generation Co, LLC Consolidated
Balance at the Beginning of the Year	\$ 2,042	\$ 577	\$ 401	\$ 924
Net Income	905	707	473	(133)
Appropriation of retained earnings for future dividends		(709)		
Dividends				
Common Stock	(625)	(401)	(322)	
Preferred Stock			(5)	
Distribution to member				(189)
Redemption of preferred stock			(1)	
Other Comprehensive Income, net of tax	(2)			
Balance at End of Year	\$ 2,320	\$ 174	\$ 546	\$ 602

EXHIBITS

The following exhibits are incorporated by reference to the indicated SEC file number, unless an asterisk appears next to the exhibit reference. A single asterisk indicates exhibits which are filed herewith.

EXHIBIT NUMBER	DESCRIPTION
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A. ANNUAL REPORTS FILED UNDER THE SECURITIES AND EXCHANGE ACT OF 1934

- A.1 2003 Annual Report on Form 10-K for Exelon, ComEd, PECO and Generation File Nos. 01-16169, 01-1839, 01-01401 and 333-85496 respectively.
- A.2 2003 Proxy Statement of Exelon Corporation. File No. 01-16169.
- A.3 Exelon Corporation Form 8-K filed February 20, 2004 containing Exelon 2003 financial statements, footnotes and management's discussion and analysis.

B. CHARTERS, ARTICLES OF INCORPORATION, TRUST AGREEMENTS, BY-LAWS, AND OTHER FUNDAMENTAL DOCUMENTS OF ORGANIZATION

The articles and bylaws of Exelon, ComEd, PECO, PEPCO, SECO, and Genco, are incorporated by reference to the following:

Exelon 10-K Exhibit No.	Description
3-1	Articles of Incorporation of Exelon Corporation (Registration Statement No. 333-37082, Form S-4, Exhibit 3-1).
3-2	Amended and Restated Bylaws of Exelon Corporation, adopted January 27, 2004.
3-3	Amended and Restated Articles of Incorporation of PECO Energy Company (File No. 1-01401, 2000 Form 10-K, Exhibit 3-3).
3-4	Bylaws of PECO Energy Company, adopted February 26, 1990 and amended January 26, 1998 (File No. 1-01401, 1997 Form 10-K, Exhibit 3-2).
3-5	Restated Articles of Incorporation of Commonwealth Edison Company effective February 20, 1985, including Statements of Resolution Establishing Series, relating to the establishment of three new series of Commonwealth Edison Company preference stock known as the "\$9.00 Cumulative Preference Stock," the "\$6.875 Cumulative Preference Stock" and the "\$2.425 Cumulative Preference Stock" (File No. 1-1839, 1994 Form 10-K, Exhibit 3-2).
3-6	Bylaws of Commonwealth Edison Company, effective September 2, 1998, as amended through October 20, 2000 (File No. 1-1839, 2000 Form 10-K, Exhibit 3-6).
3-7	Certificate of Formation of Exelon Generation Company, LLC (Registration Statement No. 333-85496, Form S-4, Exhibit 3-1).

- 3-8 First Amended and Restated Operating Agreement of Exelon Generation Company, LLC executed as of January 1, 2001.
- 3-9 PECO Energy Power Company's Certificate of Organization and Charter, By-laws amended as of December 23, 1993, and amendment to Articles of Incorporation filed February 8, 1994, are incorporated herein by reference (1991 Form U5S and 1993 Form 10-K, File No. 1-1392).
- 3-10 Susquehanna Power Company's Certificate of Organization is incorporated herein by reference (1991 Form U5S, File No. 1-1392); By-laws amended December 23, 1993, and Charter amendment filed February 8, 1994 are incorporated herein by reference (1993 Form U5S, File No. 1-1392).
- 3-11 The articles and bylaws of Exelon Delivery, and Ventures are incorporated herein by reference (2001 Form U5S, File No. 1-16169).

C. The indentures or other fundamental documents defining the rights of holders of funded debt listed below are incorporated by reference:

Exelon 10-K
Exhibit No.

Description

- 4-1 First and Refunding Mortgage dated May 1, 1923 between The Counties Gas and Electric Company (predecessor to PECO Energy Company) and Fidelity Trust Company, Trustee (First Union National Bank, successor), (Registration No. 2-2281, Exhibit B-1).
- 4-1-1 Supplemental Indentures to PECO Energy Company's First and Refunding Mortgage:

Dated as of	File Reference	Exhibit No.
May 1, 1927	2-2881	B-1(c)
March 1, 1937	2-2881	B-1(g)
December 1, 1941	2-4863	B-1(h)
November 1, 1944	2-5472	B-1(i)
December 1, 1946	2-6821	7-1(j)
September 1, 1957	2-13562	2(b)-17
May 1, 1958	2-14020	2(b)-18
March 1, 1968	2-34051	2(b)-24
March 1, 1981	2-72802	4-46
March 1, 1981	2-72802	4-47
December 1, 1984	1-01401, 1984 Form 10-K	4-2(b)
April 1, 1991	1-01401, 1991 Form 10-K	4(e)-76
December 1, 1991	1-01401, 1991 Form 10-K	4(e)-77
June 1, 1992	1-01401, June 30, 1992 Form 10-Q	4(e)-81
March 1, 1993	1-01401, 1992 Form 10-K	4(e)-86
May 1, 1993	1-01401, March 31, 1993 Form 10-Q	4(e)-88
May 1, 1993	1-01401, March 31, 1993 Form 10-Q	4(e)-89
August 15, 1993	1-01401, Form 8-A dated August 19, 1993	4(e)-92
May 1, 1995	1-01401, Form 8-K dated May 24, 1995	4(e)-96
September 15, 2002	1-01401, September 30, 2002 Form 10-Q	4-1
October 1, 2002	1-01401, September 30, 2002 Form 10-Q	4-2
April 15, 2003	0-16844, March 31, 2003 Form 10-Q	4.1

- 4-2 Exelon Corporation Dividend Reinvestment and Stock Purchase Plan (Registration Statement No. 333-84446, Form S-3, Prospectus).
- 4-3 Mortgage of Commonwealth Edison Company to Illinois Merchants Trust Company, Trustee (BNY Midwest Trust Company, as current successor Trustee), dated July 1, 1923, as supplemented and amended by Supplemental Indenture thereto dated August 1, 1944. (File No. 2-60201, Form S-7, Exhibit 2-1).
- 4-3-1 Supplemental Indentures to aforementioned Commonwealth Edison Mortgage.

Dated as of	File Reference	Exhibit No.
August 1, 1946	2-60201, Form S-7	2-1
April 1, 1953	2-60201, Form S-7	2-1
March 31, 1967	2-60201, Form S-7	2-1
April 1, 1967	2-60201, Form S-7	2-1
February 28, 1969	2-60201, Form S-7	2-1
May 29, 1970	2-60201, Form S-7	2-1
June 1, 1971	2-60201, Form S-7	2-1
April 1, 1972	2-60201, Form S-7	2-1
May 31, 1972	2-60201, Form S-7	2-1
June 15, 1973	2-60201, Form S-7	2-1
May 31, 1974	2-60201, Form S-7	2-1
June 13, 1975	2-60201, Form S-7	2-1
May 28, 1976	2-60201, Form S-7	2-1
June 3, 1977	2-60201, Form S-7	2-1
May 17, 1978	2-99665, Form S-3	4-3
August 31, 1978	2-99665, Form S-3	4-3
June 18, 1979	2-99665, Form S-3	4-3
June 20, 1980	2-99665, Form S-3	4-3
April 16, 1981	2-99665, Form S-3	4-3
April 30, 1982	2-99665, Form S-3	4-3
April 15, 1983	2-99665, Form S-3	4-3
April 13, 1984	2-99665, Form S-3	4-3
April 15, 1985	2-99665, Form S-3	4-3
April 15, 1986	33-6879, Form S-3	4-9
June 15, 1990	33-38232, Form S-3	4-12
October 1, 1991	33-40018, Form S-3	4-13
October 15, 1991	33-40018, Form S-3	4-14
May 15, 1992	33-48542, Form S-3	4-14
September 15, 1992	33-53766, Form S-3	4-14
February 1, 1993	1-1839, 1992 Form 10-K	4-14
April 1, 1993	33-64028, Form S-3	4-12

April 15, 1993	33-64028, Form S-3	4-13
June 15, 1993	1-1839, Form 8-K dated May 21, 1993	4-1
July 15, 1993	1-1839, Form 10-Q for quarter ended June 30, 1993.	4-1
January 15, 1994	1-1839, 1993 Form 10-K	4-15
December 1, 1994	1-1839, 1994 Form 10-K	4-16
June 1, 1996	1-1839, 1996 Form 10-K	4-16
March 1, 2002	1-1839, 2001 Form 10-K	4-4-1
May 20, 2002		
June 1, 2002		
October 7, 2002		
January 13, 2003	1-1839, Form 8-K dated January 22, 2003	4-4
March 14, 2003	1-1839, Form 8-K dated April 7, 2003	4-4
August 13, 2003	1-1839, Form 8-K dated August 25, 2003	4-4

4-3-2 Instrument of Resignation, Appointment and Acceptance dated as of February 20, 2002, under the provisions of the Mortgage dated July 1, 1923, and Indentures Supplemental thereto, regarding corporate trustee (File No. 1-1839, 2001 Form 10-K, Exhibit 4-4-2).

4-3-3 Instrument dated as of January 31, 1996, under the provisions of the Mortgage dated July 1, 1923 and Indentures Supplemental thereto, regarding individual trustee (File No. 1-1839, 1995 Form 10-K, Exhibit 4-29).

4-4 Indenture dated as of September 1, 1987 between Commonwealth Edison Company and Citibank, N.A., Trustee relating to Notes (File No. 1-1839, Form S-3, Exhibit 4-13).

4-4-1 Supplemental Indentures to aforementioned Indenture.

Dated as of	File Reference	Exhibit No.
September 1, 1987	33-32929, Form S-3	4-16
January 1, 1997	1-1839, 1999 Form 10-K	4-21
September 1, 2000	1-1839, 2000 Form 10-K	4-7-3

- 4-5 Indenture dated June 1, 2001 between Generation and First Union National Bank (now Wachovia Bank, National Association) (Registration Statement No. 333-85496, Form S-4, Exhibit 4.1).
- 4-6 Indenture dated December 19, 2003 between Generation and Wachovia Bank, National Association.
- 4-7 Indenture to Subordinated Debt Securities dated as of June 24, 2003 between PECO Energy Company, as Issuer, and Wachovia Bank National Association, as Trustee (File No. 0-16844, PECO Energy Company Form 10-Q for the quarter ended June 30, 2003, Exhibit 4.1).
- 4-8 Preferred Securities Guarantee Agreement between PECO Energy Company, as Guarantor, and Wachovia Trust Company, National Association, as Trustee, dated as of June 24, 2003 (File No. 0-16844, PECO Energy Company Form 10-Q for the quarter ended June 30, 2003, Exhibit 4.2).
- 4-9 PECO Energy Capital Trust IV Amended and Restated Declaration of Trust among PECO Energy Company, as Sponsor, Wachovia Trust Company, National Association, as Delaware Trustee and Property Trustee, and J. Barry Mitchell, George R. Shicora and Charles S. Walls as Administrative Trustees dated as of June 24, 2003 (File No. 0-16844, PECO Energy Company Form 10-Q for the quarter ended June 30, 2003, Exhibit 4.3).

Exelon Generation Company, LLC Form S-4, April 4, 2002, Indenture dated June 1, 2001 between registrant and First Union National Bank (now Wachovia Bank, National Association)(Registration Statement No. 333-85496, Form S-4, Exhibit 4.1).

Outstanding and Uncompleted Contract or Agreement Entered by the Parent Holding Company or any Subsidiary Thereof Relating to the Acquisition of any Securities:

On November 25, 2003, Exelon Generation Company, LLC, Reservoir Capital Group (Reservoir) and Sithe Energies, Inc. completed a series of transactions resulting in Generation and Reservoir each indirectly owning a 50% interest in Sithe with put and call options that could result in either party owning Sithe outright. While Generation's intent is to fully divest Sithe, the timing of the put and call options vary by acquirer and can extend through March 2006. The pricing of the put and call options is dependent on numerous factors, such as the acquirer, date of acquisition and assets owned by Sithe at the time of exercise. Currently, Sithe has a total generating capacity of 1,097 MWs in operation and 228 MWs under construction. See 2003 Exelon's Annual Report on Form 10-K for a further discussion of these transactions.

Exelon Corporation (Exelon) and Exelon Generation Company, LLC (Generation), have commenced the process of an orderly transition out of the ownership of Boston Generating, LLC (BG) and the Mystic 8 and 9 and Fore River generating projects. Exelon's decision to transition out of the projects was made as a result of its evaluation of the projects and discussions with the lenders under BG's \$1.25 billion credit facility, which was entered into primarily to finance the development and construction of the generating projects.

D. TAX ALLOCATION AGREEMENT PURSUANT TO RULE 45(c)

TAX SHARING AGREEMENT

THIS AGREEMENT, dated as of the 1st day of January, 2003, by and between Exelon Corporation, a Pennsylvania corporation ("Parent"), Exelon Energy Delivery Company, LLC, a Delaware limited liability company, Exelon Ventures Company LLC, a Delaware limited liability company, Unicom Investment, Inc., an Illinois corporation, and Exelon Business Services Company, a Pennsylvania corporation and each of PECO Energy Company, Commonwealth Edison Corporation, Exelon Generation Company, LLC, Exelon Enterprises Company, LLC and the companies listed on Schedule A attached hereto (each a "Subsidiary").

W I T N E S S E T H

WHEREAS, Parent is the common parent corporation of an affiliated group of corporations within the meaning of Section 1504(a) of the Internal Revenue Code of 1986, as amended (the "Code");

WHEREAS, the Subsidiaries are each members of that affiliated group or otherwise have taxable income included directly on the tax return of a member of the group (i.e. such Subsidiary is treated as a disregarded entity for tax purposes);

WHEREAS, the members of the affiliated group anticipate filing a consolidated federal income tax return and combined, consolidated or unitary state income tax returns where required or where elections to so file have or will be made;

WHEREAS, Parent and the Subsidiaries wish to agree upon a fair and equitable method for determining the share of the group's consolidated federal income tax burdens and benefits properly attributable to each Subsidiary; and

WHEREAS, Parent and the Subsidiaries wish to agree upon a fair and equitable method for determining the share of any state taxes to be borne by any members of the Parent Group who file state and local income tax returns (or other state returns) on a combined, unitary, consolidated or similar basis.

NOW, THEREFORE, in consideration of the premises and of the covenants and agreements set forth below, the parties, intending to be legally bound, agree as follows:

Section One: Definitions

For purposes of this Agreement, the terms set forth below shall have the following meanings:

(a) Affiliated Group: The affiliated group of corporations (within the meaning Section 1504(a) of the Code) of which Parent is the common parent.

(b) Code: The Internal Revenue Code of 1986, as amended.

(c) Computation Period: All Consolidated Return Years to which this agreement applies.

(d) Consolidated Return: The consolidated federal income tax return of the Parent Group.

(e) Consolidated Return Year: Any tax return period for which Parent or any Subsidiary is or may be included in a Consolidated Return filed by Parent.

(f) Consolidated Tax: The aggregate tax liability for a tax year, being the tax shown on the consolidated return and any adjustments thereto thereafter determined.

(g) Corporate Taxable Income: The amount of taxable income or loss of Subsidiary for a tax year, computed as though such Subsidiary had filed a separate return on the same basis as used in the Consolidated Return, except that dividend income from Subsidiaries shall be disregarded, and other intercompany transactions eliminated in the Consolidated Return shall be given appropriate effect. It shall be further adjusted to allow for applicable rights accrued to the Subsidiary under paragraph (c) (4) of Title 17, Section 250.45 of the Code of Federal Regulations, on the basis of other tax years, including net operating loss carrybacks and net operating loss carryforwards to the extent such net operating loss carryforwards or net operating loss carrybacks would have been permitted under the Code had the Subsidiary filed a separate return. If a Subsidiary is a member of the Affiliated Group for only part of a tax year, that period will be deemed to be its tax year for all purposes under this Agreement.

(h) Parent Tax Benefit: The excess of the Parent's Separate Return Tax over the amounts allocated to Parent pursuant to Section 4 (other than paragraph (c) thereof).

(i) Regulations: The Treasury Regulations promulgated under the Code.

(j) Separate Return Tax: The tax (net of allowable credits) on the Corporate Taxable Income of Parent or any Subsidiary computed as though such entity were not a member of a consolidated group. Separate Return Tax may not be negative.

Section Two: Consolidated Return Election

Parent shall file a Consolidated Return for each taxable period in respect of which this Agreement is in effect and for which Parent and one or more of the Subsidiaries are required or permitted to file a consolidated federal income tax return. Each Subsidiary hereby irrevocably designates Parent as its agent for the purpose of taking any and all actions necessary or incidental to the filing of any Consolidated Return, and further agrees to furnish Parent with any and all information and to take any and all actions as Parent may reasonably request that is necessary or appropriate for the proper filing of a Consolidated Return or for implementing the provisions of this Agreement. Each Subsidiary agrees that it will join in the Consolidated Returns to the extent that such Subsidiary is required or permitted to do so by the Code. Entities which are disregarded for federal income tax purposes pursuant to Section 7701 of the Code and Treas. Reg. ss. 301.7701-2 shall be treated for all purposes of the Agreement as if they were separate incorporated subsidiaries and each such entity is included as a "Subsidiary" as that term is used in this Agreement.

Section Three: Liability for Consolidated Federal Income Tax

As between the parties hereto Parent agrees to pay the Consolidated Tax of the Affiliated Group for Consolidated Return Years and each Subsidiary agrees to make such payments to Parent as shall be required pursuant to Section 5 hereof. The Parent shall at all times be responsible to pay its Separate Return Tax.

Section Four: Allocation of Consolidated Federal Income Tax Liability

(a) The Consolidated Tax (other than alternative minimum tax) shall be allocated among the members of the Affiliated Group having a positive Separate Return Tax as provided below. The allocation of the Consolidated Tax pursuant to this section is intended to comply with Title 17, Section 250.45(c)(4) of the Code of Federal Regulation, Section 1552(a)(2) of the Code and Treasury Regulation Sections 1.1552-1(a)(2) and 1.1502-33(d)(2). In general, such method allocates Consolidated Tax (other than alternative minimum tax) among Subsidiaries having positive Separate Return Taxes in accordance with such positive Separate Return Taxes. Net operating losses of Subsidiaries not having positive Separate Return Taxes are deemed to be carried over or carried back by the Subsidiaries to the extent permissible had the Subsidiaries filed separate returns. Such net operating losses potentially serve to reduce allocations of Consolidated Tax to such Subsidiaries in subsequent taxable years in which the Subsidiaries have positive Separate Return Taxes, or to reduce allocations of Consolidated Tax in prior years in which the Subsidiaries had positive Separate Return Taxes. Consistently therewith, Consolidated Tax (other than alternative minimum tax) shall be allocated as follows:

Step 1 - Preliminary Allocation. Each Subsidiary with a positive Separate Return Tax shall be allocated its share of the Consolidated Tax based on the ratio which the Separate Return Tax of the Subsidiary bears to the aggregate Separate Return Tax of all Subsidiaries with a positive Separate Return Tax.

Step 2 - Adjusting for Net Operating Loss Carrybacks. If a Subsidiary has negative Corporate Taxable Income for a taxable year in the Computation Period which, had it filed separate returns, under the rules of the Code could have been carried back to a prior year in the Computation Period in which it had positive Corporate Taxable Income (the "Carryback Year"), the Separate Return Tax of such Subsidiary for the Carryback Year (and, to the extent required, for subsequent years) shall be recalculated taking such loss carryback into account. Consolidated Tax for the Carryback Year (and, to the extent required, for subsequent years) shall be reallocated in accordance with the provisions of this Section 4.

Step 3 - Allocation Cap. A Subsidiary's allocation of Consolidated Tax under Step 1 may not exceed the excess if any of (a) the aggregate Separate Return Tax of the Subsidiary for the Computation Period (including the current year), determined as if the Subsidiary had filed separate returns, over (b) the total amount of Consolidated Tax allocated to the Subsidiary for the Computation Period (except the current year).

Step 4 - Reallocation of Capped Amounts. To the extent that the Consolidated Tax allocated to a Subsidiary under Step 1 exceeds the limitation under Step 3, the excess shall be allocated among the remaining Subsidiaries in proportion to (but not to exceed the amount of) each Subsidiary's excess, if

any, of (a) the aggregate Separate Return Tax of the Subsidiary for the Computation Period (including the current year), determined as if the Subsidiary had filed separate returns, over (b) the total amount of Consolidated Tax allocated to the Subsidiary for the Computation Period (including for the current year only the amount allocated under Step 1).

Step 5 - Reallocation of Excess Capped Amounts. Consolidated Tax which is allocated away from a Subsidiary under Step 3 and is not allocated to other Subsidiaries under Step 4 shall be allocated to the Parent.

(b) If a consolidated current alternative minimum tax liability exists, such liability (as well as any associated minimum tax credit) will be allocated to the members by multiplying the consolidated alternative minimum tax by a fraction, the numerator of which is the separate adjusted alternative minimum tax of the member for the year, and the denominator of which is the sum of each member's separate alternative minimum tax for the year. The allocation of alternative minimum tax provided for in this paragraph is intended to comply with the principles set forth in Proposed Regulation Section 1.1502-55.

(c) To the extent there is a Parent Tax Benefit, the amount of such Parent Tax Benefit shall be allocated to those Subsidiaries who have positive Separate Return Tax liabilities and correspondingly allocated away from the Parent. Any such allocation to the Subsidiaries' shall be made among the Subsidiaries in proportion to the amount of the Subsidiaries' Separate Return Tax liabilities.

(d) All recapture of previously claimed tax credits shall be assessed against the member that generated the credits.

(e) Each Subsidiary will be allocated the material effects of any particular features of the tax laws applicable to them.

Section Five: Payments of Taxes

To the extent any Subsidiary is allocated any share of the Consolidated Tax under Section 4, such amount shall be paid to the Parent before thirty days following the earlier of (i) the date on which the Consolidated Return is filed or (ii) the date, following the close of such taxable year, on which Parent notifies a Subsidiary of Parent's final determination of the liability of such Subsidiary. To the extent any Consolidated Tax previously allocated to a Subsidiary is reallocated to the Parent or another Subsidiary under Section 4(a), Step 2, the Subsidiary to whom the Consolidated Tax was previously allocated shall be entitled to receive payment from the entity to which the Consolidated Tax is reallocated under said Section. Payment shall be made within thirty days of the date on which Parent notifies a Subsidiary of Parent's final determination of the liability of such Subsidiary.

Section Six: Estimated Tax Payments

For purposes of computing estimated tax payments, the methodology provided in Section 4 shall be applied on each due date for payments of any estimated tax under Section 6655 of the Code (or any applicable state or local tax provision). If the application of such provisions results in a payment due to the Parent, such Subsidiary shall remit such amount to the Parent within fifteen days of the due date for payments of estimated tax under Section 6655 of the Code (or any applicable state or local tax provision). Any estimated tax

payments made by a Subsidiary to Parent under this Section 6 for any taxable year shall be applied to reduce the amount, if any, owing by such Subsidiary to Parent under Section 5 for that year. If the sum of the payments made by a Subsidiary under this Section 6 for any taxable year exceeds the amount owing by such Subsidiary to Parent under Section 5 for that taxable year, Parent shall repay the excess to Subsidiary within thirty days after the Parent Group's consolidated federal income return for that year is filed. The same rules shall apply with respect to estimated tax payments for state and local income taxes for which the Parent Group or any member of the Parent Group files income tax returns on a combined, unitary, consolidated or similar basis, taking into account the provisions of Section Eleven of this Agreement with respect to determining any Subsidiaries state tax liability for the applicable period.

Section Seven: Carrybacks

(a) In the event that the Consolidated Return shows consolidated net operating loss (as that term is defined in Section 1.1502-21(f) of the Treasury Regulations) or a credit against federal income tax for any taxable year and that consolidated net operating loss or tax credit is carried back to and absorbed in a prior taxable year of Parent or any member of the Affiliated Group, then the allocable share of such tax liability for the prior taxable year shall be recomputed pursuant to Section 4 accordingly, and the amount of the liabilities and payments determined under this Agreement shall be adjusted to conform to those recomputations. The determination as to whether a net operating loss or credit is carried back shall be entirely within the discretion of Parent.

(b) Parent shall be responsible for carrying out any recomputations required by Section Seven and shall promptly give each Subsidiary notice of any conforming adjustment of affected liabilities under Section Four of this Agreement. Within 10 days following the giving of that notice, each Subsidiary shall pay Parent or Parent shall pay such Subsidiary, as the case may be, the amount of any payment due in accordance with Section Five of this Agreement resulting from any recomputations done in accordance with Section Seven, as reflected in the notice.

(c) This Agreement shall have no application to the carryback of a net operating loss or credit from a separate return year (within the meaning of Section 1.1502-1(e) of the Treasury Regulations) of a Subsidiary or another affiliated group of which a Subsidiary is a member, as the case may be, to any taxable year of the Parent group.

Section Eight: Interest

If any payment required to be made pursuant to Section 5, 6, or 7 of this Agreement is not made within the time periods specified in those Sections, the delinquent payment shall bear interest from its due date until the date of actual payment at the rate (or rates) charged by the Internal Revenue Service on underpayments of tax for the periods in question.

Section Nine: Responsibility for Tax Calculations and Disputes

The tax department of Parent shall be responsible for preparing all calculations required under this Agreement. The Vice President of Taxes and General Tax Officer of Exelon shall review and approve each calculation prepared by the tax department, and shall be responsible for resolving any disputes regarding such calculations.

All disputes regarding application of the procedures set forth in this Agreement shall be resolved by the Vice President of Taxes and General Tax Officer of Parent in conjunction with such other members of Parent as he (or she) shall deem necessary or appropriate.

Section Ten: Effective Date

This Agreement shall be effective for taxable years of the Parent Group beginning after 2002.

Section Eleven: State Taxes

(a) State and local income taxes (and all other income taxes) shall be borne by the entity (including entities that are "disregarded entities" for federal income tax purposes) that incurs such taxes, except as provided below.

(b) For those state and local jurisdictions in which the Parent or any member of the Parent Group files income tax returns on a combined, unitary, consolidated or similar basis, (i) the total liability shown on each such return shall be paid in full by Parent or such member of the Parent Group filing such combined, unitary or consolidated return; (ii) the tax liability pursuant to each combined, consolidated or unitary return shall be allocated in a manner that is consistent with the manner set forth in Section 4, provided however, that allocations shall be made only to those entities which have nexus to the applicable state for whom tax is being allocated; and (iii) payments among members included in any such combined, consolidated or unitary filings of amounts so allocated shall be made consistently with the provisions of Section Five. For purposes of this Section 11 only, the terms "Separate Return Tax", "Consolidated Tax", and "Parent Tax Benefit" as well as any terms used herein to define such terms shall be interpreted to refer to the applicable combined, consolidated or unitary tax return for which tax is being allocated.

Section Twelve: Penalties & Interest

(a) Any penalties incurred by the Parent relating to filing the Consolidated Return shall be specifically assigned to the member(s) of the Parent Group to whom such penalty is directly attributable (and shall become part of the Subsidiary's allocable share of the Consolidated Tax liability), provided however, that penalties shall not be specifically assigned to any particular Subsidiary if the imposition of such penalty is not directly attributable to the acts, errors, or omissions of the Subsidiary. Penalties not specifically assigned pursuant to the previous sentence shall be allocated among the Parent and Subsidiaries on a pro rata basis in accordance with their Separate Return Tax liabilities.

(b) Any interest incurred by the Parent related to filing the Consolidated Return shall be specifically allocated to the Subsidiary to whom such interest is directly attributable (and shall become part of the Subsidiary's allocable share of the Consolidated Tax), provided however, that interest shall not be specifically allocated to any Subsidiary if the imposition of such interest is not directly attributable to the acts, errors, or omissions of the Subsidiary. Interest not specifically allocated pursuant to the previous sentence shall be allocated among the Parent and the Subsidiaries on a pro rata basis in accordance with their separate tax liabilities.

Section Thirteen: Changes in Parties

(a) New direct or indirect subsidiaries, affiliates and associates of Parent, which may come into existence after the effective date of this Agreement, may become additional "Subsidiaries," and become subject to this Agreement. In addition, entities which are, as of the effective date of this Agreement, direct or indirect subsidiaries, affiliates and associates of Parent, may thereafter leave the holding company system, in which case they will no longer be subject to this Agreement for tax years after their departure.

(b) The addition of a new direct or indirect subsidiary, affiliate or associate company is intended to be evidenced by the signing of a written joinder to this Agreement but, notwithstanding the failure of a new subsidiary, affiliate or associate company to sign a written joinder, the new subsidiary, affiliate or associate company shall be conclusively deemed to have accepted and agreed to the terms of this Agreement by reason of its inclusion in Parent's consolidated Federal income tax return and/or any state and local income tax returns filed on a combined, unitary, consolidated or similar basis with other members of the Parent group.

Section Fourteen: Miscellaneous Provisions

(a) This Agreement contains the entire understanding of the parties with respect to the subject matter of this Agreement. No alteration, amendment, or

modification of any of the terms of this Agreement shall be valid unless made by an instrument signed in writing by an authorized officer of each party.

(b) This Agreement has been made in and shall be construed and enforced in accordance with the laws of the Commonwealth of Pennsylvania from time to time in effect.

(c) Notwithstanding any provision of this Agreement to the contrary, income tax shall be allocated among the parties in a manner consistent with Title 17, Section 250.45(c)(4) of the Code of Federal Regulations. Under no circumstances shall the amount of tax liability allocated to or paid by a Subsidiary under this Agreement during the Computation Period exceed the aggregate Separate Return Tax for the Subsidiary for the Computation Period determined as if the Subsidiary had filed separate returns.

(d) This Agreement may be executed simultaneously in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

(e) All notices and other communications hereunder shall be deemed to have been duly given if delivered by hand or mailed by certified or registered mail, postage prepaid:

- (i) if to Parent:
10 S. Dearborn Street,
Chicago, Illinois 60603
- (ii) if to PECO Energy Company:
2301 Market Street
Philadelphia, Pennsylvania 19103
- (iii) if to Exelon Ventures Company, LLC:
10 S. Dearborn Street
Chicago, Illinois 60603

- (iv) if to Exelon Energy Delivery Company, LLC:
10 S. Dearborn Street
Chicago, Illinois 60603
- (v) if to Commonwealth Edison Company
10 S. Dearborn Street
Chicago, Illinois 60603
- (vi) if to Unicom Investment, Inc.:
10 S. Dearborn Street
Chicago, Illinois 60603
- (vii) if to Exelon Business Services Company:
10 S. Dearborn Street
Chicago, Illinois 60603
- (viii) if to Exelon Generation Company, LLC:
300 Exelon Way
Kennett Square, Pennsylvania 19348
- (ix) if to Exelon Enterprises Company, LLC:
10 S. Dearborn Street
Chicago, Illinois 60603
- (x) if to any other Subsidiary to the address listed for
such Subsidiary on Schedule A.

(f) The headings of the Sections of this Agreement are inserted for convenience only and shall not constitute a part of the Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and their respective corporate seals to be affixed hereto, all as of the date and year first above written.

Exelon Corporation

By: _____
Thomas D. Terry, Jr.
Vice President and General Tax Officer

Exelon Business Services Company

By: _____
Thomas D. Terry, Jr.
Vice President, Taxes

Exelon Energy Delivery Company, LLC

By: _____
Thomas D. Terry, Jr.
Vice President, Taxes

PECO Energy Company

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Ventures Company, LLC

By: _____
Thomas D. Terry, Jr.
Vice President, Taxes

Unicom Investment, Inc.

By: _____
Thomas D. Terry, Jr.
Vice President

Commonwealth Edison Company

By: _____
Kathryn M. Houtsma
Vice President, Finance

Adwin Equipment Company

By: _____
Todd D. Cutler
Assistant Secretary

Adwin Realty Company

By: _____
Todd D. Cutler
Assistant Secretary

AllEnergy Gas & Electric Marketing
Company, LLC

By: _____
Barbara A. Fatina
Vice President

AmerGen Clinton NQF, LLC

By:
Todd D. Cutler
Assistant Secretary of AmerGen
Energy Company, LLC, Member

AmerGen Consolidation, LLC

By:
J. Barry Mitchell
Manager

AmerGen Energy Company, LLC

By:
Todd D. Cutler
Assistant Secretary

AmerGen Oyster Creek NQF, LLC

By:
Todd D. Cutler
Assistant Secretary of AmerGen
Energy Company, LLC, Member

AmerGen TMI NQF, LLC

By:
Todd D. Cutler
Assistant Secretary of AmerGen
Energy Company, LLC, Member

AmerGen Vermont, LLC

By:
Todd D. Cutler
Assistant Secretary

ATNP Finance Company

By: _____
John W. Wadson
President

Cenesco Company, LLC

By: _____
Todd D. Cutler
Assistant Secretary

ComEd Financing I

By: _____
J. Barry Mitchell
Trustee

ComEd Financing II

By: _____
J. Barry Mitchell
Trustee

ComEd Financing III

By: _____
J. Barry Mitchell
Trustee

ComEd Funding, LLC

By: _____
J. Barry Mitchell
President

ComEd Transitional Funding Trust

By: _____
J. Barry Mitchell
Trustee

Commonwealth Edison Company of
Indiana, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

Commonwealth Research Corporation

By: _____
Todd D. Cutler
Assistant Secretary

ECP Telecommunications Holdings,
LLC

By: _____
Todd D. Cutler
Assistant Secretary

Edison Development Canada Inc.

By: _____
Todd D. Cutler
Assistant Secretary

Edison Development Company

By: _____
Todd D. Cutler
Assistant Secretary

Edison Finance Partnership

By: _____
Thomas D. Terry, Jr.
President

EEI Telecommunications Holdings, LLC

By: _____
John M. Wadson
President

EGW Meter Services, LLC

By: _____
George H. Gilmore Jr.

EIS Engineering, Inc.

By: _____
Harvey B. Dikter
Assistant Secretary

EIS Investments, LLC

By: _____
George H. Gilmore Jr.
Manager

Energy Trading Company

By: _____
Todd D. Cutler
Assistant Secretary

ETT Boston, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

ETT Canada, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

ETT Houston, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

ETT National Power, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

ETT Nevada, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

ETT North America, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Allowance Management
Company, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon AOG Holding #1, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

Exelon AOG Holding #2, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Boston Generating, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Boston Services, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Capital Partners, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Communications Company, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Communications Holdings, LLC

By: _____

Todd D. Cutler
Assistant Secretary

Exelon Energy Company

By: _____

Todd D. Cutler
Assistant Secretary

Exelon Enterprises Company, LLC

By: _____

James Llende
Vice President - Taxes

Exelon Enterprises Investments, Inc.

By: _____

John M. Wadson
President

Exelon Enterprises Management, Inc.

By: _____

Todd D. Cutler
Assistant Secretary

Exelon (Fossil) Holdings, Inc.

By: _____

Todd D. Cutler
Assistant Secretary

Exelon Edgar, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Framingham, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Framingham Development, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Fore River Development, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Hamilton, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Generation Company, LLC

By: _____
Thomas D. Terry, Jr.
Vice President, Taxes

Exelon Generation Finance Company

By: _____
John M. Wadson
President

Exelon New Boston, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

Exelon New England Holdings, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon New England Power Marketing
Limited Partnership

By: _____
Todd D. Cutler
Assistant Secretary of Exelon AOG
Holding #1, Inc., General Partner

Exelon Mystic, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Mystic Development, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon New England Development, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon New England Power Services,
Inc.

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Peaker Development General,
LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Peaker Development Limited, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon PowerLabs, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Power Holdings, LP

By: _____

Exelon Services, Inc.

By: _____
James Llende
Vice President, Taxes

Exelon Services Federal Group, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Thermal Development, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Thermal Holdings, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Thermal Technologies, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

Exelon West Medway, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon West Medway Expansion, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Exelon Wyman, LLC

By: _____
Todd D. Cutler
Assistant Secretary

ExTel Corporation, LLC

By: _____
Todd D. Cutler
Assistant Secretary

ExTex Marketing, LLC

By: _____
Todd D. Cutler
Assistant Secretary

ExTex La Porte Limited Partnership

By: _____
Todd D. Cutler
Assistant Secretary of
Exelon Peaker Development
General, LLC, General Partner

ExTex Power, LP

By: _____
Todd D. Cutler
Assistant Secretary of
Exelon Generation Company, General Partner

Fischbach and Moore Electric, Inc.

By: _____
Harvey B. Dikter
Assistant Secretary

Fischbach and Moore, Inc.

By: _____
Harvey B. Dikter
Assistant Secretary

Fischbach and Moore Electrical
Contracting, Inc.

By: _____
Harvey B. Dikter
Assistant Secretary

Horizon Energy Company

By: _____
Todd D. Cutler
Assistant Secretary

InfraSource Environmental Services,
LLC

By:
George H. Gilmore Jr.

InfraSource Field Services,
LLC

By:
George H. Gilmore Jr.

InfraSource Integrated Services, Inc.

By: _____
Harvey B. Dikter
Assistant Secretary

NEWCOSY, Inc.

By: _____
Harvey B. Dikter
Assistant Secretary

NEWCOTRA, Inc.

By: _____
Harvey B. Dikter
Assistant Secretary

Northwind
Chicago, LLC

By: _____
Ronald S. Rooth
Manager

Northwind Midway, LLC

By: _____
David A. Bump
Manager

Northwind Thermal Technologies
Canada, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

PEC Financial Services, LLC

By: _____
Todd D. Cutler
Secretary

PECO Energy Capital Corp.

By: _____
Todd D. Cutler
Secretary

PECO Energy Power Company

By: _____
Todd D. Cutler
Assistant Secretary

PECO Energy Transition Trust

By: _____
Thomas R. Miller
Trustee

Penesco Company, LLC

By: _____
Todd D. Cutler
Assistant Secretary

PHT Holdings, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Port City Power, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Rand-Bright Corporation

By: _____
Harvey B. Dikter
Assistant Secretary

Scherer Holdings 1, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Scherer Holdings 2, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Scherer Holdings 3, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Southeast Chicago Energy Project, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Spruce Holdings G.P. 2000, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Spruce Holdings L.P. 2000, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Susquehanna Electric Company

By: _____
Todd D. Cutler
Assistant Secretary

Susquehanna Power Company

By: _____
Todd D. Cutler
Assistant Secretary

Texas Ohio Gas, Inc.

By: _____
Barbara A. Fatina
Secretary

T.H. Green
Electric Company, Inc.

By: _____
Harvey B. Dikter
Assistant Secretary

Unicom Power Holdings, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Unicom Power Marketing, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

Unicom Resources, Inc.

By: _____
Todd D. Cutler
Assistant Secretary

VSI Group, Inc.

By: _____
Harvey B. Dikter
Assistant Secretary

Wansley Holdings 1, LLC

By: _____
Todd D. Cutler
Assistant Secretary

Wansley Holdings 2, LLC

By: _____
Todd D. Cutler
Assistant Secretary

SCHEDULE A

Aconite Corporation
Adwin Equipment Company
Adwin Realty Company
AllEnergy Gas & Electric Marketing Company, LLC
AmerGen Consolidation, LLC
AmerGen Clinton NQF, LLC AmerGen Energy Company, LLC AmerGen
TMI NQF, LLC AmerGen Oyster Creek NQF, LLC AmerGen Vermont,
LLC ATNP Finance Company Cenesco Company, LLC Chowns
Communications, Inc. ComEd Financing I ComEd Financing II
ComEd Financing III ComEd Funding, LLC ComEd Transitional
Funding Trust
Commonwealth Edison Company of Indiana, Inc.
Commonwealth Research Corporation
Dacon Corporation
Dashiehl Corporation
Dashiehl Holdings Corp.
Edison Development Canada Inc.
Edison Development Company
Edison Finance Partnership
ECP Telecommunications Holdings, LLC
EEI Telecommunications Holdings, LLC
EGW Meter Services, LLC
EIS Engineering, Inc.

EIS Investments, LLC
Electric Services, Inc.
Energy Trading Company
ETT Boston, Inc.
ETT Canada, Inc.
ETT Houston, Inc.
ETT National Power, Inc.
ETT Nevada, Inc.
ETT North America, Inc.
Exelon AOG Holding #1, Inc.
Exelon AOG Holding #2, Inc.
Exelon Allowance Management Company, LLC
Exelon Boston Services, LLC
Exelon Capital Partners, Inc.
Exelon Communications Holdings, LLC
Exelon Communications Company, LLC
Exelon Edgar, LLC
Exelon Energy Company
Exelon Energy Delivery Company, LLC
Exelon Enterprises Company, LLC
Exelon Enterprises Investments, Inc.
Exelon Enterprises Management, Inc.
Exelon (Fossil) Holdings, Inc.
Exelon Framingham, LLC
Exelon Framingham Development, LLC
Exelon Fore River Development, LLC
Exelon Generation Company, LLC
Exelon Generation Finance Company
Exelon Generation Company International, Inc.
Exelon Hamilton, LLC
Exelon Infrastructure Services of Pennsylvania, Inc.
Exelon Mystic, LLC
Exelon Mystic Development, LLC
Exelon New Boston, Inc.
Exelon New England Development, LLC Exelon New England Power
Marketing Limited Partnership Exelon New England Power
Services, Inc. Exelon Peaker Development General, LLC Exelon
Peaker Development Limited, LLC Exelon Power Holdings, L.P.
Exelon PowerLabs, LLC
Exelon Services, Inc.
Exelon Services Federal Group, Inc.
Exelon Thermal Development, Inc.
Exelon Thermal Holdings, Inc.
Exelon Thermal Technologies, Inc.

Exelon West Medway, LLC
Exelon West Medway Expansion, LLC
Exelon Wyman, LLC
ExTel Corporation, LLC
ExTex La Porte Limited Partnership
ExTex Power, LP
Fischbach and Moore Electric, Inc.
Fischbach and Moore Electrical Contracting, Inc.
Fischbach and Moore, Inc.
Gas Distribution Contractors, Inc.
Horizon Energy Company
Infrasource, Inc.
InfraSource Environmental Services, LLC
InfraSource Field Services, LLC
Infrasource Integrated Services, Inc.
International Communications Services, Inc.
M.J. Electric, Inc.
Mechanical Specialties Incorporated
Michigan Trenching Service, Inc.
Mid-Atlantic Pipeliners, Inc.
MRM Technical Group, Inc.
Mueller Distribution Contractors, Inc.
Mueller Energy Services, Inc.
Mueller Pipeliners, Inc.
NEWCOSY, Inc.
NEWCOTRA, Inc.
Northwind Chicago, LLC
Northwind Midway LLC
OSP Consultants, Inc.
OSP, Inc.
OSP Telecom, Inc.
PEC Financial Services, LLC
PECO Energy Company
PECO Energy Capital Corp.
PECO Energy Power Company
PECO Energy Transition Trust
Penesco Company, LLC
PHT Holdings, LLC
Port City Power, LLC
Rand-Bright Corporation
RJE Telecom, Inc.
Scherer Holding 1, LLC
Scherer Holding 2, LLC
Scherer Holding 3, LLC
Southeast Chicago Energy Project, LLC
Spruce Holdings G.P. 2000, LLC

Spruce Holdings L.P. 2000, LLC
Sunesys, Inc.
Sunesys of Virginia, Inc.
Susquehanna Electric Company
Susquehanna Power Company
Syracuse Merit Electric, Inc.
Texas Ohio Gas, Inc.
T.H. Green Electric Company, Inc.
Trinity Industries, Inc.
Unicom Power Holdings, Inc.
Unicom Power Marketing, Inc.
Unicom Resources, Inc.
Utility Locate & Mapping Services, Inc.
VSI Group, Inc.
Wansley Holdings 1, LLC
Wansley Holdings 2, LLC

E. COPIES OF OTHER DOCUMENTS PRESCRIBED BY RULE OR ORDER.

None.

F. SCHEDULES SUPPORTING ITEMS OF THE REPORT.

- *F.1 The consent of the independent accountants as to their opinion on Exelon's consolidated financial statements and the footnotes is included in Exhibit F.1.
- *F.2 Supporting plant, depreciation and reserve schedules for Commonwealth Edison Company and Commonwealth Edison Company of Indiana, Inc. from FERC Form No. 1 - Annual Report of Major Electric Utilities, Licensees, and Others as follows, filed herewith of Form SE:
- Summary of Utility Plant and Accumulated Provisions for Depreciation, Amortization and Depletion
- Nuclear Fuel Materials
- Electric Plant in Service
- Electric Plant Held for Future Use
- Construction Work in Progress - Electric
- Accumulated Provision for Depreciation of Electric Utility Plant
- Non-utility Property
- *F.3 Supporting plant, depreciation and reserve schedules for SECO from FERC Form No. 1 - Annual Report of Major Electric Utilities, Licensees, and Others and the Annual Report to the Pennsylvania Public Utility Commission filed herewith on Form SE.

Summary of Utility Plant and Accumulated Provisions for
Depreciation, Amortization and Depletion

Nuclear Fuel Materials

Electric Plant in Service

Electric Plant Held for Future Use

Construction Work in Progress - Electric

Accumulated Provision for Depreciation of Electric Utility Plant

Non-utility Property

Utility Plant and Adjustments

Completed Construction not Classified

Preliminary Retirement Estimates

Accumulated Provision for Depreciation, Amortization, and
Depletion of Plant and Adjustments

*G. ORGANIZATION CHART

(Filed on Form SE)

H. EWG OR FOREIGN UTILITY COMPANY FINANCIAL STATEMENTS

- *I.1 AmerGen Energy Company, LLC Financial Statements
Filed confidentially on Form SE.
- *I.2 Sithe Energies, Inc. and Subsidiaries Consolidated Financial
Statements
Filed confidentially on Form SE.
- *I.3 ExTex LaPorte
Filed confidentially on Form SE, See Item 10, FINANCIAL
STATEMENTS.
- *I.4 Southeast Chicago Energy Project, LLC
Filed confidentially on Form SE, See Item 10, FINANCIAL
STATEMENTS.
- *I.5 Exelon Mystic Holding, LLC
Filed confidentially on Form SE, See Item 10, FINANCIAL
STATEMENTS.
- *I.6 Exelon Mystic Development, LLC
Filed confidentially on Form SE, See Item 10, FINANCIAL
STATEMENTS.
- *I.7 Exelon ForeRiver Development, LLC
Filed confidentially on Form SE, See Item 10, FINANCIAL
STATEMENTS.

- *I.8 Exelon Wyman, LLC
Filed confidentially on Form SE, See Item 10, FINANCIAL STATEMENTS.
- *I.9 Exelon Framingham, LLC
Filed confidentially on Form SE, See Item 10, FINANCIAL STATEMENTS.
- *I.10 Exelon West Medway, LLC
Filed confidentially on Form SE, See Item 10, FINANCIAL STATEMENTS.
- *I.11 Exelon New Boston, LLC
Filed confidentially on Form SE, See Item 10, FINANCIAL STATEMENTS.
- *I.12 Exelon New England Holding, LLC
Filed confidentially on Form SE, See Item 10, FINANCIAL STATEMENTS.

SIGNATURE

Exelon Corporation, a registered holding company, has duly caused this annual report for the year ended December 31, 2003 to be signed on its behalf by the undersigned thereunto duly authorized, pursuant to the requirements of the Public Utility Holding Company Act of 1935.

EXELON CORPORATION

By: /S/Robert S. Shapard

Robert S. Shapard
Executive Vice President and
Chief Financial Officer

April 30, 2004

CONSENT OF INDEPENDENT ACCOUNTANTS

We hereby consent to the incorporation by reference in this 2003 Annual Report on Form U-5S of our report dated January 28, 2004 relating to the financial statements, which appears in the 2003 Annual Report to Shareholders of Exelon Corporation, which is incorporated by reference in Exelon Corporation's Annual Report on Form 10-K for the year ended December 31, 2003. We also consent to the incorporation by reference of our report dated January 28, 2004 relating to the financial statement schedule of Exelon Corporation, which appears in such Annual Report on Form 10-K. We also consent to the incorporation by reference in such Form U-5S of our reports dated January 28, 2004, relating to the financial statements and financial statement schedules of Commonwealth Edison Company, PECO Energy Company, and Exelon Generation Company, LLC (collectively, the subsidiaries), which appear in the respectively Subsidiaries' Annual Report on Form 10-K for the year ended December 31, 2003.

PricewaterhouseCoopers
Chicago, Illinois
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