# United States Securities and Exchange Commission Washington, D.C. 20549

Form U-13-60

Annual Report For the Period

Beginning January 1, 2002 and Ending December 31, 2002

TO THE

U.S. SECURITIES AND EXCHANGE COMMISSION FOR

EXELON BUSINESS SERVICES COMPANY

A Subsidiary Service Company

Date of Incorporation 12/31/00

State of Sovereign Power under which Incorporated or Organized Pennsylvania

Location of Principal Executive Offices of Reporting Company
10 South Dearborn St., Chicago, IL 60680-5379

Name, title, and address of officer to whom correspondence concerning this report should be addressed:

Robert S. Shapard Executive Vice-President and Chief Financial Officer

(Name) (Title)

Name of Principal Holding Company Whose Subsidiaries are served by Reporting Company:

Exelon Corporation

### LISTING OF SCHEDULES AND ANALYSIS OF ACCOUNTS

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# LISTING OF SCHEDULES AND ANALYSIS OF ACCOUNTS

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Schedule I - Comparative Balance Sheet (in thousands)
Give balance sheet of the Company as of December 31 of the current period and prior year.

Account	Assets and Other Debits	As of December 31	
	Service Company Property	Current	Prior
101 107	Service Company Property (Schedule II) Construction work in progress (Schedule II)	\$162,382 94,273	\$ 130,961 52,285
	Total Property	\$256 <b>,</b> 655	\$ 183,246
108	Less accumulated provision for depreciation and amortization of service company property (Schedule III)	79 <b>,</b> 559	51 <b>,</b> 235
	Net Service Company Property	\$177,096 	\$ 132,011 
	Investments		
123 124	Investments in associate companies (Schedule IV) Other Investments (Schedule IV)	\$ - 7,778	\$ - 4,163
	Total Investments	\$ 7,778 	\$ 4,163
	Current and Accrued Assets		
131 134 135 136 141 143	Cash Special deposits Working funds Temporary cash investments (Schedule IV) Notes receivable Accounts receivable	\$ - - - - 40,473	\$ - - - - 60,641
144 146	Accumulated provision for uncollectible accounts Accounts receivable from associate companies (Schedule V)	87,206	93,144
152 154 163 165 174	Fuel stock expenses undistributed (Schedule VI) Materials and supplies Stores expense undistributed (Schedule VII) Prepayments Miscellaneous current and accrued assets (Schedule VIII)	- - - 26,177	- 9 - 19,059
	Total Current and Accrued Assets	\$153,856 	\$ 172,853
Deferred Debi	ts		
181 184 186 188	Unamortized debt expense Clearing Accounts Miscellaneous deferred debits (Schedule IX) Research, development, or demonstration expenditures (Schedule X) Accumulated deferred income taxes	\$ - 1,212 2,134 - 61,762	\$ - 1,375 7,884 - 45,866
	Total Deferred Debits	\$ 65,108	\$ 55,125
TOTAL ASSETS	AND OTHER DEBITS	\$403,838 ======	\$ 364,152 ======

# Schedule I - Comparative Balance Sheet

	(in tho	usands)	
Account	Liabilities and Proprietary Capital	As of December	31,
		Current	Prior
	Proprietary Capital		
	rioprictary capital		
201	Common stock issued (Schedule XI)	\$ -	\$ -
211	Miscellaneous paid-in capital (Schedule XI)	11,176	(3,321)
215	Appropriated retained earnings (Schedule XI)		(3,321)
216	Unappropriated retained earnings (Schedule XI)	(2,000)	53
	matal Dunnaistana Garital		
	Total Proprietary Capital	\$ 9,176 	\$ (3,268) 
	Long-Term Debt		
223	Advances from associate companies (Schedule XII)	\$ -	\$ -
224	Other long-term debt (Schedule XII)	-	_
225	Unamortized premium on long-term debt	-	-
226	Unamortized discount on long-term debt - debit	-	-
	Total Long-Term Debt	\$ -	\$ -
	Current and Accrued Liabilities		
231	Notes payable	\$ -	\$ -
232	Accounts payable	94,328	90,493
233	Notes payable to associate companies (Schedule XIII)	77,700	33,000
234	Account payable to associate companies	54,140	32,995
	(Schedule XIII)		,
236	Taxes accrued	(11,744)	28,971
237	Interest accrued		_
238	Dividend declared	_	_
241	Tax collections payable	(364)	(1,274)
242	Miscellaneous current and accrued liabilities	15,094	6,452
	(Schedule XIII)		·
			41.00
	Total Current and Accrued Liabilities	\$229,154	\$190 <b>,</b> 637
	Deferred Credits		
253	Other deferred credits	\$135,146	\$ 176,500
254	Accumulated deferred investment tax credits	-	-
	matal Dafannad Condita	C12F 14C	C176 F00
	Total Deferred Credits	\$135 <b>,</b> 146	\$176 <b>,</b> 500
282	Accumulated Deferred Income Taxes	\$ 30,362	\$ 283
	TOTAL LIABILITIES AND PROPRIETARY		
	CAPITAL	\$403,838	\$ 364,152
		=======	=======

For the Year Ended December 31, 2002

# Schedule II - Service Company Property (in thousands)

		Balance a	-	Retirement		Balance
		Beginning			Other1	
Descripti		of Year	Additions	Sales	Changes	of Year
	Company Property					
Account						
301	Organization	\$ - \$	- \$	- \$	- \$	-
303	Miscellaneous Intangible Plant	-	-	-	-	-
304	Land and Land Rights	-	-	-	-	-
305	Structures and Improvements	-	-	-	-	-
306	Leasehold Improvements	12,873	1,352	(871)	4,115	17,469
307	Equipment2	100,920	30 <b>,</b> 857	(1,481)	(163)	130,133
308	Office Furniture and					
	Equipment	4,481	2	(401)	(7)	4,075
309	Automobiles, Other Vehicles and					
	Related Garage Equipment	-	-	-	-	-
310	Aircraft and Airport Equipment	9,570	-	-		9 <b>,</b> 570
311	Other Service Company					
	Property3	3,117	251	(813)	(1,420)	1,135
	SUB-TOTAL	\$130,961	\$ 32,462	\$(3,566)	\$ 2,525	\$ 162,382
107	Construction Work in Progress4	52,285	78 <b>,</b> 600	_	(36,612)	94,273
	TOTAL	\$183,246	\$111,062	\$(3,566)	¢/2/ 007\	\$ 256,655
	IOIAL	\$183 <b>,</b> 246	\$111,062			\$ 230,033 =========

- 1 Provide an explanation of those changes considered material:
- Subaccounts are required for each class of equipment owned. The service company shall provide a listing by subaccount of equipment additions during the year and the balance at the close of the year.

Subaccount Description	Additions	Balance at Close of Year
Computer Software	\$ 14,307	96,919
Computer Equipment	16,550	31,332
Communications Equipment	_	1,444
Office Machines	-	438
TOTAL	\$ 30,857	\$ 130,133
	=======	=======

- 3 Describe other service company property: Other service property primarily consists of graphic arts equipment.
- 4 Describe construction work in progress: CWIP includes computer software, computer equipment, leasehold improvements, audiovisual equipment, and furniture.

For the Year Ended December 31, 2002

Schedule III - Accumulated Provision for Depreciation and Amortization of Service Company Property (in thousands)

Descriptio	on	Balance a Beginning of Year	Account	Retire- ments	Other Changes Add (Deduct)*	Balance at Close of Year
Account						
301	Organization	\$ - \$	- \$	- \$	- \$	-
303	Miscellaneous Intangible Plant	-	_	_	-	_
304	Land and Land Rights	-	-	-	-	-
305	Structures and Improvements	_	_	-	-	_
306	Leasehold Improvements	3,201	1,503	-	105	4,809
307	Equipment	45,091	27,834	(1,467)	-	71,458
308	Office Furniture and Fixtures	2,041	409	(401)	-	2,049
309	Automobiles, Other Vehicles and					
	Related Garage Equipment	-	-	-	-	-
310	Aircraft and Airport Equipment	508	287	-	-	795
311	Other Service Company					
	Property	394	72	(115)	97	448
	TOTAL	\$ 51,235	\$ 30,105	\$(1,983)	\$ 202 \$	79,559
			=======	=======		

<sup>\*</sup>Provide an explanation of those changes considered material:

For the Year Ended December 31, 2002

Schedule IV - Investments (in thousands)

#### Instructions:

Complete the following schedule concerning investments.

Under Account 124 "Other Investments," state each investment separately, with description, including, the name of issuing company, number of shares or principal amount, etc.

Under Account 136, "Temporary Cash Investments," list each investment separately.

Description		lance a eginning	t of Year	lance at ose of Year
Account 123 - Investment in Associate Companies		\$	-	\$ -
Account 124 - Other Investments Supplemental Employee Retirem	ent Plan Trust		4,163	7 <b>,</b> 778
Account 136 - Temporary Cash Investments			-	-
	TOTAL	\$ 	4,163	\$ 7 <b>,</b> 778

For the Year Ended December 31, 2002

# Schedule V - Accounts Receivable from Associate Companies (in thousands)

#### Instructions:

Complete the following schedule listing accounts receivable from each associate company. Where the service company has provided accommodation or convenience payments for associate companies, a separate listing of total payments for each associate company by subaccount should be provided.

Description	Balance at Beginning of Year	
Account 146 - Accounts Receivable from Associate Cor	mpanies	
Adwin Realty Company	\$ -	\$ 11
AmerGen Energy Company, LLC	823	1,919
Commonwealth Edison Company	_	17,595
Ex Tex LaPorte LP	_	69
Exelon Communications Holding	=	176
Exelon Corporation	4,077	2,606
Exelon Energy, Inc.		132
Exelon Enterprises Company, LLC	3,048	2,845
Exelon Enterprises Investment	-	3
Exelon Generation Company, LLC	_	14,937
Exelon Generation Finance Company	_	
Exelon Services, Inc.	36	64
Exelon Communications Company, LLC	28	6
Exelon Holdings, Inc.	15	8
InfraSource (formerly Exelon Infrastructure Services		111
PEC Financial Services, LLC	45	45
PECO Energy Company	80,762	46,237
PECO Energy Power Company	-	1
PECO Energy Transition Trust	264	264
Susquehanna Electric Company	173	158
Susquehanna Power Company		1
Unicom Thermal Holding	14	18
TOTAL	\$93,144	\$87,206

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### For the Year Ended December 31, 2002

# Schedule V - Accounts Receivable from Associate Companies - continued (in thousands)

Analysis of Convenience or Accommodation Payments during 2002:

Affiliate	Amount Paid
Adwin Realty Company AmerGen Energy Company, LLC Exelon Energy, Inc. Exelon Enterprises Company, LLC Exelon Infrastructure Services, Inc. Exelon Communications Company, LLC Exelon Holdings Corp, Inc. Exelon Generation Company, LLC Exelon Generation Finance Company PECO Energy Company Susquehanna Electric Company Susquehanna Power Company	\$ 10 4 722 745 494 54 44 (13,276) 217 80,336 284
Total Pa	
Convenience payments made for: Account Payables Corporate Credit Cards Employee Benefits Information System Purchases Reimbursement from NEIL Total Pa	\$ 62,253 15,779 53,358 3,329 (65,000) 
Total Pa	lyments \$ 69,/19 ======

For the Year Ended December 31, 2002

Schedule VI - Fuel Stock Expenses Undistributed (in thousands)

Instructions:

Report the amount of labor and expenses incurred with respect to fuel stock expenses during the year and indicate amount attributable to each associate company. Under the section headed "Summary" listed below give an overall report of the fuel functions performed by the service company.

Description Labor Expenses Total

Account 152 - Fuel Stock Expenses Undistributed

None.

TOTAL \$ - \$ - \$

Summary: Not applicable

ANNUAL REPORT OF EXELON BUSINESS SERVICES COMPANY

For the Year Ended December 31, 2002

Schedule VII - Stores Expense Undistributed (in thousands)

Instructions:

Report the amount of labor and expenses incurred with respect to stores expense during the year and indicate amount attributed to each associate company.

Description Labor Expenses Total

Account 163 - Stores Expense Undistributed

None.

TOTAL \$ - \$ - \$

For the Year Ended December 31, 2002

Schedule VIII - Miscellaneous Current and Accrued Assets (in thousands)

Instructions:

Provide detail of items in this account. Items less than \$10,000\$ may be grouped, showing the number of items in each group.

Balance at Balance at Description Beginning of Year Close of Year

Account 174 - Miscellaneous Current and Accrued Assets

None.

TOTAL \$ - \$ -

ANNUAL REPORT OF EXELON BUSINESS SERVICES COMPANY

For the Year Ended December 31, 2002

Schedule IX - Miscellaneous Deferred Debits (in thousands)

Instructions:

Provide detail of items in this account. Items less than \$10,000\$ may be grouped by class by showing the number of items in each class.

Description	Balance at Beginning of Year	Balance at Close of Year
Account 186 - Miscellaneous Deferred Debits		
Accounting Subsystem Transactions Pending Distribution Deferred Unearned Compensation Restructuring Balance Assigned at Merger	\$ 2,998 3,337 1,549	\$ 1,636 498 -
TOTAL	\$ 7,884 =======	\$ 2,134 ======

For the Year Ended December 31, 2002

Schedule X - Research, Development or Demonstration Expenditures (in thousands)

Instructions:

Provide a description of each material research, development, or demonstration project which incurred costs by the service corporation during the year.

Description Amount

Account 188 - Research, Development, or Demonstration Expenditures

None.

TOTAL \$ -

ANNUAL REPORT OF EXELON BUSINESS SERVICES COMPANY

For the Year Ended December 31, 2002

Schedule XI - Proprietary Capital (in dollars)

Account	Class of	Number of Shares	Par or Stated	Outstanding	Close of Period
Number	Stock	Authorized	Value per Share	No. of Shares	Total Amount
201	Common	1,000	\$0.01	100	\$1.00

#### Instructions:

Description

Classify amounts in each account with brief explanation, disclosing the general nature of transactions which give rise to the reported amounts.

(in thousands)

Amount

-	
Account 211 - Miscellaneous Paid-In Capital  Net balance transferred during restructuring  Investment by Exelon Corporation - Receipt of Tax Benefit	\$(3,321) 14,497
Account 215 - Appropriated Retained Earnings	-
TOTAL	\$ 11,176
	======

#### Instructions:

Give particulars concerning net income or (loss) during the year, distinguishing between compensation for the use of capital owed or net loss remaining from servicing non associates per the General Instructions of the Uniform System of Accounts. For dividends paid during the year in cash or otherwise, provide rate percentage, amount of dividend, date declared and date paid.

(in thousands)

Description	ance at inning of Year	Net Income or (Loss)	Divide Paid	ends	alance at lose of Year
Account 216 - Unappropriated Retained Earnings					
Net Income (Loss) Other Comprehensive Income	\$ 250 (197)	\$(1,628) (425)	\$	-	\$ (1,378) (622)
TOTAL	\$ 53	\$(2,053)	\$	-	\$ (2,000)

ANNUAL REPORT OF EXELON BUSINESS SERVICES COMPANY

For the Year Ended December 31, 2002

Schedule XII - Long Term Debt (in thousands)

#### Instructions:

Advances from associate companies should be reported separately for advances on notes, and advances on open account. Names of associate companies from which advances were received shall be shown under the class and series of obligation column. For Account 224 - Other long-term debt provide the name of creditor company or organization, terms of the obligation, date of maturity, interest rate, and the amount authorized and outstanding.

Terms of Obligation

Class Beginning Balance
Name of & Series Date of Interest Amount at Close
Creditor of Obligation Maturity Rate Authorized Additions Deductions\* of Year

Acct 223 -Advances from Associate Companies:

None

Acct 224 -Other Long Term Debt:

None.

TOTAL \$ - \$ - \$ -

 $<sup>\</sup>star Give$  an explanation of Deductions:

For the Year Ended December 31, 2002

# Schedule XIII - Current and Accrued Liabilities (in thousands)

### Instructions:

Provide balance of notes and accounts payable to each associate company. Give description and amount of miscellaneous current and accrued liabilities. Items less than \$10,000\$ may be grouped, showing the number of items in each group.

Description	Balance at Beginning of Year	
Account 233 - Notes Payable to Associate Companies Short - Term Notes Payable to Exelon Corporation		
For Working Capital	\$ 33,000	\$ 77 <b>,</b> 700
TOTAL	\$ 33,000 =====	\$ 77,700 ======
Account 234 - Accounts Payable to Associate Companies		
ATNP Finance Company	\$ -	\$ 1
Commonwealth Edison Company	5,560	-
Exelon Corporation	_	4,331
Exelon Enterprises Company, LLC	-	486
Exelon Generation Company, LLC	27 <b>,</b> 196	28,948
PECO Energy Company	_	20,368
Susquehanna Power Company	233	-
Unicom Resources	6	6
TOTAL	\$ 32,995 =======	\$ 54,140
Account 242 - Miscellaneous Current and Accrued Liabilities		
Accrued Vacation Pay/Paid Time Off	\$ 6,472	\$ 7,104
Accrued Incentive Pay Other	(20)	8,000
TOTAL	\$ 6,452 =======	\$ 15,094 ======

For the Year Ended December 31, 2002

Schedule XIV - Notes to Financial Statements

#### Instructions:

The space below is provided for important notes regarding the financial statements or any account thereof. Furnish particulars as to any significant contingent assets or liabilities existing at the end of the year. Notes relating to financial statements shown elsewhere in this report may be indicated here by reference.

On October 20, 2000, Exelon Corporation (Exelon), became the parent company for each of PECO Energy Company (PECO Energy) and Commonwealth Edison Company as a result of the completion of the transactions contemplated by an Agreement and Plan of Exchange and Merger, as amended, among PECO, Unicom Corporation and Exelon. Exelon is a Pennsylvania corporation and registered holding company under the Public Utility Holding Company Act of 1935.

In January, 2001, Exelon restructured its regulated and unregulated companies. Assets and liabilities were transferred from PECO Energy and Commonwealth Edison Company to generation (Exelon Generation Company, LLC), and unregulated companies (primarily, Exelon Enterprises Company, LLC) and the Exelon Business Services Company, as appropriate.

Exelon Business Services Company is a wholly-owned subsidiary of Exelon and is the service company for the Exelon system providing associate companies with a variety of administrative, management and support services. These services are provided at cost that results in Exelon Business Services Company operating on a break-even basis.

Exelon Business Services Company follows the Uniform System of Accounts prescribed by the Securities and Exchange Commission. The financial statements are prepared in conformity with generally accepted accounting principles, which requires the use of estimates. The actual results may differ from those estimates.

### For the Year Ended December 31, 2002

# Schedule XV - Statement of Income (in thousands)

		(in thousands)	
Account	Description	Current Year	Prior Year
	Income		
457	Services rendered to associate companies	\$ 413,082	\$ 426,044
458	Services rendered to non associate companies	296	260
421	Miscellaneous income or loss	1,070	2,182
	111000114110040 11100410 01 1000		
	Total Income	\$ 414,448	\$ 428,486
	Expense		
920	Salaries and wages	\$ 140,709	\$ 80,687
921	Office supplies and expenses	•	44,593
922	Administrative expense transferred - credit	_	_
923	Outside services employed	124,048	185,717
924	Property insurance	28,438	15,560
925	Injuries and damages	206	450
926	Employee pensions and benefits	22,256	28,605
927	Regulatory commission expense	-	2
930.1	General advertising expense	4,766	9,686
930.2	Miscellaneous general expense	8,408	12,016
931	Rents	12,547	9,442
932	Maintenance of structures and equipment	1,039	2,870
403	Depreciation and amortization expense	30,355	16,089
408	Taxes other than income taxes	6,919	6,773
409	Income taxes	(45,492)	10,278
410	Provision for deferred income taxes	44,253	(6,157)
411 411.5	Provision for deferred income taxes - credit	_	227
411.5	Investment tax credit	4 077	2 000
426.1		4,277	3,080
426.5	Other deductions Interest on long-term debt	3,916	2,599
430		1,242	5,865
430	Interest on debt to associate companies Other interest expense	(2,773)	(146)
421	Other interest expense	(2,773)	
	Total Expense	\$ 416,076	\$ 428,236
	Total Emperior		
	Net Income or (Loss)	\$ (1,628)	\$ 250
		=======	

### For the Year Ended December 31, 2002

# Analysis of Billing Associate Companies - Account 457 (in thousands) Direct Indirect Compensation Total

Name of	Direct Costs	Indirect Costs	Compensation For Use	Total Amount	
Associate Company	Charged	Charged	of Capital	Billed	
	457-1	457-2	457-3		
Adwin Equipment Company	\$ 1	\$	\$	\$ 1	
Adwin Realty Company	1			1	
AmerGen Energy Company	4,910	154	25	5 <b>,</b> 089	
ATNP Finance Company	5			5	
Commonwealth Edison Company	75 <b>,</b> 085	61 <b>,</b> 982	(370)	136,697	
Exelon Communications Company, LLC	224			224	
Exelon Corporation	13,468	357	(6)	13,819	
Exelon Energy	617			617	
Exelon Enterprises Company, LLC	2,306	33,903	(502)	35 <b>,</b> 707	
Exelon Enterprises Investments, Inc.	7			7	
Exelon Generation Company, LLC	78,816	83,756	(887)	161,685	
Exelon Generation Finance Company	21			21	
Exelon Holdings, Inc.	100			100	
Exelon Services Inc.	189			189	
Ex Tex LaPorte LP	347			347	
InfraSource, Inc.	487		44.00	487	
PECO Energy Company	27,722	30,007	(199)	57,530	
Susquehanna Electric Company	281			281	
Unicom Power Holdings, Inc.	2			2	
Unicom Thermal Holding, Inc.	273			273	
TOTAL	\$ 204,862	\$ 210,159	\$ (1,939)	\$ 413,082	
	=======	=======	=======		

For the Year Ended December 31, 2002

Analysis of Billing Non Associate Companies - Account 458  $\,$  (in thousands)

### Instruction:

Provide a brief description of the services rendered to each non associate company:

Name Non Associate Company	Dir Cos Cha		Indi: Cost Char		For	pens. Use Capital	Tot Cos		or	cess ficienc	A	Total mount Billed
	458	-1	458-2	2	458	-3			458	8-4		
Administrative Services Employee Benefit Trusts	\$	296	\$	-	\$	_	\$	296	\$	-	\$	296
TOTAL	\$	296	\$		\$		\$	296	\$		\$	296

#### For the Year Ended December 31, 2002

# Schedule XVI - Analysis of Charges for Service Associate and Non Associate Companies (in thousands)

#### Instruction:

Total cost of service will equal for associate and non associate companies the total amount billed under their separate analysis of billing schedules.

		Associate Co	ompany		Non Associ Charges	ate Compan	ıy				
	Description	-	Indirect		Direct	Indirect					
Account	of Items		Cost	Total	Cost	Cost	Total				
ACCOUNT	OI ICEMS	COST	JOSE	IULAI	COSC	COST	IULAI				
920	Salaries & Wages	\$ 81,7	170	58,820	\$ 140,59	2 \$	117	\$		\$	117
921	Office Supplies	φ 01 <b>,</b>	112	30,020	7 140,33	۷ ۷	11/	Y		Y	11/
721	and Expenses	17,9	992	12,944	30,93	6	26		_		26
922	Administrative	± / <b>/</b> -	772	12, 511	30,33	0	20				20
722	Expense										
	Transferred-Credit		_	_		_	_		_		_
923	Outside Services										
	Employed	72,0	92	51,852	123,94	4	104		_		104
924	Property Insurance	,	_	28,438	28,43		_		_		_
925	Injuries and Damages	1	L20	86	20		_		_		_
926	Employee Pensions										
	and Benefits	12,9	934	9,303	22,23	7	19		-		19
928	Regulatory Commission										
	Expense		_	-		_	_		-		-
930.	1 General Advertising										
	Expense		-	4,766	4,76	6	-		-		-
930.	2 Miscellaneous General										
	Expense		386	3,515	8,40		7		-		7
931	Rents	7,2	292	5,244	12,53	6	11		-		11
932	Maintenance of										
	Structures and										
	Equipment	6	504	434	1,03	8	1		-		1
403	Depreciation and										
	Amortization Expense		-	30,355	30,35	5	-		-		-
408	Taxes Other Than			0.000		2					
400	Income Taxes	4,0	021	2,892	6,91		6		-		6
409	Income Taxes	_1	-	(45,492)	(45,49	2)	_		-		_
410	Provision for Deferre	a		44,253	44,25	2					
411	Income Taxes Provision for Deferre	a	-	44,253	44,25	3	-		_		_
411	Income Taxes - Credi		_	_		_	_		_		_
411.5	Investment Tax Credit		_	_		_	_		_		_
426.1		2,4		1,787	4,27		4		_		4
426.5	Other Deductions	2,2		1,637	3,91		3		_		3
427	Interest on Long-Term		2.0	1,00	3,31	<u> </u>	9				9
12/	Debt		_	_		_	_		_		_
431	Other Interest Expens	e (1,6	512)	(1,159)	(2,77	1)	(2)		_		(2)
101											
	TOTAL EXPENSE	\$ 204,8	363	209,675	\$ 414,53	8 \$	296	\$	-	\$	296

Account	Description of Items	Associate Charges Direct Cost	Company Indirect Cost	Total	Direct Cost	Non Associat Charges Indirect Cost	e Company Total
Compensation	on for Use of Equit	y Capital					
430	Interest on Debt t	o Associate Compa	nies				
		-	1,242	1,242	-	-	-
	COST OF	****				_	
SER	VICE	\$204 <b>,</b> 863	\$210,917	\$415 <b>,</b> 780	\$ 296 	\$ <del>-</del>	\$ 296

For the Year Ended December 31, 2002

Schedule XVI - Analysis of Charges for Service Associate and Non Associate Companies - continued (in thousands)

#### Instruction:

Total cost of service will equal for associate and non associate companies the total amount billed under their separate analysis of billing schedules.

Account	Description of Items	Total Charges Direct Cost	for Services Indirect Cost	Total
920	Salaries & Wages	\$ 81,889	\$ 58,820	\$ 140,709
921	Office Supplies			
000	and Expenses	18,018	12,944	30,962
922	Administrative Expense			
	Transferred-Credit	_	_	_
923	Outside Services			
	Employed	72,196	51,852	124,048
924	Property Insurance	-	28,438	28,438
925	Injuries and Damages	120	86	206
926	Employee Pensions			
	and Benefits	12,953	9,303	22,256
928	Regulatory Commission	n		
930.	Expense  1 General Advertising	-	-	_
930.	Expense	_	4,766	4,766
930.	±	1	4,700	4,700
	Expense	4,893	3,515	8,408
931	Rents	7,303	5,244	12,547
932	Maintenance of			
	Structures and			
	Equipment	605	434	1,039
403	Depreciation and			
400	Amortization Expense	e -	30,355	30,355
408	Taxes Other Than Income Taxes	4,027	2,892	6,919
409	Income Taxes	4,027	(45, 492)	· ·
410	Provision for Deferre	2d	(43,432)	(45,452)
110	Income Taxes	_	44,253	44,253
411	Provision for Deferr	ed	•	,
	Income Taxes - Credi	t -	-	-
411.5	Investment Tax Credi		-	-
426.1	Donations	2,490		,
426.5	Other Deductions	2,279	1,637	3,916
427	Interest on Long-Term	n		
431	Debt Other Interest Expen	se (1,614	) (1,159)	(2,773)
431	other interest Expen		(1,159)	(2,773)
	TOTAL EXPENSE	\$ 205,159	\$ 209,675	\$ 414,834

Total Charges for Services

Description
Direct Indirect

Account of Items

Cost Cost Total

Compensation for Use of Equity Capital

TOTAL COST OF

SERVICE

# For the Year Ended December 31, 2002

# Schedule XVII - Schedule of Expense Distribution by Department or Service Function (in thousands)

# DEPARTMENT OR SERVICE FUNCTION Corporate Center

				CO.	iporace co	SILCET			
	Description	Total				Human	Fina	nce &	
Account	of Items	Amount	Overhead	Executive	Planning	Resourc			
					_			-	
920	Salaries and Wages		\$ 140,709	\$ 22,43	1 \$ 26,	,099 \$	3,094	\$ 4,848	\$ 13,433
921	Office Supplies and Expenses		30,962	77.	3	658	313	621	6,441
922	Administrative Expense Transferred		,						•
923	-Credit Outside Services		_		-	-	-	-	_
525	Employed		124,048	1,84	8 1,	,734	8,200	3,910	24,223
924	Property Insurance		28,438		_	_		· -	28,438
925	Injuries and Damages		206	4	3	_	_	(19)	_
926	Employee Pensions								
	and Benefits		22,256	3,69	9	410	205	150	695
928	Regulatory								
	Commission Expense		_		_	_	_		
930.1	<u> </u>		_		_	_	_	_	_
930.1	General Advertising		4,766		_	12	2	55	2
930.2	Expense Miscellaneous		4,/00		_	12	2	55	۷
930.2			0 400	1	0	_	64	1 222	1 000
931	General Expense		8,408	1		204		1,332 296	1,006
931	Rents Maintenance of		12,547	(13	8)	204	190	296	1,175
932	Structures and								
	Equipment		1,039	20	g	351	_	5	110
403	Depreciation and		1,039	20	9	331		5	110
403	Amortization								
	Expense		30,355	16,23	2	260	_	2,440	2,609
408	Taxes Other Than		50,555	10,20	_	200		2,110	2,003
	Income Taxes		6,919	1,44	3	_	_	648	_
409	Income Taxes		(45, 492)	•		_	_	_	_
410	Provision for Deferred		(,,	(,	-,				
	Income Taxes		44,253	44,25	3	_	_	_	_
411	Provision for Deferred								
	Income Taxes - Cr		-		_	_	_	-	-
411.5	Investment Tax Credit		-		_	_	_	-	-
426.1	Donations		4,277		_	13	_	46	7
426.5	Other Deductions		3,916		_	_	_	97	1,615
427	Interest on Long-Term Debt		_		_	_	_	_	_
430	Interest on Debt to								
	Associate Companies		1,242	41	3	_	_	_	_
431	Other Interest Expense		(2,773)	(2,48	6)		-	_	4
	TOTAL EXPENSES		\$ 416,076			,741 \$	12,068	\$ 14,429	\$ 79 <b>,</b> 758
			=======	=======	= ====:			======	======

#### For the Year Ended December 31, 2002

Schedule XVII - Schedule of Expense Distribution by Department or Service Function - continued (in thousands)

# DEPARTMENT OR SERVICE FUNCTION Corporate Center

				COLPOIS	ace center		
Account	Description of Items	Internal Audit		Environ- mental			Investor Relations
920		\$ 2,341	\$ 1,423	\$ 770	\$ 1,261	\$ 4,084	\$ 819
921	Office Supplies and	240	000	246	F10	F 67	120
922	Expenses Administrative	340	980	346	519	567	138
922	Expense Transferred						
	-Credit	_	_	_	_	_	_
923	Outside Services						
	Employed	2,266	234	661	121	2,071	561
924	Property Insurance	· –	_	_	_	. –	_
925	Injuries and Damages	_	-	-	-	155	-
926	Employee Pensions						
	and Benefits	172	186	229	107	280	-
928	Regulatory						
	Commission						
	Expense	-	-	-	-	-	-
930.1	General Advertising		4 612		1		
930.2	Expense	-	4,613	_	1	_	-
930.2	Miscellaneous General						
0.01	Expense	-	1,545	-	219	2,812	
931 932	Rents Maintenance of	287	160	67	311	198	90
932	Structures and						
	Equipment	1	_	1	131	2	_
	Equipment	Τ.		1	131	2	
403	Depreciation and						
	Amortization						
	Expense	_	_	_	-	98	_
408	Taxes Other Than						
	Income Taxes	_	1	_	_	_	-
409	Income Taxes	-	-	-		-	-
410	Provision for Deferred						
	Income Taxes	-	-	-	-	-	-
411	Provision for Deferred						
411 5	Income Taxes - Cr	-	-	-	-	-	-
411.5 426.1	Investment Tax Credit Donations	_ 2	4,126	-	- 27	_	_ 1
426.1	Other Deductions	Z -	235	_	1,231	_	1 278
420.3	Interest on Long-Term	_	233	_	1,431	_	210
141	Debt Long-Term	_	_	_	_	_	_
430	Interest on Debt to						
	Associate Companies	_	_	_	_	_	_
431	Other Interest Expense	-	-	_	-	-	-
	TOTAL EXPENSES	\$ 5.409	\$13 <b>,</b> 503	\$ 2.074	\$ 3.928	\$10,267	\$ 3,455
	TOTAL BALBAGEO	=======			=======	======	======

For the Year Ended December 31, 2002

Schedule XVII - Schedule of Expense Distribution by Department or Service Function - continued (in thousands)

# DEPARTMENT OR SERVICE FUNCTION EDSS Business Services Company (BSC)

	Description				nancial 	,
Account	of Items	Executive		Resources Se	_	
920	Salaries and Wages	\$ 3,331	\$ 16,946	·	\$ 4,253	\$ 8,810
921	Office Supplies and Expenses	2,462	(1,782)	1,333	1,447	504
922	Administrative					
	Expense Transferred					
	-Credit	-	-	-	-	-
923	Outside Services			=		
	Employed	419	3,507	7,893	3,268	1,199
924	Property Insurance	_	-	-	-	-
925	Injuries and Damages	_	20	4	(50)	53
926	Employee Pensions	4.0	15 240	400		
000	and Benefits	48	15,349	490	_	_
928	Regulatory Commission					
	Expense	-	-	-	-	-
930.1	General Advertising					
	Expense	-	58	-	-	-
930.2	Miscellaneous					
	General					
	Expense	61	(244)		_	4
931	Rents	9	8,617	237	5	115
932	Maintenance of					
	Structures and		100	_	4	
400	Equipment	1	182	5	4	_
403	Depreciation and Amortization					
		_	2 570	745	284	594
408	Expense Taxes Other Than	_	2,578	/45	284	594
400	Income Taxes	34	4,793	_	_	_
409	Income Taxes	J4 _	268	_	_	_
410	Provision for Deferred		200			
410	Income Taxes	_	_	_	_	_
411	Provision for Deferred					
	Income Taxes - Cr	_	_	_	_	_
411.5	Investment Tax Credit	_	_	_	_	_
426.1	Donations	5	29	_	_	_
426.5	Other Deductions	_	460	_	_	_
427	Interest on Long-Term					
	Debt	_	_	_	_	_
430	Interest on Debt to					
	Associate Companies	-	829	_	_	_
431	Other Interest Expense	-	(247)	_	_	(40)
	TOTAL TURBUSTS	A ( )=:	A E1 060	0 10 100	A A A A A A A A A A A A A A A A A A A	0 11 000
	TOTAL EXPENSES	\$ 6,370	\$ 51,363	\$ 16,477	\$ 9,211	\$ 11,239
		=======	=======	=======	=======	=======

For the Year Ended December 31, 2002

Schedule XVII - Schedule of Expense Distribution by Department or Service Function - continued (in thousands)

### DEPARTMENT OR SERVICE FUNCTION Business Services Company (BSC)

Description Audio Supply IT Security Visual Account of Items \$ 663 \$18,312 \$ 1,316 \$ 706 920 Salaries and Wages 921 Office Supplies and 134 15,028 102 38 Expenses Administrative Expense Transferred -Credit 923 Outside Services Employed
Property Insurance
Indust: 509 61,183 93 148 924 925 Injuries and Damages Employee Pensions 926 236 and Benefits 928 Regulatory Commission Expense 930.1 General Advertising 9 Expense 14 930.2 Miscellaneous General 33 749 33 (3) Expense 931 Rents (25) 932 Maintenance of Structures and 1 36 Equipment 403 Depreciation and Amortization 77 4,320 59 59 Expense 408 Taxes Other Than Income Taxes 409 Income Taxes Provision for Deferred 410 Income Taxes 411 Provision for Deferred Income Taxes - Cr 411.5 Investment Tax Credit 426.1 20 1 Donations 426.5 Other Deductions 427 Interest on Long-Term Debt 430 Interest on Debt to Associate Companies 431 Other Interest Expense (4) -----TOTAL EXPENSES \$ 1,390 \$99,906 \$ 1,567 \$ 951

For the Year Ended December 31, 2002

Departmental Analysis of Salaries - Account 920 (in thousands)

# Departmental Salary Expense Included in Amounts Billed to

Name of Department

					Number of
Indicate each department	Total	Parent	Other	Non	Personnel
Or service function	Amount	Company	Associates	Associates	End of Year
Corporate Center					
Overhead	\$ 22,431	\$ -	\$ 22,431	\$ -	-
Executive	26,099	17	26,082	_	19
Planning	3,094	2,081	1,013	-	12
Human Resources	4,848	-	4,848	_	14
Finance and Accounting	13,433	229	13,204	-	71
Internal Audit	2,341	-	2,341	-	26
Communications & Public Affairs	1,423	-	1,423	_	10
Environmental	770		770	-	5
Governmental Affairs	1,261	1,233	28	-	6
Legal	4,084	5	4,079	_	10
Investor Relations	819	-	819	_	5
Energy Delivery Shared Services	3,331	-	3,331	-	5
Business Services Company					
Overhead	16,946	-	16,946	_	25
Human Resources	5,769	-	5,473	296	61
Financial	4,253	-	4,253	_	59
Legal	8,810	-	8,810	_	123
Supply Management	663	-	663	-	11
Information Technology	18,312	-	18,312	-	327
Security	1,316	-	1,316	-	13
Audio Visual	706	-	706	-	11
TOTAL	\$140 <b>,</b> 709	\$ 3,565	\$136,848	\$ 296	813

For the Year Ended December 31, 2002

Outside Services Employed - Account 923 (in thousands)

#### Instructions:

Provide a breakdown by subaccount of outside services employed. If the aggregate amounts paid to any one payee and included within one subaccount is less than \$25,000, only the aggregate number and amount of all such payments included within the subaccount need to be shown. Provide a subtotal for each type of service.

From Whom Purchased	Address	Relationship "A" Associate "N" Non Associate	λma	ount
riom whom ruichased	Address	N NON ASSOCIACE	AIIIC	Juiic
Audit Services				
Arthur Andersen LLC	33 W Monroe St Chicago IL 60603	N	\$	1,503
Deloitte & Touche LLP	1700 Market St Philadelphia PA 19103-3984	N		75
Ernst & Young LLP	P.O. BOX 96907 Chicago, IL 60693	N		158
PricewaterhouseCoopers LLP	2400 Eleven Penn Center Philadelphia PA 19103-2962	N		3,129
Protiviti Inc.	120 S. LaSalle Chicago, IL 60603	N		449
Washington, Pittman & McKeever LLC	819 S Wabash Ave Chicago IL 60605	N		117
Other (3 vendors)	,			51
				5,482
Audio Visual Services Central Camera Company	230 S Wabash Avenue	N	\$	57
	Chicago, IL 60604			
Other (36 vendors)		N		71
			\$ 	128
Benefit Administration				
AON Consulting	P.O. BOX 93736 Chicago, IL 60673	N	\$	103
Lina	C/O First Union Philadelphia PA 19192	N		38
PMA Group 380 Sentry Parkway	Blue Bell PA 19422-2328	N		275
Other (1 vendor)				2
			\$	418
Conference Centers Gregg Conference Center		N	\$	98
Hickory Ridge	1195 Summerhill Drive Lisle, IL 60532	N		311

### For the Year Ended December 31, 2002

From Whom Purchased	Address	Relationship "A" Associate "N" Non Associate	Amount
Conference Centers - continued			
Hyatt Regency McCormick Place	2233 S Martin Luther King Dr Chicago, IL 60616	N	37
Marriott International	P.O. BOX 402642 Atlanta, GA 30384-2652	N	171
Softitel Chicago O'Hare	5550 N River Road Rosemont, IL 60018	N	91
Wyndham/Drake Hotel	2301 York Road Oak Brook, IL 60523	N	36
Other (6 vendors)	our blook, 1E 00025		54
			\$ 798 
Copyright Research			
Copyright Clearance Center	222 Rosewood Dr	N	\$ 107 
	Danvers MA 01923		
Corporate Aircraft Management Executive Jet	P.O. BOX 631196	N	\$ 1,010
	Cincinnati, OH 45263-1196625		
Corporate Planning Consulting			
A.T. Kearney	P. O. BOX 96796 Chicago, IL 60693	N	\$ 105
Accenture, LLP	100 S Wacker Dr Chicago IL 60606	N	548
Andersen Corporate Finance, LLC	125 S. Clark, Rm 200 Chicago, Il 60603	N	205
Arthur Andersen LLC	33 W Monroe St Chicago IL 60603	N	3,002
Aspen Woods Consulting	PO Box 584 Springboro OH 45066	N	237
Cambridge Energy Research Assoc.	20 University Road Cambridge MA 02138	N	723
Charles River Associates	D-139 Boston, MA 02241- 3139	N	111
Deloitte Consulting	File East PO Box 29490 New York NY 10087-9490	N	977
Diamondcluster International Inc.	38881 Eagle Way Chicago, IL 60678-1388	N	151
Harkins Cunningham	801 Pennsylvania Avenue Washington, DC 20004-2615	N	128
Jayne Thompson & Associates		N	76
Knowledgeadvisors, Inc	11 South LaSalle Chicago IL 60603	N	51

### For the Year Ended December 31, 2002

From Whom Purchased	Address	Relationship "A" Associate "N" Non Associate	Amount
FION WHOM FUICHASED	Addless	N NON ASSOCIACE	Allouite
Corporate Planning Consulting - cont			
LBMC Strategic Staffing	301 Gallaher View Road	N	30
	Knoxville, TN 37919		
Longview of America	P.O. BOX 828311	N	214
	Philadelphia, PA 19182-8311		100
The McAulay Firm	100 North Tryon Street	N	128
Makinalar ( Campany	Charlotte, NC 28202 P.O. BOX 7247-7255	N	862
McKinsley & Company	Philadelphia, PA 19170-7255	N	002
The Northbridge Group	55 Old Bedford Rd	N	1,453
The Northbridge Group	Lincoln MA 01773	14	1,455
Power Plan Consultants, Inc	1600 Parkwood Circle, Ste600	N	57
Tower Tran Comparednes, The	Atlanta, GA 30339		0 /
Right Management Consultants	P.O. BOX 8538-388	N	465
	Philadelphia, PA 19171-0388		
Russ Reynolds Associates, Inc.	P.O. BOX 6427	N	51
	New York, NY 10249-6427		
Scott Madden Associates	2626 Glenwood Ave, Ste 480	N	500
	Raleigh, NC 27608		
Sieben Energy Associates	401 North Wabash Avenue	N	75
	Chicago, IL 60611		
Spencer Stuart, SSI (U.S.) Inc	PO Box 98991	N	343
	Chicago IL 60693		
TMP Worldwide	1528 Walnut St	N	84
Other (20 vendors)	Philadelphia PA 19102	N	397
Other (20 Vendors)		IN	397
			\$ 10,973
Document Retention			4 10/3/3
Jordan Lawrence Group	P.O. BOX 11750	N	\$45
octaan Bawtenee Cloup	1.0. 2011 11700	1.	
	Clayton, MO 63105		
Electricity			
Commonwealth Edison Company		A	\$ 258
Employee Contracting Advanced Personnel	1001 Postsonii 11 Post	N	ć 24
Advanced Personnel	1901 Butterfield Road Downers Grove, IL 60515	N	\$ 34
Kelly Services	1212 Solutions Center	N	265
VETTA DETATORS	Chicago IL 60677	TA	200
Kforce.com	PO Box 277997	N	93
110100.0011	Atlanta GA 30384		33
Klatt Temporary	123 West Madison	N	46
- 1 2	Chicago, IL 60602		- +
	÷ .		

# For the Year Ended December 31, 2002

		Relationship "A" Associate	
From Whom Purchased	Address	"N" Non Associate	Amount
Employee Contracting - continued Manpower Services	2301 Market Street	N	70
Onsite Energy Services	Philadelphia, PA 19103 7301 Parkway Dr Hanover MD 21076	N	352
Oxford Services	P. O. BOX 88972 Chicago, IL 60680	N	26
Resource Connection	File # 55221 Los Angeles CA 90074-5221	N	1,832
RHR International Company	220 Gerry Dr Wood Dale IL 60191	N	553
Other (5 vendors)			44
			\$ 3,315
Employee Search			
David Gomez & Associates	37558 Eagle Way Chicago IL 60615	N	\$ 137
Gregory Michaels & Associates	804 N Dearborn St Chicago IL 60610	N	85
Resource Systems	177 Broad Street Stamford, CT 06901	N	51
Other (3 vendors)	Stamford, of Joyal	N	40
			\$ 313
Environmental Affaire Conquiting			
Environmental Affairs Consulting Axelrod & Steele, Inc.		N	\$ 89
Five Winds International, LP		N	255
ICF Consulting	9300 Lee Highway Fairfax VA 22031-1207	N	43
Parker & Associates	Tailian vn 22001 1207	N	213
Other (5 vendors)			78
			\$ 678
Financial Analysis Analysis Group Economics	One Battle Square	N	\$ 70
Cap Gemini Ernst	Cambridge MA 02138 1285 of the Americas New York NY 10019	N	102
Towers Perrin Forester & Crosby	1500 Market St Philadelphia PA 19102	N	1,915
			\$ 2,087

# For the Year Ended December 31, 2002

		Relationship "A" Associate		
From Whom Purchased	Address	"N" Non Associate	Amo	ount
Financial Ratings Agency				
Fitch IBCA, Inc.	P.O. BOX 96663	N	\$	75
Moody's Investors	Chicago, IL 60693-6663 P.O. BOX 102597	N		353
	Atlanta, GA 30368-0597			
Standard & Poor's	PO Box 80-2542 Chicago IL 60680	N		547
			\$	975
Financing				
Andrew Kalotay & Associates	61 Broadway New York, NY 10006	N	\$	42
Dresder, Kleinwort,	1301 Avenue of the Americas	N		2,316
Wasserstein, Inc. Morgan Stanley	New York, NY 10019 1585 Broadway	N		2,542
-	New York, NY 10036	IN		
Other (5 vendors)				42
			\$	4,942
Fleet Services				
Commonwealth Edison Company		A	\$	92
Foreign Relation Consulting				
G2 Equities	980 N Michigan Ave	N	\$	95
	Chicago, IL 60611			
Human Resources Management Consulting Career Concepts Inc.	140 West Germantown Pike	N	\$	58
career concepts inc.	Plymouth Meeting PA 19462	IV	Ą	30
Donaldson, Thomas Ph. D.	214 North Roberts Road	N		28
Karen Dexter & Associates	Bryn Mawr, PA 19010 2012 Chestnut Avenue	N		29
Raieli Dextei & Associates	Wilmette, IL 60091-1215	IV		23
Mullin Consulting, Inc.	644 South Figueroa Street Los Angeles, CA 90017	N		258
Pilat HR Solution	496 Route 22 West	N		105
	Lebanon, NJ 08833			
Other (31 vendors)		N		203
			\$	681

#### For the Year Ended December 31, 2002

		Relationship "A" Associate	
From Whom Purchased	Address	"N" Non Associate	Amount
Informational Technology			
Adesta Communications	1200 Landmark Center Omaha, NE 68102	N	\$ 400
Advanced Computing	3100 Dundee Rd. Northbrook, IL 60062	N	644
Advanced Software Products	3185 Horseshoe Drive South Naples, FL 34104-6138	N	80
Ajilon LLC	210 W Pensylvannia Ave Towson MD 21204	N	429
ALCAR Group, Inc.	5215 Old Orchard Rd Skokie IL 60077	N	184
Aldridge Electric Co	28572 Bradley Rd Libertyville, IL 60048-9540	N	62
Alternative Resources Corp.	1240 S. Broad St Lansdale PA 19446	N	304
Amdahl Corp	9939 W Higgins Rosemont IL 60018	N	36
American Computer Educators, Inc	1617 JFK Blvd Philadelphia PA 19103	N	79
Ameritech	PO Box 92471 Chicago, IL 60675	N	57
Anacomp, Inc.	7905 Browning Rd Pennsauken NJ 08109	N	59
Anixter-Philadelphia	1400 N Providence Rd Media PA 19063	N	101
Answerthink	PO Box 116525 Atlanta, GA 30368	N	(481)
ASI Business Solutions, Inc.	2201 Renaissance Blvd King of Prussia, PA 19406	N	161
AT&T Solutions	P.O. BOX 277761 Atlanta, GA 30384	N	1,136
Black Box Corporation	1000 Park Dr Lawrence PA 15055	N	1,135
Black Diamond Consulting	PO Box 401 Grayslake, IL 60030	N	242
The Blackstone Group	360 North Michigan Avenue Chicago, IL 60601	N	82
Bloomberg	PO Box 30244 Hartford CT 06150	N	77
BMC Software Distribution Inc.	2101 City West Blvd Houston TX 77042	N	92
Bottomline Technologies	155 Fleet St Portmouth NH 03801	N	31
Broadwing IT Consulting	1787 Sentry Parkway West Blue Bell PA 19422-2240	N	37

For the Year Ended December 31, 2002

# Outside Services Employed - Account 923 - continued (in thousands)

Relationship

		"A" Associate	
From Whom Purchased	Address	"N" Non Associate	Amount
Information Technology - continued			
Business Objects	3030 Orchard Parkway San Jose, CA 95134	N	29
CA Business Partners	125 E Lake St	N	841
CDB Software Inc	Bloomingdale IL 60108 POBox 420789 Houston TX 77242	N	27
CFC Inc.	Route 796 PO Box 86 Kelton PA 19346	N	28
Check Free Corporation	25 Crossroads Dr Owings Mill MD 21117	N	27
Cisco Systems	8745 W. Higgins Rd, Ste 200 Chicago, IL 60631	N	71
ComDisco Inc	6111 N River Rd Rosemonth IL 60018	N	283
Commerce One	4440 Rosewood Drive Pleasanton, CA 94588	N	37
Compucom Systems	765 N. Route 83, Suite 105 Bensenville, IL 60106	N	212
Computer Assoc International Inc	2400 Cabot Dr Lisle IL 60532	N	126
Computer Workshop, Inc	1020 31st St Downers Grove IL 60515	N	67
Compuware Corporation	2 Pierce Plaza Itasca IL 60143	N	51
Corporate PC Source	1134 Tower Lane Bensenville IL 60106	N	535
Curtis Howland Company	872 S Milwaukee Ave Libertyville, IL 60048-4327	N	106
Custom Data Services	Elberty VIIIe, In 00040 4327	N	27
Cybermation Inc	80 Tiverton Ct Markham ON L3ROG	N	29
Cymbrogi Consulting, Inc.	5885 Cumming Highway Sugar Hill GA 30518	N	67
Data Technology	215 First Street Cambridge, MA 02142	N	63
Datasoft Associates LLC	508 Tea Rose Lane	N	56
Davidson-Reid, Cynthia	Cherry Hill, NJ. 08003 350 W 57th St	N	30
DDG Consulting, Inc.	New York NY 10019-3761 15 E Kincaid Dr	N	69
Delta Solutions	West Windsor NJ 08550 4 Parkway North Deerfield IL 60015	N	141

For the Year Ended December 31, 2002

		Relationship "A" Associate	
From Whom Purchased	Address	"N" Non Associate	Amount
Information Technology - continued			
Democracy Data & Communications	1029 North Royal Street	N	25
DVG 6 3	Alexandria, VA 22314-1542	<b>&gt;</b> 7	F.0
DHS & Associates	O'Hare International Plaza 10255 W. Higgins Rd	N	58
	Rosemont, IL 60018		
Digex, Inc.	P.O. BOX 631763	N	34
	Baltimore, MD 21263-1763		
Forsythe McArthur Associates Inc	7500 Frontage Rd Skokie IL 60077	N	111
Fujitsu Technology Solutions	1250 E Arques Ave	N	94
rajiosa reemioregy soracione	Sunnyvale CA 94088	14	J.1
Fusion Technology	1332 Laurie Lane	N	1,074
	Burr Ridge IL 60521		
Fusion Labs	10100 N Central Expressway	N	79
Cons. Cons. ( Associates	Dallas TX 75231 4129 East Fowler Ave	N	38
Gans, Gans & Associates	Tampa FL 33617-2011	IN .	30
Gartner Group	56 Top Gallant Rd	N	60
-	Stamford CT 06904		
GGB Consulting Group, LLC	1566 Spring Meadow Lane	N	102
	Boothwyn PA 19061		
Genuity	120 S LaSalle St Chicago IL 60603	N	597
Global Integrity Corporation	19 West 44th St	N	46
oroxar impogricy corporation	New York NY 10036	2.	10
H & W Computer Systems	6154 N Meeker Pl	N	32
	Boise ID 83713		
Hewlett-Packard Company	8000 Foothills Blvd	N	26
Hi-Tech Solutions	Roseville CA 95747 Two Mid America Plaza	N	552
ni rech sorucions	Oakbrook Terrace IL 60181	IN	552
Hummingbird	PO BOX 8500- 3885	N	39
	Philadelphia, PA 19178- 3885		
Hyperion Solutions	1344 Crossman Ave	N	141
Huma Elastria	Sunnyvale CA 94089	N	295
Hyre Electric	2320 W Ogden Ave Chicago, IL 60608- 1110	N	295
IBM Corporation	2005 Market St	N	40,897
1	Philadelphia PA 19103-7099		.,
IBM Global Services	455 Park Place	N	658
-	Lexington KY 40511	27	2.2
Impromptu		N	30

#### For the Year Ended December 31, 2002

		Relationship "A" Associate	
From Whom Purchased	Address	"N" Non Associate	Amount
Information Technology - continued			
Imprint Enterprise	1842 Centerpoint Dr	N	56
	Naperville IL 60563		
Indus International	60 Spear St	N	84
	San Francisco CA 94120		
Information Management Group	330 N Wabash	N	83
Information Machaelegy	Chicago, IL 60611	N	27
Information Technology Development Group	4680 Parkway Drive Mason, OH 45040	N	21
Innovative Systems Associates	725 Skippack	N	31
imiovacive byseems histociaces	Blue Bell PA 19422	14	31
Insource Partners	3940 N. Janssen Ave.	N	306
	Chicago, IL. 60613		
Interactive Business Systems Inc	118 S Clinton	N	103
	Chicago IL 60661		
Interpersonal Technology Group	100 Merrick Road	N	25
	Rockville Centre, NY 11570-480	1	
Interwoven	803 11th Avenue	N	287
	Sunnyvale CA 94089		
Intraware, Inc.	1000 Cliff Mine Road	N	38
1000	Pittsburgh, PA 15275-1007	N	7 110
ISSC	44 South Broadway White Plains NY 10601	N	7,118
JC Anderson Incorporated	834 N. Church Road	N	60
oc miderson incorporated	Elmhurst, IL 60126	IV	00
Jefferson Wells International, Inc.	1600 Market St., Suite 1700	N	61
	Philadelphia, PA 19103		
Judge Group	Two Bala Plaza	N	352
	Bala Cynwyd PA 19004-1510		
JWT Specialized Co	File 56434	N	26
	Los Angeles, CA 90074-6434		
Learning Tree International	1831 Michael Faraday Dr.	N	78
	Reston, VA 20190-5304		0.4
LFE Corp	55 Green Street	N	84
T M	Clinton, MA 01510-3099	N	250
Lowry Technologies	1717 Logan Avenue South Minneapolis, MN 55403	N	250
Lucent Technologies	209 Pleasant Hill Rd	N	165
nucent recimorogres	Flanders NJ 07836	IN	103
Manpower Services	2301 Market St	N	183
	Philadelphia 19103-1380		
Medius & Associates	1292 Williamsburg Lane	N	82
	Crystal Lake, IL 60014-2956		
Megasys Computer	6815 8TH Street N.E.	N	65
	Calgary, AB T2E7H7		

For the Year Ended December 31, 2002

		"A" Associate	
From Whom Purchased	Address	"N" Non Associate	Amount
riom whom raichasea	AddICSS	N NON ASSOCIACE	miloune
Information Technology - continued			
Mercury Interactive Corp	10255 W. Higgins Rd	N	67
1	Chicago, IL 60018		
Meta Group, Inc.	P.O. BOX 19114	N	118
	Newark, NJ 07195-0114		
Microsoft Consulting Services	3025 Highland Parkway	N	25
-	Downers Grove IL 60515		
MSLI, GP	6100 Neil Rd., Suite 210	N	84
	Reno, NV 89511-1137		
NetIQ Corporation	3553 N First St.	N	59
	San Jose CA 95134		
Netpro Computing, Inc	7150 E Camel Back Rd.	N	152
	Scottsdale, AZ 85251		
Nextira-One, LLC	470 Lapp Rd	N	1,422
	Malvern PA 19355-1212		
Norlight Telecommunications	275 N. Corporate Drive	N	40
	Brookfield, WI 53045-5818		
Paragon Solutions, Inc.	6021 Crescent Knoll Drive	N	26
	Raleigh, NC 27615		
Peoplesoft USA	4460 Hacienda Dr	N	1,610
	Pleasanton CA 94588		
Peregrine Connectivity, Inc	2425 N Central Expressway	N	32
	Richardson TX 75080		
Perficient, Inc	1019 School St.	N	356
	Lisle, IL 60532		
Peters & Associates, Inc	909 S Route 83	N	30
	Elmhurst IL 60126		
Power Plan Consultants Inc	1600 Parkwood Circle	N	78
	Atlanta GA 30339		
PRG - Schultz USA	P.O. Box 100101	N	661
	Atlanta, GA 30384-0101		
Priority Systems	4020 W. Glenlake	N	103
	Chicago, IL 60646		
Programming Plus	3172 Friedens Lane	N	76
	Center Valley PA 18034		0.55
Proquire Plus	133 Peachtree St	N	865
	Atlanta Georgia 30303		0.6
Ptech, Inc.	500 Victory Road	N	26
	Marina Bay		
- 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Quincy, MA 02171-3132		0.6
Public Utilities Maintenance	8229 Boone Blvd., Suite 401	N	26
Outstand Control IIC	Vienna, VA 22182-9919	N	1 47
Quantum Crossings, LLC	455 N. Cityfront Plaza Dr.	N	147
Donn Digital	Chicago, IL 60611	N	804
Rapp Digital	11 Madison Ave New York NY 10010	±N	804
	NEW TOLK NI TOOTO		

For the Year Ended December 31, 2002

		Relationship "A" Associate	
From Whom Purchased	Address	"N" Non Associate	Amount
Information Technology - continued			
Recall	Total Infromational Mmgmt Schaumberg IL 60173	N	212
Reed Elsevier Inc	PO Box 2314	N	112
	Carol Stream IL 60132		
Resumix	P.O. BOX 39000 San Francisco, CA 94139-5273	N	61
The Robert Francis Group	22 Crescent Road	N	28
	Westport, CT 06880		
Ruddy, Margret	7300 West Dixon	N	48
SBC Global Markets	Forrest Park, IL 60130 225 West Randolph, Suite 6A	N	1,543
SBC GIODAL MALKEUS	Chicago, IL 60606	IN	1,343
SBC Global Network	P.O. BOX 1838	N	3,115
	Saginaw, MI 48605-0001		
Scientel LLC	2650 McCormick Dr Clearwater FL 33759	N	130
Siemens Info & Comm Network, Inc	1701 Golf Rd	N	450
, , ,	Rollings Meadows IL 60008		
Skill Builders Inc.	24 Salt Pond Rd	N	31
Smartforce	South Kingtown, RI 02880 900 Chesapeake Drive	N	142
Sinarcrotte	Redwood City, CA 94063	IN	142
Softmart Corporate Services	450 Acorn Lane	N	757
	Dowingtown PA 19335		
Softmart Inc.	450 Acorn Lane Dowingtown PA 19335	N	675
Software Consulting Group	1400 North Providence Rd	N	431
J	Media PA 19063		
Spaan Technology, Inc.	850 West Jackson, Suite 250	N	111
SPR	Chicago, IL 60607 135 S. LaSalle ST., Dpt 6492	N	49
SIR	Chicago, IL 60674-6492	14	4.0
Storage Technology Corporation	10 S Wacker Dr	N	427
	Chicago IL 60606		
Storage Tek Financial Services Group	1401 Pearl St Boulder CO 80302	N	326
Strohl Systems	631 Park Avenue	N	157
-	King of Prussia, PA 19406		
Sun Educational	500 El Dorado Blvd	N	35
Sungard Recovery Services	Broomfield, CO 80021 1285 Drummers Lane	N	413
bungara necovery bervices	Wayne, PA 19087	14	413
Systemware	15601 Dallas Parkway	N	87
	Addison TX 75001		

For the Year Ended December 31, 2002

		Relationship "A" Associate		
From Whom Purchased	Address	"N" Non Associate	Amo	unt
Information Technology -continued				
Technexxus, LLC	701 Pennsylvania Ave Washington, DC 20004	N		300
Technology Partners	14550 Torrey Chase Houston TX 77014	N		92
Teracloud Corporation	901 104TH Ave Bellevue, WA 98004	N		104
Tranxition		N		60
Tri-Comp Consulting	4600 Maple CL. Brookfield IL 60513	N		54
Veritas	1600 Plymouth St Mt View CA 94043	N		143
Wallace Computer Services	230 W Monroe St Chicago IL 60606	N		60
WD Associates	515 Main St Delta PA 17314	N		40
XO Communications	P.O. BOX 828618 Philadelphia, PA 19182-8618	N		239
XRT-Cerg America, Inc	1150 First Avenue King of Prussia PA 19406	N		131
Other (138 vendors)	3	N		303
				0,094
Insurance				
Mullin Insurance	644 S. Figueroa Street Los Angeles, CA 90017	N	\$ 	163
Investor Relations				
Shareholder.com	12 Clock Tower Place Maynard, MA 01754	N		43
Thomson Financial	7271 Collection Center Dr Chicago IL 60693	N		51
Other (3 vendors)	5	N		48
			\$	142
Legal Ballard Spahr Andrews & Ingersoll	1735 Market St	N	\$	433
	Philadelphia PA 19103-7599	<del></del>	7	
Derrick J. Vlad Associates	1230 Parkway Avenue West Trenton, NJ 08628	N		32

#### For the Year Ended December 31, 2002

		Relationship "A" Associate	
From Whom Purchased	Address	"N" Non Associate	Amount
Legal - continued			
Jones, Day, Reavis & Pogue	PO Box 70294 Washington DC 20044	N	76
Legal Research Network, Inc.	1100 Glendon Avenue Los Angeles, CA 90024	N	191
Lynn P. Cohn	Northwestern University Chicago IL 60611	N	45
Morgan, Lewis & Bockius	PO Box 8500	N	100
Sidley & Austin	Philadelphia PA 19178 One Bank Plaza	N	1,278
Sonneschein Nath & Rosenthal	Chicago IL 60603 8000 Sears Tower	N	183
William J. Donohue	Chicago IL 60606 1105 Blythe Ave	N	133
Winston & Strawn	Drexel Hill PA 19026 35 W Wacker Dr	N	35
Other (42 vendors)	Chicago IL 60601		224
			\$ 2,832
Mail Services			
Commonwealth Edison Company		A	\$ 888
Occupation Health & Safety			
Bensinger, DuPont & Associates	11300 Rockville Rockville, MD 20852	N	\$ 94
Cape Health Solutions	7511/2West Poplar Ave West Wildwood NJ 08260	N	73
Concentra Medical Centers	716 Loucks Rd York PA 17484	N	29
Dr. John Koehler, MD	750 Orth Rd Caledonia IL 61011-9471	N	130
Drugscan, Inc.	1119 Mearns Rd Warminster PA 18974-0097	N	174
Granieri, Samuel J. MD	4109 Johnson Ave Western Springs IL 60558	N	72
Gruft, James MD	17W682 Butterfield, Suite 200 Oakbrook Terrace, IL 60181	N	87
Knorr Associates	10 Park Place PO Box 400	N	49
Physician's Immediate Care	11475 North 2nd St Machesney Park IL 61014	N	110
Quest Diagnostics	1201 South Collegeville Rd CV-3035	N	28
	Collegeville, PA 19426		

#### For the Year Ended December 31, 2002

From Whom Purchased	Address	Relationship "A" Associate "N" Non Associate	Amo	ount
Mail Services- Continued University of Pennsylvania	2722 Chrugo C+	N		103
University of Pennsylvania	3733 Spruce St Philadelphia PA 19104	IN		103
Other (38 vendors)				100
				1,049
Outplacement Services The Derson Group Ltd	332 S Michigan Ave	N	\$	40
Robertson Lowstuter, Inc.	Chicago IL 60604 2201 Waukegan Road	N		70
	Bannockburn, IL 60015-1527			
Other (1 vendor)		N		7
			\$	117
_				
Procurement Inovis, Inc.	1277 Lenox Park Blvd	N	\$	54
Pantellos Group Limited	Atlanta, GA 30319 Waterway Plaza One	N		82
-	The Woodlands TX 77380			
Other (8 vendors)		N		47
			\$	183
Diel Management				
Risk Management Deloitte & Touche	1700 Market St	N	\$	139
Strategic Decision	Philadelphia PA 19103-3984 135 South LaSalle Street	N		52
-	Chicago, IL 60674-4628			
			\$	191
Security Services (6 Vendors)		N	\$	28
Sky Boxes Commonwealth Edison Company		A	\$	71
Skybox on Waveland	1254 West Addison Street Chicago, IL 60613	N		36
			 \$	107
Stock Services				
Equiserve	4229 Collection Center Dr	N	\$	75
	Chicago IL 60693			
Tax Service				
Arthur Andersen LLC	33 W Monroe St Chicago IL 60603	N	\$	401
Deloitte & Touche	1700 Market St	N		423
	Philadelphia PA 19103-3984			

#### For the Year Ended December 31, 2002

		Relationship "A" Associate	
From Whom Purchased	Address	"N" Non Associate	Amount
Tax Services - continued			
Ernst & Young LLP	P.O. BOX 96907 Chicago, IL 60693	N	723
KPMG, LLP	100 Matson Ford Rd Randor PA 19087-4568	N	65
McKee Nelson LLP	1919 M Street, NW Washington, DC 20036	N	187
Smart & Associates LLP	92 West Lancaster Ave Devon PA 19333	N	65
Other (5 vendors)		N	32
			\$1,896
Training			
The Ace Center	Ridge Pike & Manor Road Lafayette Hill, PA 19444	N	\$ 84
The American College	270 Byn Mawr Ave Bryn Mawr PA 19018	N	142
American Management Assoc.	1601 Broadway New York NY 10019	N	115
Brecker & Merryman, Inc.		N	35
Center for Corporate Education	One Tower Lane Oakbrook Terrace IL 60181	N	159
Cheryl Coovert	16010 River Road Plainfield, IL 60544	N	84
Communispond, Inc.	P O BOX 414826 Boston, MA 02241-4826	N	102
Cornell University	428 Phillips Hall Ithaca, NY 14853	N	35
CPS Corporate	400 N. Wells Chicago, IL 60610	N	32
Employment Learning Innovations	2675 Paces Ferry Road Atlanta, GA 30339	N	28
Executive Diversity Services, Inc	675 South Lane Street Seattle, WA 98104	N	47
G.P. Hamel, Inc.	620 Mountain Home Road Woodside, CA 94062	N	52
Gelfond Group	535 Route 38 Cherry Hill NJ 08002	N	546
IMA, Inc.	P O BOX 17854 Denver, CO 80217-0854	N	94
Investment Training and Consulting Institute		N	73
J.L. Kellogg Graduate School	2169 Sheridan Road Evanston, IL 60208-2800	N	260

For the Year Ended December 31, 2002

Bryn Mawr PA 19010   904 W. Mt. Airy Avenue   N   52			Relationship "A" Associate	
Johnson, Fenner & Levy	From Whom Purchased	Address	"N" Non Associate	Amount
Bryn Mawr PA 19010   904 W. Mt. Airy Avenue   N   52	Training - continued			
Philadelphia, PA 19119	Johnson, Fenner & Levy		N	678
Minneapolis, MN 55416-1643 Inc (MARC) N 80 Training-One Consultants P.O. BOX 9893 N 196 Penn State University 310 Business Admin Bldg N 131 Pro Staff Po BOX 86 N 43 Robert E. Maloney & Associates Tidependence, OH 44131-6509 Tedesco, Marilyn B.  Vantagesource LLP P.O. BOX 905735 N 38 Charlotte, NC 28290-5735  Trust Administration Bank One BOX OH1-0380 N \$ 251 Columbus, OH 43271-0380 First Union Securities 1ST Union Nat'1 Bank N 40 Charlotte, NC 28288  Other (2 vendor) \$ 322	Leadership Consulting	-	N	52
Training-One Consultants P.O. BOX 9893 N 196 Rancho Santa Fe, CA 92067 Penn State University 310 Business Admin Bldg N 131 University Park PA 16802 Pro Staff PO BOX 86 N 43 Robert E. Maloney & Associates 7545 Midland Road Independence, OH 44131-6509 Tedesco, Marilyn B. P.O. BOX 905735 N 38 Other (60 vendors) Prost Administration Bank One BOX OH1-0380 N \$ 251 Columbus, OH 43271-0380 First Union Securities 1ST Union Nat'l Bank N 40 Charlotte, NC 28288 Other (2 vendor) \$ 322	Lominger Limited, Inc.		N	47
Rancho Santa Fe, CA 92067  310 Business Admin Bldg N 131  University Park PA 16802  Pro Staff Po Box 86 N 43  Robert E. Maloney & Associates Tedesco, Marilyn B.  Vantagesource LLP P.O. Box 905735 N 196  Charlotte, NC 28290-5735  Trust Administration Bank One Box OH1-0380 N \$ 251  Columbus, OH 43271-0380  First Union Securities ST Union Nat'l Bank N 40  Charlotte, NC 28288  Other (2 vendor) \$ 322	Management Associated Results Co	, ,	N	80
Penn State University  310 Business Admin Bldg University Park PA 16802 Pro Staff  Pro Staff  Po BOX 86 Minneapolis, MN 55486-0979 Robert E. Maloney & Associates  7545 Midland Road Independence, OH 44131-6509  Tedesco, Marilyn B.  Vantagesource LLP P.O. BOX 905735 Charlotte, NC 28290-5735  Other (60 vendors)  Trust Administration Bank One BOX OH1-0380 Columbus, OH 43271-0380 First Union Securities  Description of Securities Source Labeled Source Labele	Training-One Consultants		N	196
Pro Staff PO BOX 86 N 43 Minneapolis, MN 55486-0979 7545 Midland Road N 48 Independence, OH 44131-6509  Tedesco, Marilyn B.  Vantagesource LLP P.O. BOX 905735 N 38 Charlotte, NC 28290-5735  Other (60 vendors)  Trust Administration Bank One BOX OH1-0380 N \$ 251 Columbus, OH 43271-0380 First Union Securities IST Union Nat'l Bank N 40 Charlotte, NC 28298  Other (2 vendor)  N 31	Penn State University	310 Business Admin Bldg	N	131
Robert E. Maloney & Associates         7545 Midland Road Independence, OH 44131-6509         N         48 Independence, OH 44131-6509           Tedesco, Marilyn B.         N         196           Vantagesource LLP         P.O. BOX 905735 No. 28290-5735         N         38 Charlotte, NC 28290-5735           Other (60 vendors)         Enable of the control of the	Pro Staff	PO BOX 86	N	43
Tedesco, Marilyn B.  Vantagesource LLP  P.O. BOX 905735 Charlotte, NC 28290-5735  Other (60 vendors)  Trust Administration Bank One  BOX OH1-0380 Columbus, OH 43271-0380 First Union Securities  1ST Union Nat'l Bank Charlotte, NC 28288  Other (2 vendor)  N  31  38  40  38  Charlotte, NC 28288  N  31  322	Robert E. Maloney & Associates	7545 Midland Road	N	48
Charlotte, NC 28290-5735  Other (60 vendors)  269  \$ 3,666  Trust Administration Bank One BOX OH1-0380 First Union Securities 1ST Union Nat'l Bank Charlotte, NC 28288  Other (2 vendor)  N 31  \$ 322	Tedesco, Marilyn B.	inappendence, on liter toos	N	196
Other (60 vendors)  269  \$ 3,666  Trust Administration  Bank One  BOX OH1-0380  Columbus, OH 43271-0380  First Union Securities  1ST Union Nat'l Bank Charlotte, NC 28288  Other (2 vendor)  N 31  \$ 322	Vantagesource LLP		N	38
Trust Administration Bank One BOX OH1-0380 N \$ 251 Columbus, OH 43271-0380 First Union Securities 1ST Union Nat'l Bank N 40 Charlotte, NC 28288 Other (2 vendor) N 31	Other (60 vendors)	charlotte, No 20230 3733		269
Bank One BOX OH1-0380 N \$ 251 Columbus, OH 43271-0380 First Union Securities 1ST Union Nat'l Bank N 40 Charlotte, NC 28288 Other (2 vendor) N 31				\$ 3,666
Bank One BOX OH1-0380 N \$ 251 Columbus, OH 43271-0380 First Union Securities 1ST Union Nat'l Bank N 40 Charlotte, NC 28288 Other (2 vendor) N 31	Trust Administration			
First Union Securities 1ST Union Nat'l Bank N 40 Charlotte, NC 28288  Other (2 vendor) N 31 \$ 322			N	\$ 251
Other (2 vendor) N 31 \$ 322	First Union Securities	1ST Union Nat'l Bank	N	40
	Other (2 vendor)		N	31
Total Services \$124,048				
=======	Total Services			\$124,048

For the Year Ended December 31, 2002

### Employee Pensions and Benefits - Account 926 (in thousands)

#### Instructions:

Provide a listing of each pension plan and benefit program provided by the service company. Such listing should be limited to \$25,000.

Description	Amount
Pension	\$ 4,474
Post Retirement Benefits other than Pensions	6,869
Medical Plan	4,231
Dental Plan	508
Vision Plan	(17)
Medical Services	432
Long Term Disability	200
Life Insurance	960
Employee Savings and Investment Plan	2,944
Excess Benefit Savings Plan	235
Tuition Reimbursement	268
Other Benefits	1,152
TOTAL.	0.00.056
TOTAL	\$ 22,256
	=======

For the Year Ended December 31, 2002

### General Advertising Expenses - Account 930.1 (in thousands)

#### Instructions:

Provide a listing of the amount included in Account 930.1, "General Advertising Expenses," classifying the items according to the nature of the advertising and as defined in the account definition. If a particular class includes an amount in excess of \$3,000 applicable to a single payee, show separately the name of the payee and the aggregate amount applicable thereto.

Description	Name of Payee	An	nount
Advertising Management	Adnet Advertising Applied Marketing Science, Inc Norton Rubble & Mertz Advertising Synergy Direct Marketing Tierney Communications Other	\$	1 2 6 123 2,280 1
		\$	2,413
Sponsorship	African American Contractors Assoc American Association of Blacks in Energy American Lung Association American Red Cross Arlington Park Auburn University Chicago Blackhawks Chicago Bulls Chicago Cultural Center Foundation The Chicago Network Chicago Park District Diversity Best Practices EFK Group Hamdard Center for Health and Human Services Hispanic Alliance for Career Enhancement International Latino Cultural Center Latinolouges Latinos United Committed to Excellence And Service Mujeres Latinas in Accion Philadelphia Zoo PRSA Chicago Spanish Coalition United States Golf Association Women's Business Development Center Other	\$	7 15 10 10 25 50 5 1,012 22 10 250 41 469 10 25 20 10 13 5 10 4 3 38 3 9
		\$	2,076

#### For the Year Ended December 31, 2002

# General Advertising Expenses - Account 930.1 - continued (in thousands)

Description Promotions	Name of Payee Artcraft & Foremost Colorburst Inniscrone Golf Club JWT Specialized Communications Oak Ridge Associates	Am \$	ount 44 8 24 9 7
		\$ 	92
Brand Management	Interbrand Corporation Kass Uehling Market Strategies Inc.	\$	24 119 32
		\$ 	175
Print Advertisement	Southern Christian Leadership Conference National Magazine Veteran's Enterprise	\$	6 4
		\$	10
	TOTAL	\$ ==	4,766 =====

For the Year Ended December 31, 2002

Miscellaneous General Expenses - Account 930.2 (in thousands)

#### Instructions:

Provide a listing of the amount included in Account 930.2, "Miscellaneous General Expenses," classifying such expenses according to their nature. Payments and expense permitted by Section 321 (b)(2) of the Federal Election Campaign Act, as amended by Public Law 94-283 in 1976 (2 U.S.C. 441(b)(2)) shall be separately classified.

Description	Amount
Annual Meeting	\$ 937
College Recruiting	52
Corporate Memberships	546
Director Services	1,828
Financial Report Printing	1,580
Industry Conferences	17
Long-Term Securities Management	169
Shareholder Services	1,909
Short-Term Debt Management	23
Union Negotiations	193
Write-off of Restructuring Balances	1,154
TOTAL	\$ 8,408
	========

#### ANNUAL REPORT OF EXELON BUSINESS SERVICES COMPANY

For the Year Ended December 31, 2002

Rents - Account 931 (in thousands)

#### Instructions:

Provide a listing of the amount included in Account 931, "Rents," classifying such expenses by major groupings of property, as defined in the account definition of the Uniform System of Accounts.

		=======
	TOTAL	\$ 12,547
305 Structures and Improvements 307 Equipment - Informational Technology		\$ 11,797 750
Type of Property		Amount

For the Year Ended December 31, 2002

Taxes Other Than Income Taxes - Account 408 in thousands)

#### Instructions:

Provide an analysis of Account 408, "Taxes Other Than Income Taxes." Separate the analysis into two groups: (1) other than U.S. Government taxes, and (2) U.S. Government taxes. Specify each of the various kinds of taxes and show the amounts thereof. Provide a subtotal for each class of tax.

	TOTAL	\$ 6,919
	SUBTOTAL	\$ 1,744
Othe	er than U.S. Government Taxes State Unemployment Insurance Tax (SUTA) Medicare Tax Other	\$ 217 1,513 14
	SUBTOTAL	\$ 5,175 
U.S.	Government Taxes Federal Insurance Contribution Tax (FICA) Federal Unemployment Insurance Tax (FUTA)	\$ 5,111 64
Kind	l of Tax	Amount

For the Year Ended December 31, 2002

Donations - Account 426.1 (in thousands)

#### Instructions:

Provide a listing of the amount included in Account 426.1, "Donations," classifying such expenses by its purpose. The aggregate number and amount of all items of less than \$3,000 may be shown in lieu of details.

Name of Recipient	Purpose of Donation	Amount
Abraham Lincoln Presidential Library and		
Museum	Charitable	\$ 500
Alliance to Save Energy	Charitable	10
Asian American Community	Charitable	8
Auburn University	Charitable	5
Big Shoulders Fund	Charitable	16
Boys & Girls Club	Charitable	10
CAEL Charitable		25
Center for Advanced Purchasing Studies	Charitable	13
Chicago Minority Business Development		
Council, Inc.	Charitable	6
Chicago Shakespeare Theatre	Charitable	5
The Chicago Symphony	Charitable	6
The Children's Place Association	Charitable	4
ChildrenFirst Inc	Charitable	34
City Club of Chicago	Charitable	19
Drexel University	Charitable	5
Easter Seals of DuPage	Charitable	10
Edison African American Management		
Association	Charitable	5
Eisenhower Fellowships	Charitable	10
Faith Community of St. Sabina	Charitable	5
Garfield Park Conservatory Alliance	Charitable	10
Gas Technology Institute	Charitable	10
Greater Chicago Food Depository	Charitable	3
The History Makers	Charitable	13
Holocaust Memorial Foundation of Illinois	Charitable	10
Immaculate Conception School	Charitable	4
Institute of Puerto Rican Arts and Culture	Charitable	25
Junior Achievement	Charitable	6
Juvenile Diabetes	Charitable	20
Latinos United at ComEd for Service	Charitable	17
The Lincoln Fund, Inc.	Charitable	25
The Links, Inc.	Charitable	10
Marquette University	Charitable	3
National Association of Neighborhoods	Charitable	5
National Press Foundation	Charitable	3
National Society of Hispanic MBAs	Charitable	5
Near North Montessori School	Charitable	4
Northwestern University	Charitable	12
The Philadelphia Foundation	Charitable	1,095

For the Year Ended December 31, 2002

### Donations - Account 426.1 - continued (in thousands)

Name of Recipient	Purpose of Donation	Amount
Philadelphia Hospitality, Inc.	Charitable	5
Public Interest Law Initiative	Charitable	\$ 5
Purdue University	Charitable	6
Resources for the Future	Charitable	50
River North Chicago Dance Company	Charitable	10
Sacred Heart High School	Charitable	6
Saint Gregory High School	Charitable	4
Saint Mary of Gostyn	Charitable	5
Saint Viator High School	Charitable	3
Smith College	Charitable	3
Steppenwolf Theatre	Charitable	5
United Negro College Fund	Charitable	15
United States Holocaust Memorial Museum	Charitable	10
United States Naval Academy	Charitable	1,011
United Way	Charitable	900
University of Chicago	Charitable	25
University of Illinois	Charitable	4
University of Notre Dame	Charitable	3
USC Educational Foundation	Charitable	25
USO of Illinois	Charitable	10
Victory Gardens Theatre	Charitable	10
Woodlands Academy	Charitable	5
YWCA of Metropolitan Chicago	Charitable	13
Other (338 items under \$3,000)	Charitable	168
	TOTAL	\$ 4,277
		=======

For the Year Ended December 31, 2002

### Other Deductions - Account 426.5 (in thousands)

#### Instructions:

Provide a listing of the amount included in Account 426.5, "Other Deductions," classifying such expenses according to their nature.

Description Bank Commitment Fees	Name of Payee Bank One	\$ ount 1,615
Public Relations	Akin, Gump, Strauss, Haver & Feld Capitol Tax Partners Government Strategies Inc. Johnston & Associates JRS Consulting, Inc. Kass Uehling Inc. Kessler & Associates Business Services Morris Schreim Paragraphs Design PR Newswire, Inc. Steven Edsey & Sons Tierney Communications The Washington Group	\$ 15 180 97 156 60 18 131 74 96 49 17 7
		\$ 1,202
Building Fund Contributions	Democratic Congressional Campaign Committee-Building Fund Democratic Senatorial Campaign Committee-Building Fund National Republican Congressional Committee-Building Fund National Republican Senatorial Committee-Building Fund Republican Eagles - National Committee Building Fund (check cancelled) Republican National Committee- Building Fund The President's Dinner-Building Fund	\$ 15 65 85 25 (20) 20 25 
Employee Settlements		\$ 557
Exelon PAC Administration	Comerica Bank	\$  49

For the Year Ended December 31, 2002

# Other Deductions - Account 426.5 - continued (in thousands)

Description	Name of Payee	Amo	unt
Stock Listing Fees	New York Stock Exchange	\$	274
	Chicago Stock Exchange		3
	Other		1
		\$	278
	TOTAL	\$	3,916
		===	=====

For the Year Ended December 31, 2002

Schedule XVIII - Notes to Statement of Income

#### Instructions:

The space below is provided for important notes regarding the statement of income or any account thereof. Furnish particulars as to any significant increases in services rendered or expenses incurred during the year. Notes relating to financial statements shown elsewhere in this report may be indicated here by reference.

See Schedule XIV, Notes to Financial Statements

#### Organization Chart

CEO, President & Chairman, Exelon Corporation

Senior Exec. VP, Exelon Corporation

Senior VP, Exelon Corporation / President, Exelon Enterprises Senior VP, Exelon Corporation / President, Exelon Business Services Company

Senior VP, Exelon Generation / President, Exelon Nuclear

Exec. VP, Exelon Corporation / Chair & CEO, Exelon Energy Delivery Senior VP, Exelon Corporation / President, Exelon Energy Delivery Senior VP, Exelon Corporation / Exec. VP, Exelon Energy Delivery

Exec.  $\operatorname{VP}$ , Exelon Corporation / President, Power Team, Exelon Generation

Exec. VP & General Counsel, Exelon Corporation

VP, Corporate Secretary & Deputy General Counsel

Exec. VP & Chief Financial Officer, Exelon Corporation Senior VP & Treasurer, Exelon Corporation

Exec. VP of Governmental Affairs & Policy, Exelon Corporation Senior VP, Communications & Public Affairs, Exelon Corporation

Senior VP & Chief Administrative Officer, Exelon Corporation

#### Methods of Allocation

#### General:

Direct charges shall be made so far as costs can be identified and related to the particular transactions involved without excessive effort or expense. Other elements of cost, including taxes, interest, other overhead, and compensation for the use of capital procured by the issuance of capital stock, shall be fairly and equitably allocated using the ratios set forth below.

#### Revenue Related Ratios:

Revenues Sales - Units sold and/or transported Number of Customers

#### Expenditure Related Ratios:

Total Expenditures Operations and Maintenance Expenditures Capital Expenditures Service Company Billings Service Company SLA Billings (Non-governance)

#### Labor/Payroll Related Ratios:

Labor / Payroll Number of Employees

#### Units Related Ratios:

Usage (for example: CPU's, square feet , number of vendor invoice payments)
Consumption (for example: tons of coal, gallons of oil, MMBTU's)
Capacity (for example: nameplate generating capacity, peak load, gas throughput)
Other units related

#### Assets Related Ratios:

Total Assets Current Assets Gross Plant

#### Composite Ratios:

Total Average Assets and 12 months ended Gross Payroll Other composite ratios  $% \left( 1\right) =\left( 1\right) +\left( 1$ 

### Annual Statement of Compensation for Use of Capital Billed (in thousands)

Account 430 Interest on debt to associate companies \$ 1,242

Form U-13-60

#### Exhibit # 1

This exhibit is made pursuant to Exelon's Form U-1 Application-Declaration, as amended (the "Merger U-1") dated October 18, 2000 and the Commission's Order dated October 19, 2000. This exhibit reports information concerning non-service associate company transactions provided during the period from July 1, 2002 through December 31, 2002. Any capitalized terms used herein but not defined have the respective meanings given in the Merger U-1 or in the Commission's Order.

#### See attached spreadsheet for:

- 1. List of companies providing services;
- 2. List of companies receiving services;
- 3. A description of the type of services provided;
- The dollar amount of the services provided, by category;
- A description of the method of charging for services, i.e., cost, or, if permitted, other than cost;
- A reference to the agreement under which such services were provided and transfer charges were based.

An income statement and balance sheet for each service provider for, and as of, the most recently completed fiscal year, is being provided confidentially on Form SE.

#### Signature Clause

Pursuant to the requirements of the Public Utility Holding Company Act of 1935 and the rules and regulations of the Securities and Exchange Commission issued thereunder, the undersigned company has duly caused this report to be signed on its behalf by the undersigned officer thereunto duly authorized.

Exelon Business Services Company

(Name of Reporting Company)
By: /s/ Robert S. Shapard
(Signature of Signing Officer)
Robert S. Shapard, Executive Vice-President and Chief Financial Officer
(Printed Name and Title of Signing Officer)
Date: May 1, 2003