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EXELON CORP
Form U5B
September 04, 2001

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C.

FORM U5B
REGISTRATION STATEMENT
Filed Pursuant to Section 5 of the
Public Utility Holding Company Act of 1935

Exelon Energy Delivery Company, LLC

Name of Registrant
Name, Title And Address Of Officer To Whom Notices
And Correspondence Concerning This Statement Should Be Addressed

Randall E. Mehrberg
Senior Vice President & General Counsel
Exelon Corporation
10 South Dearborn Street
37th Floor
Chicago, Illinois 60603

Glossary of Defined Terms

Act	Public Utility Holding Company Act of 1935, as amended
ComEd	Commonwealth Edison Company
Commission	Securities and Exchange Commission
Exelon Energy Delivery	Exelon Energy Delivery Company, LLC
Exelon Enterprises	Exelon Enterprises Company, LLC
Exelon	Exelon Corporation
Exelon Generation	Exelon Generation Company, LLC
Exelon Ventures	Exelon Ventures Company, LLC
Financing U-1	The Form U-1 Application/Declaration filed by Exelon Corporation, et al. in File No. 70-9693
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
PECO	PECO Energy Company
SECO	Susquehanna Electric Company
Unicom	Unicom Corporation

REGISTRATION STATEMENT

1. Exact Name of Registrant: Exelon Energy Delivery Company, LLC
2. Address of Principal Executive Offices: 10 South Dearborn Street
37th Floor
Chicago, Illinois 60603
3. Name and address of Chief Accounting Officer: Jean H. Gibson
Vice President and
Corporate Controller
Exelon Corporation,
10 South Dearborn Street
37th Floor
Chicago, Illinois 60603
4. Certain information as to the registrant and each subsidiary company thereof:

Exelon Energy Delivery Company, LLC & Subsidiaries

Name of Company	Organization	State	Type
Exelon Energy Delivery Company, LLC	LLC	DE	Holdi
Commonwealth Edison Company	C-Corp	IL	Elect
Commonwealth Edison Company of Indiana, Inc.	C-Corp	IN	Energ
ComEd Financing I	Trust	DE	Finan
ComEd Financing II	Trust	DE	Finan
ComEd Funding, LLC	LLC	DE	Finan
ComEd Transitional Funding Trust	Trust	DE	Finan
Commonwealth Research Corporation	C-Corp	IL	Energ
Edison Development Company	C-Corp	DE	Real
Edison Development Canada Inc.	C-Corp	Canada	Land
Edison Finance Partnership	Ptrshp	Canada	Finan
PECO Energy Company	C-Corp	PA	Elect
PECO Energy Capital Corp.	C-Corp	DE	Finan
PECO Energy Capital, LP	LP	DE	Finan
PECO Energy Capital Trust II	Trust	DE	Finan
PECO Energy Captial Trust III	Trust	DE	Finan
PECO Energy Transition Trust	SBT	DE	Finan
ExTel, LLC	LLC	DE	Finan
PECO Finance	LP	DE	Finan
ATNP Finance Company	C-Corp	DE	Finan
PEC Financial Services, LLC	LLC	PA	Finan

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Adwin Realty Company	C-Corp	PA	Real
Ambassador II Joint Venture	Ptrshp	PA	Real
Bradford Associates	Ptrshp	PA	Real
Franklin Town Towers Associates	Ptrshp	PA	Real
Henderson Ambassador Associates	Ptrshp	PA	Real
Riverwatch	Ptrshp	PA	Real
Route 724	Ptrshp	PA	Real
Signa	Ptrshp	PA	Real
East Coast Natural Gas Cooperative, LLP	LLC	DE	Energy
Horizon Energy Company	C-Corp	PA	Inact

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BUSINESS

5. (a) The general character of the business done by the registrant and its subsidiaries, separated as between the holding companies, public utility subsidiaries (as defined in the Act) and the various non-utility subsidiaries.

Information regarding the general business of Exelon Energy Delivery and its subsidiaries can be found in the following document: Item 1 of the Annual Report of Exelon on Form 10-K for the year ended December 31, 2000 (File No. 1-16169), which is incorporated by reference herein.

- (b) Any substantial changes which may have occurred in the general character of the business of such companies during the preceding five years.

Information regarding any substantial changes which may have occurred in the general character of the business of Exelon Energy Delivery and its subsidiaries during the preceding five years can be found in Exelon's form 10-K for 2000 and PECO's 10-Ks for each of the previous five years (File No. 1-1401) and Unicom's form 10-K for the years 1996-1999 (File No. 1-11375) which were previously filed with the Commission and are incorporated by reference herein.

PROPERTY

6. Describe briefly the general character and location of the principal plants, properties, and other important physical units of the registrant and its subsidiaries, showing separately (a) public utility and (b) other properties. If any principal plant or important unit is not held in fee, so state and describe how held.

See Item 2 of the Annual Report of Exelon on Form 10-K for the year ended December 31, 2000 (File No. 1-16169).

INTERSTATE TRANSACTIONS

7. For each public utility company in the holding company system of the

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registrant which is engaged in the transmission of electric energy or gas in interstate commerce, furnish the following information for the last calendar year:

Total Annual Sales	Electric Energy	Gas KWh	Mcf
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Interstate Transactions:

Name of State

Delivered Out of State

Received from Out of State

ComEd, ComEd of Indiana, SECO and PECO have on file with the FERC their respective 2000 FERC Form 1 which includes information regarding the transmission of electric energy. These reports also have been provided as Exhibits G-1, G-2, G-3 and G-4.

PECO does not own and operate facilities for the transmission of gas in interstate commerce. PECO purchases gas transportation

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and storage services for their retail customers from regulated interstate pipeline suppliers.

SECURITIES OUTSTANDING

8. Submit the following information concerning the registrant and each subsidiary thereof as of the latest available date:

FUNDED DEBT

(a) For each issue or series of funded debt, including funded debt secured by liens on property owned, whether or not such debt has been assumed: (Do not include here any contingent liabilities reported under paragraph 8(c).)

BY PERMISSION OF THE STAFF OF THE COMMISSION, COLUMNS E THROUGH I HAVE BEEN OMITTED.

AS OF DECEMBER 31, 2000

Name of Obligor	Title of Issue	Amount Authorized	Amount Issued Less Retired
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COMED	First Mortgage Bonds Series 85, 7.375% Due September 15, 2002	\$200,000,000	\$200,000,000
COMED	First Mortgage Bonds Series 96, 6.625% Due July 15, 2003	100,000,000	100,000,000
COMED	First Mortgage Bonds Pollution Control Series 1994A, 5.300% Due January 15, 2004	26,000,000	26,000,000
COMED	First Mortgage Bonds Series 93, 7.000% Due July 1, 2005	225,000,000	225,000,000
COMED	First Mortgage Bonds Series 76, 8.250% Due October 1, 2006	100,000,000	100,000,000
COMED	First Mortgage Bonds Series 78, 8.375% Due October 15, 2006	125,000,000	125,000,000
COMED	First Mortgage Bonds Pollution Control Series 1996A, 4.400% Due December 1, 2006	110,000,000	110,000,000
COMED	First Mortgage Bonds Pollution Control Series 1996B, 4.400% Due December 1, 2006	89,400,000	89,400,000
COMED	First Mortgage Bonds Series 83, 8.000% Due May 15, 2008	140,000,000	140,000,000
COMED	First Mortgage Bonds Pollution Control Series 1994B, 5.700% Due January 15, 2009	20,000,000	20,000,000
COMED	First Mortgage Bonds Pollution Control Series 1991, 7.250% Due June 1, 2011	100,000,000	100,000,000

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COMED	First Mortgage Bonds Series 92, 7.625% Due April 15, 2013	220,000,000	220,000,000
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COMED	First Mortgage Bonds Series 94, 7.500% Due July 1, 2013	150,000,000	150,000,000
COMED	First Mortgage Bonds Pollution Control Series 1994C, 5.850% Due January 15, 2014	20,000,000	20,000,000
COMED	First Mortgage Bonds Pollution Control Series 1994D, 6.750% Due March 1, 2015	91,000,000	91,000,000
COMED	First Mortgage Bonds Series 75, 9.875% Due June 15, 2020	260,000,000	250,000,000
COMED	First Mortgage Bonds Series 81, 8.625% Due February 1, 2022	200,000,000	200,000,000
COMED	First Mortgage Bonds Series 84, 8.500% Due July 15, 2022	200,000,000	200,000,000
COMED	First Mortgage Bonds Series 86, 8.375% Due September 15, 2022	200,000,000	200,000,000
COMED	First Mortgage Bonds Series 88, 8.375% Due February 15, 2023	250,000,000	235,950,000
COMED	First Mortgage Bonds Series 91, 8.000% Due April 15, 2023	160,000,000	160,000,000
COMED	First Mortgage Bonds Series 97, 7.750% Due July 15, 2023	150,000,000	150,000,000
COMED	Sinking Fund Debentures 2.875% Due April 1, 2001	49,000,000	1,000,000
COMED	Sinking Fund Debentures 3.125% Due October 1, 2004	50,000,000	4,925,000
COMED	Sinking Fund Debentures 3.875% Due January 1, 2008	50,000,000	8,000,000
COMED	Sinking Fund Debentures 4.625% Due January 1, 2009	20,000,000	3,568,000
COMED	Sinking Fund Debentures 4.750% Due December 1, 2011	40,000,000	9,181,000

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COMED	Subordinated Deferrable Interest Notes 8.480% Due September 30, 2035	206,190,000	206,190,000
COMED	Subordinated Deferrable Interest Debentures 8.500% Due January 15, 2027	154,640,000	154,640,000

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COMED TRANSITIONAL FUNDING TRUST	Transitional Funding Trust Notes Class A-2 Series 1998, 5.290% Due June 25, 2001	425,032,687	170,000,000
COMED TRANSITIONAL FUNDING TRUST	Transitional Funding Trust Notes Class A-3 Series 1998, 5.340% Due March 25, 2002	258,860,915	258,860,915
COMED TRANSITIONAL FUNDING TRUST	Transitional Funding Trust Notes Class A-4 Series 1998, 5.390% Due June 25, 2003	421,139,085	421,139,085
COMED TRANSITIONAL FUNDING TRUST	Transitional Funding Trust Notes Class A-5 Series 1998, 5.440% Due March 25, 2005	598,510,714	598,510,714
COMED TRANSITIONAL FUNDING TRUST	Transitional Funding Trust Notes Class A-6 Series 1998, 5.630% Due June 25, 2007	761,498,286	761,498,286
COMED TRANSITIONAL FUNDING TRUST	Transitional Funding Trust Notes Class A-7 Series 1998, 5.740% Due December 25, 2008	510,000,000	510,000,000
COMED	Pollution Control Obligation Illinois Industrial Pollution Control Finance Authority 5.875% Due May 15, 2007	50,000,000	45,500,000
COMED	Pollution Control Obligation	50,000,000	50,000,000

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Illinois Development
Finance Authority
Series 1994C, Variable
Due March 1, 2009

COMED	Pollution Control Obligation Illinois Development Finance Authority Series 1994B, Variable Due October 15, 2014	42,200,000	42,200,000
COMED	Medium Term Notes Series 3N-3037, 9.170% Due October 15, 2002	25,000,000	25,000,000
COMED	Medium Term Notes Series 3N-3038, 9.170% Due October 15, 2002	2,000,000	2,000,000
COMED	Medium Term Notes Series 3N-3039, 9.170% Due October 15, 2002	25,000,000	25,000,000
COMED	Medium Term Notes Series 3N-3040, 9.170% Due October 15, 2002	23,000,000	23,000,000

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COMED	Medium Term Notes Series 3N-3041, 9.170% Due October 15, 2002	25,000,000	25,000,000
COMED	Medium Term Notes Series 3N-3032, 9.200% Due October 15, 2004	14,000,000	14,000,000
COMED	Medium Term Notes Series 3N-3033, 9.200% Due October 15, 2004	14,000,000	14,000,000
COMED	Medium Term Notes Series 3N-3034, 9.200% Due October 15, 2004	10,000,000	10,000,000
COMED	Medium Term Notes Series 3N-3035, 9.200% Due October 15, 2004	14,000,000	14,000,000
COMED	Medium Term Notes Series 3N-3036, 9.200% Due October 15, 2004	4,000,000	4,000,000
COMED	Medium Term Notes 7.158%	200,000,000	200,000,000

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Due September 30, 2002

COMED	Medium Term Notes 7.284% Due September 30, 2003	250,000,000	250,000,000
COMED	Note, 6.400% Due October 15, 2005	235,000,000	235,000,000
COMED	Note, 7.375% Due January 15, 2004	150,000,000	150,000,000
COMED	Note, 7.625% Due January 15, 2007	150,000,000	150,000,000
COMED	Note, 6.950% Due July 15, 2018	225,000,000	225,000,000
COMED	Purchase Contract Obligation, 3.000% Due April 30, 2005	1,430,000	254,174
PETT	Transition Bonds 1999 Series A-1, 5.4800% Due March 1, 2001	244,470,272	81,970,272
PETT	Transition Bonds 1999 Series A-2, 5.6300% Due March 1, 2003	275,371,325	275,371,325
PETT	Transition Bonds 1999 Series A-3 LIBOR + 0.125% Due March 1, 2004	667,000,000	667,000,000
PETT	Transition Bonds 1999 Series A-4, 5.8000% Due March 1, 2005	458,518,647	458,518,647
PETT	Transition Bonds 1999 Series A-5 LIBOR + 0.200% Due September 1, 2007	464,600,000	464,600,000
PETT	Transition Bonds 1999 Series A-6, 6.0500% Due March 1, 2007	993,386,331	993,386,331

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PETT	Transition Bonds 1999 Series A-7, 6.1300% Due September 1, 2008	896,653,425	896,653,425
PETT	Transition Bonds 2000 Series A-1, 7.1800%	110,000,000	110,000,000

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	Due September 1, 2001		
PETT	Transition Bonds 2000 Series A-2, 7.3000% Due September 1, 2002	140,000,000	140,000,000
PETT	Transition Bonds 2000 Series A-3, 7.6250% Due March 1, 2009	398,838,452	398,838,452
PETT	Transition Bonds 2000 Series A-4, 7.6500% Due September 1, 2009	351,161,548	351,161,548
PECO	First Mortgage Bonds 5.625% Series, Due November 1, 2001	250,000,000	250,000,000
PECO	First Mortgage Bonds 6.375% Series, Due August 15, 2005	75,000,000	75,000,000
PECO	First Mortgage Bonds 6.50% Series, Due May 1, 2003	200,000,000	200,000,000
PECO	First Mortgage Bonds 6.625% Series, Due March 1, 2003	250,000,000	250,000,000
PECO	First Mortgage Bonds 7.125% Series, Due September 1, 2002	175,000,000	175,000,000
PECO	First Mortgage Bonds 7.50% Series, Due July 15, 2002	100,000,000	5,280,000
PECO	First Mortgage Bonds 8.00% Series, Due April 1, 2002	200,000,000	41,636,000
PECO	First Mortgage Bonds Pollution Control Delaware County Series 1988-A, 4.1567% Due December 1, 2012	50,000,000	50,000,000
PECO	First Mortgage Bonds Pollution Control Delaware County Series 1988-B, 4.1996% Due December 1, 2012	50,000,000	50,000,000
PECO	First Mortgage Bonds Pollution Control Delaware County Series 1988-C, 4.2007% Due December 1, 2012	50,000,000	50,000,000
PECO	First Mortgage Bonds Pollution Control	4,200,000	4,200,000

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Salem County
 Series 1988-A, 4.0738%
 Due December 1, 2012

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PECO	First Mortgage Bonds Pollution Control Montgomery County Series 1992-A, 6.6250% Due June 1, 2022	29,540,000	29,530,000
PECO	First Mortgage Bonds Pollution Control Montgomery County Series 1991-B, 6.7000% Due December 1, 2021	160,560,000	68,795,000
PECO	First Mortgage Bonds Pollution Control Delaware County Series 1991-A, 7.3750% Due April 1, 2021	90,000,000	39,235,000 (A)
PECO	First Mortgage Bonds Pollution Control Montgomery County Series 1991-A, 7.6000% Due April 1, 2021	27,030,000	13,150,000 (A)
PECO	Pollution Control Notes Indiana County Series 1997-A, 4.4100% Due June 1, 2027	17,240,000	17,240,000
PECO	Pollution Control Notes Delaware County Series 1999-A, 5.2000% Due October 1, 2021	50,765,000	50,765,000
PECO	Pollution Control Notes Montgomery County Series 1999-A, 5.2000% Due October 1, 2030	91,775,000	91,775,000
PECO	Pollution Control Notes Montgomery County Series 1999-B, 5.3000% Due October 1, 2034	13,880,000	13,880,000

(A) In April 2001, this series was refinanced and transferred to Exelon Generation.

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CAPITAL STOCK

(b) For each class of capital stock including certificates of beneficial interest give information in number of shares and in dollar amounts: (Do not include here any warrants, options, or other securities reported under paragraph 8(d).)

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BY PERMISSION OF THE STAFF OF THE COMMISSION,
COLUMNS G THROUGH J HAVE BEEN OMITTED.

ISSUER NAME	TITLE OF ISSUE	AMOUNT AUTHORIZED
Exelon Energy Delivery Company, LLC		
Commonwealth Edison Company	Com. Stk.	250,000,000
Commonwealth Edison Company of Indiana, Inc.	Com. Stk.	1,500,000
ComEd Financing I	-	-
ComEd Financing II	-	-
ComEd Funding, LLC	-	-
ComEd Transitional Funding Trust	-	-
Commonwealth Research Corporation	Com. Stk.	1,000
Edison Development Company	Com. Stk.	10,000
Edison Development Canada Inc.	Prf. Stk.	Unlimited
Edison Finance Partnership	-	-
PECO Energy Company	Com. Stk.	500,000,000
	Series Prf. Stk.	100,000,000
	Cum. Prf. Stk.	15,000,000
PECO Energy Capital Corp.	Com. Stk.	1,000
PECO Energy Capital, LP	-	-
PECO Energy Capital Trust II	-	-
PECO Energy Captial Trust III	-	-
PECO Energy Transition Trust	-	-
ExTel, LLC	-	-
PECO Finance	-	-
ATNP Finance Company	-	-
PEC Financial Services, LLC	-	-
Adwin Realty Company	Com. Stk.	1,000
Ambassador II Joint Venture	-	-
Bradford Associates	-	-
Franklin Town Towers Associates	-	-
Henderson Ambassador Associates	-	-
Riverwatch	-	-
Route 724	-	-
Signa	-	-
East Coast Natural Gas Cooperative, LLP	-	-
Horizon Energy Company	Com. Stk.	1,000

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CONTINGENT LIABILITIES

- (c) A brief outline of the nature and amount of each contingent liability on account of endorsement or other guarantees of any securities.

AS OF DECEMBER 31, 2000

Information regarding contingent liabilities of Exelon Energy Delivery can be found in the following documents: Footnote 18 of the Annual Report of Exelon on Form 10-K for the year ended December 31, 2000 (File No. 1-16169), Footnote 16 of the Annual Report of Commonwealth Edison Company on Form 10-K for the year ended December 31, 2000 (File No. 1-1839), and Footnote 18 of the Annual Report of PECO Energy Company on Form 10-K for the year ended December 31, 2000 (File No. 1-1401).

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OTHER SECURITIES

- (d) A statement of the amount of warrants, rights, or options and of any class of securities of the registrant and subsidiary companies not elsewhere herein described which is outstanding and/or authorized. A brief description of the provisions thereof should be included. Information need not be set forth under this item as to notes, drafts, bills of exchange or bankers' acceptances which mature within nine months.

There are no warrants, rights, or options, outstanding and/or authorized not elsewhere herein described for Exelon Energy Delivery. As to other securities of the parent corporation, Exelon, information with respect to Exelon's 1989 Long Term Incentive Plan is set forth in Post Effective Amendment No. 1 (on Form S-8) to Exelon's Form S-4 Registration Statement No. 333-37082 (filed November 13, 2000) and in Exelon's Form S-8 Registration Statement No. 333-49780. Information with respect to PECO Energy Company's 1998 Stock Option Plan and its Employee Savings Plan is set forth in Post Effective Amendment No. 1 (on Form S-8) to Exelon's Form S-4 Registration Statement No. 333-37082 (filed November 13, 2000). Information with respect to PECO Energy Company's Deferred Compensation and Supplemental Pension Plan, Management Group Deferred Compensation and Supplemental Pension Plan, Unfunded Deferred Compensation Plan for Directors, and Employee Savings Plan, as well as Unicom Amended and Restated Long-Term Incentive Plan, the Unicom 1996 Directors' Fee Plan, the Unicom Retirement Plan for Directors, and the Commonwealth Edison Retirement Plan for Directors and the Commonwealth Edison Employee Savings and Investment Plan is set forth in Exelon's Form S-8 Registration Statement No. 333-49780.

INVESTMENTS IN SYSTEM SECURITIES

9. Give a tabulation showing principal amount, par or stated value, the cost to the system company originally acquiring such security, and the number of shares or units, of each security described under Item 8 that is held by the registrant and by each subsidiary company thereof as the record (or beneficial) owner, and the amount at which the same are carried on the books of each such owner. This information should be given as of the same

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date as the information furnished in Item 8.

As of December 31, 2000

Name of Company	Number of Common Shares Owned	% Voting Power	Iss Val
Exelon Energy Delivery Company, LLC		100.00%	
Commonwealth Edison Company	163,796,961	<100%	5,691,
Commonwealth Edison Company of Indiana, Inc.	1,108,084	100.00%	30
ComEd Financing I		100.00%	15
ComEd Financing II		100.00%	14
ComEd Funding, LLC		100.00%	86
ComEd Transitional Funding Trust		100.00%	N/A
Commonwealth Research Corporation	200	100.00%	
Edison Development Company	741	100.00%	16
Edison Development Canada Inc.	2,600	100.00%	5
Edison Finance Partnership		100.00%	N/A

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PECO Energy Company	170,478,507	100.00%	17
PECO Energy Capital Corp.		100.00%	1
PECO Energy Capital, LP		3.00%	1
PECO Energy Capital Trust II		100.00%	N/A
PECO Energy Captial Trust III		100.00%	N/A
PECO Energy Transition Trust		100.00%	14
ExTel, LLC		100.00%	(22
PECO Finance		99% PECO; 1% Extel	(22 (
ATNP Finance Company		100.00%	4,32
PEC Financial Services, LLC		100.00%	1
Adwin Realty Company	1,000	100.00%	2
Ambassador II Joint Venture		50.00%	N/A
Bradford Associates		50.00%	N/A
Franklin Town Towers Associates		50.00%	N/A
Henderson Ambassador Associates		50.00%	N/A
Riverwatch		100.00%	N/A
Route 724		100.00%	N/A
Signa		100.00%	N/A
East Coast Natural Gas Cooperative, LLP		41.12%	
Horizon Energy Company	1,000	100.00%	N/A

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N/A Not applicable or Not Available

INVESTMENTS IN OTHER COMPANIES

10. Give a tabulation showing all investment of the registrant and each subsidiary thereof in holding companies and in public utility companies which are not subsidiary companies of the registrant. Also, show all other investments of the registrant and each subsidiary thereof in the securities of any other enterprise, if the book value of the investment in any such enterprise exceeds 2% of the total debit accounts shown on the balance sheet of the company owning investment or an amount in excess of \$25,000 (whichever amount is the lesser). Give the principal amount and number of shares or units and the cost of each issue of such securities to the system company originally acquiring such security, and the amount at which the same are carried on the books of the owner. List all such securities pledged as collateral for loans or other obligations and identify loans and obligations for which pledged. This information should be given as of the same date as the information furnished in Item 8.

As of December 31, 2000

Investor	Investee	Type	Quantity	Cost	Carryin
ComEd	Chicago Equity Fund	Limited Partnership	N/A	\$1,390,514	\$1,390
ComEd	Dearborn Park Corporation	Common Shares	10,000	\$537,654	\$537
ComEd	I.L.P. Fund C/O Chicago Capital Fund	Venture Capital Small Business Fund	N/A	\$250,000	\$250

N/A Not applicable

INDEBTEDNESS OF SYSTEM COMPANIES

11. List each indebtedness of the registrant and of each subsidiary company thereof (other than indebtedness reported under Item 8, but as of the same date) where the aggregate debt owed by any such company to any one person exceeds \$25,000 or an amount exceeding 2% of the total of the debit accounts shown on the balance sheet of the debtor (whichever amount is the lesser) but not including any case in which such aggregate indebtedness is less than \$5,000, and give the following additional information as to each such indebtedness:

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- (a) Debts owed to associate companies as of December 31, 2000:

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Name of Debtor	Name of Creditor	Amount Owed	Rate of Interest	Date of
PECO Wireless, LP	PEC Financial	3,491,758,856	9.95%	N
PECO Wireless, LP	PEC Financial	952,493,117	12.70%	N
PEC Financial	ATNP Finance Company	3,481,245,933	9.75%	N
PEC Financial	ATNP Finance Company	951,752,431	12.50%	N
PECO Energy Company	PECO Capital Corp.	520,833	Prime + 2pts.	N
PECO Energy Company	PECO Capital Corp.	805,206	Prime + 2pts.	N
PECO Energy Company	PECO Capital, LP	80,526,019	7.375%	N
PECO Energy Company	PECO Capital, LP	51,562,500	8.00%	N

(b) Debts owed to others as of December 31, 2000:

BY PERMISSION OF THE STAFF OF THE COMMISSION,
 "DEBTS OWED TO OTHERS" HAS BEEN OMITTED.

PRINCIPAL LEASES

12. Describe briefly the principal features of each lease (omitting oil and gas leases) to which the registrant or any subsidiary company thereof is a party, which involves rental at an annual rate of more than \$50,000 or an amount exceeding 1% of the annual gross operating revenue of such party to said lease during its last fiscal year (whichever of such sums is the lesser) but not including any lease involving rental at a rate of less than \$5,000 per year.

Lessee	Lessor	Items Leased	Total Payments for the year ended December 2000
ComEd	AT&T Global Real Estate	Office Space	\$6,244,984
ComEd	400 S. Jefferson LLC	Office Space	\$671,745
ComEd	Julian Toft & Downey	Office Space	\$418,441
ComEd	Oxford Bank	Office Space	\$264,979
ComEd	Chicago Public Schools	Office Space	\$722,740
ComEd	Jones Lang LaSalle	Office Space	\$2,207,907
ComEd	Loft Development Corporation	Office Space	\$352,355

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ComEd	130 S. Jefferson LLC	Office Space	\$360,976
ComEd	East Lake Management Corp.	Office Space	\$113,243
ComEd	Lincoln Atrium Management Corp.	Office Space	\$1,796,583
ComEd	James Morrison	Office Space	\$89,981
ComEd	Prime Realty Group Trust	Office Space	\$1,454,305
ComEd	Alter Group	Office Space	\$299,090
ComEd	Seaway National Bank	Office Space	\$130,483
ComEd	77 W. Wacker Limited Partnership	Office Space	\$86,637
ComEd	20 S. Clark Owner's Group	Office Space	\$94,883
ComEd	M&J Wilkow LTD	Office Space	\$97,788
ComEd	J B Prentice Management	Office Space	\$77,899
ComEd	III Industrial Properties, Inc.	Office Space	\$1,148,775
ComEd	Bank of Pontiac	Office Space	\$50,082
ComEd	Austin Bank of Chicago	Office Space	\$50,714

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ComEd	James E. McElvain	Office Space	\$53,845
		Total	\$16,788,435 =====
PECO Energy Company	Verizon	Pole Attachments	\$6,000,000
PECO Energy Company	Bankers Leasing Corporation	Capital Items (vehicles, computers, and equipment)	\$4,200,000
		Total	\$10,200,000 =====
		Grand Total	\$26,988,435 =====

Note: Pursuant to the corporate restructuring, certain of ComEd's leases primarily relating to computer and other equipment were transferred to Exelon's Business Services Company.

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SECURITIES SOLD

13. If, during the last five years, the registrant or any subsidiary company thereof has issued, sold, or exchanged either publicly or privately any securities having a principal amount, par, stated or declared value exceeding \$1,000,000 or exceeding an amount equal to 10% of the total liabilities as shown by the balance sheet of issuer at the time such issue (whichever of such sums is the lesser), give the following information with respect to each such issue or sale:

Issuer	Title of Issue	Amount Issued or Sold (\$000)	Proceeds Received by Issuer per \$100 (before expenses)	Approximate Expenses of Issuer per \$100	Name of Principal Underwriters	Underwr Initial Offerin Price
1996 ComEd	Pollution Control First Mortgage Bonds	\$110,000	98.171%	.341%	J.P. Morgan Securities Inc. First Chicago Capital Markets Inc.	100%
ComEd	Pollution Control First Mortgage Bonds	\$89,400	98.171%	.364%	J.P. Morgan Securities Inc. First Chicago Capital Markets, Inc.	100%
1997 ComEd	7.375% Notes	\$150,000	99.184%	.89%	Salomon Brothers Inc. Merrill Lynch & Co. Paine Webber Incorporated	99.809%
ComEd	7.625% Notes	\$150,000	99.258%	.92%	Salomon Brothers Inc. Merrill Lynch & Co. Paine Webber Incorporated	99.908%
ComEd Financing II	Capital Securities	\$154,640	100%	.30%	Salomon Brothers Inc.	100%

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					Merrill Lynch & Co.
					Paine Webber Incorporated
PECO Energy	Pollution Control Revenue Refunding Bonds	\$17,240	100%	N/A	Goldman Sachs N/A & Company

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PECO Energy	Company Obligated Mandatorily Redeemable Preferred Securities	\$50,000	100%	.788%	Smith Barney 100% Inc. Lehman Brothers
1998 ComEd	6.95% Notes	\$225,000	98.697%	1.11%	PaineWebber 99.572% Inc. Lehman Brothers Inc. ABN AMRO Inc. The Bank of New York J.P. Morgan Securities, Inc. Artemis Capital Group, Blaylock & Partners, L.P.
ComEd Transitional Funding Trust	Transitional Funding Trust Notes	\$3,400,000	99.489%	.64%	Goldman, Sachs & Co., 99.95% Merrill Lynch Pierce, Fenner & Smith Inc. Salomon Smith Barney Inc.
PECO Energy	Company Obligated Mandatorily Redeemable Preferred Securities	\$78,100	100%	1%	Salomon Smith Barney 100% Merrill Lynch & Co.

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1999						
PECO Energy	Transition Bonds	A-1	\$244,470	99.977%	.35%	Salomon Smith Barney 100%
		A-2	\$275,371	99.928%	.40%	Goldman, Sachs & Co.
		A-3	\$667,000	99.836%	.45%	Lehman Brothers
		A-4	\$455,519	99.868%	.45%	First Chicago Capital Markets, Inc.
		A-5	\$464,600	99.839%	.50%	First Union Capital Markets Corp.
		A-6	\$993,386	99.871%	.50%	Commerce Capital Markets Corp.
		A-7	\$896,653	99.835%	.50%	Janney Montgomery Scott, Inc.
						Pryor McClendon Counts & Co., Inc.
2000						
ComEd	Medium Term Notes		\$200,000	99.750%	.25%	Lehman Brothers 100%
						Banc of America Securities, LLC

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						Banc One Capital Markets, Inc.
						Chase Securities, Inc.
						ABN Amro,
						BNY Capital Markets, Inc.
						Loop Capital Markets, LLC

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ComEd	Medium Term Notes	\$250,000	99.650%	.35%	Lehman Brothers Banc of America Securities, LLC Banc One Capital Markets, Inc. Chase Securities, Inc. ABN Amro, BNY Capital Markets, Inc. Loop Capital Markets, LLC	100%
PECO Energy	Transition	A-1 \$110,000	99.99%	.20%	Salomon Smith Barney	100%
		A-2 \$140,000	99.90%	.30%	Goldman, Sachs & Co.	
		A-3 \$398,838	99.751%	.50%	Banc One Capital Markets, Inc.	
		A-4 \$352,161	99.772%	.50%	Banc of America Securities, LLC Credit Suisse First Boston First Union Securities, Inc. Barclays Capital BNY Capital Markets, Inc. Mellon Financial Markets, LLC Prudential Securities Janney Montgomery Scott, LLC Pryor, Counts	

AGREEMENTS FOR FUTURE DISTRIBUTION OF SECURITIES

- 14(a). Summarize the terms of any existing agreement to which the registrant or any associate or affiliate company thereof is a party or in which any such company has a beneficial interest with respect to future distributions of securities of the registrant or of any subsidiary.

Certain information regarding agreements with respect to future distributions of securities of Exelon and its subsidiaries is set forth in the following documents, the applicable portions of which are hereby incorporated by reference: Item 1.E, subsections 1-4 and 6-7, Item 1.H and Item 1.I of the Financing U-1. Information with respect to Exelon's 1989 Long Term Incentive Plan is set forth in Post Effective Amendment No. 1 (on Form S-8) to Exelon's Form S-4 Registration Statement No. 333-37082 (filed November 13, 2000) and in Exelon's Form S-8 Registration Statement No. 333-49780. Information with respect to PECO Energy Company's 1998 Stock Option Plan and its Employee Savings Plan is set forth in Post Effective Amendment No. 1 (on Form S-8) to Exelon's Form S-4 Registration Statement No. 333-37082 (filed November 13, 2000). Information with respect to PECO Energy Company's Deferred Compensation and Supplemental Pension Plan, Management Group Deferred Compensation and Supplemental Pension Plan, Unfunded Deferred Compensation Plan for Directors, and Employee Savings Plan, as well as Unicom Amended and Restated Long-Term Incentive Plan, the Unicom 1996 Directors' Fee Plan, the Unicom Retirement Plan for Directors, and the Commonwealth Edison Retirement Plan for Directors and the Commonwealth Edison Employee Savings and Investment Plan is set forth in Exelon's Form S-8 Registration Statement No. 333-49780.

- 14(b). Describe briefly the nature of any financial interest (other than the ownership of securities acquired as a dealer for the purpose of resale) which any person with whom such agreement exists, has in the registrant or in any associate company thereof.

The beneficiaries of the employee benefit plans referred to above may be deemed to have a financial interest in the registrant or affiliated companies thereof by virtue of their employment relationship with the registrant or such other companies and compensation, benefit and severance agreements and arrangements relating to such employment.

TWENTY LARGEST HOLDERS OF CAPITAL STOCKS

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15. As of a recent date (indicating such date for each class) give the following information with respect to the holders of each class of stock and/or certificates of beneficial interest of the registrant:

(a) The twenty largest registered holders of common stock of Exelon Energy Delivery, as of April 23, 2001.

Title of Issue	Holder of Record and Address	Number of Shares Owned	Percent of Class
Exelon Energy Delivery Membership interest	Exelon Corporation P.O. Box 805398 Chicago, IL 60680-5398	N/A	100% of membership interest

(b) Number of shareholders of record each holding 1,000 shares or more, and aggregate number of shares so held.

100 % of Exelon Energy Delivery's membership interest is held by Exelon Corporation.

(c) Number of shareholders of record each holding less than 1,000 shares, and aggregate number of shares so held.

N/A

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OFFICERS, DIRECTORS AND EMPLOYEES

16(a). Positions and Compensation of Officers and Directors. Give name and address of each director and officer (including any person who performs similar functions) of the registrant, of each subsidiary company thereof, and of each mutual service company which is a member of the same holding company system. Opposite the name of each such individual give the title of every such position held by him and briefly describe each other employment of such individual by each such company.

State the present rate of compensation on an annual basis for each director whose aggregate compensation from all such companies exceeds \$1,000 per year, and of each officer whose aggregate compensation from such companies is at the rate of \$20,000 or more per year. In the event any officer devotes only part of his time to a company or companies in the system this fact should be indicated by appropriate footnote. Such compensation for such part time should be computed on an annual rate and if such annual rate exceeds \$20,000 the actual compensation as well as annual rate should also be reported.

16(b). Compensation of Certain Employees. As to regular employees of such companies who are not directors or officers of any one of them, list the name, address, and aggregate annual rate of compensation of all

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those who receive \$20,000 or more per year from all such companies.

- 16(c). Indebtedness to System Companies. As to every such director, trustee or officer as aforesaid, who is indebted to any one of such companies, or on whose behalf any such company has now outstanding and effective any obligation to assume or guarantee payment of any indebtedness to another, and whose total direct and contingent liability to such company exceeds the sum of \$1,000, give the name of such director, trustee, or officer, the name of such company, and describe briefly the nature and amount of such direct and contingent obligations.
- 16(d). Contracts. If any such director, trustee, or officer as aforesaid: (1) has an existing contract with any such company (exclusive of an employment contract which provides for no compensation other than that set forth in paragraph (a) of this Item); or, (2) either individually or together with the members of his immediate family, owns, directly or indirectly, 5% or more of the voting securities of any third person with whom any such company has an existing contract; or, (3) has any other beneficial interest in an existing contract to which any such company is a party; describe briefly the nature of such contract, the names of the parties thereto, the terms thereof, and the interest of such officer, trustee, or director therein.

By permission of the Staff of the Commission, information required to be disclosed pursuant to Items 16(a) through 16(d) is not set forth herein. In lieu thereof, information in respect thereof is set forth in (i) the Proxy Statement for 2001 Annual Meeting of Shareholders of Exelon (ii) the Annual Report on Form 10-K for the year ending December 31, 2000 for Exelon, and such information is hereby incorporated by reference to the extent it relates to officers, directors and employees of Exelon Energy Delivery or its subsidiaries.

- 16(e). Banking Connections. If any such director, trustee, or officer is an executive officer, director, partner, appointee, or representative of any bank, trust company, investment banker, or banking association or firm, or of any corporation a majority of whose stock having the unrestricted right to vote for the election of directors, is owned by any bank, trust company, investment banker, or banking association or firm, state the name of such director or officer, describe briefly such other positions held by him and indicate which of the rules under

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Section 17(c) authorizes the registrant and subsidiary companies of which he is a director or officer to retain him in such capacity.

John W. Rowe: Member of Board of Directors of Unicom from 1998 through the merger closing; member of Board of Directors of ComEd from 1998; member of Board of Directors of Exelon since the merger closing, officer of Exelon Energy Delivery and member of Board of Directors of Fleet Boston Financial, commercial banking institution. Authorized pursuant to Rule 70(b).

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INTERESTS OF TRUSTEES IN SYSTEM COMPANIES

17. Describe briefly the nature of any substantial interest which any trustee under indentures executed in connection with any outstanding issue of securities of the registrant or any subsidiary thereof, has in either the registrant or such subsidiary, and any claim which any such trustee may have against registrant or any subsidiary; provided, however, that it shall not be necessary to include in such description any evidences of indebtedness owned by such trustee which were issued pursuant to such an indenture.

To the knowledge of Exelon Energy Delivery, there is no substantial interest of any trustee under indentures executed in connection with any outstanding issue of securities.

SERVICE, SALES, AND CONSTRUCTION CONTRACTS

18. As to each service, sales, or construction contract (as defined in paragraphs (19) to (21) of Section 2(a) of the Act) which the registrant and any subsidiary company thereof has had in effect within the last three months, describe briefly the nature of such contract, the name and address of the parties thereto, the dates of execution and expiration, and the compensation to be paid thereunder. Attach typical forms of any such contracts as an exhibit to this registration statement. If the other party to any such contract is a mutual service company or a subsidiary service company which is a member of the same holding company system as the registrant and as to which the Commission has made a favorable finding in accordance with Rule 13-22, specific reference may be made to the application or declaration filed by such company pursuant to Rule 13-22 and no further details need be given as to such contracts.

Note: This item is intended to apply to service, sales or construction contracts within the scope of Section 13. It is not intended to apply to any contracts for purchase of power or gas or ordinary contracts for materials and supplies, printing, etc., made with non-affiliates.

Exelon Energy Delivery and its subsidiaries may receive or provide services pursuant to:

1. ComEd provides services to or receives services from affiliates in accordance with an Affiliated Interests Agreement ("AIA") approved by the Illinois Commerce Commission. The form of the AIA was attached as Exhibit H-1 to the form U5B registration statement for Exelon Corporation filed on January 23, 2001. A summary of the service provider, recipient, description of the work, the annual dollar volume, and pricing was filed as Exhibit B-3.3, Part A, to the Merger U-1; the exhibit was filed with Amendment No. 3 to such Form U-1 on October 18, 2000. Included in such summary is a description of services provided to certain governmental customers of ComEd by affiliates of ComEd pursuant to pass-through arrangements and the AIA.

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2. PECO provides services to or receives services from affiliates in accordance with a Mutual Services Agreement ("MSA") approved by the Pennsylvania Public Utilities Commission. The form of the MSA was attached as Exhibit H-2 to the form U5B registration statement for Exelon Corporation filed on January 23, 2001. A summary of the service provider, recipient, description of the work, the annual dollar volume, and pricing was filed as Exhibit B-3.3, Part A, to the Merger U-1; the exhibit was filed with Amendment No. 3 to such Form U-1 on October 18, 2000.
3. Exelon Business Services Company is the service company subsidiary for the Exelon system and provides Exelon, PECO, ComEd, Exelon Ventures, and Exelon Generation with a variety of services. Such services are provided pursuant to the terms of the form of the General Services Agreement, which was filed as Exhibit H-3 to the form U5B registration statement for Exelon Corporation filed on January 23, 2001.
4. Certain affiliates of ComEd and PECO provide services to ComEd or PECO, or both, other than "at-cost", as discussed in Item 3.C.4.c of the Merger U-1. A list and summary of such transactions, contracts and arrangements was filed as Exhibit B-3.3, Part B, to the Merger U-1; the exhibit was filed with Amendment No. 3 to such Form U-1 on October 18, 2000. Copies of affiliate arrangements for Services other than at cost were provided to the Staff in paper form on September 18, 2000. Copies of additional affiliate arrangements for services other than at cost have been filed confidentially with Exelon's quarterly reports on form U-9C-3. Additional copies will be provided on request. Additional information describing the business of Exelon Infrastructure Services was filed confidentially with the Commission as Exhibit N-1 to the Merger U-1.

LITIGATION

19. Describe briefly any existing litigation of the following descriptions, to which the registrant or any subsidiary company thereof is a party, or of which the property of the registrant or any such subsidiary company is the subject, including the names of the parties and the court in which such litigation is pending:
 - (1) Proceedings to enforce or to restrain enforcement of any order of a State commission or other governmental agency;
 - (2) Proceedings involving any franchise claimed by any such company;
 - (3) Proceedings between any such company and any holder, in his capacity as such, of any funded indebtedness or capital stock issued, or guaranteed by such company, or between any such company and any officer thereof;
 - (4) Proceedings in which any such company sues in its capacity as owner of capital stock or funded indebtedness issued or guaranteed by any other company; and
 - (5) Each other proceeding in which the matter in controversy, exclusive of interest and costs, exceeds an amount equal to 2% of the debit accounts shown on the most recent balance sheet of such company.

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Information regarding litigation involving Exelon Energy Delivery and its subsidiary companies is incorporated by reference to Item 3 of the Annual Report of Exelon Corporation on Form 10-K for the year ended December 31, 2000 (File No. 1-16169), and Part II Item 1 of the quarterly reports of Exelon Corporation on form 10-Q for the quarters ended March 31, and June 30, 2001.

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EXHIBITS

EXHIBIT A. Furnish a corporate chart showing graphically relationships existing between the registrant and all subsidiary companies thereof as of the same date as the information furnished in the answer to Item 8. The chart should show the percentage of each class voting securities of each subsidiary owned by the registrant and by each subsidiary company.

A Corporate chart of Exelon, including Exelon Energy Delivery is being provided under cover of Form SE as Exhibit A-1.

EXHIBIT B. With respect to the registrant and each subsidiary company thereof, furnish a copy of the charter, articles of incorporation, trust agreement, voting trust agreement, or other fundamental document of organization, and a copy of its bylaws, rules, and regulations, or other instruments corresponding thereto. If such documents do not set forth fully the rights, priorities, and preferences of the holders of each class of capital stock described in the answer to Item 8(b) and those of the holders of any warrants, options or other securities described in the answer to Item 8(d), and of any limitations on such rights, there shall also be included a copy of each certificate, resolution, or other document establishing or defining such rights and limitations. Each such document shall be in the amended form effective at the date of filing the registration statement or shall be accompanied by copies of any amendments to it then in effect.

By permission of the Staff of the Commission, in lieu of the exhibits required hereunder, the disclosure requirements for Exhibit B have been limited to (i) the state of incorporation for Exelon Energy Delivery and its subsidiary companies; (ii) a brief description of every subsidiary company of Exelon Energy Delivery; and (iii) a brief description of every subsidiary company of Exelon Energy Delivery including a statement as to whether each such company is active or inactive. Such information is set forth in Items 4 and 5 hereof.

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EXHIBIT C.(a) With respect to each class of funded debt shown in the answers to Items 8(a) and 8(c), submit a copy of the indenture or other fundamental document defining the rights of the holders of such security, and a copy of each contract or other instrument evidencing the liability of the registrant or a subsidiary company thereof as endorser or guarantor of such security. Include a copy of each amendment of such document and of each supplemental agreement, executed in connection therewith. If there have been any changes of trustees thereunder, such changes, unless otherwise shown, should be indicated by notes on the appropriate documents. No such indenture or other document need be filed in connection with any such issue if the total amount of securities that are now, or may at any time hereafter, be issued and outstanding thereunder does not exceed either \$1,000,000 or an amount equal to 10% of the total of the debit accounts shown on the most recent balance sheet of the registrant or subsidiary company which issued or guaranteed such securities or which is the owner of property subject to the lien of such securities, whichever of said sums is the lesser.

OMITTED BY PERMISSION OF THE STAFF OF THE COMMISSION.

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(b) As to each outstanding and uncompleted contract or agreement entered into by registrant or any subsidiary company thereof relating to the acquisition of any securities, utility assets (as defined in section 2(a)(18) of the Act), or any other interest in any business, submit a copy of such contract or agreement and submit details of any supplementary understandings or arrangements that will assist in securing an understanding of such transactions.

OMITTED BY PERMISSION OF THE STAFF OF THE COMMISSION.

EXHIBIT D. A consolidating statement of income and surplus of the registrant and its subsidiary companies for its last fiscal year ending prior to the date of filing this registration statement, together with a consolidating balance sheet of the registrant and its subsidiary companies as of the close of such fiscal year.

Exelon Energy Delivery commenced operations in 2001 and accordingly have no financial statements for 2000. The Consolidating Financial Statements for Exelon Energy Delivery for 2001 will be filed in the U5S in 2002.

EXHIBIT E. For each public utility company and natural gas producing and pipe line property in the holding company system of the registrant, furnish the following maps (properties of associate companies operating in contiguous or nearby areas may be shown on the same map, provided property and service areas of each company are shown distinctively).

(1) Map showing service area in which electric service is furnished, indicating

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the names of the companies serving contiguous areas.

- (2) Electric system map showing location of electric property (exclusive of local distribution lines) owned and/or operated, and information as follows:
 - (a) Generating plants -- kind and capacity;
 - (b) Transmission lines -- voltage, number of circuits, kind of supports, kind and size of conductors;
 - (c) Transmission substations -- capacity;
 - (d) Distribution substation -- capacity; and
 - (e) Points of interconnection with all other electric utility companies and with all electrical enterprises operated by municipal or governmental agencies, giving names of such companies and enterprises.
- (3) Map showing service area in which gas service is furnished, indicating the names of companies serving contiguous areas; and
- (4) Gas system map showing location of gas property (exclusive of low pressure local distribution lines) owned and/or operated, and information as follows:
 - (a) Generating plants -- kind and daily capacity;
 - (b) Holders -- kind and capacity;
 - (c) Compressor stations -- capacity in horsepower;
 - (d) Transmission pipe lines -- size, approximate average transmission pressure and the estimated daily delivery capacity of the system;
 - (e) Points of interconnection with all other private and public gas utilities, pipe lines, or producing enterprises; giving names of such companies and other enterprises; and

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- (f) General location and outline of gas producing and reserve areas and diagrammatic location of gathering lines.

The maps required by this exhibit were filed under cover of Form SE with the U5B for Exelon Corporation on January 23, 2001.

EXHIBIT F. Furnish an accurate copy of each annual report for the last fiscal year ending prior to the date of the filing of this registration statement, which the registrant and each subsidiary company thereof has previously submitted to its stockholders. For companies for which no reports are submitted the reason for omission should be indicated; provided that electronic filers shall submit such reports in paper format only under cover of Form SE.

Exelon Energy Delivery is wholly owned by Exelon Corporation and accordingly does not submit annual reports to its stockholders.

EXHIBIT G. Furnish a copy of each annual report that the registrant and

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each public utility subsidiary company thereof shall have filed with any State Commission having jurisdiction to regulate public utility companies for the last fiscal year ending prior to the date of filing this registration statement. If any such company shall have filed similar reports with more than one such State commission, the registrant need file a copy of only one of such reports provided that notation is made of such fact, giving the names of the different commissions with which such report was filed, and setting forth any differences between the copy submitted and the copies filed with such other commissions. In the event any company submits an annual report to the Federal Power Commission but not to a State commission, a copy of such report should be furnished. In the case of a registrant or any public utility subsidiary company for which no report is appended the reasons for such omission should be indicated such as "No such reports required or filed;" provided that electronic filers shall submit such reports in paper format only under cover of Form SE.

1. 2000 Annual Report of ComEd on FERC Form 1 to the FERC (filed herewith as Exhibit G-1 on Form SE).
2. 2000 Annual Report of ComEd of Indiana on FERC Form 1 to the FERC (filed herewith as Exhibit G-2 on Form SE).
3. 2000 Annual Report of SECO on FERC Form 1 to the FERC (filed herewith as Exhibit G-3 on Form SE).
4. 2000 Annual Report of PECO on FERC Form 1 to the FERC (filed herewith as Exhibit G-4 on Form SE).

EXHIBIT H. Typical forms of service, sales, or construction contracts described in answer to Item 18.

1. The forms of the AIA, MSA and General Service Agreement were filed with form U5B for Exelon Corporation on January 23, 2001.
2. Copies of Affiliate Arrangements for Services Other than at Cost were provided to the Staff in paper form on September 18, 2000. Copies of additional affiliate arrangements for services other than at cost have been filed confidentially with Exelon's quarterly reports on form U-9C-3.

This registration statement is comprised of:

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- (a) Pages numbered 1 to 24 consecutively.
- (b) The following Exhibits: the Exhibits shown on the attached exhibit index.

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SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the registrant has caused this registration statement to be duly signed on its behalf in the City of Chicago and State of Illinois on the 4th day of September, 2001.

EXELON CORPORATION

By: /s/ Randall E. Mehrberg

Name: Randall E. Mehrberg
Title: Senior Vice President and
General Counsel

Attest:

/s/ Scott N. Peters

Assistant Secretary

VERIFICATION

State of Illinois
County of Cook

The undersigned being duly sworn deposes and says that he has duly executed the attached registration statement dated September 4, 2001 for and on behalf of Exelon Corporation; that he is the Senior Vice President and General Counsel of such company; and that all action taken by stockholders, directors, and other bodies necessary to authorize deponent to execute and file such instrument has been taken. Deponent further says that he is familiar with such instrument and the contents thereof, and that the facts therein set forth are true to the best of his knowledge, information and belief.

/s/ Randall E. Mehrberg

Subscribed and sworn to before me, a notary public
this 4th day of September, 2001

/s/ Mary L. Kwilos

My commission expires October 26, 2001

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INDEX OF EXHIBITS

EXHIBIT NO.	DESCRIPTION
A-1	Organization chart for Exelon, including Exelon Energy Delivery (filed herewith on Form SE)
G-1	2000 Annual Report of ComEd to the FERC (FERC Form 1) (filed herewith on Form SE).
G-2	2000 Annual Report of ComEd of Indiana to the FERC (FERC Form 1) (filed herewith on Form SE).
G-3	2000 Annual Report of SECO to the FERC (FERC Form 1) (filed herewith on Form SE).
G-4	2000 Annual Report of PECO to the FERC (FERC Form 1) (filed herewith on Form SE).