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EXELON CORP
Form U5B
April 23, 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 Ventures Company, LLC and Exelon Generation 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 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 |

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Unicom

Unicom Corporation

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REGISTRATION STATEMENT

1. Exact Name of Registrant: Exelon Ventures Company, LLC and Exelon Generation 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 Ventures Company, LLC & Exelon Generation Company, LLC & Subsidiaries

| Name of Company ----- | Organization ----- | State ----- | Type ----- |
|--|-----------------------|----------------|---------------|
| Exelon Ventures Company, LLC | LLC | DE | Holdi |
| Exelon Generation Company, LLC | LLC | PA | Holdi |
| PECO Energy Power Company | Corporation | PA | Utili |
| Susquehanna Power Company | Corporation | MD | Utili |
| The Proprietors of the Susquehanna Canal | Corporation | MD | Inact |
| Susquehanna Electric Company | Corporation | MD | Utili |
| AmerGen Energy Company, LLC (50% interest) | LLC | DE | Exemp |
| AmerGen Vermont, LLC | LLC | VT | Exemp |
| Exelon (Fossil) Holdings, Inc. | Corporation | DE | Inves |
| Sithe Energies Inc. (49.9% interest) | Corporation | DE | Energ |
| Exelon Peaker Development General, LLC | LLC | DE | Inves |

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| | | | |
|---|-------------|---------|------------|
| Exelon Peaker Development Limited, LLC | LLC | DE | Investment |
| ExTex LaPorte L.P. | LP | TX | Exempt |
| Concomber Ltd. | Corporation | Bermuda | Captive |
| Exelon Enterprises Company, LLC | LLC | PA | Energy |
| Exelon Energy Company | Corporation | DE | Energy |
| Exelon Energy Ohio, Inc. | Corporation | DE | Energy |
| AllEnergy Gas & Electric Marketing Company, LLC | LLC | DE | Energy |
| Texas Ohio Gas, Inc. | | | |
| Exelon Mechanical Services, Inc. | Corporation | IL | Energy |
| Systems Engineering and Management Corp. | Corporation | TN | Energy |

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| Name of Company | Organization | State | Type |
|--|---------------------|--------|---------|
| Unicom Power Holdings Inc. | Corporation | DE | Energy |
| Unicom Power Marketing Inc. | Corporation | DE | Energy |
| Unicom Healthcare Management Inc. | Corporation | IL | Medical |
| UT Holdings Inc. | Corporation | DE | Energy |
| Northwind Chicago LLC | LLC | DE | Energy |
| Unicom Thermal Development Inc. | Corporation | DE | Energy |
| Exelon Thermal Technologies Inc. | Corporation | IL | Energy |
| Exelon Thermal Technologies Boston Inc. | Corporation | DE | Energy |
| Northwind Boston LLC (25% interest) | LLC | MA | Energy |
| Exelon Thermal Technologies Houston Inc. | Corporation | DE | Energy |
| Northwind Houston LLC (25% interest) | LLC | DE | Energy |
| Northwind Houston LP (25% interest) | Limited Partnership | DE | Energy |
| Exelon Thermal Technologies North America Inc. | Corporation | DE | Energy |
| Northwind Thermal Technologies Canada Inc. | Corporation | Canada | Energy |
| Unicom Thermal Technologies Canada Inc. | Corporation | Canada | Energy |
| UTT National Power Inc. | Corporation | IL | Energy |
| Northwind Midway LLC | LLC | DE | Energy |
| UTT Nevada Inc. | Corporation | NV | Energy |
| Northwind Aladdin LLC (75% interest) | LLC | NV | Energy |
| Northwind Las Vegas LLC (50% interest) | LLC | NV | Energy |
| UTT Phoenix, Inc. | Corporation | DE | Energy |
| Northwind Arizona Development LLC (50% interest) | LLC | DE | Energy |
| Northwind Phoenix LLC (50% interest) | LLC | DE | Energy |

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| | | | |
|--|-------------|-----|--------|
| Exelon Communications Holdings, LLC | LLC | PA | Commun |
| AT&T Wireless PCS of Philadelphia, LLC (49% interest) | LLC | DE | Commun |
| PHT Holdings LLC | LLC | DE | Commun |
| PECO Hyperion Communications (49% interest held; PECO holds 1% interest) | Partnership | PA | Commun |
| Exelon Communications LLC | LLC | PA | Commun |
| Energy Trading Company | Corporation | DE | Invest |
| Exelon Enterprises Management, Inc. | Corporation | PA | Invest |
| UniGrid Energy LLC (50% interest) | LLC | DE | Rel |
| CIC Global, LLC (50% interest) | LLC | DE | Tel |
| NEON Communications, Inc. | N/A | N/A | Energy |
| VITTS Network Group, Inc. | N/A | N/A | Commun |
| Phoenix Foods, LLC | N/A | N/A | Commun |
| Exelon Capital Partners, Inc. | Corporation | DE | Commun |
| Permits Now (fka Softcomp) (approximately 15% Interest) | N/A | N/A | Invest |
| OmniChoice.com, Inc. (approximately 30% interest) | Corporation | DE | Rel |

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| Name of Company | Organization | State | Type |
|---|--------------|-------|--------|
| Enertech Capital Partners, II (approximately 11% interest) | Corporation | DE | Invest |
| Everest Broadband Networks | N/A | N/A | Rel |
| Exelon Infrastructure Services, Inc. (approximately 95% interest) | Corporation | DE | Com |
| Exelon Infrastructure Services of PA, Inc. | Corporation | DE | Commun |
| EIS Engineering, Inc. | Corporation | DE | Infra |
| P.A.C.E. Field Services, LLC | LLC | DE | Infra |
| P.A.C.E. Environmental, LLC | LLC | DE | Infra |
| Chowns Communications, Inc. | Corporation | DE | Infra |
| Fischbach and Moore Electric, Inc. | Corporation | DE | Infra |
| MRM Technical Group, Inc. | Corporation | DE | Infra |
| Aconite Corporation | Corporation | MN | Infra |
| Gas Distribution Contractors, Inc. | Corporation | MO | Infra |
| Mid-Atlantic Pipeliners, Inc. | Corporation | DE | Infra |
| Mueller Distribution Contractors, Inc. | Corporation | GA | Infra |
| Mueller Energy Services, Inc. | Corporation | NY | Infra |
| Mueller Pipeliners, Inc. | Corporation | DE | Infra |
| Mechanical Specialties | Corporation | WI | Infra |

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| | | | |
|---|--------------|----------|---------------------|
| Incorporated | | | |
| Rand-Bright Corporation | Corporation | WI | Infra |
| Syracuse Merit Electric, Inc. | Corporation | DE | Infra |
| NEWCOTRA, Inc. | Corporation | DE | Infra |
| Fischbach and Moore, Incorporated | Corporation | NY | Infra |
| Fischbach and Moore Electrical Contracting Inc. | Corporation | DE | Infra |
| T.H. Green Electric Co., Inc. | Corporation | NY | Infra |
| Trinity Industries, Inc. | Corporation | DE | Infra |
| OSP Consultants, Inc. | Corporation | VA | Infra |
| International Communications Services, Inc. | Corporation | NV | Infra |
| OSP Inc. | Corporation | VA | Infra |
| OSP Servicios, S.A. de C.V. | S.A. de C.V. | Mexico | Inact |
| OSP Telecom, Inc. | Corporation | DE | Infra |
| OSP Telecomm de Mexico, S.A. de C.V. | S.A. de C.V. | Mexico | Inact |
| OSP Telcom de Colombia, LTDA | LTDA | Colombia | Inact |
| OSP Telecommunications, Ltd. | Limited | Bermuda | Inact |
| RJE Telecom, Inc. | Corporation | FL | Infra |
| Utility Locate & Mapping Services, Inc. | Corporation | VA | Infra |
| Universal Network Services, Inc. (49% interest) | Corporation | CA | Infra |
| Dashiell Holdings Corp. | Corporation | DE | Infra |
| Dashiell Corporation | Corporation | TX | Infra |
| Dacon Corporation | Corporation | TX | Infra |
| VSI Group Inc. | Corporation | DE | Infra |
| International Vital Solutions Group, Inc. | Corporation | MD | Infra |
| Michigan Trenching Service, Inc. | Corporation | MI | Infra |
| Lyons Equipment, Inc. | Corporation | MI | Infra |
| M.J. Electric, Inc. | Corporation | DE | Infra |
| Electric Services, Inc. | Corporation | DE | Infra |
| EIS Investments, LLC | LLC | DE | Infra |
| WCB Services, LLC (49% interest) | LLC | OK | Infra |
| Adwin Equipment Company | Corporation | PA | Energ |
| Kinetic Ventures Fund I, LLC (22.22% interest), and Kinetic Ventures Fund II, LLC (17.64% interest) | LLC | DE | Inves Rel Com |

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 Ventures and Exelon Generation and their subsidiaries can be found in the following document:

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

| | | | |
|--------------------|-----------------|-----|-----|
| | Electric Energy | Gas | |
| Total Annual Sales | | KWh | Mcf |

Interstate Transactions:

Name of State

Delivered Out of State

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Received from Out of State

Exelon Ventures and Exelon Generation are not engaged in the transmission of electric energy or gas in interstate commerce.

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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 JANUARY 1, 2001

| Name of Obligor | Title of Issue | Amount Authorized | Amount Issued Less Retired |
|-----------------------------|--|-------------------|-------------------------------|
| UNICOM MECHANICAL SERVICES | Note, 8.750% Due March 31, 2001 | 19,085 | 2,371 |
| UNICOM MECHANICAL SERVICES | Note, 8.900% Due April 30, 2001 | 19,085 | 2,960 |
| UNICOM MECHANICAL SERVICES | Note, 2.900% Due October 1, 2002 | 19,410 | 12,059 |
| UNICOM THERMAL TECHNOLOGIES | Guaranteed Senior Notes 7.680% Due June 30, 2023 | 11,523,000 | 11,523,000 |
| UNICOM THERMAL TECHNOLOGIES | Guaranteed Senior Notes 9.090% Due January 31, 2020 | 28,000,000 | 28,000,000 |
| UNICOM THERMAL TECHNOLOGIES | UTT National Power Equipment Group Obligation, 8.000% Due April 1, 2015 | 2,098,200 | 1,145,476 |
| Exelon Generation | Pollution Control Notes Delaware County Series 1993-A, 4.5935% Due August 1, 2016 | 24,125,000 | 24,125,000 |
| Exelon Generation | Pollution Control Notes Salem County Series 1993-A, 3.8774% Due March 1, 2025 | 23,000,000 | 23,000,000 |
| Exelon Generation | Pollution Control Notes Montgomery County Series 1994-A, 4.2160% Due June 1, 2029 | 82,560,000 | 82,560,000 |
| Exelon Generation | Pollution Control Notes Montgomery County Series 1994-B, 4.3000% | 13,340,000 | 13,340,000 |

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Due June 1, 2029

| | | | |
|-------------------|--|------------|------------|
| Exelon Generation | Pollution Control Notes York County Series 1993-A, 4.5935% Due August 1, 2016 | 18,440,000 | 18,440,000 |
|-------------------|--|------------|------------|

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| | | | |
|-------------------|---|------------|------------|
| Exelon Generation | Pollution Control Notes Montgomery County Series 1996-A, 4.1840% Due March 1, 2034 | 34,000,000 | 34,000,000 |
|-------------------|---|------------|------------|

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).)

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

| ISSUER NAME | TITLE OF ISSUE | AMOUNT AUTHORIZED | AMOUNT RESERVED |
|---|-------------------|----------------------|--------------------|
| ----- | | | |
| Exelon Ventures Company, LLC | | | |
| ----- | | | |
| Exelon Generation Company, LLC | | | |
| PECO Energy Power Company | Com. Stk. | 984,000 | |
| Susquehanna Power Company | Com. Stk. | 1,500,000 | |
| The Proprietors of the Susquehanna Canal | | | |
| Susquehanna Electric Company | Com. Stk. | 1,000 | |
| AmerGen Energy Company, LLC | | | |
| AmerGen Vermont, LLC | | | |
| Exelon (Fossil) Holdings, Inc. | Com. Stk. | 1,000 | |
| Sithe Energies, Inc. | | | |
| Exelon Peaker Development General, LLC | | | |
| Exelon Peaker Development Limited, LLC | | | |
| ExTex LaPorte Limited Patrnership | | | |
| Concomber Ltd | | | |
| ----- | | | |
| Exelon Enterprises Company, LLC | | | |
| Exelon Energy Company | Com. Stk. | 1,000 | - |
| Exelon Energy Ohio, Inc. | Com. Stk. | 1,000 | - |
| AllEnergy Gas & Electric Marketing Company, LLC | | | |
| Texas Ohio Gas, Inc. | | | |
| Exelon Services, Inc. | Com. Stk. | 1,000 | - |
| Systems Engineering and Management Corp. | | | |
| Unicom Power Holdings Inc. | Com. Stk. | 1,000 | - |
| Unicom Power Marketing Inc. | Com. Stk. | 1,000 | - |
| Unicom Healthcare Management Inc. | Class A Com. Stk. | 1,000 | - |
| UT Holdings Inc. | Com. Stk. | 1,000 | - |

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| | | | |
|---|-----------|--------|---|
| Northwind Chicago LLC | | | |
| Unicom Thermal Development Inc. | Com. Stk. | 100 | - |
| Exelon Thermal Technologies, Inc. | Com. Stk. | 100 | - |
| Exelon Thermal Technologies Boston, Inc. | Com. Stk. | 100 | - |
| Northwind Boston LLC | | | |
| Exelon Thermal Technolgoies Houston, Inc. | Com. Stk. | 100 | - |
| Northwind Houston LLC | | | |
| Northwind Houston LP | | | |
| Exelon Thermal Technologies North America, Inc. | Com. Stk. | 3,000 | - |
| Northwind Thermal Technologies Canada Inc. | Com. Stk. | 10,000 | - |
| Unicom Thermal Technologies Canada, Inc. | Com. Stk. | 10,000 | - |
| UTT National Power Inc. | Com. Stk. | 1,000 | - |
| Northwind Midway LLC | | | |
| UTT Nevada Inc. | Com. Stk. | 100 | - |
| Northwind Aladdin LLC | | | |
| Northwind Las Vegas LLC | | | |
| UTT Phoenix, Inc. | Com. Stk. | 1,000 | - |
| Northwind Arizona Development LLC | | | |
| Northwind Phoenix LLC | | | |
| Exelon Communications Holdings, LLC | | | |
| AT&T Wireless PCS of Philadelphia, LLC | | | |
| PHT Holdings, LLC | | | |
| PECO Hyperion Telecommunications | | | |
| Exelon Communications Company, LLC | | | |
| Energy Trading Company | Com. Stk. | 1,000 | |
| Exelon Enterprises Management, Inc. | Com. Stk. | 1,000 | |
| UniGridEnergy, LLC | | | |
| CIC Global, LLC | | | |
| NEON Communications, Inc. | | | |
| VITTS Network Group, Inc. | | | |
| Exelon Capital Partners, Inc. | Com. Stk. | 1,000 | |
| Permits Now (fka Softcomp) | | | |
| OmniChoice.com, Inc. | | | |
| Enertech Capital Partners, II | | | |
| Everest Broadband Networks | | | |
| UTECH Climate Challenge Fund, L.P. | - | - | - |
| Kinetic Ventures I, LLC | - | - | - |

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| | | | |
|--|-----------|-------------|---|
| Kinetic Ventures II, LLC | - | - | - |
| Exelon Infrastructure Services, Inc. | Com. Stk. | 150,000,000 | 1 |
| Exelon Infrastructure Services of Pennsylvania, Inc. | | | |
| EIS Engineering, Inc. | | | |
| P.A.C.E Field Services, LLC | | | |
| P.A.C.E Environmental, LLC | | | |
| Chowns Communications, Inc. | | | |
| Fischbach and Moore Electric, Inc. | | | |
| MRM Technical Group, Inc. | | | |
| Aconite Corporation | | | |
| Gas Distribution Contractors, Inc. | | | |
| Mid-Atlantic Pipeliners, Inc. | | | |
| Mueller Distribution Contractors, Inc. | | | |
| Mueller Energy Services, Inc. | | | |
| Mueller Pipeliners, Inc. | | | |
| Mechanical Specialties Incorporated | | | |
| Rand-Bright Corporation | | | |

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Syracuse Merit Electric, Inc.
NEWCOTRA, Inc.
Fischbach and Moore, Inc.
Fischbach and Moore Electrical Contracting, Inc.
T.H. Green Electric Co., Inc.
Trinity Industries, Inc.
OSP Consultants, Inc.
International Communications Services, Inc.
OSP, Inc.
OSP Servicios, S.A. de C.V.
OSP Telecom, Inc.
OSP Telcomm de Mexico, S.A. de C.V.
OSP Telcom de Colombia, LTDA
OSP Telecommunications, Ltd.
RJE Telecom, Inc.
Utility Locate & Mapping Services, Inc.
Universal Network Services, Inc.
Dashiell Holdings Corp.
Dashiell Corporation
Dacon Corporation
VSI Group Inc
International Vital Solutions Group, Inc.
Michigan Trenching Service, Inc.
Lyons Equipment, Inc.
M.J. Electric, Inc.
Electric Services, Inc.
EIS Investments, LLC
WCB Services, LLC
Adwin Equipment 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 Ventures and Exelon Generation 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).

OTHER SECURITIES

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- (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 Ventures and Exelon Generation. 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.

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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 date as the information furnished in Item 8.

As of December 31, 2000

| Name of Company | Number of Common Shares Owned | % Voting Power | Issued Value (|
|--------------------------------|----------------------------------|----------------|-------------------|
| ----- | | | |
| Exelon Ventures Company, LLC | | 100% | |
| Exelon Generation Company, LLC | | 100% | 4,551,000 |
| PECO Energy Power Company | 984,000 | 100% | 24,600 |
| Susquehanna Power Company | 1,273,000 | 100% | 47,040 |

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| | | | |
|---|-------|------------|-------------|
| The proprietors of the Susquehanna Canal | | 100% | N/ |
| Susquehanna Electric Company | 1,000 | 100% | 10,000 |
| AmerGen Energy Company, LLC | | 50% | |
| AmerGen Venture, LLC | | 100% | |
| Exelon (Fossil) Holdings, Inc. | | 100% | |
| Sithe Energies, Inc. | | 49.90% | |
| Exelon Peaker Development General, LLC | | 100% | N/ |
| Exelon Peaker Development Limited, LLC | | 100% | N/ |
| ExTex LaPorte Limited Partnership | | 1% EP Gen | N/ |
| | | 99% EP Lim | N/ |
| Concomber Ltd | | 100% | 1,200 |
| Exelon Enterprises Company, LLC | 100 | 100% | 873,519,290 |
| Exelon Energy Company | 100 | 100% | (21,640) |
| Exelon Energy Ohio, Inc. | 1,000 | 100% | 13,940 |
| AllEnergy Gas & Electric Marketing Company, LLC | N/A | 100% | 22,850 |
| Texas Ohio Gas, Inc. | | 100% | (400) |
| Exelon Mechanical Services, Inc. | 100 | 100% | 33,540 |
| Systems Engineering and Management Corporation, Inc | 874 | 100% | 7,100 |
| Unicom Power Holdings, Inc. | 100 | 100% | (16,010) |
| Unicom Power Marketing, Inc. | 100 | 100% | N/ |
| Unicom Healthcare Management, Inc. | 1,110 | 100% | 1,700 |
| UT Holdings, Inc. | 100 | 100% | (142,320) |
| Northwind Chicago, LLC | N/A | 100% | (5,640) |
| Unicom Thermal Development, Inc. | 100 | 100% | (4,680) |
| Exelon Thermal Technologies, Inc. | 100 | 100% | (81,510) |
| Exelon Thermal Technologies Boston, Inc. | 100 | 100% | (4,310) |
| Northwind Boston, LLC | N/A | 25% | (11,550) |
| Exelon Thermal Technologies Houston, Inc. | 100 | 100% | (760) |
| Northwind Houston, LLC | N/A | 25% | 120 |
| Northwind Houston, LP | N/A | 25% | 13,630 |
| Exelon Thermal Technologies North America, Inc. | 10 | 100% | (3,060) |
| Northwind Thermal Technologies Canada, Inc. | 10 | 100% | (1,800) |
| Unicom Thermal Technologies, Canada Inc. | 10 | 100% | (1,010) |
| UTT National Power, Inc. | 100 | 100% | (540) |
| Northwind Midway, LLC | N/A | 100% | N/ |
| UTT Nevada, Inc. | 100 | 100% | (170) |
| Northwind Aladdin, LLC | N/A | 75% | 12,000 |
| Northwind Las Vegas, LLC | N/A | 50% | 340 |
| UTT Phoenix, Inc. | 100 | 100% | N/ |
| Northwind Arizona Development, LLC | N/A | 50% | N/ |
| Northwind Phoenix, LLC | N/A | 50% | N/ |
| Exelon Communications Holdings, LLC | | 100% | 439,160 |
| AT&T Wireless PCS of Philadelphia, LLC | | 49% | |
| PHT Holdings, LLC | | 100% | 56,620 |
| PECO Hyperion Telecommunications | | 49% | |
| Exelon Communications Company, LLC | | 100% | 149,280 |
| Energy Trading Company | | 100% | 740 |
| Exelon Enterprises Management, Inc. | | 100% | 95,600 |
| UniGridEnergy, LLC | | 50% | |
| CIC Global, LLC | | 50% | |
| NEON Communications, Inc. | | 10% | |

| | |
|--------------------------------------|------|
| VITTS Network Group, Inc. | 20% |
| Phoenix Foods, LLC | 5% |
| Exelon Capital Partners, Inc. | 100% |
| Permits Now (fka Softcomp) | 16% |
| OmniChoice.com, Inc. | 30% |
| Enertech Capital Partners II | 11% |
| Everest Broadband Networks | 15% |
| Exelon Infrastructure Services, Inc. | |

32,96