

Form U-5A

NOTIFICATION OF REGISTRATION

Filed under Section 5(a) of the Public Utility
Holding Company Act of 1935

Exelon Corporation

Name of Registrant

The undersigned holding company hereby notifies the Securities and Exchange Commission that it registers under and pursuant to the provisions of Section 5(a) of the Public Utility Holding Company Act of 1935 and furnishes the following information as to the registrant and subsidiary companies thereof:

(1) Exact name of registrant: Exelon Corporation

(2) Address of principal executive offices: 10 South Dearborn Street, 37th Floor, Chicago, Illinois 60603

(3) Name and address of officer to whom notices and communications should be addressed:

Ruth Ann M. Gillis
Exelon Corporation
10 South Dearborn Street, 37th Floor,
Chicago, Illinois 60603

(4) Certain information regarding the registrant and each subsidiary company thereof (indented to reflect parent-subsubsidiary relationships). The parent-subsubsidiary relationships set forth below does not assume the consummation of the realignment of certain of Exelon's non-utility subsidiary companies as contemplated by Exelon's Application-Declaration in File No. 1.070-09645 ("Merger U-1") and as authorized by the Commission in its order dated October 19, 2000 approving such Application-Declaration.

EXELON CORPORATION & SUBSIDIARIES

Name of Company	Organization	State	Type of Business
Commonwealth Edison Company	Corporation	IL	Electric Utility
Commonwealth Edison Company of Indiana, Inc.	Corporation	IN	Energy-related
ComEd Financing I	Trust	DE	Financing
ComEd Financing II	Trust	DE	Financing
ComEd Funding, LLC	LLC	DE	Financing
ComEd Transitional Funding Trust	Trust	DE	Financing
Commonwealth Research Corporation	Corporation	IL	Energy/Utility related

Name of Company	Organization	State	Type of Business
Concomber Ltd	Limited	Bermuda	Captive Insurance Company
Edison Development Company	Corporation	DE	Real Estate
Edison Development Canada Inc.	Corporation	Canada	Land Development
Edison Finance Partnership	Partnership	Canada	Financing
Unicom Assurance Company Ltd.	Company	Bermuda	Captive Insurance Company
Unicom Enterprises, Inc.	Corporation	IL	Energy Services
Unicom Energy Services Inc.	Corporation	IL	Energy-related
Unicom Energy Inc.	Corporation	DE	Energy-related
Unicom Energy Ohio, Inc.	Corporation	DE	Energy-related
Unicom Mechanical Services, Inc.	Corporation	IL	Energy Services
Building Automated Systems and Services, Inc.	Corporation	MI	Energy Services
Bumler Heating and Specialties, Inc.	Corporation	MI	Energy Services
Metropolitan Mechanical Contractors, Inc.	Corporation	MN	Energy Services
Hoekstra Building Automation, Inc.	Corporation	IL	Energy Services
Access Systems, Inc.	Corporation	IL	Energy Services
Buckeye Acquisition Corporation	Corporation	DE	Energy Services
Reliance Mechanical Corp.	Corporation	OH	Energy Services
Unicom Power Holdings Inc.	Corporation	DE	Energy-related
Unicom Power Marketing Inc.	Corporation	DE	Energy-related
Unicom Healthcare Management Inc.	Corporation	IL	Medical Plan Liabilities
UT Holdings Inc.	Corporation	DE	Energy systems
Northwind Chicago LLC (50% interest)	LLC	DE	Energy systems
Unicom Thermal Development Inc.	Corporation	DE	Energy systems
Unicom Thermal Technologies Inc.	Corporation	IL	Energy systems
Unicom Thermal Technologies Boston Inc.	Corporation	DE	Energy systems
Northwind Boston LLC (25% interest)	LLC	MA	Energy systems
Unicom Thermal Technologies Houston Inc.	Corporation	DE	Energy systems
Northwind Houston LLC (25% interest)	LLC	DE	Energy systems
Northwind Houston LP (25% interest)	Limited Partnership	DE	Energy systems
Unicom Thermal Technologies North America Inc.	Corporation	DE	Energy systems
Northwind Thermal Technologies Canada Inc.	Corporation	Canada	Energy systems
Unicom Thermal Technologies Inc.	Corporation	Canada	Energy systems
UTT National Power Inc.	Corporation	IL	Energy systems
Northwind Midway LLC	LLC	DE	Energy systems
UTT Nevada Inc.	Corporation	NE	Energy systems
Northwind Aladdin LLC (75% interest)	LLC	NV	Energy systems
Northwind Las Vegas LLC (50% interest)	LLC	NV	Energy systems
UTT Phoenix, Inc.	Corporation	DE	Energy systems
Northwind Arizona Development LLC (50% interest)	LLC	DE	Energy systems
Northwind Phoenix LLC (50% interest)	LLC	DE	Energy systems
Unicom Investment Inc.	Corporation	IL	Tax advantaged transactions
Scherer Holdings 1, LLC	LLC	DE	Tax advantaged transactions
Scherer Holdings 2, LLC	LLC	DE	Tax advantaged transactions
Scherer Holdings 3, LLC	LLC	DE	Tax advantaged transactions
Spruce Holdings G.P. 2000, LLC	LLC	DE	Tax advantaged transactions
Spruce Holdings L.P. 2000, LLC	LLC	DE	Tax advantaged transactions
Spruce Equity Holdings, L.P. (1% interest held by Spruce GP and 99% by Spruce LP)	Limited Partnership	DE	Tax advantaged transactions
Spruce Holdings Trust (sole beneficiary is Spruce Equity Holdings L.P.)	Statutory Business Trust	DE	Tax advantaged transactions
Wansley Holdings 1, LLC	Statutory Business Trust	DE	Tax advantaged transactions
Wansley Holdings 2, LLC	Statutory Business Trust	DE	Tax advantaged transactions
Unicom Resources Inc.	Corporation	IL	Inactive
Boston Financial Institutional Tax Credit Fund X (approximately 11% interest)	Corporation	IL	Tax advantaged transactions
Boston Financial Institutional Tax Credit Fund XIX (approximately 14% interest)	Limited Partnership	MA	Tax advantaged transactions
Related Corporate Partners XII, L.P. (approximately 36% interest)	Limited Partnership	DE	Tax advantaged transactions
Boston Capital Corp. XIV (approximately 44% interest)	Limited Partnership	MA	Tax advantaged transactions
Boston Financial Institutional Tax Credit Fund XXI (approximately 27% interest)	Limited Partnership	MA	Tax advantaged transactions
Related Corporate Partners XIV, L.P. (approximately 16%)	Limited Partnership	DE	Tax advantaged transactions
Summit Corporate Tax Credit Fund II (approximately 33% interest)	Limited Partnership	WA	Tax advantaged transactions
USA Institutional Tax Credit Fund XXII (approximately 30% interest)	Limited Partnership	DE	Tax advantaged transactions
UTECH Climate Challenge Fund, L.P. (approximately 24% interest)	Limited Partnership	DE	Energy-related
Utility Competitive Advantage Fund I, LLC (approximately 11.11% interest)	LLC	DE	Investment (holdings are Energy-related or Telecommunications)

Name of Company	Organization	State	Type of Business
Utility Competitive Advantage Fund II, LLC (approximately 17.64% interest)	LLC	DE	Investment (holdings are Energy-related or Telecommunications)
PECO Energy Company	Corporation	PA	Electric and Gas Utility
PECO Energy Capital Corp.	Corporation	DE	Financing
PECO Energy Capital, L.P. (3% interest)	Limited Partnership	DE	Financing
PECO Energy Capital Trust II	Trust	DE	Financing
PECO Energy Capital Trust III	Trust	DE	Financing
PECO Energy Transition Trust	Statutory Business Trust	DE	Financing
PECO Energy Power Company	Corporation	PA	Utility
Susquehanna Power Company	Corporation	MD	Utility
The Proprietors of the Susquehanna Canal	Corporation	MD	Inactive
Susquehanna Electric Company	Corporation	MD	Utility
AmerGen Energy Company, LLC (50% interest)	LLC	DE	Exempt Wholesale Generator
AmerGen Vermont, LLC	LLC	VT	Exempt Wholesale Generator
PECO Wireless, LLC	LLC	DE	Telecommunications/Financing
AT&T Wireless PCS of Philadelphia, LLC (49% interest)	LLC	DE	Telecommunications
ATNP Finance Company	Corporation	DE	Financing
PEC Financial Services, LLC	LLC	PA	Financing
PECO Hyperion Telecommunications (50% interest)	General Partnership	PA	Telecommunications
Eastern Pennsylvania Development Company ("EPDC")	Corporation	PA	Real Estate
Adwin Realty Company ("ARCO")	Corporation	PA	Real Estate
Ambassador II Joint Venture (50% interest)	Partnership	PA	Real Estate
Bradford Associates (50% interest)	Partnership	PA	Real Estate
Franklin Town Towers Associates	Partnership	PA	Real Estate
Henderson Ambassador Associates (50% interest)	Partnership	PA	Real Estate
Riverwatch Associates (1% interest held by EPDC and 99% by ARCO)	Partnership	PA	Real Estate
Route 724 (1% interest held by EPDC and 99% by ARCO)	Partnership	PA	Real Estate
Signa Joint Venture (1% interest held by EPDC and 99% by ARCO)	Partnership	PA	Real Estate
Energy Assets (10% interest)	Corporation	PA	Energy-related
Global EPS LLC (50% interest)	LLC	TX	Inactive
Exelon (Fossil) Holdings, Inc.	Corporation	DE	Inactive
Exelon Peaker Development General, LLC	LLC	DE	Inactive
Exelon Peaker Development Limited, LLC	LLC	DE	Inactive
Energy Trading Company	Corporation	DE	Investment
ExelonVentures Corp.	Corporation	PA	Investment
UniGrid Energy LLC (50% interest)	LLC	DE	Energy-related
CIC Global, LLC (50% interest)	LLC	DE	Telecommunications
Exelon Capital Partners, Inc.	Corporation	DE	Investment (investments in Energy-related and Telecommunications)
Extant, Inc. (approximately 12% interest)	Corporation	DE	
Permits Now (approximately 14.9% interest)	Corporation	MD	
VITTS Network Group, Inc. (approximately 16.8% interest)	Corporation	DE	
OmniChoice.com, Inc. (approximately 34.88% interest)	Corporation	DE	
Utility Competitive Advantage Fund I, LLC (approximately 16.35% interest)	LLC	DE	Investment (holdings are Energy-related or Telecommunications)
Exelon Infrastructure Services, Inc. (approximately 95% interest)	Corporation	DE	Infrastructure Services
Exelon Infrastructure Services of PA, Inc.	Corporation	DE	Infrastructure Services
Chowns Communications, Inc.	Corporation	DE	Infrastructure Services
Fischbach and Moore Electric, Inc.	Corporation	DE	Infrastructure Services
MRM Technical Group, Inc.	Corporation	DE	Infrastructure Services
Aconite Corporation	Corporation	MN	Infrastructure Services
Gas Distribution Contractors, Inc.	Corporation	MO	Infrastructure Services
Mid-Atlantic Pipeliners, Inc.	Corporation	DE	Infrastructure Services

Name of Company	Organization	State	Type of Business
Mueller Distribution Contractors, Inc.	Corporation	GA	Infrastructure Services
Mueller Energy Services, Inc.	Corporation	NY	Infrastructure Services
Mueller Pipeliners, Inc.	Corporation	DE	Infrastructure Services
Mechanical Specialties Incorporated	Corporation	WI	Infrastructure Services
Rand-Bright Corporation	Corporation	WI	Infrastructure Services
Syracuse Merit Electric, Inc.	Corporation	DE	Infrastructure Services
NEWCOTRA, Inc.	Corporation	DE	Infrastructure Services
Fischbach and Moore, Incorporated	Corporation	NY	Infrastructure Services
Fischbach and Moore Electrical Contracting Inc.	Corporation	DE	Infrastructure Services
T.H. Green Electric Co., Inc.	Corporation	NY	Infrastructure Services
Trinity Industries, Inc.	Corporation	DE	Infrastructure Services
OSP Consultants, Inc.	Corporation	VA	Infrastructure Services
International Communications Services, Inc.	Corporation	NV	Infrastructure Services
OSP Inc.	Corporation	VA	Infrastructure Services
OSP Servicios, S.A. de C.V.	S.A. de C.V.	Mexico	Inactive
OSP Telecom, Inc.	Corporation	DE	Infrastructure Services
OSP Telecomm de Mexico, S.A. de C.V.	S.A. de C.V.	Mexico	Inactive
OSP Telcom de Colombia, LTDA	LTDA	Colombia	Inactive
OSP Telecommunications, Ltd.	Limited	Bermuda	Inactive
RJE Telecom, Inc.	Corporation	FL	Infrastructure Services
Utility Locate & Mapping Services, Inc.	Corporation	VA	Infrastructure Services
Dashiell Holdings Corp.	Corporation	DE	Infrastructure Services
Dashiell Corporation	Corporation	TX	Infrastructure Services
Dacon Corporation	Corporation	TX	Infrastructure Services
VSI Group Inc.	Corporation	DE	Infrastructure Services
International Vital Solutions Group, Inc.	Corporation	MD	Infrastructure Services
Michigan Trenching Service, Inc.	Corporation	MI	Infrastructure Services
Lyons Equipment, Inc.	Corporation	MI	Infrastructure Services
Adwin Equipment Company	Corporation	PA	Energy-related
Horizon Energy Company	Corporation	PA	Inactive (Energy-related)
East Coast Natural Gas Cooperative LLC (approximately 41.12% interest)	LLC	DE	Energy Services

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the registrant has caused this Notification of Registration to be duly signed on its behalf in the City of Chicago and State of Illinois on the 20th day of October, 2000.

EXELON CORPORATION

By: /s/ Ruth Ann M. Gillis

Name: Ruth Ann M. Gillis
Title: Senior Vice President

(Seal)
Attest:

/s/ Katherine K. Combs

Katherine K. Combs
Vice President and Corporate
Secretary

VERIFICATION

State of Illinois
County of Cook

The undersigned being duly sworn deposes and says that she has duly executed the attached Notification of Registration dated October 20, 2000 for and on behalf of Exelon Corporation; that she is the Senior Vice President 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 she is familiar with such instrument and the contents thereof, and that the facts therein set forth are true to the best of her knowledge, information and belief.

By: /s/ Ruth Ann M. Gillis

Name: Ruth Ann M. Gillis

(OFFICIAL SEAL)
Subscribed and sworn to before me, a notary public this 20th day of October, 2000

/s/ Mary L. Kwilos

My commission expires October 26, 2001

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

In the Matter of)
Exelon Corporation)
(Public Utility Holding) File No. 70-9645
Company Act of 1935)

CERTIFICATE OF NOTIFICATION

This Certificate of Notification is filed by Exelon Corporation ("Exelon"), a Pennsylvania Corporation, in connection with the following transactions proposed in Exelon's Form U-1, as amended (the "Application-Declaration"), and authorized by Order of the Securities and Exchange Commission (the "Commission") dated October 19, 2000 (the "Order"), in this file (Release No. 35-70-9645). Capitalized terms used herein without definition have the meaning ascribed to them in the Application-Declaration or the Amended and Restated Agreement and Plan of Exchange and Merger between Unicom Corporation ("Unicom") and PECO Energy Company ("PECO") (the "Merger Agreement"). Exelon Corporation hereby certifies pursuant to Rule 24:

- a. That Exelon has acquired common stock of (i) Commonwealth Edison Company ("ComEd"), a subsidiary of Unicom, (ii) PECO, and (iii) the utility subsidiaries of ComEd and PECO identified in the Application-Declaration.
- b. That Exelon has issued of its common stock in exchange for (i) the outstanding shares of common stock of PECO in the First Step Share Exchange and (ii) the outstanding shares of common stock of Unicom in the Second Step Merger.
- c. That Exelon adopted a service agreement to permit, under Section 13 of the Act and the rules of the Securities and Exchange Commission thereunder, Exelon Business Services Company to render services to Exelon's utility and non-utility subsidiaries.
- d. That PECO retains the gas utility business of PECO as an "additional system within the meaning of Section 11 of the Act.
- e. That Exelon retains directly or indirectly Unicom's and PECO's existing non-utility business.
- f. That except as noted the transactions described in the Application-Declaration have been completed.
- g. As set forth in the Application-Declaration the transactions (the "Restructurings") which will result in (i) the creation of Genco as the holder of the generating assets of ComEd and PECO, (ii) the creation of Exelon Energy Delivery Company as a holding company for ComEd and PECO and their subsidiaries, (iii) the creation of Exelon Ventures Company as a holding company for Genco, (iv) the Conowingo Companies becoming direct and indirect subsidiaries of Genco, and (v) the creation of Exelon Enterprises Company LLC which will hold Exelon's non-utility subsidiaries will be completed within one year.

Because the transactions will be consummated by several steps, the "past tense" opinion will be filed at the completion of the last step (expected to be the Restructurings) as permitted by Instruction F(2) to Form U-1.

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, as amended, the undersigned company has duly caused this document to be signed on its behalf by the undersigned thereunto duly authorized.

Exelon Corporation

By: /s/ Ruth Ann M. Gillis

Ruth Ann M. Gillis
Senior Vice President

Dated: October 20, 2000