

EXELON CORP
Form U-9C-3
March 29, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM U-9C-3
QUARTERLY REPORT PURSUANT TO RULE 58
FOR THE QUARTER ENDED DECEMBER 31, 2004
EXELON CORPORATION
10 South Dearborn Street
37th Floor
P.O. Box 805379
Chicago, IL 60680-5379

Inquiries concerning this Form U-9C-3
should be directed to:

Scott Peters
Exelon Corporation
10 South Dearborn Street
38th Floor
P.O. Box 805379
Chicago, IL 60680-5379

TABLE OF CONTENTS

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| | | |
|-------------|--|-------------|
| Item Number | | Page Number |
| 1 | Organization Chart | 3 |
| 2 | Issuances and Renewals of Securities and Capital Contributions | |
| | Part I - Issuances and Renewals of Securities and Capital Contributions | 3 |
| | Part II - Capital Contributions | 3 |
| 3 | Associate Transactions | |
| | Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies | 4 |
| | Part II - Transactions Performed by Associate Companies On Behalf of Reporting Companies | 4 |
| 4 | Summary of Aggregate Investment | 5 |
| 5 | Other Investments | 6 |
| 6 | Financial Statements and Exhibits | 7 |
| | Signature | 10 |

2

ITEM 1. ORGANIZATION CHART

Not required for the fourth quarter of the calendar year.

ITEM 2.

Part I. ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS
(in thousands)

| Company Issuing Securities (Borrower) | Type of Security Issued | Principal Amount of Security | Issue or Renewal | Cost of Capital | Person to Whom Security Was Issued (Lender) |
|---------------------------------------|-------------------------|------------------------------|------------------|----------------------------|---|
| II Services, Inc. | Revolving credit | \$ 73 | Issue | LIBOR plus 50 basis points | F&M Holdings Company, LLC |
| Exelon Services, Inc | Revolving credit | \$5,283 | Issue | LIBOR plus 50 basis points | Exelon Enterprises Company, LLC |
| Fischbach & Moore Electric, Inc. | Revolving credit | \$1,100 | Issue | LIBOR plus 50 basis points | F&M Holdings Company, LLC |

Part II. CAPITAL CONTRIBUTIONS

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(in thousands)

| Company Contributing Capital | Company Receiving Capital | Amount o |
|---------------------------------|---------------------------|----------|
| Exelon Generation Company, LLC | Exelon Power Labs, LLC | |
| Exelon Generation Company, LLC | ExTex Marketing, LLC | |
| ExTex Marketing, LLC | ExTex Power, LP | |
| Exelon Enterprises Company, LLC | F&M Holdings Company, LLC | |

3

ITEM 3. ASSOCIATE TRANSACTIONS

Part I. Transactions Performed by Reporting Companies on Behalf of Associate Companies
(in thousands)

| Reporting Company | Associate Company | Types of Services Rendered | Direct Costs Charged | Indirect Costs Charged | Cost o |
|------------------------|----------------------------------|--|----------------------|------------------------|--------|
| Rendering Services | Receiving Services | | | | Capita |
| Exelon Power Labs, LLC | Exelon Business Services Company | Measuring & test equipment, technical services - PECO | 92 | | |
| Exelon Power Labs, LLC | Exelon Business Services Company | Measuring & test equipment, technical services - ComEd | 95 | 33 | |
| Exelon Power Labs, LLC | Exelon Generation Company, LLC | Measuring & test equipment, technical services | 1,034 | 321 | |
| Exelon Power Labs, LLC | AmerGen | Measuring & test equipment, technical services | 342 | 88 | |

Part II. Transactions Performed by Associate Companies on Behalf of Reporting Companies (in thousands)

None.

ITEM 4. SUMMARY OF AGGREGATE INVESTMENT
 December 31, 2004
 (in thousands)

Investments in energy-related companies:

| | |
|---|--------------|
| Total consolidated capitalization of Exelon Corporation as of December 31, 2004 | \$23,103,000 |
| Total capitalization multiplied by 15% (line 1 multiplied by 0.15) | 3,465,450 |
| Greater of \$50 million or line 2 | 3,465,050 |
| Total current aggregate investment subsequent to October 20, 2000 (categorized by major line of energy-related business): | |
| Energy-related business category 2 | \$ 367,851 |
| Energy-related business category 5 | 177,631 |
| Energy-related business category 7 | 347,579 |
| Energy-related business category 9 | 9,738 |
| Energy-related business category 10 | 23,217 |
| Total current aggregate investment | 926,016 |
| | ----- |
| Difference between the greater of \$50 million or 15% of capitalization and the total aggregate investment of the registered holding company system (line 3 less line 4) | \$ 2,539,434 |
| | ===== |

Investments in gas-related companies:

NONE

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ITEM 5. OTHER INVESTMENTS

Filed under confidential treatment pursuant to Rule 104(b).

6

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

A. Financial Statements

- (1) Exhibit A-1 Statement of Income of Exelon Services, Inc. for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (2) Exhibit A-2 Balance Sheet of Exelon Services, Inc. at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (3) Exhibit A-3 Statement of Income of Exelon Thermal Holdings, Inc. for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (4) Exhibit A-4 Balance Sheet of Exelon Thermal Holdings, Inc. at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (5) Exhibit A-5 Statement of Income of Unicom Power Marketing, Inc. for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (6) Exhibit A-6 Balance Sheet of Unicom Power Marketing, Inc. at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (7) Exhibit A-7 Statement of Income of Adwin Equipment Company for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (8) Exhibit A-8 Balance Sheet of Adwin Equipment Company at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (9) Exhibit A-9 Statement of Income of F&M Holdings Company, LLC for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (10) Exhibit A-10 Balance Sheet of F&M Holdings Company, LLC at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (11) Exhibit B-1 Statement of Income of Penesco Company, LLC for three months and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (12) Exhibit B-2 Balance Sheet of Penesco Company, LLC at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).

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- (13) Exhibit B-3 Statement of Income of Cenesco Company, LLC for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (14) Exhibit B-4 Balance Sheet of Cenesco Company, LLC at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (15) Exhibit B-5 Statement of Income of Exelon Allowance Management Company, LLC for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).

7

- (16) Exhibit B-6 Balance Sheet of Exelon Allowance Management Company, LLC at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (17) Exhibit B-7 Statement of Income of ExTex Marketing, LLC for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (18) Exhibit B-8 Balance Sheet of ExTex Marketing, LLC at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (19) Exhibit B-9 Statement of Income of Exelon New England Power Marketing LP for the three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (20) Exhibit B-10 Balance Sheet of Exelon New England Power Marketing LP at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (21) Exhibit B-11 Statement of Income of Exelon Hamilton, LLC for the three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (22) Exhibit B-12 Balance Sheet of Exelon Hamilton, LLC at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (23) Exhibit B-13 Statement of Income of Exelon Energy Company for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (24) Exhibit B-14 Balance Sheet of Exelon Energy Company at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (25) Exhibit B-15 Statement of Income of Exelon PowerLabs, LLC for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (26) Exhibit B-16 Balance Sheet of Exelon PowerLabs, LLC at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (27) Exhibit B-17 Statement of Income of ENEH Services, LLC for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).

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- (28) Exhibit B-18 Balance Sheet of ENEH Services, LLC at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
 - (29) Exhibit B-19 Statement of Income of ExTex Retail Services Company, LLC for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
 - (30) Exhibit B-20 Balance Sheet of ExTex Retail Services Company, LLC at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
 - (31) Exhibit B-21 Statement of Income of North America Power Services, Inc. for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
 - (32) Exhibit B-22 Balance Sheet of North America Power Services, Inc. at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- 8
- (33) Exhibit B-23 Statement of Income of Sithe Overseas Power Services, Ltd. for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
 - (34) Exhibit B-24 Balance Sheet of Sithe Overseas Power Services, Ltd. at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
 - (35) Exhibit B-25 Statement of Income of Sithe Energy Management Services, Inc. for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
 - (36) Exhibit B-26 Balance Sheet of Sithe Energy Management Services, Inc. at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
 - (37) Exhibit B-27 Statement of Income of Sithe Energy Management Services II, Inc. for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
 - (38) Exhibit B-28 Balance Sheet of Sithe Energy Management Services II, Inc. at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
 - (39) Exhibit C-1 Statement of Income of Exelon Synfuel I, LLC for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
 - (40) Exhibit C-2 Balance Sheet of Exelon Synfuel I, LLC at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
 - (41) Exhibit C-3 Statement of Income of Exelon Synfuel II, LLC for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
 - (42) Exhibit C-4 Balance Sheet of Exelon Synfuel II, LLC at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).

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- (43) Exhibit C-5 Statement of Income of Exelon Synfuel III, LLC for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (44) Exhibit C-6 Balance Sheet of Exelon Synfuel III, LLC at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (45) Exhibit C-7 Statement of Income of Horizon Energy Company for three and twelve months ended December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).
- (46) Exhibit C-8 Balance Sheet of Horizon Energy Company at December 31, 2004 - filed under confidential treatment pursuant to Rule 104(b).

B. Exhibits

None.

9

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, Exelon Corporation has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: March 29, 2005

Exelon Corporation
Registrant

By: /s/ Matthew F. Hilzinger

Vice President and
Corporate Controller

With the above signature, I also hereby certify that the corresponding report on Form U-9C-3 for the twelve months ended December 31, 2004 has been filed with Exelon Corporation's interested state commissions whose names and addresses are listed below.

Donna Caton, Chief Clerk
Illinois Commerce Commission
527 East Capitol Avenue
Springfield, Illinois 62706

James J. McNulty, Secretary

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Pennsylvania Public Utility Commission
P.O. Box 3265
Harrisburg, Pennsylvania 17105-3265