BROOKS THOMAS V

Form 4

February 28, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

burden hours per response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * **BROOKS THOMAS V**

(First)

(State)

2. Issuer Name and Ticker or Trading

Symbol

CONSTELLATION ENERGY

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

GROUP INC [CEG]

(Middle)

(Zin)

3. Date of Earliest Transaction

Director _X__ Officer (give title

10% Owner _ Other (specify

750 E. PRATT STREET

(Month/Day/Year)

02/24/2005

below) Pres. - CECG; Exec. VP - CEG

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

BALTIMORE, MD 21202

(City)	(State) (Table	e I - Non-D	erivative S	ecuriti	ies Acq	puired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		
		(World Day Tear)	Code V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock	02/24/2005		A(1)	14,717	A	\$0	66,766.595	D	
Common Stock	02/24/2005		A(2)	24,529	A	\$0	91,744 (3)	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (right to buy) (4)	\$ 50.96	02/24/2005		A	98,300	<u>(5)</u>	02/24/2015	Common Stock	98,300

Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

BROOKS THOMAS V 750 E. PRATT STREET BALTIMORE, MD 21202

Pres. - CECG; Exec. VP - CEG

Signatures

Thomas V. 02/28/2005 Brooks

**Signature of Date Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Reflects award of restricted stock units that will pay dividends which will be reinvested. These stock units are subject to a five-year sale restriction period.
- (2) Reflects award of service-based restricted stock which will vest in three equal annual installments on 2/24/06, 2/24/07, and 2/24/08.
- (3) This amount includes shares obtained through reinvested dividends since the Form 4 filed on 5/4/04.
- (4) These are employee stock options.
- (5) Options vest in three equal annual installments on 2/24/06, 2/24/07, and 2/24/08.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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