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EXELON CORP
Form 35-CERT
August 30, 2002

United States
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

In the Matter of Exelon Corporation

CERTIFICATE OF NOTIFICATION

File No. 70-9645

Public Utility Holding Company Act of 1935 (PUHCA)

Exelon Corporation, a Pennsylvania corporation and registered holding company (Exelon), hereby submits the following Certificate of Notification pursuant to Rule 24. This filing is made pursuant to Exelon's Form U-1 Application-Declaration, as amended (the "Merger U-1") dated October 18, 2000 and the Commission's Order dated October 19, 2000. This certificate reports information concerning associate company services provided during the period from January 1, 2002 through June 30, 2002. Any capitalized terms used herein but not defined have the respective meanings given U-1 or in the Commission's Order.

See attached spreadsheet for:

1. List of companies providing services;
2. List of companies receiving services;
3. A description of the type of services provided;
4. The dollar amount of the services provided, by category;
5. A description of the method of charging for services, i.e., cost, or, if permitted, other than cost;
6. A reference to the agreement under which such services were provided and transfer charges were based.

SIGNATURE

Pursuant to the requirements of PUHCA, the undersigned company has duly caused this document to be signed on its behalf by the undersigned thereunto duly authorized.

Date: August 30, 2002

EXELON CORPORATION

By: /s/ Matthew F. Hilzinger
Vice President and Corporate Controller

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Exelon Corporation - Rule 24 Certificate - Associated Company Transactions - Date f

| Company Providing Services ----- | Company Receiving Services ----- | Description Of Services ----- |
|---|---|--|
| Commonwealth Edison Company | Exelon Business Services Company | Facility Services |
| Commonwealth Edison Company | Exelon Business Services Company | Fleet Services |
| Commonwealth Edison Company | Exelon Business Services Company | Offsite Facility Rental Usage |
| Commonwealth Edison Company | Exelon Business Services Company | PIC Payment Processing & Exceptions |
| Commonwealth Edison Company | Exelon Business Services Company | Printing, mail, copying etc |
| Commonwealth Edison Company | Exelon Business Services Company | Support Services |
| Commonwealth Edison Company | Exelon Business Services Company | Support Services - EPS |
| Commonwealth Edison Company | Exelon Enterprises Company, LLC | Facility Services |
| Commonwealth Edison Company | Exelon Enterprises Company, LLC | PIC Payment Processing & Exceptions |
| Commonwealth Edison Company | Exelon Enterprises Company, LLC | Real Estate Services |
| Commonwealth Edison Company | Exelon Generation Company, LLC | Central Mapping (Blueprin |
| Commonwealth Edison Company | Exelon Generation Company, LLC | Energy Consulting Service |
| Commonwealth Edison Company | Exelon Generation Company, LLC | Engineering Consulting |
| Commonwealth Edison Company | Exelon Generation Company, LLC | Engineering Services |
| Commonwealth Edison Company | Exelon Generation Company, LLC | Equipment Maintenance |
| Commonwealth Edison Company | Exelon Generation Company, LLC | Equipment Metering |

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Exelon Corporation - Rule 24 Certificate - Associated Company Transactions - Date f

| Company Providing Services ----- | Company Receiving Services ----- | Description Of Services ----- |
|---|---|-------------------------------------|
| Commonwealth Edison Company | Exelon Generation Company, LLC | Facility Services |

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| | | |
|-----------------------------|--------------------------------|-------------------------------------|
| Commonwealth Edison Company | Exelon Generation Company, LLC | Fleet Services |
| Commonwealth Edison Company | Exelon Generation Company, LLC | Information Technology Services |
| Commonwealth Edison Company | Exelon Generation Company, LLC | Legislative Services |
| Commonwealth Edison Company | Exelon Generation Company, LLC | Offsite Facility Rental Usage |
| Commonwealth Edison Company | Exelon Generation Company, LLC | PIC Payment Processing & Exceptions |
| Commonwealth Edison Company | Exelon Generation Company, LLC | Printing, mail, copying e |
| Commonwealth Edison Company | Exelon Generation Company, LLC | Real Estate Services |
| Commonwealth Edison Company | Exelon Thermal Holdings Inc. | Offsite Facility Rental Usage |
| Commonwealth Edison Company | PECO Energy Company | Claims Services |
| Commonwealth Edison Company | PECO Energy Company | Communications Services |
| Commonwealth Edison Company | PECO Energy Company | Financial Services |
| Commonwealth Edison Company | PECO Energy Company | Fleet Services |
| Commonwealth Edison Company | PECO Energy Company | Human Resources Services |
| Commonwealth Edison Company | PECO Energy Company | Information Technology Services |
| Commonwealth Edison Company | PECO Energy Company | Marketing Services |

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Exelon Corporation - Rule 24 Certificate - Associated Company Transactions - Date f

| Company Providing Services | Company Receiving Services | Description Of Services |
|-----------------------------|----------------------------|------------------------------|
| Commonwealth Edison Company | PECO Energy Company | Real Estate Services |
| Commonwealth Edison Company | PECO Energy Company | Supply / Purchasing Services |
| Commonwealth Edison Company | PECO Energy Company | Support Services - Executive |
| Commonwealth Edison Company | PECO Energy Company | Training Services |
| Total | | |

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|--------------------------------|----------------------------------|---|
| Exelon Generation Company, LLC | AmerGen Energy Company | 1. Provide AmerGen with operational and back-office support |
| Exelon Generation Company, LLC | ComEd - Energy Delivery | Zion U-1 and U-2 Synchronous Condensers |
| Exelon Generation Company, LLC | PED - Energy Delivery | Operation and Maintenance of 25 cycle Frequency Converters |
| Exelon Generation Company, LLC | PED - Energy Delivery | Mechanical Services - Fabrication and carpentry. Oregon Shops |
| Exelon Generation Company, LLC | Total | |
| PECO Energy Company | Exelon Business Services Company | Purchase / Lease / Maintain Vehicles |
| PECO Energy Company | Exelon Business Services Company | Real Estate Purchase & Lease Trans |
| PECO Energy Company | Exelon Business Services Company | Purchase of Materials / Logistics |
| PECO Energy Company | Exelon Corporate Center | Purchase / Lease / Maintain Vehicles |

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Exelon Corporation - Rule 24 Certificate - Associated Company Transactions - Date f

| Company Providing Services ----- | Company Receiving Services ----- | Description Of Services ----- |
|---|---|--------------------------------------|
| PECO Energy Company | Exelon Corporate Center | Purchase of Materials / Logistics |
| PECO Energy Company | Exelon Corporate Center | Real Estate Purchase & Lease Trans |
| PECO Energy Company | Exelon Corporate Center | Exelon Performance Systems |
| PECO Energy Company | Exelon Enterprises Company, LLC | Purchase of Materials / Logistics |
| PECO Energy Company | Exelon Enterprises Company, LLC | Purchase / Lease / Maintain Vehicles |
| PECO Energy Company | Exelon Enterprises Company, LLC | Real Estate Purchase & Lease Trans |
| PECO Energy Company | Exelon Generation Company | Purchase of Materials / Logistics |

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| | | |
|---------------------|---------------------------|--------------------------------------|
| PECO Energy Company | Exelon Generation Company | Purchase / Lease / Maintain Vehicles |
| PECO Energy Company | Exelon Generation Company | Environmental & Lab Services |
| PECO Energy Company | Exelon Generation Company | Real Estate Purchase & Lease Trans |
| PECO Energy Company | Exelon Generation Company | Technical Support |
| PECO Energy Company | Exelon Generation Company | Claims Processing |
| PECO Energy Company | Exelon Generation Company | Temporary CFO Support |
| PECO Energy Company | Exelon Generation Company | Legislative Services |
| PECO Energy Company | Exelon Generation Company | IT Services - real time support |
| PECO Energy Company | Exelon Generation Company | TM Consulting Services |

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Exelon Corporation - Rule 24 Certificate - Associated Company Transactions - Date f

| Company Providing Services ----- | Company Receiving Services ----- | Description Of Services ----- |
|-------------------------------------|-------------------------------------|--|
| PECO Energy Company | Commonwealth Edison Company | Environmental & Lab Services |
| PECO Energy Company | Commonwealth Edison Company | Training & Methods |
| PECO Energy Company | Commonwealth Edison Company | Purchase of Materials / Logistics |
| PECO Energy Company | Commonwealth Edison Company | Purchase / Lease / Maintain Vehicles |
| PECO Energy Company | Commonwealth Edison Company | Financial Services |
| PECO Energy Company | Commonwealth Edison Company | Claims Processing |
| PECO Energy Company | Commonwealth Edison Company | Communication services |
| PECO Energy Company | Commonwealth Edison Company | Human Resources and Labor Relations Services |
| PECO Energy Company | Commonwealth Edison Company | IT Services - Shared services |
| PECO Energy Company | Commonwealth Edison Company | Energy Acquisition Services - Electric and gas choice. |
| PECO Energy Company | Total | |

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|----------------------------------|-----------------------|----------------------------|
| Exelon Thermal Technologies Inc. | Northwind Midway LLC | Administrative and general |
| Exelon Thermal Technologies Inc. | Northwind Midway LLC | Plant operators |
| Exelon Thermal Technologies Inc. | Northwind Chicago LLC | District cooling |
| Exelon Thermal Technologies Inc. | Northwind Chicago LLC | Administrative and general |

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Exelon Corporation - Rule 24 Certificate - Associated Company Transactions - Date of

| Company Providing Services ----- | Company Receiving Services ----- | Description Of Services ----- |
|---|---|-------------------------------------|
| Exelon Thermal Technologies Inc. | Northwind Chicago LLC | Plant operators |
| Exelon Thermal Technologies Inc. | Northwind Aladdin | Administrative and General |
| Exelon Thermal Technologies Inc. | Northwind Windsor LLC | Administrative and general |
| Exelon Thermal Technologies Inc. | Total | |

- (a) Management Services Agreement between Unicom Thermal Technologies Inc. and Northwind Midway, LLC dated June 25, 1999. SEC Order - Rule 87.
- (b) District Cooling System Use Agreement between Unicom Thermal Technologies, Inc. and Northwind Chicago LLC dated May 19, 2000. SEC Order - Rule 87.
- (c) Management Services Agreement between Unicom Thermal Technologies Inc. and Northwind Chicago LLC dated May 19, 2000. SEC Order - Rule 87.
- (d) Management Services Agreement between Unicom Thermal Development Inc. and Exelon Thermal Technologies Inc. dated March 1, 2001. SEC Order. SEC Order - Rule 87.
- (e) Management Services Agreement between Unicom Thermal Technologies Inc., a New Brunswick corporation, and Northwind Windsor LLC dated September 1, 1997. SEC Order - Rule 87.

| | | |
|-----------------------|----------------------------------|---------------|
| Northwind Chicago LLC | Exelon Thermal Technologies Inc. | Chilled water |
|-----------------------|----------------------------------|---------------|

- (a) Chilled Water Service Agreement between Northwind Chicago LLC and Exelon Thermal Technologies Inc. (formerly Unicom Thermal Technologies Inc.). SEC Order - Rule 87.

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|--------------------------|----------------------------------|-------------------------|
| Blair Park Services Inc. | PECO Hyperion Telecommunications | Infrastructure services |
|--------------------------|----------------------------------|-------------------------|

- (a) Purchase Order No. 01026797 to Blair Park Services, Inc., commencing

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November 1, 1999. SEC Order - Rule 87.

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|---------------------------------------|---------------------|-----------------------|
| Infrasource Integrated Services, Inc. | PECO Energy Company | Construction services |
| Infrasource Integrated Services, Inc. | GENCO | Construction services |
| Infrasource Integrated Services, Inc. | Total | |

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Exelon Corporation - Rule 24 Certificate - Associated Company Transactions - Date f

| Company Providing Services ----- | Company Receiving Services ----- | Description Of Services ----- |
|---|--|-------------------------------------|
| (a) | Electric and Gas Supply Operating Agreement between Exelon Infrastructure Services of PA, Inc., and PECO Energy Company, dated October 1, 1999. SEC Order and MSA. | |
| (b) | Outdoor Lighting Services Operating Agreement between Exelon Infrastructure Services of PA, Inc. and PECO Energy Company, dated September 23, 1999. SEC Order and MSA. | |
| (c) | Aerial Pole Attachment Process Operating Agreement between PECO Energy Distribution Company and Exelon Infrastructure Services, dated November 1, 1999. SEC Order and MSA. | |
| (d) | Purchase Order No. 01037593 with GENCO. SEC Order. | |
| VSI Group Inc. | PECO Energy Company | Transfer work and meter reading |
| (a) | Purchase Order No. 01014646 from PECO Energy Co. to VSI Group, commencing May 1, 1998. SEC Order and MSA. | |
| M.J. Electric, Inc. | Commonwealth Edison Company | Electrical maintenance services |
| M.J. Electric, Inc. | Midwest Mechanical - Exelon Enterprises | Electrical maintenance services |
| M.J. Electric, Inc. | Total | |
| (a) | Contracts for continuing electrical maintenance services from March 1999 through June 2001. SEC order and AIA. | |
| (b) | Purchase Order No. 12512001-1251200111, initiated February 13, 2002 for engineering work. SEC Order and Rule 87. | |
| Exelon Thermal Development Inc. | Northwind Aladdin LLC | Administrative and general |
| Exelon Thermal Development Inc. | Northwind Aladdin LLC | Plant operators |
| Exelon Thermal Development Inc. | Northwind Las Vegas LLC | Administrative and general |
| Exelon Thermal Development Inc. | Northwind Windsor LLC | Administrative and general |

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|---------------------------------|----------------------------------|----------------------------|
| Exelon Thermal Development Inc. | Exelon Thermal Technologies Inc. | Administrative and general |
| Exelon Thermal Development Inc. | Unicom Power Holdings inc. | Office rent |

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Exelon Corporation - Rule 24 Certificate - Associated Company Transactions - Date of

| Company Providing Services ----- | Company Receiving Services ----- | Description Of Services ----- |
|---|--|---|
| Exelon Thermal Development Inc. | Total | |
| (a) | Management Services Agreement between Unicom Thermal Development Inc. and Northwind Aladdin LLC dated January 1, 2001. SEC Order and Rule 87. | |
| (b) | Management Services Agreement between Unicom Thermal Development Inc. and Northwind Las Vegas LLC dated January 1, 2001. SEC Order and Rule 87. | |
| (c) | Management Services Agreement between Unicom Thermal Technologies Inc., a New Brunswick corporation, and Northwind Windsor LLC dated September 1, 1997. SEC Order and Rule 87. | |
| (d) | Management Services Agreement between Unicom Thermal Development Inc. and Exelon Thermal Technologies Inc. dated March 1, 2001. SEC Order and Rule 87. | |
| (e) | Office Rent Affiliate Level Arrangement between Unicom Thermal Development Inc. and Unicom Power Holdings Inc. SEC Order and Rule 87. | |
| Exelon Enterprises Company, LLC. | Exelon Capital Partners, Inc. | Administrative and general |
| Exelon Enterprises Company, LLC. | Exelon Services Inc. | Administrative and general |
| Exelon Enterprises Company, LLC. | Infrasource, Inc. | Administrative and general |
| Exelon Enterprises Company, LLC. | Unicom Thermal Development Inc. | Administrative and general |
| Exelon Enterprises Company, LLC. | Total | |
| (a) | SEC Order and Rule 87. | |
| Exelon Services, Inc | Exelon Enterprises | Facility Expenses |
| Exelon Services, Inc | Exelon Energy | Facility Expenses |
| Exelon Services, Inc. | Commonwealth Edison Company | Governmental Pass Through - Energy Management. |
| Exelon Services, Inc. | Commonwealth Edison Company | Installation of security systems. |

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Exelon Corporation - Rule 24 Certificate - Associated Company Transactions - Date f

| Company Providing Services ----- | Company Receiving Services ----- | Description Of Services ----- |
|---|---|--------------------------------------|
| Exelon Services, Inc. | Exelon Power | Installation of Security System |
| Exelon Services, Inc. | Exelon Generation Company, LLC | Installation of security systems. |
| Exelon Services, Inc. | PECO Energy Co | Badging Supplies (Material) |
| Exelon Services, Inc. | Mueller Energy Services, Inc. | Residential Gas Line installation |
| Exelon Services , Inc | Commonwealth Edison | Maintenance and Construct Services |
| Exelon Services, Inc. | Exelon Generation Company, LLC | Construction Services |
| Exelon Services, Inc. | Exelon Thermal Technologies Inc. | Installation of environme equipment. |
| Exelon Services, Inc. | Amer Gen Energy LLC - Clinton Plant | Maintenance & Construction Service |
| Total | | |

- (a) Facility Expense paid by Services allocated to Enterprise. SEC Order and Rule 87.
- (b) Facility Expense Paid by Services Allocated to Energy. SEC Order and Rule 87.
- (c) Energy Management Services Agreement between Exelon Services, Inc. (formerly Unicom Energy Services Inc.) dba Federal Group and Commonwealth Edison Company dated December 29, 1998. SEC and AIA.
- (d) Services and Materials Agreement between Commonwealth Edison Company and Exelon Services, Inc. (formerly Access Systems, Inc.), dated March 6, 2000. SEC and AIA.
- (e) Services and Materials Agreement between Exelon Power and Exelon Services (dba Integrated Technology Group) Contract # 010384842 SEC Order and Rule 87.
- (f) Services and Materials Agreement between Exelon Business Services , Inc and Exelon Services (dba Integrated Technology Group) Contract # 00107876 SEC order.
- (g) Email Order from James Netzer - PECO and Exelon Services, Inc (dba Integrated Technology Group) SEC Order and MSA.
- (h) Project Agreement between Exelon Services, Inc. (dba Rieck Services) and Mueller Energy Service - SEC Order and Rule 87.

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- (i) Project Agreement between Exelon Services (dba Midwest Mechanical) and Jones Lang LaSalle (agent for Commonwealth Edison Company) dated December 2, 2000. SEC and AIA.
- (j) Purchase Order 00018493 dated October 25, 2000, and Contract # 24910. SEC Order.
- (k) Purchase Order 5927 and Turnkey Construction Agreement between Exelon Thermal Technologies Inc. and Exelon Services Inc. (dba Midwest Mechanical) dated June 4, 2001. SEC Order and Rule 87.

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Exelon Corporation - Rule 24 Certificate - Associated Company Transactions - Date f

| Company Providing Services ----- | Company Receiving Services ----- | Description Of Services ----- |
|---|---|-------------------------------------|
| (l) | Project Agreement between Exelon Services, Inc (dba Midwest Mechanical) as Amer Gen Energy LLC- Clinton plant SEC Order | |

Acronyms

| | |
|-----------|--|
| AIA | Affiliated Interests Agreement (Transactions between ComEd and associates) |
| SEC Order | Order dated October 19, 2000 approving the merger and other associate matters. |
| MSA | Mutual Services Agreement (Services between PECO and associates) |

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