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COMMONWEALTH EDISON COMPANY

Application for authority pursuant to Section 6-102(d) of the Public Utilities Act: (1) to enter into one or more loan agreements with one or more banks or other lending institutions or governmental authorities and to incur loans thereunder; (2) to issue and sell First Mortgage Bonds in one or more series; (3) to issue and sell notes in one or more series; (4) to issue and sell preferred trust securities and, in connection therewith, to issue and sell subordinated notes or debentures; and (5) to issue preference stock in one or more series.

Docket No. 02-0562

COMMONWEALTH EDISON COMPANY

Informational statement filed pursuant to Section 6-102(d) of the Public Utilities Act for authority (1) to enter into one or more loan agreements with one or more banks or other lending institutions or authorities and to incur loans thereunder, (2) to issue and sell First Mortgage Bonds in one or more series, and (3) to issue and sell notes in one or more series, all in an aggregate outstanding principal amount not to exceed \$150,000,000, which will be used for purposes of refunding, redeeming or refinancing outstanding issues of bonds, notes or other evidences of indebtedness and paying costs associated with such refunding redeeming or refinancing.

Docket No. 02-0750

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ILLINOIS
COMMERCE COMMISSION

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COMMONWEALTH EDISON COMPANY

Informational statement filed pursuant to Section 6-102(d) of the Public Utilities Act for authority (1) to enter into one or more loan agreements with one or more banks or other lending institutions or authorities and to incur loans, borrowings or extensions of credit thereunder, (2) to issue and sell First Mortgage Bonds in one or more series, (3) to issue and sell notes in one or more series, (4) to enter into, issue or incur other evidences of indebtedness and (5) to issue evidences of indebtedness payable at periods of not more than 12 months for an aggregated period of longer than two years, all in an aggregate outstanding principal amount not to exceed \$410,000,000.

Docket No. 03-0638

COMMONWEALTH EDISON COMPANY

Amended informational statement filed pursuant to Section 6-102(d) of the Public Utilities Act for authority (1) to enter into one or more loan agreements with one or more banks or other lending institutions or authorities and to incur loans, borrowings or extensions of credit thereunder, (2) to issue and sell First Mortgage Bonds in one or more series, (3) to issue and sell notes in one or more series, (4) to enter into, issue or incur other evidences of indebtedness and (5) to issue evidences of indebtedness payable at periods of not more than 12 months for an aggregated period of longer than two years, all in an aggregate outstanding principal amount not to exceed \$500,000,000.

Docket No. 04-0423

**STAFF'S ANSWER TO COMMONWEALTH EDISON COMPANY'S
PETITIONS REQUESTING THE COMMISSION TO REOPEN PROCEEDINGS
TO MODIFY AUTHORITY**

Now comes the Staff of the Illinois Commerce Commission ("Staff") in response to Commonwealth Edison Company's ("ComEd" or "Company") Petitions Requesting the

Commission to Reopen Proceedings to Modify Authority (“Petitions to Reopen”). On December 19, 2005, the Company filed its Petitions to Reopen Docket Nos. 02-0562, 02-0750, 03-0638 and 04-0423 and enter an Order to modify the authority previously granted by the September 7, 2005 and July 8, 2004 Commission Orders entered in the above dockets.¹

ComEd now petitions the Commission to reopen Docket No. 02-0562 to expand the scope of the authority granted in the September 25, 2002 Order and continued in the September 7, 2005 Order on Reopening. As of November 29, 2005, ComEd has \$1,211,825,000 of debt authority remaining under the 02-0562 Order. ComEd proposes to use \$325,000,000 of the remaining authority to replace commercial paper that is being used to “bridge or facilitate the refinancing of outstanding long-term debt with replacement long-term debt.”² Hence, the Company seeks to expand the authority previously granted in the September 25, 2002 Order to include the ability for ComEd to use up to \$325,000,000 for general corporate purposes.

Subject to Section 6-108, the Company shall pay an amount equal to 24 cents for every \$100 of the \$3,000,000,000 principal amount of indebtedness authorized by the Commission for which no fee has previously been paid. Therefore, the Company must pay a fee on only \$325,000,000 of the new long-term indebtedness. The resulting required fee of \$780,000 is to be paid no later than 30 days after service of the Commission Order authorizing the issuance of the indebtedness. The fee was calculated as follows:

$$\$325,000,000 \times (\$0.24/\$100) = \$780,000 \text{ (fee to Commission)}$$

¹ The Final Order in Docket No. 02-0562 was issued on September 7, 2005. The Final Order in Docket Nos. 02-0750, 03-0638 and 04-0423 was issued on July 8, 2004.

² Docket 02-0562, Amended Petition Requesting the Commission to Reopen Proceedings to

ComEd also petitions the Commission to reopen Docket No. 02-0750 to expand the scope of the authority granted in the December 3, 2002, Order and continued in the July 8, 2004, Order on Reopening. ComEd has \$98,000,000 of debt authority remaining under the 02-0750 Order. The Company requests that the Commission expand the authority previously granted in the December 3, 2002, Order to permit ComEd to use up to \$98,000,000 for general corporate purposes and re-insert the authority “to enter into a loan that is secured by mortgage bonds”³ that was removed in the July 8, 2004 Order on Reopening.

In addition, ComEd petitions the Commission to reopen Docket No. 03-0638 to modify the scope of the authority granted in the July 8, 2004, Order on Reopening. The Company requests that the Commission re-insert the authority “to enter into a loan that is secured by mortgage bonds”⁴ granted in the October 30, 2003 Order that was removed in the July 8, 2004 Order on Reopening.

Finally ComEd petitions the Commission to reopen Docket No. 04-0423 to expand the scope of the authority granted in the June 7, 2004, Order and continued in the July 8, 2004, Order on Reopening. The Company requests that the Commission extend the authority for loan agreements previously granted from July 15, 2007 until January 1, 2010 and grant the Company the authority “to enter into a loan that is secured by mortgage bonds.”⁵

The Staff of the Illinois Commerce Commission recommends that the Commission amend the Orders, pursuant to Section 6-102(d) of the Act, authorizing the transactions and

Modify Authority, December 19, 2005, p. 3.

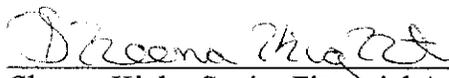
³ Docket No. 02-0750, Petition Requesting the Commission to Reopen Proceedings to Modify Authority, December 19, 2005, p. 4.

⁴ Docket No. 03-0638, Petition Requesting the Commission to Reopen Proceedings to Modify Authority, December 19, 2005, p. 3.

⁵ Docket No. 04-0423, Petition Requesting the Commission to Reopen Proceedings to Modify

accepting the changes described in the Company's Amended Petition to Reopen in Docket No. 02-0562 and Petitions to Reopen in Docket Nos. 02-0750, 03-0638 and 04-0423 and identifying the applicable provisions of the Act and Administrative Code. Staff further recommends the Commission order ComEd to pay a fee of \$780,000 in Docket No. 02-0562, pursuant to Section 6-108 of the Act, and file reports relating to the issuance of the indebtedness approved in these Orders pursuant to 83 Ill. Adm. Code 240.

Respectfully submitted,



Sheena Kight, Senior Financial Analyst
Finance Department
Illinois Commerce Commission
527 East Capitol Avenue
Springfield, Illinois 62701
(217) 785-1406

January 26, 2006

VERIFICATION

I, Sheena Kight, first being duly sworn upon oath, depose and say that I am a Senior Financial Analyst of the Finance Department for the Staff of the Illinois Commerce Commission, that I have read the above and foregoing Answer to Commonwealth Edison Company's Petition Requesting the Commission to Reopen Proceedings to Modify Authority in connection with Docket Nos. 02-0562, 02-0750, 03-0638 and 04-0423 by me subscribed and know the contents thereof; that said contents are true in substance and in fact, except as to those matters stated upon information and belief, and as to those, I believe the same to be true.



Sheena Kight, Senior Financial Analyst
Finance Department

Subscribed and sworn to before me

this 26th day of January, 2006.

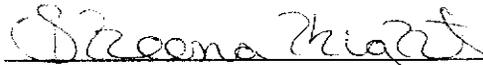


Notary Public, Illinois



CERTIFICATE OF SERVICE

I, Sheena Kight, Senior Financial Analyst of the Finance Department, Financial Analysis Division, Illinois Commerce Commission, do hereby certify that on the 26th day of January, 2006, the Finance Department has delivered for filing with the Clerk of the Illinois Commerce Commission, the attached Answer to Commonwealth Edison Company's Petition Requesting the Commission to Reopen Proceedings to Modify Authority in connection with Docket Nos. 02-0562, 02-0750, 03-0638 and 04-0423, a copy of which is also hereby served upon the service list.



Sheena Kight, Senior Financial Analyst
Finance Department