

**STATE OF ILLINOIS**  
**ILLINOIS COMMERCE COMMISSION**

Commonwealth Edison Company )  
)  
)  
In the Matter of the 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,) 02-0562  
and (3) to issue and sell notes in one or more )  
series, (4) to issue and sell preferred trust )  
securities in one or more series, in connection )  
therewith, to issue and sell subordinated notes )  
or debentures in one or more series; (5) to issue )  
shares of its cumulative preference stock in one )  
or more series, all in aggregate outstanding )  
principal amount not to exceed \$3,000,000,000, )  
which will be used for purposes of refunding, )  
redeeming or refinancing outstanding issues of )  
stock, bonds, notes or other evidences of )  
indebtedness and paying costs associated with )  
such refunding, redeeming or refinancing. )

**FOURTEENTH QUARTERLY REPORT**

January 1, 2006 – March 31, 2006

To the ILLINOIS COMMERCE COMMISSION:

Commonwealth Edison Company (“ComEd”) hereby submits its report for the quarterly period identified above (the “report period”) pursuant to 83 Ill. Adm. Code 240 and the Order entered September 25, 2002 in the above-entitled cause, as follows:

1. On March 6, 2006, ComEd entered into an Underwriting Agreement with J.P. Morgan Securities Inc., Lehman Brothers, and Morgan Stanley, as representatives of the Underwriters (the “Underwriters”). A copy of that Underwriting Agreement, as executed, was attached as Exhibit A to ComEd’s Special Report dated February 27, 2006 filed in the above-entitled cause.

The Underwriting Agreement provides for the issuance and sale to the Underwriters, on the basis of the terms and provisions relating to the sale set forth therein, of ComEd’s First Mortgage Bonds under the provisions of the Mortgage in an aggregate principal amount of \$325,000,000. The First Mortgage Bonds have the following terms:

Designation	First Mortgage 5.90% Bonds, Series 103
Principal Amount	\$325,000,000
Maturity Date	March 15, 2036
Interest Rate	5.90% per annum payable semi-annually on March 15 and September 15, commencing September 15, 2006
Redemption Provisions	Callable at any time by ComEd at a price equal to greater of (i) 100% of the principal amount of Bonds to be redeemed, plus accrued interest to the redemption date, or (ii) the sum of the present values of the remaining scheduled payments of principal and interest on the Bonds to be redeemed discounted to the redemption date on a semi-annual basis at the Adjusted Treasury Rate plus 25 basis points, plus accrued interest on those Bonds to he redemption date.
Price to Public	99.371% of the principal amount
Proceeds to Company	98.496% of the principal amount

A copy of the Supplemental Indenture dated as of February 22, 2006 from ComEd to BNY Midwest Trust Company (successor to Harris Trust and Savings Bank), as trustee, and D.G. Donovan, as co-trustee, as executed was attached as Exhibit B to ComEd’s Special Report dated February 22, 2006. Reference is made to the Supplemental Indenture for a more complete description of the terms and provisions of the Series 103 Bonds.

The Series 103 Bonds were registered under the Securities Act of 1933, as amended, pursuant to a Registration Statement on Form S-3 filed by ComEd with the Securities and Exchange Commission (the "SEC"), which Registration Statement was declared effective by the SEC on January 13, 2003. The Underwriters purchased the Series 103 Bonds for resale as follows:

<u>Underwriters</u>	<u>Principal Amount of Series 103 Bonds</u>
J.P. Morgan Securities, Inc.....	\$87,750,000
Lehman Brothers Inc .....	87,750,000
Morgan Stanley & Co. Incorporated	87,750,000
Wachovia Capital Markets, LLC ...	48,750,000
Popular Securities, Inc.....	13,000,000

ComEd realized aggregate proceeds from the sale of the Series 103 of \$320,112,000 (after deducting the Underwriters' discounts and commissions but before deducting other expenses of issuance and sale). The net proceeds from the sale of the Series 103 Bonds were used to refinance the following debt securities of ComEd:

- (1) \$54,171,000 First Mortgage 9.875% Bonds, Series 75, due June 15, 2020;
- (2) \$162,910,000 First Mortgage 7.00% Bonds, Series 93, due July 1, 2005;  
and
- (3) \$107,024,000 6.40% Notes, due October 15, 2005.

2. Through December 31, 2005, expenses of \$17,831,378.88 had been incurred under the Order in the above-entitled cause.

Additional expenses incurred during the current report period in connection with the issuance of Series 103 Bonds were \$3,781,137.72. Those expenses are detailed on the chart below.

<b>Description of Expense</b>	<b>Amount</b>
Fee to ICC	\$780,000
Legal fees and expenses .....	44,237.22
Rating Agency fees.....	97,500.00
Underwriting fee and expenses.....	2,843,750.00
Trustee fees.....	7,500.00
Title company filing fees.....	8,150.50
<b>Total.....</b>	<b>\$3,781,137.72</b>

3. There may be additional issuance and sale expenses incurred or payable after March 31, 2006, in connection with the execution of loan agreements and the incurrence of loans thereunder, or the execution of underwriting or purchase agreements and the issuance and sale of first mortgage bonds or notes thereunder, to be accounted for in subsequent quarterly reports.

Dated at Chicago, Illinois, this 31st day of May, 2006.

COMMONWEALTH EDISON COMPANY

By:

Charles Walls

Assistant Treasurer

STATE OF ILLINOIS     )  
  )     SS  
COUNTY OF COOK     )

CHARLES S. WALLS, first being duly sworn, on oath deposes and states that he is an Assistant Treasurer of Commonwealth Edison Company; that he has read the foregoing report by him subscribed and knows the contents thereof; and that said contents are true in substance and in fact.

Charles Walls

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SUBSCRIBED and sworn to before  
me this 31st day of May, 2006.

Mary T. Snyder  
Notary Public

