



An Exelon Company

ComEd Exhibit 15.2

System Modernization Project Recommendations (Rider SMP)

January 10, 2008

Enabling Technologies

- ✓ **Integrated communications systems**
- ✓ **Information processing**
- ✓ **Advanced components**
- ✓ **Advanced sensing and measurement**
- ✓ **Advanced control**

Building Blocks

- ✓ **Advanced Metering Infrastructure**
- ✓ **Demand Response Programs**
- ✓ **Mobile Dispatch**
- ✓ **RANGER SCADA System**
- ✓ **Automatic Switches and Reclosers**
- ✓ **Automatic Line Reconfiguration**
- ✓ **Enhanced Line Isolating Control**

Advanced Metering Infrastructure (AMI)

AMI is Transformational

- ✓ Customers require more information and expect their electric utility to leverage technologies to keep pace with other major service industries.
- ✓ Most customers are surprised to find that ComEd does not know when they are out and rely on customers to report outages (and confirm restorations on occasion).
- ✓ To take advantage of innovation in technologies and prepare for the future, a robust infrastructure would best suit our customer needs.
- ✓ Two-way communications and real time data will enable the market to provide innovation in products and services (e.g., smart thermostats) going beyond the meter to meet customer expectations.

AMI benefits the Customer

Enhanced Customer Service

- Improved Service Reliability
 - Earlier Outage Detection and Quicker Restores
 - Improved Diagnostics and Analytics
- Greater Customer Satisfaction
 - More Accurate Bills and Fewer Estimated Bills
 - Privacy and Security
 - Selection of Due Dates and Payment Options

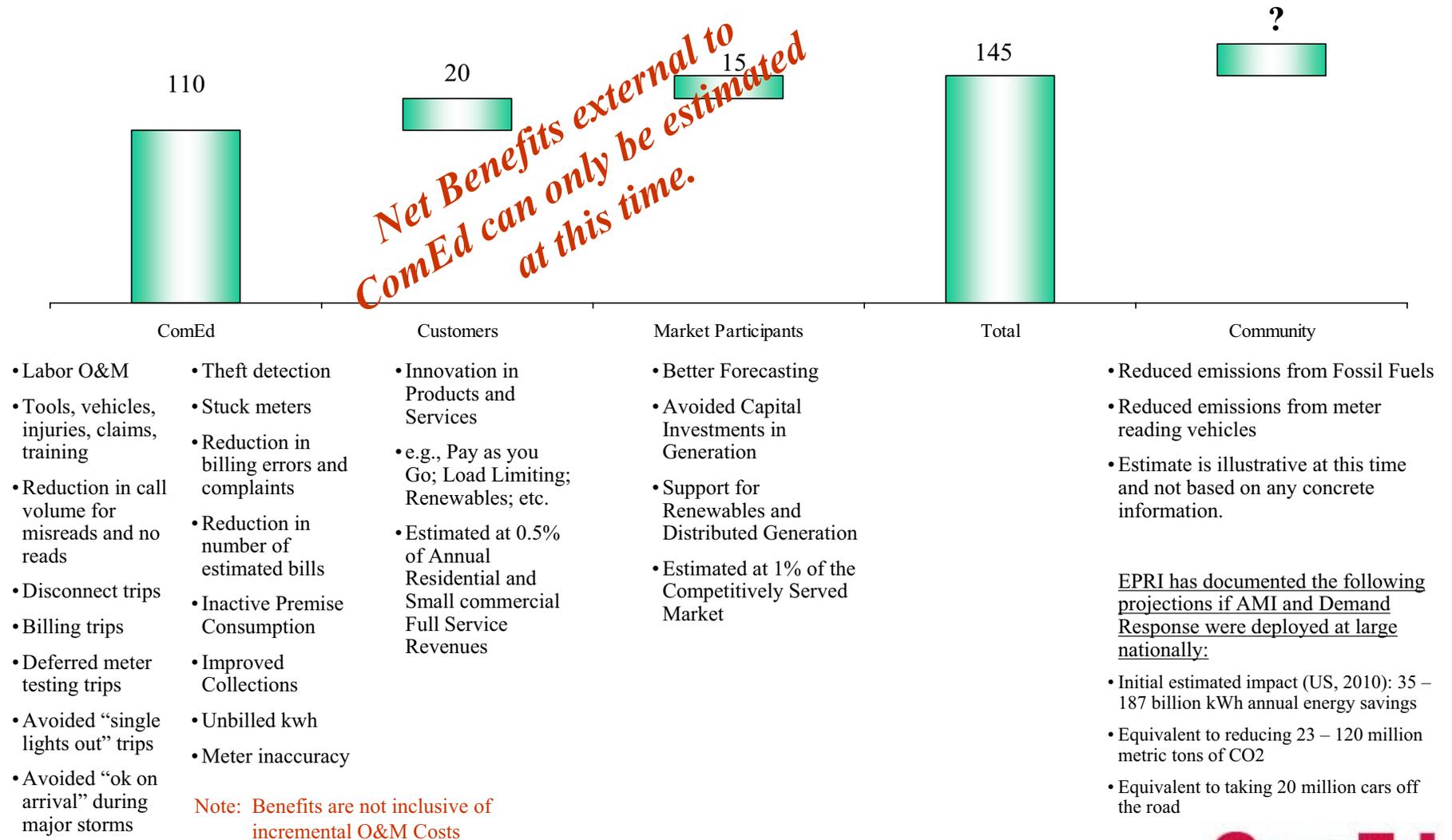
Empowered Customers

- Enabling Energy Management
 - Real Time Monitoring of Usage
 - Home Automation, e.g, Smart Thermostats, Appliance Controls
- Support for our Environment
 - Increased enrollment and improved performance of Demand Response Programs
 - Elimination of over 400 meter reading vehicles reducing emissions
- More Retail Choices
 - Ease in Switching
 - Availability of Alternative Retail Energy Pricing Options

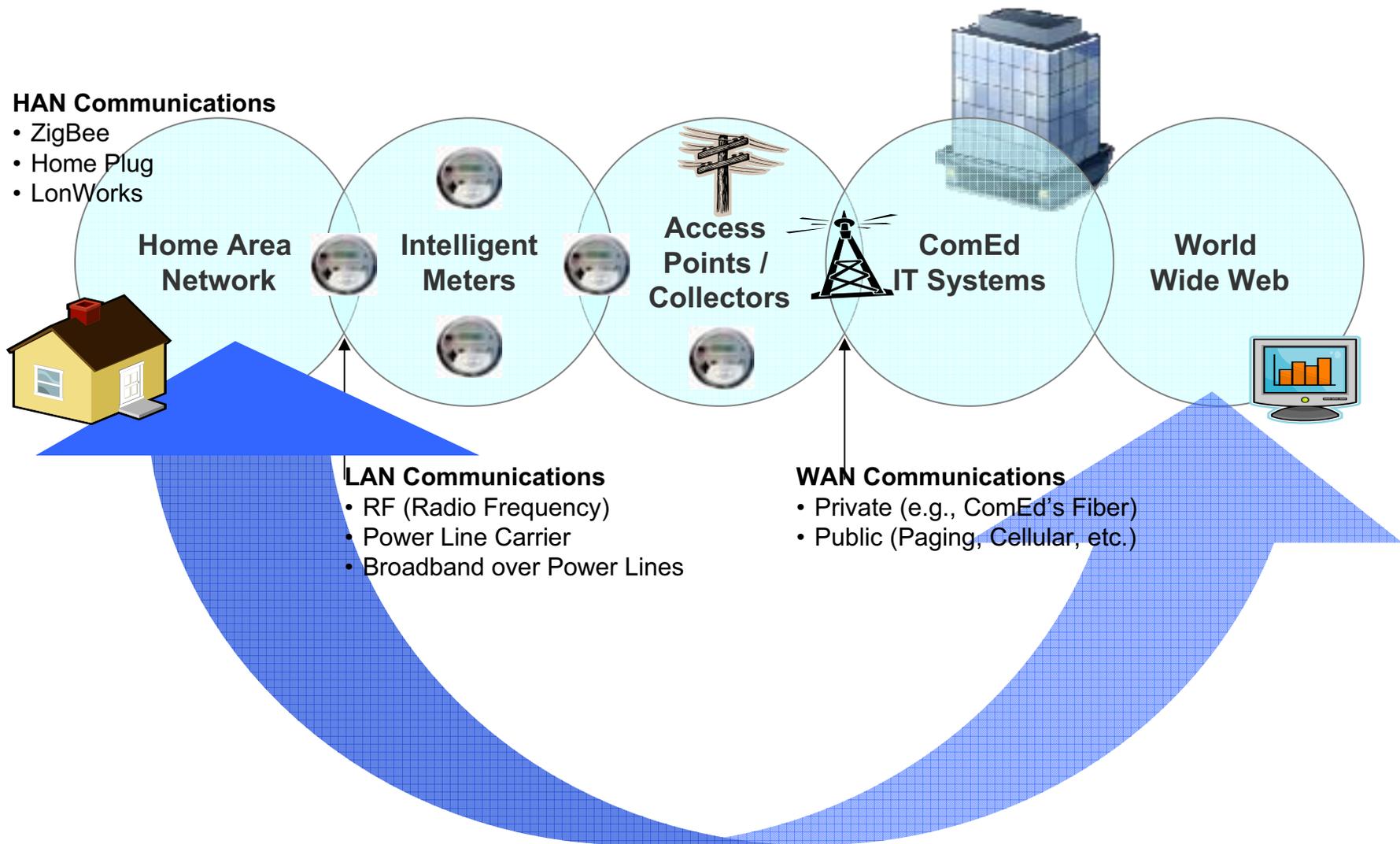
AMI Benefits (Illustrative)

The figures presented are preliminary data, based on studies that are not necessarily updated. They illustrate the magnitude of benefits and costs, but should not be used as precise estimates.

Summary of Annual Benefits (\$Millions)



AMI Overview



AMI Proposed Implementation

To best meet customer expectations, ComEd believes an AMI implementation should minimally include:

- Meters capable of capturing 15 minute usage data
- 2-Way Low Latency Network with the Ability to Read Meters Remotely and Real Time
- Systems Development and Integration (Customer, OMS, Web, etc.)
- Support for Home Area Networks
- Internal Load-Limiting Switch to support Demand Response Programs and other operational processes, e.g., Move-Ins/Move-Outs

ComEd recommends a phased approach to the AMI implementation. Phase 0 would include approximately 200,000 meters in a single operating center. Upon a successful evaluation of Phase 0, subsequent phases would complete over 5 years to bring benefits to all customers as soon as possible. Phase 0 will evaluate the following categories to confirm the Net Benefits realized by ComEd, its Customers and the Community:

- Improved Service Reliability
- Greater Customer Satisfaction
- Enabling Energy Management
- Support for our Environment
- More Retail Choices



AMI Project Capital & O&M

The figures presented are preliminary data, based on studies that are not necessarily updated. They illustrate the magnitude of benefits and costs, but should not be used as precise estimates.

Potential Investment

- Costs will largely be based on the capabilities of the selected system which should translate to additional customer benefits.
- The following estimate has been provided as an example of a full AMI deployment. This estimate is based on findings from ComEd's 2005 AMI RFP and will likely change, depending on the technology selection, its capabilities and the scope of the implementation.
- Treatment of the accelerated retirement of obsolete assets has not been addressed.

	In 000's						Cumulative O&M ('08-'13)
	2008	2009	2010	2011	2012	2013	
O&M	\$500	\$4,000	\$9,000	\$12,000	\$14,000	\$14,000	\$53,500
							Total Capital ('08-'13)
Capital	\$10,000	\$42,300	\$140,000	\$155,000	\$163,000	\$105,000	\$615,300
							Total AMI Investment
							\$668,800



AMI Ongoing O&M Savings

The figures presented are preliminary data, based on studies that are not necessarily updated. They illustrate the magnitude of benefits and costs, but should not be used as precise estimates.

Forecasted Savings

- The benefits quantified in the table below were produced as part of a 2005 AMI activity and will require a refresh based on current rate recovery methods, the AMI technology selected and the implementation plan to be developed in 2008, while also accounting for changes in ComEd's operations that have occurred since 2005.
- The savings forecast does not account for benefits realized by Customers, Market Participants, and the Community.
- This table additionally illustrates that full benefits are realized only over time and not immediately.

	2009	2010	2011	2012	2013	2014
% of Meters Installed	7%	30%	57%	85%	100%	100%
Annual O&M Savings net Incremental Costs (\$000's)	\$1,800	\$6,500	\$18,000	\$35,000	\$51,000	\$55,000

Demand Response

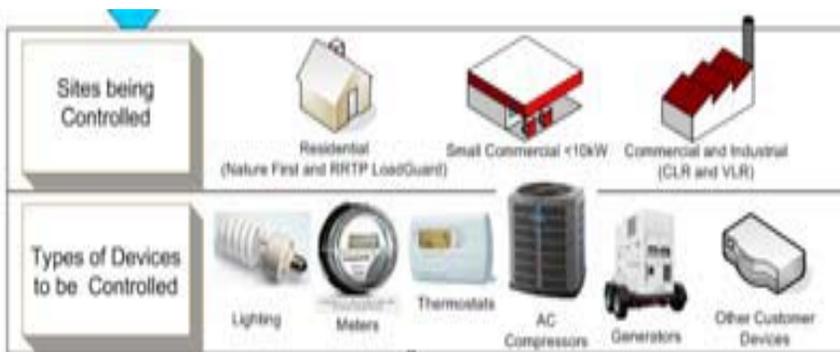
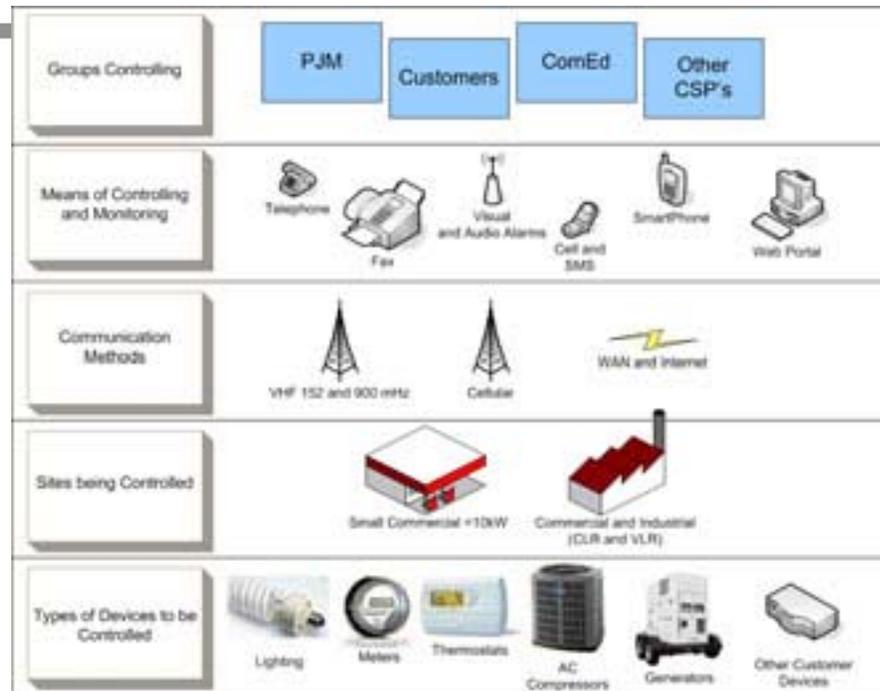
Demand Response – Project Descriptions

Commercial & Industrial (C&I) Demand Response load and stand-by generator control system

System will enable ComEd to expand demand response capabilities and provide dispatch signals to customers participating in demand response.

Customer Benefits – Participants will benefit directly thru financial incentives and all customers will benefit from lower wholesale market prices and enhanced reliability.

System Performance & Operational Benefits – Will provide platform for additional growth of demand response resources, and a greater ability to manage peak loads.



Demand Response Growth

Expansion of Demand Response programs to C&I customers thru the use of automation, and 10 k expansion of Nature First to residential customers on RRTP.

Customer Benefits – Participants will benefit directly thru financial incentives and all customers will benefit from lower wholesale market prices and enhanced reliability.

System Performance & Operational Benefits – With the acquisition of additional demand response resources, ComEd will have a greater ability to manage peak loads.

Demand Response Project – Forecasted Capital and O&M

The figures presented are preliminary data, based on studies that are not necessarily updated. They illustrate the magnitude of benefits and costs, but should not be used as precise estimates.

Annual Investment - Capital

Project Name	Q42008	2009	2010	2011	2012	Total
C&I Demand Response Control System	\$285	\$1,000	\$1,500	\$2,000		\$4,785
Demand Response Growth	\$1,070	\$12,330	\$16,080	\$19,080	\$8,580	\$57,140
Total (\$000's)	\$1,355	\$13,330	\$17,580	\$21,080	\$8,580	\$61,925

Annual Investment – O& M

Project Name	Q42008	2009	2010	2011	2012	Cumulative
C&I Demand Response Control System	\$57	\$200	\$300	\$400		\$957
Demand Response Growth	\$840	\$3,770	\$6,590	\$9,920	\$11,500	\$17,840
Total (\$000's)	\$897	\$3,970	\$6,890	\$10,320	\$11,500	\$18,797

Forecasted Benefit (Total Benefit Included Under DR Growth, consists of capacity and energy forecasted value, and primarily flows back to participating customers)

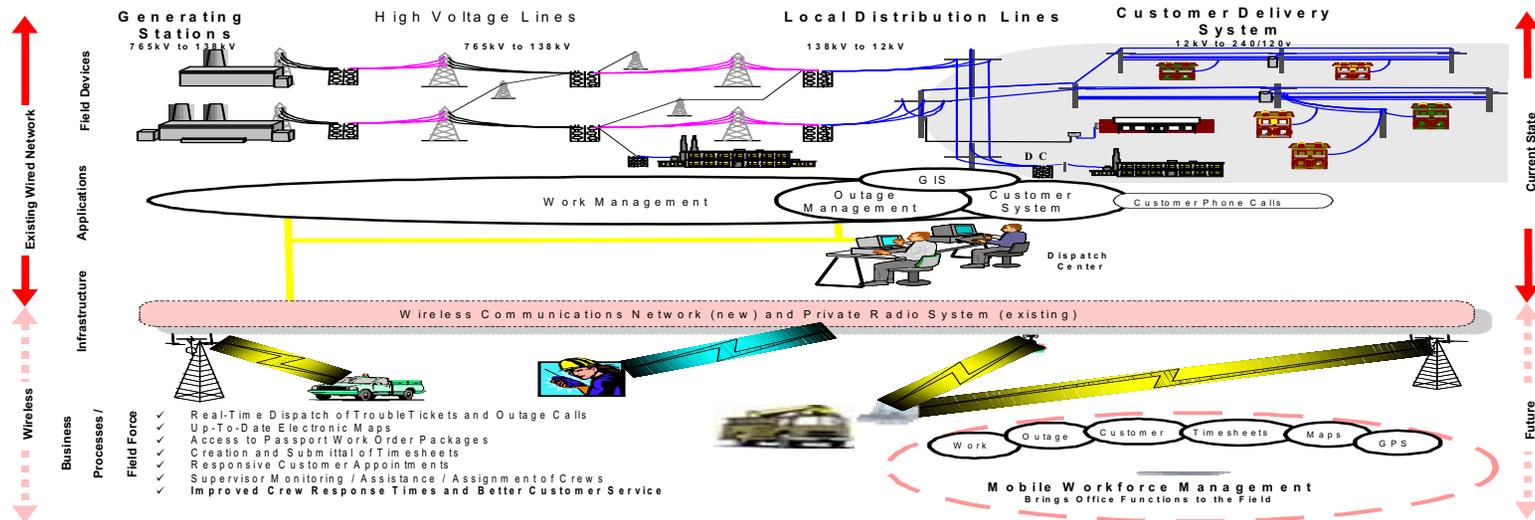
Project Name	Q42008	2009	2010	2011	2012	Cumulative
C&I Demand Response Control System						
Demand Response Growth	\$945	\$4,624	\$10,066	\$18,206	\$22,748	\$56,589
Total (\$000's)	\$945	\$4,624	\$10,066	\$18,206	\$22,748	\$56,589

Mobile Dispatch

Mobile Dispatch - Project Description

Mobile Dispatch:

Using the latest wireless communications and mobile workforce software, the project will combine integrated computer software and rugged laptops installed in ComEd field vehicles to provide “real time” account & system updates resulting in increased operational efficiencies and minimize need for voice communications to update records & dispatch crews.



Business Operations Benefits:

- Empower the field force with electronic mapping and work order management software to improve productivity and overall customer responsiveness
- Streamline operations to improve efficiency
- Centralized system for Dispatching, Scheduling, and Resource Allocation

Customer Benefits:

- Communicate to customers more frequently with timely and accurate information
- Improve Customer Satisfaction
- Reduce Customer Average Interruption Duration Index (CAIDI)
- Support Environmental initiatives (e.g. reduce paper waste, reduce vehicle emissions)

Mobile Dispatch – Forecasted Capital and O&M

The figures presented are preliminary data, based on studies that are not necessarily updated. They illustrate the magnitude of benefits and costs, but should not be used as precise estimates.

Annual Investment - Capital

Project Name	Q42008	2009	2010	2011	2012	Total
Mobile Dispatch	\$3,000K	\$5,750K	\$0	\$250K	\$1,250K	\$10,250K

Annual – O&M

Project Name	Q42008	2009	2010	2011	2012
Mobile Dispatch	\$3,100K	\$5,500K	\$4,400K	\$4,500K	\$4,600K

Forecasted O&M Savings

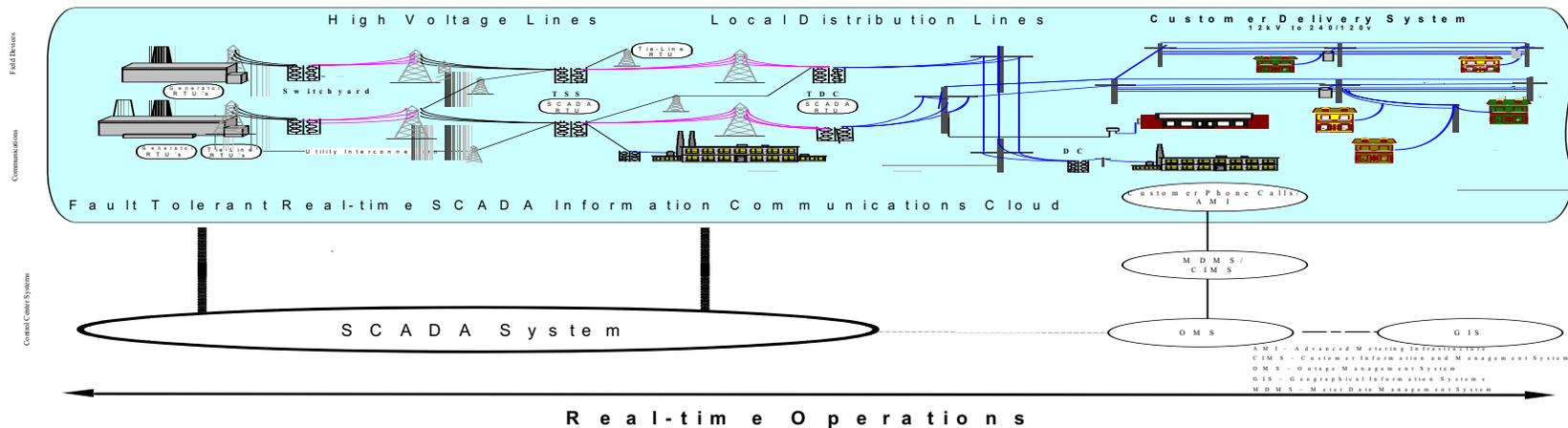
Project Name	Q42008	2009	2010	2011	2012
Mobile Dispatch	\$1,000K	\$9,200K	\$15,000K	\$17,200K	\$17,800K

RANGER SCADA System

RANGER SCADA System - Project Description

RANGER SCADA (Supervisory Control And Data Acquisition) System Upgrade

This project will address system performance and stability to provide better remote monitoring and management of the Transmission and Distribution equipment/devices. In addition to providing a decision-making environment to restore outages faster, the system will have an enhanced security intrusion detection and will address regulatory (NERC – North American Electric Reliability Council) requirements.



Business Operations Benefits:

- Meet the current regulatory requirements for Cyber Security; Newer platform is more secure, reliable and improved performance to address NERC (North American Reliability Corporation) & homeland security requirements
- Upgrade Hardware as the current Operating System is not supported in 2010; Upgrade the Software to be in-sync with the current application release to avoid costly retrofit enhancements
- Addition of Quality Acceptance System (QAS) for improved testing environment of the system
- Replace current Dispatcher Training Simulator (DTS) system to improve the availability of the DTS system for training

Customer Benefits:

- Communicate to customers more frequently with timely and accurate information
- Support customers outage restoration efforts

RANGER SCADA System – Forecasted Capital and O&M

The figures presented are preliminary data, based on studies that are not necessarily updated. They illustrate the magnitude of benefits and costs, but should not be used as precise estimates.

Annual Investment - Capital

Project Name	Q42008	2009	2010	2011	2012	Total
RANGER SCADA System Upgrade	\$0K	\$7,250K	\$400K	\$400K	\$400K	\$8,450K

Annual – O&M

Project Name	Q42008	2009	2010	2011	2012
RANGER SCADA System Upgrade	\$125K	\$250K	\$200K	\$200K	\$200K

Forecasted O&M Savings

Project Name	Q42008	2009	2010	2011	2012
RANGER SCADA System Upgrade	-	-	-	-	-

Automatic Switches and Reclosers

Automatic Line
Reconfiguration
Sectionalizing (ALRS)

Enhanced Line Isolation
Control System

Distribution Automation – Project Descriptions

Automatic Switches and Reclosers

Description – Decreases the number of residential, commercial and industrial customers that are subjected to an interruption of service by isolating the section of line experiencing a problem.

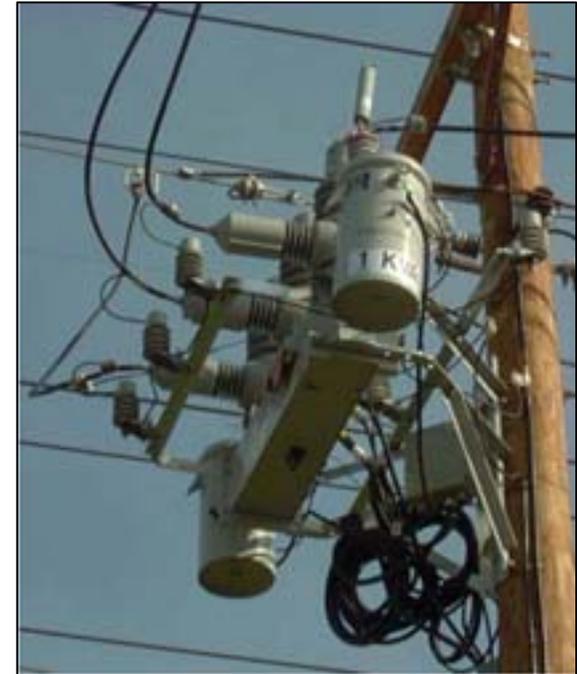
Customer Benefits – Reduce the number of customers that experience an interruption

System Performance & Operational Benefits – Decreases the number of interruptions and it also isolates the location of the problem allowing for over all reduction of interruption duration.

Automatic Line Reconfiguration Sectionalizing (ALRS)

Description – Expand the automatic line reconfiguration capabilities on the 34kV system. Automatic line reconfiguration is accomplished by a ‘team’ of line switches that work together to isolate a problem on the the line and then re-configure the line without manual intervention limiting the number of customers that experience an interruption.

Customer Benefits – Decreases the number of customers tat experience an interruption and it also isolates the location of the problem allowing for over all quicker restoration.



System Performance & Operational Benefits – Decreases the number of interruptions and it also isolates the location of the problem allowing for all reduction of interruption duration.

CB Relays - Enhanced line isolation control system

Description – Adds enhanced control system through the installation of microprocessor based relays on distribution lines

Customer Benefits – Decreases the frequency of interruptions by allowing the substation breaker to be part of a self-healing line automation control scheme, decreases the duration of an interruption by recording information about a problem on the system that can be used to pinpoint the location of the problem, and improves system safety by decreasing the amount of time required to de-energize a line in case of a primary control system failure. This lessens the chance of a downed live conductor. In addition, decreases the number of customers that experience an interruption when there is a problem with the primary control system.

System Performance & Operational Benefits – Allows communication between the substation protection system and devices installed on the lines as part of a self-healing restoration scheme, records and stores data about fault and system conditions for both immediate and post event analysis, decreases the number of interruptions due to a breaker failure to clear a fault and the severity of damage to the distribution conductors



Distribution Automation – Forecasted Capital and O&M

The figures presented are preliminary data, based on studies that are not necessarily updated. They illustrate the magnitude of benefits and costs, but should not be used as precise estimates.

Annual Investment - Capital

In \$000's

Project Name	Q42008	2009	2010	2011	2012	Total
DA - Automatic Switches & Reclosers	\$ 3,750	\$ 18,000	\$ 19,500	\$ 19,500	\$ 19,500	\$ 80,250
DA - ALRS	\$ 1,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 13,000
CB Relays	\$ 2,500	\$ 7,500	\$ 10,300	\$ 10,300	\$ 10,300	\$ 40,900
Total	\$ 7,250	\$ 28,500	\$ 32,800	\$ 32,800	\$ 32,800	\$ 134,150