

May 3, 2010

Amended Illinois Continuance Compliance Report – Part 451

Section 451-730 Certification of Compliance with Section 16-115(d)(5) of the Act

1. The ARES' name and street address:
**Consolidated Edison Solutions, Inc.
100 Summit Lake Drive, Suite 410
Valhalla, NY 10595**
2. The ARES' Federal Employer Identification Number (FEIN; and:
13-3719978
3. The applicant is licensed to do business in the State of Illinois;
See Attachment 1.
4. Names and addresses of all the ARES' affiliated companies involved in electric retail sales or purchases in North America:

**Consolidated Edison Company of New York, Inc.
4 Irving Place
New York, NY 10003**

(Regulated utility serving customers in New York).

**Consolidated Edison Development, Inc.
100 Summit Lake Drive, Suite 410
Valhalla, NY 10595**

(Invests in energy infrastructure projects).

**Consolidated Edison Energy, Inc.
100 Summit Lake Drive, Suite 410
Valhalla, NY 10595**

**(Supplies electricity to wholesale customers and procures electricity for
Consolidated Edison Solutions, Inc.)**

**Orange and Rockland Utilities, Inc.
One Blue Hill Plaza
Pearl River, NY 10965**

(Regulated utility, which together with its wholly owned utility subsidiaries (i.e., Rockland Electric Company and Pike County Light and Power Company), serves customers in New York, New Jersey and Pennsylvania).

Section 451.240 Managerial Qualification

5. An applicant shall be deemed to possess sufficient managerial capabilities to serve customers identified in this Subpart if it has at least one person in management with four or more years demonstrated experience in a management position with enterprise financial and administration responsibilities and provides the information required in subsections (a) and (b) of this Section.

See Attachment 2.

(a) The applicant shall include in its application and exhibit containing occupational background information on the persons who are being used to meet the requirements of this Section.

(b) The applicant shall include in its application an exhibit containing a corporate organizational chart and indicating the position of persons indicated in subsection of this Section.

(c) In the event the applicant does not meet the managerial qualifications set forth

Section 451-740 Financial Reporting Requirements

6. An ARES that seeks to demonstrate that it maintains sufficient financial resources to provide the services for which it has received a certificate of service authority using the criteria set forth in subsection (a)(1), (a)(2), (a)(3)(C), (a)(3)(E), (a)(4)(A), (a)(4)(C), or (a) (5) of Section 451-110, 451.220, or 451.320 or Section 451.510 (b),(c), or (d) shall submit a copy of the latest ratings report presenting the commercial paper or long-term credit or obligation ratings of the ARES, creditors, affiliates, or guarantors, as applicable, from the ratings agencies between January 1 and January 31 of each year and within 15 days following any downgrade of such ratings previously filed with the Commission to a rating below A-1 or A-, if issued from Standard and Poor's or its successor, P-1 or A3, if issued from Moody's Investors Service or its successor, or F-1 or A-, if issued from Fitch Ratings or its successor. Within 30 days after a downgrade of the commercial paper or long-term credit or obligation ratings of the ARES or its creditors, affiliates, or guarantors, as applicable, to a level below the minimum required under this Part, the ARES shall submit a report that identifies the subsection under which it has received a certificate of service authority and includes the information and documents that subsection requires.

Consolidated Edison Solutions, Inc. demonstrates that it maintains sufficient financial resources to provide the services for which it has received a certificate of service authority using the criteria set forth in Section 451-220. See Attachment 3 for Consolidated Edison, Inc's latest credit ratings.

7. An ARES that seeks to demonstrate that it maintains sufficient financial resources to provide the services for which it has received a certificate of service authority using the criteria set forth in subsection (a)(2),(a)(3), (a)(4), or (a)(5) of Section 451-110, 451.220, or 451.320 or Section 451.510(a) or(b) shall submit a copy of any modified, replacement or additional borrowing agreements, unconditional guarantees, lines of credit, revolving credit agreements, payment bonds, and letters of credit, as applicable, shall be submitted at least 15 days in advance of any modification, cancellation or expiration of the financial agreements.

Consolidated Edison Solutions, Inc. demonstrates that it maintains sufficient financial resources to provide the services for which it has received a certificate of authority using the criteria set forth in Section 451.220.

8. Between January 1 and January 31 of each year, an ARES that seeks to use the criteria specified in Section 451-11099(a)(4), 451.220(a)(4), or 451.320(a)(4) to provide the services for which it has received a certificate of service authority shall provide the peak amount MW scheduled during the previous calendar year and the date on which that amount was scheduled. If the ARES has been serving Illinois retail customers for less than 12 months, then the ARES shall also provide an estimate of the maximum amount of MW it will schedule during the current calendar year.

9. Between January 1 and January 31 of each year, an ARES that seeks to demonstrate that it maintains sufficient financial resources to provide single billing services under Section 451.510(a) or (b) shall submit an updated good faith estimate of the amount the ARES expects to be obligated to remit to the utility under single billing tariffs adopted pursuant to Section 16-118(b) of the Act between January 1 and January 31 of each year.

Consolidated Edison Solutions, Inc. does not provide single billing services.

10. An ARES that seeks to demonstrate that it maintains sufficient financial resources to provide the services for which it has received a certificate of service authority using the criteria set forth in subsection (a)(2), (a)(3), (a)(5), or (a)(6) of Section 451.110, 451.220, or 451.320 shall submit a copy of its certified financial statements, or those of its parent, and accountant's report as applicable, within 120 days after the close of its fiscal year.

Consolidated Edison Solutions, Inc. maintains sufficient financial resources to provide the services for which it has received a certificate of service authority using the criteria set forth in Section 451.200. See Attachment 5 for its parent's most current 10K filed with the United States Securities and Exchange Commission on April, 2010.

11. An ARES that seeks to maintain its certificate of service authority under Section 451.220(b) or 451.320(b) shall submit an updated version of the annual financial statements and accountant's report, if available, within 120 days after the close of its fiscal year.

N/A

12. Insurance. Between January 1 and January 31 of each year, and ARES required to have in force commercial general liability insurance pursuant to Section 451.110(b), 451.220(c), or 451.320(c) shall submit proof of that insurance in an amount not less than that in force when the ARES was granted its certificate of service authority. In addition, the ARES shall demonstrate that its commercial general liability insurance is effective for a period of not less than one year.

N/A

Section 451.750 Managerial Reporting Requirements

13. An ARES shall certify during April each year that it continues to maintain the required managerial qualification for the service of authority granted in its certificate. An ARES that meets the managerial qualifications requirements by entering into one or more contracts with others to provide the required services must identify each agent or contractor on whom the ARES relies to meet the requirements of this Part and must certify that the agent or contractor will comply with all Sections of this Part applicable to the function or functions to be performed by the respective agent or contractor.

Consolidated Edison Solutions, Inc. certifies that it continues to maintain the required managerial qualification for the service of authority granted in its certificate. See Attachment 6 for management resumes/biographies.

Section 451.760 Technical Reporting Requirements

14. An ARES shall certify during April of each year that it continues to maintain the required technical qualifications for the service authority granted in its certificate. An ARES that meets the technical qualifications requirements by entering into one or more contracts with others to provide the required services must identify each agent or contractor on whom the ARES relies to meet the requirements of this Part and must certify that the agent or contractor will comply with all Sections of this Part applicable to the function or functions to be performed by the respective agent or contractor.

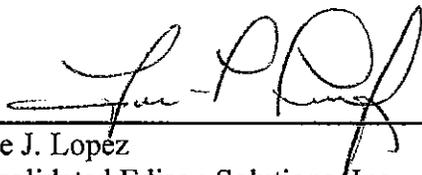
Consolidated Edison Solutions, Inc. certifies that it continues to maintain the required technical qualifications for the service of authority granted in its certificate. See Attachment 7 for technical resumes/biographies.

15. **220 ILC 5/16-115 (d) (5) RPS For ARES and Electric Utilities Operating Outside Their Service Territory**

Consolidated Edison Solutions, Inc. certifies that it will procure renewable energy resources and that it will source electricity from clean coal facilities pursuant to Section 16-115(d)(5) of the Public Utilities Act.

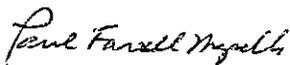
Affidavit

I, Jorge J. Lopez, hereby certify that I have the corporate authority to file this application on behalf of Consolidated Edison Solutions, Inc. and that to the best of my knowledge its contents are truthful, accurate and complete.



Jorge J. Lopez
Consolidated Edison Solutions, Inc.
President and Chief Executive Officer

Sworn to before me this 3rd day of May, 2010



Notary Public

PAUL FARRELL MAPELLI
Notary Public, State of New York
No. 4967056
Qualified in Rockland County
Commission Expires May 21, 2010