

CONFIDENTIAL

August 15, 2011

Commonwealth Edison Company  
440 South LaSalle Street  
Chicago, Illinois 60605  
Attention: Joseph R. Trpik Jr.  
Senior Vice President, Chief Financial Officer, and Treasurer

Re: Fees in connection with Credit Facility

Ladies and Gentlemen:

Please refer to the commitment letter dated the date hereof (the "Commitment Letter") from Riverside Community Bank ("RCB") and various other parties to you regarding a credit facility in an amount up to \$50,000,000.

In consideration of the agreements of RCB in the Commitment Letter, you agree to pay RCB an arrangement fee of \$25,000. Such fee shall be paid on the date of the signing of definitive documentation for the credit facility.

This letter may be signed in counterparts and by the parties hereto in separate counterparts. A counterpart hereof, or a signature page hereto, received by facsimile transmission shall be effective as an original manually-signed counterpart.

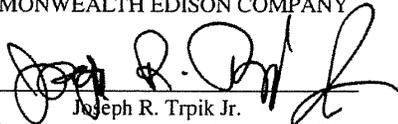
Please evidence your agreement to the foregoing by signing in the space provided below, sending a counterpart hereof by facsimile transmission to Jennifer Bruni of Mayer Brown LLP at 312-706-8375 and returning three signed counterparts hereof by messenger or courier to Jennifer Bruni, Mayer Brown LLP, 71 South Wacker Drive, Chicago, Illinois 60606.

[Signatures Follow]

ACCEPTED AND AGREED TO AS OF  
THE DATE FIRST ABOVE WRITTEN:

COMMONWEALTH EDISON COMPANY

By: \_\_\_\_\_



Joseph R. Trpik Jr.

Senior Vice President, Chief Financial Officer, and Treasurer

CONFIDENTIAL

August 15, 2011

Exelon Generation Company, LLC  
10 South Dearborn Street  
Chicago, Illinois 60603  
Attention: JaCee M. Burnes  
Assistant Treasurer

PECO Energy Company  
2301 Market Street  
Philadelphia, Pennsylvania 19101-8699  
Attention: JaCee M. Burnes  
Assistant Treasurer

Commonwealth Edison Company  
440 South LaSalle Street  
Chicago, Illinois 60605  
Attention: Joseph R. Trpik Jr.  
Senior Vice President, Chief Financial Officer, and Treasurer

Re: Fees in connection with Credit Facilities

Ladies and Gentlemen:

Please refer to the separate commitment letters dated the date hereof (the "Commitment Letters") from Seaway Bank and Trust Company ("SBTC") and various other parties to each of you regarding certain syndicated credit facilities.

In consideration of the agreements of SBTC in the Commitment Letters, Exelon Generation Company, LLC agrees to pay SBTC an arrangement fee of \$23,000, PECO Energy Company agrees to pay SBTC an arrangement fee of \$21,000 and Commonwealth Edison Company agrees to pay SBTC an arrangement fee of \$21,000. Such fees shall be paid on the date of the signing of definitive documentation for the relevant credit facility.

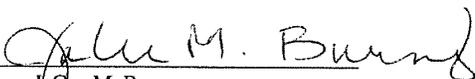
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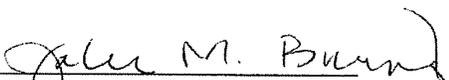
[Signatures Follow]

ACCEPTED AND AGREED TO AS OF  
THE DATE FIRST ABOVE WRITTEN:

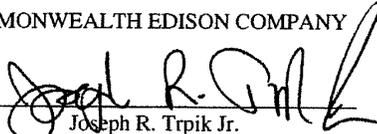
EXELON GENERATION COMPANY, LLC

By:   
JaCee M. Burnes  
Assistant Treasurer

PECO ENERGY COMPANY

By:   
JaCee M. Burnes  
Assistant Treasurer

COMMONWEALTH EDISON COMPANY

By:   
Joseph R. Trpik Jr.  
Senior Vice President, Chief Financial Officer, and Treasurer

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Your last Log in was 08/12/2012 7:55 AM CDT

**Bank of America Merrill Lynch** CashPro Online

REPORTING PAYMENTS NOTIFICATIONS ADMIN SUPPORT

Info Reporting All Reports Transaction Groups BR IIF Map Previous Day

Account #: ██████████ Account Name: Commonwealth Edison Company (USD)

ERD Reports Same Day MultiDay Tran Group Accounts

Date	Detail	Debit	Transactions	Amount
10/21/2011	Outgoing Money Transfer (495)			\$25,000.00

WIRE TYPE: WIRE OUT DATE: 10/21/11 TIME: 11:28 ET  
 TRN: ██████████ SERVICE REF: 004625  
 FED IMAD: ██████████  
 RELATED REF: ██████████  
 ORIG: ID: ██████████  
 BNF: Commonwealth Edison Company NA ID: ██████████  
 INT BK: ID: ██████████  
 RECV BK: ID: ██████████  
 PAYMENT DETAILS:  
 FFC Riverside Community Bank ComEd  
 Arranger fees

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Done Start

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**Bank of America Merrill Lynch** CashPro Online

REPORTING PAYMENTS NOTIFICATIONS ADMIN SUPPORT

Info Reporting All Reports Transaction Groups BR IIF Map Previous Day

Account Name: **Commonwealth Edison Company (USD)** ERD Reports Same Day MultiDay Train Group Accounts

Date: 10/21/2011

Date	Detail	Debit	Amount
10/21/2011	Outgoing Money Transfer (495)		521,000.00

WIRE TYPE: WIRE OUT DATE: 102111 TIME: 1128 ET  
 TRN: [REDACTED] SERVICE REF: 004626  
 FED IMAD: [REDACTED]  
 RELATED REF: [REDACTED]  
 ORIG: ID: [REDACTED]

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