FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

ı	OMB APPROVAL								
	OMB Number:	3235-0287							
l	Estimated average burde	en							
l	hours per response:	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* RASMUSSEN EDWARD J						2. Issuer Name and Ticker or Trading Symbol CONSOLIDATED EDISON INC [ED]								icable) tor		10% Ov	ner		
(Last) (First) (Middle) CONSOLIDATED EDISON, INC. C/O SECRETARY						3. Date of Earliest Transaction (Month/Day/Year) 09/20/2005									oller 8	below)	рсспу		
G PLACE;	4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable									
(Street) NEW YORK NY 10003														X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(S	tate)	(Zip)																	
	Tab	ole I - N	on-Deri	ivativ	e Se	curit	ties Ac	quirec	l, Di	sposed o	f, or Be	neficial	y Owned	l					
Date					Execution Date,		3. Transaction Code (Instr. 8)					Securition Benefici Owned I	es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
								Code	v	Amount	(A) or (D)	Price	Transac	tion(s)			(Instr. 4)		
Common Stock 09/20/2							005			10,000	A	\$42.51	17,075			D			
Common Stock 09/20/2							005			2,000	A	\$42.56	5 19	,075	D				
Common Stock 09/20/2								S		10,000	D	\$48.774	18 9,	075	D				
Common Stock 09/20/2							005			2,000	D	\$48.774	18 7,	075	D				
	-	Table II											Owned						
2. Conversion or Exercise Price of Derivative Security	se (Month/Day/Year)	Executio if any	n Date,					Expiration Da		te	of Securities Underlying		8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficial Owned Following Reported	Ownersh Form: Direct (D or Indire (I) (Instr.		11. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code			Date Exercis	able	Expiration Date	Title	Amount or Number of Shares									
\$42.56	09/20/2005			M			2,000	02/24/2	001	02/24/2008	Common Stock	2,000	(1)	0		D			
\$42.51	09/20/2005			M			10,000	04/18/2	005	04/18/2012	Common Stock	10,000	(1)	0		D			
	(F LIDATED I CARY G PLACE; DRK N (S Security (Inst Stock Stock Stock Stock Stock Stock Stock Stock \$42.56	(First) LIDATED EDISON, INC. (CARY G PLACE; ROOM 1618-S DRK NY (State) Tak Security (Instr. 3) Stock Stock Stock Stock Stock Stock Stock Stock Stock \$42.56 \$42.56 \$9/20/2005	(First) (Middle) LIDATED EDISON, INC. C/O CARY G PLACE; ROOM 1618-S DRK NY 10003 (State) (Zip) Table I - No Security (Instr. 3) Stock	(First) (Middle) LIDATED EDISON, INC. C/O CARY G PLACE; ROOM 1618-S DRK NY 10003 (State) (Zip) Table I - Non-Derivate (Month/Interpretation Date, or Exercise Price of Derivative Security (Month/Day/Year) \$42.56 09/20/2005	Calibrated Street Cali	CONS CONS	CONSOL	(First) (Middle) LIDATED EDISON, INC. C/O CARY G PLACE; ROOM 1618-S Table I - Non-Derivative Securities Ac Security (Instr. 3) Stock 09/20/2005 Stock 09/20/2005 Stock 09/20/2005 Table II - Derivative Securities Acquesty (Month/Day/Year) Stock 09/20/2005 Stock 09/20/2005 Table II - Derivative Securities Acquesty (e.g., puts, calls, warrants 2. Transaction Date (e.g., puts, calls, warrants) Table II - Derivative Securities Acquesty (e.g., puts, calls, warrants) 2. Transaction Date (e.g., puts, calls, warrants) Conversion Date (Month/Day/Year) Stock 09/20/2005 Table II - Derivative Securities Acquesty (e.g., puts, calls, warrants) Code (v (a) or Disposed of (D) (Instr. 3, 4 and 5) Code (Instr. 3) Code (V (A) (D) \$42.56 09/20/2005	(First) (Middle) LIDATED EDISON, INC. C/O CARY G PLACE; ROOM 1618-S Table I - Non-Derivative Securities Acquired (Month/Day/Year) Stock Stock 109/20/2005 Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, optic (A) or Exercise Price of Derivative Security (Month/Day/Year) Stock 109/20/2005 Table II - Derivative Securities Acquired, or Exercise Price of Date (Month/Day/Year) (M	(First) (Middle) LIDATED EDISON, INC. C/O ARY G PLACE; ROOM 1618-S Table I - Non-Derivative Securities Acquired, Distancian (Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 09/20/2005 Table II - Derivative Securities Acquired, Distancian of Security Stock 09/20/2005 Table II - Derivative Securities Acquired, Distancian of Security Stock 09/20/2005 Table II - Derivative Securities Acquired, Distancian of Security (Month/Day/Year) A. Deemed Execution Date, if any of the price of Securities Acquired, Distancian of Security (Month/Day/Year) Code V A. Derivative Securities Acquired, Distancian of Security (Month/Day/Year) Stock 09/20/2005 S Table II - Derivative Securities Acquired, Distancian of Security (Month/Day/Year) Code (Instr. 8) S, Number of Code (Month/Day/Year) Orivative Securities Acquired, Distancian of Security Security Code V (Month/Day/Year) A. Deemed Execution Date, if any of the price of Disposed of Original File Security Code V (Month/Day/Year) A. Deemed Execution Date, if any of the price of Disposed of Original File Code (Instr. 8) Date Exercisable S42.56 O9/20/2005	(First) (Middle) LIDATED EDISON, INC. C/O CARY G PLACE; ROOM 1618-S ORK NY 10003 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of Month/Day/Year) Security (Instr. 3) 2. 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C/O ARY G PLACE; ROOM 1618-S ORK NY 10003 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Conversion (Month/Day/Year) (Month/Day/Year) Stock 09/20/2005 Stock 09/20/2005 Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Stock 09/20/2005 M 10,000 A \$42.56 Stock 09/20/2005 Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Stock 09/20/2005 Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Stock 09/20/2005 Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Stock 09/20/2005 Table II - Derivative Securities Acquired, Disposed of, or Beneficial Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Stock 09/20/2005 Table II - Derivative Securities Acquired, Disposed of, or Beneficial Securities Acquired (D) or D \$48.774 Table II - Derivative Securities Acquired, Disposed of, or Beneficial Securities Acquired (D) or D \$48.774 Table II - Derivative Securities Acquired, Disposed of, or Beneficial Securities Acquired (D) or D \$48.774 Table II - Derivative Securities Acquired, Disposed of, or Beneficial Securities Acquired (D) or D \$48.774 Table II - Derivative Securities Acquired, Disposed of, or Beneficial Securities Acquired (D) or D \$48.774 Table II - Derivative Securities Acquired, Disposed of, or Beneficial Securities Acquired (D) or D \$48.774 Table II - Derivative Securities Acquired, Disposed of, or Beneficial Securities Acquired (D) or D \$48.774 Table II - Derivative Securities Acquired (D) or D \$48.774 Table II - Derivative Securities Acquired (D) or D \$48.774 Table II - Derivative Securities Acquired (D) or D \$48.774 Table II - Derivative Securities Acquired (D) or D \$48.774 Table II - Derivative Securities Acquired (D) or D \$48.774 Table II - Derivative Securities Acquired (D) or D \$48.774 Table II - Derivative Securities Acquired (D) or D \$48.774 Table II - Derivative Secur	CONSOLIDATED EDISON INC ED	CONSOLIDATED EDISON INC. [ED] Consolidate Consolidate	Consol_IDATED EDISON.INC ED Check all applicable) Director X Direct	CONSOLIDATED EDISON INC. [ED] (First) (Middle) LIDATED EDISON, INC. C/O ARY G PLACE; ROOM 1618-S Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) Social Security (Instr. 3) 2. Transaction Date if any (Month/Day/Year) (Month/Day/Year) 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date of Original Filed (Month/Day/Year) 2. Transaction Date if any (Month/Day/Year) (Month/Day/Year) 2. Transaction Date if any (Month/Day/Year) (Month/Day/Year) 2. Transaction Date if any (Month/Day/Year) (Month/Day/Year) 3. Transaction Date if any (Month/Day/Year) (Month/Day/Year) 3. Date of Earliest Transaction (Month/Day/Year) 2. Transaction Date if any (Month/Day/Year) (Month/Day/Year) 2. Transaction Date if any (Month/Day/Year) (Month/Day/Year) 2. Transaction Date if any (Month/Day/Year) (Month/Day/Year) 3. 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Explanation of Responses:

1. Not Applicable

Remarks:

Peter J. Barrett; Attorney-in-

09/21/2005

Fact

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

^{*} If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).