

Washington, D.C.

FORM U-3A-2

## Statement by Holding Company Claiming Exemption

Under Rule U-3A-2 from the Provisions of the  
Public Utility Holding Company Act of 1935

To Be Filed Annually Prior to March 1

## CONSOLIDATED EDISON, INC.

hereby files with the Securities Exchange Commission, pursuant to Rule 2, its statement claiming exemption as a holding company from the provisions of the Public Utility Holding Company Act of 1935, and submits the following information:

1. Name, State of organization, location and nature of business of claimant and every subsidiary thereof, other than any exempt wholesale generator (EWG) or foreign utility company in which claimant directly or indirectly holds an interest.

Consolidated Edison, Inc. ("Claimant") is a corporation organized and existing under the laws of the State of New York. Claimant is a holding company, which acquires and hold securities of other corporations. Claimant's principal place of business is 4 Irving Place, New York, New York 10003. Claimant has the following subsidiaries:

A. Consolidated Edison Company of New York, Inc. ("Con Edison") is a public utility organized and existing as a corporation under the laws of the State of New York. Con Edison supplies electric service in all of New York City (except part of Queens) and most of Westchester County, New York, an approximately 660 square mile service area with a population of more than 8 million. It also supplies gas in Manhattan, The Bronx and parts of Queens and Westchester, and steam in part of Manhattan. All of Con Edison's Common Stock is held by Claimant. Con Edison's principal place of business is 4 Irving Place, New York, N.Y. 10003. Con Edison has the following subsidiaries:

1. Davids Island Development Corp. ("DIDCO") is organized and existing as a corporation under the laws of the State of New York. It owns real property, acquired as a possible site for an electric generating plant, in Dutchess and Columbia Counties in New York State. It is in the process of disposing of the property. It is a wholly-owned subsidiary of Con Edison. Its principal place of business is 4 Irving Place, New York, N.Y. 10003.

2. D.C.K. Management Corp. ("DCK") is a corporation organized and existing as a corporation under the laws of the State of New York. It owns real property in the City of New York. It is a wholly-owned subsidiary of Con Edison. Its principal place of business is 4 Irving Place New York, N.Y. 10003.

3. Honeoye Storage Corporation ("Honeoye") a corporation organized and existing under the laws of the State of New York. It was incorporated to own and operate a gas storage facility in upstate New York. It is 28.81 percent owned by Con Edison.

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4. Steam House Leasing LLC ("SHL"), a Delaware Limited Liability Company, a wholly owned subsidiary of Con Edison that leases a steam generating plant that produces steam for Con Edison's steam distribution business. Its principal place of business is 4 Irving Place New York, N.Y. 10003.

B. Orange and Rockland Utilities, Inc. ("O&R") is a public utility organized and existing as a corporation under the laws of New York. O&R provides service to about 204,000 electric and 114,000 gas customers in New York in a service area covering all of Rockland County, most of Orange County, and part of Sullivan County. All of O&R's Common Stock is held by Claimant. O&R's principal place of business is One Blue Hill Plaza, Pearl River, N.Y. 10965. O&R has the following subsidiaries:

1. Rockland Electric Company ("RECO") is a public utility organized and existing as a corporation under the laws of a New Jersey. RECO supplies electric service to about 69,000 customers in New Jersey to the northern parts of Bergen and Passaic Counties and small areas in northern Sussex County. All of RECO's Common Stock is held by O&R. RECO's principal place of business is 82 East Allendale Avenue, Saddle River, N. J. 07458. RECO has the following subsidiaries:

- a. Saddle River Holdings Corp. ("SRH"), a wholly-owned subsidiary of RECO, organized and existing as a corporation under the laws of Delaware. All of SRH's Common Stock is held by RECO. SRH's principal place of business is One Blue Hill Plaza, Pearl River, N.Y. 10965. SRH has the following subsidiaries:

- (i) NORSTAR Holdings, Inc. ("NHI"), a wholly-owned subsidiary of SRH, organized and existing as a corporation under the laws of Delaware. NHI's principal place of business is One Blue Hill Plaza, Pearl River, N.Y. 10965. NHI has the following subsidiaries:

- (A) NORSTAR Energy Limited Partnership ("NORSTAR") is an inactive gas marketing limited partnership organized and existing under the laws of Delaware

in which NHI holds a 100% partnership interest. NORSTAR is the majority owner and NHI is the minority owner of NORSTAR Energy Pipeline Company, LLC ("Pipeline"), a Delaware limited liability company, which is inactive. The principal place of business of both NORSTAR and Pipeline are One Blue Hill Plaza, Pearl River, N.Y. 10965.

(B) Millbrook Holdings, Inc. ("Millbrook") which is organized and existing as a corporation under the laws of Delaware, holds a leasehold interest in non-utility real estate in Morris County, New Jersey. Millbrook's principal place of business is One Blue Hill Plaza, Pearl River, N.Y. 10965.

b. Enserve Holdings, Inc. ("Enserve"), a wholly-owned subsidiary of RECO, organized and existing as a corporation under the laws of Delaware. All of Enserve's Common Stock is held by RECO. Enserve is currently inactive. Enserve's principal place of business is One Blue Hill Plaza, Pearl River, N.Y. 10965.

2. Pike County Light & Power Company ("Pike"), a public utility organized and existing as a corporation under the laws of Pennsylvania. Pike supplies electricity to about 4,200 customers and gas to about 1,000 customers in the northeastern corner of Pike County, Pennsylvania. All of Pike's Common Stock is held by O&R. Pike's principal place of business is 219 1/2 Broad Street, Milford, Pennsylvania 18337.

3. Clove Development Corporation ("Clove") is an inactive real estate sales company, organized and existing as a corporation under the laws of New York. Clove no longer owns any real estate; its sole assets are cash and mortgage receivables. All of Clove's common stock is held by O&R. Clove's principal place of business is One Blue Hill Plaza, Pearl River, N.Y. 10965.

4. O&R Development, Inc. ("ORDEVCO"), commercial real estate development company, organized and existing as a corporation under the laws of Delaware, whose principal asset is land located at the Interchange Commerce Center in Harriman, New York. All of ORDEVCO's common stock is held by O&R. ORDEVCO's principal place of business is One Blue Hill Plaza, Pearl River, N.Y. 10965.

5. O&R Energy Development, Inc. ("ORED") is an inactive oil and gas development company, organized and existing as a corporation under the laws of Delaware. All of ORED's common stock is held by O&R. ORED's principal place of business is One Blue Hill Plaza, Pearl River, N.Y. 10965.

C. Consolidated Edison Solutions, Inc. ("CES") is organized and existing as a corporation under the laws of the State of New York. It is in the business of providing wholesale and retail energy and related services. It is a wholly-owned subsidiary of Claimant. Its principal place of business is 701 Westchester Avenue, Suite 301 West, White Plains, N.Y. 10604. CES has the following subsidiaries:

1. CES has a 50% interest in Inventory Management & Distribution Company, Inc. ("IMD"), an energy marketing company, organized and existing as a corporation under the laws of Delaware. IMD's principal place of business is 5599 San Felipe, Suite 870, Houston, TX 77056. IMD is in the process of being dissolved. Its results of operations and financial position were not consolidated with those of Claimant for 2000.

2. CES has a 14.4% interest in Remote Source Lighting International, Inc. ("RSLI"), a lighting technology company, organized and existing as a corporation under the laws of Delaware. RSLI's principal place of business is 120 Southcenter Court, Suite 200, Morrisville NC 27560. RSLI results of operations and financial position were not consolidated with those of Claimant for 2000.

D. Consolidated Edison Development, Inc. ("CEDI") is organized and existing as a corporation under the laws of New York. It is in the business of investing in foreign and domestic energy and other infrastructure projects. It is a wholly-owned subsidiary of Claimant. Its principal place of business is 111 Broadway, 16th Floor, New York, N.Y. 10006. CEDI has the following subsidiaries:

1. Con Edison Development Guatemala, Ltd. ("CEDG") a corporation organized and existing under the laws of the Cayman Islands. It is in the business of investing in energy projects in Central America. It is a wholly-owned subsidiary of CEDI. Its principal place of business is c/o Maples and Calder, Attorneys-at-Law, Ugland House, South Church Street, P.O. Box 309, George Town, Grand Cayman, Cayman Islands, British West Indies. CEDG has the following subsidiary:

a. Energy Finance Partners of Central America ("EPCA") is a limited partnership organized and existing under the laws of the Cayman Islands. It was organized to invest in an electric power project in Guatemala. CEDG owns an approximately 99.99% interest in EPCA. EPCA's principal place of business is c/o Maples and Calder, Attorneys-at-Law, Ugland House, South Church Street, P.O. Box 309, George Town, Grand Cayman, Cayman Islands, British West Indies. EPCA has the following subsidiary:

(i) EPCA has a 49% interest in Generadora Electrica del Norte, S.R.L., ("Genor") a foreign utility company. See Item 4, below.

2. Consolidated Edison Leasing, Inc. ("CEL"), a corporation organized and existing under the laws of Delaware. CEL is a wholly-owned subsidiary of CEDI which has an investment in a leveraged lease transaction. CEL's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006.

3. Con Edison Leasing, LLC. ("CELLLC"), a limited liability company organized and existing under the laws of Delaware. CELLLC is a wholly-owned subsidiary of CEDI which has an investment in a leveraged lease transaction. CELLLC's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006.

4. CED Ada, Inc. ("CEDA"), a corporation organized and existing under the laws of the state of Delaware. CEDA, a wholly-owned subsidiary of CEDI, was organized to invest in a power plant in Michigan. CEDA's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006. CEDA has the following subsidiary:

a. CED/DELTA Ada, LLC. ("CDA"), a limited liability company organized and existing under the laws of Delaware. CEDA owns an approximate 96 percent interest in CDA. CDA's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006. CDA has the following subsidiary:

(i) CDA owns a 49.5 percent limited partnership interest and a 0.5 percent general partnership interest in Ada Cogeneration Limited Partnership ("ACLP") which owns a 30 megawatt gas-fired qualifying cogeneration facility under the Public Utility Regulatory Policy Act of 1977 in Ada, Michigan.

5. Carson Acquisition, Inc. ("CAI"), a Corporation organized and existing under the laws of Delaware. CAI was organized to invest in a power plant in California. CAI's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006. CAI is currently inactive.

6. CED/SCS Newington, LLC ("CED/SCS"), a Delaware limited liability company, approximately 95% of which is owned by CEDI. CED/SCS's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006. CED/SCS has the following subsidiary:

a. Newington Energy, LLC ("NELLC") a Delaware limited liability company wholly-owned by CED/SCS. NELLC is currently developing a 525 MW electric generating facility in Newington, New Hampshire, which will qualify as an exempt wholesale generator ("EWG"). See Item 4. NELLC's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006

7. CED Generation Holding Company, LLC, a Delaware limited liability company ("CED Holding") wholly-owned by CEDI. CED Holding's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006. CED Holding has the following subsidiaries:

a. CED Management Company, Inc., a Delaware corporation ("CED Management") wholly-owned by CED Holding. CED management owns 1% of CED Operating. CED Management's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006.

b. CED Operating Company, L.P., a Delaware limited partnership ("CED Operating") in which CED Holding owns a 99% limited partners interest. CED Management owns a 1% limited partners interest in CED Operating and serves as its general partner. CED Operating provides operating and administrative services to Lakewood. CED Operating's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006.

c. CED-Lakewood, Inc., a New York corporation ("CEDL") wholly-owned by CED Holding, which in turn owns 100% of CED Generation Lakewood Company, a Delaware corporation ("CGLC"). CEDL and CGLC each owns a 1% general partners interest in Lakewood Cogen. CEDL and CGLC's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006 principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006.

d. Lakewood Cogen, a Delaware limited partnership ("Lakewood") in which CED Holding has a 78% limited partner interest and CEDL and CGLC each owns a 1% general partner interest. Lakewood owns a 236 MW power plant located in Lakewood, New Jersey. Lakewood Cogen's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006. Lakewood is an EWG. See Item 4.

8. Ocean Peaking Power Management, Inc. ("OPPM") and Ocean Peaking Power Investors, Inc. ("OPPI"), each of which is a corporation organized and existing under the laws of Delaware, wholly-owned by CEDI. OPPM owns a 1% general partner interest, and OPPI owns a 99% limited partner interest, in Ocean Peaking Power, L.P., a Delaware limited partnership ("OPPLP" and, together with OPPM and OPPI, "OP"). It is anticipated that OPPLP will be used in connection with the development of a 500 MW peaking power plant located on the site of the Lakewood generating plant. OP's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006.

9. Consolidated Edison Energy Massachusetts, Inc. ("CEEMI"), a corporation organized and existing under the laws of Massachusetts, wholly-owned by CEDI. CEEMI was established for the purpose of owning and operating 290 MW of generation facilities acquired from Western Massachusetts Electric Company. CEEMI's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006. CEEMI is an EWG. See Item 4.

10. CED-GTM 1, LLC ("CED/GTM"), a Delaware limited liability company, wholly-owned by CEDI. CED/GTM's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006. CED/GTM has the following subsidiary:

a. GTM Energy LLC ("GTM Energy"), a Delaware limited liability company in which CED/GTM has an approximately one-half interest. GTM Energy was formed to pursue opportunities to develop electric generating facilities. GTM Energy is currently inactive. GTM Energy's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006.

11. CEDST, LLC ("CEDST"), a Delaware limited liability company, wholly-owned by CEDI. CEDST principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006. CEDST has the following subsidiary:

a. CED 42, LLC ("CED42"), a Delaware limited liability company, wholly-owned by CEDST. CED42 and CEDST were formed to invest in a low-income housing transaction, which will generate tax credits under Section 42 of the Internal Revenue Code of 1986, as amended. CED42's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006

12. CED Rock Springs, Inc. ("CEDRS"), a corporation organized and existing under the laws of Delaware, wholly-owned by CEDI. CEDRS was formed to potentially construct a 165MW electric generating combustion turbine, which would be part of a larger electric generating facility to be located in Rock Springs, Maryland. CEDRS' principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006.

13. Con Edison Development Guatemala Acquisition and Finance, Ltd. ("CEDGAF") a corporation organized under the laws of the Cayman Islands, wholly-owned by CEDI. CEDAF owns a .01% interest in EPCA. CEDGAF's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006.

14. Con Edison El Salvador One, Ltd ("CEES"), a corporation organized under the laws of the Cayman Islands, wholly-owned by CEDI. CEES, which has no assets or operations, was organized in connection with a potential investment in El Salvador, which was never made. CEES' principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006.

E. Consolidated Edison Energy, Inc. ("CEEI"), a corporation organized and existing under the laws of the State of New York. CEEI markets specialized energy supply services to wholesale customers. CEEI is a wholly-owned subsidiary of Claimant. CEEI's principal place of business is 701 Westchester Avenue, Suite 201 West, White Plains, N.Y. 10604.

F. Consolidated Edison Communications, Inc. ("CECI"), a corporation organized and existing under the laws of the State of New York. CECI was incorporated in November 1997 to own, lease, operate or invest in facilities used for telecommunications or otherwise compete in the telecommunications industry. CECI is a wholly-owned subsidiary of Claimant. CECI's principal place of business is 132 W. 31 Street, New York, N.Y. 10001. CECI has the following subsidiary:

1. CECI has an 11.6% interest in NEON Communications Inc., a corporation organized and existing under the laws of Delaware, which owns all the outstanding shares of capital stock of NEON Optica, Inc., a corporation organized and existing under the laws of Delaware, (together with Neon Communications, Inc., "NEON"). NEON operates a fiber optic network ("NEON"). NEON's principal place of business is 2200 West Park Drive, Westborough, Massachusetts 01581.

G. Consolidated Edison, Inc. (originally incorporated as CWB Holdings, Inc.), a corporation organized and existing under the laws of Delaware and wholly-owned by Claimant which owns a 99% interest in each of N Acquisition LLC and X Holding LLC, each of which is a limited liability company organized and existing under the laws of Massachusetts. N Acquisition LLC owns the remaining 1% interest in X Holding LLC and X Holding LLC owns the remaining 1% interest in N Acquisition LLC. These entities were established in connection with Claimant's October 1999 agreement to acquire Northeast Utilities and are collectively referred to herein as the "Merger Subs." The Merger Subs' principal place of business is c/o Consolidated Edison, Inc., 4 Irving Place, New York, N.Y. 10003.

2. A brief description of the properties of claimant and each of its subsidiary public utility companies used for the generation, transmission, and distribution of electric energy for sale, or for the production, transmission, and distribution of natural or manufactured gas, indicating the location of principal generating plants, transmission lines, producing fields, gas manufacturing plants, and electric and gas distribution facilities, including all such properties which are outside the State in which claimant and its subsidiaries are organized and all transmission or pipelines which deliver or receive electric energy or gas at the borders of such State.

Claimant is organized and existing under the laws of New York and does not own any such utility properties. Claimant's subsidiary public utility companies are Con Edison, O&R, RECO and Pike. Con Edison and O&R are organized and existing under the laws of New York. RECO and Pike are organized and existing under the laws of New Jersey and Pennsylvania, respectively.

Con Edison owns approximately 1,500 MW of electric generating facilities, including its approximately 1,000 MW Indian Point 2 nuclear generating plant located in Westchester County, New York (the sale of which is pending) and steam-electric generating plants located in New York City, New York.

At December 31, 2000, Con Edison's transmission system had approximately 432 miles of overhead circuits operating at 138, 230, 345 and 500 kilovolts and approximately 381 miles of underground circuits operating at 138 and 345 kilovolts. There are approximately 267 miles of radial subtransmission circuits operating at 69 and 138 kilovolts. The company's 14 transmission substations, supplied by circuits operated at 69 kilovolts and above, have a total transformer capacity of approximately 15,731 megavolt amperes. The company's transmission facilities are located in New York City and Westchester, Orange, Rockland, Putnam and Dutchess counties in New York State.

Con Edison has transmission interconnections with Niagara Mohawk, Central Hudson Gas & Electric Corporation, O&R, New York State Electric and Gas Corporation, Connecticut Light and Power Company, Long Island Lighting Company, NYPA and Public Service Electric and Gas Company.

Con Edison owns various distribution substations and facilities located throughout New York City and Westchester County. At December 31, 2000, the company's distribution system had a transformer capacity of approximately 20,300 megavolt amperes, approximately 32,500 miles of overhead distribution lines and approximately 88,800 miles of underground distribution lines.

Natural gas is delivered by pipeline to Con Edison at various points in its service territory and is distributed to customers by the company through approximately 4,200 miles of mains and 368,000 service lines. The company owns a natural gas liquefaction facility and storage tank at its Astoria property in Queens, New York. The plant can store approximately 1,000 mdth of which a maximum of about 250 mdth can be withdrawn per day. The company has about 1,230 mdth of additional natural gas storage capacity at a field in upstate New York, owned and operated by Honeoye Storage Corporation, a corporation 28.8 percent owned by Con Edison.

O&R, RECO and Pike own, in whole or in part, transmission and distribution facilities which include 601 circuit miles of transmission lines, 74 substations, 88,892 in-service line transformers, 5,062 pole miles of overhead distribution lines and 2,519 miles of underground distribution lines. O&R and Pike own their gas distribution systems, which include 1,765 miles of mains.

3. The following information for the last calendar year with respect to claimant and each of its subsidiary public utility companies:

(a) Number of kwh. of electric energy sold (at retail or wholesale), and Mcf. of natural or manufactured gas distributed at retail.

	Electric (kwhrs) Retail	Electric (kwhrs) Wholesale	Gas (Dth) Retail
Claimant	None	None	None
Con Edison	31,920,706,000	4,159,819,000	229,209,904
O&R	3,008,049,568	None	29,518,041*
RECO	1,381,821,231	None	N/A
Pike	59,703,583	None	135,474

\* Does not include 1,029,214 Dth sold by O&R to Con Edison.

(b) Number of kwh. of electric energy and Mcf. of natural or manufactured gas distributed at retail outside the State in which each such company is organized.

	Electric (kwhrs)	Gas (Dth)
Claimant	None	None
Con Edison	None	None
O&R	None	None
RECO	None	N/A
Pike	None	None

(c) Number of kwh. of electric energy and Mcf. of natural or manufactured gas sold at wholesale outside the State in which each such company is organized, or at the State line.

	Electric (kwhrs)	Gas (Dth)
Claimant	None	None
Con Edison	100,900,000	23,067,713*
O&R	None**	3,636,782**
RECO	None	N/A
Pike	None	None

\* Includes gas sold to energy service companies at the pipeline metering facilities in New York. \*\*Excludes energy purchased by O&R and sold to its subsidiaries RECO or Pike.

(d ) Number of kwh. of electric energy and Mcf. of natural or manufactured gas purchased outside the State in which each such company is organized or at the State line.

	Electric (kwhrs)	Gas (Dth)
Claimant	None	None
Con Edison	996,952,000	157,800,083*
O&R	None	24,900,704
RECO	1,556,646,718**	N/A
Pike	65,894,308**	141,642**

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\* Includes gas purchased from energy service companies operating in New York pursuant to balancing obligations and gas purchased at the pipeline's metering facilities in New York. \*\* Purchased from O&R at state line

4. The following information for the reporting period with respect to claimant and each interest it holds directly or indirectly in an EWG or a foreign utility company, stating monetary amounts in United States dollars:

(a) Name, location, business address and description of the facilities used by the EWG or foreign utility company for the generation, transmission and distribution of electric energy for sale or for the distribution at retail of natural or manufactured gas.

Generadora Electrica del Norte, Limitada ("GENOR") is a foreign utility company, organized and existing as a Sociedad de Responsabilidad Limitada under the laws of Guatemala. GENOR owns and operates a 40 megawatt electric generating facility in the city of Puerto Barrios, Department of Izabel, Republic of Guatemala. Electric energy generated by the facility is sold to industrial and wholesale customers in Guatemala.

Newington Energy, LLC, ("NELLC"), a Delaware limited liability company, which is currently developing a 525 MW electric generating facility in Newington, New Hampshire, which will qualify as an EWG. The company's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006.

Consolidated Edison Energy Massachusetts, Inc. ("CEEMI"), a corporation organized and existing under the laws of Massachusetts, wholly-owned by CEDI. CEEMI was established for the purpose of owning and operating 290 MW of generation facilities acquired from Western Massachusetts Electric Company. CEEMI's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006.

Lakewood Cogen, a Delaware limited partnership ("Lakewood") in which CED Holding has a 78% limited partner interest and CEDL and CGLC each owns a 1% general partner interest. Lakewood owns a 236 MW power plant located in Lakewood, New Jersey. Lakewood Cogen's principal place of business is c/o Consolidated Edison Development, 111 Broadway, 16th Floor, New York, New York 10006.

(b) Name of each system company that holds an interest in such EWG or foreign utility company; and description of the interest held.

Claimant owns 100% of CEDI, which owns 100% of CEDG, which owns 97% of EPCA, which owns 49% of GENOR.

Claimant owns 100% of CEDI, which owns 95% of CED/SCS, which owns 100% of NELLC.

Claimant owns 100% of CEDI, which owns 100% of CEEMI.

Claimant owns 100% of CEDI, which owns 100% of CED Holding, which owns 80% of Lakewood (78% directly and 2% indirectly through 100% ownership in CEDL and CGLC which own 1% each).

(c) Type and amount of capital invested, directly or indirectly, by the holding company claiming exemption; any direct or indirect guarantee of the security of the EWG or foreign utility company by the holding company claiming exemption; and any debt or other financial obligation for which there is recourse, directly or indirectly, to the holding company claiming exemption or another system company, other than the EWG or foreign utility company.

At December 31, 2000, Claimant, directly or indirectly, had capital invested, including loans, in GENOR, NELLC, CEEMI and Lakewood of \$11.8 million, \$0, \$ 55.1 million and \$101.8 million, respectively. Claimant's investment in GENOR is in the form of an Aporaciones de Capital interest (similar to a limited liability company interest). Claimant's investment in NELLC is in the form of a limited liability company investment. Claimant's investment in CEMI is that of a stockholder. Claimant's investment in Lakewood is in the form of a limited partnership interest.



Claimant has guaranteed the obligations of NELLC as lessee under a lease transaction for the construction and lease of a 525 mw power project in Newington, NH. The non-cancelable lease term is approximately 8 years - beginning at the date of construction completion, which is expected to be May 2002. There is no rental expense under this arrangement for the years 1998 through 2000. At the end of the lease term, NELLC has the option to renew the lease or purchase the project for the then outstanding amounts expected by the lessor for the Project. If NELLC chooses not to renew the lease or acquire the Project, then NELLC will guarantee a residual value of the Project for an amount not exceeding \$239.7 million. Payments and performance obligations are fully and unconditionally guaranteed by claimant.

CEDI issued standby/documentary letters of credit to support certain obligations relating to the operations of the Lakewood project. These letters of credit which are payable on demand, collateralize the company's obligations to third parties and are irrevocable and non-renewable. The outstanding letters of credit as of December 31, 2000 was \$7,000.

- (d) Capitalization and earnings, on a stand alone basis, of the EWG or foreign utility company during the reporting period.

GENOR's capitalization was \$46.1 million at September 30, 2000 and it had net loss of \$0.1 million for the twelve months ended September 30, 2000. Claimant does not have more recent such information.

NELLC's capitalization was \$0.0 million at December 31, 2000 and it had net income of \$0.0 for the year then ended.

CEEMI's capitalization was \$53.5 million at December 31, 2000 and it had net income of \$2.3 million for the year then ended.

Lakewood's capitalization was \$281.5 million at December 31, 2000 and it had net income of \$4.0 million for the year then ended

- (e) Identify any service, sales or construction contract(s) between the EWG or foreign utility company and a system company, and describe the services to be rendered or goods sold and fees or revenues under such agreement(s).

CEEI (See Item I.E.) markets the electricity generated by CEMI and CEDI and certain other companies provide certain services to CEMI. The fees and revenues from such arrangements are not matured to claimant.

#### EXHIBIT A

A consolidating statement of income and surplus of the claimant and its subsidiary companies for the last calendar year, together with a consolidating balance sheet of claimant and its subsidiary companies as of the close of such calendar year.

The consolidating financial statements are attached hereto as Exhibit A.

#### EXHIBIT B

An organizational chart showing the relationship of each EWG or foreign utility company to associate companies in the holding-company system.

An organization chart is attached hereto as Exhibit B.

The above-named claimant has caused this statement to be duly executed on its behalf by its authorized officer on this 16th day of March 2001.

CONSOLIDATED EDISON, INC.

By: /s/ Edward J. Rasmussen  
Edward J. Rasmussen  
Vice President and Controller

Name, title, and address of officer to whom notices and correspondence concerning this statement should be addressed:

Archie M. Bankston  
Secretary

Consolidated Edison, Inc.  
4 Irving Place  
New York, N.Y. 10003

Exhibit A

Consolidated Edison, Inc.  
Consolidating Income Statement  
For The Period Ended December 31, 2000

	CEI	CECONY	ORU	Communications	Development
<b>Operating revenues</b>					
Electric	\$ --	\$6,467,074,480.85	\$ 513,015,535.02	\$ --	\$ --
Gas	--	1,081,534,217.28	183,435,706.60	--	--
Steam	--	452,134,518.46	--	--	--
Non-utility	--	--	4,521,254.28	--	96,870,011.23
<b>Total - Operating Revenues</b>	--	<b>8,000,743,216.59</b>	<b>700,972,495.90</b>	--	<b>96,870,011.23</b>
<b>Operating expenses</b>					
Purchased power	--	2,988,096,349.41	272,544,025.78	--	--
Fuel	--	322,063,321.02	39,123.20	--	28,712,858.87
Gas purchased for resale	--	490,565,135.03	117,150,175.74	--	--
Other operations	--	947,545,191.54	118,096,786.18	8,127,438.21	13,295,711.59
Maintenance	--	430,869,678.30	27,176,514.07	--	--
Depreciation & amortization	10,917,445.68	535,179,476.11	27,129,874.20	95,735.09	7,822,248.85
Taxes, other than federal Income	--	1,048,508,800.70	55,569,199.46	240,518.25	922,037.86
State income tax	--	22,233,885.00	6,038,986.30	(838,000.00)	2,426,051.00
Federal income tax	--	111,081,000.00	15,565,648.00	(2,641,000.00)	(16,035,399.48)
Federal Income tax deferred - net	--	160,487,812.51	1,344,864.18	--	31,424,114.27
Investment tax credit deferred - net	--	(7,955,000.00)	(123,334.00)	--	--
<b>Total - Operating Expenses</b>	<b>10,917,445.68</b>	<b>7,048,675,649.62</b>	<b>640,531,863.11</b>	<b>4,984,691.55</b>	<b>68,567,622.96</b>
<b>Operating Income</b>	<b>(10,917,445.68)</b>	<b>952,067,566.97</b>	<b>60,440,632.79</b>	<b>(4,984,691.55)</b>	<b>28,302,388.27</b>
<b>Other Income (Deductions)</b>					
Investment income	296,432.93	2,294,000.73	4,845,982.52	58,754.38	97,630.45
AFDC-equity	--	1,086,342.71	212,346.93	--	--
Other income less income deductions	584,790,739.85	1,445,885.67	757,214.08	21,204.50	630,630.22
State income tax	4,440,000.00	864,500.00	--	--	--
Federal income tax	12,088,000.00	1,267,000.00	(2,149,798.00)	--	--
Federal income tax - deferred	--	(6,210,305.00)	321,111.00	--	--
<b>Total Other Income</b>	<b>601,615,172.78</b>	<b>747,424.11</b>	<b>3,986,856.53</b>	<b>79,958.88</b>	<b>728,260.67</b>
<b>Income Before Interest Charges</b>	<b>590,697,727.10</b>	<b>952,814,991.08</b>	<b>64,427,489.32</b>	<b>(4,904,732.67)</b>	<b>29,030,648.94</b>
<b>Interest Charges</b>					
Interest on long term debt	--	331,425,481.71	22,932,975.65	--	9,636,037.64
Other Interest	6,873,026.40	43,224,395.04	2,951,156.47	--	--
AFDC-borrowed	--	(5,549,703.56)	(526,069.85)	--	--
<b>Net Interest Charges</b>	<b>6,873,026.40</b>	<b>369,100,173.19</b>	<b>25,358,062.27</b>	<b>--</b>	<b>9,636,037.64</b>
<b>Net Income</b>	<b>583,824,700.70</b>	<b>583,714,817.89</b>	<b>39,069,427.05</b>	<b>(4,904,732.67)</b>	<b>19,394,611.30</b>
Preferred stock dividend requirements	--	(13,592,569.33)	--	--	--
<b>Net Income Applicable to Common Stock</b>	<b>\$583,824,700.70</b>	<b>\$ 570,122,248.56</b>	<b>\$ 39,069,427.05</b>	<b>\$ (4,904,732.67)</b>	<b>\$ 19,394,611.30</b>

Earnings per share

Common shares outstanding - average

	Energy	Solutions	Eliminations	Purch Acctg Adj.	Total
<b>Operating revenues</b>					
Electric	\$ --	\$ --	\$ (28,399,476.42)	\$ --	\$6,951,690,539.45
Gas	--	--	(3,000,042.22)	--	1,261,969,881.66
Steam	--	--	--	--	452,134,518.46
Non-utility	122,415,805.68	569,932,914.87	(1,755,263.19)	--	791,984,722.87
<b>Total - Operating Revenues</b>	<b>122,415,805.68</b>	<b>569,932,914.87</b>	<b>(33,154,781.83)</b>	<b>--</b>	<b>9,457,779,662.44</b>
<b>Operating expenses</b>					
Purchased power	108,400,703.63	303,444,609.25	(24,218,894.17)	--	3,648,266,793.90
Fuel	--	--	--	--	350,815,303.09
Gas purchased for resale	--	208,074,565.04	(7,180,624.47)	--	808,609,251.34
Other operations	8,611,685.11	53,921,525.62	--	--	1,149,598,338.25
Maintenance	--	--	--	--	458,046,192.37
Depreciation & amortization	365,904.58	5,259,794.58	--	(96,056.31)	586,674,422.78
Taxes, other than federal Income	221,997.69	16,380,540.46	--	--	1,121,843,094.42
State income tax	695,937.00	(1,616,146.33)	--	--	28,940,712.97
Federal income tax	1,858,402.50	(6,157,979.59)	--	--	103,670,671.43
Federal Income tax deferred - net	--	--	--	--	193,256,790.96
Investment tax credit deferred - net	--	--	--	--	(8,078,334.00)
<b>Total - Operating Expenses</b>	<b>120,154,630.51</b>	<b>579,306,909.03</b>	<b>(31,399,518.64)</b>	<b>(96,056.31)</b>	<b>8,441,643,237.51</b>
<b>Operating Income</b>	<b>2,261,175.17</b>	<b>(9,373,994.16)</b>	<b>(1,755,263.19)</b>	<b>96,056.31</b>	<b>1,016,136,424.93</b>
<b>Other Income (Deductions)</b>					
Investment income	281,621.35	601,564.03	--	--	8,475,986.39
AFDC-equity	--	--	--	--	1,298,689.64
Other income less income deductions	906,927.21	(1,415,662.76)	(618,711,291.24)	(1,085,622.75)	(32,659,975.22)

State income tax	--	--	--	--	5,304,500.00
Federal income tax	1,595.02	--	--	--	11,206,797.02
Federal income tax - deferred	--	--	--	--	(5,889,194.00)
-----					
Total Other Income	1,190,143.58	(814,098.73)	(618,711,291.24)	(1,085,622.75)	(12,263,196.17)
-----					
Income Before Interest Charges	3,451,318.75	(10,188,092.89)	(620,466,554.43)	(989,566.44)	1,003,873,228.76
Interest Charges					
Interest on long term debt	--	--	--	--	363,994,495.00
Other Interest	--	--	(3,521,774.33)	--	49,526,803.58
AFDC-borrowed	--	--	--	--	(6,075,773.41)
-----					
Net Interest Charges	--	--	(3,521,774.33)	--	407,445,525.17
-----					
Net Income	3,451,318.75	(10,188,092.89)	(616,944,780.10)	(989,566.44)	596,427,703.59
Preferred stock dividend requirements	--	--	--	--	(13,592,569.33)
-----					
Net Income Applicable to Common Stock	\$ 3,451,318.75	\$ (10,188,092.89)	\$(616,944,780.10)	\$ (989,566.44)	\$ 582,835,134.26
=====					
Earnings per share				\$	2.75
Common shares outstanding - average					212,186,412

Consolidated Edison, Inc.  
Consolidating Balance Sheet  
December 31, 2000

LineNo		CEI ---	CECONY -----	ORU ---
<b>ASSETS</b>				
A100	Utility Plant	\$ -	\$ 15,178,601,832.07	\$1,058,346,375.91
A150	Accumulated depreciation	-	(4,819,625,840.19)	(366,431,611.39)
<hr/>				
	Net utility plant	-	10,358,975,991.88	691,914,764.52
A160	Construction Work in Progress	-	476,379,113.75	28,091,292.55
A170	Nuclear fuel assemblies less amortization	-	107,641,093.62	-
<hr/>				
	Net Utility Plant	-	10,942,996,199.25	720,006,057.07
<hr/>				
A200	Cash	(4,049.12)	62,704,171.05	4,962,231.31
A210	Temporary cash investments	5,534,881.46	7,568,864.96	3,520,669.08
A220	Accounts receivable - customers	-	769,683,068.66	86,027,814.22
A230	Allowance for uncollectible accounts	-	(25,800,000.00)	(3,845,000.00)
A240	Accounts receivable - other	2,160,406.14	155,655,831.52	25,032,195.53
A250	Materials and supplies - fuel	-	28,455,243.95	693,142.35
A255	Materials and supplies - other	-	118,344,095.05	4,815,280.05
A260	Natural gas in storage	-	64,144,248.42	15,874,023.63
A270	Prepayments - taxes	-	81,633,583.16	23,189,005.37
A271	Prepayments - other	-	416,249,539.45	658,320.94
A280	Special deposits	-	42,892,415.18	7,000.00
A290	Other current and accrued assets	100,275.50	8,083,879.20	49,759,256.16
<hr/>				
	Total Current Assets	7,791,513.98	1,729,614,940.60	210,693,938.64
<hr/>				
A300	Non-utility property less accumulated depreciation	-	4,087,010.54	3,248,699.41
A310	Nuclear decommissioning trust fund	-	328,969,112.52	-
A350	Other Investments - other	6,594,784,493.93	15,068,279.18	5,802.46
<hr/>				
	Total Investments	6,594,784,493.93	348,124,402.24	3,254,501.87
<hr/>				
A400	Unamortized debt expense	(3,994.24)	131,885,651.10	9,785,251.13
A405	Regulatory study costs	-	7,919,050.97	-
A410	Preliminary survey and investigation charges	-	172,471.11	577,008.24
A415	Clearing accounts	-	-	0.00
A420	Deferred charges	-	744,359,821.74	178,162,970.73
A490	Regulatory asset - future federal income taxes	-	642,868,000.00	33,659,058.00
<hr/>				
	TOTAL ASSETS	\$6,602,572,013.67	\$ 14,547,940,537.01	\$1,156,138,785.68
<hr/>				
<b>LIABILITIES</b>				
-----				
L100	Common Equity			
L101	Common Stock Issued	\$ 23,548,809.40	\$ 588,720,235.00	\$ 5,000.00
L110	Other Paid-in Capital, Premium on Common Stock	1,444,849,541.34	879,678,115.74	194,498,789.81
L115	Gain on Resale of Recquired Capital Stock	-	13,943,328.01	-
L130	Capital Stock Expense - Common Stock	(31,755,003.79)	(31,755,003.79)	-
L135	Capital Stock Expense - Preferred Stock	-	(4,061,659.62)	-
L140	Treasury Stock	(50,826,833.23)	(962,092,491.50)	-
L150	Retained Earnings	5,044,625,040.02	3,995,825,528.71	139,610,160.63
L152	Accumulated other comprehensive income	(2,147,198.74)	(673,238.80)	(1,473,959.94)
<hr/>				
	Total Common Equity	6,428,294,355.00	4,479,584,813.75	332,639,990.50
L160	Preferred Stock	-	249,612,527.00	-
<hr/>				
	Total Capital Stock and Retained Earnings	6,428,294,355.00	4,729,197,340.75	332,639,990.50
<hr/>				
L170	Long-Term Debt	-	4,942,610,000.00	337,204,797.89
L190	Unamortized Premium (Discount)	-	(27,502,034.05)	(1,548,602.94)
<hr/>				
	Total Long-Term Debt	-	4,915,107,965.95	335,656,194.95
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	Total Capitalization	6,428,294,355.00	9,644,305,306.70	668,296,185.45
<hr/>				
L200	Noncurrent Liabilities			
L205	Obligations Under Capital Leases	-	31,432,000.00	-
L210	Accumulated Provision for Injuries & Damages	-	148,047,144.09	12,623,955.52
L211	Provision for Rate Refunds	-	-	14,350,516.16
L212	Minority interest in consolidated subsidiaries	-	-	-
L215	Pension and Benefits Reserve	-	105,123,966.00	76,221,641.35
L220	Uranium Decommissioning Fund	-	14,822,219.20	-
L290	Other	-	-	-
<hr/>				
	Total Noncurrent Liabilities	-	299,425,329.29	103,196,113.03
<hr/>				
L300	Current Liabilities			
L301	Long-Term Debt Due Within One Year	-	300,000,000.00	-
L302	Notes Payable	74,253,525.58	139,968,762.22	40,820,000.00
L315	Accounts Payable	103,680,219.94	879,601,977.29	85,313,832.11
L330	Customer Deposits	-	195,761,930.06	7,125,727.12
L340	Accrued Income Taxes	2,030,992.00	30,937,645.77	295,093.94
L345	Other Accrued Taxes	677,088.17	18,570,341.69	4,567,576.87
L350	Interest Accrued	-	78,230,022.35	7,087,054.38
L355	Dividends Declared (1)	(7,845.82)	3,398,142.11	-
L360	Matured Long-Term Debt and Interest	-	342,313.56	-
L370	Miscellaneous Current and Accrued Liabilities	6,973,787.29	304,844,957.51	60,608,814.48

	Total Current Liabilities	187,607,767.16	1,951,656,092.56	205,818,098.90
L405	Accumulated Deferred Federal Income Tax	(13,332,000.00)	1,492,104,791.80	86,838,394.14
L410	Deferred Tax Liability - Future Federal Income Taxes	-	642,868,000.00	33,659,058.00
	Total Accumulated Deferred Federal Income Tax	(13,332,000.00)	2,134,972,791.80	120,497,452.14
L420	Accumulated Deferred Investment Tax Credits	-	124,532,000.00	6,897,189.00
L425	Other Deferred Credits	1,891.51	393,049,016.66	51,433,747.16
	Total Future FIT & Other Deferred Credits	(13,330,108.49)	2,652,553,808.46	178,828,388.30
	<b>TOTAL LIABILITIES</b>	<b>\$6,602,572,013.67</b>	<b>\$ 14,547,940,537.01</b>	<b>\$1,156,138,785.68</b>

Asset vs. Liability Variation 0.00 0.00 0.00

LineNo		Communications	Development	Energy
	ASSETS			
A100	Utility Plant	\$ -	\$ 279,059,815.31	\$ -
A150	Accumulated depreciation	-	(48,643,353.46)	-
	Net utility plant	-	230,416,461.85	-
A160	Construction Work in Progress	-	-	-
A170	Nuclear fuel assemblies less amortization	-	-	-
	Net Utility Plant	-	230,416,461.85	-
A200	Cash	-	-	-
A210	Temporary cash investments	186,119.58	6,048,017.48	2,910,532.33
A220	Accounts receivable - customers	-	-	-
A230	Allowance for uncollectible accounts	-	-	(127,151.69)
A240	Accounts receivable - other	(0.00)	42,456,089.35	68,330,396.16
A250	Materials and supplies - fuel	-	-	-
A255	Materials and supplies - other	-	5,625,872.14	2,576,859.95
A260	Natural gas in storage	-	-	-
A270	Prepayments - taxes	-	-	-
A271	Prepayments - other	332,248.15	1,690,850.34	136,860.66
A280	Special deposits	-	16,392,023.00	21,385.30
A290	Other current and accrued assets	36,000.00	17,136,142.75	-
	Total Current Assets	554,367.73	89,348,995.06	73,848,882.71
A300	Non-utility property less accumulated depreciation	25,312,494.89	219,248.19	1,145,323.41
A310	Nuclear decommissioning trust fund	-	-	-
A350	Other Investments - other	5,889,750.00	171,570,872.75	-
	Total Investments	31,202,244.89	171,790,120.94	1,145,323.41
A400	Unamortized debt expense	-	-	-
A405	Regulatory study costs	-	-	-
A410	Preliminary survey and investigation charges	-	-	-
A415	Clearing accounts	-	-	-
A420	Deferred charges	6,479,687.33	72,078,900.76	353,998.48
A490	Regulatory asset - future federal income taxes	-	-	-
	<b>TOTAL ASSETS</b>	<b>\$ 38,236,299.95</b>	<b>\$ 563,634,478.61</b>	<b>\$ 75,348,204.60</b>

LIABILITIES

L100	Common Equity			
L101	Common Stock Issued	\$ 10.00	\$ 20,000.00	\$ 10.00
L110	Other Paid-in Capital, Premium on Common Stock	26,563,000.00	192,530,540.50	14,639,295.35
L115	Gain on Resale of Reacquired Capital Stock	-	-	-
L130	Capital Stock Expense - Common Stock	-	-	-
L135	Capital Stock Expense - Preferred Stock	-	-	-
L140	Treasury Stock	-	-	-
L150	Retained Earnings	(5,343,550.67)	105,450,188.41	4,579,429.44
L152	Accumulated other comprehensive income	-	-	-
	Total Common Equity	21,219,459.33	298,000,728.91	19,218,734.79
L160	Preferred Stock	-	-	-
	Total Capital Stock and Retained Earnings	21,219,459.33	298,000,728.91	19,218,734.79
L170	Long-Term Debt	-	164,645,001.00	-
L190	Unamortized Premium (Discount)	-	-	-
	Total Long-Term Debt	-	164,645,001.00	-
	Total Capitalization	21,219,459.33	462,645,729.91	19,218,734.79
L200	Noncurrent Liabilities			
L205	Obligations Under Capital Leases	-	-	-
L210	Accumulated Provision for Injuries & Damages	-	-	-
L211	Provision for Rate Refunds	-	-	-
L212	Minority interest in consolidated subsidiaries	-	8,416,232.46	-
L215	Pension and Benefits Reserve	-	-	-
L220	Uranium Decommissioning Fund	-	-	-
L290	Other	-	2,867,743.73	-
	Total Noncurrent Liabilities	-	11,283,976.19	-
L300	Current Liabilities			
L301	Long-Term Debt Due Within One Year	-	9,590,000.00	-

L302	Notes Payable	-	-	-
L315	Accounts Payable	1,748,560.58	9,465,038.08	54,378,930.15
L330	Customer Deposits	-	-	-
L340	Accrued Income Taxes	(194,456.00)	4,110,786.27	1,734,143.05
L345	Other Accrued Taxes	-	-	-
L350	Interest Accrued	-	-	-
L355	Dividends Declared (1)	-	-	-
L360	Matured Long-Term Debt and Interest	-	-	-
L370	Miscellaneous Current and Accrued Liabilities	15,462,736.04	6,601,569.80	16,396.61
Total Current Liabilities		17,016,840.62	29,767,394.15	56,129,469.81
L405	Accumulated Deferred Federal Income Tax	-	59,937,378.36	-
L410	Deferred Tax Liability - Future Federal Income Taxes	-	-	-
Total Accumulated Deferred Federal Income Tax		-	59,937,378.36	-
L420	Accumulated Deferred Investment Tax Credits	-	-	-
L425	Other Deferred Credits	-	-	-
Total Future FIT & Other Deferred Credits		-	59,937,378.36	-
TOTAL LIABILITIES		\$ 38,236,299.95	\$ 563,634,478.61	\$ 75,348,204.60

LineNo		Solutions	Eliminations	Purchase Acctg
ASSETS				
A100	Utility Plant	\$ -	\$ -	\$ -
A150	Accumulated depreciation	-	-	-
Net utility plant		-	-	-
A160	Construction Work in Progress	-	-	-
A170	Nuclear fuel assemblies less amortization	-	-	-
Net Utility Plant		-	-	-
A200	Cash	50,000.00	-	-
A210	Temporary cash investments	1,346,070.64	-	-
A220	Accounts receivable - customers	88,483,465.19	(135,814.28)	-
A230	Allowance for uncollectible accounts	(3,942,123.97)	-	-
A240	Accounts receivable - other	38,753,612.79	(180,627,964.91)	-
A250	Materials and supplies - fuel	-	-	-
A255	Materials and supplies - other	-	-	-
A260	Natural gas in storage	2,401,077.74	-	-
A270	Prepayments - taxes	-	-	-
A271	Prepayments - other	485,678.34	-	-
A280	Special deposits	-	-	-
A290	Other current and accrued assets	1,089,897.64	-	-
Total Current Assets		128,667,678.37	(180,763,779.19)	-
A300	Non-utility property less accumulated depreciation	7,739,120.25	-	-
A310	Nuclear decommissioning trust fund	-	-	-
A350	Other Investments - other	145,597.05	(6,590,345,283.93)	-
Total Investments		7,884,717.30	(6,590,345,283.93)	-
A400	Unamortized debt expense	-	-	-
A405	Regulatory study costs	-	-	-
A410	Preliminary survey and investigation charges	-	-	-
A415	Clearing accounts	-	-	-
A420	Deferred charges	1,308,687.00	420,321,658.68	(3,698,705.82)
A490	Regulatory asset - future federal income taxes	-	-	-
TOTAL ASSETS		\$ 137,861,082.67	\$ (6,350,787,404.44)	\$ (3,698,705.82)
LIABILITIES				
L100	Common Equity			
L101	Common Stock Issued	\$ 20,000.00	\$ (588,765,255.00)	\$ -
L110	Other Paid-in Capital, Premium on Common Stock	115,180,000.00	(1,423,084,681.71)	-
L115	Gain on Resale of Recquired Capital Stock	-	-	-
L130	Capital Stock Expense - Common Stock	-	31,755,003.79	-
L135	Capital Stock Expense - Preferred Stock	-	-	-
L140	Treasury Stock	-	-	-
L150	Retained Earnings	(48,045,865.45)	(4,192,075,891.07)	(3,698,705.82)
L152	Accumulated other comprehensive income	-	2,147,198.74	-
Total Common Equity		67,154,134.55	(6,170,023,625.25)	(3,698,705.82)
L160	Preferred Stock	-	-	-
Total Capital Stock and Retained Earnings		67,154,134.55	(6,170,023,625.25)	(3,698,705.82)
L170	Long-Term Debt	-	-	-
L190	Unamortized Premium (Discount)	-	-	-
Total Long-Term Debt		-	-	-
Total Capitalization		67,154,134.55	(6,170,023,625.25)	(3,698,705.82)
L200	Noncurrent Liabilities			
L205	Obligations Under Capital Leases	71,608.29	-	-
L210	Accumulated Provision for Injuries & Damages	-	-	-
L211	Provision for Rate Refunds	-	-	-

L212	Minority interest in consolidated subsidiaries	-	-	-
L215	Pension and Benefits Reserve	-	-	-
L220	Uranium Decommissioning Fund	-	-	-
L290	Other	-	-	-
-----				
	Total Noncurrent Liabilities	71,608.29	-	-
-----				
L300	Current Liabilities			
L301	Long-Term Debt Due Within One Year	-	-	-
L302	Notes Payable	-	-	-
L315	Accounts Payable	66,936,255.13	(180,723,062.32)	-
L330	Customer Deposits	-	-	-
L340	Accrued Income Taxes	(2,201,958.41)	-	-
L345	Other Accrued Taxes	3,816,350.56	-	-
L350	Interest Accrued	-	(40,716.87)	-
L355	Dividends Declared (1)	-	-	-
L360	Matured Long-Term Debt and Interest	-	-	-
L370	Miscellaneous Current and Accrued Liabilities	1,396,438.83	-	-
-----				
	Total Current Liabilities	69,947,086.11	(180,763,779.19)	-
-----				
L405	Accumulated Deferred Federal Income Tax	688,253.72	-	-
L410	Deferred Tax Liability - Future Federal Income Taxes	-	-	-
-----				
	Total Accumulated Deferred Federal Income Tax	688,253.72	-	-
L420	Accumulated Deferred Investment Tax Credits	-	-	-
L425	Other Deferred Credits	-	-	-
-----				
	Total Future FIT & Other Deferred Credits	688,253.72	-	-
-----				
	TOTAL LIABILITIES	\$ 137,861,082.67	\$ (6,350,787,404.44)	\$ (3,698,705.82)
=====				

LineNo		Total
		-----
ASSETS		
A100	Utility Plant	\$ 16,516,008,023.29
A150	Accumulated depreciation	(5,234,700,805.04)
		-----
	Net utility plant	11,281,307,218.25
A160	Construction Work in Progress	504,470,406.30
A170	Nuclear fuel assemblies less amortization	107,641,093.62
		-----
	Net Utility Plant	11,893,418,718.17
		-----
A200	Cash	67,712,353.24
A210	Temporary cash investments	27,115,155.53
A220	Accounts receivable - customers	944,058,533.79
A230	Allowance for uncollectible accounts	(33,714,275.66)
A240	Accounts receivable - other	151,760,566.58
A250	Materials and supplies - fuel	29,148,386.30
A255	Materials and supplies - other	131,362,107.19
A260	Natural gas in storage	82,419,349.79
A270	Prepayments - taxes	104,822,588.53
A271	Prepayments - other	419,553,497.88
A280	Special deposits	59,312,823.48
A290	Other current and accrued assets	76,205,451.25
		-----
	Total Current Assets	2,059,756,537.90
		-----
A300	Non-utility property less accumulated depreciation	41,751,896.69
A310	Nuclear decommissioning trust fund	328,969,112.52
A350	Other Investments - other	197,119,511.44
		-----
	Total Investments	567,840,520.65
		-----
A400	Unamortized debt expense	141,666,907.99
A405	Regulatory study costs	7,919,050.97
A410	Preliminary survey and investigation charges	749,479.35
A415	Clearing accounts	0.00
A420	Deferred charges	1,419,367,018.90
A490	Regulatory asset - future federal income taxes	676,527,058.00
		-----
	TOTAL ASSETS	\$ 16,767,245,291.93
		=====

LIABILITIES

L100	Common Equity	
L101	Common Stock Issued	\$ 23,548,809.40
L110	Other Paid-in Capital, Premium on Common Stock	1,444,854,601.03
L115	Gain on Resale of Reacquired Capital Stock	13,943,328.01
L130	Capital Stock Expense - Common Stock	(31,755,003.79)
L135	Capital Stock Expense - Preferred Stock	(4,061,659.62)
L140	Treasury Stock	(1,012,919,324.73)
L150	Retained Earnings	5,040,926,334.20
L152	Accumulated other comprehensive income	(2,147,198.74)
		-----
	Total Common Equity	5,472,389,885.76
L160	Preferred Stock	249,612,527.00
		-----
	Total Capital Stock and Retained Earnings	5,722,002,412.76
		-----
L170	Long-Term Debt	5,444,459,798.89
L190	Unamortized Premium (Discount)	(29,050,636.99)



	Total Long-Term Debt	5,415,409,161.90
	Total Capitalization	11,137,411,574.66
L200	Noncurrent Liabilities	
L205	Obligations Under Capital Leases	31,503,608.29
L210	Accumulated Provision for Injuries & Damages	160,671,099.61
L211	Provision for Rate Refunds	14,350,516.16
L212	Minority interest in consolidated subsidiaries	8,416,232.46
L215	Pension and Benefits Reserve	181,345,607.35
L220	Uranium Decommissioning Fund	14,822,219.20
L290	Other	2,867,743.73
	Total Noncurrent Liabilities	413,977,026.80
L300	Current Liabilities	
L301	Long-Term Debt Due Within One Year	309,590,000.00
L302	Notes Payable	255,042,287.80
L315	Accounts Payable	1,020,401,750.96
L330	Customer Deposits	202,887,657.18
L340	Accrued Income Taxes	36,712,246.62
L345	Other Accrued Taxes	27,631,357.29
L350	Interest Accrued	85,276,359.86
L355	Dividends Declared (1)	3,390,296.29
L360	Matured Long-Term Debt and Interest	342,313.56
L370	Miscellaneous Current and Accrued Liabilities	395,904,700.56
	Total Current Liabilities	2,337,178,970.12
L405	Accumulated Deferred Federal Income Tax	1,626,236,818.02
L410	Deferred Tax Liability - Future Federal Income Taxes	676,527,058.00
	Total Accumulated Deferred Federal Income Tax	2,302,763,876.02
L420	Accumulated Deferred Investment Tax Credits	131,429,189.00
L425	Other Deferred Credits	444,484,655.33
	Total Future FIT & Other Deferred Credits	2,878,677,720.35
	<b>TOTAL LIABILITIES</b>	<b>\$ 16,767,245,291.93</b>

Orange and Rockland Utilities, Inc.  
Consolidated Balance Sheet  
As of December 31, 2000

	Orange & Rockland	Rockland Electric Company	Pike County Light and Power	Total
<b>Assets</b>				
Utility Plant	\$ 882,939,995.21	\$ 166,705,890.33	\$ 8,700,490.37	\$1,058,346,375.91
Accumulated Depreciation	(304,004,321.99)	(59,942,050.13)	(2,485,239.27)	(366,431,611.39)
CWIP	26,768,716.57	1,260,631.90	61,944.08	28,091,292.55
<b>Net Utility Plant</b>	<b>605,704,389.79</b>	<b>108,024,472.10</b>	<b>6,277,195.18</b>	<b>720,006,057.07</b>
Cash	4,204,823.12	707,383.64	50,024.55	4,962,231.31
Temporary Investments	231,070.49	9,880,720.04	158,878.56	10,270,669.09
Accounts Receivable - Customers	76,714,277.93	8,454,164.97	859,371.32	86,027,814.22
Allowance for Uncollectible Accounts - Customer	(3,475,000.00)	(275,000.00)	(95,000.00)	(3,845,000.00)
Other Accounts Receivable	7,630,820.01	762,468.35	2,733.03	8,396,021.39
Allowance for Uncollectible Accounts - Other	(653,416.56)	(165,000.00)	--	(818,416.56)
Unbilled Revenues	21,514,105.65	7,057,398.97	453,052.26	29,024,556.88
Receivables from Associated Companies	32,970,858.05	2,367,449.89	48,114.00	35,386,421.94
M & S Fuel	693,142.35	--	--	693,142.35
Other M & S Stock	3,789,039.75	960,095.47	66,144.83	4,815,280.05
Gas in Storage	15,874,023.63	--	--	15,874,023.63
Prepaid Property Taxes	31,979.23	31,705.94	3,002.82	66,687.99
Other Prepaid Taxes	19,974,817.38	2,927,801.75	219,698.25	23,122,317.38
Other Prepayments	453,840.31	199,160.13	5,320.50	658,320.94
Special Deposits	1,000.00	6,000.00	--	7,000.00
Other Current and Accrued Assets	20,734,699.28	--	--	20,734,699.28
<b>Total Current Assets</b>	<b>200,690,080.62</b>	<b>32,914,349.15</b>	<b>1,771,340.12</b>	<b>235,375,769.89</b>
<b>Other Property and Investments</b>	<b>133,875,521.39</b>	<b>5,726.84</b>	<b>21,973.69</b>	<b>133,903,221.92</b>
Deferred Fuel Costs	26,533,632.14	38,017,277.58	97,745.81	64,648,655.53
Unamortized Debt Expense	8,314,447.07	1,230,925.38	239,878.68	9,785,251.13
Miscellaneous Work in Progress	2,583,233.22	217,910.28	4,925.36	2,806,068.86
Preliminary Survey	564,927.84	--	12,080.40	577,008.24
Recoverable Income Tax	26,691,179.00	6,435,516.00	532,363.00	33,659,058.00
Extraordinary Property Loss	--	1,738,253.97	--	1,738,253.97
Deferred Revenue Taxes	3,360,811.36	3,972,172.13	4,034.82	7,337,018.31
Deferred Pension and OPEB	27,873,774.66	13,699,009.31	318,028.44	41,890,812.41
R & D Investment	(1,005,091.11)	109,392.50	--	(895,698.61)
Other Regulatory Assets	50,991,151.58	9,027,832.44	155,579.91	60,174,563.93

Other Deferred Debits	463,296.33	--	--	463,296.33
Deferred Debits	146,371,362.09	74,448,289.59	1,364,636.42	222,184,288.10
Total Assets	\$1,086,641,353.89	\$ 215,392,837.68	\$ 9,435,145.41	\$1,311,469,336.98

	Eliminations	Consolidated Orange & Rockland
<b>Assets</b>		
Utility Plant	\$ --	\$1,058,346,375.91
Accumulated Depreciation	--	(366,431,611.39)
CWIP	--	28,091,292.55
Net Utility Plant	--	720,006,057.07
Cash	--	4,962,231.31
Temporary Investments	(6,750,000.01)	3,520,669.08
Accounts Receivable - Customers	--	86,027,814.22
Allowance for Uncollectible Accounts - Customer	--	(3,845,000.00)
Other Accounts Receivable	(26,400.91)	8,369,620.48
Allowance for Uncollectible Accounts - Other	--	(818,416.56)
Unbilled Revenues	--	29,024,556.88
Receivables from Associated Companies	(17,905,430.33)	17,480,991.61
M & S Fuel	--	693,142.35
Other M & S Stock	--	4,815,280.05
Gas in Storage	--	15,874,023.63
Prepaid Property Taxes	--	66,687.99
Other Prepaid Taxes	--	23,122,317.38
Other Prepayments	--	658,320.94
Special Deposits	--	7,000.00
Other Current and Accrued Assets	--	20,734,699.28
Total Current Assets	(24,681,831.25)	210,693,938.64
Other Property and Investments	(130,648,720.05)	3,254,501.87
Deferred Fuel Costs	--	64,648,655.53
Unamortized Debt Expense	--	9,785,251.13
Miscellaneous Work in Progress	--	2,806,068.86
Preliminary Survey	--	577,008.24
Recoverable Income Tax	--	33,659,058.00
Extraordinary Property Loss	--	1,738,253.97
Deferred Revenue Taxes	--	7,337,018.31
Deferred Pension and OPEB	--	41,890,812.41
R & D Investment	--	(895,698.61)
Other Regulatory Assets	--	60,174,563.93
Other Deferred Debits	--	463,296.33
Deferred Debits	--	222,184,288.10
Total Assets	\$ (155,330,551.30)	\$1,156,138,785.68

Orange and Rockland Utilities, Inc.  
Consolidated Balance Sheet  
As of December 31, 2000

Capitalization & Liabilities	Orange & Rockland	Rockland Electric Company	Pike County Light and Power	Total
<b>Common Equity</b>				
Common Stock	\$ 32,550.00	\$ 11,200,000.00	\$ 137,000.00	\$ 11,369,550.00
Premium on Stock	194,498,786.94	2.87	--	194,498,789.81
Capital Stock Expense	--	--	--	--
Retained Earnings	155,900,796.78	100,291,786.43	2,701,747.47	258,894,330.68
Other Comprehensive Income	(1,473,959.94)	--	--	(1,473,959.94)
<b>Total Common Equity</b>	<b>348,958,173.78</b>	<b>111,491,789.30</b>	<b>2,838,747.47</b>	<b>463,288,710.55</b>
<b>Preferred Stock</b>				
	--	--	--	--
<b>Total Capital Stock and Retained Earnings</b>	<b>348,958,173.78</b>	<b>111,491,789.30</b>	<b>2,838,747.47</b>	<b>463,288,710.55</b>
<b>Long-Term Debt</b>				
Other Long-Term Debt	314,001,841.89	2,956.00	--	314,004,797.89
Unamortized Premium (Discount)	(1,527,311.43)	(21,291.51)	--	(1,548,602.94)
<b>Total Long-Term Debt</b>	<b>312,474,530.46</b>	<b>19,981,664.49</b>	<b>3,200,000.00</b>	<b>335,656,194.95</b>
<b>Total Capitalization</b>	<b>661,432,704.24</b>	<b>131,473,453.79</b>	<b>6,038,747.47</b>	<b>798,944,905.50</b>
<b>Noncurrent Liabilities</b>				
Provision for Injuries and Damages	11,953,955.52	670,000.00	--	12,623,955.52
Provision for Rate Refunds	10,853,987.38	3,347,610.72	148,918.06	14,350,516.16
<b>Total Noncurrent Liabilities</b>	<b>170,554,090.64</b>	<b>34,892,188.04</b>	<b>945,947.38</b>	<b>206,392,226.06</b>
<b>Current Liabilities</b>				
Accounts Payable	57,440,259.05	1,182,406.83	41,383.82	58,664,049.70
Accounts Payable From Associated Companies	29,120,444.75	14,687,802.44	773,366.46	44,581,613.65
Notes Payable	47,570,000.01	--	--	47,570,000.01
Customer Deposits	5,505,777.98	1,369,038.79	250,910.35	7,125,727.12
Accrued FIT	239,540.69	53,407.44	2,145.81	295,093.94
Other Accrued Taxes	2,946,123.73	1,613,192.35	8,260.79	4,567,576.87
Interest Accrued	5,341,858.86	1,680,145.18	65,050.34	7,087,054.38
Refundable Fuel and Gas Costs	11,733,849.23	9,220,323.53	192,100.38	21,146,273.14
Other Current Liabilities	38,902,100.32	560,441.02	--	39,462,541.34
<b>Total Current Liabilities</b>	<b>198,799,954.62</b>	<b>30,366,757.58</b>	<b>1,333,217.95</b>	<b>230,499,930.15</b>
Accumulated Deferred FIT	64,932,462.18	21,506,549.96	399,382.00	86,838,394.14
Deferred Tax Liabilities-Future FIT	26,691,179.00	6,435,516.00	532,363.00	33,659,058.00
Deferred ITC	5,087,992.00	1,755,213.00	53,984.00	6,897,189.00
Regulatory Liabilities	29,200,921.22	6,384,661.07	557,083.92	36,142,666.21
Other Deferred Credits	15,219,095.31	24,592.26	47,393.38	15,291,080.95
<b>Total Future FIT &amp; Other Deferred Credits</b>	<b>141,131,649.71</b>	<b>36,106,532.29</b>	<b>1,590,206.30</b>	<b>178,828,388.30</b>
<b>Total Liabilities</b>	<b>339,931,604.33</b>	<b>66,473,289.87</b>	<b>2,923,424.25</b>	<b>409,328,318.45</b>
<b>Total Capitalization &amp; Liabilities</b>	<b>\$1,086,641,353.89</b>	<b>\$ 215,392,837.68</b>	<b>\$ 9,435,145.41</b>	<b>\$1,311,469,336.98</b>

	Eliminations	Consolidated Orange & Rockland
<b>Common Equity</b>		
Common Stock	\$ (11,364,550.00)	\$ 5,000.00
Premium on Stock	--	194,498,789.81
Capital Stock Expense	--	--
Retained Earnings	(119,284,170.05)	139,610,160.63
Other Comprehensive Income	--	(1,473,959.94)
<b>Total Common Equity</b>	<b>(130,648,720.05)</b>	<b>332,639,990.50</b>
<b>Preferred Stock</b>		
	--	--
<b>Total Capital Stock and Retained Earnings</b>	<b>(130,648,720.05)</b>	<b>332,639,990.50</b>
<b>Long-Term Debt</b>		
Other Long-Term Debt	--	23,200,000.00
Unamortized Premium (Discount)	--	314,004,797.89
	--	(1,548,602.94)

Total Long-Term Debt	--	335,656,194.95
-----		
Total Capitalization	(130,648,720.05)	668,296,185.45
-----		
Noncurrent Liabilities		
Provision for Injuries and Damages	--	12,623,955.52
Provision for Rate Refunds	--	14,350,516.16
-----		
Total Noncurrent Liabilities	--	206,392,226.06
-----		
Current Liabilities		
Accounts Payable	--	58,664,049.70
Accounts Payable From Associated Companies	(17,931,831.24)	26,649,782.41
Notes Payable	(6,750,000.01)	40,820,000.00
Customer Deposits	--	7,125,727.12
Accrued FIT	--	295,093.94
Other Accrued Taxes	--	4,567,576.87
Interest Accrued	--	7,087,054.38
Refundable Fuel and Gas Costs	--	21,146,273.14
Other Current Liabilities	--	39,462,541.34
-----		
Total Current Liabilities	(24,681,831.25)	205,818,098.90
-----		
Accumulated Deferred FIT	--	86,838,394.14
Deferred Tax Liabilities-Future FIT	--	33,659,058.00
Deferred ITC	--	6,897,189.00
Regulatory Liabilities	--	36,142,666.21
Other Deferred Credits	--	15,291,080.95
-----		
Total Future FIT & Other Deferred Credits	--	178,828,388.30
-----		
Total Liabilities	(24,681,831.25)	384,646,487.20
-----		
Total Capitalization & Liabilities	\$(155,330,551.30)	\$1,156,138,785.68
=====		

Orange and Rockland Utilities, Inc.  
Consolidated Income Statement  
As of December 31, 2000

	Orange & Rockland -----	Rockland Electric Company -----	Pike County Light and Power -----
<b>Operating Revenues</b>			
Electric Operating Revenues	\$484,398,406.66	\$ 133,136,115.92	\$ 5,693,293.32
Gas Operating Revenues	183,301,005.21	--	879,550.11
Diversified Revenues	4,263,928.48	178,100.82	--
<b>Total - Operating Revenues</b>	<b>671,963,340.35</b>	<b>133,314,216.74</b>	<b>6,572,843.43</b>
<b>Operating and Maintenance Expenses</b>			
Fuel	39,123.20	--	--
Purchased Power	298,043,967.42	77,105,023.16	4,678,438.07
Gas Purchases	115,319,191.22	--	716,430.13
Purchases from Con Ed	1,825,371.12	--	--
Other Production Expenses	1,806,999.61	--	--
Other Power Supply Expenses	4,866,229.67	974,249.47	60,929.44
Other Gas Supply Expenses	255,547.38	--	--
Transmission Expenses	5,367,366.17	963,626.28	--
Distribution Expenses	17,416,695.69	3,224,559.66	335,298.83
Customer Accounts Expenses	18,808,965.65	3,614,675.78	339,616.64
Customer Service Expenses	5,119,645.37	3,379,430.59	12,570.33
Sales Promotion Expenses	8,763.98	713.30	40.99
Administrative and General Expenses	41,944,873.01	11,816,366.05	733,286.94
Maintenance	22,973,776.72	4,055,792.41	146,944.94
Miscellaneous Amortizations	--	267,413.04	--
<b>Total - Operating and Maintenance Expenses</b>	<b>533,796,516.21</b>	<b>105,401,849.74</b>	<b>7,023,556.31</b>
<b>Other Operating Expenses</b>			
Depreciation	22,125,697.53	4,493,250.48	243,513.15
Taxes Other than Income	47,717,892.09	7,497,771.70	346,644.40
Current FIT	17,606,780.00	(1,863,013.00)	(139,300.00)
State Income Taxes	4,001,961.45	2,116,736.68	(79,711.83)
Deferred FIT	(4,056,457.82)	5,597,229.00	(262,303.00)
Investment Tax Credit	--	(119,622.00)	(3,712.00)
<b>Other Operating Expenses</b>	<b>87,395,873.25</b>	<b>17,722,352.86</b>	<b>105,130.72</b>
<b>Total - Operating Expenses</b>	<b>621,192,389.46</b>	<b>123,124,202.60</b>	<b>7,128,687.03</b>
<b>Operating Income</b>	<b>50,770,950.89</b>	<b>10,190,014.14</b>	<b>(555,843.60)</b>
<b>Other Income and Deductions</b>			
Equity In Earnings of Subsidiaries	12,318,857.30	--	--
Investment Income	1,949,476.96	4,036,213.63	40,002.53
AFDC - Other	209,386.84	2,294.21	665.88
Other Income	1,371,927.20	430,467.18	18,457.24
Income Deductions	(604,504.38)	(149,277.86)	(7,586.92)
Taxes Other Than Income - Non-Operating	(110,079.09)	(191,789.94)	(1,290.61)
Non-Operating FIT	(759,651.00)	(1,374,547.00)	(15,600.00)
Non-Operating Deferred FIT	--	(9,711.00)	--
Non-Operating Investment Tax Credit	330,822.00	--	--
<b>Other Income and Deductions</b>	<b>14,706,235.83</b>	<b>2,743,649.22</b>	<b>34,648.12</b>
<b>Interest Charges</b>			
Interest on Long Term Debt	20,395,121.80	2,290,310.57	247,543.28
Other Interest	3,811,836.37	341,213.25	(2,113.24)
Allowance for Borrowed Funds	(522,547.20)	(1,856.35)	(1,666.30)
<b>Net Interest Charges</b>	<b>23,684,410.97</b>	<b>2,629,667.47</b>	<b>243,763.74</b>
<b>Net Income</b>	<b>41,792,775.75</b>	<b>10,303,995.89</b>	<b>(764,959.22)</b>
Dividends To Parent	(37,000,000.00)	(8,950,000.00)	--
<b>Net Change In Retained Earnings</b>	<b>\$ 4,792,775.75</b>	<b>\$ 1,353,995.89</b>	<b>\$ (764,959.22)</b>
	Total -----	Consolidated Eliminations -----	Orange & Rockland -----
<b>Operating Revenues</b>			
Electric Operating Revenues	\$623,227,815.90	\$(110,212,280.88)	\$513,015,535.02
Gas Operating Revenues	184,180,555.32	(744,848.72)	183,435,706.60
Diversified Revenues	4,442,029.30	--	4,442,029.30
<b>Total - Operating Revenues</b>	<b>811,850,400.52</b>	<b>(110,957,129.60)</b>	<b>700,893,270.92</b>

<b>Operating and Maintenance Expenses</b>			
Fuel	39,123.20	--	39,123.20
Purchased Power	379,827,428.65	(107,283,402.87)	272,544,025.78
Gas Purchases	116,035,621.35	(710,816.73)	115,324,804.62
Purchases from Con Ed	1,825,371.12	--	1,825,371.12
Other Production Expenses	1,806,999.61	--	1,806,999.61
Other Power Supply Expenses	5,901,408.58	--	5,901,408.58
Other Gas Supply Expenses	255,547.38	--	255,547.38
Transmission Expenses	6,330,992.45	(164,400.00)	6,166,592.45
Distribution Expenses	20,976,554.18	(1,385,354.00)	19,591,200.18
Customer Accounts Expenses	22,763,258.07	--	22,763,258.07
Customer Service Expenses	8,511,646.29	--	8,511,646.29
Sales Promotion Expenses	9,518.27	--	9,518.27
Administrative and General Expenses	54,494,526.00	(1,413,156.00)	53,081,370.00
Maintenance	27,176,514.07	--	27,176,514.07
Miscellaneous Amortizations	267,413.04	--	267,413.04
<b>Total - Operating and Maintenance Expenses</b>	<b>646,221,922.26</b>	<b>(110,957,129.60)</b>	<b>535,264,792.66</b>
<b>Other Operating Expenses</b>			
Depreciation	26,862,461.16	--	26,862,461.16
Taxes Other than Income	55,562,308.19	--	55,562,308.19
Current FIT	15,604,467.00	--	15,604,467.00
State Income Taxes	6,038,986.30	--	6,038,986.30
Deferred FIT	1,278,468.18	--	1,278,468.18
Investment Tax Credit	(123,334.00)	--	(123,334.00)
<b>Other Operating Expenses</b>	<b>105,223,356.83</b>	<b>--</b>	<b>105,223,356.83</b>
<b>Total - Operating Expenses</b>	<b>751,445,279.09</b>	<b>(110,957,129.60)</b>	<b>640,488,149.49</b>
<b>Operating Income</b>	<b>60,405,121.43</b>	<b>--</b>	<b>60,405,121.43</b>
<b>Other Income and Deductions</b>			
Equity In Earnings of Subsidiaries	12,318,857.30	(12,318,857.30)	--
Investment Income	6,025,693.12	(2,246,998.43)	3,778,694.69
AFDC - Other	212,346.93	--	212,346.93
Other Income	1,820,851.62	--	1,820,851.62
Income Deductions	(761,369.16)	--	(761,369.16)
Taxes Other Than Income - Non-Operating	(303,159.64)	--	(303,159.64)
Non-Operating FIT	(2,149,798.00)	--	(2,149,798.00)
Non-Operating Deferred FIT	(9,711.00)	--	(9,711.00)
Non-Operating Investment Tax Credit	330,822.00	--	330,822.00
<b>Other Income and Deductions</b>	<b>17,484,533.17</b>	<b>(14,565,855.73)</b>	<b>2,918,677.44</b>
<b>Interest Charges</b>			
Interest on Long Term Debt	22,932,975.65	--	22,932,975.65
Other Interest	4,150,936.38	(2,246,998.43)	1,903,937.95
Allowance for Borrowed Funds	(526,069.85)	--	(526,069.85)
<b>Net Interest Charges</b>	<b>26,557,842.18</b>	<b>(2,246,998.43)</b>	<b>24,310,843.75</b>
<b>Net Income</b>	<b>51,388,284.35</b>	<b>(12,318,857.30)</b>	<b>39,069,427.05</b>
<b>Dividends To Parent</b>	<b>(45,950,000.00)</b>	<b>8,950,000.00</b>	<b>(37,000,000.00)</b>
<b>Net Change In Retained Earnings</b>	<b>\$ 5,381,812.42</b>	<b>\$ (3,368,857.30)</b>	<b>\$ 2,069,427.05</b>

CONSOLIDATED EDISON DEVELOPMENT, INC.  
CONSOLIDATING INCOME STATEMENT  
PER CONSOLIDATED EDISON, INC.  
SEC FILING FORM U-3A-2  
FOR THE PERIOD ENDED DECEMBER 31, 2000

	Consolidated Edison Development, Inc Consolidated	Elimination	(CED Holding) CED Generation Holding Company, LLC	(CEEMI) Con Edison Energy of Massachusetts
Operating revenues				
Electric				
Gas				
Steam				
Non-utility	96,870,011.23	(30,634,737.95)	46,267,749.71	23,189,246.38
<b>Total - Operating Revenues</b>	<b>96,870,011.23</b>	<b>(30,634,737.95)</b>	<b>46,267,749.71</b>	<b>23,189,246.38</b>
Operating expenses				
Purchased power				
Fuel	28,712,858.87	-	18,893,547.36	9,819,311.51
Gas Purchased for resale	-	-	-	-
Other operations	13,295,711.59	-	4,687,640.68	5,848,333.63
Maintenance	-	-	-	-
Depreciation & amortization	7,822,248.85	-	6,026,765.82	1,704,527.35
Taxes, other than federal income	922,037.86	-	733,261.45	210,267.25
State income tax	2,426,051.00	-	-	-
Federal income tax	(16,035,399.48)	(3,278,650.16)	1,902,325.36	1,376,324.80
Federal income tax deferred - net	31,424,114.27	-	-	-
Investment tax credit deferred - net	-	-	-	-
<b>Total - Operating Expenses</b>	<b>68,567,622.96</b>	<b>(3,278,650.16)</b>	<b>32,243,540.67</b>	<b>18,958,764.54</b>
<b>Operating Income</b>	<b>28,302,388.27</b>	<b>(27,356,087.79)</b>	<b>14,024,209.04</b>	<b>4,230,481.84</b>
Other Income (Deductions)				
Investment income	97,630.45	(3,678,609.64)	-	207,828.86
AFDC-equity	-	-	-	-
Other income less income deductions	630,630.22	-	(855,450.71)	-
State income tax	-	-	-	-
Federal income tax	-	-	-	-
Federal income tax - deferred	-	-	-	-
<b>Total Other Income</b>	<b>728,260.67</b>	<b>(3,678,609.64)</b>	<b>(855,450.71)</b>	<b>207,828.86</b>
<b>Income Before Interest Charges</b>	<b>29,030,648.94</b>	<b>(31,034,697.43)</b>	<b>13,168,758.33</b>	<b>4,438,310.70</b>
Interest Charges				
Interest on long term debt	9,636,037.64	(3,678,609.78)	9,636,037.64	1,882,674.38
Other interest	-	-	-	-
AFDC-borrowed	-	-	-	-
<b>Net Interest Charges</b>	<b>9,636,037.64</b>	<b>(3,678,609.78)</b>	<b>9,636,037.64</b>	<b>1,882,674.38</b>
<b>Net Income</b>	<b>19,394,611.30</b>	<b>(27,356,087.65)</b>	<b>3,532,720.69</b>	<b>2,555,636.32</b>
Preferred stock dividend requirements	-	-	-	-
<b>Net Income Applicable to Common Stock</b>	<b>19,394,611.30</b>	<b>(27,356,087.65)</b>	<b>3,532,720.69</b>	<b>2,555,636.32</b>

	(CED) Consolidated Edison Development, Inc	(CEL) Consolidated Edison Leasing, Inc	(CEDG) Consolidated Edison Guatemala, Ltd.	(CEDA) Consolidated Edison Ada, Inc
Operating revenues				
Electric				
Gas				
Steam				
Non-utility	30,643,875.42	10,477,019.00	(64,679.99)	624,026.66
<b>Total - Operating Revenues</b>	<b>30,643,875.42</b>	<b>10,477,019.00</b>	<b>(64,679.99)</b>	<b>624,026.66</b>
Operating expenses				
Purchased power				
Fuel	-	-	-	-
Gas Purchased for resale				
Other operations	7,573,366.44	-	662.00	-

Maintenance				
Depreciation & amortization	90,955.68	-	-	-
Taxes, other than federal Income	(21,490.84)	-	-	-
State income tax	2,426,051.00	-	-	-
Federal income tax	2,433,350.17	(8,525,164.00)	-	221,500.00
Federal Income tax deferred - net	130,822.91	14,313,653.35	(17,925.14)	-
Investment tax credit deferred - net				
<b>Total - Operating Expenses</b>	<b>12,633,055.36</b>	<b>5,788,489.35</b>	<b>(17,263.14)</b>	<b>221,500.00</b>
Operating Income	18,010,820.06	4,688,529.65	(47,416.85)	402,526.66
Other Income (Deductions)				
Investment income	1,772,475.87	1,194,959.04	-	-
AFDC-equity				
Other income lees income deductions	1,348,713.39	-	137,367.54	-
State income tax				
Federal income tax				
Federal income tax - deferred				
<b>Total Other Income</b>	<b>3,121,189.26</b>	<b>1,194,959.04</b>	<b>137,367.54</b>	<b>-</b>
Income Before Interest Charges	21,132,009.32	5,883,488.69	89,950.69	402,526.66
Interest Charges				
Interest on long term debt	1,795,935.40			
Other Interest				
AFDC-borrowed				
<b>Net Interest Charges</b>	<b>1,795,935.40</b>	<b>-</b>	<b>-</b>	<b>-</b>
Net Income	19,336,073.92	5,883,488.69	89,950.69	402,526.66
Preferred stock dividend requirements	-	-	-	-
<b>Net Income Applicable to Common Stock</b>	<b>19,336,073.92</b>	<b>5,883,488.69</b>	<b>89,950.69</b>	<b>402,526.66</b>

	(CEL LLC)	(CAI)	(CED SCS)	(CED/GTM)	(CEDST)
	Edison Leasing, LLC	Carson Acquisition, Inc	SCS/ Newington, LLC	GTM1 Energy, LLC	CEDST, LLC
Operating revenues					
Electric					
Gas					
Steam					
Non-utility	12,539,563.00	3,827,949.00	-	-	-
<b>Total - Operating Revenues</b>	<b>12,539,563.00</b>	<b>3,827,949.00</b>	<b>-</b>	<b>-</b>	<b>-</b>
Operating expenses					
Purchased power					
Fuel	-	-	-	-	-
Gas Purchased for resale					
Other operations	-	-	(6,222,380.12)	1,366,786.96	41,302.00
Maintenance					
Depreciation & amortization	-	-	-	-	-
Taxes, other than federal Income	-	-	-	-	-
State income tax	-	-	-	-	-
Federal income tax	(10,846,046.00)	1,315,000.35	-	-	(634,040.00)
Federal Income tax deferred - net	16,434,370.15	-	-	-	563,193.00
Investment tax credit deferred - net					
<b>Total - Operating Expenses</b>	<b>5,588,324.15</b>	<b>1,315,000.35</b>	<b>(6,222,380.12)</b>	<b>1,366,786.96</b>	<b>(29,545.00)</b>
Operating Income	6,951,238.85	2,512,948.65	6,222,380.12	(1,366,786.96)	29,545.00
Other Income (Deductions)					
Investment income	600,976.32	-	-	-	-
AFDC-equity					
Other income lees income deductions	-	-	-	-	-
State income tax					
Federal income tax					
Federal income tax - deferred					
<b>Total Other Income</b>	<b>600,976.32</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Income Before Interest Charges	7,552,215.17	2,512,948.65	6,222,380.12	(1,366,786.96)	29,545.00
Interest Charges					
Interest on long term debt					
Other Interest					
AFDC-borrowed					
<b>Net Interest Charges</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>



Net Income	7,552,215.17	2,512,948.65	6,222,380.12	(1,366,786.96)	29,545.00
Preferred stock dividend requirements	-	-	-	-	-
Net Income Applicable to Common Stock	7,552,215.17	2,512,948.65	6,222,380.12	(1,366,786.96)	29,545.00

CONSOLIDATED EDISON DEVELOPMENT, INC.  
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		Consolidated Edison Development, Inc Consolidated	Elimination	(CED Holding) CED Generation Holding Company, LLC	(CEEMI) Con Edison Energy of Massachusetts
ASSETS					
A100	Utility Plant	279,059,815.31		- 238,688,899.86	40,370,915.45
A150	Accumulated depreciation	(48,643,353.46)		- (46,500,273.07)	(2,143,080.39)
Net utility plant		230,416,461.85		- 192,188,626.79	38,227,835.06
A160	Construction Work in Progress				
A170	Nuclear fuel assemblies less amortization				
Net Utility Plant		230,416,461.85		- 192,188,626.79	38,227,835.06
A200	Cash	6,048,017.48		- 937,344.18	1,662,682.82
A210	Temporary cash investments				
A220	Accounts receivable - customers				
A230	Allowance for uncollectible accounts				
A240	Accounts receivable - other	42,456,089.35		- 11,038,715.04	8,557,155.38
A250	Materials and supplies - fuel				
A255	Materials and supplies - other	5,625,872.14		- 509,745.10	5,116,127.04
A260	Natural gas in storage				
A270	Prepayments - taxes				
A271	Prepayments - other	1,690,850.34		- 1,467,078.00	181,037.28
A280	Special deposits	16,392,023.00		-	-
A290	Other current and accrued assets	17,136,142.75		- 17,136,142.75	-
Total Current Assets		89,348,995.06		- 31,089,025.07	15,517,002.52
A300	Non-utility property less accumulated dep	219,248.19			
A310	Nuclear decommissioning trust fund				
A350	Other Investments - other	171,570,872.75	(297,171,877.46)	-	-
Total Investments		171,790,120.94	(297,171,877.46)	-	-
A400	Unamortized debt expense				
A405	Regulatory study costs				
A410	Preliminary survey and investigation charges				
A415	Clearing accounts				
A420	Deferred charges	72,078,900.76		- 65,000,135.32	7,078,765.44
A490	Regulatory asset - future federal income taxes				
TOTAL ASSETS		563,634,478.61	(297,171,877.46)	288,277,787.18	60,823,603.02

		(CED) Consolidated Edison Development, Inc	(CEL) Consolidated Edison Leasing, Inc	(CEDG) Consolidated Edison Guatemala, Ltd.	(CEDA) Consolidated Edison Ada, Inc
A100	Utility Plant				
A150	Accumulated depreciation				
Net utility plant		-	-	-	-
A160	Construction Work in Progress				
A170	Nuclear fuel assemblies less amortization				
Net Utility Plant		-	-	-	-
A200	Cash	915,952.98		2,532,037.50	
A210	Temporary cash investments				
A220	Accounts receivable - customers				
A230	Allowance for uncollectible accounts				
A240	Accounts receivable - other	11,895,214.31			
A250	Materials and supplies - fuel				
A255	Materials and supplies - other	-			

A260	Natural gas in storage				
A270	Prepayments - taxes				
A271	Prepayments - other	42,735.06	-	-	-
A280	Special deposits	16,201,325.00	-	-	-
A290	Other current and accrued assets	-	-	-	-
Total Current Assets		29,055,227.35	-	2,532,037.50	-
A300	Non-utility property less accumulated depreciation	219,248.19			
A310	Nuclear decommissioning trust fund				
A350	Other Investments - other	300,423,500.15	69,683,782.00	11,820,216.84	9,318,237.22
Total Investments		300,642,748.34	69,683,782.00	11,820,216.84	9,318,237.22
A400	Unamortized debt expense				
A405	Regulatory study costs				
A410	Preliminary survey and investigation charges				
A415	Clearing accounts				
A420	Deferred charges				
A490	Regulatory asset - future federal income taxes				
TOTAL ASSETS		329,697,975.69	69,683,782.00	14,352,254.34	9,318,237.22

	(CEL LLC)	(CAI)	(CED SCS)	(CED/GTM)	(CEDST)
	Edison Leasing, LLC	Carson Acquisition, Inc	SCS/ Newington, LLC	GTM1 Energy, LLC	CEDST, LLC
A100	Utility Plant				
A150	Accumulated depreciation				
Net utility plant		-	-	-	-
A160	Construction Work in Progress				
A170	Nuclear fuel assemblies less amortization				
Net Utility Plant		-	-	-	-
A200	Cash	-	-	-	-
A210	Temporary cash investments				
A220	Accounts receivable - customers				
A230	Allowance for uncollectible accounts				
A240	Accounts receivable - other	-	-	10,965,004.62	-
A250	Materials and supplies - fuel				
A255	Materials and supplies - other	-	-	-	-
A260	Natural gas in storage				
A270	Prepayments - taxes				
A271	Prepayments - other	-	-	-	-
A280	Special deposits	-	-	-	190,698.00
A290	Other current and accrued assets	-	-	-	-
Total Current Assets		-	-	10,965,004.62	190,698.00
A300	Non-utility property less accumulated dep	219,248.19			
A310	Nuclear decommissioning trust fund				
A350	Other Investments - other	8,372,093.00	-	-	9,124,921.00
Total Investments		8,372,093.00	-	-	9,124,921.00
A400	Unamortized debt expense				
A405	Regulatory study costs				
A410	Preliminary survey and investigation charges				
A415	Clearing accounts				
A420	Deferred charges				
A490	Regulatory asset - future federal income taxes				
TOTAL ASSETS		8,372,093.00	-	10,965,004.62	9,315,619.00

CONSOLIDATED EDISON DEVELOPMENT, INC.  
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	Consolidated Edison Development, Inc Consolidated	Elimination	(CED Holding) CED Generation Holding Company, LLC	(CEEMI) Con Edison Energy of Massachusetts
LIABILITIES				
l100	Common Equity			
l101	20,000.00	(96,324,130.14)	96,324,010.14	100.00
l110	281,453,331.97	(159,446,272.13)	-	26,728,827.93
l115	Gain on Resale of Reacquired Capital Stock			
l130	Capital Stock Expense - Common Stock			
l135	Capital Stock Expense - Preferred Stock			
l140	Treasury Stock			
l150	16,527,396.94	(38,126,745.36)	3,533,636.78	2,904,721.71
l152	Accumulated other comprehensive income			
	298,000,728.91	(293,897,147.63)	99,857,646.92	29,633,649.64
-----				
l160	Preferred Stock			
	298,000,728.91	(293,897,147.63)	99,857,646.92	29,633,649.64
-----				
	Total Capital Stock and Retained Earnings			
	298,000,728.91	(293,897,147.63)	99,857,646.92	29,633,649.64
-----				
l170	Long-term Debt			
l190	164,645,001.00	(0.14)	164,645,001.00	24,115,487.38
	Unamortized premium (Discount)			
	164,645,001.00	(0.14)	164,645,001.00	24,115,487.38
-----				
	Total Long-term Debt			
	164,645,001.00	(0.14)	164,645,001.00	24,115,487.38
-----				
	Total Capitalization			
	462,645,729.91	(293,897,147.77)	264,502,647.92	53,749,137.02
-----				
l200	Noncurrent liabilities			
l205	Obligations Under Capital leases			
l210	Accumulated provision for Injuries & Damages			
l211	Provision for Rate Refunds			
l212	8,416,232.46	-	8,416,132.46	-
l215	Minority interest in consolidated subsidiaries			
l215	Pension and Benefits Reserve			
l220	2,867,743.73	-	-	1,361,822.16
l290	Uranium Decommissioning Fund			
	Other			
	11,283,976.19	-	8,416,132.46	1,361,822.16
-----				
	Total Noncurrent Liabilities			
	11,283,976.19	-	8,416,132.46	1,361,822.16
-----				
l300	Current Liabilities			
l301	Long-Term Debt Due Within One Year			
l302	9,590,000.00	-	9,590,000.00	-
l315	Notes Payable			
l330	9,465,038.16	(0.02)	1,812,931.29	458,441.47
l340	Accounts Payable			
l340	Customer Deposits			
l345	4,110,786.27	(3,274,729.67)	1,902,325.36	1,550,044.97
l350	Accrued Income Taxes			
l355	Other Accrued Taxes			
l355	Interest Accrued			
l360	Dividends Declared			
l370	6,601,569.72	-	2,053,750.15	3,704,157.40
	Matured Long-term Debt and Interest			
	Miscellaneous Current and Accrued liabilities			
	29,767,394.15	(3,274,729.69)	15,359,006.80	5,712,643.84
-----				
	Total Current Liabilities			
	29,767,394.15	(3,274,729.69)	15,359,006.80	5,712,643.84
-----				
l405	Accumulated Deferred Federal Income Tax			
l410	59,937,378.36	-	-	-
	Deferred Tax liability - Future Federal Income Taxes			
	59,937,378.36	-	-	-
-----				
	Total Accumulated Deferred Federal Income Tax			
	59,937,378.36	-	-	-
-----				
l420	Accumulated Deferred Investment Tax Credits			
l425	Other Deferred Credits			
	59,937,378.36	-	-	-
-----				
	Total Future FIT & Other Deferred Credits			
	59,937,378.36	-	-	-
-----				
	TOTAL LIABILITIES			
	563,634,478.61	(297,171,877.46)	288,277,787.18	60,823,603.02
=====				

	(CED) Consolidated Edison Development, Inc	(CEL) Consolidated Edison Leasing, Inc	(CEDG) Consolidated Edison Guatemala, Ltd.	(CEDA) Consolidated Edison Ada, Inc
LIABILITIES				
1100	Common Equity			
1101	Common Stock Issued			
1110	20,000.00	20.00	-	-
1115	281,453,331.97	43,445,081.00	13,758,899.65	8,387,428.56
1130	Gain on Resale of Reacquired Capital Stock			
1135	Capital Stock Expense - Common Stock			
1140	Capital Stock Expense - Preferred Stock			
1140	Treasury Stock			
1150	16,655,493.30	16,853,069.37	421,279.83	830,308.66
1152	Retained Earnings			
1152	Accumulated other comprehensive income			
	-----			
	Total Common Equity	298,128,825.27	60,298,170.37	14,180,179.48
		-----	-----	-----
1160	Preferred Stock			
	-----			
	Total Capital Stock and Retained Earnings	298,128,825.27	60,298,170.37	14,180,179.48
		-----	-----	-----
1170	Long-term Debt			
1190	15,473,146.33	(24,096,839.72)	-	-
	-----			
	Total Long-term Debt	15,473,146.33	(24,096,839.72)	-
		-----	-----	-----
	Total Capitalization	313,601,971.60	36,201,330.65	14,180,179.48
		-----	-----	-----
1200	Noncurrent liabilities			
1205	Obligations Under Capital leases			
1210	Accumulated provision for Injuries & Damages			
1211	Provision for Rate Refunds			
1212	Minority interest in consolidated subsidiaries			
1215	-	-	100.00	-
1220	23,921.57	-	-	-
1290	Pension and Benefits Reserve			
1290	Uranium Decommissioning Fund			
1290	Other			
	-----			
	Total Noncurrent Liabilities	23,921.57	-	100.00
		-----	-----	-----
1300	Current Liabilities			
1301	Long-Term Debt Due Within One Year			
1302	-	-	-	-
1315	7,192,765.42	-	900.00	-
1330	Notes Payable			
1340	8,396,244.61	(1,338,676.00)	-	100,500.00
1345	Accounts Payable			
1350	Customer Deposits			
1355	Accrued Income Taxes			
1360	Other Accrued Taxes			
1370	483,072.49	-	14,000.00	-
1370	Interest Accrued			
1370	Dividends Declared			
1370	Matured Long-term Debt and Interest			
1370	Miscellaneous Current and Accrued liabilities			
	-----			
	Total Current Liabilities	16,072,082.52	(1,338,676.00)	14,900.00
		-----	-----	-----
1405	Accumulated Deferred Federal Income Tax			
1410	-	34,821,127.35	157,074.86	-
1410	Deferred Tax liability - Future Federal Income Taxes			
	-----			
	Total Accumulated Deferred Federal Income Tax	-	34,821,127.35	157,074.86
		-----	-----	-----
1420	Accumulated Deferred Investment Tax Credits			
1425	Other Deferred Credits			
	-----			
	Total Future FIT & Other Deferred Credits	-	34,821,127.35	157,074.86
		-----	-----	-----
	TOTAL LIABILITIES	329,697,975.69	69,683,782.00	14,352,254.34
		=====	=====	=====

(CEL LLC)	(CAI)	(CED SCS)	(CED/GTM)
Edison Leasing, LLC	Carson Acquisition, Inc	SCS/ Newington, LLC	GTM1 Energy, LLC
-----	-----	-----	-----

LIABILITIES

1100	Common Equity			
1101	Common Stock Issued			
1110	48,966,729.59	(3,014,194.01)	10,965,004.62	1,432,786.96
1115	Gain on Resale of Reacquired Capital Stock			
1130	Capital Stock Expense - Common Stock			
1135	Capital Stock Expense - Preferred Stock			
1140	Treasury Stock			
1150	11,844,569.70	3,014,304.91	-	(1,432,786.96)
1152	Retained Earnings			
1152	Accumulated other comprehensive income			
	-----			
	Total Common Equity	60,811,299.29	110.90	10,965,004.62
		-----	-----	-----
1160	Preferred Stock			
	-----			
	Total Capital Stock and Retained Earnings	60,811,299.29	110.90	10,965,004.62
		-----	-----	-----
1170	Long-term Debt			
1190	(15,491,793.85)	-	-	-
1190	Unamortized premium (Discount)			

Total Long-term Debt	(15,491,793.85)	-	-	-
Total Capitalization	45,319,505.44	110.90	10,965,004.62	-
1200 Noncurrent liabilities				
1205 Obligations Under Capital leases				
1210 Accumulated provision for Injuries & Damages				
1211 Provision for Rate Refunds				
1212 Minority interest in consolidated subsidiaries	-	-	-	-
1215 Pension and Benefits Reserve				
1220 Uranium Decommissioning Fund	-	-	-	-
1290 Other				
Total Noncurrent Liabilities	-	-	-	-
1300 Current Liabilities				
1301 Long-Term Debt Due Within One Year	-	-	-	-
1302 Notes Payable				
1315 Accounts Payable	-	-	-	-
1330 Customer Deposits				
1340 Accrued Income Taxes	(1,690,096.00)	-	-	-
1345 Other Accrued Taxes				
1350 Interest Accrued				
1355 Dividends Declared				
1360 Matured Long-term Debt and Interest				
1370 Miscellaneous Current and Accrued liabilities	346,700.41	(110.90)	-	-
Total Current Liabilities	(1,343,395.59)	(110.90)	-	-
1405 Accumulated Deferred Federal Income Tax	24,395,983.15	-	-	-
1410 Deferred Tax liability - Future Federal Income Taxes				
Total Accumulated Deferred Federal Income Tax	24,395,983.15	-	-	-
1420 Accumulated Deferred Investment Tax Credits				
1425 Other Deferred Credits				
Total Future FIT & Other Deferred Credits	24,395,983.15	-	-	-
TOTAL LIABILITIES	68,372,093.00	0.00	10,965,004.62	-

(CEDST)

CEDST, LLC

LIABILITIES

1100 Common Equity				
1101 Common Stock Issued	-			
1110 Other Paid-in Capital, Premium on Common Stock	8,775,707.83			
1115 Gain on Resale of Reacquired Capital Stock				
1130 Capital Stock Expense - Common Stock				
1135 Capital Stock Expense - Preferred Stock				
1140 Treasury Stock				
1150 Retained Earnings	29,545.00			
1152 Accumulated other comprehensive income				
Total Common Equity	8,805,252.83			
1160 Preferred Stock				
Total Capital Stock and Retained Earnings	8,805,252.83			
1170 Long-term Debt	(	-		
1190 Unamortized premium (Discount)				
Total Long-term Debt	(	-		
Total Capitalization	8,805,252.83			
1200 Noncurrent liabilities				
1205 Obligations Under Capital leases				
1210 Accumulated provision for Injuries & Damages				
1211 Provision for Rate Refunds				
1212 Minority interest in consolidated subsidiaries	-			
1215 Pension and Benefits Reserve				
1220 Uranium Decommissioning Fund	1,482,000.00			
1290 Other				
Total Noncurrent Liabilities	1,482,000.00			
1300 Current Liabilities				
1301 Long-Term Debt Due Within One Year	-			
1302 Notes Payable				
1315 Accounts Payable	-			
1330 Customer Deposits				
1340 Accrued Income Taxes	(1,534,827.00)			
1345 Other Accrued Taxes				
1350 Interest Accrued				
1355 Dividends Declared				
1360 Matured Long-term Debt and Interest				
1370 Miscellaneous Current and Accrued liabilities	0.17			
Total Current Liabilities	(1,534,826.83)			

1405	Accumulated Deferred Federal Income Tax	563,193.00
1410	Deferred Tax liability - Future Federal Income Taxes	-----
	Total Accumulated Deferred Federal Income Tax	563,193.00
		-----
1420	Accumulated Deferred Investment Tax Credits	
1425	Other Deferred Credits	
	Total Future FIT & Other Deferred Credits	563,193.00
		-----
	TOTAL LIABILITIES	9,315,619.00
		=====

Exhibit B

ORGANIZATION CHART

REFERENCE IS MADE TO ITEMS 1 AND 4 OF THIS FORM U-3A-2 FOR A DESCRIPTION OF THE COMPANIES IN CLAIMANT'S HOLDING COMPANY SYSTEM, INCLUDING INTERESTS IN SUBSIDIARIES.

CLAIMANT

/	/	/	/	/	/	/
A. Con Edison	B. O&R	C. CES	D. CEDI	E. CEEI	F. CECI	G. Merger Subs
/	/	/	/	/	/	/
A.1 - DIDCO	B.1 - RECO	C.1 - IMD	D.1 - CEDG		F.1. NEON	
A.2 - DCK	B.1.a - SRH	C.2 - RSLI	D.1.a - EPCA			
A.3 - Honeoye	B.1.a.(i) - NHI		D.1.a.(i) - GENOR (FUCO)			
A.4 - SHL	B.1.a(i)(A) - NORSTAR		D.2 - CEL			
	B.1.a(i)(B) - Millbrook		D.3 - CELLC			
	B.1.b. - Enserve		D.4 - CEDA			
	B.2. - Pike		D.4.a. - CDA			
	B.3. - Clove		D.4.a.(i) - ACLP			
	B.4. - ORDEVCO		D.5 - CAI			
	B.5. - ORED		D.6 - CED/SCS			
			D.6.a - NELLC (EWG)			
			D.7. - CED Holding			
			D.7.a. - CED Management			
			D.7.b. - CED Operating			
			D.7.c. - CEDL			
			D.7.d. - Lakewood (EWG)			
			D.8. - OP			
			D.9. - CEEMI (EWG)			
			D.10. - CED/GTM			
			D.10.a - GTM Energy			
			D.11. - CEDST			
			D.11.a - CED42			
			D.12 - CEDRS			
			D.13 - CEDGAF			
			D.14 - CEES			