PECO NUCLEAR
A Unit of PECO Energy

Nuclear Group Headquarters
200 Exelon Way
Kennett Square, PA 19348

December 28, 2000

Docket Nos. 50-277
50-278

Mr. Samuel J. Collins, Director
Office of Nuclear Reactor Regulation
U.S. Nuclear Regulatory Commission
One White Flint North, Mail Stop 5E7
11555 Rockville Pike
Rockville, MD 20852-1738

Re: Peach Bottom Atomic Power Station, Units 2 and 3
Operating License Nos. DPR-44 and DPR-46
Transfer of Non-Operating Ownership Interests

Gentlemen:

On April 21, 2000, the Nuclear Regulatory Commission ("NRC") granted Orders approving the transfer of the minority non-operating ownership interests of Atlantic City Electric Company ("ACE") and Delmarva Power and Light Company ("DP&L") in the Peach Bottom Atomic Power Station Units 2 and 3 to PECO Energy Company ("PECO") and to PSEG Nuclear LLC ("PSEG Nuclear"). On December 27, 2000, the NRC issued a Supplemental Order to authorize the prior approved transfers in two phases, beginning with the transfer of the DP&L interests, to be followed by the transfer of the ACE interests. The Supplemental Order also authorizes the transfer of the designated portion of the DP&L and ACE interests to PECO as it presently exists as a subsidiary of Exelon Corporation or to Exelon Generation Company, LLC ("EGC"), after its formation as an indirect subsidiary of Exelon Corporation.

The purpose of this letter is to provide the NRC notice in conformance with the December 27, 2000 Supplemental Order, condition 4, with respect to the first phase transactions. On behalf of the transferor (DP&L) and the relevant transferees (PECO and PSEG Nuclear), this provides notice that the required regulatory approvals for the transfers of the DP&L interests to PECO and PSEG Nuclear have been received.

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If the NRC requires additional information concerning this letter, please contact James A. Hutton at 610-765-5520.

Sincerely,

James A. Hutton
Director - Licensing

cc H. J. Miller, Administrator, Region I, USNRC
A. C. McMurtray, USNRC Senior Resident Inspector, PBAPS
J. P. Boska, USNRC Senior Project Manager, PBAPS