

MAY 24 2005

LR-N05-0291



U.S. Nuclear Regulatory Commission
ATTN: Document Control Desk
Washington, DC 20555-0001

**REQUEST FOR ADDITIONAL INFORMATION
REGARDING LICENSE TRANSFER APPLICATIONS
SALEM AND HOPE CREEK GENERATING STATIONS
DOCKET NOS. 50-272, 50-311 AND 50-354
FACILITY OPERATING LICENSE NUMBERS DPR-70, DPR-75, AND NPF-57**

Reference: Letter from NRC, "Additional Information for License Transfer Applications," to PSEG Nuclear LLC, dated May 10, 2005

As documented in the referenced letter, PSEG Nuclear, LLC, (PSEG Nuclear), agreed to provide additional information to the NRC regarding the requests for license transfers associated with the proposed merger of Exelon Corporation and Public Service Enterprise Group. Attachment 1 provides the additional information.

Included in Attachment 1 is the information requested in the May 10, 2005, letter, excluding certain assumptions used in the development of the projected income statement, which is being provided by Exelon Generation under a separate submittal for the Exelon facilities. Accordingly, the information supplied by PSEG Nuclear is non-proprietary and suitable for public disclosure.

If you have any questions about this letter, please contact Jeffrie Keenan at (856) 339-5429.

Respectfully,

A handwritten signature in black ink, appearing to read "Christina L. Perino".

Christina L. Perino
Regulatory Assurance Director

Attachment

A001

C: Mr. Samuel Collins, Administrator - Region I
U. S. Nuclear Regulatory Commission
475 Allendale Road
King of Prussia, PA 19406

Mr. D. Collins, Project Manager
U. S. Nuclear Regulatory Commission
Mail Stop 08B2
Washington, DC 20555

Mr. S. Bailey, Project Manager
U. S. Nuclear Regulatory Commission
Mail Stop 08B1
Washington, DC 20555

USNRC Senior Resident Inspectors (Salem and Hope Creek - X24)

Mr. K. Tosch, Manager IV
Bureau of Nuclear Engineering
33 Arctic Parkway
P.O. Box 415
Trenton, NJ 08625

ATTACHMENT 1
ADDITIONAL INFORMATION FOR LICENSE TRANSFER APPLICATIONS

1. Identification of the Securities and Exchange Commission filings that contain the information specific to the merger.

Response

On March 15, 2005, Exelon Corporation and Public Service Enterprise Group Incorporated filed Form U-1, "Application – Declaration Under the Public Utility Holding Company Act of 1935" with the Securities and Exchange Commission (File No. 70-10294). A description of the proposed merger is on page 1 of that filing. A description of Exelon Generation restructuring is on page 11 of that filing.

2. Confirmation that there are no intermediate companies above Exelon Generation in the new corporate structure other than Exelon Ventures.

Response

Exelon Ventures Company, LLC, is the only intermediate holding company between Exelon Generation and Exelon Electric & Gas Corporation in the proposed post-merger corporate structure.

3. Confirmation that the Exelon Nuclear Group is a business unit rather than a separate company.

Response

As depicted in the organization chart provided in response to item 4 below, Exelon Nuclear is a business unit of Exelon Generation and not a separate company.

4. An organization chart showing the relationship between the Exelon Nuclear Group and Exelon Generation.

Response

Figure 1 is an organization chart that shows Exelon Nuclear as a business unit within Exelon Generation.

5. All information as described in 10 CFR 50.33(d)(3) for Exelon Generation, Exelon Ventures Company, and Exelon Electric & Gas Corporation to the extent not yet provided.

ATTACHMENT 1
ADDITIONAL INFORMATION FOR LICENSE TRANSFER APPLICATIONS

Response

The information specified in 10 CFR 50.33(d)(3)(i) and (iii) was provided in the Exelon Generation submittal, "Application for Approval of License Transfers," dated March 3, 2005, and the AmerGen submittal, "Application for Approval of Indirect License Transfers," dated March 3, 2005. Tables 1 and 2 provide names and titles of officers of Exelon Generation and Exelon Ventures Company, LLC, respectively. The mailing address of the officers of Exelon Generation is 300 Exelon Way, Kennett Square, Pennsylvania 19348. Exelon Generation is organized under the laws of the Commonwealth of Pennsylvania. The mailing address of the officers of Exelon Ventures Company, LLC, is 10 S. Dearborn Street, Chicago, Illinois 60603. Exelon Ventures Company, LLC is organized under the laws of the State of Delaware. The officers of Exelon Generation (except one officer as denoted on Table 1) and the officers of Exelon Ventures Company, LLC, are U.S. citizens. Exelon Generation and AmerGen provide the information in Tables 1 and 2 as an organizational snapshot and note that periodic organizational title and staff changes will necessarily alter some of the names and titles before the license transfers are finalized. With respect to Exelon Electric & Gas, as described in the applications mentioned above, the new Board of Directors will be nominated at a ratio of two-thirds by Exelon Corporation and one-third by Public Service Enterprise Group and any change to its officers will be made once the merger is completed. We will provide the names, addresses, and citizenship of the directors and principle officers of Exelon Electric & Gas following consummation of the merger.

6. The assumptions that were used in the development of the projected income statement.

Response

Under a separate NRC submittal dated May 24, 2005, (letter no. RS-05-066) Exelon Generation is providing assumptions used in the projected income statement for Exelon Generation post-merger entity. The information provided for the nuclear units includes the net annual mean rating, net capacity factor, refueling outages, and site expenses.

FIGURE 1
Business Units of Exelon Generation Company, LLC

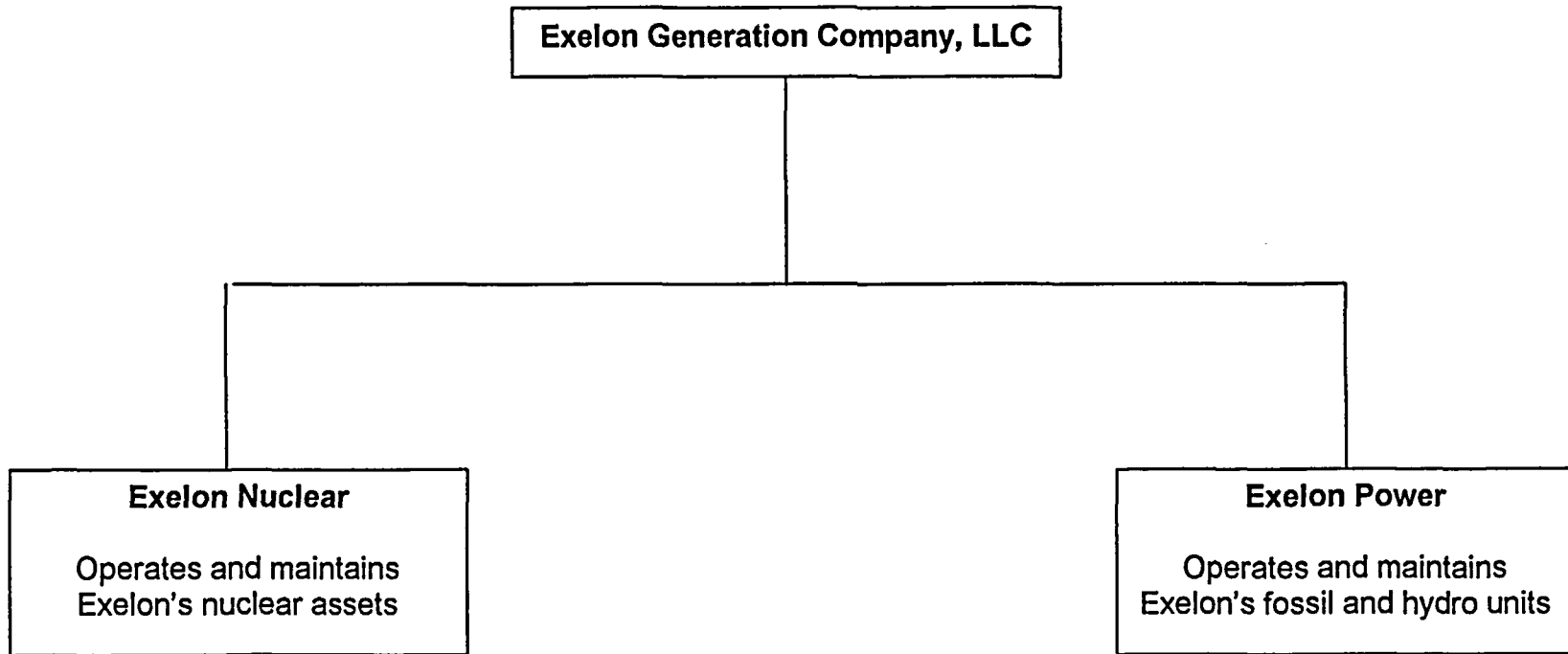


TABLE 1
Officers of Exelon Generation Company, LLC

Ian P. McLean*	President, Exelon Power Team
John L. Skolds	President, Exelon Generation
Christopher M. Crane	President and Chief Nuclear Officer, Exelon Nuclear
J. Barry Mitchell	Senior Vice President, Chief Financial Officer, Treasurer
Charles G. Pardee	Chief Operating Officer, Exelon Nuclear
Kenneth W. Cornew	Senior Vice President, Power Transactions & Wholesale Delivery, Exelon Power Team
Robert J. Hovey	Senior Vice President, Operations Support, Exelon Nuclear
Richard P. Lopriore	Senior Vice President, Mid-Atlantic Operations, Exelon Nuclear
Michael Pacilio	Senior Vice President, Mid-West Operations, Exelon Nuclear
Mark A. Schiavoni	Senior Vice President, Exelon Generation, President, Exelon Power
David W. Woods	Senior Vice President, Communications, Governmental & Public Affairs
J. Tyler Anthony	Vice President, Project Management, Exelon Nuclear
Phillip S. Barnett	Vice President - Finance
Robert S Bement	Site Vice President - Clinton Power Station
Jeffrey A. Benjamin	Vice President, Licensing and Regulatory Affairs, Exelon Nuclear
Danny G. Bost	Site Vice President - Dresden Nuclear Power Station
Robert C. Braun	Site Vice President - Peach Bottom Atomic Power Station
Kevin Cellars	Vice President, Business Operations, Exelon Power
Thomas Coutu	Vice President, Midwest Operations
Martin J. Coveney	Vice President, Business Operations, Exelon Nuclear
Edward J. Cullen Jr.	Vice President, Legal and Secretary

* Citizen of the United Kingdom

TABLE 1
Officers of Exelon Generation Company, LLC

Ronald J. DeGregorio	Site Vice President - Limerick Generating Station
Gerald A. Ellis	Vice President, Human Resources, Exelon Nuclear
David Ellsworth	Vice President, Fuels, Power Team
Meg Evangelist	Vice President, Human Resources, Exelon Power
Jan H. Freeman	Vice President, Public Affairs, Exelon Generation
Lester J. Guthrie	Vice President, Outage Planning & Services, Exelon Nuclear
Ernest J. Harkness	Vice President, Special Projects, Exelon Nuclear
Christopher Hughes	Vice President, Exelon Power
Theodore E. Jennings	Vice President, Engineering & Operation Support, Exelon Power
Marilyn C. Kray	Vice President, Project Development, Exelon Nuclear
Rod Krich	Vice President, Licensing Projects, Exelon Nuclear
Stephen E. Kuczynski	Site Vice President - Byron Station
Susan Landahl	Site Vice President, LaSalle County Station
James P. Malone	Vice President, Fuels Management, Exelon Nuclear
Robert K. McDonald	Vice President, Generation
Mark McFarland	Vice President, Commercial Transactions & Pricing, Power Team
James R. Meister	Vice President, Nuclear Services, Exelon Nuclear
Joellen Burns Muntz	Vice President, Operations, Exelon Power
Carol R. Peterson	Vice President, Finance, Exelon Nuclear
Keith Polson	Site Vice President - Braidwood Station
Laura V. Raymond	Vice President, Marketing & Business Development, Exelon Power
Amir Shahkarami	Vice President, Engineering, Exelon Nuclear

TABLE 1
Officers of Exelon Generation Company, LLC

Clair N. Swenson	Site Vice President - Oyster Creek
Thomas D. Terry Jr.	Vice President, Taxes
Timothy Tulon	Site Vice President - Quad Cities Nuclear Power Station
Jon D. Veurink	Vice President and Corporate Controller
Sue E. Wallace	Vice President, Management Projects, Exelon Generation
Russell G. West	Site Vice President - TMI
Thomas R. Miller	Assistant Treasurer
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Christopher J. Bernard	Assistant Secretary
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary
Bruce G. Wilson	Assistant Secretary
Ronald L. Zack	Assistant Secretary

TABLE 2

Exelon Ventures Company, LLC

John W. Rowe	President and Chief Executive Officer
J. Barry Mitchell	Senior Vice President, Chief Financial Officer, Treasurer
John F. Young	Executive Vice President
Robert K. McDonald	Vice President, Ventures
Randall E. Mehrberg	Vice President and General Counsel
Thomas D. Terry Jr.	Vice President, Taxes
Katherine K. Combs	Secretary
George R. Shicora	Assistant Treasurer
Charles S. Walls	Assistant Treasurer
Todd D. Cutler	Assistant Secretary
Scott N. Peters	Assistant Secretary
Bruce G. Wilson	Assistant Secretary
Ronald L. Zack	Assistant Secretary