

Edgar Filing: CONSTELLATION ENERGY GROUP INC - Form U-3A-2

CONSTELLATION ENERGY GROUP INC

Form U-3A-2

February 26, 2003

SECURITIES AND EXCHANGE COMMISSION

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

Constellation Energy Group, Inc.

hereby files with the Securities and 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.

Name	State of Organization	Location and Nature of
Constellation Energy Group, Inc.	MD	Baltimore, MD - holding

Subsidiaries of Constellation Energy Group, Inc.

Baltimore Gas and Electric Company	MD	Baltimore, MD - public
Constellation Enterprises, Inc.	MD	Baltimore, MD - holding
Constellation Generation Group, LLC (name changed from Constellation Nuclear, LLC on 7/1/02)	MD	Baltimore, MD - holding
CEG Acquisition, LLC	MD	Baltimore, MD - holding
New Constellation Energy Group, Inc.	MD	Dissolved 6/25/02

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### Subsidiaries of Baltimore Gas and Electric Company

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District Chilled Water General Partnership	MD	Baltimore, MD - district chilled water systems
BGE Capital Trust I	DE	Baltimore, MD - business trust
Silicon Power Corporation	PA	Malvern, PA - manufacturer

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### Subsidiaries of Constellation Generation Group, LLC (name changed from Constellation Nuclear, LLC on 7/1/02)

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Constellation Nuclear Services, Inc.	MD	Baltimore, MD - nuclear consulting services
Constellation Nuclear Power Plants, Inc.	DE	Baltimore, MD - nuclear holding company
Constellation Nuclear Services, LLC	DE	Dissolved 6/18/02

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### Subsidiaries of CEG Acquisition, LLC

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Constellation NewEnergy, Inc.	DE	Baltimore, MD - energy services
Fellon-McCord Associates, Inc.	KY	Kentucky - energy services

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### Subsidiaries of Constellation Nuclear Power Plants, Inc.

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Calvert Cliffs Nuclear Power Plant, LLC	DE	Dissolved 6/18/02
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### Subsidiaries of Constellation Enterprises, Inc.

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Constellation Energy Source, Inc. (CES)	DE	Baltimore, MD - energy services
BGE Home Products & Services, Inc. (HPS)	MD	Baltimore, MD - energy services

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Constellation Holdings, Inc.	MD	Baltimore, MD - holding company
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### Subsidiaries of Constellation Energy Source, Inc.

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Constellation Energy Services, LLC	DE	Baltimore, MD - energy services
BGE Home Products & Services, LLC	DE	Dissolved 1/22/02
Las Vegas District Energy, LLC	DE	Las Vegas, NV - energy services
Nashville District Energy, LLC	DE	Nashville, TN - energy services
North Shore District Energy, LLC	DE	Baltimore, MD - operation and maintenance of an energy facility

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### Subsidiaries of BGE Home Products & Services, Inc.

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BGE Commercial Building Systems, Inc.	MD	Baltimore, MD - energy services
HPS Receivables, Inc.	MD	Baltimore, MD - special purpose financing sub
Power Provider, LLC	DE	Inactive

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### Subsidiary of Fellon-McCord Associates, Inc.

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Alliance Energy Services, LLC	KY	Kentucky - energy services
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### Subsidiaries of Constellation NewEnergy, Inc.

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Constellation NewEnergy Canada, Inc.	Canada	Canada - energy services
NewEnergy Technologies, L.L.C.	AZ	Arizona - energy services

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NewEnergy Southwest, L.L.C.	AZ	Arizona - energy services
New Energy Partners, L.L.C.	AZ	Arizona - energy services

Subsidiaries of NewEnergy Technologies, L.L.C.

NewEnergy Americas, L.L.C.	AZ	Arizona - energy services
NewEnergy Pacifica, L.L.C.	AZ	Arizona - energy services

Subsidiaries of Constellation Holdings, Inc.

Constellation Power, Inc. (CPI)	MD	Baltimore, MD - holding company for generation and other energy related investments and their operation
Constellation Investments, Inc. (CII)	MD	Baltimore, MD - financial investments and holding company for electric generation
Constellation Real Estate Group, Inc. (CREG)	MD	Baltimore, MD - real estate
Constellation Power Source Holdings, Inc.	MD	Baltimore, MD - merchant energy business holding company

Subsidiaries of Constellation Power Source Holdings, Inc.

Constellation Power Source Enterprises, Inc.	DE	Baltimore, MD - Dissolved 6/18/02
Constellation Power Source, Inc.	DE	Baltimore, MD - power marketing and trading

Subsidiaries of Constellation Power Source, Inc.

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Constellation Power Source Texas, Inc.	DE	Baltimore, MD - invest in companies engaged in the retail sale of electricity
Constellation Power Source Texas, LLC	DE	Baltimore, MD - retail sale of electricity
Constellation Power Source Massachusetts, LLC	DE	Baltimore, MD - retail sale of electricity
Constellation Power Source New Hampshire, LLC	DE	Baltimore, MD - retail sale of electricity
Constellation Power Source Maine, LLC	DE	Baltimore, MD - retail sale of electricity

### Subsidiaries of Constellation Power Source Enterprises, Inc.

Constellation Power Source Generation, LLC	DE	Inactive. To be dissolved.
Constellation Power Source, LLC	DE	Inactive. To be dissolved.

### Subsidiaries of Constellation Power, Inc.

Keystone Fuels, L.L.C.	PA	PA - acquires and sells coal
Conemaugh Fules, LLC	PA	PA - acquires and sells coal
Millenium Energy, LLC	CA	CA - provides management services to electric power generating facilities
PC Virginia Synthetic Fuels #1, LLC	VA	VA - owns a fuel processing center
PC West Virginia Synthetic Fuels #1, LLC	WV	WV - owns a fuel processing center
PC West Virginia Synthetic Fuels #2, LLC	WV	WV - owns a fuel processing center
PC West Virginia Synthetic Fuels #3, LLC	OH	OH - owns a fuel processing facility
Plautas Hidroelectricas de Rio Yuna	Bolivia	Bolivia - joint venture that owns a hydro-electric facility
Mammoth-Pacific Limited Partnership	CA	Mammoth Lakes, CA - partnership that own QF facility
Mammoth Power Associates, L.P.	CA	Mammoth Lakes, CA - power development and geothermal leases
CE SEGS IX, Inc.	MD	Montgomery County, MD - ownership interest in a partnership that owned a senior live

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facility. Sold in 2002.

CD Mammoth Lakes I, Inc.	MD	Mammoth Lakes, CA - ownership interest in partnership that owns a QF facility
CD Mammoth Lakes II, Inc.	MD	Mammoth Lakes, CA - ownership interest in partnership that owns a QF facility
Soda Lake Resources Partnership	NV	Fallon, NV - ownership of geothermal resources for a QF facility

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CD Ormesageo 1H-A, Inc.	MD	VA, OH and WV - member of an L interest in a partnership that that own coal processing facil
CD Ormesageo 1H-B, Inc.	MD	VA, OH and WV - member of an L interest in a partnership that that own coal processing facil
CD Ormesageo 1H-C, Inc.	MD	VA, OH and WV - member of an L interest in a partnership that that own coal processing facil
Panther Creek Holdings, Inc.	DE	Carbon County, PA - ownership Corporations that own interest Partnerships that owns interes Partnership that is the lessee sale/leaseback of a QF facilit
Panther Creek Energy, Inc.	DE	Inactive
Panther Creek Partners	DE	Carbon County, PA - partnership interest in a QF facility as l sale/leaseback
CD Panther I, Inc.	MD	Carbon County, PA - ownership partnership that owns an inter partnership that is the lessee sale/leaseback of a QF facilit
CD Panther II, Inc.	MD	Carbon County, PA - ownership partnership that owns an inter partnership that is the lessee sale/leaseback of a QF facilit
CD Soda SLR, Inc.	MD	Fallon, NV - ownership interes partnership that owns geotherm
AMOR IV Corporation	DE	Fallon, NV - provided geotherm lessee in a sale/leaseback. So
AMOR IX Corporation	DE	Fallon, NV - lessee in a sale/ QF facility

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ACE Operating Partners	CA	Trona, CA - partnership that owns a QF facility
Inter-Power/AhlCon Partners Limited Partnership	DE	Colver, PA - partnership that owns a QF facility in the sale/leaseback of a QF facility
CE Colver II, Inc.	MD	Colver, PA - ownership interest in a partnership that has an ownership interest in a partnership that is the lessor in the sale/leaseback of a QF facility
CE Colver III, Inc.	MD	Colver, PA - ownership interest in a partnership that has an ownership interest in a partnership that is the lessor in the sale/leaseback of a QF facility
A/C Fuels Company	PA	Carbon County, PA - partnership that owns waste coal
CE Culm, Inc.	MD	Carbon County, PA - ownership interest in a partnership that owns waste coal
Freehold Cogeneration Associates Limited Partnership	DE	Inactive
CE Freehold Limited Partnership	MD	Inactive
CE Freehold I, Inc.	MD	Inactive
CE Freehold II, Inc.	MD	Inactive
CE Freehold III, Inc.	MD	Inactive

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Lake City Geothermal I, L.P.	CA	Inactive
CE Lake City Limited Partnership I	MD	Inactive
CE Long Valley Limited Partnership	MD	Inactive
CE Long Valley I, Inc.	MD	Inactive
CE Long Valley II, Inc.	MD	Inactive
Puna Geothermal Venture	HI	Hilo, HI - partnership that owns a PURPA geothermal facility
CE Puna I, LP	MD	Hilo, HI - partnership that has an ownership interest in a partnership that owns a PURPA geothermal facility
CE Puna I, Inc.	MD	Hilo, HI - ownership interest in a partnership that owns an interest in a partnership that owns a PURPA geothermal facility

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		owns a PURPA geothermal facility.
CE Puna II, Inc.	MD	Hilo, HI - ownership interest in a partnership that owns an interest in a partnership that owns a PURPA geothermal facility
CE Puna III, Inc.	MD	Inactive
CE Taunton Limited Partnership	MD	Inactive
CE Taunton I, Inc.	MD	Inactive
CE Taunton II, Inc.	MD	Inactive
CE Technical Services, Inc.	MD	Inactive
Central Wayne Energy Recovery Limited Partnership	MD	Wayne County, MI - partnership that owns a geothermal facility
CE Wayne II, Inc.	MD	Wayne County, MI - ownership interest in a partnership that owns an interest in a partnership that owns a QF facility
CP Cabazon I, Inc.	MD	Inactive
CP Cabazon II, Inc.	MD	Inactive
Gary Coal Processing Limited Partnership	DE	Gary, IN - partnership that owns a coal processing facility
Gary - PCI Ltd., L.P.	DE	Gary, IN - ownership interest in a partnership that owns a coal processing facility
CP - Gary Limited Partnership	MD	Gary, IN - ownership interest in a partnership that has an ownership in a partnership that owns a coal processing facility
CP - Gary I, Inc.	MD	Gary, IN - ownership interest in a partnership that owns an interest in a partnership that owns an interest in a partnership that owns a coal processing facility
CP - Gary II, Inc.	MD	Gary, IN - ownership interest in a partnership that owns an interest in a partnership that owns an interest in a partnership that owns a coal processing facility
CP - Gary III, Inc.	MD	Gary, IN - ownership interest in a partnership that owns an interest in a partnership that owns an interest in a partnership that owns a coal processing facility





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CP Sunnyside I, Inc.	MD	Sunnyside, Utah - owns companies th interests in a partnership that own interest in a partnership that owns facility
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Sunnyside II, Inc.	DE	Sunnyside, Utah - ownership in partnership that owns an inter partnership that owns a QF fac
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Sunnyside III, Inc.	DE	Sunnyside, Utah - ownership in partnership that owns an inter partnership that owns a QF fac
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Sunnyside Cogeneration Associates	UT	Sunnyside, Utah - owns a QF fa
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Sunnyside Properties, LLC	UT	Sunnyside, Utah - owns real pr QF facility is located
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Pace Carbon Synfuels Investors, L.P.	DE	VA, OH and WV - partnership th processing facilities
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CP Synfuels Investor, LLC	MD	VA, OH and WV - an LLC that ha in a partnership that owns LLC processing facilities
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CP Synfuels, Inc.	MD	VA, OH and WV - entitled to ce synthetic fuel processing proj
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CP Synfuels Investor, Inc.	MD	VA, OH and WV - ownership of c are members of an LLC that has a partnership that owns LLCs t processing facilities
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CP Synfuels Member, Inc.	MD	Inactive
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Rio Nogales I, Inc.	DE	Seguin, Texas - ownership inte partnership that was formed to electric generating facility o construction
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Rio Nogales II, Inc.	DE	Seguin, Texas - ownership inte partnership that was formed to electric generating facility o construction
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Gateway Power Project, L.P.	DE	Gilmer, Texas - partnership fo electric generating facility f development has terminated
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Gateway Power I, Inc.	DE	Gilmer, Texas - ownership inte partnership that was formed to electric generating facility f
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		development has terminated
Gateway II, Inc.	DE	Dissolved 6/22/02
Constellation Power Development, Inc.	MD	Inactive
Constellation Power International Investments, Ltd.	Cayman Islands	Baltimore, MD - a holding company for international power projects
West Chicago Energy, LLC	MD	Dissolved 6/22/02
North Pond Energy Park, LLC	MD	Hardee County, FL - formed to develop a generating facility for which development has terminated
South Pond Energy Park, LLC	MD	Hardee County, FL - formed to develop a generating facility for which development has terminated
Constellation Operating Services, LLC	DE	Dissolved 3/20/02
Constellation Power Development, LLC	DE	Dissolved 3/12/02
Constellation Power, LLC	DE	Dissolved 6/18/02
CP ACE, LLC	DE	Dissolved 3/20/02
CP A/C Fuels, LLC	DE	Dissolved 3/20/02
CP ACE IV, LLC	DE	Dissolved 3/20/02

CP Cabazon, LLC	DE	Dissolved 3/20/02
CP Colver I, LLC	DE	Dissolved 3/20/02
CP Colver II, LLC	DE	Dissolved 3/20/02
CP Colver III, LLC	DE	Dissolved 3/20/02
CP Gary, LLC	DE	Dissolved 3/20/02
CP High Desert I, LLC	DE	Dissolved 3/20/02
CP High Desert II, LLC	DE	Dissolved 3/20/02
CP Mammoth, LLC	DE	Dissolved 3/20/02
CP Oleander I, LLC	DE	Dissolved 3/20/02
CP Oleander, LLC	DE	Dissolved 3/20/02
CP Panther, LLC	DE	Dissolved 3/20/02

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CP Puna I, LLC	DE	Dissolved 3/20/02
CP Puna II, LLC	DE	Dissolved 3/20/02
CP Puna III, LLC	DE	Dissolved 3/20/02
CP Soda III, LLC	DE	Dissolved 3/20/02
CP Soda Lake Resource, LLC	DE	Dissolved 3/20/02
CP Stillwater,-Wellfield, LLC	DE	Dissolved 3/20/02
CP Synfuels II, LLC	DE	Dissolved 3/20/02
CP Wayne II, LLC	DE	Dissolved 3/20/02
Victorville-Gas, LLC	DE	Victorville, CA - formed to ob supply gas to gas-fueled gener facility currently in developm
High Desert II, LLC	MD	Inactive
HE Supply Company, LLC	DE	Beecher City, IL - retail sale of building materials for use power generating facilities.
CP Operating Services, LLC	DE	Inactive. To be dissolved.

Subsidiaries of CP Operating Services, LLC

Big Sandy Operating Services, LLC	DE	Inactive. To be dissolved.
Handsome Lake Operating Services, LLC	DE	Inactive. To be dissolved.
High Desert Operating Services, LLC	DE	Inactive. To be dissolved.
Holland Operating Services, LLC	DE	Inactive. To be dissolved.
Oleander Operating Services, LLC	DE	Inactive. To be dissolved.
Rio Nogales Operating Services, LLC	DE	Inactive. To be dissolved.
University Park Operating Services, LLC	DE	Inactive. To be dissolved.
Wolf Hills Operating Services, LLC	DE	Inactive. To be dissolved.

Subsidiaries of Constellation Power International Investments, Ltd.

CE Curacao, Inc.	Cayman Islands	Inactive
Constellation de Guatemala, S.A.	Guatemala	Inactive
Constellation Power International Development, Inc.	Cayman Islands	Inactive
CP Panama I, S.A.	Panama	Panama - ownership interest in

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 that has an ownership interest  
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 CP Panama Investors, LLC MD Panama - ownership interest in  
 that has an ownership interest  
 that has an ownership interest  
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CPII Curacao, Ltd. Cayman Islands Inactive  
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 FondElec General Partners, L.P. Cayman Islands Latin America - ownership interest  
 company that has ownership interest  
 FUCOS, EWGs and other energy related  
 businesses in Latin America  
 -----

Guatemalan Generating Group - I Cayman Island Guatemala - ownership interest in  
 that had owned an EWG  
 -----

Grupo Generador de Guatemala, S.A. Guatemala Inactive  
 -----

Latin American Power Partners Limited Cayman Islands Latin America - potentially developed  
 projects in Latin America  
 -----

Panama Distribution Group, S.A. Panama Panama - ownership interest in a FU  
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The Latin America Energy and Electricity Fund Cayman Islands Latin America - ownership interest  
 I, L.P. FUCOS, EWGS and other energy related  
 businesses in Latin America  
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 Subsidiaries of Constellation Operating Services, Inc.  
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 A/C Power MD Cambria County, PA - partnership  
 operates and maintains a QF facility  
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PCI Operating Company Partnership MD Gary, IN - operation and maintenance  
 coal processing facility  
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Trona Operating Partners, G.P. MD Trona, CA - operates and maintains  
 facility  
 -----

COSI ACE, LLC MD Trona, CA - ownership interest in Partnership  
 operates and maintains QF facility  
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COSI - Gary I, Inc. MD Gary, Indiana - ownership interest in  
 partnership that provides operation and  
 maintenance of a coal processing  
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COSI - Gary II, Inc. MD Gary, Indiana - ownership interest in  
 partnership that provides operation and  
 maintenance of a coal processing  
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COSI Synfuels, Inc. MD VA, OH and WV - employs personnel  
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		seconded to an affiliate who operates and maintains coal processing facilities
COSI Synfuels VA1, Inc.	MD	Virginia - operate a fuel processing facility
COSI Synfuels WV1, Inc.	MD	West Virginia - operate a fuel processing facility
COSI Synfuels WV2, Inc.	MD	West Virginia - operate a fuel processing facility
COSI Synfuels WV3, Inc.	MD	Ohio - operates coal processing facilities
Constellation Operating Services	CA	Baltimore, MD - partnership that operates coal processing projects
COSI Ultra, Inc.	MD	Baltimore, MD - ownership interest in partnership that operates and maintains coal processing facilities
COSI Ultra II, Inc.	MD	Baltimore, MD - ownership interest in partnership that operates and maintains coal processing facilities
Constellation Operating Services International	Cayman Islands	Inactive
Constellation Operating Services International - I	Cayman Islands	Inactive
COAC de Guatemala, S.A.	Guatemala	Inactive
COSI A/C Power, LLC	DE	Dissolved 3/20/02

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COSI Central Wayne, LLC	DE	Dissolved 3/20/02
COSI Gary I, LLC	DE	Dissolved 3/20/02
COSI Gary II, LLC	DE	Dissolved 3/20/02
COSI Puna, LLC	DE	Dissolved 3/20/02
COSI Sunnyside, LLC	DE	Dissolved 3/20/02
COSI Synfuels, LLC	DE	Dissolved 3/20/02
COSI Synfuels VA1, LLC	DE	Dissolved 3/20/02
COSI Synfuels WV1, LLC	DE	Dissolved 3/20/02
COSI Synfuels WV2, LLC	DE	Dissolved 3/20/02
COSI Synfuels WV3, LLC	DE	Dissolved 3/20/02

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COSI Ultra II, LLC	DE	Dissolved 3/20/02
COSI Ultra, LLC	DE	Dissolved 3/20/02

Subsidiaries of Constellation Real Estate Group, Inc.

KMS Oldco, Inc.	MD	Inactive
Constellation Real Estate, Inc.	MD	Columbia, MD - owns and develops
Constellation Health Services, Inc.	MD	Inactive
CPI Church Street, Inc.	MD	Inactive

Subsidiaries of Constellation Real Estate, Inc.

AE4, LLC	MD	Howard County, MD - an LLC that develops real estate
Annapolis Exchange Lot I, LLC	MD	Anne Arundel County, MD - member that owns & develops real estate
Annapolis Exchange Lot II, LLC	MD	Anne Arundel County, MD - member that owns & develops real estate
Annapolis Exchange Lot III, LLC	MD	Anne Arundel County, MD - member that owns & develops real estate
Annapolis Exchange Lot IV, LLC	MD	Anne Arundel County, MD - member that owns & develops real estate
Annapolis Exchange Lot V, LLC	MD	Anne Arundel County, MD - member that owns & develops real estate
Annapolis Exchange Lot VI, LLC	MD	Anne Arundel County, MD - member that owns & develops real estate
Annapolis Exchange Lot VII, LLC	MD	Anne Arundel County, MD - member that owns & develops real estate
Annapolis Exchange Lot VIII, LLC	MD	Anne Arundel County, MD - member that owns & develops real estate
Annapolis Exchange Lot IX, LLC	MD	Anne Arundel County, MD - member that owns & develops real estate
Annapolis Exchange Lot X, LLC	MD	Anne Arundel County, MD - member that owns & develops real estate

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Constellation Meadows I, LLC	VA	Chantilly, VA - LLC that owned r
CPI Meadows One, Inc.	MD	Chantilly, VA - sole member of L owned real estate
257 Oxon, LLC	MD	Prince George's County, MD - LLC real estate
CPI 257, Inc.	MD	Prince George's County, MD - sol an LLC that owns real estate
CPI Brown's Wharf, Inc.	MD	Inactive
CPI Gatespring II, Inc.	MD	Inactive

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Hickory Ridge-Route 40 Limited Partnership	MD	Harford County, MD - partnership owni estate
CPI Hickory Ridge, Inc.	MD	Harford County, MD - ownership intere partnership owning real estate
Jolly Knolls, LLC	MD	Annapolis Junction, MD - owns & devel real estate
CPI Jolly Knolls, Inc.	MD	Annapolis Junction, MD - sole member LLC that owns real estate
CPI Lynch, Inc.	MD	Inactive
Urbana - Route 355 Limited Partnership	MD	Frederick County, MD - owns & develop estate
CPI Montecito, Inc.	MD	Frederick County, MD - ownership inte a partnership formed to own & develop estate
CPI National Business Park I, Inc.	MD	Inactive
CPI National Business Park II, Inc.	MD	Inactive
CPI National Business Park III, Inc.	MD	Inactive
CPI Springfield, LLC	MD	Howard County, MD - LLC that invests completes financial transactions of t and intangible assets
CPI Partner, Inc.	MD	Inactive
Piney Orchard Master Partnership	MD	Odenton, MD - a partnership that owns Estate
Piney Orchard Village Center, LLC	MD	Odenton, MD - an LLC with an ownershi interest in a partnership that owns &



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		develops Real Estate
CPI Piney Orchard Village Center, Inc.	MD	Odenton, MD - sole member of an LLC formed to own & develop real estate
CPI Springfield, Inc.	MD	Inactive
Timothy-Brandywine Associates Limited Partnership	MD	Prince George's County, MD - partnership formed to own & develop real estate
CPO Brandywine Commerce Centre, Inc.	MD	Prince George's County, MD - ownership interest in a partnership that owns & develops real estate
Accokeek-Brandywine Associates Limited Partnership	MD	Prince George's County, MD - partnership formed to own & develop real estate
CPO Brandywine West, Inc.	MD	Prince George's County, MD - ownership interest in a partnership formed to own & develop real estate
CPO Constellation Centre, Inc.	MD	Inactive
Piney Courts, Inc.	MD	Baltimore, MD - corporation formed to develop real estate
First State Plaza Associates Limited Partnership	DE	Inactive
KMS 1/st/ State Limited Partnership	DE	Inactive
CPO First State, Inc.	MD	Inactive
CPO Laurel Tower, Inc.	MD	Inactive
Montmott Associates Limited Partnership	MD	Frederick County, MD - partnership formed to own & develop real estate
CPO Montecito Business Park, Inc.	MD	Frederick County, MD - ownership interest in a partnership formed to own & develop real estate
Jolly Acres Limited Partnership	MD	Anne Arundel County, MD - partnership owns real estate

CPO National Business Park, Inc.	MD	Anne Arundel County, MD - ownership interest in a partnership that owns real estate
CPI PMK-NBP, Inc.	MD	Anne Arundel County, MD - ownership interest in a partnership that owns real estate
CPI WES-NBP, Inc.	MD	Anne Arundel County, MD - ownership interest in a partnership that owns real estate

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Arbitrage Land Limited Partnership	MD	Anne Arundel County, MD - partnership owns real estate
CPO National Business Park (North), Inc.	MD	Anne Arundel County, MD - ownership in a partnership that owns real estate
CPI WES-Arbitrage, Inc.	MD	Anne Arundel County, MD - ownership in a partnership that owns real estate
CPI PMK-Arbitrage, Inc.	MD	Anne Arundel County, MD - ownership in a partnership that owns real estate
Peppercorn Land Limited Partnership	MD	Odenton, MD - partnership that owns real estate
CPO Piney Orchard Land (East), Inc.	MD	Odenton, MD - ownership interest in partnership that owns real estate
CPO Three Centre Park, Inc.	MD	Inactive
CPO Valley Centre, Inc.	MD	Inactive
Jolly Acres Utilities, Inc.	MD	Inactive
CPO Jolly Utilities, Inc.	MD	Inactive
Parkway Crossing Associates, LLC	VA	Prince William County, VA - an LLC owned real estate
Piney Orchard Wastewater, Inc.	DE	Odenton, MD - owner of a waste water treatment facility
CPO Piney Wastewater, Inc.	MD	Odenton, MD - ownership interest in company that owns a waste water treatment facility
Piney Orchard Employment Center Limited Partnership	MD	Odenton, MD - ownership interest in partnership that owns real estate
River Run at Piney Orchard Homeowner's Association, Inc.	MD	Howard County, MD - homeowner's association
BOKS-13, Inc.	MD	Odenton, MD - ownership interest in partnership that has an ownership interest in a partnership that owns real estate
Piney Orchard Limited Partnership	MD	Odenton, MD - ownership interest in partnership that owns real estate
CPO Piney Orchard, Inc.	MD	Odenton, MD - ownership interest in partnership that has an ownership interest in a partnership that owns real estate
Piney Orchard Residential One Limited Partnership	MD	Odenton, MD - ownership interest in partnership that owns real estate
BOKS-14, Inc.	MD	Odenton, MD - ownership interest in partnership that has an ownership interest in a partnership that owns real estate
Piney Orchard Residential Two Limited Partnership	MD	Odenton, MD - ownership interest in partnership that owns real estate

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Partnership		partnership that owns real estate
BOKS-15, Inc.	MD	Odenton, MD - ownership interest in partnership that has an ownership interest in a partnership that owns real estate

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Piney Orchard Residential Three Limited Partnership	MD	Odenton, MD - ownership interest in a partnership that owns real estate
BOKS-16, Inc.	MD	Odenton, MD - ownership interest in a partnership that has an ownership interest in a partnership that owns real estate
Piney Orchard Town Center Limited Partnership	MD	Odenton, MD - ownership interest in a partnership that owns real estate
BOKS-12, Inc.	MD	Odenton, MD - ownership interest in a partnership that has an ownership interest in a partnership that owns real estate
PMK-1, Inc.	MD	Anne Arundel County, MD - ownership interest in a partnership that owns real estate
PMK-2, Inc.	MD	Anne Arundel County, MD - ownership interest in a partnership that owns real estate
PMK-3, Inc.	MD	Anne Arundel County, MD - ownership interest in a partnership that owns real estate
PMK-4, Inc.	MD	Anne Arundel County, MD - ownership interest in a partnership that owns real estate
PMK-5, Inc.	MD	Anne Arundel County, MD - ownership interest in a partnership that owns real estate
PMK-6, Inc.	MD	Anne Arundel County, MD - ownership interest in a partnership that owns real estate
WES-1, Inc.	MD	Anne Arundel County, MD - ownership interest in a partnership that owns real estate
WES-2, Inc.	MD	Anne Arundel County, MD - ownership interest in a partnership that owns real estate
WES-3, Inc.	MD	Anne Arundel County, MD - ownership interest in a partnership that owns real estate
WES-4, Inc.	MD	Anne Arundel County, MD - ownership interest in a partnership that owns real estate
WES-5, Inc.	MD	Anne Arundel County, MD - ownership interest in a partnership that owns real estate

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WES-6, Inc.	MD	Anne Arundel County, MD - ownership int in a partnership that owns real estate
Onyx Realty Development Corporation	DE	Columbia, MD - real estate development
Bon Tasha Group	MD	Inactive
Parliament Investors	MD	Inactive
2301 Russell Group	MD	Baltimore, MD - partnership that owns r estate
Rory & Company	MD	Inactive
Tri-Lake	MD	Inactive
Mil-Mar Associates	MD	Inactive
TDH Holdings	MD	Baltimore, MD - partnership that owns r estate
MJK Enterprises	MD	Inactive
Ariana Associates	MD	Inactive
Shawmut Associates	MD	Inactive
Fair Haven Enterprises	MD	Inactive
Comix	MD	Baltimore, MD - partnership that owns r estate
P.A. Investments	MD	Inactive
Greenberg Family Partnership	MD	Inactive
Marsky Brothers	MD	Inactive
Windsor Properties	MD	Inactive

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East Realty Holdings, Inc.	DE	Inactive
Hopestill Holdings, Inc.	MD	Inactive
Cullen Construction, Inc.	MD	Inactive
Churchill Partnership	MD	Inactive
Braces, Ltd.	MD	Baltimore, MD - ownership interest in partnership that owns real estate
Bristol Creek Corporation	MD	Inactive

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Elmdale Corporation	MD	Baltimore, MD - ownership interest in partnership that owns real estate
FNP Management Corporation	MD	Baltimore, MD - ownership interest in company that owns real estate
Franklin Holding, Inc.	MD	Baltimore, MD - ownership interest in partnership that owns real estate
Gray Saddle, Inc.	MD	Inactive
J.R.S. Transportation	NJ	Baltimore, MD -owns real estate
Paper Ridge Corporation	MD	Inactive
Stefco, Inc.	MD	Baltimore, MD - ownership interest in partnership that owns real estate
Sunshine Light, Inc.	MD	Inactive
Terry Lane Corporation	MD	Baltimore, MD - ownership interest in company that owns an interest in a partnership that owns real estate
Woodlawn Investors, Inc.	MD	Inactive
Mercury Welding, Inc.	NJ	Inactive

### Subsidiaries of Constellation Health Services, Inc.

CHS Annapolis Assisted, Inc.	MD	Inactive
Aspenwood Associates Limited Partnership	MD	Inactive
CHS Aspenwood, Inc.	MD	Inactive
CHS Aspenwood II, Inc.	MD	Inactive
Aspenwood MRC Limited Partnership	MD	Inactive
HearthHomes Residence at Bay Ridge I, LLC	MD	Inactive
CHS Bay Ridge Assisted I, Inc.	MD	Inactive
HearthHomes Residence at Bay Ridge II, LLC	MD	Inactive
CHS Bay Ridge Assisted II, Inc.	MD	Inactive
Rose Hill Residence at Bay Ridge I, LLC	MD	Inactive
Rose Hill Residence at Bay Ridge II, LLC	MD	Inactive
HearthHomes Residence at Bay Ridge I, Inc.	MD	Inactive
HearthHomes Residence at Bay Ridge II, Inc.	MD	Inactive

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Rose Hill Residence at Lutherville, I, LLC	MD	Inactive
Rose Hill Residence at Lutherville II, LLC	MD	Inactive
HeartHomes Residence at Lutherville I, Inc.	MD	Inactive
HeartHomes Residence at Lutherville II, Inc.	MD	Inactive
CHS Beechwood Assisted, Inc.	MD	Inactive
CHS Bel Air Assisted, Inc.	MD	Inactive
Constellation Carolina I, LLC	NC	Inactive
CHS Crescent Assisted, Inc.	MD	Inactive
CHS Crofton Assisted, Inc.	MD	Inactive
HeartFields Retirement Community - White Oak, LLC	MD	Inactive
CHS Heartlands - White Oak, Inc.	MD	Inactive

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CHS Laurel Assisted, Inc.	MD	Inactive
HeartHomes Residence at Lutherville I, LLC	MD	Inactive
CHS Lutherville Assisted I, Inc.	MD	Inactive
HeartHomes Residence at Lutherville II, LLC	MD	Inactive
CHS Lutherville Assisted II, Inc.	MD	Inactive
CHS Nursing I, Inc.	MD	Inactive
NOVA-Potomac, LLC	MD	Inactive
CHS Pikesville Assisted, Inc.	MD	Inactive
The HeartHaven Retirement Community - Seabury, LLC	CT	Inactive
CHS Seabury, Inc.	MD	Inactive
CHS Severna Park Assisted, Inc.	MD	Inactive
Constellation Senior Services, Inc.	MD	Inactive
HeartHomes Residence at Kellington Limited Partnership	MD	Inactive
HeartHomes Residence at Kellington, Inc.	MD	Inactive

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HeartHomes Residence at Kellington II, Inc.	MD	Inactive
HeartHomes Residence at Linthicum, LLC	MD	Inactive
HeartHomes Residence at Linthicum, Inc.	MD	Inactive
HeartHomes Residence at Piney Orchard Limited Partnership	MD	Inactive
HeartHomes Residence at Piney Orchard, Inc.	MD	Inactive
HeartHomes Residence at Piney Orchard II, Inc.	MD	Inactive
HeartFields Retirement Community - Shenandoah, LLC	VA	Inactive
HeartFields Retirement Community - Shenandoah, Inc.	MD	Inactive
HeartFields Retirement Community - Bowie, LLC	MD	Inactive
HeartFields Retirement Community - Bowie, Inc.	MD	Inactive
HeartFields Retirement Community - Raleigh, LLC	MD	Inactive
HeartFields Retirement Community - Raleigh, Inc.	MD	Inactive
Heartlands Retirement Community - Ellicott City I, Inc.	MD	Sold 10/25/02
Heartlands Retirement Community - Ellicott City II, Inc.	MD	Sold 10/25/02
Heartlands Retirement Community - Frederick, LLC	MD	Inactive
Heartlands Retirement Community - Frederick, Inc.	MD	Inactive
The Heartlands Retirement Community - Fredericksburg, LLC	MD	Inactive
The Heartlands Retirement Community - Fredericksburg, Inc.	MD	Inactive
CHS Assisted I, Inc.	MD	Inactive
The Heartlands Retirement Community - Severna Park Limited Partnership	MD	Inactive

The Heartlands Retirement Community - Severna Park I, Inc.	MD	Inactive
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Heartlands Retirement Community - Severna Park II, Inc.	MD	Inactive
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HeartFields Retirement Community - Easton, LLC	MD	Inactive
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HeartFields Retirement Community - Easton, Inc.	MD	Inactive
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Subsidiaries of KMS Oldco, Inc.

Constellation Oldco, Inc.	MD	Howard County, MD - owner of o furniture and fixtures of KMS
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Subsidiaries of CPI Church Street, Inc.

Church Street Station, Inc.	FL	Inactive
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Rosie O'Grady's Aviation, Inc.	FL	Inactive
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Subsidiaries of Constellation Investments, Inc.

Luz Solar Partners IV, Ltd.	CA	Kramer Junction, CA - partne a QF facility
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Luz Solar Partners V, Ltd.	CA	Kramer Junction, CA - owne facility
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Ultrabravo Oil Development Company	CA	CA - Owns an interest in two each of which owns a QF facili
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Triad Investors Corporation	MD	MD - Venture capital for medic
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Soda Lake Limited Partnership	NV	Fallon, NV - ownership int facility as lessor in a sale l
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CII Solarpower I, Inc.	MD	Kramer Junction, CA - ownersh a partnership that owns a QF f
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Pacific Ultrapower Chinese Station	CA	Sonora, CA - partnership t facility
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Rio Bravo Fresno	CA	Fresno, CA - partnership that facility
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BHP Patriots Limited Partnership	MD	Baltimore, MD - partnership th estate.
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CII BHP Housing, Inc.	MD	Baltimore, MD - ownership inte partnership that owns real est
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Bruce Street Limited Partnership	MD	Baltimore, MD - partnership th estate
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CII BRS Housing, Inc.	MD	Baltimore, MD - ownership inte partnership that owns real est
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Neighborhood Rental Limited Partnership	MD	Baltimore, MD - partnership th estate
CII NRS Housing, Inc.	MD	Baltimore, MD - ownership inte partnership that owns real est
The New Parkman Housing Limited Partnership	MD	Baltimore, MD - partnership th estate
CII New Parkman, Inc.	MD	Baltimore, MD - ownership inte partnership that owns real est
Ace Power Partners	CA	Trona, CA - Ownership interest partnership that owns a QF fac

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ACE Cogeneration Company	CA	Trona, CA - partnership that o facility
CE ACE Limited Partnership	MD	Trona, Ca - ownership interest that has an ownership interest that owns a QF facility
CD Empire I, Inc.	MD	Inactive
CD Empire II, Inc.	MD	Inactive
Rio Bravo Jasmin	CA	Kern Co., CA - partnership tha facility
CD Jasmin I, Inc.	MD	Kern Co., CA - ownership inter partnership that owns a QF fac
CD Jasmin II, Inc.	MD	Kern Co., CA - ownership inter partnership that owns a QF fac
CD Jasmin III, Inc.	MD	Kern Co., VA - ownership inter partnership that owns a QF fac
CD Malacha I, Inc.	MD	Muck Valley, CA - ownership in partnership that owns a EWG/QF
Ormesa Geothermal II	CA	Imperial Valley, CA - trust th facility. Sold in 2002
CD Ormesageo II-A, Inc.	MD	Inactive
CD Ormesageo II-B, Inc.	MD	Inactive
CD Ormesageo II-C, Inc.	MD	Inactive
CD Ormesageo IE-A, Inc.	MD	VA, OH and WV - member of an L ownership interest in a partne LLCs that own coal processing

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CD Ormesageo IE-B, Inc.	MD	VA, OH and WV - member of an L an ownership interest in a par owns LLCs that own coal proces
CD Ormesageo IE-C, Inc.	MD	VA, OH and WV - member of an L ownership interest in a partne LLCs that own coal processing
Rio Bravo Poso	CA	Kern Co., CA - partnership tha facility
CD Poso I, Inc.	MD	Kern Co., CA - ownership inter partnership that owns a QF fac
CD Poso II, Inc.	MD	Kern Co., CA - ownership inter partnership that owns a QF fac
CD Poso III, Inc.	MD	Kern Co., CA - ownership inter partnership that owns a QF fac
Rio Bravo Rocklin	CA	Placer Co., CA - partnership t facility
CD SEGS V, Inc.	MD	Kramer Junction, CA - ownershi a partnership that owns a QF f
LUZ Solar Partners VI, Ltd.	CA	Kramer Junction, CA - partners a QF facility
CD SEGS VI, Inc.	MD	Kramer Junction, CA - ownershi a partnership that owns a QF f
Star Group Stillwater I Geothermal Partners	NV	Fallon, NV - partnership that in the sale/leaseback of a QF
Northern Asset Hedged Utility Fund	MN	Minnesota - investment Fund

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CP ACE, LLC	DE	Dissolved 3/20/02
CP Chinese Station, LLC	DE	Dissolved 3/20/02
CP Empire, LLC	DE	Dissolved 3/20/02
CP Fresno, LLC	DE	Dissolved 3/20/02
CP Jasmin, LLC	DE	Dissolved 3/20/02
CP Malacha, LLC	DE	Dissolved 3/20/02
CP Ormesa II, LLC	DE	Dissolved 3/20/02
CP Poso, LLC	DE	Dissolved 3/20/02
CP Rocklin, LLC	DE	Dissolved 3/20/02

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CP SEGS IV, LLC	DE	Dissolved 3/20/02
CP SEGS V, LLC	DE	Dissolved 3/20/02
CP SEGS VI, LLC	DE	Dissolved 3/20/02
CP Soda, LLC	DE	Dissolved 3/20/02
CP Stillwater, LLC	DE	Dissolved 3/20/02

In addition, Constellation Energy Group, Inc. owns 100% of the stock of 46 shell, inactive subsidiaries incorporated in each state except Maryland, Ohio, Pennsylvania and Hawaii under the name Constellation Energy Group, Inc.

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.

Electric

Baltimore Gas and Electric Company (BGE), a subsidiary public utility of claimant, owns 1,268 miles of transmission consisting of 215 circuit miles of 500 kV lines; 320 circuit miles of 230 kV lines; 54 circuit miles of 138 kV lines, and 679 circuit miles of 115kV lines, located throughout Central Maryland.

BGE's 500 kV transmission consists of two circuits which connect to the Calvert Cliffs plant to BGE load center as well as five circuits which interconnect with and are part of the Pennsylvania - New Jersey - Maryland (PJM) 500 kV system. These circuits form a partial 500 kV transmission ring around the Baltimore metropolitan area. Additionally, the Calvert Cliffs-Chalk Point, Calvert Cliffs-Waugh Chapel, and Waugh Chapel-High Ridge circuits are part of the "500 kV Loop", a full 500 kV transmission ring around the Washington metropolitan area with several transformation points to 230 kV.

BGE's 230 kV transmission connects at two locations via transformation with the 500 kV system and at ten locations via transformation with our 115 kV network, throughout Central Maryland.

BGE owns approximately 40,715 conductor miles of distribution lines, including 19,915 conductor miles of overhead lines and 20,800 conductor miles of underground lines, throughout Central Maryland. These figures only include circuits operating at 34.5, 13.8 and 4 kV.

BGE's transmission and distribution systems are comprised of 211 company owned locations with 427 installed transformers. Total transformer capacity is approximately 28,252 MVA throughout Central Maryland. These figures do not include BGE-owned facilities located on customer premises. In addition, generator step-up and other customer-owned transformers are not included in these figures.

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BGE's transmission system is connected to other systems via the following transmission tie lines:

(1) two connections at the Maryland-Pennsylvania state line near Delta, PA with PECO Energy Company transmission lines.

(2) four connections with the Pennsylvania Power and Light Co. at the Maryland-Pennsylvania state line, three connections near Graceton, Md., and one near Norrisville, Md.

(3) one connection with the Metropolitan Edison Co. at the Maryland-Pennsylvania state line near Twin Farms, Md.

(4) six active connections with Potomac Electric Power Company, two near Burtonsville, Md., two near Bowie, Md., one near Mt Airy, Md., and one near Eagle Harbor, Md.

Gas

BGE owns 9 gate stations located at various points in its service territory where natural gas is received from suppliers. Natural gas is delivered to customers through approximately 6,120 miles of mains and 6,920 miles of service lines covering 743 square miles of territory.

BGE has

- . a liquefied natural gas facility for the liquefaction and storage of natural gas with a total storage capacity of 1,092,977 Dth and a daily capacity of 311,500 Dth located at Spring Gardens, MD, and
- . a propane air facility with a total storage capacity equivalent to 554,200 Dth and a daily capacity of 85,000 Dth located at Notch Cliff, MD.

BGE's current pipeline firm transportation entitlements to serve our firm loads are 284,053 Dth per day during the winter period and 259,053 Dth during the summer period.

BGE has 235,080 Dth per day of pipeline natural gas storage entitlements.

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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. (in thousands) of electric energy sold (at retail or wholesale), and Mcf. (in thousands) of natural or manufactured gas distributed at retail.

BGE

ELECTRIC

RETAIL		WHOLESALE	
KWH	Amount	KWH	Amount
(in thousands)		(in thousands)	
-----		-----	

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Total electric sold by state

Maryland	31,729,000	1,925,669	-	-
Electric sold outside of Md.	-	-	-	-
Total electric sold	31,729,000	\$1,925,669	-	-
	=====	=====	=====	=====

GAS

RETAIL  
Mcf                      Amount  
(in thousands)

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Total gas distributed at retail by state

Maryland	106,676	\$500,404
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(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.

BGE

Elec: none

Gas: none

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

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BGE

ELECTRIC - See 3(a)

GAS

WHOLESALE

Mcf                      Amount  
(in thousands)

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Gas distributed at wholesale by state outside of Md.

Delaware	618	\$ 2,483
District of Columbia	3,817	14,748
Kentucky	30	110
Louisiana	288	812
New Jersey	3,684	14,178
Ohio	39	141
Pennsylvania	971	3,135
Virginia	1,867	6,943
	-----	-----

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Total gas distributed at		
Wholesale outside of Md.	11,314	\$ 42,550
	=====	=====

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

BGE  
Elec: none

GAS

	PURCHASED	
	Mcf	Amount
	(in thousands)	
	-----	
Total gas purchased		
by state outside of Md.		
Louisiana	47,085	\$ 155,262
Michigan	1,909	6,188
Pennsylvania	6,916	22,462
Texas	1,415	4,746
	22	
West Virginia	7,103	24,538
	-----	-----
Total gas purchased		
Outside Md.	64,428	\$ 213,196
	=====	=====

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.

(1) Safe Harbor Water Power Corporation (Safe Harbor)

1 Powerhouse Road  
Conestoga, PA

Safe Harbor is a hydroelectric plant located on the Susquehanna River at Safe Harbor, Pennsylvania, jointly owned by Constellation Power Source Generation, Inc. (CPSG) and Pennsylvania Power & Light Holtwood ("Holtwood"). CPSG owns two-thirds of the outstanding capital stock, including one-half of the voting stock of Safe Harbor. It includes 14 generating units. At maximum output, the plant can generate approximately 10 million kWh of electrical energy in one

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day. The average yearly generation is 1,078,073,000 kWh. The total varies depending upon yearly average river flow.

The total output of Safe Harbor is supplied to co-owners Holtwood and CPSG in accordance with their ownership interest to supplement the power flow into the Pennsylvania-New Jersey-Maryland interconnection (PJM). Safe Harbor power is used primarily to meet peak demands for electricity. Continuous operation occurs when river flow equals or exceeds the plant's maximum water handling capacity of 110,000 cubic feet per second.

- (2) Empresa Electrica Valle Hermoso S.A. ("EVH")

Calle Tarija N 1425  
Casi Esq. Adela Zamudio  
Cala Cala  
Casilla 5645, Cochabamba, Boliva

This entity was sold on December 5, 2002.

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- (3) The Bolivian Generating Group, LLC

Registered office is at Uglan House, P.O. Box 309, George Town, Grand Cayman.

This entity was sold on December 5, 2002.

- (4) C&O Bolivia, LLC

Calle Tarija N 1425  
Casi Esq. Adela Zamudio  
Cala Cala  
Casilla 5645  
Cochabamba, Bolivia

This entity was sold on December 5, 2002.

- (5) Companhia Forca E Luz Cataguazes-Leopoldina ("Cataguazes") and Cia De Electricidade De Nova Friburgo ("Friburgo")

Avenida Presidente Vargas, 463  
4/th/ Floor  
Rio de Janeiro, RJ, Brazil  
CEP 20086-900

Located in Minas Gerais, Brazil Cataguazes is an electric utility serving the southeastern portion of the State of Minas Gerais, Brazil. Cataguazes serves approximately 214,000 customers. Cataguazes serves a total of approximately 273,000 customers. The utility assets of Cataguazes comprise approximately 13,440 km of distribution lines, 663 km of transmission lines, and related equipment, including substation capacity of 618 MVA. Cataguazes also owns a number of small hydroelectric generating plants with an aggregate generating capacity of approximately 19 megawatts, as well as a hydroelectric project that is under construction and that will have a generating capacity of approximately 20 megawatts. Cataguazes also holds a 100% interest in Multiagro, S.A. an agricultural company and a 21.56% interest in Ind. Cataguazes a textile company.

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- (6) ELEKTRA NORESTE, S.A. (formerly known as Empresa de Distribucion Electrica Noreste, S.A.)

Elektra Noreste, S.A.  
Edificio Hatillo, Torre A, Piso 7  
Avenida Cuba y Avenida Justo Arosemena  
Apartado 5285  
Panama 5, Panama City  
Republic of Panama

Elektra Noreste, S.A. ("Noreste") is the second largest distribution company in the Republic of Panama. Noreste's service territory is 2,600 square miles, and includes the entire Eastern half of the country, a portion of the capital, Panama City and all of the second largest city, Colon. A portion of Noreste's service territory will also include parts of the Eastern half of the Panama Canal Zone reclaimed by the Republic of Panama.

Noreste serves approximately 206,477 customers that consume a total of 2,248 GWH of energy annually, and is one of the three electric distribution companies formed out of the restructuring and privatization of the government owned utility, Instituto de Recursos Hidraulicos y Electrificacion. Noreste currently has approximately 503 employees, and its assets consist largely of all the distribution lines and substations within its 2,600 square mile service territory. Noreste purchases the bulk of its electricity needs from the now privatized generation companies under power purchase contracts negotiated with the oversight of the regulator. Elektra is able to self-generate up to 15% of its energy needs.

- (7) Malacha Hydro Limited Partnership, owner of the Muck Valley Hydroelectric Project

701 Morrison - Knudsen Drive  
Suite 300  
Boise, Idaho 83712

The Muck Valley Hydroelectric Project is located on the Pit River near Fall River Mills in Lassen County, California. The Muck Valley Hydroelectric Project is an approximately 35 MW run of the river hydroelectric facility.

- (8) CD ACE I, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CD ACE I, Inc. holds a 1% general partnership and 19.7% limited partnership interest in CE ACE Limited Partnership, which holds a 35% general partnership interest in ACE Power Partners. ACE Power Partners holds a 90% general partnership interest in

ACE Cogeneration Company, which owns a 108 MW electric generating facility located in Trona, California.

- (9) CD ACE II, Inc.

111 Market Place, Suite 200



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Baltimore, Maryland 21202

CD ACE II, Inc. holds a 20.4% limited partnership interest in CE ACE Limited Partnership, which holds a 35% general partnership interest in ACE Power Partners. ACE Power Partners holds a 90% general partnership interest in ACE Cogeneration Company, which owns a 108 MW electric generating facility located in Trona, California.

(10) CD ACE III, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CD ACE III, Inc. holds a 30.6% limited partnership interest in CE ACE Limited Partnership, which holds a 35% general partnership interest in ACE Power Partners. ACE Power Partners holds a 90% general partnership interest in ACE Cogeneration Company, which owns a 108 MW electric generating facility located in Trona, California.

(11) CE ACE IV, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CE ACE IV, Inc. holds a 42.5% general partnership interest in ACE Operating Partners, which holds a 10% limited partnership interest in ACE Cogeneration Company, which owns a 108 MW electric generating facility located in Trona, California.

(12) Sunnyside II, L.P.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

Sunnyside II, L.P. holds a 50% interest in Sunnyside Cogeneration Associates, which owns a 51 MW waste coal-fired electric generating facility located in Carbon County, Utah.

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(13) University Park Energy, LLC

111 Market Place, Suite 200  
Baltimore, Maryland 21202

University Park Energy, LLC owns a 300 MW natural gas-fueled electric generating facility located in University Park, Illinois.

(14) Wolf Hills Energy, LLC

111 Market Place, Suite 200  
Baltimore, Maryland 21202

Wolf Hills Energy, LLC owns a 250 MW natural gas-fueled electric generating facility located in Washington County, Virginia.

(15) CD Panther Partners, L.P.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

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CD Panther Partners, L.P. holds a 50% interest in Panther Creek Partners, which is the facility lessee under a sale/leaseback arrangement for a 86 MW waste coal-fired electric generating facility located in Carbon County, Pennsylvania.

(16) CD Rocklin I, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CD Rocklin I, Inc. holds a 10% general partnership interest in Rio Bravo Rocklin, which owns a biomass-fired small power production facility located in Rocklin, California.

(17) CD Rocklin II, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CD Rocklin II., Inc. holds a 15% general partnership interest in Rio Bravo Rocklin, which owns a biomass-fired small power production facility located in Rocklin, California.

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(18) CD Rocklin III, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CD Rocklin III, Inc. holds a 25% general partnership interest in Rio Bravo Rocklin, which owns a biomass-fired small power production facility located in Rocklin, California.

(19) CD Soda I, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CD Soda I, Inc. holds a 1% general partnership interest and 24% limited partnership interest in the Soda Lake Limited Partnership, which owns a 17 MW geothermal small power production facility located in Churchill County, Nevada. The facility is leased by Soda Lake Limited Partnership to AMOR IX Corporation.

(20) CD Soda II, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CD Soda II, Inc. holds a 25% limited partnership interest in the Soda Lake Limited Partnership, which owns a 17 MW geothermal small power production facility located in Churchill County, Nevada. The facility is leased by Soda Lake Limited Partnership to AMOR IX Corporation.

(21) CD Soda III, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

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CD Soda III, Inc. owns 50% of the issued and outstanding shares of AMOR IX Corporation. AMOR IX Corporation leases from Soda Lake Limited Partnership a 17 MW geothermal small power production facility located in Churchill County, Nevada.

(22) CD Stillwater-A, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CD Stillwater-A, Inc. holds a 10% general partnership interest in the Star Group Stillwater I Geothermal Partners, which owns a 12.5 MV geothermal small power

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productions facility located in Churchill County, Nevada. The facility is leased by Star Group Stillwater I Geothermal Partners to Stillwater Geothermal I.

(23) CD Stillwater-B, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CD Stillwater-B, Inc. holds a 15% general partnership interest in the Star Group Stillwater I Geothermal Partners, which owns a 12.5 MV geothermal small power productions facility located in Churchill County, Nevada. The facility is leased by Star Group Stillwater I Geothermal Partners to Stillwater Geothermal I.

(24) CD Stillwater-C, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CD Stillwater-C, Inc. holds a 25% general partnership interest in the Star Group Stillwater I Geothermal Partners, which owns a 12.5 MV geothermal small power productions facility located in Churchill County, Nevada. The facility is leased by Star Group Stillwater I Geothermal Partners to Stillwater Geothermal I.

(25) CE Central Wayne Energy Recovery, Limited Partnership

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CE Central Wayne Energy Recovery, Limited Partnership holds a 49% limited partnership interest in Central Wayne Energy Recovery Limited Partnership, which owns a 22 MW municipal solid waste-fueled electric generating facility located in Wayne County, Michigan.

(26) CE Colver I, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CE Colver I, Inc. holds a 1% general partnership interest in Inter-Power/AhlCon Partners, L.P., which is the facility lessee under a sale/lease-back arrangement for a 110 MW waste coal-fired electric generating facility located in Cambria County, Pennsylvania.

(27) CE Colver Limited Partnership

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CE Colver Limited Partnership holds a 24% limited partnership interest in Inter-Power/AhlCon Partners, L.P., which is the facility lessee under a sale/lease-back arrangement for a 110 MW waste coal-fired electric generating facility located in Cambria County, Pennsylvania.

(28) CE Puna Limited Partnership

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CE Puna Limited Partnership holds a 50% general partnership interest in Puna Geothermal Venture, which owns a geothermal electric generating facility located in Hawaii.

(29) CE Wayne I, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CE Wayne I, Inc. holds a 1% general partnership interest in Central Wayne Energy Recovery Limited Partnership, which owns a 22 MW municipal solid waste-fueled generating facility located in Wayne County, Michigan.

(30) CII Woodpower I, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CII Woodpower I, Inc. holds a 45% general partnership interest in Pacific-Ultrapower Chinese Station, which owns a biomass-fired electric generating facility located in Tuolumne County, California.

(31) CII Woodpower II, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CII Woodpower II, Inc. holds a 50% partnership interest in Rio Bravo Fresno, which owns a biomass-fired electric generating facility located in Fresno, California.

(32) COSI Central Wayne, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

COSI Central Wayne, Inc. manages, operates and maintains a 22 MW municipal solid waste-fueled electric generating facility located in Wayne County,

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Michigan, pursuant to a Management, Operation and Maintenance Agreement with Central Wayne Energy Recovery Limited Partnership, which owns the facility.

(33) COSI Puna, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

COSI Puna, Inc. operates and maintains a 30 MW geothermal electric generating facility located in Hawaii pursuant to an agreement with Puna Geothermal Venture, which owns the facility.

(34) COSI Sunnyside, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

COSI Sunnyside, Inc. operates and maintains a 51 MW waste coal-fired electric generating facility located in Carbon County, Utah, pursuant to an Operations and Maintenance Services Agreement with Sunnyside Cogeneration Associates, which owns the facility.

(35) Handsome Lake Energy, LLC

111 Market Place, Suite 200  
Baltimore, Maryland 21202

Handsome Lake Energy, LLC owns a 250 MW natural gas-fueled electric generating facility located in Venango County, Pennsylvania.

(36) High Desert Power Project, LLC

111 Market Place, Suite 200  
Baltimore, Maryland 21202

High Desert Power Project, LLC is supervisory agent of construction and will lease a 850 MW natural gas-fueled combined cycle generating facility located in San Bernardino County, California, which is currently under construction and is expected to commence commercial operation in the year 2003.

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(37) Big Sandy Peaker Plant, LLC

111 Market Place, Suite 200  
Baltimore, Maryland 21202

Big Sandy Peaker Plant, LLC entered into a sale/leaseback arrangement with a governmental authority of Wayne County, West Virginia ("County") whereby the County took title to a 300 MW natural gas-fueled electric generating facility located in Wayne County, West Virginia. The County leases the facility back to Big Sandy Peaker Plant, LLC under a long-term lease that provides it with care, custody and control over the facility and an option to repurchase the facility at any time for \$1.

(38) Aques Investment Corporation II

111 Market Place, Suite 200  
Baltimore, Maryland 21202

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This entity was sold in April, 2002.

(39) Constellation Operating Services, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

Constellation Operating Services, Inc. provides operating and maintenance services to the Pacific-Ultrapower Chinese Station, a 22 MW biomass facility in Tuolumne County, California; Rio Bravo Fresno, 24 MW biomass facility in Fresno, California; Rio Bravo Jasmin 32 MW cogeneration facility in Kern County, California; Rio Bravo Rocklin 24 MW biomass facility in Rocklin, California; Rio Bravo Poso 32 MW cogeneration facility in Kern County, California; AMOR IX, the lessee of a 17MW geothermal facility owned by Soda Lake Limited Partnership in Churchill County, Nevada; Stillwater Geothermal I, the lessee of a 12.5 MW geothermal facility owned by Star Group Stillwater I Geothermal Partners in Churchill County, Nevada through October 2002; Panther Creek Partners the lessee of an 86 MW wastecoal-fired facility in Carbon County, Pennsylvania; and it also supplies certain operation personnel to Malacha Hydro Limited Partnership (under a secondary agent) which owns the Muck Valley Hydroelectric Project in Lasser County, California.

32

(40) Holland Energy, LLC

111 Market Place, Suite 200  
Baltimore, Maryland 21202

Holland Energy, LLC owns a 665 MW gas-fired combined cycle generating facility located in Shelby County, Illinois which commenced operation in the summer of 2002.

(41) Oleander Power Project, Limited Partnership

111 Market Place, Suite 200  
Baltimore, Maryland 21202

Oleander Power Project, Limited Partnership is an up to 875 MW gas and oil fired simple cycle facility located in Brevard County, Florida, which commenced operation in the spring of 2002.

(42) COSI A/C Power, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

COSI A/C Power, Inc. holds a 50% general partnership interest in A/C Power, a Maryland general partnership which operates and maintains the Colver waste coal facility located in Cambria County, Pennsylvania pursuant to agreements with InterPower/Ahlcon Partners, L.P., the facility lessee under a sale/lease-back arrangement for the facility.

(43) Rio Nogales Power Project, L.P.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

Rio Nogales Power Project L.P. is the owner of a 800 MW natural gas-fired combined cycle power facility located in Sequin, Texas, which commenced

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operation in the Spring of 2002.

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(44) Calvert Cliffs Nuclear Power Plant, Inc.

1997 Annapolis Exchange Parkway  
Suite 500  
Annapolis, Maryland 21401

Owns the Calvert Cliffs nuclear power plant located in Lusby, Maryland. It has a 1,690 MW generating capacity and sells its output to Constellation Power Source, Inc., an affiliate.

(45) Constellation Power Source Generation, Inc. (CPSGI)

111 Market Place, Suite 200  
Baltimore, Maryland 21202

Owns the following generating plants: Brandon Shores, a coal fueled 1,300 MW facility located in Anne Arundel County, Maryland; Herbert A. Wagner, a coal, oil and gas fueled 1,020 MW facility located in Anne Arundel County, Maryland; Charles P. Crane, a coal and oil fueled, 400 MW facility located in Baltimore County, Maryland; Gould Street, an oil and gas fueled 104 MW facility located in Baltimore City, Maryland; Riverside, an oil and gas fueled 151 MW facility located in Baltimore County, Maryland; Keystone, a coal fueled 1,711 MW facility of which CPSGI is entitled to 359 MW located in Armstrong and Indiana Counties, Pennsylvania; Conemaugh, a coal fueled 1,711 MW facility of which CPSGI is entitled to 181 MW located in Indiana County, Pennsylvania; Perrryman, an oil and gas fueled 350 MW facility located in Harford County, Maryland; Notch Cliff, a gas fueled 128 MW facility located in Baltimore County, Maryland; Westport, a gas fueled 121 MW facility located in Baltimore City, Maryland; and Philadelphia Road, an oil fueled 64 MW facility located in Baltimore City, Maryland.

(46) Nine Mile Point Nuclear Station, LLC

1997 Annapolis Exchange Parkway  
Suite 500  
Annapolis, Maryland 21401

Owns 100% of Nine Mile 1 and 82% of Nine Mile 2 located in Scriba, New York. Unit 1 and Unit 2 have a 609 MW and a 1,148MW generating capacity, respectively. Nine Mile Point Nuclear Station, LLC's total ownership is 1,550 MW of generating capacity.

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(47) Empresa Rio Electrico Sociedad Anonima

c/o Empresa Valle Hormoso S.A.  
Calle Tarija N 1425  
Cochabamba, Bolivia

Operates the 18.5MW hydro-electric facility Plautas Hydroelectrics Rio Yura.

(b) Name of each system company that holds an interest in such EWG or

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foreign utility company; and description of the interest held.

(1) Safe Harbor

System Company -----	Description of Interest Held -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power Source Holdings, Inc.
Constellation Power Source Holdings, Inc.	100% of Constellation Power Source Generation, Inc.
Constellation Power Source Generation, Inc.	Owns two thirds stock one half voting stock of Safe Harbor

(2) Empresa Electrica Valle Hermoso S.A.  
(Sold in 2002)

(3) The Bolivian Generating Group, LLC  
(Sold in 2002)

(4) C&O Bolivia, LLC  
(Sold in 2002)

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(5) Compania Forca E Luz Cataguazes - Leopoldina and Cia De Electricidad De  
Nova Friburgo

System Company -----	Description of Interest Held -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
Constellation Power, Inc.	100% ownership of Constellation Power International Investments, Ltd.
Constellation Power International Investments, Ltd.	16.5% ownership of The Latin America Energy and Electricity Fund I, L.P.



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8.291% of Fondelec General Partners, L.P.

Fondelec General Partners, L.P.

1% of the Latin American Energy and Electricity Fund I, L.P.

The Latin America Energy and Electricity Fund I, L.P.

7.06% ownership of Compania Forca E Luz Cataguazes - Leopoldina and Cia De Electricidad De Nova Friburgo

(6) ELECTRA NORESTE, S.A. (formerly known as Empresa de Distribucion Electrica Noreste, S.A.)

System Company

Description of Interest Held

-----  
Constellation Energy Group, Inc.

-----  
100% ownership of Constellation Enterprises, Inc.

Constellation Enterprises, Inc.

100% ownership of Constellation Holdings, Inc.

Constellation Holdings, Inc.

100% ownership of Constellation Power, Inc.

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Constellation Power, Inc.

100% ownership of Constellation Power International Investments, Ltd.

100% ownership of CP Panama Investors, LLC

Constellation Power International Investments, Ltd.

100% of Class B common stock of CP Panama I, S.A.

25% of Class A common stock of Panama Distribution Group, S.A.

CP Panama Investors, LLC

100% of Class A. common stock of CP Panama I, S.A.

CP Panama I, S.A.

55% of Class A common stock and 80% of the Class B common stock Panama Distribution Group, S.A.

Panama Distribution Group, S.A.

51% of Elektra Noreste, S.A.

(7) Malacha Hydro Limited Partnership

System Company

Description of Interest Held

-----  
Constellation Energy Group, Inc.

-----  
100% ownership of Constellation Enterprises, Inc.

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Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Investments, Inc.
Constellation Investments, Inc.	100% ownership of CD Malacha I, Inc.
CD Malacha I, Inc.	1% General Partner and up to 49% Limited Partner of Malacha Hydro Limited Partnership

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(8) CD ACE I, Inc.

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Investments, Inc.
Constellation Investments, Inc.	100% ownership of CD ACE I, Inc.

(9) CD ACE II, Inc.

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Investments, Inc.
Constellation Investments Inc.	100% ownership of CD ACE II, Inc.

(10) CD ACE III, Inc.

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.

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Constellation Holdings, Inc.	100% ownership of Constellation Investments, Inc.
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Constellation Investments Inc.	100% ownership of CD ACE III, Inc.
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(11) CD ACE IV, Inc.

System Company  
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Description of Interest  
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Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
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Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
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Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
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Constellation Power, Inc.	100% ownership of CD ACE IV, Inc.
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(12) Sunnyside II, L.P.

System Company  
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Description of Interest  
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Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
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Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
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Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
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Constellation Power, Inc.	100% ownership of CP Sunnyside I, Inc.
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CP Sunnyside I, Inc.	100% ownership of Sunnyside II, Inc. and Sunnyside III, Inc.
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Sunnyside II, Inc.	95% general partner of Sunnyside II, L.P.
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Sunnyside III, Inc.	5% limited partner of Sunnyside II, L.P.
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(13) University Park Energy, LLC

System Company

Description of Interest



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CD Panther Partners, L.P.

(16) CD Rocklin I, Inc.

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Investments, Inc.
Constellation Investments, Inc.	100% ownership of CD Rocklin I, Inc.

(17) CD Rocklin II, Inc.

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Investments, Inc.

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Constellation Investments, Inc.	100% ownership of CD Rocklin II, Inc.
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(18) CD Rocklin III, Inc.

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Investments, Inc.
Constellation Investments, Inc.	100% ownership of CD Rocklin III, Inc.

(19) CD Soda I, Inc.

System Company -----	Description of Interest -----
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Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Investments, Inc.
Constellation Investments, Inc.	100% ownership of CD Soda I, Inc.

(20) CD Soda II, Inc.

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.

42

Constellation Holdings, Inc.	100% ownership of Constellation Investments, Inc.
Constellation Investments, Inc.	100% ownership of CD Soda II, Inc.

(21) CD Soda III, Inc.

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
Constellation Power, Inc.	100% ownership of CD Soda III, Inc.

(22) CD Stillwater-A, Inc.

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.

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Constellation Holdings, Inc. 100% ownership of  
Constellation Investments, Inc.

Constellation Investments, Inc. 100% ownership of  
CD Stillwater-A, Inc.

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(23) CD Stillwater-B, Inc.

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Investments, Inc.
Constellation Investments, Inc.	100% ownership of CD Stillwater-B, Inc.

(24) CD Stillwater-C, Inc.

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Investments, Inc.
Constellation Investments, Inc.	100% ownership of CD Stillwater-C, Inc.

(25) CE Central Wayne Energy Recovery, Limited Partnership

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.

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Constellation Power, Inc.	100% ownership of CE Wayne I, Inc. and CE Wayne II, Inc.
CE Wayne I, Inc.	1% general partner of CE Central Wayne Energy Recovery Limited Partnership
CE Wayne II, Inc.	99% limited partner of CE Central Wayne Energy Recovery Limited Partnership

(26) CE Colver I, Inc.

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
Constellation Power, Inc.	100% ownership of CE Colver I, Inc.

(27) CE Colver Limited Partnership

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
Constellation Power, Inc.	100% ownership of CE Colver II, Inc. and CE Colver III, Inc.

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CE Colver II, Inc.	99% limited partnership interest in CE Colver Limited Partnership
CE Colver III, Inc.	1% general partnership interest in CE Colver Limited Partnership

(28) CE Puna Limited Partnership

System Company -----	Description of Interest -----
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Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
Constellation Power, Inc.	100% ownership of CE Puna I, Inc. and CE Puna II, Inc.
CE Puna I, Inc.	50% general partnership interest in CE Puna Limited Partnership
CE Puna II, Inc.	50% limited partnership interest in CE Puna Limited Partnership

(29) CE Wayne I, Inc.

System Company -----	Description of Interest -----
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Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
Constellation Power, Inc.	100% ownership of CE Wayne I, Inc.

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(30) CII Woodpower I, Inc.

System Company -----	Description of Interest -----
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Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Investments, Inc.
Constellation Investments, Inc.	100% ownership of CII Woodpower I, Inc.

(31) CII Woodpower II, Inc.

System Company -----	Description of Interest -----
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Constellation Energy Group, Inc.	100% ownership of Constellation
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Constellation Enterprises, Inc.	Enterprises, Inc. 100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Investments, Inc.
Constellation Investments, Inc.	100% ownership of CII Woodpower II, Inc.
(32) COSI Central Wayne, Inc.	
System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.

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Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
Constellation Power, Inc.	100% ownership of Constellation Operating Services, Inc.
Constellation Operating Services, Inc.	100% ownership of COSI Central Wayne, Inc.
(33) COSI Puna, Inc.	
System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
Constellation Power, Inc.	100% ownership of Constellation Operating Services, Inc.
Constellation Operating Services, Inc.	100% ownership of COSI Puna, Inc.
(34) COSI Sunnyside, Inc.	
System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation

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	Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
Constellation Power, Inc.	100% ownership of Constellation Operating Services, Inc.

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Constellation Operating Services, Inc.	100% ownership of COSI Sunnyside, Inc.
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(35) Handsome Lake Energy, LLC

System Company  
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Description of Interest  
-----

Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
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Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
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Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
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Constellation Power, Inc.	100% membership interest in Handsome Lake Energy, LLC
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(36) High Desert Power Project, LLC

System Company  
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Description of Interest  
-----

Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
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Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
---------------------------------	---

Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
------------------------------	--

Constellation Power, Inc.	100% ownership of CP High Desert I, Inc. and CP High Desert II, Inc.
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CP High Desert I, Inc.	1% general partnership interest in CP High Desert Limited Partnership and 1% membership interest in High Desert Power Project, LLC
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CP High Desert II, Inc.	99% limited partnership interest in CP High Desert Limited Partnership
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CP High Desert Limited Partnership 99% membership interest in High Desert Power Project, LLC

(37) Big Sandy Peaker Plant, LLC

System Company  
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Description of Interest  
-----

Constellation Energy Group, Inc.

100% ownership of Constellation Enterprises, Inc.

Constellation Enterprises, Inc.

100% ownership of Constellation Holdings, Inc.

Constellation Holdings, Inc.

100% ownership of Constellation Power, Inc.

Constellation Power, Inc.

100% membership in Big Sandy Peaker Plant, LLC

(38) Aques Investment Corporation II  
(Sold in 2002)

(39) Constellation Operating Services

System Company  
-----

Description of Interest  
-----

Constellation Energy Group, Inc.

100% ownership of Constellation Enterprises, Inc.

Constellation Enterprises, Inc.

100% ownership of Constellation Holdings, Inc.

Constellation Holdings, Inc.

100% ownership of Constellation Power, Inc.

Constellation Power, Inc.

100% ownership of Constellation Operating Services, Inc.

Constellation Operating Services, Inc.

100% ownership of COSI Ultra, Inc. and COSI Ultra II, Inc.

COSI Ultra, Inc.

50% partner of Constellation Operating Services

COSI Ultra II, Inc.

50% partner of Constellation Operating Services

(40) Holland Energy, LLC

System Company  
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Description of Interest  
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Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
Constellation Power, Inc.	100% ownership of Holland Energy, LLC

(41) Oleander Power Project, Limited Partnership

System Company	Description of Interest
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
Constellation Power, Inc.	100% ownership of CP Florida Investors, Inc., CP Oleander I, Inc. and CP Oleander II, Inc.
CP Florida Investors, Inc.	1% partnership interest in CP Oleander, LP
CP Oleander II, Inc.	99% partnership interest in CP Oleander, LP
CP Oleander, LP	99% partnership interest in Oleander Power Project, LP
CP Oleander I, Inc.	1% partnership interest in Oleander Power Project, LP

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(42) COSI A/C Power, Inc.

System Company	Description of Interest
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
Constellation Power, Inc.	100% ownership of Constellation Operating Services, Inc.

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Constellation Operating Services, Inc.	100% ownership of COSI A/C Power, Inc.
(43) Rio Nogales Power Project, L.P.	
System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
Constellation Power, Inc.	100% ownership of Rio Nogales I, Inc. and Rio Nogales II, Inc.
Rio Nogales I, Inc.	1% partnership interest in Rio Nogales Power Project, L.P.
Rio Nogales II, Inc.	99% partnership interest in Rio Nogales Power Project, L.P.

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(44) Calvert Cliffs Nuclear Power Plant, Inc.	
System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Generation Group, LLC
Constellation Generation Group, LLC	100% ownership of Calvert Cliffs Nuclear Power Plant, Inc.

(45) Constellation Power Source Generation, Inc.	
System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power Source Holdings, Inc.
Constellation Power Source Holdings, Inc.	100% ownership of Constellation Power Source Generation, Inc.

(46) Nine Mile Point Nuclear Station, LLC

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System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Generation Group, LLC
Constellation Generation Group, LLC	100% ownership of Constellation Nuclear Power Plants, Inc.
Constellation Nuclear Power Plants, Inc.	100% ownership of Nine Mile Point Nuclear Station, LLC

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(47) Empresa Rio Electrico Sociedad Anonima

System Company -----	Description of Interest -----
Constellation Energy Group, Inc.	100% ownership of Constellation Enterprises, Inc.
Constellation Enterprises, Inc.	100% ownership of Constellation Holdings, Inc.
Constellation Holdings, Inc.	100% ownership of Constellation Power, Inc.
Constellation Power, Inc.	100% ownership of Constellation Power International Investments, Ltd.
Constellation Power International Investments, Ltd.	15.5% ownership of The Bolivian Generating Group, LLC (Sold December 2002)
	50% ownership of C&O Bolivia, LLC (Sold December 2002)
C&O Bolivia, LLC	26% ownership of The Bolivian Generating Group, LLC (Sold December 2002)
The Bolivian Generating Group, LLC	50% ownership of Empresa Electrica Valle Hermoso, S.A.
Empresa Electrica Valle Hermoso, S.A.	100% of Empresa Rio Electrico Sociedad Anonima

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(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.

See Attached Annex A

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(d) Capitalization and earnings of the EWG or foreign utility company during the reporting period. (All figures are as of 12/31/02).

See Attached Annex B

(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).

See Attached Annex C

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.

See Attached Annex D

EXHIBIT B

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

See response to Item 4(b)

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The above-named claimant has caused this Form U-3A-2 to be duly executed on its behalf by its authorized officer on this 26th day of February, 2003.

Constellation Energy Group, Inc.

By: Thomas E. Ruszin, Jr.  
-----  
Thomas E. Ruszin, Jr.  
Vice President

Corporate Seal

Attest:

By: Charles W. Starkey  
-----  
Charles W. Starkey  
Assistant Treasurer

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

Thomas E. Ruszin, Jr., Vice President  
Constellation Energy Group, Inc.  
750 East Pratt Street  
Baltimore, MD 21202

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Annex A

Filed confidentially with the SEC pursuant to Rule 104 of PUHCA.

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Annex B

Filed confidentially with the SEC pursuant to Rule 104 of PUHCA.

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Annex C

Filed confidentially with the SEC pursuant to Rule 104 of PUHCA.

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Annex D

Filed confidentially with the SEC pursuant to Rule 104 of PUHCA.

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