

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

CONSTELLATION ENERGY GROUP INC

Form U-3A-2

February 28, 2002

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 Nuclear, LLC                       | MD                    | Baltimore, MD - holding |
| New Constellation Energy Group, Inc.             | MD                    | Baltimore, MD - Inactiv |

Subsidiaries of Baltimore Gas and Electric Company

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

Subsidiaries of Constellation Nuclear, LLC

|  |    |   |
|--|----|---|
| Constellation Nuclear Services, Inc.     | MD | Baltimore, MD - nuclear consulting services |
| Constellation Nuclear Power Plants, Inc. | DE | Baltimore, MD - nuclear company             |
| Constellation Nuclear Services, LLC      | DE | Inactive. To be dissolved                   |

Subsidiary of Constellation Nuclear Power Plants, Inc.

|   |    |                           |
|---|----|---------------------------|
| Calvert Cliffs Nuclear Power Plant, LLC | DE | Inactive. To be dissolved |
|---|----|---------------------------|

Subsidiaries of Constellation Enterprises, Inc.

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

Subsidiary of Constellation Energy Source, Inc.

|                                  |    |  |
|----------------------------------|----|--|
| North Shore District Energy, LLC | DE | Baltimore, MD - operation maintenance of an energy |
|----------------------------------|----|--|

Subsidiaries of BGE Home Products & Services, Inc.

|                                       |    |                         |
|---------------------------------------|----|-------------------------|
| BGE Commercial Building Systems, Inc. | MD | Baltimore, MD - energy  |
| HPS Receivables, Inc.                 | MD | Baltimore, MD - special |

financing sub

|                     |    |                         |
|---------------------|----|-------------------------|
| Power Provider, LLC | DE | Baltimore, MD - Inactiv |
|---------------------|----|-------------------------|

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Subsidiaries of Constellation Holdings, Inc.

|  |    |  |
|--|----|--|
| Constellation Power, Inc. (CPI)              | MD | Baltimore, MD - holding for generation and other related investments and operation |
| Constellation Investments, Inc. (CII)        | MD | Baltimore, MD - financial investments  |
| Constellation Real Estate Group, Inc. (CREG) | MD | Baltimore, MD - real es  |
| Constellation Power Source Holdings, Inc.    | MD | Baltimore, MD - merchant business holding compan                                   |

Subsidiaries of Constellation Power Source Holdings, Inc.

|  |    |                                     |
|--|----|-------------------------------------|
| Constellation Power Source Enterprises, Inc. | DE | Baltimore, MD - Inactiv             |
| Constellation Power Source, Inc.             | DE | Baltimore, MD - power m and trading |

Subsidiaries of Constellation Power Source, Inc.

|                                       |    |   |
|---------------------------------------|----|---|
| Constellation Power Source Maine, LLC | DE | Baltimore, MD - retail electricity in Maine |
|---------------------------------------|----|---|

Subsidiaries of Constellation Power Source Enterprises, Inc.

|  |    |                        |
|--|----|------------------------|
| Constellation Power Source Generation, LLC | DE | Inactive. To be dissol |
| Constellation Power Source, LLC            | DE | Inactive. To be dissol |

Subsidiaries of Constellation Power, Inc.

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|                                     |    |   |
|-------------------------------------|----|---|
| Cabazon Wind Partners, LLC          | CA | San Geronio Pass, CA - LLC for an electric generating facility development has been terminated interest to Cannon Power Corporation 11/15/01. |
| Endless Mountain Energy, LLC        | MD | Inactive. Sold interest 3/30/01.  |
| Wisconsin Power Projects, LLC       | MD | New Berlin, WI - LLC formed to own and operate a natural gas-peaking plant. Sold 70% membership interest on 11/30/01.                         |
| Mammoth-Pacific Limited Partnership | CA | Mammoth Lakes, CA - partnership that owns a QF facility   |
| Mammoth Power Associates, L.P.      | CA | Mammoth Lakes, CA - power development geothermal leases   |
| CE SEGS IX, Inc.                    | MD | Montgomery County, MD - owners in a partnership that owns a solar facility  |
| CD Mammoth Lakes I, Inc.            | MD | Mammoth Lakes, CA - ownership partnership that owns a QF facility   |
| CD Mammoth Lakes II, Inc.           | MD | Mammoth Lakes, CA - ownership partnership that owns a QF facility   |
| Soda Lake Resources Partnership     | NV | Fallon, NV - ownership of geothermal resources for a QF facility  |

|                              |    |  |
|------------------------------|----|--|
| CD Ormesageo 1H-A, Inc.      | MD | VA and WV - member of an LLC that has an interest in a partnership that owns processing facilities   |
| CD Ormesageo 1H-B, Inc.      | MD | VA and WV - member of an LLC that has an interest in a partnership that owns processing facilities   |
| CD Ormesageo 1H-C, Inc.      | MD | VA and WV - member of an LLC that has an interest in a partnership that owns processing facilities   |
| Panther Creek Holdings, Inc. | DE | Carbon County, PA - ownership of processing facilities through Corporations that own interest in Partnerships that own interest in a Partnership that is the lessee of a sale/leaseback of a QF facility |

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|  |    |   |
|--|----|---|
| Panther Creek Energy, Inc.                           | DE | Inactive  |
| Panther Creek Partners                               | DE | Carbon County, PA - partnership interest in a QF facility as 1 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 a geothe   |
| AMOR IV Corporation                                  | DE | Fallon, NV - provides geotherm to lessee in a sale/leaseback  |
| AMOR IX Corporation                                  | DE | Fallon, NV - lessee in a sale/ QF facility  |
| ACE Operating Partners                               | CA | Trona, CA - partnership that o partnership that owns a QF fac   |
| Inter-Power/AhlCon Partners Limited Partnership      | DE | Colver, PA - partnership that in the sale/leaseback of a QF   |
| CE Colver II, Inc.                                   | MD | Colver, PA - ownership interes partnership that has an owners a partnership that is the less sale/leaseback of a QF facilit |
| CE Colver III, Inc.                                  | MD | Colver, PA - ownership interes partnership that has an owners a partnership that is the less sale/leaseback of a QF facilit |
| A/C Fuels Company                                    | PA | Carbon County, PA - partnershi waste coal   |
| CE Culm, Inc.  | MD | Carbon County, PA - ownership partnership that owns waste co  |
| Freehold Cogeneration Associates Limited Partnership | DE | Inactive  |
| CE Freehold Limited Partnership                      | MD | Inactive  |
| CE Freehold I, Inc.                                  | MD | Inactive  |

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|   |    |   |
|---|----|---|
| CE Freehold II, Inc.                              | MD | Inactive  |
| CE Freehold III, Inc.                             | MD | Inactive  |
| 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 geothermal facility  |
| CE Puna I, Inc.                                   | MD | Hilo, HI - partnership that owns geothermal facility  |
| CE Puna II, Inc.                                  | MD | Hilo, HI - ownership interest partnership that owns an interest partnership that owns a PURPA 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 facility   |
| CE Wayne II, Inc.                                 | MD | Wayne County, MI - ownership interest partnership that owns an interest partnership that owns a QF facility |
| CP Cabazon I, Inc.                                | MD | San Geronio Pass, CA - member was formed to hold an electric facility, which LLC has been s                 |
| CP Cabazon II, Inc.                               | MD | San Geronio Pass, CA - member was formed to hold an electric facility, which LLC has been                   |
| Gary Coal Processing Limited Partnership          | DE | Gary, IN - partnership that owns processing facility  |
| Gary - PCI Ltd., L.P.                             | DE | Gary, IN - ownership interest partnership that owns a coal processing facility                              |
| CP - Gary Limited Partnership                     | MD | Gary, IN - ownership interest that has an ownership in a partnership that owns a coal processing facility   |

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|                   |    |   |
|-------------------|----|---|
| CP - Gary I, Inc. | MD | Gary, IN - ownership interest partnership that owns an inter partnership that owns an inter partnership that owns a coal p facility |
|-------------------|----|---|

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|                    |    |   |
|--------------------|----|---|
| CP - Gary II, Inc. | MD | Gary, IN - ownership interest partnership that owns an inter partnership that owns an inter partnership that owns a coal p facility |
|--------------------|----|---|

|                     |    |   |
|---------------------|----|---|
| CP - Gary III, Inc. | MD | Gary, IN - ownership interest partnership that owns an inter partnership that owns an inter partnership that owns a coal p facility |
|---------------------|----|---|

|                    |    |   |
|--------------------|----|---|
| CP - Gary IV, Inc. | MD | Gary, IN - ownership interest partnership that owns an inter partnership that owns an inter partnership that owns a coal p facility |
|--------------------|----|---|

|                               |    |   |
|-------------------------------|----|---|
| CP Stillwater-Wellfield, Inc. | MD | Fallon, NV - ownership interes Corporation that owns interest that is owner/lessee of a QF f sale/leaseback |
|-------------------------------|----|---|

|                         |    |  |
|-------------------------|----|--|
| Stillwater Geothermal I | NV | Fallon, NV - partnership that owner/lessee in a sale/leaseba |
|-------------------------|----|--|

|                                       |    |          |
|---------------------------------------|----|----------|
| The Peruvian Investment Group I, Inc. | DE | Inactive |
|---------------------------------------|----|----------|

|  |    |          |
|--|----|----------|
| The Peruvian Investment Group II, Inc. | DE | Inactive |
|--|----|----------|

|                                    |    |  |
|------------------------------------|----|--|
| CP High Desert Limited Partnership | MD | Victorville, CA - member of an formed to hold an electric gen facility currently in construc |
|------------------------------------|----|--|

|                        |    |   |
|------------------------|----|---|
| CP High Desert I, Inc. | MD | Victorville, CA - ownership in partnership that is a member o was formed to hold an electric facility currently in construc |
|------------------------|----|---|

|                         |    |   |
|-------------------------|----|---|
| CP High Desert II, Inc. | MD | Victorville, CA - ownership in partnership that is a member o was formed to hold an electric facility currently in construc |
|-------------------------|----|---|

|                         |    |   |
|-------------------------|----|---|
| Nickel Hill Energy, LLC | MD | Dracut, MA - an LLC formed to electric generating facility f development has terminated |
|-------------------------|----|---|

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|                                      |    |  |
|--------------------------------------|----|--|
| CP Nickel Hill, LLC                  | DE | Inactive   |
| CP Oleander Limited Partnership      | MD | Brevard County, FL - ownership partnership that was formed to electric generating facility construction                                |
| CP Oleander I, Inc.                  | MD | Brevard County, FL - ownership partnership that has an owners a partnership that was formed electric generating facility construction  |
| CP Oleander II, Inc.                 | MD | Brevard County, FL - ownership partnership that has an owners a partnership that was formed electric generating facility construction  |
| CP Florida Investors, Inc.           | MD | Brevard County, FL - ownership partnership that owns an inter partnership that was formed to electric generating facility construction |
| Sunnyside Generation, LLC            | DE | Sunnyside, Utah - entity admin purchase agreement for partner partnership that owns an inter partnership that owns a QF fac            |
| CP Sunnyside I, Inc.                 | MD | Sunnyside, Utah - owns compani interests in a partnership tha interest in a partnership that facility                                  |
| Sunnyside II, Inc.                   | DE | Sunnyside, Utah - ownership in partnership that owns an inter partnership that owns a QF fac   |
| Sunnyside III, Inc.                  | DE | Sunnyside, Utah - ownership in partnership that owns an inter partnership that owns a QF fac   |
| Sunnyside Cogeneration Associates    | UT | Sunnyside, Utah - owns a QF fa   |
| Pace Carbon Synfuels Investors, L.P. | DE | VA and W.VA - partnership that processing facilities   |
| CP Synfuels Investor, LLC            | MD | VA and W. VA - an LLC that has a partnership that owns coal p facilities   |

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|   |                |   |
|---|----------------|---|
| CP Synfuels, Inc.                                   | MD             | Inactive  |
| CP Synfuels Investor, Inc.                          | MD             | VA and W. VA - ownership of co are members of an LLC that has a partnership that owns coal p facilities                 |
| CP Synfuels Member, Inc.                            | MD             | Inactive  |
| Rio Nogales I, Inc.                                 | DE             | Seguin, Texas - ownership inte partnership that was formed to electric generating facility c construction               |
| Rio Nogales II, Inc.                                | DE             | Seguin, Texas - ownership inte partnership that was formed to electric generating facility c construction               |
| Gateway Power Project, L.P.                         | DE             | Gilmer, Texas - partnership fo electric generating facility f development has terminated                                |
| Gateway Power I, Inc.                               | DE             | Gilmer, Texas - ownership inte partnership that was formed to electric generating facility f development has terminated |
| 7   |                |   |
| Gateway II, Inc.                                    | DE             | Gilmer, Texas - ownership inte partnership that was formed to electric generating facility f development has terminated |
| Constellation Power Development, Inc.               | MD             | Baltimore, MD - developer of w power projects   |
| Constellation Power International Investments, Ltd. | Cayman Islands | Baltimore, MD - a holding comp international power projects   |
| West Chicago Energy, LLC                            | MD             | Inactive  |
| North Pond Energy Park, LLC                         | MD             | Hardee County, FL - formed to generating facility for which terminated  |
| South Pond Energy Park, LLC                         | MD             | Hardee County, FL - formed to generating facility for which terminated  |
| Constellation Operating Services, LLC               | DE             | Inactive. To be dissolved.  |
| Constellation Power Development, LLC                | DE             | Inactive. To be dissolved.  |

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|                               |    |   |
|-------------------------------|----|---|
| Constellation Power, LLC      | DE | Inactive. To be dissolved.  |
| CP ACE, LLC                   | DE | Inactive. To be dissolved.  |
| CP A/C Fuels, LLC             | DE | Inactive. To be dissolved.  |
| CP ACE IV, LLC                | DE | Inactive. To be dissolved.  |
| CP Cabazon, LLC               | DE | Inactive. To be dissolved.  |
| CP Colver I, LLC              | DE | Inactive. To be dissolved.  |
| CP Colver II, LLC             | DE | Inactive. To be dissolved.  |
| CP Colver III, LLC            | DE | Inactive. To be dissolved.  |
| CP Freehold I, LLC            | DE | Inactive. To be dissolved.  |
| CP Freehold, LLC              | DE | Inactive. To be dissolved.  |
| CP Gary, LLC                  | DE | Inactive. To be dissolved.  |
| CP High Desert I, LLC         | DE | Inactive. To be dissolved.  |
| CP High Desert II, LLC        | DE | Inactive. To be dissolved.  |
| CP Long Valley, LLC           | DE | Inactive. To be dissolved.  |
| CP Mammoth, LLC               | DE | Inactive. To be dissolved.  |
| CP Oleander I, LLC            | DE | Inactive. To be dissolved.  |
| CP Oleander, LLC              | DE | Inactive. To be dissolved.  |
| CP Panther, LLC               | DE | Inactive. To be dissolved.  |
| CP Puna I, LLC                | DE | Inactive. To be dissolved.  |
| CP Puna II, LLC               | DE | Inactive. To be dissolved.  |
| CP Puna III, LLC              | DE | Inactive. To be dissolved.  |
| CP Soda III, LLC              | DE | Inactive. To be dissolved.  |
| CP Soda Lake Resource, LLC    | DE | Inactive. To be dissolved.  |
| CP Stillwater,-Wellfield, LLC | DE | Inactive. To be dissolved.  |
| CP Synfuels II, LLC           | DE | Inactive. To be dissolved.  |
| CP Wayne II, LLC              | DE | Inactive. To be dissolved.  |
| Gateway II, LLC               | DE | Inactive. To be dissolved.  |
| Rio Nogales II, LLC           | DE | Inactive. To be dissolved.  |
| Victorville-Gas, LLC          | DE | Victorville, CA - formed to ob<br>supply gas to gas-fueled gener<br>currently in development. |
| High Desert II, LLC           | MD | Inactive.   |

|                        |    |  |
|------------------------|----|--|
| HE Supply Company, LLC | DE | Beecher City, IL - retail sale materials for use in power generating facilities. |
|------------------------|----|--|

|                            |    |  |
|----------------------------|----|--|
| CP Operating Services, LLC | DE | Baltimore, MD - formed to own companies that provide operating and maintenance services to electric generating facilities. |
|----------------------------|----|--|

Subsidiaries of CP Operating Services, LLC

|                                   |    |   |
|-----------------------------------|----|---|
| Big Sandy Operating Services, LLC | DE | Kenova, WV - formed to provide operating and maintenance services to an electric generating facility. |
|-----------------------------------|----|---|

|                                       |    |   |
|---------------------------------------|----|---|
| Handsome Lake Operating Services, LLC | DE | Kennerdell, PA - formed to provide operating and maintenance services to an electric generating facility. |
|---------------------------------------|----|---|

|                                     |    |  |
|-------------------------------------|----|--|
| High Desert Operating Services, LLC | DE | Victorville, CA - formed to provide operating and maintenance services to a gas-fueled generating facility currently under construction. |
|-------------------------------------|----|--|

|                                 |    |  |
|---------------------------------|----|--|
| Holland Operating Services, LLC | DE | Shelby, IL - formed to provide operating and maintenance services to an electric generating facility currently under construction. |
|---------------------------------|----|--|

|                                  |    |   |
|----------------------------------|----|---|
| Oleander Operating Services, LLC | DE | Bevard County, FL - formed to provide operating and maintenance services to an electric generating facility currently under construction. |
|----------------------------------|----|---|

|                                     |    |  |
|-------------------------------------|----|--|
| Rio Nogales Operating Services, LLC | DE | Sequin, TX - formed to provide operating and maintenance services to an electric generating facility currently under construction. |
|-------------------------------------|----|--|

|   |    |  |
|---|----|--|
| University Park Operating Services, LLC | DE | University Park, IL - formed to provide operating and maintenance services to an electric generating facility. |
|---|----|--|

|                                    |    |  |
|------------------------------------|----|--|
| Wolf Hills Operating Services, LLC | DE | Bristol, VA - formed to provide operating and maintenance services to an electric generating facility. |
|------------------------------------|----|--|

Subsidiaries of Constellation Power International Investments, Ltd.

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|   |                |  |
|---|----------------|--|
| Green Tree Finance Company                          | Cayman Islands | Guatemala-ownership interest in company that owns an EWG. Sold ownership interest in 2001. |
| CE Curacao, Inc.                                    | Cayman Islands | Inactive   |
| Constellation de Guatemala, S.A.                    | Guatemala      | Inactive   |
| Constellation Power International Development, Inc. | Cayman Islands | Baltimore, MD - developer of independent power projects                                    |
| CP Panama I, S.A.                                   | Panama         | Panama - ownership interest in company that has an ownership interest in an EWG            |
| CP Panama Investors, LLC                            | MD             | Panama - ownership interest in company that has an ownership interest in an EWG            |
| CPII Curacao, Ltd.                                  | Cayman Islands | Inactive   |

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|---|----------------|---|
| FondElec General Partners, L.P.                       | Cayman Islands | Latin America - ownership interest in company that has ownership interest in FUCOS, EWGs and other energy related businesses in Latin America |
| Guatemalan Generating Group - I                       | Cayman Island  | Guatemala - ownership interest in company that had owned an EWG   |
| Grupo Generador de Guatemala, S.A.                    | Guatemala      | Inactive  |
| Latin American Power Partners Limited                 | Cayman Islands | Latin America - potentially developing projects in Latin America  |
| Panama Distribution Group, S.A.                       | Panama         | Panama - ownership interest in company  |
| The Latin America Energy and Electricity Fund I, L.P. | Cayman Islands | Latin America - ownership interest in FUCOS, EWGS and other energy related businesses in Latin America  |

Subsidiaries of Constellation Operating Services, Inc.

|  |    |   |
|--|----|---|
| A/C Power (formerly PYCO Ace Operations) | MD | Carbon County, PA - partnership that operates and maintains a QF facility |
| PCI Operating Company Partnership        | MD | Gary, IN - operation and maintenance of coal processing facility          |
| Trona Operating Partners, G.P.           | MD | Trona, CA - operates and maintains a coal processing facility             |

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|   |                |  |
|---|----------------|--|
|   |                | facility   |
| COSI ACE, LLC   | MD             | Trona, CA - ownership in Partn<br>operates and maintains QF faci                                   |
| COSI - Gary I, Inc.                                   | MD             | Gary, Indiana - ownership inte<br>partnership that provides oper<br>maintenance of a coal processi |
| COSI - Gary II, Inc.                                  | MD             | Gary, Indiana - ownership inte<br>partnership that provides oper<br>maintenance of a coal processi |
| COSI Synfuels, Inc.                                   | MD             | Inactive   |
| COSI Synfuels VA1, Inc.                               | MD             | Virginia - operate a fuel prod<br>facility   |
| COSI Synfuels WV1, Inc.                               | MD             | West Virginia - operate a fuel<br>facility   |
| COSI Synfuels WV2, Inc.                               | MD             | West Virginia - operate a fuel<br>facility   |
| COSI Synfuels WV3, Inc.                               | MD             | West Virginia - operate a fuel<br>facility   |
| Constellation Operating Services                      | CA             | Baltimore, MD - partnership th<br>projects   |
| COSI Ultra, Inc.                                      | MD             | Baltimore, MD - ownership inte<br>partnership that operates and<br>facilities                      |
| COSI Ultra II, Inc.                                   | MD             | Baltimore, MD - ownership inte<br>partnership that operates and<br>facilities                      |
| Constellation Operating Services<br>International     | Cayman Islands | Baltimore, MD - operation and<br>maintenanceof international en<br>facilities                      |
| Constellation Operating Services<br>International - I | Cayman Islands | Baltimore, MD - operation and<br>maintenance of international e<br>facilities                      |
| COAC de Guatemala, S.A.                               | Guatemala      | Inactive   |
| COSI A/C Power, LLC                                   | DE             | Inactive. To be dissolved.   |
| COSI Central Wayne, LLC                               | DE             | Inactive. To be dissolved.   |
| COSI Gary I, LLC                                      | DE             | Inactive. To be dissolved.   |

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|                        |    |                            |
|------------------------|----|----------------------------|
| COSI Gary II, LLC      | DE | Inactive. To be dissolved. |
| COSI Puna, LLC         | DE | Inactive. To be dissolved. |
| COSI Sunnyside, LLC    | DE | Inactive. To be dissolved. |
| COSI Synfuels, LLC     | DE | Inactive. To be dissolved. |
| COSI Synfuels VA1, LLC | DE | Inactive. To be dissolved. |
| COSI Synfuels WV1, LLC | DE | Inactive. To be dissolved. |
| COSI Synfuels WV2, LLC | DE | Inactive. To be dissolved. |
| COSI Synfuels WV3, LLC | DE | Inactive. To be dissolved. |
| COSI Ultra II, LLC     | DE | Inactive. To be dissolved. |
| COSI Ultra, LLC        | DE | Inactive. To be dissolved. |

Subsidiaries of Constellation Real Estate Group, Inc.

|                                     |    |   |
|-------------------------------------|----|---|
| KMS Oldco, Inc.                     | MD | Inactive  |
| Constellation Real Estate, Inc.     | MD | Columbia, MD - owns and develops real estate        |
| Constellation Health Services, Inc. | MD | Baltimore, MD - owns and develops living facilities |
| 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, LLC         | MD | Anne Arundel 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                                  |

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|                                  |       |   |
|----------------------------------|-------|---|
|                                  |       | 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 |
| -----                            | ----- | -----   |
| Constellation Meadows I, LLC     | VA    | Chantilly, VA - LLC that owned                                    |
| -----                            | ----- | -----   |
| CPI Meadows One, Inc.            | MD    | Chantilly, VA - sole member of owned real estate                  |
| -----                            | ----- | -----   |
| 257 Oxon, LLC                    | MD    | Prince George's County, MD - LLC that owns real estate            |
| -----                            | ----- | -----   |
| CPI 257, Inc.                    | MD    | Prince George's County, MD - sole member of owned real estate     |
| -----                            | ----- | -----   |

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|  |       |  |
|--|-------|--|
|  |       | member of an LLC that owns real estate                                 |
| -----                                      | ----- | -----  |
| CPI Brown's Wharf, Inc.                    | MD    | Inactive   |
| -----                                      | ----- | -----  |
| CPI Gatespring II, Inc.                    | MD    | Inactive   |
| -----                                      | ----- | -----  |
| Hickory Ridge-Route 40 Limited Partnership | MD    | Harford County, MD - partnership owning real estate                    |
| -----                                      | ----- | -----  |
| CPI Hickory Ridge, Inc.                    | MD    | Harford County, MD - ownership partnership owning real estate          |
| -----                                      | ----- | -----  |
| Jolly Knolls, LLC                          | MD    | Annapolis Junction, MD - owns real estate                              |
| -----                                      | ----- | -----  |
| CPI Jolly Knolls, Inc.                     | MD    | Annapolis Junction, MD - sole LLC that owns real estate                |
| -----                                      | ----- | -----  |
| CPI Lynch, Inc.                            | MD    | Inactive   |
| -----                                      | ----- | -----  |
| Urbana - Route 355 Limited Partnership     | MD    | Frederick County, MD - owns real estate                                |
| -----                                      | ----- | -----  |
| CPI Montecito, Inc.                        | MD    | Frederick County, MD - ownership partnership formed to own real estate |
| -----                                      | ----- | -----  |
| CPI National Business Park I, Inc.         | MD    | Inactive   |
| -----                                      | ----- | -----  |

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|  |    |   |
|--|----|---|
| 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 i<br>completes financial transactio<br>and intangible assets |
| CPI Partner, Inc.                                  | MD | Inactive  |
| Piney Orchard Master Partnership                   | MD | Odenton, MD - a partnership th<br>Estate  |
| Piney Orchard Village Center, LLC                  | MD | Odenton, MD - an LLC with an o<br>interest in a partnership that<br>develops Real Estate  |
| CPI Piney Orchard Village Center, Inc.             | MD | Odenton, MD - sole member of a<br>to own & develop real estate                            |
| CPI Springfield, Inc.                              | MD | Inactive  |
| Timothy-Brandywine Associates Limited Partnership  | MD | Prince George's County, MD - p<br>formed to own & develop real e                          |
| CPO Brandywine Commerce Centre, Inc.               | MD | Prince George's County, MD - o<br>interest in a partnership that<br>develops real estate  |
| Accokeek-Brandywine Associates Limited Partnership | MD | Prince George's County, MD -pa<br>formed to own & develop real e                          |
| CPO Brandywine West, Inc.                          | MD | Prince George's County, MD - o<br>interest in a partnership form<br>develop real estate   |
| CPO Constellation Centre, Inc.                     | MD | Inactive  |
| Piney Courts, Inc.                                 | MD | Baltimore, MD - corporation fo<br>develop real estate                                     |
| First State Plaza Associates Limited Partnership   | DE | Inactive  |
| KMS 1st 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 - partner<br>own & develop real estate                               |
| CPO Montecito Business Park, Inc.                  | MD | Frederick County, MD - ownersh<br>a partnership formed to own &                           |

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real estate

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

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|  |    |   |
|--|----|---|
| River Run at Piney Orchard Homeowner's Association, Inc. | MD | Howard County, MD - homeowner's asso  |
| BOKS-13, Inc.  | MD | Odenton, MD - ownership interest in partnership that has an ownership pe in a partnership that owns real esta |
| 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 pe in a partnership that owns real esta |
| 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 in in a partnership that owns real esta |
| Piney Orchard Residential Two Limited Partnership        | MD | Odenton, MD - ownership interest in partnership that owns real estate   |

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|   |    |   |
|---|----|---|
| BOKS-15, Inc.                                       | MD | Odenton, MD - ownership interest in partnership that has an ownership i a partnership that owns real estate |
| Piney Orchard Residential Three Limited Partnership | MD | Odenton, MD - ownership interest in partnership that owns real estate                                       |
| BOKS-16, Inc.                                       | MD | Odenton, MD - ownership interest in partnership that has an ownership i in a partnership that owns real est |
| Piney Orchard Town Center Limited Partnership       | MD | Odenton, MD - ownership interest in partnership that owns real estate                                       |
| BOKS-12, Inc.                                       | MD | Odenton, MD - ownership interest in partnership that has an ownership i in a partnership that owns real est |
| PMK-1, Inc.   | MD | Anne Arundel County, MD - ownership in a partnership that owns real est                                     |
| PMK-2, Inc.   | MD | Anne Arundel County, MD - ownership in a partnership that owns real est                                     |
| PMK-3, Inc.   | MD | Anne Arundel County, MD - ownership in a partnership that owns real est                                     |
| PMK-4, Inc.   | MD | Anne Arundel County, MD - ownership   |

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|                                     |    |  |
|-------------------------------------|----|--|
|                                     |    | in a partnership that owns real est  |
| PMK-5, Inc.                         | MD | Anne Arundel County, MD - ownership<br>in a partnership that owns real est |
| PMK-6, Inc.                         | MD | Anne Arundel County, MD - ownership<br>in a partnership that owns real est |
| WES-1, Inc.                         | MD | Anne Arundel County, MD - ownership<br>in a partnership that owns real est |
| WES-2, Inc.                         | MD | Anne Arundel County, MD - ownership<br>in a partnership that owns real est |
| WES-3, Inc.                         | MD | Anne Arundel County, MD - ownership<br>in a partnership that owns real est |
| WES-4, Inc.                         | MD | Anne Arundel County, MD - ownership<br>in a partnership that owns real est |
| WES-5, Inc.                         | MD | Anne Arundel County, MD - ownership<br>in a partnership that owns real est |
| WES-6, Inc.                         | MD | Anne Arundel County, MD - ownership<br>in a partnership that owns real est |
| Onyx Realty Development Corporation | DE | Columbia, MD - real estate developm  |
| Bon Tasha Group                     | MD | Inactive   |
| Parliament Investors                | MD | Inactive   |
| 2301 Russell Group                  | MD | Baltimore, MD - partnership that ow<br>estate                              |
| Rory & Company                      | MD | Inactive   |
| Tri-Lake                            | MD | Inactive   |
| Mil-Mar Associates                  | MD | Inactive   |
| TDH Holdings                        | MD | Baltimore, MD - partnership that ow<br>estate                              |
| MJK Enterprises                     | MD | Inactive   |
| Ariana Associates                   | MD | Inactive   |
| Shawmut Associates                  | MD | Inactive   |
| Fair Haven Enterprises              | MD | Inactive   |
| Comix                               | MD | Baltimore, MD - partnership that ow<br>estate                              |

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|                              |    |  |
|------------------------------|----|--|
| P.A. Investments             | MD | Inactive   |
| Greenberg Family Partnership | MD | Inactive   |
| Marsky Brothers              | MD | Inactive   |
| Windsor Properties           | MD | Inactive   |
| 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 a partnership that owns real estate                                    |
| Bristol Creek Corporation    | MD | Inactive   |
| Elmdale Corporation          | MD | Baltimore, MD - ownership interest in a partnership that owns real estate                                    |
| FNP Management Corporation   | MD | Baltimore, MD - ownership interest in a company that owns real estate  |
| Franklin Holding, Inc.       | MD | Baltimore, MD - ownership interest in a 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 a partnership that owns real estate                                    |
| Sunshine Light, Inc.         | MD | Inactive   |
| Terry Lane Corporation       | MD | Baltimore, MD - ownership interest in a 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 | Montgomery County, MD - partnership that owns a senior living facility |

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|  |    |  |
|--|----|--|
| CHS Aspenwood, Inc.                        | MD | Montgomery County, MD - ownership interest in a partnership that owns a senior living facility |
| CHS Aspenwood II, Inc.                     | MD | Montgomery County, MD - ownership interest in a partnership that owns a senior living facility |
| Aspenwood MRC Limited Partnership          | MD | Montgomery County, MD - partnership that owns a senior living facility                         |
| HeartHomes Residence at Bay Ridge I, LLC   | MD | Annapolis, MD - an LLC that owns a senior living facility                                      |
| CHS Bay Ridge Assisted I, Inc.             | MD | Annapolis, MD - sole Member of an LLC that owns a senior living facility                       |
| HeartHomes Residence at Bay Ridge II, LLC  | MD | Anne Arundel County, MD - an LLC that owns a senior living facility                            |
| CHS Bay Ridge Assisted II, Inc.            | MD | Anne Arundel County, MD - sole member of LLC that owns a senior living facility                |
| Rose Hill Residence at Bay Ridge I, LLC    | MD | Inactive   |
| Rose Hill Residence at Bay Ridge II, LLC   | MD | Inactive   |
| HeartHomes Residence at Bay Ridge I, Inc.  | MD | Inactive   |
| HeartHomes 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 | Providence, RI - membership interest in LLC that owns a senior living facility  |
| CHS Bel Air Assisted, Inc.                    | MD | Inactive  |
| Constellation Carolina I, LLC                 | NC | North Carolina - an LLC that owns a senior living facility                      |
| CHS Crescent Assisted, Inc.                   | MD | North Carolina - sole member of LLC that is developing a senior living facility |
| CHS Crofton Assisted, Inc.                    | MD | Inactive  |
| HeartFields Retirement Community - White Oak, | MD | Montgomery County MD - LLC that owns a senior living facility                   |

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|   |    |  |
|---|----|--|
| LLC   |    | developing a senior living fac   |
| CHS Heartlands - White Oak, Inc.                          | MD | Montgomery County, MD - sole m<br>LLC that is developing a senio<br>facility |
| CHS Laurel Assisted, Inc.                                 | MD | Inactive   |
| HeartHomes Residence at Lutherville I, LLC                | MD | Lutherville, MD - LLC that own<br>living facility                            |
| CHS Lutherville Assisted I, Inc.                          | MD | Lutherville MD - sole member o<br>owns a senior living facility              |
| HeartHomes Residence at Lutherville II, LLC               | MD | Lutherville, MD - LLC that own<br>living facility                            |
| CHS Lutherville Assisted II, Inc.                         | MD | Lutherville, MD - sole member<br>owns a senior living facility               |
| CHS Nursing I, Inc.                                       | MD | Inactive   |
| NOVA-Potomac, LLC   | MD | Inactive   |
| CHS Pikesville Assisted, Inc.                             | MD | Inactive   |
| The HeartHaven Retirement Community - Seabury, LLC        | CT | Bloomfield, CT - LLC that is d<br>senior living facility                     |
| CHS Seabury, Inc.   | MD | Bloomfield, CT - membership in<br>LLC that is developing a senio<br>facility |
| CHS Severna Park Assisted, Inc.                           | MD | Inactive   |
| Constellation Senior Services, Inc.                       | MD | Columbia, MD - health care fac<br>management and consulting                  |
| HeartHomes Residence at Kellington Limited Partnership    | MD | Glen Burnie, MD - Partnership<br>assisted living facility                    |
| HeartHomes Residence at Kellington, Inc.                  | MD | Glen Burnie, MD - ownership in<br>partnership that owns an assis<br>facility |
| HeartHomes Residence at Kellington II, Inc.               | MD | Glen Burnie, MD - ownership in<br>partnership that owns an assis<br>facility |
| HeartHomes Residence at Linthicum, LLC                    | MD | Linthicum, MD - an LLC that ow<br>living facility                            |
| HeartHomes Residence at Linthicum, Inc.                   | MD | Linthicum, MD - sole member of<br>owns a senior living facility              |
| HeartHomes Residence at Piney Orchard Limited Partnership | MD | Odenton, MD - partnership that<br>living facility                            |
| HeartHomes Residence at Piney Orchard, Inc.               | MD | Odenton, MD - ownership intere<br>partnership that owns a senior<br>facility |

|  |    |   |
|--|----|---|
| HeartHomes Residence at Piney Orchard II, Inc.                         | MD | Odenton, MD - ownership interest partnership that owns a senior living facility           |
| HeartFields Retirement Community - Shenandoah, LLC                     | VA | Shenandoah, VA - an LLC that is developing a senior living facility                       |
| HeartFields Retirement Community - Shenandoah, Inc.                    | MD | Shenandoah, VA - sole member of an LLC that is developing a senior living facility        |
| HeartFields Retirement Community - Bowie, LLC                          | MD | Bowie, MD - an LLC that is developing a senior living facility                            |
| HeartFields Retirement Community - Bowie, Inc.                         | MD | Bowie, MD - sole Member of an LLC that is developing a senior living facility             |
| HeartFields Retirement Community - Raleigh, LLC                        | MD | Monmouth County, CT - LLC that is developing a senior living facility                     |
| HeartFields Retirement Community - Raleigh, Inc.                       | MD | Monmouth County, CT - sole member of an LLC that is developing a senior living facility   |
| Heartlands Retirement Community - Ellicott City I, Inc.                | MD | Ellicott City, MD - owner of a senior living facility                                     |
| Heartlands Retirement Community - Ellicott City II, Inc.               | MD | Ellicott City, MD - owner of a senior living facility                                     |
| Heartlands Retirement Community - Frederick, LLC                       | MD | Frederick, MD - an LLC that owns a senior living facility                                 |
| Heartlands Retirement Community - Frederick, Inc.                      | MD | Frederick, MD - sole member of an LLC that owns a senior living facility                  |
| The Heartlands Retirement Community - Fredericksburg, LLC              | MD | Fredericksburg, VA - an LLC that owns a senior living facility                            |
| The Heartlands Retirement Community - Fredericksburg, Inc.             | MD | Fredericksburg, VA - sole member of an LLC that owns a senior living facility             |
| CHS Assisted I, Inc.   | MD | Manalapan, NJ - membership interest in an LLC that owns a senior living facility          |
| The Heartlands Retirement Community - Severna Park Limited Partnership | MD | Severna Park, MD - partnership that owns a senior living facility                         |
| The Heartlands Retirement Community - Severna Park I, Inc.             | MD | Severna Park, MD - ownership interest in a partnership that owns a senior living facility |
| Heartlands Retirement Community - Severna Park II, Inc.                | MD | Severna Park, MD - ownership interest in a partnership that owns a senior living facility |
| HeartFields Retirement Community - Easton, LLC                         | MD | Easton, MD - LLC that is developing a senior living facility                              |

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living facility

|   |    |  |
|---|----|--|
| HeartFields Retirement Community - Easton, Inc. | MD | Easton, MD - sole member of an<br>developing a senior living fac |
|---|----|--|

Subsidiaries of KMS Oldco, Inc.

|                           |    |   |
|---------------------------|----|---|
| Constellation Oldco, Inc. | MD | Howard County, MD - owner of o<br>furniture and fixtures of KMS |
|---------------------------|----|---|

Subsidiaries of CPI Church Street, Inc.

|                             |    |          |
|-----------------------------|----|----------|
| Church Street Station, Inc. | FL | Inactive |
|-----------------------------|----|----------|

|                                |    |          |
|--------------------------------|----|----------|
| Rosie O'Grady's Aviation, Inc. | FL | Inactive |
|--------------------------------|----|----------|

Subsidiaries of Constellation Investments, Inc.

|                             |    |   |
|-----------------------------|----|---|
| Luz Solar Partners IV, Ltd. | CA | Kramer Junction, CA - partners<br>a QF facility |
|-----------------------------|----|---|

|                            |    |   |
|----------------------------|----|---|
| Luz Solar Partners V, Ltd. | CA | Kramer Junction, California -<br>facility |
|----------------------------|----|---|

|                               |    |   |
|-------------------------------|----|---|
| Soda Lake Limited Partnership | NV | Fallon, NV - ownership interes<br>as lessor in a sale/leaseback |
|-------------------------------|----|---|

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|                        |    |   |
|------------------------|----|---|
| CII Solarpower I, Inc. | MD | Kramer Junction, CA - ownership<br>a partnership that owns a QF fac |
|------------------------|----|---|

|                                    |    |   |
|------------------------------------|----|---|
| Pacific Ultrapower Chinese Station | CA | Sonora, CA - partnership that o<br>facility |
|------------------------------------|----|---|

|                  |    |  |
|------------------|----|--|
| Rio Bravo Fresno | CA | Fresno, CA - partnership that ow<br>facility |
|------------------|----|--|

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|   |    |   |
|---|----|---|
| BHP Patriots Limited Partnership            | MD | Baltimore, MD -partnership that estate.   |
| CII BHP Housing, Inc.                       | MD | Baltimore, MD - ownership interest partnership that owns real estate  |
| Bruce Street Limited Partnership            | MD | Baltimore, MD - partnership that estate   |
| CII BRS Housing, Inc.                       | MD | Baltimore, MD - ownership interest partnership that owns real estate  |
| Neighborhood Rental Limited Partnership     | MD | Baltimore, MD - partnership that estate   |
| CII NRS Housing, Inc.                       | MD | Baltimore, MD - ownership interest partnership that owns real estate  |
| The New Parkman Housing Limited Partnership | MD | Baltimore, MD - partnership that estate   |
| CII New Parkman, Inc.                       | MD | Baltimore, MD - ownership interest partnership that owns real estate  |
| Ace Power Partners                          | CA | Trona, CA - Ownership interest in partnership that owns a QF facility   |
| ACE Cogeneration Company                    | CA | Trona, CA - partnership that owns facility  |
| CE ACE Limited Partnership                  | MD | Trona, Ca - ownership interest in partnership that has an ownership interest in a partnership 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 that facility  |
| CD Jasmin I, Inc.                           | MD | Kern Co., CA - ownership interest in partnership that owns a QF facility  |
| CD Jasmin II, Inc.                          | MD | Kern Co., CA - ownership interest in partnership that owns a QF facility  |
| CD Jasmin III, Inc.                         | MD | Kern Co., VA - ownership interest in partnership that owns a QF facility  |
| CD Malacha I, Inc.                          | MD | Muck Valley, CA - ownership interest in partnership that owns a EWG/QF facility                                       |
| Ormesa Geothermal II                        | CA | Imperial Valley, CA - partnership that owns a QF facility   |
| CD Ormesageo II-A, Inc.                     | MD | Imperial Valley, CA - ownership interest in partnership that owns a QF facility                                       |
| CD Ormesageo II-B, Inc.                     | MD | Imperial Valley, CA - ownership interest in partnership that owns a QF facility                                       |

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|                         |    |   |
|-------------------------|----|---|
| CD Ormesageo II-C, Inc. | MD | Imperial Valley, CA - ownership<br>a partnership that owns a QF fac                                     |
| CD Ormesageo IE-A, Inc. | MD | VA and WV - member of an LLC tha<br>ownership interest in a partners<br>owns coal processing facilities |
| CD Ormesageo IE-B, Inc. | MD | VA and WV - member of an LLC tha<br>ownership interest in a partners<br>owns coal processing facilities |

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|   |    |  |
|---|----|--|
| CD Ormesageo IE-C, Inc.                     | MD | VA and WV - member of an LLC t<br>ownership interest in a partne<br>owns coal processing facilitie |
| Rio Bravo Poso                              | CA | Kern Co., CA - partnership tha<br>facility   |
| CD Poso I, Inc.                             | MD | Kern Co., CA - ownership inter<br>partnership that owns a QF fac                                   |
| CD Poso II, Inc.                            | MD | Kern Co., CA - ownership inter<br>partnership that owns a QF fac                                   |
| CD Poso III, Inc.                           | MD | Kern Co., CA - ownership inter<br>partnership that owns a QF fac                                   |
| Rio Bravo Rocklin                           | CA | Placer Co., CA - partnership t<br>facility   |
| CD SEGS V, Inc.                             | MD | Kramer Junction, CA - ownershi<br>a partnership that owns a QF f                                   |
| LUZ Solar Partners VI, Ltd.                 | CA | Kramer Junction, CA - partners<br>a QF facility  |
| CD SEGS VI, Inc.                            | MD | Kramer Junction, CA - ownershi<br>a partnership that owns a QF f                                   |
| Star Group Stillwater I Geothermal Partners | NV | Fallon, NV - partnership that<br>in the sale/leaseback of a QF                                     |

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|                                    |    |                             |
|------------------------------------|----|-----------------------------|
| Northern Asset Hedged Utility Fund | MN | Minnesota - investment Fund |
| CP ACE, LLC                        | DE | Inactive. To be dissolved.  |
| CP Chinese Station, LLC            | DE | Inactive. To be dissolved.  |
| CP Empire, LLC                     | DE | Inactive. To be dissolved.  |
| CP Fresno, LLC                     | DE | Inactive. To be dissolved.  |
| CP Jasmin, LLC                     | DE | Inactive. To be dissolved.  |
| CP Malacha, LLC                    | DE | Inactive. To be dissolved.  |
| CP Ormesa II, LLC                  | DE | Inactive. To be dissolved.  |
| CP Poso, LLC                       | DE | Inactive. To be dissolved.  |
| CP Rocklin, LLC                    | DE | Inactive. To be dissolved.  |
| CP SEGS IV, LLC                    | DE | Inactive. To be dissolved.  |
| CP SEGS V, LLC                     | DE | Inactive. To be dissolved.  |
| CP SEGS VI, LLC                    | DE | Inactive. To be dissolved.  |
| CP Soda, LLC                       | DE | Inactive. To be dissolved.  |
| CP Stillwater, LLC                 | DE | Inactive. To be dissolved.  |

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,

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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 1,266 miles of transmission consisting of 215 circuit miles of 500 kV lines; 319 circuit miles of 230 kV lines; 54 circuit miles of 138 kV lines and 678 circuit miles of 138 kV lines and 678 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 40,405 conductor miles of distribution lines, including 19,949 conductor miles of overhead lines and 20,456 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 208 company owned locations with 478 installed transformers. Total transformer capacity is approximately 30,206.3 MVA throughout Central Maryland. Beginning in 2001, BGE's transformer database expanded to include company-owned substations/transformers located in customer property. Generator step-up and other customer-owned transformers are not included in these figures.

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.

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Gas  
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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 5,995 miles of mains and service lines covering 803 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 1,075,654 Dt and a daily capacity of 287,988 Dt located at Spring Gardens, MD, and
- . a propane air facility with a total storage capacity equivalent to 545,000 Dt and a daily capacity of 85,000 Dt 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 Dt/day of pipeline natural gas storage entitlements.

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                |              | WHOLESA         |
|--|-----------------------|--------------|-----------------|
|  | KWH<br>(in thousands) | Amount       | KWH<br>(in thou |
| Total electric sold by state<br>Maryland | 30,306,000            | \$ 2,006,395 | -               |
| Electric sold outside of Md.             | -                     | -            | -               |
| Total electric sold                      | 30,306,000            | \$ 2,006,395 | -               |

GAS





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Harbor. It includes 14 generating units. At maximum output, the plant can generate approximately 10 million kWh of electrical energy in one day. The average yearly generation is 1,096,525,000 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) Carr Street Generating Station L.P. (Carr Street)

225 Greenfield Parkway  
Suite 201  
Liverpool, NY 13088

Carr Street, which is owned by Orion Power Holdings, Inc. ("Orion"), is a natural gas fired dual combustion turbine, single steam turbine combined cycle electric generation facility that produces up to 105 gross MW of power. The facility also has the capability to fire No. 2 low sulfur fuel oil, and may produce up to 80,000 pounds per hour of process steam with a proportionate reduction in electrical power output of up to approximately 5 MW. Claimant sold all of its interest in Orion in February 2002.

(3) Erie Boulevard Hydropower, L.P. (Erie)

225 Greenfield Parkway, Suite 201  
Liverpool NY 13088

Erie, which is owned by Orion Power Holdings, Inc. ("Orion"), consists of 71 hydroelectric facilities located in upper New York State, 69 of which are currently active, with 661 MWs of nominal capacity and approximately 653 MWs of effective capacity. The individual facilities are located on 20 separate rivers and streams in western and northern New York. Claimant sold all of its interest in Orion in February 2002.

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(4) Astoria Generating Company, L.P. (Astoria)

225 Greenfield Parkway, Suite 201  
Liverpool NY 13088

The Astoria facilities consist of the Astoria Generating Station and the Gowanus and Narrows combustion turbine sites. The facilities are owned by Orion Power Holdings, Inc. ("Orion"). The Astoria Generating Station has three operating gas and oil fired steam generating units, two retired steam generating units and a black-start gas turbine with an aggregate capacity of 1,090 MW. The Astoria Generating Station is located adjacent to the East River in Queens, New York. The Gowanus and Narrows combustion turbine sites are located on barges in the East River in New York City. The Gowanus site consists of 32 gas turbine units which are mounted on four floating power barges with an aggregate capacity of 494 MW. The Gowanus units burn No. 2 fuel oil or kerosene fuel. The Narrows site consists of 16 gas turbine units which are located on two floating barges with an aggregate capacity of 271 MW. The Narrows units are dual-fuel capable and can burn liquid fuel (No. 2 fuel oil or kerosene) or natural gas. Claimant sold all of its interest in Orion in February 2002.

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(5) Orion Power Midwest, L.P.

7 East Redwood Street  
10/th/ Floor  
Baltimore, MD 21202

These facilities consist of seven generating plants located in Ohio and Pennsylvania with a combined capacity of 2,614 MW. The facilities are owned by Orion Power Holdings, Inc. ("Orion"). Avon Lake Generating Station is a 739 MW coal-fueled plant located in Cleveland, Ohio. Brunot Island Generating Station is a 234 MW oil-fueled plant located in Pittsburgh, Pennsylvania. Cheswick Generating Station is a 570 MW coal-fueled plant located in Pittsburgh, Pennsylvania. Elrama Generating Station is a 487 MW coal-fueled plant also located in Pittsburgh, Pennsylvania. New Castle Generating Station is a 338 MW coal-fueled plant located in West Pittsburg, Pennsylvania. Niles Generating Station is a 246 MW coal-fueled plant located in Youngstown, Ohio. Claimant sold all of its interest in Orion in February 2002.

(6) Grupo Generador de Guatemala y Cia., S.C.A. ("GGG") (formerly Guatemalan Generating Group y Cia S.C.A.)

Las Margaritas, Torre II, Oficina 902-B Diagonal 6, 10-01 Zona 10  
Guatemala City, Guatemala C.A. 01010

Claimant's interest in this company was sold in December 2001. Generating facilities are located on the shores of Lake Amaititlan, 32 kms outside Guatemala City, and in the Province of Escuintla, approximately 62 kms outside of Guatemala City. The

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generating facilities consist of four turbo generating units, four steam turbines, one heat recovery boiler and one steam injection unit with an aggregate net generating capacity of approximately 80MW and 4 diesel units with a net capacity of 60MW. The generation facilities are interconnected with the Principal Transmission System, the Guatemalan wholesale transmission grid.

(7) Cos de Guatemala S.A.

Las Margaritas, Torre II, Oficina 902-B Diagonal 6, 10-01 Zona 10  
Guatemala City Guatemala C.A. 01010

This entity is inactive. It provided operating services for the generating facilities owned by Grupo Generador de Guatemala y Cia S.C.A., prior to its sale by claimant.

(8) Empresa Electrica Valle Hermoso S.A. ("EVH")

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

Generating facilities are located in Cochabamba, Bolivia and Carasco, Bolivia. EVH was created when the Bolivian government privatized its national power company, Empresa Nacional de Electricidad, through the spin-off and sale of 50% interests in three power generating companies, of which EVH is one. EVH includes one plant of four gas-fired combustion turbines, which produce 71.5 MW, and one plant of two gas-fired combustion turbines, which produce 110 MW, and one plant of three small hydro units which produce 12 MW.

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- (9) The Bolivian Generating Group, LLC

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

The Bolivian Generating Group, LLC ("BGG") has a 50% interest in, and administrative control of EVH, an electricity generating company in Bolivia.

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- (10) C&O Bolivia, LLC

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

Cayman Islands Company, which provides services to EVH in Bolivia. Constellation Power International Investments, Ltd. owns 50% of this joint operating company which provides operation and management services to EVH.

- (11) Intentionally left blank

- (12) 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. Following its acquisition of 100% of the voting shares of Friburgo, a neighboring electric utility that Cataguazes recently acquired, 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.

- (13) 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

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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.

- (14) 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.

- (15) 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.

- (16) CD ACE II, Inc.

111 Market Place, Suite 200  
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.

- (17) CD ACE III, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

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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.

(18) CE ACE IV, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CD 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.

(19) 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.

(20) 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 Carbon County, Utah.

(21) Wolf Hills Energy, LLC

111 Market Place, Suite 200  
Baltimore, Maryland 21202

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

(22) CD Panther Partners, L.P.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

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.

(23) 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

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Rocklin, which owns a biomass-fired small power production facility located in Rocklin, California.

(24) 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.

(25) 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.

(26) 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

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geothermal small power production facility located in Churchill County, Nevada. The facility is leased by Soda Lake Limited Partnership to AMOR IX Corporation.

(27) 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.

(28) CD Soda III, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

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.

(29) CD Stillwater-A, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

CD Stillwater-A, Inc. holds a 10% general partnership interest in the

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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 I pursuant to a triple net lease (Aques Investments Corporation II indirectly owns 50% of the issued and outstanding shares of Stillwater Geothermal I).

(30) 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 I pursuant to a triple net lease (Aques Investments Corporation II indirectly owns 50% of the issued and outstanding shares of Stillwater Geothermal I).

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(31) 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 I pursuant to a triple net lease (Aques Investments Corporation II indirectly owns 50% of the issued and outstanding shares of Stillwater Geothermal I).

(32) 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.

(33) 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.

(34) 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

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facility located in Cambria County, Pennsylvania.

(35) CE Puna Limited Partnership

111 Market Place, Suite 200  
Baltimore, Maryland 21202

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

(36) 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.

(37) 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.

(38) 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.

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

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(40) COSI Puna, Inc.

111 Market Place, Suite 200  
Baltimore, Maryland 21202

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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.

(41) 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.

(42) 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, which commenced commercial operation in 2001.

(43) High Desert Power Project, LLC

111 Market Place, Suite 200  
Baltimore, Maryland 21202

High Desert Power Project, LLC will own a 750 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.

(44) 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

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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.

(45) Aques Investment Corporation II

111 Market Place, Suite 200  
Baltimore, Maryland 21202

Aques Investment Corporation II holds a 50 % interest in Stillwater Geothermal I, which leases a 12.5 MW geothermal facility in Churchill County, Nevada.

(46) Constellation Operating Services, Inc.

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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; Panther Creek Partners the lessee of an 86 MW wastecoal-fired facility in Carbon County, Pennsylvania; and Colstrip Energy Limited Partnership 42 MW waste coal-fired facility in Rosebud, Montana.

(47) Holland Energy, LLC

111 Market Place, Suite 200  
Baltimore, Maryland 21202

Holland Energy, LLC will own a 665 MW gas-fired combined cycle generating facility located in Shelby County, Illinois which is under construction and expected to be completed in the second quarter of 2002.

(48) Oleander Power Project, Limited Partnership

111 Market Place, Suite 200  
Baltimore, Maryland 21202

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Oleander Power Project, Limited Partnership is an up to 875 MW gas and oil fired simple cycle facility located in Brevard County, Florida, which is under construction and expected to be completed in the second quarter of 2002.

(49) 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 facility pursuant to agreements with InterPower/Ahlcon Partners, L.P., the facility lesser under a sale/lease-back arrangement for the facility.

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

111 Market Place, Suite 200  
Baltimore, Maryland 21202

Rio Nogales Power Project L.P. is the sole direct owner and operator of a 800 MW natural gas-fired combined cycle power facility located in Sequin, Texas, currently being constructed.

(51) Calvert Cliffs Nuclear Power Plant, Inc.

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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.

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(52) 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.

(53) 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.

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

(1) Safe Harbor

| System Company<br>-----          | Description of<br>Interest Held<br>-----                |
|----------------------------------|---|
| Constellation Energy Group, Inc. | 100% ownership of<br>Constellation Enterprises,<br>Inc. |
| Constellation Enterprises, Inc.  | 100% ownership of<br>Constellation Holdings, Inc.       |

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|   |   |
|---|---|
| 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) Carr Street \*

| System Company<br>-----          | Description of<br>Interest Held<br>-----                                     |
|----------------------------------|--|
| Constellation Energy Group, Inc. | 100% ownership of Constellation Enterprises, Inc.                            |
| Constellation Enterprises, Inc.  | 19.9% ownership of Orion Power Holdings, Inc.                                |
| Orion Power Holdings, Inc.       | 100% ownership of Orion Power New York L. P., and Orion Power New York G. P. |
| Orion Power New York, L. P.      | 99% ownership of Carr Street   |
| Orion Power New York, G. P.      | 1% ownership of Carr Street  |

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\* Interest sold in February 2002

(3) Erie \*

| System Company<br>-----          | Description of<br>Interest Held<br>-----          |
|----------------------------------|---|
| Constellation Energy Group, Inc. | 100% ownership of Constellation Enterprises, Inc. |
| Constellation Enterprises, Inc.  | 19.9% ownership of Orion Power Holdings, Inc.     |

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|                             |  |
|-----------------------------|--|
| Orion Power Holdings, Inc.  | 100% ownership of Orion Power New York L.P. and Orion Power New York, G.P. |
| Orion Power New York, L. P. | 99% ownership of Erie  |
| Orion Power New York, G. P. | 1% ownership of Erie   |

(4) Astoria \*

| System Company<br>-----          | Description of<br>Interest Held<br>-----          |
|----------------------------------|---|
| Constellation Energy Group, Inc. | 100% ownership of Constellation Enterprises, Inc. |
| Constellation Enterprises, Inc.  | 19.9% ownership of Orion Power Holdings, Inc.     |

-----  
\* Interest sold in February 2002.

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|                             |   |
|-----------------------------|---|
| Orion Power Holdings, Inc.  | 100% ownership of Orion Power New York L. P. and Orion Power New York G. P. |
| Orion Power New York, L. P. | 99% ownership of Astoria  |
| Orion Power New York, G. P. | 1% ownership of Astoria   |

(5) Orion Power Midwest, L.P. (Midwest Facilities) \*

| System Company<br>-----          | Description of<br>Interest Held<br>-----                                |
|----------------------------------|---|
| Constellation Energy Group, Inc. | 100% ownership of Constellation Enterprises, Inc.                       |
| Constellation Enterprises, Inc.  | 19.9% ownership of Orion Power Holdings, Inc.                           |
| Orion Power Holdings, Inc.       | 100% ownership of Orion Power Midwest L.P. and Orion Power Midwest G.P. |

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|                            |  |
|----------------------------|--|
| Orion Power Midwest, L. P. | 99% ownership of<br>Midwest Facilities |
| Orion Power Midwest, G. P. | 1% ownership of<br>Midwest Facilities  |

-----

\* Interest sold in February 2002.

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(6) Grupo Generador de Guatemala y Cia., S.C.A. (GGG)  
(formerly Guatemalan Generating Group y Cia S.C.A) \*\*

| System Company<br>-----                                   | Description of Interest Held<br>-----  |
|---|--|
| Constellation Energy Group, Inc.                          | 100% ownership of<br>Constellation Enterprises, Inc.   |
| Constellation Enterprises, Inc.                           | 100% ownership of<br>Constellation Holdings, Inc.  |
| Constellation Holdings, Inc.                              | 100% ownership of<br>Constellation Power, Inc.   |
| Constellation Power, Inc.                                 | 100% ownership of Constellation<br>Power International Investments,<br>Ltd.  |
| Constellation Power<br>Investments International,<br>Ltd. | 100% ownership of Green Tree<br>Finance Company and Guatemala<br>Generating Group - I                                  |
| Green Tree Finance Company                                | 99% ownership of Grupo<br>Generador de Guatemala, S.A.   |
| Guatemalan Generating<br>Group - I                        | 1% ownership of Grupo Generador<br>De Guatemala, S.A.<br>99% ownership of Grupo Generador<br>de Guatemala y Cia S.C.A. |
| Grupo Generador de Guatemala,<br>S.A.                     | 1% ownership of Group Generador<br>De Guatemala y Cia S.C.A.   |

(7) Cos de Guatemala S.A.

| System Company<br>-----            | Description of Interest Held<br>-----                     |
|------------------------------------|---|
| Constellation Energy Group,        | 100% ownership of Inc.<br>Constellation Enterprises, Inc. |
| Constellation Enterprises,<br>Inc. | 100% ownership of<br>Constellation Holdings, Inc.         |

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\*\* Interest sold in December 2001.

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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 Constellation Operating Services International<br>100% ownership of Constellation Operating Services International - I |
| Constellation Operating Services International | 80% ownership of Cos De Guatemala S.A.   |
| Constellation Operating Services International | 20% ownership of Cos de Services International - I Guatemala, S.A.   |

(8) Empresa Electrica Valle Hermoso S.A.

| System Company<br>-----                             | Description of Interest Held<br>-----                                 |
|---|---|
| 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                 |
| C&O Bolivia, LLC                                    | 50% ownership of C&O Bolivia, LLC                                     |
| The Bolivian Generating Group, LLC                  | 26% ownership of The Bolivian Generating Group, LLC                   |
| The Bolivian Generating Group, LLC                  | 50% ownership of Empresa Electrica Valle Hermoso, S.A.                |

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(9) The Bolivian Generating Group, LLC

| System Company<br>-----          | Description of Interest Held<br>-----             |
|----------------------------------|---|
| 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 Constellation Power International Investments, Ltd. |
| Constellation Power International Investments, Ltd. | 15.5% ownership of The Bolivian Generating Group, LLC                 |
|   | 50% ownership of C&O Bolivia, LLC                                     |
| C&O Bolivia, LLC                                    | 26% ownership interest of The Bolivian Generating Group, LLC          |
| (10) C&O Bolivia, LLC                               |   |
| System Company<br>-----                             | Description of Interest Held<br>-----                                 |
| 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. | 50% ownership of C&O Bolivia, LLC                                     |

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|--|---|
| (11) Intentionally left blank  |   |
| (12) Compania Forca E Luz Cataguazes - Leopoldina and Cia De Electricidad De Nova Friburgo |   |
| System Company<br>-----  | Description of Interest Held<br>-----             |
| 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                   |

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|   |  |
|---|--|
| <p>Constellation Power<br/>International Investments,<br/>Ltd.</p>  | <p>Power International Investments, Ltd.<br/><br/>16.5% ownership of The Latin<br/>America Energy<br/>and Electricity Fund I, L.P.</p> |
| <p>Fondelec General Partners,<br/>L.P.</p>  | <p>8.291% of Fondelec General<br/>Partners, L.P.</p>   |
| <p>The Latin America Energy and<br/>Electricity Fund I, L.P.</p>  | <p>1% of the Latin American Energy<br/>and Electricity Fund I, L.P.</p>  |
| <p>(13) ELECTRA NORESTE, S.A. (formerly known as Empresa de Distribucion<br/>Electrica Noreste, S.A.)</p> | <p>7.06% ownership of Compania<br/>Forca E Luz Cataguazes -<br/>Leopoldina and Cia De<br/>Electricidad De Nova Friburgo</p>            |

| System Company<br>-----                     | Description of Interest Held<br>-----                        |
|---|--|
| <p>Constellation Energy Group,<br/>Inc.</p> | <p>100% ownership of<br/>Constellation Enterprises, Inc.</p> |
| <p>Constellation Enterprises,<br/>Inc.</p>  | <p>100% ownership of<br/>Constellation Holdings, Inc.</p>    |

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|--|--|
| <p>Constellation Holdings, Inc.</p>                                | <p>100% ownership of<br/>Constellation Power, Inc.</p>                               |
| <p>Constellation Power, Inc.</p>                                   | <p>100% ownership of<br/>Constellation Power<br/>International Investments, Ltd.</p> |
| <p>Constellation Power<br/>International Investments,<br/>Ltd.</p> | <p>100% ownership of CP<br/>Panama Investors, Inc.</p>                               |
| <p>CP Panama Investors, Inc.</p>                                   | <p>100% of Class B common stock<br/>of CP Panama I, S.A.</p>                         |
| <p>CP Panama I, S.A.</p>   | <p>25% of Class A common stock of<br/>Panama Distribution Group, S.A.</p>            |
| <p>Panama Distribution Group,<br/>S.A.</p>                         | <p>100% of Class A. common stock of<br/>CP Panama I, S.A.</p>                        |
| <p>(14) Malacha Hydro Limited Partnership</p>                      | <p>55% of Class A common stock of<br/>Panama Distribution Group, S.A.</p>            |
| <p>System Company<br/>-----</p>                                    | <p>51% of Elektra Noreste, S.A.</p>  |

| System Company<br>----- | Description of Interest Held<br>----- |
|-------------------------|---------------------------------------|
|-------------------------|---------------------------------------|

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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 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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(15) CD ACE I, Inc.

| System Company<br>-----          | Description of Interest<br>-----                  |
|----------------------------------|---|
| 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.                  |

(16) CD ACE II, Inc.

| System Company<br>-----          | Description of Interest<br>-----                  |
|----------------------------------|---|
| 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.                 |

(17) CD ACE III, Inc.

| System Company<br>-----          | Description of Interest<br>-----                  |
|----------------------------------|---|
| Constellation Energy Group, Inc. | 100% ownership of Constellation Enterprises, Inc. |

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|                                 |  |
|---------------------------------|--|
| Constellation Enterprises, Inc. | 100% ownership of<br>Constellation Holdings, Inc.    |
| Constellation Holdings, Inc.    | 100% ownership of<br>Constellation Investments, Inc. |

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|                                |                                       |
|--------------------------------|---------------------------------------|
| Constellation Investments Inc. | 100% ownership of<br>CD ACE III, Inc. |
|--------------------------------|---------------------------------------|

(18) CD ACE IV, Inc.

| System Company<br>-----          | Description of Interest<br>-----                     |
|----------------------------------|--|
| Constellation Energy Group, Inc. | 100% ownership of Constellation<br>Enterprises, Inc. |
| Constellation Enterprises, Inc.  | 100% ownership of<br>Constellation Holdings, Inc.    |
| Constellation Holdings, Inc.     | 100% ownership of<br>Constellation Power, Inc.       |
| Constellation Power, Inc.        | 100% ownership of<br>CD ACE IV, Inc.                 |

(19) Sunnyside II, L.P.

| System Company<br>-----          | Description of Interest<br>-----                                   |
|----------------------------------|--|
| Constellation Energy Group, Inc. | 100% ownership of Constellation<br>Enterprises, Inc.               |
| Constellation Enterprises, Inc.  | 100% ownership of<br>Constellation Holdings, Inc.                  |
| Constellation Holdings, Inc.     | 100% ownership of<br>Constellation Power, Inc.                     |
| Constellation Power, Inc.        | 100% ownership of<br>CP Sunnyside I, Inc.                          |
| CP Sunnyside I, Inc.             | 100% ownership of<br>Sunnyside II, Inc. and<br>Sunnyside III, Inc. |
| Sunnyside II, Inc.               | 95% general partner of<br>Sunnyside II, L.P.                       |
| Sunnyside III, Inc.              | 5% limited partner of<br>Sunnyside II, L.P.                        |

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(20) University Park Energy, LLC

| System Company<br>-----          | Description of Interest<br>-----                     |
|----------------------------------|--|
| Constellation Energy Group, Inc. | 100% ownership of<br>Constellation Enterprises, Inc. |
| Constellation Enterprises, Inc.  | 100% ownership of<br>Constellation Holdings, Inc.    |
| Constellation Holdings, Inc.     | 100% ownership of<br>Constellation Power, Inc.       |
| Constellation Power, Inc.        | 100% Member of<br>University Park Energy, LLC        |

(21) Wolf Hills Energy, LLC

| System Company<br>-----          | Description of Interest<br>-----                     |
|----------------------------------|--|
| Constellation Energy Group, Inc. | 100% ownership of<br>Constellation Enterprises, Inc. |
| Constellation Enterprises, Inc.  | 100% ownership of<br>Constellation Holdings, Inc.    |
| Constellation Holdings, Inc.     | 100% ownership of<br>Constellation Power, Inc.       |
| Constellation Power, Inc.        | 100% Member of<br>Wolf Hills Energy, LLC             |

(22) CD Panther Partners, L.P.

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

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|                              |  |
|------------------------------|--|
| Constellation Power, Inc.    | 100% ownership of<br>CD Panther II, Inc. and<br>50% ownership of Panther<br>Creek Holdings, Inc. |
| Panther Creek Holdings, Inc. | 100% ownership of<br>CD Panther I, Inc. and<br>Pegasus Power Company, Inc.                       |
| CD Panther I, Inc.           | 1% general partner of  |

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|                                  |  |
|----------------------------------|--|
|                                  | CD Panther Partners, L.P.                            |
| CD Panther II, Inc.              | 99% limited partner of<br>CD Panther Partners, L.P.  |
| (23) CD Rocklin I, Inc.          |  |
| System Company<br>-----          | Description of Interest<br>-----                     |
| Constellation Energy Group, Inc. | 100% ownership of Constellation<br>Enterprises, Inc. |
| Constellation Enterprises, Inc.  | 100% ownership of<br>Constellation Holdings, Inc.    |
| Constellation Holdings, Inc.     | 100% ownership of<br>Constellation Power, Inc.       |
| Constellation Investments, Inc.  | 100% ownership of<br>CD Rocklin I, Inc.              |

|                                  |  |
|----------------------------------|--|
| (24) CD Rocklin II, Inc.         |  |
| System Company<br>-----          | Description of Interest<br>-----                     |
| Constellation Energy Group, Inc. | 100% ownership of Constellation<br>Enterprises, Inc. |
| Constellation Enterprises, Inc.  | 100% ownership of<br>Constellation Holdings, Inc.    |
| Constellation Holdings, Inc.     | 100% ownership of<br>Constellation Power, Inc.       |
| Constellation Investments, Inc.  | 100% ownership of<br>CD Rocklin II, Inc.             |

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|                                  |  |
|----------------------------------|--|
| (25) CD Rocklin III, Inc.        |  |
| System Company<br>-----          | Description of Interest<br>-----                     |
| Constellation Energy Group, Inc. | 100% ownership of Constellation<br>Enterprises, Inc. |
| Constellation Enterprises, Inc.  | 100% ownership of<br>Constellation Holdings, Inc.    |
| Constellation Holdings, Inc.     | 100% ownership of<br>Constellation Power, Inc.       |
| Constellation Investments, Inc.  | 100% ownership of<br>CD Rocklin III, Inc.            |

(26) CD Soda I, Inc.

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| System Company<br>-----          | Description of Interest<br>-----                  |
|----------------------------------|---|
| 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.                 |

(27) CD Soda II, Inc.

| System Company<br>-----          | Description of Interest<br>-----                  |
|----------------------------------|---|
| 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 Soda II, Inc. |
|---------------------------------|------------------------------------|

(28) CD Soda III, Inc.

| System Company<br>-----          | Description of Interest<br>-----                  |
|----------------------------------|---|
| 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.               |

(29) CD Stillwater-A, Inc.

| System Company<br>-----          | Description of Interest<br>-----                  |
|----------------------------------|---|
| Constellation Energy Group, Inc. | 100% ownership of Constellation Enterprises, Inc. |

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|                                  |  |
|----------------------------------|--|
| Constellation Enterprises, Inc.  | 100% ownership of<br>Constellation Holdings, Inc.    |
| Constellation Holdings, Inc.     | 100% ownership of<br>Constellation Investments, Inc. |
| Constellation Investments, Inc.  | 100% ownership of<br>CD Stillwater-A, Inc.           |
| (30) CD Stillwater-B, Inc.       |  |
| System Company<br>-----          | Description of Interest<br>-----                     |
| Constellation Energy Group, Inc. | 100% ownership of Constellation<br>Enterprises, Inc. |
| Constellation Enterprises, Inc.  | 100% ownership of<br>Constellation Holdings, Inc.    |

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|  |  |
|--|--|
| Constellation Holdings, Inc.                               | 100% ownership of<br>Constellation Investments, Inc. |
| Constellation Investments, Inc.                            | 100% ownership of<br>CD Stillwater-B, Inc.           |
| (31) CD Stillwater-C, Inc.                                 |  |
| System Company<br>-----                                    | Description of Interest<br>-----                     |
| Constellation Energy Group, Inc.                           | 100% ownership of Constellation<br>Enterprises, Inc. |
| Constellation Enterprises, Inc.                            | 100% ownership of<br>Constellation Holdings, Inc.    |
| Constellation Holdings, Inc.                               | 100% ownership of<br>Constellation Investments, Inc. |
| Constellation Investments, Inc.                            | 100% ownership of<br>CD Stillwater-C, Inc.           |
| (32) CE Central Wayne Energy Recovery, Limited Partnership |  |
| System Company<br>-----                                    | Description of Interest<br>-----                     |
| Constellation Energy Group, Inc.                           | 100% ownership of Constellation<br>Enterprises, Inc. |
| Constellation Enterprises, Inc.                            | 100% ownership of<br>Constellation Holdings, Inc.    |
| Constellation Holdings, Inc.                               | 100% ownership of<br>Constellation Power, Inc.       |
| Constellation Power, Inc.                                  | 100% ownership of                                    |

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|                  |  |
|------------------|--|
| CE Wayne I, Inc. | CE Wayne I, Inc. and<br>CE Wayne II, Inc.  |
|                  | 1% general partner of<br>CE Central Wayne Energy Recovery<br>Limited Partnership |

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|                   |   |
|-------------------|---|
| CE Wayne II, Inc. | 99% limited partner of<br>CE Central Wayne Energy Recovery<br>Limited Partnership |
|-------------------|---|

(33) CE Colver I, Inc.

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

(34) CE Colver Limited Partnership

| System Company<br>-----          | Description of Interest<br>-----                                     |
|----------------------------------|--|
| Constellation Energy Group, Inc. | 100% ownership of Constellation<br>Enterprises, Inc.                 |
| Constellation Enterprises, Inc.  | 100% ownership of<br>Constellation Holdings, Inc.                    |
| Constellation Holdings, Inc.     | 100% ownership of<br>Constellation Power, Inc.                       |
| Constellation Power, Inc.        | 100% ownership of<br>CE Colver II, Inc. and<br>CE Colver III, Inc.   |
| CE Colver II, Inc.               | 99% limited partnership interest<br>in CE Colver Limited Partnership |
| CE Colver III, Inc.              | 1% general partnership interest<br>in CE Colver Limited Partnership  |

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(35) CE Puna Limited Partnership

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| System Company<br>-----          | Description of Interest<br>-----                                |
|----------------------------------|---|
| 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 |
| (36) CE Wayne I, Inc.            |   |

| System Company<br>-----          | Description of Interest<br>-----                  |
|----------------------------------|---|
| 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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(37) CII Woodpower I, Inc.

| System Company<br>-----          | Description of Interest<br>-----                  |
|----------------------------------|---|
| 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.           |

(38) CII Woodpower II, Inc.

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| System Company<br>-----          | Description of Interest<br>-----                  |
|----------------------------------|---|
| 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 II, Inc.          |
| (39) COSI Central Wayne, Inc.    |   |

| System Company<br>-----          | Description of Interest<br>-----                  |
|----------------------------------|---|
| 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 Operating Services, Inc. |
| Constellation Operating Services, Inc. | 100% ownership of COSI Central Wayne, Inc.               |
| (40) COSI Puna, Inc.                   |  |

| System Company<br>-----                | Description of Interest<br>-----                         |
|--|--|
| 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.                        |
| (41) COSI Sunnyside, 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 Constellation Operating Services, Inc. |
| Constellation Operating Services, Inc. | 100% ownership of COSI Sunnyside, Inc.                   |

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|                                     |  |
|-------------------------------------|--|
| (42) Handsome Lake Energy, LLC      |  |
| 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% membership interest in Handsome Lake Energy, LLC  |
| (43) High Desert Power Project, LLC |  |
| 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 High Desert I, Inc. and CP High Desert II, Inc.   |
| 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 |
| CP High Desert Limited Partnership | 99% membership interest in High Desert Power Project, LLC              |

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(44) Big Sandy Peaker Plant, LLC

| 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% membership in Big Sandy Peaker Plant, LLC    |

(45) Aques Investment Corporation II

| System Company                                 | Description of Interest                           |
|--|---|
| Constellation Energy Group, Inc.               | 100% ownership of Constellation Enterprises, Inc. |
| Constellation Enterprises, Inc. Holdings, Inc. | 100% ownership of Constellation                   |
| Constellation Holdings, Inc.                   | 100% ownership of Constellation Power, Inc.       |
| Constellation Power, Inc.                      | 100% ownership of Aques Investment Corporation II |

(46) 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.       |

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|  |  |
|--|--|
| 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 I, Inc.                     | 50% partner of Constellation Operating Services            |
| COSI Ultra II, Inc.                    | 50% partner of Constellation Operating Services            |

(47) Holland Energy, LLC

| System Company<br>-----          | Description of Interest<br>-----                  |
|----------------------------------|---|
| 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             |

(48) Oleander Power Project, Limited Partnership

| System Company<br>-----          | Description of Interest<br>-----  |
|----------------------------------|---|
| 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 IInvestors, Inc., CP Oleander I, Inc. and CP Oleander II, Inc. |

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|                            |  |
|----------------------------|--|
| 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 |

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CP Oleander I, Inc. 1% partnership interest in Oleander Power Project, LP

(49) 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.

Constellation Operating Services, Inc.

100% ownership of COSI A/C Power, Inc.

(50) 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.

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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.

(51) Calvert Cliffs Nuclear Power Plant, Inc.

System Company  
-----

Description of Interest  
-----

Constellation Energy Group, Inc.

100% ownership of Constellation Nuclear, LLC

Constellation Nuclear, LLC

100% ownership of Calvert Cliffs

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Nuclear Power Plant, Inc.

(52) Constellation Power Source Generation, Inc.

| System Company<br>-----                   | Description of Interest<br>-----                              |
|---|---|
| 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. |

(53) Nine Mile Point Nuclear Station, LLC

| System Company<br>-----          | Description of Interest<br>-----                           |
|----------------------------------|--|
| Constellation Energy Group, Inc. | 100% ownership of Constellation Nuclear, LLC               |
| Constellation Nuclear, LLC       | 100% ownership of Constellation Nuclear Power Plants, Inc. |

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|  |  |
|--|--|
| Constellation Nuclear Power Plants, Inc. | 100% ownership of Nine Mile Point Nuclear Station, LLC |
|--|--|

(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

(d) Capitalization and earnings of the EWG or foreign utility company during the reporting period. (All figures are as of 12/31/01).

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

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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 28th day of February, 2002.

Constellation Energy Group, Inc.

By: David A. Brune  
-----

David A. Brune  
Vice President and  
Secretary

Corporate Seal

Attest:

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

Thomas E. Ruszin, Jr.  
Treasurer and Assistant Secretary

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

David A. Brune, Vice President and Secretary  
Constellation Energy Group, Inc.  
250 W. Pratt Street  
Baltimore, MD 21201

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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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