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**Peter J. Barrett**  
Assistant General Counsel  
Law Department

August 12, 2002

By Telecopier (202) 824-5090  
and Airbourne Express  
Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, D.C. 20549  
Attention: Jonathan G. Katz, Secretary

Re: Consolidated Edison, Inc.

Ladies and Gentlemen:

Pursuant to the Order of the Commission requiring the filing of sworn statements pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934 (File No. 4-460), here are the sworn statements of the principal executive officer and the principal financial officer of Consolidated Edison, Inc.

Please acknowledge receipt of the sworn statements on the enclosed copy of this letter and return it to me in the enclosed, stamped self-addressed envelope.

Very truly yours,

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Exhibit A  
(Corrected)

OMB Number: 3235-0569  
Expires: January 31, 2003

**Statement Under Oath of Principal Executive Officer and Principal Financial Officer  
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, Joan S. Freilich, principal financial officer, state and attest that:

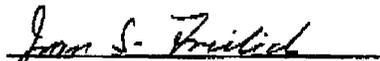
(1) To the best of my knowledge, based upon a review of the covered reports of Consolidated Edison, Inc., and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

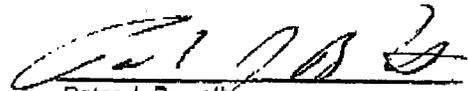
(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- the Annual Report on Form 10-K for the year ended December 31, 2001 of Consolidated Edison, Inc.;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Consolidated Edison, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

  
Joan S. Freilich  
August 12, 2002

Subscribed and sworn to before me this  
12<sup>th</sup> day of August 2002



Peter J. Barrett  
Notary Public, State of New York  
No. 02BA4973207  
Qualified in Westchester County  
Commission Expires: October 15, 2002

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