UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM T-1

STATEMENT OF ELIGIBILITY UNDER THE TRUST INDENTURE ACT OF 1939 OF A CORPORATION DESIGNATED TO ACT AS TRUSTEE

CHECK IF AN APPLICATION TO DETERMINE ELIGIBILITY OF A TRUSTEE PURSUANT TO SECTION 305(b)(2) |__|

THE BANK OF NEW YORK MELLON (Exact name of trustee as specified in its charter)

New York (Jurisdiction of incorporation if not a U.S. national bank)

One Wall Street, New York, New York (Address of principal executive offices)

13-5160382 (I.R.S. employer identification no.)

10286

(Zip code)

Legal Department The Bank of New York Mellon One Wall Street, 15th Floor New York, New York 10286 (212) 635-1270

(Name, address and telephone number of agent for service)

ATLANTIC CITY ELECTRIC COMPANY

(Exact name of obligor as specified in its charter)

New Jersey (State or other jurisdiction of incorporation or organization)

800 King Street, P.O. Box 231 Wilmington, Delaware (Address of principal executive offices) 21-0398280 (I.R.S. employer identification no.)

19899 (Zip code)

First Mortgage Bonds (Title of the indenture securities)

uentification

1. General information. Furnish the following information as to the Trustee:

(a) Name and address of each examining or supervising authority to which it is subject.

Name	Address
Superintendent of Banks of the State of New York	One State Street New York, New York 10004-1417 and Albany, New York 12223
Federal Reserve Bank of New York	33 Liberty Street New York, New York 10045
Federal Deposit Insurance Corporation	Washington, District of Columbia 20429
New York Clearing House Association	New York, New York 10005

(b) Whether it is authorized to exercise corporate trust powers.

Yes.

2. Affiliations with Obligor.

If the obligor is an affiliate of the trustee, describe each such affiliation.

None.

16. List of Exhibits.

Exhibits identified in parentheses below, on file with the Commission, are incorporated herein by reference as an exhibit hereto, pursuant to Rule 7a-29 under the Trust Indenture Act of 1939 (the "Act") and 17 C.F.R. 229.10(d).

 A copy of the Organization Certificate of The Bank of New York Mellon (formerly known as The Bank of New York, itself formerly Irving Trust Company) as now in effect, which contains the authority to commence business and a grant of powers to exercise corporate trust powers. (Exhibit 1 to Amendment No. 1 to Form T-1 filed with Registration Statement No. 33-6215, Exhibits 1a and 1b to Form T-1 filed with Registration Statement No. 33-21672, Exhibit 1 to Form T-1 filed with Registration Statement No. 33-29637, Exhibit 1 to Form T-1 filed with Registration Statement No. 333-121195 and Exhibit 1 to Form T-1 filed with Registration Statement No. 333-152735).

- 4. A copy of the existing By-laws of the Trustee. (Exhibit 4 to Form T-1 filed with Registration Statement No. 333-154173).
- 6. The consent of the Trustee required by Section 321(b) of the Act (Exhibit 6 to Form T-1 filed with Registration Statement No. 333-152735).
- 7. A copy of the latest report of condition of the Trustee published pursuant to law or to the requirements of its supervising or examining authority.

SIGNATURE

Pursuant to the requirements of the Act, the Trustee, The Bank of New York Mellon, a corporation organized and existing under the laws of the State of New York, has duly caused this statement of eligibility to be signed on its behalf by the undersigned, thereunto duly authorized, all in The City of New York, and State of New York, on the 16th day of September, 2010.

THE BANK OF NEW YORK MELLON

By: <u>/S/</u><u>SHERMA THOMAS</u> Name: SHERMA THOMAS Title: SENIOR ASSOCIATE

Consolidated Report of Condition of

THE BANK OF NEW YORK MELLON

of One Wall Street, New York, N.Y. 10286 And Foreign and Domestic Subsidiaries,

a member of the Federal Reserve System, at the close of business June 30, 2010, published in accordance with a call made by the Federal Reserve Bank of this District pursuant to the provisions of the Federal Reserve Act.

ASSETS	Dollar Amounts In Thousands
Cash and balances due from depository	
institutions:	
Noninterest-bearing balances and currency	
and coin	2,894,000
Interest-bearing balances	70,096,000
Securities:	
Held-to-maturity securities	3,740,000
Available-for-sale securities	47,179,000
Federal funds sold and securities purchased	
under agreements to resell:	
Federal funds sold in domestic offices	1,000
Securities purchased under agreements to	,
resell	1,090,000
Loans and lease financing receivables:	, ,
Loans and leases held for sale	22,000
Loans and leases, net of unearned	,
income	25,167,000
LESS: Allowance for loan and	-, -,
lease losses	525,000
Loans and leases, net of unearned	
income and allowance	24,642,000
Trading assets	6,020,000
Premises and fixed assets (including	-,,
capitalized leases)	1,025,000
Other real estate owned	6,000
Investments in unconsolidated subsidiaries	-,
and associated companies	883,000
Direct and indirect investments in real estate	
ventures	0
Intangible assets:	
Goodwill	4,897,000
Other intangible assets	1,403,000
Other assets	12,096,000
Total assets	175,994,000
	175,994,000

LIABILITIES

Noninterest-bearing39,261,000Interest-bearing28,448,000In foreign offices, Edge and Agreement28,448,000subsidiaries, and IBFs72,585,000Noninterest-bearing2,240,000Interest-bearing70,345,000Federal funds purchased and securities sold70,345,000under agreements to repurchase:Federal funds purchased in domesticoffices2,906,000Securities sold under agreements to12,000repurchase12,000Other borrowed money:7,528,000(includes mortgage indebtedness and obligations under capitalized leases)1,619,000Not applicable3,490,000Not applicable5,096,000Subordinated notes and debentures5,096,000Total liabilities5,096,000Total liabilities0Common stock1,135,000Surplus0Common stock1,135,000Surplus (exclude all surplus related to preferred stock)6,215,000Accumulated other comprehensive income-1,208,000Other equity capital0Total bank equity capital0Noncontrolling (minority) interests in consolidated subsidiaries362,000Total equity capital15,049,000	Deposits:	
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· · · ·	consolidated subsidiaries	362,000
Total liabilities and equity capital175,994,000	Total equity capital	15,049,000
	Total liabilities and equity capital	175,994,000

I, Thomas P. Gibbons, Chief Financial Officer of the above-named bank do hereby declare that this Report of Condition is true and correct to the best of my knowledge and belief.

Thomas P. Gibbons, Chief Financial Officer

We, the undersigned directors, attest to the correctness of this statement of resources and liabilities. We declare that it has been examined by us, and to the best of our knowledge and belief has been prepared in conformance with the instructions and is true and correct.

Gerald L. Hassell Robert P. Kelly Catherine A. Rein

Directors