



conEdison.
a conEdison, Inc. company

0649

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,

RECEIVED
OFFICE OF THE SECRETARY

AUG 13 2002

0649

**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, Eugene R. McGrath, principal executive officer, state and attest that:

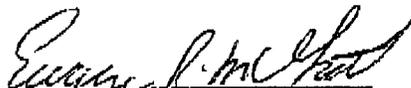
(1) To the best of my knowledge, based upon a review of the covered reports of Consolidated Edison, Inc., and, except as corrected or supplemented in a subsequent covered report:

- 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.


 Eugene R. McGrath
 August 12, 2002

Subscribed and sworn to before me this
12th day of August 2002


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

RECEIVED
OFFICE OF THE SECRETARY

AUG 13 2002