

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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): August 3, 2009

CENTERPOINT ENERGY TRANSITION BOND COMPANY II, LLC

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

333-121505
(Commission File Number)

59-3790472
(IRS Employer
Identification No.)

**1111 Louisiana, Suite 4655B
Houston, Texas**
(Address of principal executive offices)

77002
(Zip Code)

Registrant's telephone number, including area code: **(713) 207-5222**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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TABLE OF CONTENTS

[Item 8.01 Other Events](#)

[Item 9.01 Financial Statements and Exhibits](#)

[SIGNATURES](#)

[EXHIBIT INDEX](#)

[EX-99.1](#)

[Table of Contents](#)

Item 8.01 Other Events.

In connection with the August 1, 2009 payment date for its Senior Secured Transition Bonds, Series A (the “Bonds”), CenterPoint Energy Transition Bond Company II, LLC (the “Company”) paid all interest then due on the Bonds and the scheduled principal payment of \$42,949,120 on the Bonds in Tranche A-2. In addition, the Company paid \$2,560 to cover the trustee’s fees and expenses.

After giving effect to all payments made in connection with the August 1 payment date, the Capital Subaccount had a balance of \$9.528 million, which exceeds the targeted level of \$9.255 million, and the Excess Funds Subaccount had a balance of \$0.021 million.

After giving effect to the principal payment set forth above, the outstanding principal balance and the interest rate for each tranche of the Bonds are as follows:

Tranche	Outstanding Principal Balance	Interest Rate
A-1	\$ 0.00	4.840%
A-2	\$317,117,443	4.970%
A-3	\$252,000,000	5.090%
A-4	\$519,000,000	5.170%
A-5	\$462,000,000	5.302%

Each outstanding tranche of the Bonds continues to be rated Aaa/AAA/AAA by Moody’s Investors Service, Inc., Standard & Poor’s Rating Services, a division of The McGraw-Hill Companies, and Fitch, Inc., respectively. A security rating is not a recommendation to buy, sell or hold securities and may be revised or withdrawn at any time by the rating agency. Each rating should be evaluated independently of any other rating. No person is obligated to maintain its rating on the Bonds, and accordingly, we cannot assure you that a rating assigned to any tranche of the Bonds upon initial issuance will not be revised or withdrawn by a rating agency at any time thereafter. If a rating of any tranche of the Bonds is revised or withdrawn, the liquidity of that tranche may be adversely affected. In general, ratings address credit risk and do not represent any assessment of the likelihood of any particular level of principal payments on the Bonds other than payment in full of each tranche of the Bonds by the applicable final maturity date, as well as the timely payment of interest.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The Company has included as Exhibit 99.1 to this Current Report on Form 8-K the Semiannual Servicer’s Certificate, dated July 30, 2009, transmitted by CenterPoint Energy Houston Electric, LLC, the Servicer of the Bonds, to Deutsche Bank Trust Company Americas, the Paying Agent for the Bonds, in connection with the August 1, 2009 payment date for the Bonds. The information on this Exhibit is hereby incorporated by reference into this Current Report on Form 8-K.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

CENTERPOINT ENERGY TRANSITION BOND
COMPANY II, LLC

Date: August 7, 2009

By: /s/ Marc Kilbride
Marc Kilbride
Vice President, Treasurer and Manager

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Exhibit Description</u>
99.1	Semiannual Servicer's Certificate, dated as of July 30, 2009, as to the transition bond balances, the balances of the collection account and its sub-accounts, and setting forth transfers and payments to be made on the August 1, 2009 payment date.

Semiannual Servicer's Certificate
CenterPoint Energy Transition Bond Company II, LLC
\$1,851,000,000 Series A Transition Bonds

Pursuant to Section 6 of Annex 1 to the Transition Property Servicing Agreement (the "Agreement"), dated as of December 16, 2005, between CenterPoint Energy Houston Electric, LLC, as Servicer, and CenterPoint Energy Transition Bond Company II, LLC, as Issuer, the Servicer does hereby certify as follows:

Capitalized terms used in this Semiannual Servicer's Certificate have their respective meanings as set forth in the Agreement. References herein to certain sections and subsections are references to the respective sections and subsections of the Agreement.

Collection Periods: January 30, 2009 through July 30, 2009

Payment Date: August 3, 2009

Today's Date: July 30, 2009

1. Collections Allocable and Aggregate Amounts Available for Current Payment Date:

i.	Remittances for the January 30, 2009 Collection Period	232,474.88
ii.	Remittances for the February 1 through 28, 2009 Collection Period	13,379,834.98
iii.	Remittances for the March 1 through 31, 2009 Collection Period	12,561,396.92
iv.	Remittances for the April 1 through 30, 2009 Collection Period	12,262,626.00
v.	Remittances for the May 1 through 31, 2009 Collection Period	11,597,132.73
vi.	Remittances for the June 1 through 30, 2009 Collection Period	13,863,665.61
vii.	Remittances for the July 1 through 30, 2009 Collection Period	17,350,614.65
viii.	Net Earnings on Collection Account	[through 6/30/09]
	General Subaccount	129,606.73
	Capital Subaccount	273,174.37
	Excess Funds Subaccount	16,030.63
ix.	General Subaccount Balance (sum of i through viii above)	<u>81,666,557.50</u>
x.	Excess Funds Subaccount Balance as of Prior Payment Date	3,302,079.38
xi.	Capital Subaccount Balance as of Prior Payment Date (1)	9,255,000.00
xii.	Collection Account Balance (sum of ix through xi above)	<u>94,223,636.88</u>

(1) Net of unreleased earnings moved into General Subaccount

2. Outstanding Amounts as of Prior Payment Date:

i.	Tranche A-1 Principal Balance	0.00
ii.	Tranche A-2 Principal Balance	360,066,563.00
iii.	Tranche A-3 Principal Balance	252,000,000.00
iv.	Tranche A-4 Principal Balance	519,000,000.00
v.	Tranche A-5 Principal Balance	462,000,000.00
vi.	Aggregate Principal Balance of all Series A Transition Bonds	<u>1,593,066,563.00</u>

3. Required Funding/Payments as of Current Payment Date:

	Series A Principal	Projected Principal Balance	Semiannual Principal Due
i.	Tranche A-1	0.00	0.00
ii.	Tranche A-2	317,117,443.00	42,949,120.00
iii.	Tranche A-3	252,000,000.00	0.00
iv.	Tranche A-4	519,000,000.00	0.00
v.	Tranche A-5	462,000,000.00	0.00
vi.	For all Series A Transition Bonds	<u>1,550,117,443.00</u>	<u>42,949,120.00</u>
		Transition Bond Interest Rate	Days in Interest Period (1)
vii.	Required Tranche A-1 Interest	4.840%	180
viii.	Required Tranche A-2 Interest	4.970%	180
ix.	Required Tranche A-3 Interest	5.090%	180
x.	Required Tranche A-4 Interest	5.170%	180
xi.	Required Tranche A-5 Interest	5.302%	180
			Interest Due
			0.00
			8,947,654.09
			6,413,400.00
			13,416,150.00
			12,247,620.00

(1) On 30/360 Day basis.

	<u>Required Level</u>	<u>Funding Required</u>
xii. Capital Subaccount	9,255,000.00	0.00

4. Allocation of Remittances as of Current Payment Date Pursuant to Section 8.02(d) of Indenture:

i.	Trustee Fees and Expenses	2,560.00
ii.	Servicing Fee	462,750.00(1)
iii.	Administration Fee and Independent Managers Fee	50,000.00(2)
iv.	Operating Expenses	185,223.01(3)
v.	Semiannual Interest (including any past-due Semiannual Interest for prior periods)	

Series A	Aggregate	Per 1,000 of Original Principal Amount
1. Tranche A-1 Interest Payment	0.00	0.00
2. Tranche A-2 Interest Payment	8,947,654.09	24.31
3. Tranche A-3 Interest Payment	6,413,400.00	25.45
4. Tranche A-4 Interest Payment	13,416,150.00	25.85
5. Tranche A-5 Interest Payment	12,247,620.00	26.51

vi. Principal Due and Payable as a result of (A) Event of Default or (B) on Final Maturity Date

Series A	Aggregate	Per 1,000 of Original Principal Amount
1. Tranche A-1 Principal Payment	0.00	0.00
2. Tranche A-2 Principal Payment	0.00	0.00
3. Tranche A-3 Principal Payment	0.00	0.00
4. Tranche A-4 Principal Payment	0.00	0.00
5. Tranche A-5 Principal Payment	0.00	0.00

(C) Principal Scheduled to be Paid on Current Payment Date

Series A	Aggregate	Per 1,000 of Original Principal Amount
1. Tranche A-1 Principal Payment	0.00	0.00
2. Tranche A-2 Principal Payment	42,949,120.00	116.71
3. Tranche A-3 Principal Payment	0.00	0.00
4. Tranche A-4 Principal Payment	0.00	0.00
5. Tranche A-5 Principal Payment	0.00	0.00

vii.	Amounts Payable to Credit Enhancement Providers (if applicable)	N/A
viii.	Operating Expenses not Paid under Clause (iv) above	0.00
ix.	Funding of Capital Subaccount	273,174.37
x.	Net Earnings in Capital Subaccount Released to Issuer	0.00
xi.	Deposit to Excess Funds Subaccount	0.00
xii.	Released to Issuer upon Series Retirement: Collection Account	0.00
xiii.	Aggregate Remittances as of Current Payment Date	<u>84,947,651.47</u>

(1) Servicing fee: $\$1,851,000,000 \times .05\% \times 180/360 = \$462,750.00$

(2) Administration fee: $\$100,000 \times 180/360 = \$50,000.00$

(3) Reimbursement to Administrator for fees/expenses paid to outside legal counsel (\$131,125.77), independent public accountant (\$42,286.10), printer (\$1,831.50) and L/C issuing bank (\$9,979.64)

5. Subaccount Withdrawals as of Current Payment Date (if applicable, pursuant to Section 8.02(d) of Indenture):

i.	Excess Funds Subaccount (available for 4.i. through 4.ix.)	3,281,093.97
ii.	Capital Subaccount (available for 4.i. through 4.viii.)	0.00
iii.	Total Withdrawals	<u>3,281,093.97</u>

6. Outstanding Amounts and Collection Account Balance as of Current Payment Date (after giving effect to payments to be made on such Payment Date):

Series A		
i.	Tranche A-1 Principal Balance	0.00
ii.	Tranche A-2 Principal Balance	317,117,443.00
iii.	Tranche A-3 Principal Balance	252,000,000.00
iv.	Tranche A-4 Principal Balance	519,000,000.00
v.	Tranche A-5 Principal Balance	462,000,000.00
vi.	Aggregate Principal Balance for all Series A Transition Bonds	<u>1,550,117,443.00</u>
vii.	Excess Funds Subaccount Balance	20,985.41
viii.	Capital Subaccount Balance	<u>9,528,174.37</u>
ix.	Aggregate Collection Account Balance	<u>9,549,159.78</u>

7. Shortfalls In Interest and Principal Payments as of Current Payment Date (after giving effect to payments to be made on such Payment Date):

i.	Semiannual Interest	
Series A		
	1. Tranche A-1 Bond Interest Payment	0.00
	2. Tranche A-2 Bond Interest Payment	0.00
	3. Tranche A-3 Bond Interest Payment	0.00
	4. Tranche A-4 Bond Interest Payment	0.00
	5. Tranche A-5 Bond Interest Payment	0.00
ii.	Semiannual Principal	
Series A		
	1. Tranche A-1 Principal Payment	0.00
	2. Tranche A-2 Principal Payment	0.00
	3. Tranche A-3 Principal Payment	0.00
	4. Tranche A-4 Principal Payment	0.00
	5. Tranche A-5 Principal Payment	0.00

8. Shortfall in Required Subaccount Level as of Current Payment Date (after giving effect to payments to be made on such Payment Date):

i.	Capital Subaccount	0.00
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IN WITNESS HEREOF, the undersigned has duly executed and delivered this Semiannual Servicer's Certificate this 30th day of July, 2009.

CENTERPOINT ENERGY HOUSTON ELECTRIC, LLC, as Servicer

by: /s/ Linda Geiger
 Linda Geiger
 Assistant Treasurer