

Form USA

NOTIFICATION OF REGISTRATION

Filed under Section 5(a) of the Public Utility  
Holding Company Act of 1935

CenterPoint Energy, Inc.  
Utility Holding, LLC

Name of Registrants

The undersigned holding companies hereby notify the Securities and Exchange Commission that they register under and pursuant to the provisions of Section 5(a) of the Public Utility Holding Company Act of 1935 and furnish the following information as to the registrants and subsidiary companies thereof:

(1) Exact name of registrants: CenterPoint Energy, Inc.  
Utility Holding, LLC

(2) Address of principal executive offices:

CenterPoint Energy, Inc. is located at: 1111 Louisiana Street,  
Houston, Texas 77002

Utility Holding, LLC is located at: 200 West Ninth Street Plaza,  
Suite 411, Wilmington, Delaware 19801

(3) Name and address of officer to whom notices and communications should be addressed:

Notices with respect to each registrant should be sent to:

Rufus S. Scott  
Vice President and Assistant Corporate Secretary  
CenterPoint Energy, Inc.  
1111 Louisiana Street  
Houston, TX 77002

(4) Certain information regarding the registrants and each subsidiary company thereof (indented to reflect parent-subsidiary relationships). The parent-subsidiary relationships set forth in Exhibit A are current as of September 1, 2002, and assume the consummation of the "Electric Restructuring" and the transactions necessary to replace Reliant Energy, Incorporated with CenterPoint Energy, Inc. as the holding company for the regulated operations, but do not assume consummation of other transactions contemplated to be part of the "Restructuring" including the "Distribution" of Reliant Resources, Inc. shares, the "Texas Genco IPO" or the "GasCo Separation," in each case as defined or described in Amendment No. 7 to CenterPoint's Application/Declaration in File No. 070-09895, filed July 5, 2002. See Exhibit A hereto.

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the registrants have caused this Notification of Registration to be duly signed on their behalf in the City of Houston and State of Texas on the 30th day of August, 2002.

CENTERPOINT ENERGY, INC.

By: /s/ Rufus S. Scott

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Name: Rufus S. Scott  
Title: Vice President and  
Assistant Corporate Secretary

Attest:

/s/ Richard B. Dauphin

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Name: Richard B. Dauphin  
Title: Assistant Corporate Secretary

VERIFICATION

State of Texas  
County of Harris

The undersigned being duly sworn deposes and states that he has duly executed the attached Notification of Registration dated August 30, 2002 for and on behalf of CenterPoint Energy, Inc. and Utility Holding, LLC; that he is the Vice President and Assistant Corporate Secretary of CenterPoint Energy, Inc. (Utility Holding, LLC's parent company); and that all action taken by stockholders, directors, and other bodies necessary to authorize deponent to execute and file such instrument has been taken. Deponent further says that he is familiar with such instrument and the contents thereof, and that the facts therein set forth are true to the best of his knowledge, information and belief.

By: /s/ Rufus S. Scott

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Name: Rufus S. Scott  
Title: Vice President and  
Assistant Corporate Secretary

Subscribed and sworn to before me, a notary public this 30th day of August, 2002.

/s/ Naureen Spitzer

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My commission expires April 1, 2005  
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[SEAL]

Exhibit Index

Name  
Description  
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----- Ex-  
A  
CenterPoint  
Energy,  
Inc.  
Parent-  
Subsidiary  
Chart

## EXHIBIT A

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
CenterPoint Energy, Inc.	Corporation	TX	Holding Company
CenterPoint Energy, Inc.	Corporation	DE	Inactive
Utility Holding, LLC	LLC	DE	Holding Company
CenterPoint Energy Houston Electric, LLC ("T&D Utility")	LLC	TX	Electric Utility
Texas Genco Holdings, Inc.	Corporation	TX	Holding Company
Texas Genco LP, LLC	LLC	DE	Holding Company
Texas Genco GP, LLC	LLC	TX	Holding Company
Texas Genco, LP (99% interest owned by CenterPoint Energy, Inc.; 1% interest owned by Texas Genco GP, LLC)	Limited Partnership	DE	Electric Utility
Reliant Energy Resources Corp.	Corporation	DE	Holding Company (Energy-Related)
ALG Gas Supply Company	Corporation	DE	Inactive
Allied Materials Corporation	Corporation	TX	Inactive
Arkansas Louisiana Finance Corporation	Corporation	DE	Financing
Arkla Industries Inc.	Corporation	DE	Inactive
Arkla Products Company	Corporation	DE	Inactive
Blue Jay Gas Company	Corporation	DE	Inactive
Entex Fuels, Inc.	Corporation	TX	Gas Sales and Marketing
Entex Gas Marketing Company	Corporation	TX	Gas Sales and Marketing
Entex Gas Resources Corp.	Corporation	TX	Gas Sales and Marketing
Entex NGV, Inc.	Corporation	DE	Inactive
Entex Oil & Gas Co.	Corporation	TX	Inactive
Illinois Gas Transmission Company	Corporation	DE	Intrastate Pipeline Operations
Industrial Gas Supply Corporation	Corporation	TX	Intrastate Pipeline Operations

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Intex, Inc.	Corporation	TX	Inactive
Louisiana Unit Gas Transmission Company	Corporation	TX	Intrastate Pipeline Operations
Minnesota Intrastate Pipeline Company	Corporation	DE	Intrastate Pipeline Operations
Mississippi River Transmission Corporation	Corporation	DE	Interstate Pipeline Operations
MRT Holdings, Inc.	Corporation	DE	Financing
MRT Services Company	Corporation	DE	Real Estate
MRT Energy Marketing Company	Corporation	DE	Gas Sales and Marketing
National Furnace Company	Corporation	TX	Inactive
NorAm Financing I	Statutory Business Trust	DE	Financing
NorAm Utility Services, Inc.	Corporation	DE	Inactive
Reliant Energy Consumer Group, Inc.	Corporation	DE	Inactive
Reliant Energy Field Services, Inc.	Corporation	DE	Natural Gas Gathering Systems
Reliant Energy Field Services Holdings, Inc.	Corporation	DE	Financing
Reliant Energy Gas Processing, Inc.	Corporation	DE	Gas Processing
Reliant Energy Funds Management, Inc.	Corporation	DE	Financing
Reliant Energy Gas Transmission Company	Corporation	DE	Interstate Pipeline Operations
Reliant Energy Hub Services, Inc.	Corporation	DE	Inactive
Reliant Energy Intrastate Holdings, LLC	LLC	DE	Intrastate Pipeline Operations
Pine Pipeline Acquisition Company, LLC (81.4% interest)	LLC	DE	Intrastate Pipeline Operations
Reliant Energy Pipeline Services, Inc.	Corporation	DE	Pipeline Project Management and Facility Operation Services

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy OQ, LLC	LLC	DE	Intermediate Holding Company
OQ Partners, a general partnership (50% interest)	Partnership	TX	Training Services
Reliant Energy Retail, Inc.	Corporation	DE	Gas Sales and Marketing
Reliant Energy Retail Interests, Inc.	Corporation	DE	Financing
Reliant Energy Trading and Transportation Group, Inc.	Corporation	TX	Administrative Payroll Services
Unit Gas Transmission Company	Corporation	TX	Intrastate Pipeline Operations
United Gas, Inc.	Corporation	TX	Inactive
HL&P Capital Trust I	Statutory Business Trust	DE	Financing
HL&P Capital Trust II	Statutory Business Trust	DE	Financing
HL&P Receivables, Inc.	Corporation	DE	Inactive
Houston Industries Energy (UK), Inc	Corporation	DE	Inactive
Houston Industries FinanceCo GP, LLC	LLC	DE	Financing
Houston Industries FinanceCo LP (99% interest owned by CenterPoint Energy, Inc.; 1% interest owned by Houston Industries FinanceCo GP, LLC)	Limited Partnership	DE	Financing
Houston Industries Funding Company	Corporation	DE	Financing
Houston Industries Incorporated	Corporation	TX	Inactive
Houston Lighting & Power Company	Corporation	TX	Inactive
NorAm Energy Corp.(2)	Corporation	DE	Inactive
REI Trust I	Statutory Business Trust	DE	Financing
REI Trust II	Statutory Business Trust	DE	Financing

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy FinanceCo II GP, LLC	LLC	DE	Financing
Reliant Energy FinanceCo II LP (99% interest owned by CenterPoint Energy, Inc.; 1% interest owned by Reliant Energy FinanceCo II GP, LLC)	Limited Partnership	DE	Financing
Reliant Energy FinanceCo III GP, LLC	LLC	DE	Financing
Reliant Energy FinanceCo III LP (99% interest owned by CenterPoint Energy, Inc.; 1% interest owned by Reliant Energy FinanceCo III GP, LLC)	Limited Partnership	DE	Financing
Reliant Energy FinanceCo IV GP, LLC	LLC	DE	Financing
Reliant Energy FinanceCo IV LP (99% interest owned by CenterPoint Energy, Inc.; 1% interest owned by Reliant Energy FinanceCo IV GP, LLC)	Limited Partnership	DE	Financing
Reliant Energy Investment Management, Inc.	Corporation	DE	Financing
Reliant Energy Power Systems, Inc.	Corporation	DE	Energy-related
Reliant Energy Products, Inc.	Corporation	DE	Inactive
Reliant Energy Properties, Inc.	Corporation	DE	Real Estate
Reliant Energy Tegco, Inc.	Corporation	DE	Inactive
Reliant Energy Thermal Systems, Inc.	Corporation	DE	Energy-related
Reliant Energy Thermal Systems (Delaware), Inc.	Corporation	DE	Energy-related
Northwind Houston L.P. (74.61% interest owned by CenterPoint Energy, Inc.; less than 1% owned by Northwind Houston L.L.C.)	Limited Partnership	DE	Energy-related
Northwind Houston L.L.C. (75% interest)	LLC	DE	Energy-related
Reliant Energy Transition Bond Company LLC	LLC	DE	Financing
Reliant Energy Water, Inc.	Corporation	DE	Inactive
Utility Rail Services, Inc.	Corporation	DE	Inactive
UFI Services, Inc.	Corporation	DE	Inactive
Reliant Energy International, Inc.	Corporation	DE	Holding Company (Foreign Utility Investments)
HI Energy Holdings I B.V.*			
Reliant Energy Brazil Ltd.*			
HIE Brasil Rio Sul Ltda.*			
Reliant Energy International Brasil Ltda. (99.9%; 0.1% interest owned by Reliant Energy Brazil Tiete Ltd.)*			

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy Brasil, Ltda. (99.9995% interest)*			
Reliant Energy Brazil Tiete Ltd.*			
Reliant Energy Brazil Ventures Ltd.*			
Reliant Energy Colombia Ltda. (99% interest; 1% interest owned by Reliant Energy International Holdings, LLC)*			
Reliant Energy Holdings Ltd.*			
Reliant Energy International II, Inc.	Corporation	DE	Holding Company
HIE Ford Heights, Inc.	Corporation	DE	Inactive
HIE Fulton, Inc.	Corporation	DE	Inactive
Reliant Energy India, Inc.	Corporation	Mauritius	Intermediate Holding Company
Reliant Energy Rain, Inc.	Corporation	Mauritius	Intermediate Holding Company
Rain Calcining Limited (24.79% interest)**			
Reliant Energy International Holdings, LLC**			
Reliant Energy El Salvador, S.A. de C.V. (99% interest; 1% owned by Reliant Energy International, Inc.)**			
Reliant Energy International Services, Inc.*			
Reliant Energy Light, Inc.	Corporation	DE	Holding Company
Reliant Energy Cayman Holdings Ltd.	Corporation	Cayman Islands	Intermediate Holding Company
Reliant Energy Argentina S.A. (99% interest)	Corporation	Argentina	Intermediate Holding Company
Reliant Energy Argener S.A. (51% interest owned by Reliant Energy Argentina S.A; 49% owned by Reliant Energy Argentine Holdings, Ltd.)**			
Reliant Energy Opco S.A. (99.94% interest held by Reliant Energy Argener S.A.; 0.06% owned by Security Holdings S.A. on behalf of Reliant Energy International, Inc.)	Corporation	Argentina	Power Generation Maintenance Services
Reliant Energy Argentine Holdings Ltd.	Corporation	Cayman Islands	Intermediate Holding Company



NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy Cayman Investments Ltd.*			
Reliant Energy Cayman Ltd.*			
Reliant Energy Cayman Acquisitions Ltd.*			
Reliant Energy Outsource Ltd.**			
Venus Generation El Salvador (50% interest)*			
Reliant Energy Salvador Holding Company Ltd.*			
Reliant Energy Santiago del Estero, S.A. (99% interest held by Salvador Holding Company Ltd.; 1% owned by Security Holdings S.A. on behalf of Reliant Energy International, Inc.)	Corporation	Argentina	Holding Company
Empresa Distribuidora de Electricidad de Santiago del Estero S.A. ("EDESE") (90% interest; 10% owned by Provincia de Santiago del Estero (employees of EDESE through ESOP))**			
Worldwide Electric Holdings B.V.*			
Reliant Resources, Inc. (83% interest)	Corporation	DE	Holding Company (Non-Utility Energy Related)
Arkla Finance Corporation	Corporation	DE	Inactive
GuideStreet, Inc.	Corporation	DE	Informational Services
Reliant Energy Broadband, Inc.	Corporation	DE	Investment - Telecommunications
Reliant Energy Communications, Inc.(1)	Corporation	DE	Telecommunications and Internet Services
Reliant Energy Communications (Delaware), LLC(2)	LLC	DE	Telecommunications and Internet Services
Insync Internet Services, Incorporated(3)	Corporation	TX	Inactive
Reliant Energy Europe Trading & Marketing, Inc.	Corporation	DE	Energy Trading and Marketing
Reliant Energy Net Ventures, Inc.	Corporation	DE	Investment - E-Business
CapTrades GP, LLC (60% interest)	LLC	DE	GP of CapTrades, LP

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy Retail Holdings, LLC	LLC	DE	Electric Energy Supply (Retail) and Energy Services
Reliant Energy Customer Care Services, LLC	LLC	DE	Retail Customer Service
Reliant Energy Retail Services, LLC	LLC	DE	Retail Customer Service
RE Retail Receivables, LLC	LLC	DE	Administrative Services
Reliant Energy Electric Solutions, LLC	LLC	DE	Retail Customer Service
Reliant Energy Solutions, LLC	LLC	DE	Integrated Energy Solutions
Reliant Energy Capital, LLC	LLC	DE	LP of Reliant Energy Capital, LP
Reliant Energy Capital, LP (99% interest; 1% interest owned by Reliant Energy Solutions, LLC)	Limited Partnership	DE	Inactive
Reliant Energy Solutions California, Inc.	Corporation	DE	Integrated Energy Solutions
Reliant Energy Solutions Holdings, LLC	LLC	DE	Holding Company (for Retail Electric Provider)
Reliant Energy Solutions East, LLC	LLC	DE	(Future) Retail Electric Provider (Pending Certification)
Texas Star Energy Company	Corporation	DE	Inactive (Namesaver)
StarEn Power, LLC	LLC	DE	Retail Electric Provider
Reliant Energy Services, Inc.	Corporation	DE	Energy Trading and Marketing
Reliant Energy Gas Storage, LLC	LLC	DE	Gas Storage
Reliant Energy Napoleonville Gas Storage, LLC	LLC	DE	Gas Storage

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy Services Channelview LLC	LLC	DE	Energy Trading and Marketing
Reliant Energy Services Desert Basin, LLC	LLC	DE	Energy Trading and Marketing
Reliant Energy Services Mid-Stream, LLC	LLC	DE	Gas Pipeline Operation and Services
Reliant Energy Services New Mexico, LLC	LLC	DE	Energy Trading and Marketing
Reliant Energy Services International, Inc.	Corporation	DE	Energy Trading and Marketing
Reliant Energy Services Canada, Ltd.	Corporation	Canada	Energy Trading and Marketing
Reliant Energy Trading Exchange, Inc.	Corporation	DE	Holding Company (Investments in Trading and Marketing E-Commerce)
Energy Platform Trading Holding Company, Inc. (16.67% interest)	Corporation	DE	Energy Trading and Marketing
Reliant Resources International Services, Inc.	Corporation	DE	Support Services
Reliant Energy Ventures, Inc.	Corporation	DE	Venture Capital
Reliant Energy Wholesale Service Company	Corporation	DE	Support Services
ReliantEnergy.com, Inc.	Corporation	DE	Inactive
Reliant Energy Power Generation, Inc.	Corporation	DE	Holding Company (Power Generation, Development, Operations and Related Activities)
El Dorado Energy, LLC (50% interest)	LLC	DE	Exempt Wholesale Generator
Reeves County Land Associates, LLC	LLC	DE	Gas Storage
Reliant Energy Arrow Canyon, LLC	LLC	DE	Power Plant Development

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy Aurora Holding Corp.	Corporation	DE	Holding Company (Generation Assets)
Reliant Energy Aurora I, LP (99% interest; 1% interest owned by Reliant Energy Aurora Development Corp.)	Limited Partnership	DE	GP of Reliant Energy Aurora, LP
Reliant Energy Aurora II, LP (99% interest; 1% interest owned by Reliant Energy Aurora Development Corp.)	Limited Partnership	DE	LP of Reliant Energy Aurora, LP
Reliant Energy Aurora, LP (99% interest; 1% interest owned by Reliant Energy Aurora I, LP)	Limited Partnership	DE	Exempt Wholesale Generator
Reliant Energy Aurora Development Corp.	Corporation	DE	GP of Reliant Energy Aurora I, LP and Reliant Energy Aurora II, LP
Reliant Energy Bighorn, LLC	LLC	DE	Power Project Development
Reliant Energy California Holdings, LLC	LLC	DE	Holding Company (Power Generation Facilities)
Reliant Energy Coolwater, Inc.	Corporation	DE	Exempt Wholesale Generator
Reliant Energy Ellwood, Inc.	Corporation	DE	Exempt Wholesale Generator
Reliant Energy Etiwanda, Inc.	Corporation	DE	Exempt Wholesale Generator
Reliant Energy Mandalay, Inc.	Corporation	DE	Exempt Wholesale Generator
Reliant Energy Ormond Beach, Inc.	Corporation	DE	Exempt Wholesale Generator
Reliant Energy Capital (Europe), Inc.	Corporation	DE	Power Generation and Development of Trading Operations

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy Europe, Inc.	Corporation	DE	Holding Company (Power Generation Companies)
Reliant Energy Wholesale (Europe) Holdings B.V.	Corporation	Netherlands	Partner in Foreign Utility Company
Reliant Energy Wholesale (Europe) Holdings II C.V. (99.5% interest; 0.5% interest owned by Reliant Energy Wholesale (Europe) Holdings B.V.)	Limited Partnership	Netherlands	Partner in Foreign Utility Company
Reliant Energy Wholesale (Europe) C.V. (99.5% interest; 0.5% interest owned by Reliant Energy Wholesale (Europe) Holdings B.V.)	Limited Partnership	Netherlands	Partner in Foreign Utility Company
Reliant Energy Europe B.V. (52% interest; 48% interest owned by Reliant Energy Wholesale (Europe) Holdings II C.V. )	Private Limited Company	Netherlands	Foreign Utility Company
Reliant Energy Power Generation Benelux N. V.	Limited Corporation	Netherlands	Power Generation
Reliant Energy Financial Trading, B.V.	Private Limited Company	Netherlands	Energy Trading and Marketing
Reliant Energy Trading & Marketing, B.V.	Private Limited Company	Netherlands	Energy Trading and Marketing
Reliant Energy Trading and Marketing (UK) BV	Private Limited Company	Netherlands	Energy Trading and Marketing
APX-Amsterdam Power Exchange (10% interest)	Private Limited Company	Netherlands	Trading Platform
BV Antraciet Handelsvereniging	Private Limited Company	Netherlands	Dormant
B.V. Nederlands Elektriciteit	Private Limited Company	Netherlands	Former Pooling

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Administratiekantoor (25% interest)* Demkolec B.V. (30% interest)	Limited Company Private	Netherlands	Authority Environmental Initiatives
N.V. GKN	Limited Company Limited	Netherlands	Holding Company (Power Generation)
COVRA B.V. (30% interest)	Corporation Private	Netherlands	Minority Interest in Power Generation
TenneT B.V.	Limited Company Private	Netherlands	Transmission System Operator
Electorisk NV (21% interest)	Limited Company Limited	Netherlands	Captive Insurance Company
GKE BV (16% interest)	Corporation Private	Netherlands	Coal Procurement
Howo GmbH (10% interest)	Limited Company LLC	Germany	Dormant
KEMA NV (10% interest)	Limited Corporation	Netherlands	Energy Services and Consulting
B.V. BPA HES-West			
B.V. Business Park Arnhem			
B.V. Kema			
CEBEC Registered Quality c.v.b.a. (50% interest)			
DUtrain GmbH (60% interest)			
Geographic Information Technology, Inc. (80% interest)			
KEMA-Arbodienst B.V.			
KEMA Consulting Canada Ltd.			

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
KEMA Consulting Europe B.V.			
KEMA Consulting GmbH			
KEMA Consulting, Inc.			
KEMA-ECC, Inc.			
KEMA-ETC A/O			
KEMA-GOST B.V. (50% interest)			
KEMA-IEV GmbH (60% interest)			
KEMA Indonesie B. V.			
KEMA International B.V.			
KEMA International GmbH Deutschland			
KEMA Nederland B.V.			
KEMA Nucleair B.V.			
KEMA Polska Sp. z.o.o.			
KEMA-Powertest, Inc.			
KEMA-Realty LLC			
KEMA Registered Quality B.V.			
KEMA Registered Quality Consultants B.V.			
KEMA Registered Quality Czech Republic spol. r.o.			
KEMA Registered Quality Hong Kong Ltd. (51% interest)			
KEMA Registered Quality, Inc.			
KEMA Registered Quality Italia S.r.l.			
KEMA Registered Quality Sp. z.o.o.			
KEMA Technology Czech Republic spol. r.o.			
KEMA USA, Inc.			
Macro Corporation			
PT. KEMA Registered Quality Indonesia			
PT. KEMA Technology Indonesia			

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Power Investments BV* Axima BV (45% interest)	Private Limited Company	Netherlands	Software and Information Systems
Power Projects BV (50% interest)	Private Limited Company	Netherlands	Dormant
Power Services BV	Private Limited Company	Netherlands	Dormant
Power Total Maintenance BV (50% interest)	Private Limited Company	Netherlands	Dormant
UNA Milieu NV	Limited Corporation	Netherlands	Dormant
Ecosun BV (67% interest)	Private Limited Company	Netherlands	Manufacturer
Vasim BV (15% interest)	Private Limited Company	Netherlands	Consulting
Vliegasunie BV (16% interest)	Private Limited Company	Netherlands	Fly Ash Disposal
Reliant Energy CapTrades Holding Corp.	Corporation	DE	Energy Trading Development
CapTrades, LP (59.4%; 1% interest owned by Reliant Energy CapTrades GP, LLC)	Limited Partnership	DE	Investment - E-Commerce
Reliant Energy Channelview (Delaware) LLC	LLC	DE	Power Generation Project Development and Operation



NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy Channelview LP (49% interest; 1% interest owned by Channelview (Texas) LLC)	Limited Partnership	DE	Power Generation
Reliant Energy Channelview (Texas) LLC	LLC	DE	Power Generation Project Development and Operation
Reliant Energy Choctaw County, LLC	LLC	MS	Power Generation Project Development
Reliant Energy Colusa County, LLC	LLC	DE	Power Generation Project Development
Reliant Energy Construction, LLC	LLC	DE	Administrative and Financing Services
Reliant Energy Deer Park, Inc.	Corporation	DE	Power Generation
Reliant Energy Reeves County, LLC	LLC		Gas Storage
Reliant Energy Desert Basin, LLC	LLC	DE	Exempt Wholesale Generator
Reliant Energy Development Services, Inc.	Corporation	DE	Operations and Maintenance Services
Reliant Energy Equipment Company, LLC	LLC	NV	Equipment Purchaser (Energy-Related)
Reliant Energy Florida Holdings, LLC	LLC	DE	Holding Company (Power Generation Facilities and Development)
Reliant Energy Indian River, LLC	LLC	DE	Exempt Wholesale Generator
Reliant Energy New Smyrna Beach, LLC	LLC	DE	Power Generation Project Development
Reliant Energy Osceola, LLC	LLC	DE	Exempt Wholesale Generator
Reliant Energy Winter Haven, LLC	LLC	DE	Power Generation Development

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy Mesa Vista, LLC	LLC	DE	Power Generation Development
Reliant Energy Mid-Atlantic Development, Inc.	Corporation	DE	Holding Company (Power Generation Project Development)
Reliant Energy Atlantic, LLC	LLC	DE	Power Generation Project Development
Reliant Energy Erie West, LLC	LLC	DE	Power Generation Project Development
Reliant Energy Gilbert, LLC	LLC	DE	Power Generation Project Development
Reliant Energy Hunterstown, LLC	LLC	DE	Power Generation Project Development
Reliant Energy Portland, LLC	LLC	DE	Power Generation Project Development
Reliant Energy Seward, LLC	LLC	DE	Power Generation Project Development
Reliant Energy Titus, LLC	LLC	DE	Power Generation Project Development
Reliant Energy Northeast Holdings, Inc.	Corporation	DE	Power Generation and Development
Reliant Energy Northeast Generation, Inc.	Corporation	DE	Holding Company (Fuel Provider and Wholesale Power Sellers)
Reliant Energy Key/Con Fuels, LLC	LLC	DE	Fuel Provider
Keystone Fuels, LLC (16.67% interest)	LLC	DE	Fuel Purchaser
Reliant Energy Mid-Atlantic Power Holdings, LLC	LLC	DE	Holding Company (Wholesale Power Sellers)
Reliant Energy Maryland Holdings, LLC	LLC	DE	Wholesale Power Seller

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy Mid-Atlantic Power Services, Inc.	Corporation	DE	Wholesale Power Seller
Reliant Energy New Jersey Holdings, LLC	LLC	DE	Wholesale Power Seller
Reliant Energy Northeast Management Company	Corporation	PA	Electric Generation Facilities Operation
Reliant Energy Partsco, LLC	LLC	DE	Procurement Services
Reliant Energy Power Operations I, Inc.	Corporation	DE	Administrative and Financing
Reliant Energy Power Operations II, Inc.	Corporation	DE	Administrative and Financing
Reliant Energy Rancho Cucamonga, LLC	LLC	DE	Power Generation
Reliant Energy Renewables, Inc.	Corporation	DE	Project Development
Reliant Energy Renewables Atascocita GP, LLC	LLC	DE	Holding Company (Power Generation Project Development and Operation)
Reliant Energy Renewables Baytown GP, LLC	LLC	DE	GP of Reliant Energy Renewables Atascocita, LP
Reliant Energy Renewables Blue Bonnet GP, LLC	LLC	DE	GP of Reliant Energy Renewables Baytown, LP
Reliant Energy Renewables Coastal Plains GP, LLC	LLC	DE	GP of Reliant Energy Renewables Blue Bonnet, LP
Reliant Energy Renewables Comal County GP, LLC	LLC	DE	GP of Reliant Energy Renewables Coastal Plains, LP
Reliant Energy Renewables Comal County GP, LLC	LLC	DE	GP of Reliant Energy

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy Renewables Conroe GP, LLC	LLC	DE	Renewables Comal County, LP GP of Reliant Energy Renewables Conroe, LP
Reliant Energy Renewables Eastside GP, LLC	LLC	DE	GP of Reliant Energy Renewables Eastside, LP
Reliant Energy Renewables Fort Worth GP, LLC	LLC	DE	GP of Reliant Energy Renewables Fort Worth, LP
Reliant Energy Renewables Hillside GP, LLC	LLC	DE	GP of Reliant Energy Renewables Hillside, LP
Reliant Energy Renewables Holdings, LLC	LLC	DE	LP of Generation Facilities Development Subsidiaries
Reliant Energy Renewables Atascocita, LP (99% interest; 1% interest owned by Reliant Energy Renewables Atascocita GP, LLC)	Limited Partnership	DE	Generation Facility Development
Reliant Energy Renewables Baytown, LP (99% interest; 1% interest owned by Reliant Energy Renewables Baytown GP, LLC)	Limited Partnership	DE	Generation Facility Development
Reliant Energy Renewables Blue Bonnet, LP (99% interest; 1% interest owned by Reliant Energy Renewables Blue Bonnet GP, LLC)	Limited Partnership	DE	Generation Facility Development
Reliant Energy Renewables Coastal Plains, LP (99% interest; 1% interest owned by Reliant Energy Renewables Coastal Plains GP, LLC)	Limited Partnership	DE	Generation Facility Development
Reliant Energy Renewables Comal County, LP (99% interest; 1% interest owned by Reliant Energy Renewables Comal County GP, LLC)	Limited Partnership	DE	Generation Facility Development

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy Renewables Conroe, LP (99% interest; 1% interest owned by Reliant Energy Renewables Conroe GP, LLC)	Limited Partnership	DE	Generation Facility Development
Reliant Energy Renewables Eastside, LP (99% interest; 1% interest owned by Reliant Energy Renewables Eastside GP, LLC)	Limited Partnership	DE	Generation Facility Development
Reliant Energy Renewables Fort Worth, LP (99% interest; 1% interest owned by Reliant Energy Renewables Fort Worth, LLC)	Limited Partnership	DE	Generation Facility Development
Reliant Energy Renewables Hillside, LP (99% interest; 1% interest owned by Reliant Energy Renewables Hillside GP, LLC)	Limited Partnership	DE	Generation Facility Development
Reliant Energy Renewables Lacy Lakeview, LP (99% interest; 1% interest owned by Reliant Energy Renewables Lacy Lakeview GP, LLC)	Limited Partnership	DE	Generation Facility Development
Reliant Energy Renewables Pecan Prairie, LP (99% interest; 1% interest owned by Reliant Energy Renewables Pecan Prairie GP, LLC)	Limited Partnership	DE	Generation Facility Development
Reliant Energy Renewables Security, LP (99% interest; 1% interest owned by Reliant Energy Renewables Security GP, LLC)	Limited Partnership	DE	Generation Facility Development
Reliant Energy Renewables Temple, LP (99% interest; 1% interest owned by Reliant Energy Renewables Temple GP, LLC)	Limited Partnership	DE	Generation Facility Development
Reliant Energy Renewables Williamson County, LP (99% interest; 1% interest owned by Reliant Energy Renewables Williamson County GP, LLC)	Limited Partnership	DE	Generation Facility Development
Reliant Energy Renewables Lacy Lakeview GP, LLC	LLC	DE	GP of Reliant Energy Renewables Lacy Lakeview, LP

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy Renewables Pecan Prairie GP, LLC	LLC	DE	GP of Reliant Energy Renewables Pecan Prairie, LP
Reliant Energy Renewables Security GP, LLC	LLC	DE	GP of Reliant Energy Renewables Security, LP
Reliant Energy Renewables Temple GP, LLC	LLC	DE	GP of Reliant Energy Renewables Temple, LP
Reliant Energy Renewables Williamson County GP, LLC	LLC	DE	GP of Reliant Energy Renewables Williamson County, LP
Reliant Energy Sabine (Delaware), Inc.	Corporation	DE	LP of Sabine Cogen, LP
Sabine Cogen, LP (49% interest, 1% interest owned by Reliant Energy Sabine (Texas), Inc.)	Limited Partnership	DE	Power Generation
Reliant Energy Sabine (Texas), Inc.	Corporation	DE	GP of Sabine Cogen, LP
Reliant Energy Shelby Holding Corp.	Corporation	DE	LP of Reliant Energy Shelby I, LP and Reliant Energy Shelby II, LP
Reliant Energy Shelby I, LP (99% interest; 1% interest owned by Reliant Energy Shelby Development Corp.)	Limited Partnership	DE	Power Generation Project Development and Operation
Reliant Energy Shelby II, LP (99% interest, 1% interest owned by Reliant Energy Shelby Development Corp.)	Limited Partnership	DE	Power Generation Project Development and Operation
Reliant Energy Shelby County, LP (99% interest, 1% interest owned by Reliant Energy Shelby I, LP)	Limited Partnership	DE	Exempt Wholesale Generator

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Reliant Energy Shelby County II, LP (99% interest; 1% interest owned by Reliant Energy Shelby I, LP)	Limited Partnership	DE	Power Generation Project Development and Operation
Reliant Energy Shelby Development Corp.	Corporation	DE	GP of Reliant Energy Shelby I, LP and Reliant Energy Shelby II, LP
Reliant Energy Signal Peak, LLC	LLC	DE	Power Generation Development
Reliant Energy Sunrise, LLC	LLC	DE	Inactive
Orion Power Holdings, Inc.	Corporation	DE	Holding Company (Merchant Power Generation)
Midwest Ceredo II Corporation*	Corporation	DE	Inactive
Midwest Ceredo Corporation*	Corporation	DE	Inactive
Ceredo Capacity, LLC*	LLC	DE	Inactive
Orion Power Atlantic, Inc.	Corporation	DE	Exempt Wholesale Generator Project Company
Orion Power Atlantic LLC	LLC	FL	Parent Company of Orion Power Atlantic Ltd.
Orion Power Atlantic Ltd. (99.99% interest; .01% interest owned by Orion Power Atlantic, LLC)	Limited Partnership	FL	Exempt Wholesale Generator Project Company
Orion Power Development Company, Inc.	Corporation	DE	Holding Company (Power Plant Development Projects)
OPD Group, Inc.	Corporation	DE	Parent Company (Merchant Power Plant Development Projects)

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Beaver River, LLC	LLC	DE	Project Company (Project Discontinued)
Free State Electric, LLC	LLC	DE	Project Company
Grane Creek, LLC	LLC	DE	Project Company (Project Discontinued)
Midatlantic Liberty Corporation	Corporation	DE	Owns Interest in Liberty Electric PA, LLC
Midatlantic Liberty Member Corporation	Corporation	DE	Owns Interest in Liberty Electric PA, LLC
Midatlantic Liberty II Corporation	Corporation	DE	Owns Interest in Liberty Electric PA, LLC
Midatlantic Liberty Member II Corporation	Corporation	DE	Owns Interest in Liberty Electric PA, LLC
Liberty Electric PA, LLC (1% interest owned by Midatlantic Liberty Corporation; 49% interest owned by Midatlantic Liberty Member Corporation; 1% interest owned by Midatlantic Liberty II Corporation; 49% interest owned by Midatlantic Liberty Member II Corporation)	LLC	DE	Parent Company of Liberty Electric Power, LLC
Liberty Electric Power, LLC	LLC	DE	Exempt Wholesale Generator
Orion Power Marketing and Supply, Inc.	Corporation	DE	Power Marketing
Orion Power MidWest GP, Inc.	Corporation	DE	GP of Orion Power MidWest, L.P.
Orion Power MidWest LP, Inc.	Corporation	DE	LP of Orion Power MidWest, L.P.
Orion Power MidWest, L.P. (99% interest; 1% interest owned by Orion Power MidWest GP, Inc.)	Limited Partnership	DE	Exempt Wholesale Generator



NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Twelvepole Creek, LLC	LLC	DE	Exempt Wholesale Generator
Orion Power New York GP, Inc.	Corporation	DE	GP of Orion Power New York, L.P., Astoria Generating Company, L.P., Erie Boulevard Hydropower, LP, and Carr Street Generating Station, LP
Orion Power New York, L.P. (99.80% interest; .02% interest owned by Orion Power New York LP, Inc.)	Limited Partnership	DE	LP of Astoria Generating Company, L.P., Erie Boulevard Hydropower, LP, and Carr Street Generating Station, LP
Astoria Generating Company, L.P. (99% interest; 1% interest owned by Orion Power New York GP, Inc.)	Limited Partnership	DE	Exempt Wholesale Generator
Erie Boulevard Hydropower, LP (99% interest 1% interest owned by Orion Power New York GP, Inc.)	Limited Partnership	DE	Exempt Wholesale Generator
Carr Street Generating Station, LP (99% interest, 1% interest owned by Orion Power New York GP, Inc.)	Limited Partnership	DE	Exempt Wholesale Generator
Orion Power New York LP, Inc.	Corporation	DE	LP of Orion Power New York, L.P.
Orion Power New York GP II, Inc.	Corporation	DE	Inactive
Orion Power Operating Services, Inc.	Corporation	DE	Parent Company of Power Plant Operation and Service Subsidiaries
OPOS MidAtlantic, Inc.	Corporation	DE	Parent Company of Power Plant Operation

NAME OF COMPANY	ORGANIZATION	STATE OF ORGANIZATION	TYPE OF BUSINESS
Orion Power Operating Services Midwest, Inc.	Corporation	DE	(and Fly Ash Disposal) Subsidiaries
Orion Power Operating Services Astoria, Inc.	Corporation	DE	Power Plant Operation
Orion Power Operating Services Coldwater, Inc.	Corporation	DE	Power Plant Operation
Orion Power Operating Services Carr Street, Inc.	Corporation	DE	Power Plant Operation
Midwest Ash Disposal, Inc.	Corporation	DE	Fly Ash Disposal

- \* Entity is in the process of being dissolved.
- \*\* Investment is in the process of being divested.

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- (1) Substantially all assets sold in first quarter of 2002.
  - (2) Substantially all assets sold in first quarter of 2002.
  - (3) Substantially all assets sold in first quarter of 2002.