

**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 29, 2010 through July 29, 2010  
 Payment Date: August 2, 2010  
 Today's Date: July 29, 2010

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

i.	Remittances for the January 29 through 31, 2010 Collection Period	133,189.20	
ii.	Remittances for the February 1 through 28, 2010 Collection Period	13,924,529.31	
iii.	Remittances for the March 1 through 31, 2010 Collection Period	15,839,171.26	
iv.	Remittances for the April 1 through 30, 2010 Collection Period	13,983,101.97	
v.	Remittances for the May 1 through 31, 2010 Collection Period	12,518,985.44	
vi.	Remittances for the June 1 through 30, 2010 Collection Period	15,705,694.48	
vii.	Remittances for the July 1 through 29, 2010 Collection Period	18,347,900.38	
viii.	Net Earnings on Collection Account		[through 6/30/10]
	General Subaccount	19,632.59	
	Capital Subaccount	3,182.29	
	Excess Funds Subaccount	<u>0.91</u>	
ix.	General Subaccount Balance (sum of i through viii above)	<u>90,475,387.83</u>	
x.	Excess Funds Subaccount Balance as of Prior Payment Date	0.00	
xi.	Capital Subaccount Balance as of Prior Payment Date	<u>7,606,703.85</u>	
xii.	Collection Account Balance (sum of ix through xi above)	<u>98,082,091.68</u>	

**2. Outstanding Amounts as of Prior Payment Date:**

i.	Tranche A-1 Principal Balance	0.00
ii.	Tranche A-2 Principal Balance	253,934,484.00
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	<u>462,000,000.00</u>
vi.	Aggregate Principal Balance of all Series A Transition Bonds	<u>1,486,934,484.00</u>

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

<u>Series A Principal</u>	<u>Projected Principal Balance</u>	<u>Semiannual Principal Due</u>	
i. Tranche A-1	0.00	0.00	
ii. Tranche A-2	207,053,841.00	46,880,643.00	
iii. Tranche A-3	252,000,000.00	0.00	
iv. Tranche A-4	519,000,000.00	0.00	
v. Tranche A-5	<u>462,000,000.00</u>	<u>0.00</u>	
vi. For all Series A Transition Bonds	<u>1,440,053,841.00</u>	<u>46,880,643.00</u>	
	<u>Transition Bond Interest Rate</u>	<u>Days in Interest Period (1)</u>	<u>Interest Due</u>
vii. Required Tranche A-1 Interest	4.840%	180	0.00
viii. Required Tranche A-2 Interest	4.970%	180	6,310,271.93
ix. Required Tranche A-3 Interest	5.090%	180	6,413,400.00
x. Required Tranche A-4 Interest	5.170%	180	13,416,150.00
xi. Required Tranche A-5 Interest	5.302%	180	12,247,620.00

(1) On 30/360 Day basis.

	<u>Required Level</u>	<u>Funding Required (1)</u>
xii. Capital Subaccount	9,255,000.00	1,648,296.15 (1) Excludes \$280,997.17 of prior period unreleased earnings

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

i. Trustee Fees and Expenses	2,510.00	
ii. Servicing Fee	462,750.00 (1)	
iii. Administration Fee and Independent Managers Fee	50,000.00 (2)	
iv. Operating Expenses	93,931.02 (3)	
v. Semiannual Interest (including any past-due Semiannual Interest for prior periods)		

	<u>Aggregate</u>	<u>Per 1,000 of Original Principal Amount</u>
<u>Series A</u>		
1. Tranche A-1 Interest Payment	0.00	0.00
2. Tranche A-2 Interest Payment	6,310,271.93	17.15
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

	<u>Aggregate</u>	<u>Per 1,000 of Original Principal Amount</u>
vi. Principal Due and Payable as a result of (A) Event of Default or (B) on Final Maturity Date		
<u>Series A</u>		
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

	<u>Aggregate</u>	<u>Per 1,000 of Original Principal Amount</u>
<u>Series A</u>		
1. Tranche A-1 Principal Payment	0.00	0.00
2. Tranche A-2 Principal Payment	46,880,643.00	127.39
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	1,648,296.15	
x. Net Earnings in Capital Subaccount Released to Issuer	284,179.46	
xi. Deposit to Excess Funds Subaccount	2,665,636.27	
xii. Released to Issuer upon Series Retirement: Collection Account	<u>0.00</u>	
xiii. Aggregate Remittances as of Current Payment Date	<u>90,475,387.83</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 (\$26,961.25), independent public accountant (\$56,000.00), printer (\$990.00) and L/C issuing bank (\$9,979.77)

**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.)	0.00
ii.	Capital Subaccount (available for 4.i. through 4.viii.)	<u>0.00</u>
iii.	Total Withdrawals	<u>0.00</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):

<u>Series A</u>		
i.	Tranche A-1 Principal Balance	0.00
ii.	Tranche A-2 Principal Balance	207,053,841.00
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	<u>462,000,000.00</u>
vi.	Aggregate Principal Balance for all Series A Transition Bonds	<u>1,440,053,841.00</u>
vii.	Excess Funds Subaccount Balance	2,665,636.27
viii.	Capital Subaccount Balance	<u>9,255,000.00</u>
ix.	Aggregate Collection Account Balance	<u>11,920,636.27</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	
<u>Series A</u>		
	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	
<u>Series A</u>		
	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**

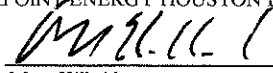
(after giving effect to payments to be made on such Payment Date):

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 29th day of July, 2010.

CENTERPOINT ENERGY HOUSTON ELECTRIC, LLC, as Servicer

by:



Marc Kilbride  
Vice President and Treasurer