

**Semiannual Servicer's Certificate**  
**CenterPoint Energy Transition Bond Company III, LLC**  
**S488,472,000 2008 Senior Secured Transition Bonds**

Pursuant to Section 6.13 of the Transition Property Servicing Agreement (the "Agreement"), dated as of February 12, 2008, between CenterPoint Energy Houston Electric, LLC, as Servicer, and CenterPoint Energy Transition Bond Company III, 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: July 31, 2015 through January 28, 2016  
 Payment Date: February 1, 2016  
 Today's Date: January 28, 2016

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

i.	Remittances for the July 31, 2015 Collection Period	330,747.47	
ii.	Remittances for the August 1 through 31, 2015 Collection Period	7,228,575.63	
iii.	Remittances for the September 1 through 30, 2015 Collection Period	8,638,863.62	
iv.	Remittances for the October 1 through 31, 2015 Collection Period	7,592,418.25	
v.	Remittances for the November 1 through 30, 2015 Collection Period	6,316,852.05	
vi.	Remittances for the December 1 through 31, 2015 Collection Period	7,163,387.79	
vii.	Remittances for the January 1 through 28, 2016 Collection Period	5,289,006.02	
viii.	Net Earnings on General Subaccount	<u>12,149.45</u>	[7/1/15 through 12/31/15]
ix.	General Subaccount Balance (sum of i through viii above)	<u>42,572,000.28</u>	
x.	Excess Funds Subaccount Balance as of Current Payment Date	12,651,469.80	
xi.	Capital Subaccount Balance as of Current Payment Date (1)	<u>2,443,602.00</u>	
xii.	Collection Account Balance (sum of ix through xi above)	<u>57,667,072.08</u>	

(1) Including current period earnings of \$1,242.00

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

i.	Tranche A-1 Principal Balance	46,371,220.91
ii.	Tranche A-2 Principal Balance	<u>187,045,000.00</u>
iii.	Aggregate Principal Balance of all Series 2008 Transition Bonds	<u>233,416,220.91</u>

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

<u>Principal</u>	<u>Projected Principal Balance</u>	<u>Semiannual Principal Due</u>	
i. Tranche A-1	21,811,316.82	24,559,904.09	
ii. Tranche A-2	<u>187,045,000.00</u>	<u>0.00</u>	
iii. For all Series 2008 Transition Bonds	<u>208,856,316.82</u>	<u>24,559,904.09</u>	
	<u>Transition Bond Interest Rate</u>	<u>Days in Interest Period (1)</u>	<u>Interest Due</u>
iv. Required Tranche A-1 Interest	4.192%	180	971,940.79
v. Required Tranche A-2 Interest	5.234%	180	4,894,967.65

(1) On 30/360 Day basis.

	Required Level (Including Replenishment of Amounts Previously Withdrawn for 4.i.-4.viii.)	Funding Required
vi. Capital Subaccount	2,442,360.00	0.00

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

i. Trustee Fees and Expenses	0.00	
ii. Servicing Fee	122,118.00 (1)	
iii. Administration Fee and Independent Managers Fee	50,000.00 (2)	
iv. Operating Expenses	42,945.26 (3)	
v. Semiannual Interest (including any past-due Semiannual Interest for prior periods)		
	<u>Aggregate</u>	Per 1,000 of Original Principal Amount
1. Tranche A-1 Interest Payment	971,940.79	3.22
2. Tranche A-2 Interest Payment	4,894,967.65	26.17
vi. Principal Due and Payable as a result of (A) Event of Default or (B) on Final Maturity Date		
	<u>Aggregate</u>	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
vii. Principal Scheduled to be Paid on Current Payment Date		
	<u>Aggregate</u>	Per 1,000 of Original Principal Amount
1. Tranche A-1 Principal Payment	24,559,904.09	81.48
2. Tranche A-2 Principal Payment	0.00	0.00
viii. Operating Expenses not Paid under Clause (iv) above	0.00	
ix. Replenishment of Amounts Drawn from Capital Subaccount	0.00	
x. Net Earnings in Capital Subaccount Released to Issuer	1,242.00	
xi. Deposit to Excess Funds Subaccount	11,930,124.49	
xii. Released to Issuer upon Series Retirement: Collection Account	0.00	
xiii. Aggregate Remittances as of Current Payment Date	<u>42,573,242.28</u>	

(1) Servicing fee:  $\$488,472,000 \times 0.05\% \times 180/360 = \$122,118.00$

(2) Administration fee:  $\$100,000 \times 180/360 = \$50,000.00$ ; Independent Managers Fee =  $\$0.00$

(3) Reimbursement to Administrator for fees/expenses paid to independent public accountants ( $\$41,800.00$ ); Administrator for fees/expenses paid to outside legal counsel ( $\$1,145.26$ )

<b>5. Subaccount Release or Withdrawals as of Current Payment Date Pursuant to Section 8.02(d) of Indenture:</b>		
i.	Capital Subaccount Release (available for 4.x.)	1,242.00
ii.	Excess Funds Subaccount Withdrawal (available for 4.i. through 4.ix.)	0.00
iii.	Capital Subaccount Withdrawal (available for 4.i. through 4.viii.)	<u>0.00</u>
iv.	Total Release or Withdrawals	<u>1,242.00</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):**

i.	Tranche A-1 Principal Balance	21,811,316.82
ii.	Tranche A-2 Principal Balance	<u>187,045,000.00</u>
iii.	Aggregate Principal Balance for all Series 2008 Transition Bonds	<u>208,856,316.82</u>
iv.	Excess Funds Subaccount Balance	24,581,594.29
v.	Capital Subaccount Balance	<u>2,442,360.00</u>
vi.	Aggregate Collection Account Balance	<u>27,023,954.29</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	
	1. Tranche A-1 Bond Interest Payment	0.00
	2. Tranche A-2 Bond Interest Payment	0.00
ii.	Semiannual Principal	
	1. Tranche A-1 Principal Payment	0.00
	2. Tranche A-2 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 WHEREOF, the undersigned has duly executed and delivered this Semiannual Servicer's Certificate this 28th day of January, 2016.

CENTERPOINT ENERGY HOUSTON ELECTRIC, LLC, as Servicer

by:   
 Robert B. McRae  
 Assistant Treasurer