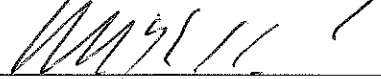


**Quarterly Statement on Retail Electric Providers pursuant to Section 3.07(d)(viii) of the Indenture, dated as of February 12, 2008, between CenterPoint Energy Transition Bond Company III, LLC (the “Issuer”) and Deutsche Bank Trust Company Americas, as Trustee (the “Indenture”)**

The Issuer hereby affirms that, to its knowledge, in all material respects, for each materially significant Retail Electric Provider (REP), (A) each REP has been billed in compliance with the requirements outlined in the Financing Order; (B) each REP has made payments in compliance with the requirements outlined in the Financing Order; and (C) each REP satisfies the creditworthiness requirements of the Financing Order.

Dated as of December 31, 2010

CenterPoint Energy Transition Bond Company III, LLC

By   
\_\_\_\_\_  
Marc Kilbride  
Manager