1. Name and Address of Reporting Person 
CENTERPOINT ENERGY INC

2. Issuer Name and Ticker or Trading Symbol
CENTERPOINT ENERGY RESOURCES CORP [ TGN ]

3. Date of Earliest Transaction (Month/Day/Year)
12/14/2004

4. If Amendment, Date of Original Filed

5. Relationship of Reporting Person(s) to Issuer
Director
Officer (give title below)
Other (specify below)
10% Owner

6. Individual or Joint/Group Filing (Check Applicable Line)
Form filed by One Reporting Person
Form filed by More than One Reporting Person

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### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date</th>
<th>Deemed Execution Date</th>
<th>Securities Acquired or Disposed Of</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>12/14/2004</td>
<td></td>
<td>A</td>
<td>15,235,760</td>
<td>$47</td>
</tr>
</tbody>
</table>

See footnote(2)

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Name and Address of Reporting Person 
CENTERPOINT ENERGY INC

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Utility Holding, LLC

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1. Name and Address of Reporting Person 
Utility Holding, LLC

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1. Name and Address of Reporting Person 
Utility Holding, LLC

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1. Name and Address of Reporting Person 
Utility Holding, LLC

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1. Name and Address of Reporting Person 
Utility Holding, LLC

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Explanation of Responses:

1. These securities were acquired pursuant to a merger (the "Merger") of a wholly owned subsidiary of CenterPoint Energy, Inc. ("CenterPoint Energy") with and into Texas Genes Holdings, Inc. ("TGN") pursuant to which all of the outstanding shares of common stock of TGN (other than the 64,764,240 shares owned by Utility Holding, LLC and shares held by shareholders who validly perfect their dissenter's rights under Texas law) were converted into the right to receive $47.00 per share in cash without interest. Following the Merger, TGN became an indirect wholly owned subsidiary of CenterPoint Energy. In addition, following the Merger, all of the shares of outstanding capital stock of TGN were delisted from the NYSE and are no longer publicly traded.

2. These securities are owned directly by Utility Holding, LLC, a ten percent owner of the issuer, and indirectly by CenterPoint Energy, as the owner of all the outstanding capital stock of Utility Holding, LLC.

Remarks:

Richard B. Dauphin, Assistant Corporate Secretary, CenterPoint Energy, Inc. 12/16/2004
Patricia F. Genzel, President, Utility Holding, LLC 12/16/2004

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.