ITEM 1. ORGANIZATION CHART

CenterPoint Energy, Inc. Holding Company
Utility Holding Company, LLC(a)       Intermediate
Subsidiaries of Utility Holding
Company, LLC:

CenterPoint Energy Power Systems,
Inc.        Energy Related  04/27/2000 Del 100% Formed to develop and
commercialize fuel cell technology.

CenterPoint Energy Products, Inc.        Energy Related  01/27/1993 Del 100% Company formerly sold
various products to
commercialize its
intellectual property
relating to its energy
business. The company's
only current activity
relates to investigating
technology of broadband
over power lines.

Utility Rail Services, Inc.* Energy Related 06/10/1993 Del 100% Formerly provided rail
maintenance services. Company has no current
activity/operations.

CenterPoint Energy Resources Corp.,
Subsidiaries of CenterPoint Energy
Resources Corp.:

ALG Gas Supply Company* Energy Related 01/11/1982 Del 100% Formerly engaged in gas
marketing.

Arkla Industries, Inc.        Energy Related 09/04/1957 Del 100% Previously manufactured
appliances and now
handles recall issues.

Arkla Products Company* Energy Related 12/11/1987 Del 100% Formerly manufactured gas
grill.

CenterPoint Energy Alternative Fuels,
Inc.        Energy Related 02/25/1997 Tex 100% Formed to establish commercial
retail outlets to promote,
market, distribute, and sell
compressed natural gas.

CenterPoint Energy Field Services,
Inc. Gas Related 10/12/1993 Del 100% A natural gas gathering company.

CenterPoint Energy Gas Processing,
Inc. Gas Related 10/25/1995 Del 100% Owns an interest in a natural
gas processing plant.

Waskom Gas Processing Company Gas Related 1995 Tex 50% General partnership between
CenterPoint Energy Gas Processing and Prism Gas
Systems, Inc. and owns a gas
processing plant in Harrison
County, Texas.

CenterPoint Energy Gas Transmission
Company Gas Related 01/31/1992 Del 100% Interstate gas pipeline
system.

CenterPoint Energy Hub Services, Inc.* Gas Related 02/16/1994 Del 100% Formerly provided agency
services in gas
transportation.

CenterPoint Energy Illinois Gas
Transmission Company Gas Related 06/30/1998 Del 100% Owns and operates a short
intrastate gas transmission
company in the state of
Illinois.

CenterPoint Energy Intrastate
Holdings, LLC Gas Related 06/26/1998 Del 100% Holding Company for Pine
Pipeline LLC.

Pine Pipeline Acquisition Company,
LLC Gas Related 05/22/1998 Del 81.4% CenterPoint Energy and
Louisiana Gas Services jointly
own an LLC that owns a small
intrastate pipeline in
Northern Louisiana.

CenterPoint Energy Services, Inc. Energy Related 10/18/1995 Del 100% Engaged in natural gas
marketing.

CenterPoint Energy Mississippi River
Transmission Corporation Gas Related 09/03/1958 Del 100% Interstate gas pipeline
system.

CenterPoint Energy MRT Services
Company Energy Related 08/28/1995 Del 100% Its sole purpose is the
ownership of a canal, which
carries inlet water to
generating plants in
California. The Company is to
be divested.

CenterPoint Energy Pipeline
Services, Inc. Gas Related 11/11/1997 Del 100% Offers engineering, project
management, construction
management, pipeline operation
and other turn-key
construction and project
management solutions for
companies.

CenterPoint Energy OQ, LLC Energy Related 03/23/2000 Del 100% Owns 50% partnership interest
<table>
<thead>
<tr>
<th>NAME OF REPORTING COMPANY</th>
<th>ENERGY OR GAS RELATED COMPANY</th>
<th>DATE OF ORGANIZATION</th>
<th>STATE OF ORGANIZATION</th>
<th>PERCENTAGE OF VOTING SECURITIES</th>
<th>NATURE OF BUSINESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>OQ Partners</td>
<td>Energy Related</td>
<td>03/22/2000</td>
<td>Tex</td>
<td>50%</td>
<td>Developing &amp; marketing training modules for operator qualification rule compliance and record keeping.</td>
</tr>
<tr>
<td>Entex NGV, Inc.*</td>
<td>Energy Related</td>
<td>6/03/1993</td>
<td>Del</td>
<td>100%</td>
<td>Formed to market compressed natural gas and natural gas vehicles.</td>
</tr>
<tr>
<td>Entex Oil &amp; Gas Company*</td>
<td>Gas Related</td>
<td>9/05/1977</td>
<td>Tex</td>
<td>100%</td>
<td>Formerly pursued oil and gas exploration and production.</td>
</tr>
<tr>
<td>CenterPoint Energy Intrastate Pipelines, Inc.</td>
<td>Gas Related</td>
<td>11/19/1977</td>
<td>Tex</td>
<td>100%</td>
<td>Intrastate gas transmission in Texas and Louisiana.</td>
</tr>
<tr>
<td>Minnesota Intrastate Pipeline Company</td>
<td>Gas Related</td>
<td>10/06/1993</td>
<td>Del</td>
<td>100%</td>
<td>Gas transmission. Own pipeline in Minnesota.</td>
</tr>
<tr>
<td>National Furnace Company</td>
<td>Energy Related</td>
<td>6/14/1976</td>
<td>Tex</td>
<td>100%</td>
<td>Exists for fulfill obligations on furnaces it formerly sold.</td>
</tr>
<tr>
<td>Noram Utility Services, Inc. *</td>
<td>Energy Related</td>
<td>08/28/1995</td>
<td>Del</td>
<td>100%</td>
<td>Company has no current activity/operations. Previously provided line locating and related services.</td>
</tr>
<tr>
<td>CenterPoint Energy Offshore Management Services, LLC</td>
<td>Gas Related</td>
<td>04/15/2005</td>
<td>Del</td>
<td>100%</td>
<td>Operations and maintenance management services for natural gas operations.</td>
</tr>
</tbody>
</table>

(a) CenterPoint Energy Utility Holding Company, LLC is a wholly-owned, registered public utility holding company subsidiary of CenterPoint Energy, Inc. CenterPoint Energy Power Systems, Inc., CenterPoint Energy Products, Inc., Utility Rail Services, Inc. and CenterPoint Energy Resources Corp. are direct, wholly owned subsidiaries of Utility Holding Company, LLC. Other companies are direct or indirect subsidiaries of CenterPoint Energy Resources Corp, as indicated.

* = operationally inactive entity

LLC: Limited Liability Corporation

ITEM 2.-ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

ISSUANCES AND RENEWALS OF SECURITIES (in thousands of dollars):

<table>
<thead>
<tr>
<th>Company issuing security</th>
<th>Type of security issued</th>
<th>Principal amount of security</th>
<th>Issue or renewal</th>
<th>Cost of capital</th>
<th>Person to whom security was issued</th>
<th>Collateral given with security</th>
<th>Consideration received for each security</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

ITEM 3.-ASSOCIATED TRANSACTIONS

Part I.-Transactions performed by reporting companies on behalf of associate companies (in thousands of dollars).
<table>
<thead>
<tr>
<th>Reporting Services</th>
<th>Associate Company</th>
<th>Services Rendered</th>
<th>Direct Costs Charged</th>
<th>Indirect Costs Charged</th>
<th>Cost of Capital</th>
<th>Total Amount Billed</th>
</tr>
</thead>
<tbody>
<tr>
<td>Minnesota Intrastate Pipeline Company</td>
<td>CenterPoint Energy Minnesota Gas</td>
<td>Gas sales purchases</td>
<td>$348</td>
<td>$--</td>
<td>$--</td>
<td>$348</td>
</tr>
<tr>
<td>CenterPoint Energy Services, Inc.</td>
<td>CenterPoint Energy Intra gas Pipelines</td>
<td>Admin Staff</td>
<td>$--</td>
<td>$--</td>
<td>$--</td>
<td>$--</td>
</tr>
<tr>
<td>CenterPoint Energy Gas Transmission</td>
<td>CenterPoint Energy Gas Transmission</td>
<td>Gas Sales/ Gas Trans/ Rev Storage</td>
<td>1,414</td>
<td>$--</td>
<td>$--</td>
<td>1,414</td>
</tr>
<tr>
<td>CenterPoint Energy Services, Inc.</td>
<td>CenterPoint Energy Services, Inc.</td>
<td>Gas Sales/ Gas Trans/ Rev Storage</td>
<td>3,064</td>
<td>$--</td>
<td>$--</td>
<td>3,064</td>
</tr>
<tr>
<td>CenterPoint Energy Gas River Transmission</td>
<td>CenterPoint Energy Missouri Gas</td>
<td>Gas Trans/ Rev Storage</td>
<td>21,682</td>
<td>$--</td>
<td>$--</td>
<td>21,682</td>
</tr>
<tr>
<td>CenterPoint Energy Services</td>
<td>CenterPoint Energy Services</td>
<td>Gas Sales/</td>
<td>3,294</td>
<td>$--</td>
<td>$--</td>
<td>3,294</td>
</tr>
<tr>
<td>CenterPoint Energy Gas River Transmission</td>
<td>CenterPoint Energy Arkansas Gas</td>
<td>Gas Trans/ Rev Storage</td>
<td>563</td>
<td>$--</td>
<td>$--</td>
<td>563</td>
</tr>
<tr>
<td>CenterPoint Energy Field Services</td>
<td>CenterPoint Energy Field Services</td>
<td>Pro. Extr.</td>
<td>1,643</td>
<td>$--</td>
<td>$--</td>
<td>1,643</td>
</tr>
<tr>
<td>CenterPoint Energy Arkansas Gas Transmission</td>
<td>CenterPoint Energy Arkansas Gas Transmission</td>
<td>Gas Trans/ Rev Storage</td>
<td>21,682</td>
<td>$--</td>
<td>$--</td>
<td>21,682</td>
</tr>
<tr>
<td>CenterPoint Energy Services</td>
<td>CenterPoint Energy Services</td>
<td>Gas Sales/</td>
<td>3,294</td>
<td>$--</td>
<td>$--</td>
<td>3,294</td>
</tr>
<tr>
<td>CenterPoint Energy Missouri Gas</td>
<td>CenterPoint Energy Missouri Gas</td>
<td>Other Oper</td>
<td>11,271</td>
<td>$--</td>
<td>$--</td>
<td>11,271</td>
</tr>
<tr>
<td>CenterPoint Energy Arkansas Gas Transmission</td>
<td>CenterPoint Energy Arkansas Gas Transmission</td>
<td>Other Oper</td>
<td>25,501</td>
<td>$--</td>
<td>$--</td>
<td>25,501</td>
</tr>
<tr>
<td>CenterPoint Energy Field Services</td>
<td>CenterPoint Energy Field Services</td>
<td>Other Oper</td>
<td>1,139</td>
<td>$--</td>
<td>$--</td>
<td>1,139</td>
</tr>
<tr>
<td>CenterPoint Energy Arkansas Gas Transmission</td>
<td>CenterPoint Energy Arkansas Gas Transmission</td>
<td>Other Oper</td>
<td>59</td>
<td>$--</td>
<td>$--</td>
<td>59</td>
</tr>
<tr>
<td>CenterPoint Energy Minnesota Gas</td>
<td>CenterPoint Energy Minnesota Gas</td>
<td>Other Operations</td>
<td>$--</td>
<td>$--</td>
<td>$--</td>
<td>$--</td>
</tr>
<tr>
<td>CenterPoint Energy Illinois Gas Transmission</td>
<td>CenterPoint Energy Illinois Gas Transmission</td>
<td>Other Oper</td>
<td>93</td>
<td>$--</td>
<td>$--</td>
<td>93</td>
</tr>
</tbody>
</table>

-7-

<table>
<thead>
<tr>
<th>Reporting Company</th>
<th>Associate Company</th>
<th>Types of Services Rendered</th>
<th>Direct Costs Charged</th>
<th>Indirect Costs Charged</th>
<th>Cost of Capital</th>
<th>Total Amount Billed</th>
</tr>
</thead>
<tbody>
<tr>
<td>CenterPoint Energy Pipeline Services</td>
<td>Pine Pipeline Acquisition</td>
<td>Other Oper/ Other Oper</td>
<td>1</td>
<td>$--</td>
<td>$--</td>
<td>1</td>
</tr>
<tr>
<td>CenterPoint Energy Pipeline Services</td>
<td>CenterPoint Energy Missouri Gas</td>
<td>Other Oper/ Other Oper</td>
<td>141</td>
<td>$--</td>
<td>$--</td>
<td>141</td>
</tr>
<tr>
<td>CenterPoint Energy Pipeline Services</td>
<td>CenterPoint Energy Georgia Gas</td>
<td>Gas Trans</td>
<td>563</td>
<td>$--</td>
<td>$--</td>
<td>563</td>
</tr>
</tbody>
</table>
### Part II. Transactions performed by associate companies on behalf of reporting companies (in thousands of dollars).

<table>
<thead>
<tr>
<th>Associate Company Rendering Services</th>
<th>Reporting Company Receiving Services</th>
<th>Types of Services Rendered</th>
<th>Direct Costs Charged</th>
<th>Indirect Costs Charged</th>
<th>Cost of Capital Billed</th>
<th>Total Amount Billed</th>
</tr>
</thead>
<tbody>
<tr>
<td>CenterPoint Energy Service Company, LLC</td>
<td>CenterPoint Energy Gas Transmission Co.</td>
<td>1</td>
<td>$2,882</td>
<td>$1,552</td>
<td>$211</td>
<td>$4,645</td>
</tr>
<tr>
<td>CenterPoint Energy Service Company, LLC</td>
<td>CenterPoint Energy Services, Inc.</td>
<td>1</td>
<td>822</td>
<td>565</td>
<td>2</td>
<td>1,389</td>
</tr>
<tr>
<td>CenterPoint Energy Service Company, LLC</td>
<td>CenterPoint Energy Field Services, Inc.</td>
<td>1</td>
<td>400</td>
<td>458</td>
<td>1</td>
<td>859</td>
</tr>
</tbody>
</table>
(1) Services provided include Information Technology, Shared Services, Legal, Finance, Human Resources, and Corporate Communications

<table>
<thead>
<tr>
<th>Associate Company</th>
<th>Reporting Company</th>
<th>Types of Services Rendered</th>
<th>Direct Costs Charged</th>
<th>Indirect Costs Charged</th>
<th>Cost of Capital</th>
<th>Total Amount Billed</th>
</tr>
</thead>
<tbody>
<tr>
<td>CenterPoint Energy Houston Electric</td>
<td>CenterPoint Energy Products, Inc.</td>
<td>Broadband over Power line services</td>
<td>278</td>
<td>--</td>
<td>--</td>
<td>278</td>
</tr>
<tr>
<td>CenterPoint Energy Houston Electric</td>
<td>CenterPoint Energy Pipeline Services, Inc.</td>
<td>GIS services</td>
<td>--</td>
<td>--</td>
<td>--</td>
<td>--</td>
</tr>
<tr>
<td>CenterPoint Energy Houston Electric</td>
<td>CenterPoint Energy Pipeline Services, Inc.</td>
<td>Rent</td>
<td>--</td>
<td>--</td>
<td>--</td>
<td>--</td>
</tr>
<tr>
<td>CenterPoint Energy Arkansas</td>
<td>CenterPoint Energy Pipeline Services, Inc.</td>
<td>IT Telecom</td>
<td>--</td>
<td>--</td>
<td>--</td>
<td>--</td>
</tr>
<tr>
<td>CenterPoint Energy Arkansas</td>
<td>CenterPoint Energy Pipeline Services, Inc.</td>
<td>Gas sales and balancing</td>
<td>1</td>
<td>--</td>
<td>--</td>
<td>1</td>
</tr>
<tr>
<td>CenterPoint Energy Minneapolis Utility</td>
<td>CenterPoint Energy Houston Electric</td>
<td>Line locating</td>
<td>--</td>
<td>--</td>
<td>--</td>
<td>--</td>
</tr>
<tr>
<td>CenterPoint Energy</td>
<td>CenterPoint Energy Intra-State Pipeline</td>
<td>Marketing, admin staff, rates</td>
<td>--</td>
<td>--</td>
<td>--</td>
<td>--</td>
</tr>
<tr>
<td>CenterPoint Energy</td>
<td>CenterPoint Energy Intra-State Pipeline</td>
<td>Payroll</td>
<td>--</td>
<td>--</td>
<td>--</td>
<td>--</td>
</tr>
<tr>
<td>CenterPoint Energy</td>
<td>CenterPoint Energy Intra-State Pipeline</td>
<td>Marketing, admin staff, rates</td>
<td>--</td>
<td>--</td>
<td>--</td>
<td>--</td>
</tr>
</tbody>
</table>

ITEM 4.-SUMMARY OF AGGREGATE INVESTMENT (IN THOUSANDS)
Investments in energy-related companies:

Total consolidated capitalization as of June 30, 2005
$10,029,471 Line 1

Total capitalization multiplied by 15%
(Line 1 multiplied by 0.15)
1,504,421 Line 2

Greater of $50 million or line 2
$1,504,421 Line 3

Total current aggregate investment:
(categorized by major line of energy-related business)

<table>
<thead>
<tr>
<th>Category</th>
<th>Investment (in thousands)</th>
</tr>
</thead>
<tbody>
<tr>
<td>3</td>
<td>$ (3,520)</td>
</tr>
<tr>
<td>4</td>
<td>$ (13,156)</td>
</tr>
<tr>
<td>5</td>
<td>$ (8,397)</td>
</tr>
<tr>
<td>7</td>
<td>$ 1,575</td>
</tr>
</tbody>
</table>

Total current aggregate investment
$ (23,498) Line 4

Difference between the greater of $50 million or 15% of capitalization and the total aggregate investment of the registered holding company system
$1,480,923 Line 5

Investments in gas-related companies:

Total current aggregate investment:
(categorized by major line of energy-related business)

<table>
<thead>
<tr>
<th>Category</th>
<th>Investment (in thousands)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>$ 1,466,559</td>
</tr>
<tr>
<td>2</td>
<td>$ 30,141</td>
</tr>
</tbody>
</table>

Total current aggregate investment
$1,496,700 Line 4

---

ITEM 5.-OTHER INVESTMENTS (IN THOUSANDS)

<table>
<thead>
<tr>
<th>Major Line of Energy-Related Business (a)</th>
<th>Other Investment in Last U-9C-3 Report</th>
<th>Other Investment in This U-9C-3 Report</th>
<th>Reason for Difference in Other Investment</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>-------------------------------------</td>
<td>-------------------------------------</td>
<td>------------------------------------------</td>
</tr>
<tr>
<td>None</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

---

ITEM 6.-FINANCIAL STATEMENTS AND EXHIBITS

A. Current Period Financial Statements: (filed with a request for confidential treatment)

CenterPoint Energy Power Systems, Inc. Balance Sheet as of June 30, 2005

CenterPoint Energy Power Systems, Inc. Statement of Operations for the three and six months ended June 30, 2005

CenterPoint Energy Products, Inc. Balance Sheet as of June 30, 2005

CenterPoint Energy Products, Inc. Statement of Operations for the three and six months ended June 30, 2005

Arkla Industries, Inc. Balance Sheet as of June 30, 2005

Arkla Industries, Inc. Statement of Operations for the three and six months ended June 30, 2005

CenterPoint Energy Alternative Fuels, Inc. Balance Sheet as of June 30, 2005

CenterPoint Energy Alternative Fuels, Inc. Statement of Operations for the three
CenterPoint Energy Field Services, Inc. Balance Sheet as of June 30, 2005
CenterPoint Energy Field Services, Inc. Statement of Operations for the three and six months ended June 30, 2005
CenterPoint Energy Gas Processing, Inc. Balance Sheet as of June 30, 2005
CenterPoint Energy Gas Processing, Inc. Statement of Operations for the three and six months ended June 30, 2005
CenterPoint Energy Gas Transmission Co. Balance Sheet as of June 30, 2005
CenterPoint Energy Gas Transmission Co. Statement of Operations for the three and six months ended June 30, 2005
CenterPoint Energy Illinois Gas Transmission Co. Balance Sheet as of June 30, 2005
CenterPoint Energy Illinois Gas Transmission Co. Statement of Operations for the three and six months ended June 30, 2005
CenterPoint Energy Intrastate Holdings, LLC Balance Sheet as of June 30, 2005
CenterPoint Energy Intrastate Holdings, LLC Statement of Operations for the three and six months ended June 30, 2005
Pine Pipeline Acquisition Company, LLC Balance Sheet as of June 30, 2005
Pine Pipeline Acquisition Company, LLC Statement of Operations for the three and six months ended June 30, 2005
CenterPoint Energy Services, Inc. Balance Sheet as of June 30, 2005
CenterPoint Energy Services, Inc. Statement of Operations for the three and six months ended June 30, 2005
CenterPoint Energy Mississippi River Transmission Corp. Balance Sheet as of June 30, 2005
CenterPoint Energy Mississippi River Transmission Corp. Statement of Operations for the three and six months ended June 30, 2005
CenterPoint Energy MRT Services Company Balance Sheet as of June 30, 2005
CenterPoint Energy MRT Services Company Statement of Operations for the three and six months ended June 30, 2005
CenterPoint Energy Pipeline Services, Inc. Balance Sheet as of June 30, 2005
CenterPoint Energy Pipeline Services, Inc. Statement of Operations for the three and six months ended June 30, 2005
CenterPoint Energy OQ, LLC Balance Sheet as of June 30, 2005
CenterPoint Energy OQ, LLC Statement of Operations for the three and six months ended June 30, 2005
CenterPoint Energy Intrastate Pipelines, Inc. Balance Sheet as of June 30, 2005
CenterPoint Energy Intrastate Pipelines, Inc. Statement of Operations for the three and six months ended June 30, 2005
Minnesota Intrastate Pipeline Company Balance Sheet as of June 30, 2005
Minnesota Intrastate Pipeline Company Statement of Operations for the three and six months ended June 30, 2005
National Furnace Company Balance Sheet as of June 30, 2005
National Furnace Company Statement of Operations for the three and six months
ended June 30, 2005

CenterPoint Energy Offshore Management Services, LLC Balance Sheet as of June 30, 2005

CenterPoint Energy Offshore Management Services, LLC Statement of Operations for the three and six months ended June 30, 2005

B. Exhibits:

None.

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, as amended, the Applicants have duly caused this Application/Declaration to be signed on their behalf by the undersigned thereunto duly authorized.

Date: August 30, 2005

CENTERPOINT ENERGY, INC.

and its Subsidiaries

By: /s/ Walter L. Fitzgerald

-----------------------------
Walter L. Fitzgerald
Vice President and Controller
CenterPoint Energy, Inc.

-14-