

No. C 70916

Due no later than September 30, 2007
Annual Report Form

Return to:

SECRETARY OF STATE
450 NORTH FOURTH STREET
PO BOX 83720
BOISE, ID 83720-0080

NO FILING FEE IF
RECEIVED BY DUE DATE

1. Mailing Address - Correct in this box, if applicable

HORSESHOE BEND HYDROELECTRIC COMPAN
1111 ST CHARLES STREET W
EAST TOWER STE 1255
LONGUEUIL, QC
CANADA J4K5G4

2. Registered Agent and Office NO PO BOX

CORPORATION SERVICE COMPANY
1401 SHORELINE DR STE 2
BOISE, ID 83702

3. New Registered Agent Signature

4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

Office held	Name	Street or P.O. Address	City	State	Zip
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See Attached

5. Organized Under the Laws of:

DELAWARE
C 70916

6.

Signature

Name (Typed or Printed)

[Signature]
Michele Beauchamp

Date 24-08-2007

VP LEGAL AFFAIRS + CORP
Title SECRETARY.

Issued 07/02/2007

Do Not Tape or Staple

200709000577

HORSESHOE BEND HYDROELECTRIC COMPANY
(A closed corporation incorporated under Laws of Delaware)

ATTACHMENT TO ANNUAL REPORT FORM TO THE STATE OF IDAHO

August 24, 2007

Horseshoe Bend Hydroelectric Company (the "Company") has elected, pursuant to Section 344 of the Delaware General Corporation Law ("DGCL"), to become a "close corporation" within the meaning of DGCL Section 342.

Pursuant to DGCL Section 351, the business of the Company is managed by its stockholder, Innergex USA, Inc., and the Company does not have any directors or officers. Accordingly, as authorized by the DGCL, this Annual Report is filed by the sole stockholder of the Company.

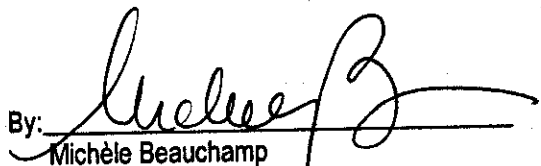
The mailing address of the Company's stockholder, Innergex USA Inc. is as follows:

1111 St-Charles Street West
East Tower, Suite 1255
Longueuil (Quebec)
J4K 5G4

Attention: Vice President – Legal Affairs and Corporate Secretary

Signed and dated in Longueuil (Qc), Canada, as of the date set forth above.

Innergex USA Inc., sole stockholder
of Horseshoe Bend Hydroelectric Company

By: 
Michèle Beauchamp
Vice President – Legal Affairs and Corporate Secretary