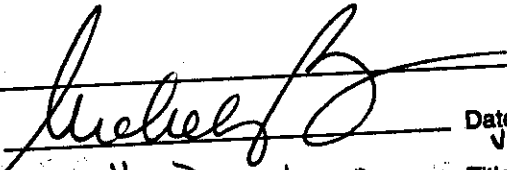


No. C 70916		Due no later than September 30, 2008		2. Registered Agent and Office NO PO BOX	
Return to: SECRETARY OF STATE 450 NORTH FOURTH STREET PO BOX 83720 BOISE, ID 83720-0080  NO FILING FEE IF RECEIVED BY DUE DATE		Annual Report Form		CORPORATION SERVICE COMPANY	
		1. Mailing Address - Correct in this box, if applicable		1401 SHORELINE DR STE 2 BOISE, ID 83702	
		HORSESHOE BEND HYDROELECTRIC COMPAN 1111 ST CHARLES STREET W EAST TOWER STE 1255 LONGUEUIL, QC CANADA J4K5G4		3. New Registered Agent Signature	
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.					
<u>Office held</u>		<u>Name</u>		<u>Street or P.O. Address</u>	<u>City</u> <u>State</u> <u>Zip</u>
See Attached					
5. Organized Under the Laws of: DELAWARE C 70916		6. Signature 		Date <u>July 21, 2008</u>	
		Name (Typed or Printed) <u>Michele Beauchamp</u>		Title <u>V.P. Legal AFFAIRS and CORPORATE SEC.</u>	
				200809000556	

Issued 07/01/2008

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

**ATTACHMENT TO ANNUAL REPORT FORM TO THE STATE OF IDAHO**

**July 21, 2008**

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