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NO. C 70915 Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080	Due no later than September 30, 2003 Annual Report Form HORSESHOE BEND HYDROELECTRIC COMPAN PO BOX 6303	2. Registered Agont Signature 2. Registered Agont Signature
NO FILING FEE IF RECEIVED BY DUE DATE 4. Corporations: Enter No Office hald Name	BOISE, ID 83707 ames and Business Addresses of President, Secret Size of P.C. Address See Attached	ary and Directors. Stale Zip
S. Organized Under the Law; of	6. * See Attached	Date
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Issued 07/02/200	3 Do Not Tape or Staple Fold seal and mail this portion.	3 5 4

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INSTRUCTIONS FOR THE IDAHO ANNUAL REPORT FORM

- BLOCK 1: Entity name may not be altered through the use of this form. Pay special attention to the mailing address. If the correct making address is not given in Block 1, strike it out and write in the correct address. Note: To ensure future mailings, the corrected address must be inside Block 1.
- BLOCK 2: To change the registered agent or office, strike the incorrect information and write in the correct information. Note: The office of the registered agent must be at a street address in Idaho; not a Post Office Box or Personal Mail Box.
- BLOCK 3: Only a new registered agent must eign in Block 2.
- BLOCK 4: Enter names and business addresses of president, secretary and directors (for corporations only) or managers/members A security manages and countries addresses of producing specieurs and uncounts (on corporations only) or managers mended (for LLC's only). Note: Putting "same as last year" or "same as above" will not be accepted. Changes here will not affect the address in Block 1.
- BLOCK 5: May not be altered through the use of this form.
- BLOCK 6: The annual report must be signed by a person authorized to represent the corporation/LLC. Print or type the name and little of
- "The Image of this form will be available on the internot once it is filed, DO NOT enter Social Security Numbers.

If the (corporation/Limited Lieb lity Company) is no longer doing business in Idaho, you may file the appropriate form and fee. Forms are available on If the (experience map my company) is no unger young accommod in may me appropriate form and sea rome are available of our walking and was remarked to the taken, at no cost to the our walking at www.ideos.state.id.us. However, if no timely annual report is filed, administrative action will be taken, at no cost to the our macazer at www.iesco.state.id.us. However, it its timery approach report is used, commissionly with a second with the legal existence. If you have any questions contact the Commercial Division at 1000 and 1 (208) 334-2301

POSTMARK DATES WILL NOT BE ACCEPTED

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HORSESHOE BEND HYDROELECTRIC COMPANY (A Close Corporation under Section 342 of the Delaware General Corporation Law)

ATTACHMENT TO ANNUAL REPORT FORM TO THE STATE OF IDAHO

February 16, 2000

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., a Delaware corporation, and the Company does not have any directors or officers. Accordingly, as authorized by the DGCL, this Annual Report is filed by HBHC LLC, as the sole stockholder of the Company.

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

1401 Shoreline Drive Suite 2 Boise, Idaho 83702

Dated as of the date set forth above.

Innergex USA, sole stockholder of the Company

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