



**INCORPORATION BY REFERENCE**

The Form 6-K of Brookfield Asset Management Inc. dated May 29, 2007 and the exhibit thereto are hereby incorporated by reference as exhibits to Brookfield Asset Management Inc.'s registration statement on Form F-9 (File No. 333-112049).

**EXHIBIT LIST**

<u>Exhibit</u>	<u>Description</u>
99.1	Press Release, Dated May 29, 2007, Brookfield Power to Acquire and Build Hydroelectric Plants in Minnesota

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**BROOKFIELD ASSET MANAGEMENT INC.**

Date: May 29, 2007

By: /s/ B. D. Lawson

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Name: B. D. Lawson

Title: Managing Partner & CFO