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Articles of Amendment  
filed 5-15-72

5 pgs.

A-6395

FLORIDA POWER & LIGHT  
COMPANY

Amend adding a new paragraph  
to SECTION 3, filed 5/15/72

FILED IN OFFICE OF DEPARTMENT  
OF STATE, STATE OF FLORIDA,  
by bc on 5/15/72

RICHARD (DICK) STONE  
SECRETARY OF STATE

corp-1



May 13, 1972

The Honorable Richard "Dick" Stone  
Secretary of State of Florida  
Department of State  
State Capitol  
Tallahassee, Florida 32304

Dear Mr. Stone: RE: Florida Power & Light Company  
Amendment of Charter - Authorizing  
Two-For-One Split of Outstanding  
Common Stock - No Par Value

We are, herewith, sending to you by personal delivery  
an executed

CERTIFICATE OF AMENDMENT  
OF  
AGREEMENT OF CONSOLIDATION  
between  
PENINSULA POWER & LIGHT COMPANY  
AND SOUTHERN UTILITIES COMPANY  
forming  
FLORIDA POWER & LIGHT COMPANY

MAY 15 1972  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA  
MAY 15 1972  
69799 \*\*\*140.00  
69800 \*\*\*\*15.00  
FILED

dated May 13, 1972, which is sent to you for filing in  
your office in accordance with law.

By this amendment to Section 3D of this Company's Certi-  
ficate of Incorporation as amended, Common Stock without  
par value of the Company issued and outstanding at the  
close of business May 15, 1972, shall be split on the  
basis of two shares for one through the issuance on  
June 5, 1972, to each common stockholder of record at  
the close of business on May 15, 1972, of one additional  
share of Common Stock without par value for each share

14 copies up  
5-15-72 BC

14

C. TAX .....	
FILING .....	15.
R. AGENT .....	
C. COPY .....	140.
TOTAL .....	155.
N. BANK .....	
BALANCE DUE .....	
REFUND .....	
PHOTO COPY .....	

CERTIFICATE OF AMENDMENT  
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FILED  
MAR 15 8 48 AM '72  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

Florida Power & Light Company, a Florida corporation, does  
hereby certify:

FIRST: That at a meeting of the Board of Directors of said Florida Power & Light Company duly called and held at 4200 West Flagler Street, Miami, Florida, on February 5, 1972, the Board of Directors unanimously approved and adopted and recommended and proposed the adoption and approval by the Common Stockholders of the Company the following Charter amendment resolution;

RESOLVED: The provisions of Section 3 of the Company's Certificate of Incorporation, as amended, shall be further amended by adding a new paragraph to subsection (D) at the end thereof reading as follows:

"The Common Stock without par value of the Company issued and outstanding at the close of business May 15, 1972, shall be split on the basis of two shares for one through the issuance on June 5, 1972, to each common stockholder of record at the close of business on May 15, 1972, of one additional share of Common Stock without par value for each share held by a common stockholder at the close of business May 15, 1972, and the aggregate amount of capital represented by the number of shares to be outstanding after such two-for-one split shall be the same as the aggregate amount of capital represented by the outstanding shares of Common Stock immediately prior to such two-for-one split, as recorded on the books of the Company."

SECOND: That thereafter the annual meeting of the Common Stockholders of the Company was duly held upon call by the Board of Directors and due and statutory notice given the holders of all of the Common Stock of the Company then outstanding and entitled to vote on said Charter Amendment at the general offices of the Company, 4200 West Flagler Street, (Flagler Street at LeJeune Road), Miami, Florida, on May 13, 1972, at 2:00 p.m.; that by said notice and at said annual meeting the said Charter Amendment was proposed to said Common Stockholders by the Board of Directors; that at said annual meeting the vote of the Common Stockholders of record entitled to vote was taken for and against the proposed Charter Amendment and that, upon the canvassing of said

votes, it appeared from the Certificate of Inspectors of Stockholder Votes and Elections that Common Stockholders of record of the Company holding Common Stock in said Company entitling them to exercise at least a majority of the voting power, had voted in favor of the resolution incorporating the Charter Amendment and the Charter Amendment.

That at said annual meeting the holders of 14,412,437 shares of the 16,400,000 shares of the Common Capital Stock of the Company issued and outstanding and entitled to vote at said annual meeting were present in person or by proxy, thereby constituting a quorum for the transaction of business.

THIRD: That the only stockholders entitled to notice of said annual meeting and entitled to vote at said annual meeting were the Common Stockholders of the Company and the Preferred Stockholders of the Company were not required to vote on the Charter Amendment.

FOURTH: That the capital of Florida Power & Light Company will not be increased or reduced under or by reason of the said Charter amendment.

IN WITNESS WHEREOF, Florida Power & Light Company has made this Certificate under its corporate seal and the hand of its President and Secretary, this 13th day of May, 1972.

FLORIDA POWER & LIGHT COMPANY

By: Marshall McDonald  
Marshall McDonald, President

ATTEST:

W. F. Blaylock  
W. F. Blaylock, Secretary

STATE OF FLORIDA )  
COUNTY OF DADE ) ss.

BEFORE ME personally appeared MARSHALL McDONALD and W. F. BLAYLOCK, to me well known to be the individuals described in and who executed the foregoing Certificate of Amendment of Agreement of Consolidation between Peninsula Power and Light Company and Southern Utilities Company forming Florida Power & Light Company, and acknowledged before me that they executed the same for the purposes therein expressed and that the seal affixed thereto is the corporate seal of said Florida Power & Light Company and that said instrument is the act of said Florida Power & Light Company.

WITNESS my hand and official seal at Miami, Florida, this 13th day of May, 1972.

(SEAL)

Paul J. Whitefield  
Notary Public, State of Florida  
at Large

My Commission expires: 2-25-73