

106395

Statement of Shares

filed 8-23-78

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7 pgs.

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(Walk-in)

Word Processing: August 23, 1978

By: *ca*

Updating:

8/25/78

By: *Rue*

Name: FLORIDA POWER & LIGHT COMPANY

Charter Number: 106395

Filing Date: August 23, 1978

Action Taken: Statement of Classification of shares

106395

*Statement of
Classification
of Shares*

DIVISION OF CORPORATIONS

NAME Steel, Hector + Davis
 ADDRESS Attorneys at Law
 CITY Miami STATE Fl. ZIP CODE _____
 AREA CODE & PHONE NUMBER _____
 NAME OF CORPORATION _____

410 23-78 72 05000****70.0
 410 23-78 87 04000****75.0

FILED
 AUG 19 8 19 AM '76
 STATE OF FLORIDA
 TALLAHASSEE

FOR OFFICE USE ONLY

<input type="checkbox"/> DOMESTIC	<input type="checkbox"/> AMENDMENT	<input type="checkbox"/> SEARCH
<input type="checkbox"/> FOREIGN	<input type="checkbox"/> DISSOLUTION	<input type="checkbox"/> MERGER
<input type="checkbox"/> PROFIT	<input type="checkbox"/> REINSTATEMENT	<input type="checkbox"/> MARK
<input type="checkbox"/> NON-PROFIT	<input type="checkbox"/> ANNUAL REPORT	<input type="checkbox"/> RESERVATION
<input type="checkbox"/> LIMITED PARTNERSHIP	<input type="checkbox"/> CERTIFICATE UNDER SEAL	<input checked="" type="checkbox"/> 2 CERTIFIED COPY

2 -

PRIVILEGE TAX	
C. TAX	
FILING	15
C. COPY	30
R. A. FEE	
P. COPY	
SEARCH	
TOTAL	45
BALANCE DUE	
REFUND	

PICKED UP

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STATEMENT OF CLASSIFICATION OF SHARES OF
FLORIDA POWER & LIGHT COMPANY

The undersigned corporation hereby executes this Statement pursuant to the Florida General Corporation Act, Section 607.047 Florida Statutes, relative to establishing and designating a series within a class of its shares and fixing and determining the relative rights and preferences of the Series:

1. The name of the corporation is Florida Power & Light Company.
2. A copy of the resolutions adopted by the Board of Directors of Florida Power & Light Company establishing and designating Series L of its Preferred Stock and fixing and determining the relative rights and preferences thereof, is set forth below:

RESOLVED, that the Board of Directors hereby establishes and authorizes the issuance of a new series of the Preferred Stock of the Company and hereby fixes the number of shares to constitute the new series and the distinctive designation of the new series, the annual rate of dividends payable on such shares and the date from which dividends shall commence to accrue, terms and conditions on which the shares may be redeemed and the manner of effecting redemption with respect to such new series of Preferred Stock as follows:

- (a) The new series of Preferred Stock established by this resolution is hereby designated
8.84% Preferred Stock, Series L."
- (b) The 8.84% Preferred Stock, Series L, is hereby authorized to be issued in the amount of 500,000 shares.
- (c) The dividend rate of the 8.84% Preferred Stock, Series L, shall be \$8.84 per share per annum and no more, payable quarterly on December 1, March 1, June 1 and September 1 of each year, commencing December 1, 1978, and dividends on the 500,000 shares shall commence to accrue from and after August 29, 1978. Any dividend on the 500,000 shares which shall have accrued up to and including August 31, 1978 shall be set apart on September 1, 1978 for payment on December 1, 1978.

(d) The Company, by a majority vote of its Board of Directors, may at any time redeem all of the 8.84% Preferred Stock, Series L, or may from time to time redeem any part thereof by paying in cash a redemption price consisting of the sum of:

(i) \$109.84 per share if redeemed on or prior to August 1, 1983; \$107.63 per share if redeemed after August 1, 1983, and on or prior to August 1, 1988; \$105.42 per share if redeemed after August 1, 1988, and on or prior to August 1, 1993; and \$103.21 per share if redeemed after August 1, 1993; and

(ii) In each case an amount equivalent to the accumulated and unpaid dividends, if any, to the date of redemption;

provided, however that the shares of the 8.84% Preferred Stock, Series L, shall not be redeemable prior to August 1, 1983, directly or indirectly from or in anticipation of monies borrowed, or proceeds of shares of other series of Preferred Stock (or of any other stock ranking prior to or on a parity with the Company's preferred stocks) sold, by or for the account of the Company, at an interest or dividend cost to it (calculated in accordance with generally accepted financial practice) of less than 8.82% per annum.

(e) The manner of effecting such redemption shall be that applicable to the Company's 4-1/2% Preferred Stock, Series A.


(f) Except as above set forth, the 8.84% Preferred Stock, Series L, shall possess all of the characteristics of the Company's said 4-1/2% Preferred Stock, Series A.

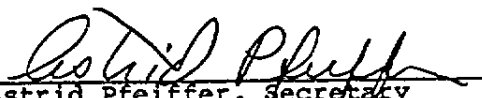
A-1219

3. The above resolutions were duly adopted by the Board of Directors of the Company on August 22, 1978.

This, the 22nd day of August, 1978.

Florida Power & Light Company

By 
John J. Hudiburg
Executive Vice President

By 
Astrid Pfeiffer, Secretary

