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Amendment (2nd)

Filed 8-2-85

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4 pgs.

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Steel Hector & Davis

Miami, Florida

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Elwyn L. Middleton
William B. Kellan
Ernest J. Hewett, P.A.
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Shepard King, P.A.
C. Culver Smith II, P.A.
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Noel H. Nation, P.A.

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Of Counsel
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Will M. Preston

FEDERAL EXPRESS

Department of State
Corporations Division
The Capitol, Room 200
Tallahassee, FL 32301

Re: Florida Power & Light Company

Dear Sir:

Enclosed are an original and two copies of each of the following documents for filing with your office:

- 1) Statement of Cancellation of 37,500 Shares of 10.08% Preferred Stock, Series J, of Florida Power & Light Company
- 2) Statement of Cancellation of 18,000 Shares of 8.70% Preferred Stock, Series M, of Florida Power & Light Company

A check in the amount of \$90.00 is also attached to cover the filing fees.

I would appreciate that the amendments are filed on August 2, 1985, filing item no. 1 first (37,500 shares of 10.08% Preferred Stock, Series J). I have enclosed a self-addressed federal express envelope for your use in returning the certified copies. If you have any questions, please call me at (305) 577-2926. Thank you for your assistance.

Name	Availability
Document Examiner	LYN
Updater	LYN
Updater Verifier	SRZ Enclosures
Acknowledgement	LYN

C. TAX _____
FILING _____ 15 _____
R. AGENT FEE _____
C. COPY _____ 30 _____
TOTAL _____ 45 _____
N. BANK _____

BALANCE DUE _____
REFUND _____
Palm Beach Office
Steel Hector & Davis
Burns & Middleton
200 North Avenue
Palm Beach, Florida 33480
(305) 655-5311

Sincerely,

Janet E. Perez
Legal Assistant

Tallahassee Office
320 Barnett Bank Building
315 South Cathlamet Street
Tallahassee, Florida 32301
(904) 222-4194

Miami Office
4000 South Financial Center
Miami, Florida 33131-2398
(305) 577-2800
Telex 51-5758

106395

COURIER
Return when Ready

FILED

Aug 2 10 54 AM '85

STATEMENT OF CANCELLATION OF 18,000 SHARES OF
8.70% PREFERRED STOCK, SERIES M, OF
FLORIDA POWER & LIGHT COMPANY

FILED
AUG 2 10 54 AM '85
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is Florida Power & Light Company.
2. Through this date, 18,000 shares of the 8.70% Preferred Stock, Series M of Florida Power & Light Company, of its class of Preferred Stock of the par value of \$100 each (the "Preferred Stock"), have been redeemed by the Company and cancelled.
3. After giving effect to this Statement of Cancellation, the number of shares of Preferred Stock which the Company shall have authority to issue is 19,794,500, and the number of shares of 8.70% Preferred Stock, Series M, which the Company shall have authority to issue is 482,000.

Date: July 31, 1985.

FLORIDA POWER & LIGHT COMPANY

By:

J. J. Hudiburg
J. J. Hudiburg, President

By:

Astrid Pfeiffer
Astrid Pfeiffer, Secretary

ACKNOWLEDGEMENT OF SECRETARY OF
FLORIDA POWER & LIGHT COMPANY

STATE OF FLORIDA)
COUNTY OF DADE)

BE IT REMEMBERED that on this day before me,
the undersigned, a notary public in and for the County
and State aforesaid, personally came Astrid Pfeiffer,
Secretary of Florida Power & Light Company, a corporation
organized and existing under the laws of the State of
Florida, known to me personally to be the Secretary of
said Corporation, and before me acknowledged the above
and foregoing Statement of Cancellation to be the act,
deed and agreement of said Corporation.

IN WITNESS WHEREOF, I have hereunto set my
hand and seal this 31st day of July, 1985.

Barbara E. Cantelero
Notary Public
State of Florida at Large

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES DEC 18 1985
FOUNDED 1845 REVISED 1972, UNCHANGED 1985