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Amendment

filed 6-27-89

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5 pgs.

Steel Hector & Davis
Miami, Florida

Oscar E. Marina
(305) 577-2831

106395

June 23, 1989

1989 JUN 27 PM 1:53
SEC. OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

Attention: Amendment Section

Re: Statement of Cancellation of Shares
of Series Preferred Stock of Florida
Power & Light Company

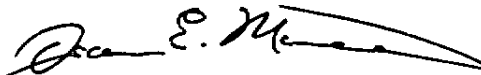
Gentlemen:

On behalf of Florida Power & Light Company (the "Company"), enclosed for filing pursuant to Section 607.204 of the Florida General Corporation Act is one original and one duplicate copy of the Statement of Cancellation of Shares of the Company (the "Statement") and a check for \$50.00, which includes the required \$20.00 filing fee and \$30.00 for a certified copy of the Statement. The filing of the Statement shall constitute an amendment to the Company's Articles of Incorporation.

Please return the certified copy to my attention.

If you have any questions or comments regarding this filing, please call me, collect, at (305) 577-2831.

Very truly yours,



Oscar E. Marina

Enclosures

Name	
Availability	
Postmaster	JP
Updater	JP
Updater	
Verifier	JP
Acknowledgment	JP
W. P. Verifier	JP

*with
15, J*

Miami Office
4000 Southeast Financial Center
Miami, FL 33131-2308
(305) 577-2800
Fax (305) 358-1418

515 North Flagler Drive
1200 Northbridge Centre I
West Palm Beach, FL 33401-4307
(407) 850-7300
Fax (407) 855-1808

440 Royal Palm Way
Palm Beach, FL 33480
(407) 850-7200

1300 North Federal Highway
Suite 408
Boca Raton, FL 33432
(407) 384-8000
Fax (407) 384-4858

370 West College Avenue
Tallahassee, FL 32301-1408
(904) 222-4182
Fax (904) 222-8416

STATEMENT OF CANCELLATION OF SHARES
OF
FLORIDA POWER & LIGHT COMPANY

1939 Dec 27 No. 1:53
SECRET
FBI

I.

The name of the Corporation is Florida Power & Light Company.

II.

The total number of shares cancelled are 286,000 shares of Preferred Stock, par value of \$100 per share, which shares are itemized under the following series:

150,000 shares of 10.08% Preferred Stock, Series J, par value of \$100 per share;

36,000 shares of 8.70% Preferred Stock, Series M, par value of \$100 per share;

35,000 shares of 14.38% Preferred Stock, Series N, par value of \$100 per share; and

65,000 shares of 11.32% Preferred Stock, Series O, par value of \$100 per share.

III.

After giving effect to such cancellation, the shares which the Corporation is authorized to issue, itemized by classes and series is as follows:

(1) 100,000 shares of 4-1/2% Preferred Stock, par value of \$100 per share;

(2) 50,000 shares of 4-1/2% Preferred Stock Series A, par value of \$100 per share;

(3) 19,018,000 shares of Preferred Stock, par value of \$100 per share, which shares are further classified as follows:

(a) 50,000 shares of 4-1/2% Preferred Stock Series B;

(b) 62,500 shares of 4-1/2% Preferred Stock Series C;

(c) 50,000 shares of 4.32% Preferred Stock Series D;

(d) 50,000 shares of 4.35% Preferred Stock Series E;

- (e) 600,000 shares of 7.28% Preferred Stock Series F;
- (f) 400,000 shares of 7.40% Preferred Stock Series G;
- (g) 500,000 shares of 9.25% Preferred Stock Series H;
- (h) 262,500 shares of 10.08% Preferred Stock Series J;
- (i) 750,000 shares of 8.70% Preferred Stock Series K;
- (j) 500,000 shares of 8.84% Preferred Stock Series L;
- (k) 383,000 shares of 8.70% Preferred Stock Series M;
- (l) 585,000 shares of 11.32% Preferred Stock Series O;
- (m) 350,000 shares of 8.50% Preferred Stock Series P;
- (n) 500,000 shares of 6.84% Preferred Stock Series Q; and
- (o) 13,975,000 shares of Preferred Stock without serial designation;

(4) 10,000,000 shares of Preferred Stock without par value;

(5) 5,000,000 shares of Subordinated Preferred Stock without par value;

(6) 1,000 shares of Common Stock without par value.

Dated: June 21, 1989

FLORIDA POWER & LIGHT COMPANY

By: 
Robert E. Tallon, President

By: 
Astrid Pfeiffer, Secretary

ACKNOWLEDGEMENT OF SECRETARY
OF
FLORIDA POWER & LIGHT COMPANY

STATE OF FLORIDA)
) ss.
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 appeared 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, who before me acknowledged that the above and foregoing Statement of Cancellation is the act, deed and agreement of said Corporation.

IN WITNESS WHEREOF, I have hereunder set my hand and seal this 21st day of June, 1989.


Notary Public

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
BY COMMISSION EXP. OCT. 22, 1991
BONDED FROM GENERAL INS. CO.