

106395

Amendment
Filed 5-13-92

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5 pgs.



106895

STEEL DIRECTOR / DAVIS
ATTN: KATHY GONSALVES
305-577-2800
4000 S.E. FINANCIAL CENTER
40TH FLOOR
MIAMI, FL 33131

WORK ORDER NUMBER		
00042008		
CUSTOMER NO.	ORDER DATE	ORDER TIME
1082	05/13/92	09:34 AM
ORDER TAKEN BY		
GAIL SHELBY		

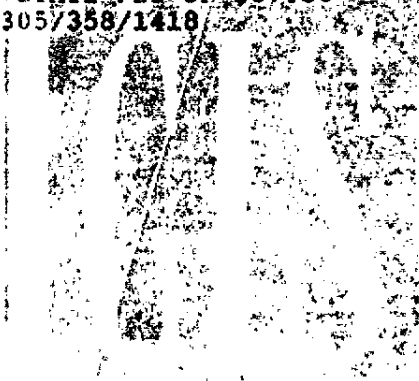
WORK ORDER DESCRIPTION

DOMESTIC AMENDMENT

CERT. COPY
1. FLORIDA POWER & LIGHT COMPANY

DATE FILED
CIS 1 PREPAY STATE FEE OF \$87.50
FAX TO KATHY 305/358/1418
GS

-05/13/92-00035-001
DOMESTIC AMENDMENT 87.50
CERT/PHOTO COPY -----000052.50
AMENDMENT -----000035.00
TOTAL -----000037.50



FILED
1992 MAY 13 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Kelly
Gand
5/13*

FAX FID
C BY: KATHY GONSALVES

If for any reason the above request is confusing or incorrect please contact our office immediately at the telephone number listed above. Thank you for your assistance with the above request

REQUEST FOR INFORMATION

ARTICLES OF AMENDMENT
TO THE
RESTATED ARTICLES OF INCORPORATION
OF
FLORIDA POWER & LIGHT COMPANY

These Articles of Amendment to the Restated Articles of Incorporation, as amended, of Florida Power & Light Company were adopted by the Board of Directors of Florida Power & Light Company on May 11, 1992, and no shareholder action was required in accordance with Section 607.0631 of the Florida Business Corporation Act.

FILED
1992 MAY 12 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.

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

II.

The reduction in the number of authorized shares is 685,000 shares of Preferred Stock, par value of \$100 per share, which shares are itemized under the following series:

500,000 shares of 9.25% Preferred Stock, Series H, par value of \$100 per share;

75,000 shares of 10.08% Preferred Stock, Series J, par value of \$100 per share;

45,000 shares of 8.70% Preferred Stock, Series M, 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 reduction of shares, the total number of shares which the Corporation is authorized to issue, itemized by class 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) 17,692,000 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) 37,500 shares of 10.08% Preferred Stock, Series J;
- (h) 750,000 shares of 8.70% Preferred Stock, Series K;
- (i) 500,000 shares of 8.84% Preferred Stock, Series L;
- (j) 302,000 shares of 8.70% Preferred Stock, Series M;
- (k) 65,000 shares of 11.32% Preferred Stock, Series O;
- (l) 350,000 shares of 8.50% Preferred Stock, Series P;
- (m) 500,000 shares of 6.84% Preferred Stock, Series Q;
- (n) 500,000 shares of 8.625% Preferred Stock, Series R;
- (o) 13,475,000 shares of Preferred Stock without serial designation;

(4) 10,000,000 shares of Preferred Stock without par value (No Par Preferred Stock), which shares are further classified as follows:

- (a) 5,000,000 shares of \$2.00 No Par Preferred Stock, Series A (Involuntary Liquidation Value \$25 Per Share);
- (b) 5,000,000 shares of No Par Preferred Stock without serial designation;

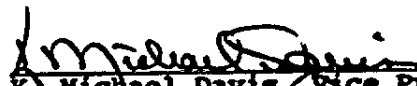
(5) 5,000,000 shares of Subordinated Preferred Stock without par value; and

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

Dated: May 11, 1992

FLORIDA POWER & LIGHT COMPANY

By:


K.A. Michael Davis, Vice President,
Accounting, Controller, and
Chief Accounting Officer