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Mar 25 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P96000034204 (3)

1. Corporation Name
FPL GROUP INTERNATIONAL, INC.



Principal Place of Business
700 UNIVERSE BLVD.
JUNO BEACH FL 33408

Mailing Address
700 UNIVERSE BLVD.
JUNO BEACH FL 33408-2657

3. Date Incorporated or Qualified 04/17/1996
3a. Date of Last Report

2. Principal Place of Business
21 11760 U.S. HIGHWAY ONE
22 SUITE #600
23 NORTH PALM BEACH, FL
24 33408 25 USA
2a. Mailing Address
26 700 UNIVERSE BOULEVARD
27 ATTN: DENNIS P. COYLE
28 JUNO BEACH, FL
29 33408 30 USA
4. FEI Number 65-0670206
5. Certificate of Status Desired \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes

9. Name and Address of Current Registered Agent
LEON, J E
9250 WEST FLAGLER ST
MIAMI FL 33174
10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS
13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE AS
1.2 NAME TANCER, EDWARD F.
1.3 STREET ADDRESS 11760 U.S. HIGHWAY ONE, SUITE 600
1.4 CITY-ST-ZIP NORTH PALM BEACH, FL 33408
2.1 TITLE DC
2.2 NAME BROADHEAD, JAMES L.
2.3 STREET ADDRESS 700 UNIVERSE BOULEVARD
2.4 CITY-ST-ZIP JUNO BEACH, FL 33408
3.1 TITLE D
3.2 NAME EVANSON, PAUL J.
3.3 STREET ADDRESS 700 UNIVERSE BOULEVARD
3.4 CITY-ST-ZIP JUNO BEACH, FL 33408
4.1 TITLE D
4.2 NAME GELBER, LESLIE J.
4.3 STREET ADDRESS 11760 U.S. HIGHWAY ONE, SUITE #600
4.4 CITY-ST-ZIP NORTH PALM BEACH, FL 33408
5.1 TITLE DP
5.2 NAME WERNEBURG, KENNETH R.
5.3 STREET ADDRESS 11760 U.S. HIGHWAY ONE, Suite #600
5.4 CITY-ST-ZIP NORTH PALM BEACH, FL 33408
6.1 TITLE DVC
6.2 NAME YACKIRA, MICHAEL W.
6.3 STREET ADDRESS 700 UNIVERSE BOULEVARD
6.4 CITY-ST-ZIP JUNO BEACH, FL 33408

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information included on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Dennis P. Coyle 03/06/97 (561) 694-4644
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Day/Line Phone #

CR2E034 (9/96)

ATTACHMENT

13. Names and Street Addresses of Each Officer and Director (Continued).

V	Alfonso, Adalberto	11760 U.S. Highway One, Suite 600, North Palm Beach, FL 33408
VC	McGrath, Robert L.	11760 U.S. Highway One, Suite 600, North Palm Beach, FL 33408
V	Bonilla, Lori J.	11760 U. S. Highway One, Suite 600, North Palm Beach, FL, 33408
V	Carpenter, Larry K.	11760 U. S. Highway One, Suite 600, North Palm Beach, FL, 33408
V	Leighton, Michael L.	11760 U. S. Highway One, Suite 600, North Palm Beach, FL, 33408
TAS	Samil, Dilek L.	700 Universe Boulevard, Juno Beach, FL 33408
S	Coyle, Dennis P.	700 Universe Boulevard, Juno Beach, FL 33408
AC	Perez, Carmen M.	9250 West Flagler Street, Miami, FL 33102
AS	Carpenter, Frances M.	11760 U. S. Highway One, Suite 600, North Palm Beach, FL, 33408