

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Apr 14, 1999 8:00 am
Secretary of State

04-14-1999 90032 041 ***150.00

PROFIT CORPORATION
 ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # P96000087928

1. Corporation Name
FPL GROUP INTERNATIONAL SOUTH AMERICA, INC.

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

Mailing Address
 ATTN: FRANCES M. CARPENTER
 700 UNIVERSE BLVD.
 JUNO BEACH FL 33408



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
10/23/1996

4. FEI Number
65-0707577

Applied For
 Not Applicable

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 owes the current year Intangible Personal Property Tax. Yes No

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip

Country

28 Zip

Country

24

25

29

30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

LEON, J.E.
 9250 WEST FLAGLER STREET
 MIAMI FL 33174

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

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstalling)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE **S** DELETE
 NAME **TANCER, EDWARD F.**
 STREET ADDRESS **11760 U.S. HIGHWAY ONE**
 CITY-ST-ZIP **NORTH PALM BEACH FL**

1.1 TITLE **D** Change Addition
 1.2 NAME **Yackira, Michael W.**
 1.3 STREET ADDRESS **700 Universe Blvd.**
 1.4 CITY-ST-ZIP **Juno Beach FL 33408**

TITLE **DP** DELETE
 NAME **LEIGHTON, MICHAEL L**
 STREET ADDRESS **11760 US HWY 1, STE 600**
 CITY-ST-ZIP **N PALM BCH FL 33408**

2.1 TITLE **D/P** Change Addition
 2.2 NAME **Leighton, Michael L.**
 2.3 STREET ADDRESS **700 Universe Blvd.**
 2.4 CITY-ST-ZIP **Juno Beach FL 33408**

TITLE **DT** DELETE
 NAME **SAMIL, DILEK L**
 STREET ADDRESS **700 UNIVERSE**
 CITY-ST-ZIP **JUNO BCH FL 33408**

3.1 TITLE **D/T** Change Addition
 3.2 NAME **Samil, Dilek L.**
 3.3 STREET ADDRESS **700 Universe Blvd.**
 3.4 CITY-ST-ZIP **Juno Beach FL 33408**

TITLE **AT** DELETE
 NAME **CUTLER, PAUL I**
 STREET ADDRESS **11760 US HWY 1, STE 600**
 CITY-ST-ZIP **N PALM BCH FL 33408**

4.1 TITLE **AT** Change Addition
 4.2 NAME **Cutler, Paul I.**
 4.3 STREET ADDRESS **700 Universe Blvd.**
 4.4 CITY-ST-ZIP **Juno Beach FL 33408**

TITLE **AS** DELETE
 NAME **CARPENTER, FRANCES M**
 STREET ADDRESS **11760 US HWY 1, STE 600**
 CITY-ST-ZIP **N PALM BCH FL 33408**

5.1 TITLE **S** Change Addition
 5.2 NAME **Tancer, Edward F.**
 5.3 STREET ADDRESS **700 Universe Blvd.**
 5.4 CITY-ST-ZIP **Juno Beach FL 33408**

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

6.1 TITLE **AS** Change Addition
 6.2 NAME **Carpenter, Frances M.**
 6.3 STREET ADDRESS **700 Universe Blvd.**
 6.4 CITY-ST-ZIP **Juno Beach FL 33408**

14. I 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 indicated 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, with all other like empowered.

SIGNATURE: *Frances M. Carpenter* **FRANCES M. Carpenter**

Date **3/5/99**

Daytime Phone # **561-691-7171**

CR2E034 (1/98)