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Secretary of State

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PROFIT CORPORATION ANNUAL REPORT 1999



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

DOCUMENT # P96000099360

1. Corporation Name
ESI CHEROKEE HOLDINGS, INC.

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

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



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
12/04/1996

4. FEI Number
65-0716581

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 **See Attached**

21	22	23	24	25	26	27	28	29	30
2. Principal Place of Business					2a. Mailing Address				
Suite, Apt. #, etc.					Suite, Apt. #, etc.				
City & State					City & State				
Zip Country					Zip Country				

9. Name and Address of Current Registered Agent

LEON, J. E.
9250 W. 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 _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DT <input type="checkbox"/> DELETE	1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BOYLAN, PETER	1.2 NAME	
STREET ADDRESS	11760 US HWY ONE, STE 600	1.3 STREET ADDRESS	700 UNIVERSE BLVD
CITY-ST-ZIP	N. PALM BEACH FL 33408	1.4 CITY-ST-ZIP	JUNO BEACH FL 33408-2657
TITLE	DV <input type="checkbox"/> DELETE	2.1 TITLE	V <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LEIGHTON, MICHAEL L.	2.2 NAME	
STREET ADDRESS	11760 US HWY 1, STE 600	2.3 STREET ADDRESS	700 UNIVERSE BLVD
CITY-ST-ZIP	N PALM BCH FL	2.4 CITY-ST-ZIP	JUNO BEACH FL 33408-2657
TITLE	DV <input checked="" type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	GELBER, LESLIE J.	3.2 NAME	YACKIRA, MICHAEL W
STREET ADDRESS	11760 US HWY 1, STE 600	3.3 STREET ADDRESS	700 UNIVERSE BLVD
CITY-ST-ZIP	N PALM BCH FL	3.4 CITY-ST-ZIP	JUNO BEACH FL 33408-2657
TITLE	AS <input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HATHAWAY, SCOT C.	4.2 NAME	
STREET ADDRESS	11760 US HWY 1, STE 600	4.3 STREET ADDRESS	700 UNIVERSE BLVD
CITY-ST-ZIP	N. PALM BCH FL 33408	4.4 CITY-ST-ZIP	JUNO BEACH FL 33408-2657
TITLE	S <input type="checkbox"/> DELETE	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CARPENTER, FRANCES M.	5.2 NAME	
STREET ADDRESS	11760 US HWY 1, STE 600	5.3 STREET ADDRESS	700 UNIVERSE BLVD
CITY-ST-ZIP	N. PALM BCH FL	5.4 CITY-ST-ZIP	JUNO BEACH FL 33408-2657
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		6.2 NAME	SMITH, GLENN E
STREET ADDRESS		6.3 STREET ADDRESS	700 UNIVERSE BLVD
CITY-ST-ZIP		6.4 CITY-ST-ZIP	JUNO BEACH FL 33408-2657

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: _____ SIGNATURE REQUIRED **Frances M. Carpenter** 2/8/99 (561)691 7171
Signature and typed or printed name of signing officer or director Date Daytime Phone #

CR2E034 (1/198)

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**ADDENDUM TO 1999 FLORIDA ANNUAL REPORT
SECTION 13**

ESI CHEROKEE HOLDINGS, INC.

DOCUMENT # P96000099360

TITLE:	V	ADDITION
NAME:	FRIES, WILLIAM A	
STREET ADDRESS:	700 UNIVERSE BLVD JUNO BEACH FL 33408	
TITLE:	V	ADDITION
NAME:	HOFFMAN, KENNETH P	
STREET ADDRESS:	700 UNIVERSE BLVD JUNO BEACH FL 33408	
TITLE:	AS	ADDITION
NAME:	PONDER, STEPHEN H	
STREET ADDRESS:	700 UNIVERSE BLVD JUNO BEACH FL 33408	
TITLE:	AS	ADDITION
NAME:	TANCER, EDWARD F	
STREET ADDRESS:	700 UNIVERSE BLVD JUNO BEACH FL 33408	

SECTION 8

INTANGIBLE TAX IS PAID BY PARENT COMPANY, FPL GROUP, INC.,
FEI #59-2449419