STEEL HECTOR & DAVIS

September 23, 1996

Steel Hector & Davis
215 South Monroe, Suite 601
Tallahassee, Florida 32301-1804
904 222 2300
904 222 8410 Fax

ORIGINAL FILE COPY

By Hand Delivery

Jonathan E. Sjostrom

961157 - EI

Blanca S. Bayó, Director
Records and Reporting
Florida Public Service Commission
4075 Esplanade Way, Room 110
Tallahassee, Florida 32399-0850

RE: Application of Florida Power & Light Company To Issue And Sell Securities Pursuant To Section 366.04, Florida Statutes, And Chapter 25-8, Florida Administrative Code

Dear Ms. Bayó

Enclosed for filing on behalf of Florida Power & Light Company are one (1) certified copy, one (1) uncertified copy and a copy on diskette of the Application of Florida Power & Light Company to Issue and Sell Securities. A separate copy of the filing has been sent to the Office of Public Counsel.

Also enclosed to assist in processing this Application are five (5) copies of a proposed Notice for the Florida Administrative Weekly and a checklist of critical language. The date for final Commission action has been left blank in the proposed Notice; it is the hope of Florida Power & Light that the Application can be addressed by late October or early November. The checklist, consistent with prior practice, has been provided to assist in the drafting of important portions of a final order if the Application is granted.

The diskette, containing a copy of the Application and exhibits, is a 3.5 inch double density diskette using Word Perfect for Windows 5.2, with the exception of Exhibit C, which is a spreadsheet form prepared in Microsoft Excel 5.0 on DOS Version 5.00, and Exhibit D, which is a Word Perfect Graphic Document. Exhibit D is accessed from the Word Perfect menu by selecting "Graphics," "Retrieve," highlighting the file named "!MAP TIF" and selecting "Open." The file names on the disks are 97APL.FIN, 97APL.XLS, 10K 1995.WPD, 10Q_2Q96.WPD, !MAP.TIF, CHECKLST and NOTICE.

If you or your staff have any questions regarding this filing, please contact me.

Very truly yours,

Jonathan E. Sjostrom

RECEIVED & FILED

FPSC-BUREAU OF RECORDS

JES/ld
encs
TAL 16832-1
cc: Jack Shreve, Esq.

ACK
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DOCUMENT NUMBER-DATE
10161 SEP 23 96
FPSC-RECORDS/REPORTING

Miami
305 577 7000
305 577 7001 Fax

FILE COPY

DOCKET NO.

FLORIDA PUBLIC SERVICE COMMISSION
Tallahassee, Florida

APPLICATION OF FLORIDA POWER & LIGHT COMPANY FOR AUTHORITY TO ISSUE AND SELL SECURITIES PURSUANT TO SECTION 366.04, FLORIDA STATUTES AND CHAPTER 25-8, FLORIDA ADMINISTRATIVE CODE

Address communications in connection with this Application to:

Dilek L. Samil
Treasurer and Assistant Secretary
Florida Power & Light Company
700 Universe Boulevard
P.O. Box 14000
Juno Beach, Florida 33408
Telephone (561) 694-6324

Dennis P. Coyle
General Counsel and Secretary
Florida Power & Light Company
700 Universe Boulevard
P O Box 14000
Juno Beach, Florida 33408
Telephone (561) 694-4644

William G. Walker III
Vice President, Regulatory Affairs
Florida Power & Light Company
9250 West Flagler Street
P O Box 029100
Miami, Florida 33102
Telephone (305) 552-4981

The date of this Application is September 19, 1996.

DOCUMENT NUMBER-DATE
10161 SEP 23 96
FPSC-RECORDS/REPORTING

APPLICATION OF
FLORIDA POWER & LIGHT COMPANY
FOR AUTHORITY TO ISSUE AND SELL SECURITIES
PURSUANT TO SECTION 366.04, FLORIDA STATUTES
AND CHAPTER 25-8, FLORIDA ADMINISTRATIVE CODE

A. Applicability.

This Application is filed in accordance with Section 366.04, Florida Statutes, and Chapter 25-8, Florida Administrative Code.

B. Contents of Application.

1. Name and Principal Business Office Address.

Florida Power & Light Company
700 Universe Boulevard
P.O. Box 14000
Juno Beach, Florida 33408

2. State and Date Incorporated.

- State of Florida – December 28, 1925
- Also qualified to do business in the State of Georgia

3. Persons Authorized to Receive Notices and Communications.

Dilek L. Samil
Treasurer and Assistant Secretary
Florida Power & Light Company
700 Universe Boulevard
P.O. Box 14000
Juno Beach, Florida 33408
Telephone (561) 694-6324

Dennis P. Coyle
General Counsel and Secretary
Florida Power & Light Company
700 Universe Boulevard
P.O. Box 14000
Juno Beach, Florida 33408
Telephone (561) 694-4644

William G. Walker, III
Vice President, Regulatory Affairs
Florida Power & Light Company
9250 West Flagler Street
P.O. Box 029100
Miami, Florida 33102
Telephone (305) 552-4981

4. Principal Officers.

(a) James L. Broadhead	Chairman of the Board and Chief Executive Officer
(a) Paul J. Evanson	President
(a) Dennis P. Coyle	General Counsel and Secretary
(a) Lawrence J. Kelleher	Senior Vice President, Human Resources
(a) Thomas F. Plunkett	President, Nuclear Division
(a) C. O. Woody	Senior Vice President, Power Generation
(a) Michael W. Yackira	Senior Vice President, Finance and Chief Financial Officer
(a) Dilek L. Samil	Treasurer and Assistant Secretary
(b) K. Michael Davis	Vice President, Accounting, Controller and Chief Accounting Officer

The addresses of the above Officers are as follows:

(a) 700 Universe Boulevard, Post Office Box 14000, Juno Beach, Florida 33408
(b) 9250 West Flagler Street, Post Office Box 029100, Miami, Florida 33102

5. General Character of Business. Florida Power & Light Company (FPL) is a public utility engaged in the business of supplying electric service throughout most of the east and lower west coasts of Florida. FPL presently serves approximately 3.5 million customer accounts in a service territory that contains approximately 27,650 square miles and a population of approximately 6.5 million. FPL's service territory and the location of its generating plants and principal transmission lines are shown on the map included in Exhibit D. FPL has four wholly-owned subsidiaries, the operations of which in the aggregate are not material in relation to the operation of FPL and its subsidiaries as a whole.

6. Brief Description of Facilities. The physical properties of FPL are located in the State of Florida except for a 76% ownership interest in Scherer Unit No. 4, a generating unit located in the State of Georgia. FPL's total installed net generating capability at June 30, 1996 was 16,312 megawatts. This capability is generated at the following types of facilities:

Facilities	No. of Units	Capability in Megawatts
Steam Turbines	28	12,160
Combined Cycle	6	2,218
Combustion Turbines	48	1,920
Diesel Units	5	14
Total	87	16,312

FPL provides the substations, transmission and distribution lines, office and service buildings, operation centers and other equipment necessary to serve its customers.

7. Capital Stock and Funded Debt.

7(a)(b)(c) Information responsive to description, amount authorized and amount outstanding: These items are contained in Exhibit E "Statement of Capital Stock and Debt – June 30, 1996."

7(d) The amount held as reacquired securities: At June 30, 1996, FPL held 75,000 shares of its 6.84% Preferred Stock, Series Q, $100 par value; 450,000 shares of its 8.625% Preferred Stock, Series R, $100 par value; 600,000 shares of its 7.28% Preferred Stock, Series F, $100 par value; 400,000 shares of its 7.40% Preferred Stock, Series G, $100 par value; and 2,466,812 shares of its $2.00 No Par Preferred Stock, Series A, as reacquired securities resulting from the redemption or reacquisition without cancellation of such shares. The Restated Articles of Incorporation of FPL, as amended, prohibit the reissuance of shares of Preferred Stock after their redemption.

7(e) The amount pledged by applicant: The pollution control and industrial development first mortgage bonds, in aggregate principal amount of $150,135,000 as of June 30, 1996, have been pledged as security for the payment of principal and interest on private activity bonds issued by political subdivisions of the State of Florida on behalf of FPL.

FPL is the obligor on $483,735,000 aggregate principal amount of outstanding unsecured variable rate pollution control and industrial development bonds issued by certain political subdivisions of the State of Florida which presently pay interest at a variable rate. The proceeds from the issuance of $463,185,000 aggregate principal amount of these variable rate bonds were used to redeem an equal amount of fixed rate pollution control and industrial development bonds, and FPL's first mortgage bonds pledged as security for the redeemed fixed rate bonds were released. FPL has the option to cause the interest on the variable rate bonds to be paid at a fixed rate. If FPL exercises this option, FPL will be required to pledge an equal aggregate principal amount of its first mortgage bonds as security for the payment of principal and interest on such fixed rate bonds.

7(f) The amount owned by affiliated corporations: All of the common stock of FPL is owned by FPL Group, Inc.

7(g) The amount held in any fund: None.

8. Proposed Transactions. FPL seeks permission to issue and sell and/or exchange any combination of the long-term debt and equity securities described below and/or to assume liabilities or obligations as guarantor, endorser or surety in an aggregate amount not to exceed $990 million during calendar year 1997. FPL also seeks permission to enter into forward refunding or forward swap contracts during calendar year 1997. In conjunction with these forward contracts, FPL seeks permission to issue and sell up to $139 million of securities through December 31, 2001, which FPL would commit to deliver under these forward contracts. In addition, FPL seeks permission to issue and sell short-term securities during the calendar years 1997 and 1998 in an amount or amounts such that the aggregate principal amount of short-term securities outstanding at the time of any such sale will not exceed 25% of FPL's gross revenues during the preceding twelve months of operation.

The long-term debt securities may include first mortgage bonds, medium-term notes, debentures, convertible or exchangeable debentures, notes, convertible or exchangeable notes or other straight debt or hybrid debt securities, whether secured or unsecured, with maturities ranging from one to one-hundred years. FPL may enter into options, rights, interest rate swaps or other derivative instruments. FPL may also enter into installment purchase and security agreements, loan agreements, or other arrangements with political subdivisions of the States of Florida or Georgia or pledge debt securities or issue guarantees in connection with such political subdivisions' issuance, for the ultimate benefit of FPL, of pollution control revenue bonds, solid waste disposal revenue bonds, industrial development revenue bonds, variable rate demand notes or other "private activity bonds" with maturities ranging from one to forty years, bond anticipation notes or commercial paper. Such obligations may or may not bear interest exempt from federal tax. In addition, in order to facilitate the obtaining of funds or to obtain a more favorable cost of money with respect to those funds or to otherwise benefit its utility operations, FPL may from time to time enter into nuclear fuel leases or issue instruments of guaranty or collateralization of debt obligations or other securities to be issued (i) by one or more of its subsidiaries or affiliates for the benefit of FPL's utility operations, (ii) by non-affiliates (including employees) in connection with FPL's utility operations, and/or (iii) in connection with other financings by FPL or on its behalf. Consistent with Order No. PSC-95-1400-FOF-EI, as amended by Order No. PSC-95-1400A-FOF-EI, to the extent that FPL issues instruments for the guaranty or collateralization of debt obligations or other securities by one or more of its subsidiaries or affiliates, FPL will clearly demonstrate a benefit and the appropriateness to its utility operations.

The equity securities may include common stock, preferred stock, preference stock, convertible preferred or preference stock, or warrants, options or rights to acquire such securities, or other equity securities, with such par values, terms and conditions and relative rights and preferences as deemed appropriate by FPL and as are permitted by its Restated Articles of Incorporation, as amended and as they may be amended from time to time.

FPL may also enter into preferred securities financings, whereby FPL would establish and make an equity investment in a special purpose limited partnership or other entity. FPL, or a wholly-owned subsidiary of FPL, would act as the general partner or managing member of the entity. The entity would offer preferred securities to the public and lend the proceeds to FPL. FPL would issue debt securities to the entity equal to the aggregate of its equity investment and the amount of preferred securities borrowed.

FPL may also guarantee, among other things, the distributions to be paid by the affiliated entity to the preferred securities holders.

The exchange of FPL's securities may be by way of an exchange of a security of FPL for another security or securities of FPL or of one of its subsidiaries or affiliates, or the exchange of a security of FPL or of one of its subsidiaries or affiliates for the security or securities of another entity.

The manner of issuance and sale and/or exchange of securities will be dependent upon the type of security being offered, the type of transaction in which the securities are being issued and sold and/or exchanged and market conditions at the time of the issuance and sale and/or exchange.

The short-term securities will have maturities of not more than twelve months and may be secured or unsecured. The Securities and Exchange Commission has heretofore indicated through a no action letter that FPL may issue and sell commercial paper without compliance with the registration requirements of the Securities Act of 1933, as amended, subject to certain conditions, including that FPL may have commercial paper borrowings outstanding up to an amount not to exceed 25% of FPL's gross revenues during the preceding twelve months of operation. For the twelve months ended June 30, 1996, 25% of FPL's gross revenues was $1.4 billion.

The interest rate FPL could pay on debt securities will vary depending on the type of debt instruments and the terms thereof, including specifically the length of maturity as well as market conditions. On September 18, 1996 a new issue of 30-year first mortgage bonds of FPL would have carried a yield to maturity of about 7.90%. The dividend rate for preferred stock is similarly affected by the terms of the offering. On Seeptember 18, 1996 a new issue of perpetual preferred stock of FPL would have carried a dividend yield of about 7.25%.

FPL will file a consummation report with the Florida Public Service Commission (the Commission) in compliance with Rule 25-8.009, Florida Administrative Code, within 90 days after the end of any fiscal year in which it issues securities.

9. Purposes of Issues. The net proceeds to be received from the issuance and sale and/or exchange of the additional long-term debt and equity securities (with the exception of the proceeds of the issuance and sale of any pollution control revenue bonds, solid waste disposal revenue bonds, industrial development revenue bonds, variable rate demand notes or other "private activity bonds" or similar

securities which will be used for specific purposes) will be added to FPL's general funds and will be used to provide additional electric facilities; to reacquire, by redemption, purchase, exchange or otherwise, any of its outstanding debt securities or equity securities; to repay all or a portion of any maturing long-term debt obligations; to satisfy FPL's obligations under the nuclear fuel leases; to repay all or a portion of short-term bank borrowings and commercial paper outstanding at the time of such transactions; and/or for other corporate purposes. Excess proceeds, if any, will be temporarily invested in short-term instruments pending their application to the foregoing purposes.

During the 1997-1998 period, FPL has a total of approximately $188 million of long-term debt maturities and preferred stock minimum sinking fund requirements.

FPL maintains a continuous construction program, principally for electric generation, transmission and distribution facilities. FPL estimates that construction expenditures under its 1997-1998 construction program will approximate $1 billion (see Exhibit C). There is no Allowance for Funds Used During Construction (AFUDC) assumed in the construction expenditures forecast for 1997-1998.

Under future market conditions, the interest rate on new issue long-term debt or the dividend rate on new issue preferred stock of FPL may be such that it becomes economically attractive to reacquire a portion or all of certain of its long-term debt securities or equity securities providing an opportunity for FPL to reduce interest or dividend expense even after accounting for such other considerations as the (i) reacquisition premium, (ii) other associated reacquisition expenses and (iii) related income tax effects. This reduction would be beneficial to the ratepayers and, with proper regulatory treatment, would not be detrimental to FPL's shareholders. Other important considerations in making such a decision would include an assessment of anticipated future interest and dividend rates and FPL's ability to raise enough new capital to finance its construction program while concurrently pursuing any refinancing opportunities.

The forward refunding contracts would be for the purpose of refunding up to $139 million of pollution control revenue bonds which were issued on FPL's behalf and which become callable in July 2000 and February 2001. These pollution control revenue bonds are collateralized by FPL First Mortgage Bonds which are more fully described in Exhibit E under the category of First Mortgage Bonds - Pollution Control and Industrial Development and include the following: 7.30% due July 2020 ($76,300,000), 7.50% due July 2020 ($9,835,000), 7.15% due February 2023 ($15,000,000), 7.15% due February 2023 ($32,985,000) and

7.15% due February 2023 ($4,000,000). Under federal tax law, pollution control revenue bonds cannot be refunded with tax-exempt bonds issued more than 90 days prior to the redemption or retirement of the outstanding issue. However, through a forward refunding contract, FPL could lock in prevailing tax-exempt fixed rates for refunding pollution control revenue bonds which would be issued 90 days prior to the first call date of the outstanding issue. Alternatively, FPL could enter into a forward swap contract, to become effective on the first call date of the outstanding issue, to lock in prevailing tax-exempt fixed rates. Under future market conditions, it may be economical to enter into forward refunding or forward swap contracts, and any anticipated savings generated by such forward transactions would be spread over the combined life of the outstanding bonds and the refunding bonds starting with the execution of the forward contract.

FPL's nuclear fuel leases obligate FPL to purchase portions of the nuclear fuel from the non-affiliated lessor company (the Fuel Company) at the net investment value of such fuel, if required to enable the Fuel Company to pay maturing notes or other borrowings. Also, upon the occurrence of certain events which constitute a default by FPL under such fuel leases or give rise to termination of such fuel leases, FPL may be required to purchase all of the Fuel Company's interest in such leased nuclear fuel at a purchase price equal to (i) the net investment value of such fuel, plus (ii) such additional amounts as are sufficient to enable the Fuel Company to retire all of its debt obligations and any other charges or fees under the appropriate financing agreements which correspond to such fuel leases and to which the Fuel Company is a party. As of June 30, 1996, the net investment value of the nuclear fuel outstanding under both fuel leases was approximately $176 million, and FPL estimates that if it had been required to repurchase all of the outstanding nuclear fuel on such date, the cumulative lease termination payment would have been approximately $201 million.

The short-term securities are to provide funds to temporarily finance portions of FPL's construction program and capital commitments and for other corporate purposes. Significant parts of FPL's construction program may temporarily be financed through the sale of short-term securities from time to time. Also, during the 1997-1998 period, FPL may need short-term financing capabilities for seasonal fuel requirements, for contingency financing such as fuel adjustment underrecoveries or storm restoration costs, and for the temporary funding of maturing or called long-term debt securities and preferred stock sinking fund requirements.

10. Facts Supporting Legality, Necessity or Appropriateness. In addition to the reasons shown under "Purposes of Issues", the proposed issues are consistent with the proper performance by FPL of service as a public utility, will enable and permit FPL to perform that service, and are necessary and appropriate for such purpose.

11. Name and Address of Counsel Passing upon the Legality of the Proposed Issues:

Steel Hector & Davis LLP
1900 Phillips Point West
777 South Flagler Drive
West Palm Beach, Florida 33401-6198
Attention: Jeffrey I. Mullens, P.A.

12. Other State or Federal Regulatory Body. If required, a Registration Statement with respect to each public sale of securities hereunder subject to the Securities Act of 1933, as amended, will be filed with the Securities and Exchange Commission, Judiciary Plaza, 450 Fifth Street, N.W., Washington, D.C. 20549. In addition, certain state securities or "blue sky" laws may require the filing of consents to service of process or other documents with applicable state securities commissions.

13. Control or Ownership. There is no measure of control or ownership exercised by or over FPL by any other public utility. FPL is a wholly-owned subsidiary of FPL Group, Inc., a holding company which is exempt from regulation under the Public Utility Holding Company Act of 1935, except for that section which regulates the acquisition of securities of public utility companies.

14. Exhibits.

Exhibit Number

* A Restated Articles of Incorporation of FPL dated March 23, 1992 (filed with the Florida Public Service Commission (FPSC) in connection with Docket No. 910904-EI as Exhibit (a)-1 of Report of Consummation No. 2).

* A(1) Amendment to FPL's Restated Articles of Incorporation dated March 23, 1992 (filed with the FPSC in connection with Docket No. 910904-EI as Exhibit (a)-1A of Report of Consummation No. 2).

* A(2) Amendment to FPL's Restated Articles of Incorporation dated May 11, 1992 (filed with the FPSC in connection with Docket No. 910904-EI as Exhibit (a)-1B of Report of Consummation No. 2).

* A(3) Amendment to FPL's Restated Articles of Incorporation dated March 12, 1993 (filed with the FPSC in connection with Docket No. 920955-EI as Exhibit (a)-1C of Report of Consummation No. 1).

* A(4) Amendment to FPL's Restated Articles of Incorporation dated June 16, 1993 (filed with the FPSC in connection with the 1994 Application of Florida Power & Light Company for authority to issue and sell securities, Docket No. 930855-EI).

* A(5) Amendment to FPL's Restated Articles of Incorporation dated August 31, 1993 (filed with the FPSC in connection with Docket No. 920955-EI as Exhibit (a)-1E of Report of Consummation No. 6).

* A(6) Amendment to FPL's Restated Articles of Incorporation dated November 30, 1993 (filed with the FPSC in connection with Docket No. 920955-EI as Exhibit (a)-1F of Report of Consummation No. 7).

** B(6) Annual Report on Form 10-K for the fiscal year ended December 31, 1995 and Form 10-Q for the three months ended June 30, 1996.

C 1997 and 1998 Sources and Uses of Funds Forecast and Construction Expenditures Forecast.

D Map of FPL's Service Territory and Electric System.

E Statement of Capital Stock and Debt as of June 30, 1996.

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* Incorporated by reference.

** As permitted by Rule 25-8.003(1)(b)(6), Florida Administrative Code, FPL is satisfying the requirements for Schedules B(1) through B(5) by submitting its Annual Report on Form 10-K for the fiscal year ended December 31, 1995 and Form 10-Q for the three months ended June 30, 1996 in conjunction with this Application.

SIGNATURE

Pursuant to the provisions of Section 366.04, Florida Statutes and Chapter 25-8, Florida Administrative Code, Florida Power & Light Company has caused its duly authorized officer to execute this Application on this 19th day of September, 1996.

Florida Power & Light Company

By: Dilek Samil

Dilek Samil
Treasurer and Assistant Secretary
700 Universe Boulevard
P.O. Box 14000
Juno Beach, Florida 33408

ATTORNEYS FOR APPLICANT:

Steel Hector & Davis LLP

By:

Charles A. Guyton
Suite 601
215 South Monroe Street
Tallahassee, Florida 32301
(904) 222-2300

DEFINITIONS

Acronyms and defined terms used in the text include the following

Term	Meaning
AFUDC	Allowance for funds used during construction
capacity clause	Capacity cost recovery clause
charter	Restated Articles of Incorporation, as amended, of FPL Group or FPL as the case may be
common stock	Common Stock of FPL Group
conservation clause	Energy conservation cost recovery clause
DOE	United States Department of Energy
EMF	Electric and magnetic fields
environmental clause	Environmental compliance cost recovery clause
ESI	ESI Energy, Inc
EWG	Exempt wholesale generator
FDEP	Florida Department of Environmental Protection
FERC	Federal Energy Regulatory Commission
FGT	Florida Gas Transmission Company
FMPA	Florida Municipal Power Agency
FPL	Florida Power & Light Company
FPL Group	FPL Group, Inc
FPL Group Capital	FPL Group Capital Inc
FPSC	Florida Public Service Commission
fuel clause	Fuel and purchased power cost recovery clause
Holding Company Act	Public Utility Holding Company Act of 1935 as amended
JEA	Jacksonville Electric Authority
kv	Kilovolt
kva	Kilovolt-ampere
kwh	Kilowatt-hour
Management's Discussion	Item 7 Management's Discussion and Analysis of Financial Condition and Results of Operations
mortgage	FPL's Mortgage and Deed of Trust dated as of January 1 1944, as supplemented and amended
mw	Megawatt(s)
Note __	Note __ to Consolidated Financial Statements
NRC	United States Nuclear Regulatory Commission
O&M expenses	Other operations and maintenance expenses
PURPA	Public Utility Regulatory Policies Act of 1978 as amended
qualifying facilities	Non-utility power production facilities meeting the requirements of a qualifying facility under the PURPA
ROE	Return on equity
SJRPP	St Johns River Power Park
Telesat	Telesat Cablevision, Inc
Thrift Plans	FPL Group employee thrift plans
Turner	Turner Foods Corporation

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-K

[X] ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 (FEE REQUIRED)

For the fiscal year ended **December 31, 1995**

OR

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 (NO FEE REQUIRED)

Commission File Number	Exact name of Registrants as specified in their charters, address of principal executive offices and Registrants' telephone number	IRS Employer Identification Number
1-8841	**FPL GROUP, INC.**	59-2449419
1-3545	**FLORIDA POWER & LIGHT COMPANY** 700 Universe Boulevard Juno Beach, Florida 33408 (407) 694-4647	59-0247775

State or other jurisdiction of incorporation or organization: Florida

Securities registered pursuant to Section 12(b) of the Act:	Name of exchange on which registered
FPL Group, Inc.	
Common Stock, $.01 Par Value and Preferred Share Purchase Rights	New York Stock Exchange
Florida Power & Light Company:	
$2.00 No Par Preferred Stock, Series A	New York Stock Exchange
8.75% Quarterly Income Debt Securities (Subordinated Deferrable Interest Debentures)	New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act:
FPL Group, Inc. None
Florida Power & Light Company: Preferred Stock, $100 Par Value

Indicate by check mark whether the registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months and (2) have been subject to such filing requirements for the past 90 days. Yes X No _

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of Registrants' knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. [ ]

Aggregate market value of the voting stock of FPL Group, Inc. held by non-affiliates as of February 29, 1996 (based on the closing market price on the Composite Tape on February 29, 1996) was $8,222,204,624 (determined by subtracting from the number of shares outstanding on that date the number of shares held by directors and officers of FPL Group, Inc.).

Aggregate market value of the voting stock of Florida Power & Light Company held by non-affiliates as of February 29, 1996 was zero.

The number of shares of FPL Group, Inc. outstanding of each class of common stock, as of the close of the latest practicable date: Common Stock, $.01 Par Value, outstanding at February 29, 1996: 184,512,535 shares.

As of February 29, 1996 there were issued and outstanding 1,000 shares of Florida Power & Light Company's common stock, without par value, all of which were held, beneficially and of record, by FPL Group, Inc.

DOCUMENTS INCORPORATED BY REFERENCE

Portions of FPL Group, Inc.'s Definitive Proxy Statement for the 1996 Annual Meeting of Shareholders are incorporated by reference in Part III hereof.

This combined Form 10-K represents separate filings by FPL Group, Inc. and Florida Power & Light Company. Information contained herein relating to an individual registrant is filed by that registrant on its own behalf. Florida Power & Light Company makes no representations as to the information relating to FPL Group, Inc.'s other operations.

DEFINITIONS

Acronyms and defined terms used in the text include the following

Term	Meaning
AFUDC	Allowance for funds used during construction
capacity clause	Capacity cost recovery clause
charter	Restated Articles of Incorporation as amended of FPL Group or FPL, as the case may be
common stock	Common Stock of FPL Group
conservation clause	Energy conservation cost recovery clause
DOE	United States Department of Energy
EMF	Electric and magnetic fields
environmental clause	Environmental compliance cost recovery clause
ESI	ESI Energy, Inc
EWG	Exempt wholesale generator
FDEP	Florida Department of Environmental Protection
FERC	Federal Energy Regulatory Commission
FGT	Florida Gas Transmission Company
FMPA	Florida Municipal Power Agency
FPL	Florida Power & Light Company
FPL Group	FPL Group, Inc
FPL Group Capital	FPL Group Capital Inc
FPSC	Florida Public Service Commission
fuel clause	Fuel and purchased power cost recovery clause
Holding Company Act	Public Utility Holding Company Act of 1935 as amended
JEA	Jacksonville Electric Authority
kv	Kilovolt
kva	Kilovolt-ampere
kwh	Kilowatt-hour
Management's Discussion	Item 7 Management's Discussion and Analysis of Financial Condition and Results of Operations
mortgage	FPL's Mortgage and Deed of Trust dated as of January 1 1944, as supplemented and amended
mw	Megawatt(s)
Note ___	Note ___ to Consolidated Financial Statements
NRC	United States Nuclear Regulatory Commission
O&M expenses	Other operations and maintenance expenses
PURPA	Public Utility Regulatory Policies Act of 1978 as amended
qualifying facilities	Non utility power production facilities meeting the requirements of a qualifying facility under the PURPA
ROE	Return on equity
SJRPP	St Johns River Power Park
Telesat	Telesat Cablevision, Inc
Thrift Plans	FPL Group employee thrift plans
Turner	Turner Foods Corporation

PART I

Item 1. Business

FPL GROUP

FPL Group, incorporated under the laws of Florida in 1984, is a public utility holding company (as defined in the Holding Company Act). FPL Group's principal subsidiary, FPL, is engaged in the generation, transmission, distribution and sale of electric energy. Other operations are conducted through FPL Group Capital and its subsidiaries and mainly consist of investments in non-utility energy projects and agricultural operations. FPL Group, together with its subsidiaries, employs approximately 11,400 persons.

FPL Group is exempt from substantially all of the provisions of the Holding Company Act on the basis that FPL Group's and FPL's businesses are predominantly intrastate in character and carried on substantially in a single state, in which both are incorporated.

FPL OPERATIONS

General. FPL, incorporated under the laws of Florida in 1925 and a wholly-owned subsidiary of FPL Group, supplies electric service throughout most of the east and lower west coasts of Florida. This service territory contains 27,650 square miles with a population of approximately 6.5 million. During 1995, FPL served approximately 3.5 million customer accounts. Operating revenues were as follows:

	Years Ended December 31,		
	1995	1994	1993
	(Millions of Dollars)		
Residential	$3,097	$2,920	$2,950
Commercial	1,953	1,854	1,924
Industrial	195	189	210
Other, including unbilled revenues	285	380	140
	$5,530	$5,343	$5,224

Regulation. The retail operations of FPL provided approximately 98% of FPL's operating revenues for 1995. Such operations are regulated by the FPSC which has jurisdiction over retail rates, service territory, issuances of securities, planning, siting and construction of facilities and other matters. FPL is also subject to regulation by the FERC in various respects, including the acquisition and disposition of facilities, interchange and transmission services and wholesale purchases and sales of electric energy.

FPL is subject to the jurisdiction of the NRC with respect to its nuclear power plants. NRC regulations govern the granting of licenses for the construction and operation of nuclear power plants and subject such power plants to continuing review and regulation.

Federal, state and local environmental laws and regulations cover air and water quality, land use, power plant and transmission line siting, electric and magnetic fields from power lines and substations, noise and aesthetics, solid waste and other environmental matters. Compliance with these laws and regulations increases the cost of electric service by requiring, among other things, changes in the design and operation of existing facilities and changes or delays in the location, design, construction and operation of new facilities. FPL estimates that capital expenditures required to comply with environmental laws and regulations for 1996 through 1998 will not be material. These expenditures are included in FPL's projected capital expenditures set forth in Item 1. Business - FPL Operations - Capital Expenditures.

FPL holds franchises with varying expiration dates to provide electric service in various municipalities and counties in Florida. FPL considers its franchises to be adequate for the conduct of its business.

Retail Ratemaking. The underlying concept of utility ratemaking is to set rates at a level that allows the utility to collect total revenues (revenue requirements) equal to its cost of providing service, including a reasonable return on invested capital. To accomplish this, the FPSC uses various ratemaking mechanisms.

The basic costs of providing electric service, other than fuel and certain other costs, are recovered through base rates, which are designed to recover the costs of constructing, operating and maintaining the utility system. These costs include O&M expenses, depreciation and taxes, as well as a return on FPL's investment in assets used and useful in providing electric service (rate base). The rate of return on rate base approximates FPL's weighted cost of capital, which includes its costs for debt and preferred stock and an allowed ROE. FPL's currently authorized ROE range is 11% to 13% with a midpoint of 12%.

The FPSC does not provide any assurance that the allowed ROE will be achieved Base rates are determined in rate proceedings which occur at irregular intervals at the initiative of FPL, the FPSC or a substantially affected party

Fuel costs, which totaled approximately $1.4 billion in 1995, are recovered through levelized charges established pursuant to the fuel clause. These charges are calculated semi-annually based on estimated costs of fuel and estimated customer usage for the ensuing six-month period, plus or minus a true-up adjustment to reflect the variance of actual costs and usage from the estimates used in setting the fuel adjustment charges for prior periods

Capacity payments to other utilities and generating companies for purchased power recovered through the capacity clause totaled approximately $300 million in 1995 Costs associated with implementing energy conservation programs, which totaled approximately $120 million in 1995, are recovered through rates established pursuant to the conservation clause Costs of complying with federal, state and local environmental regulations, which totaled approximately $10 million in 1995, are recovered through the environmental clause to the extent not included in base rates

The FPSC has the authority to disallow recovery of costs which it considers excessive or imprudently incurred Such costs may include O&M expenses, the cost of replacing power lost when fossil and nuclear units are unavailable and costs associated with the construction or acquisition of new facilities

Competition Competitive forces affecting the sale of electrical energy may result in a transition from cost-based to market-based pricing Initiatives in various states have proposed changing or phasing out traditional cost-of-service regulation, particularly with regard to the generation of electricity These initiatives are the subject of considerable debate, and are generally not yet effective; however, they are an indication of increasing competitive pressures in the electric utility industry In Florida, such initiatives have not progressed as far as in other states FPL currently faces competition from other suppliers of electrical energy for wholesale customers and from alternative energy sources and self-generation for other customer groups, primarily industrial customers. In 1995, operating revenues from wholesale and industrial customers represented 1% and 4%, respectively, of FPL's total operating revenues. Florida law does not currently permit competition among regulated and non-regulated suppliers of electrical energy for retail customers However, in order to be prepared in the event that greater retail competition arises in FPL's market, FPL has instituted aggressive ongoing cost control efforts, including significant reductions in capital expenditures and O&M expenses FPL has also petitioned and received interim approval from the FPSC to accelerate recovery of its nuclear facilities. A final decision is expected by mid-1996 See Management's Discussion - Results of Operations.

While legislators and state regulatory commissions will decide what impact, if any, competitive forces will have on retail transactions, the FERC has jurisdiction over potential changes which could affect competition in wholesale transactions In 1994, the FERC announced broad policies governing transmission access and pricing In 1995, the FERC expanded such policies through a broad Notice of Proposed Rulemaking that requires jurisdictional utilities to have on file at the FERC open access transmission tariffs that comply with the FERC's proposals The rules are expected to become final in 1996 In general, these policies require a utility to provide to third parties access to the utility's transmission system on a basis comparable to the uses the utility makes of its own system and at comparable costs

In 1993, FPL filed with the FERC a comprehensive revision of its service offerings in the wholesale market FPL proposed changes to its wholesale sales tariffs for service to municipal and cooperatively-owned electric utilities, its power sharing (interchange) agreements with other utilities and expanded its transmission offerings for new services by switching from individually negotiated contracts to three tariffs of general applicability In December 1995, the administrative law judge issued his initial decision, ruling in favor of FPL on some issues and against FPL on others A final decision on this case is not expected until sometime in 1997 FPL began collecting the proposed rates in 1994, subject to refund pending the final outcome of the case

The structure and pricing of network transmission service to the FMPA, an association of municipal electric utilities operating in the state, is the subject of a separate FERC proceeding In 1994, FPL filed its proposal for network transmission service to the FMPA in compliance with a FERC order approving FPL's pricing mechanism In January 1996, the FERC issued an order, which among other things, accepted FPL's proposed filing as modified by the order and ordered the proceeding closed

FPL is a defendant in three antitrust suits, including one filed by the FMPA The complaints include an alleged inability to utilize FPL's transmission facilities to wheel power See Item 3 Legal Proceedings

System Capability and Load FPL's resources for serving load as of December 31, 1995 consisted of 18,483 mw of electric power, 16,312 mw generated by FPL-owned facilities (see Item 2 Properties - Generating Facilities) and 2,171 mw obtained through purchased power contracts. FPL intends to satisfy future load, which reflects projected compounded annual growth in kwh sales of 2.4% over the next 5 years, with approximately 120 mw of additional purchased power under existing contracts with new qualifying facilities See Note 10 - Contracts The compounded annual growth rate of kwh sales was 4.8% for the three years ended December 31, 1995 Customer growth averaged 2.1% per year during the same period

Customer usage and operating revenues are typically higher dunng the summer months largely due to the prevalent use of air conditioning in FPL's service territory However, occasionally, extremely cold temperatures dunng the winter months result in unusually high electricity usage for a short period of time On February 5, 1996, FPL reached an all-time energy peak demand of approximately 18,100 mw. At that time, FPL was able to meet the peak with available installed generation, purchased power and load management resources

Capital Expenditures. FPL's capital expenditures totaled approximately $669 million in 1995, $770 million in 1994 and $1 1 billion in 1993 Capital expenditures for the 1996-98 period are expected to be approximately $1 5 billion, including $511 million in 1996. This estimate is subject to continuing review and adjustment, and actual capital expenditures may vary from this estimate See Management's Discussion - Liquidity and Capital Resources

Nuclear Operations. FPL owns and operates four nuclear units, two at St Lucie and two at Turkey Point The operating licenses for St Lucie Units Nos 1 and 2 expire in 2016 and 2023, respectively The operating licenses for Turkey Point Units Nos 3 and 4 expire in 2012 and 2013, respectively The nuclear units are periodically removed from service to accommodate normal refueling and maintenance outages, repairs and certain other modifications A condition of the operating license for each unit requires an approved plan for decontamination and decommissioning FPL's current plans provide for dismantlement of the Turkey Point units commencing in 2013 St Lucie Unit No 1 will be mothballed in 2016 until 2023 when dismantlement of both Unit No 1 and Unit No 2 will commence See estimated cost data in Note 1 - Nuclear Decommissioning

Fuel. FPL's generating plants are fueled by nuclear fuel, natural gas, residual and distillate oil and coal See Note 10 - Contracts. The diverse fuel options, along with purchased power, enable FPL to shift between sources of generation to achieve an economical fuel mix. FPL's oil requirements are obtained under short-term contracts and in the spot market

FPL has contracts in place with FGT that satisfy substantially all of the anticipated needs for natural gas transportation over the next ten years. The existing contracts expire in 2005 and 2010, but can be extended at FPL's option To the extent desirable, FPL can also purchase interruptible gas transportation service from FGT based on pipeline availability FPL has a 15-year firm natural gas supply contract at market rates with an affiliate of FGT to provide approximately two-thirds of FPL's anticipated needs for natural gas. The remainder of FPL's gas requirements will be purchased under other contracts and in the spot market.

FPL has, through its joint ownership interest in SJRPP Units Nos 1 and 2, long-term coal supply and transportation contracts for a significant portion of the fuel needs for those units All of the transportation requirements and a portion of the fuel supply needs for Scherer Unit No 4 are covered by a series of annual and long-term contracts The remaining coal requirements will be obtained under additional contracts and in the spot market

FPL leases nuclear fuel for all four of its nuclear units See Note 3 Under the Nuclear Waste Policy Act of 1982, the DOE is required to construct permanent storage facilities and will take title to and provide transportation and storage for spent nuclear fuel for a specified fee based on current generation from nuclear power plants Through 1995, FPL has paid approximately $310 million to the DOE for future transportation and storage Although the DOE estimates that its storage facilities will be completed by 2010, there is considerable doubt within the utility industry that this schedule will be met Currently, FPL is storing spent fuel on site and plans to provide adequate storage capacity for all of its spent nuclear fuel up to and beyond 2010, pending its removal by the DOE

In 1994, FPL entered into a 20-year contract with Bitor America to purchase Orimulsion, a fuel that is an emulsion of bitumen and water and is priced equivalently to coal The contract is contingent upon FPL obtaining an operating permit from environmental agencies to use Orimulsion at the Manatee units The environmental permitting process is underway and final rulings are expected by mid-1996 FPL has committed to purchase Orimulsion to satisfy approximately 60% of the capacity of the Manatee units, but may elect to purchase enough Orimulsion to satisfy Manatee's total capacity See Item 2 Properties - Generating Facilities The FPSC has authorized FPL to recover through the fuel clause on an accelerated basis the capital costs of modifying the Manatee units to burn Orimulsion as well as any incremental operating and maintenance costs The FPSC also found that FPL's decision to convert these units to burn Orimulsion is prudent and reasonable FPL expects to commence using Orimulsion in 1998, pending environmental approvals

Electric and Magnetic Fields. In recent years, increasing public, scientific and regulatory attention has been focused on possible adverse health effects of EMF These fields are created whenever electricity flows through a power line or an appliance Several epidemiological (i e , statistical) studies have suggested a linkage between EMF and certain types of cancer including leukemia and brain cancer, other studies have been inconclusive, contradicted earlier studies or have shown no such linkage Neither these epidemiological studies nor clinical studies have produced any conclusive evidence that EMF does or does not cause adverse health effects

The FDEP has promulgated regulations setting standards for EMF levels within and at the edge of the rights of way for transmission lines, and FPL is in compliance with these regulations The FDEP reviewed its EMF standards in 1992 and confirmed the field limits previously established Future changes in the standards could require additional capital expenditures by FPL for such things as increasing the right of way corridors or relocating or reconfiguring transmission facilities At present it is not known whether any such expenditures will be required

In addition, litigation seeking damages for diminution of property value or personal injury is likely FPL is presently a defendant in one suit alleging personal injury and wrongful death resulting from EMF

Employees. FPL had approximately 11,100 employees at December 31, 1995 Approximately 36% of the employees are represented by the International Brotherhood of Electrical Workers under a collective bargaining agreement with FPL expiring on October 31, 1997

OTHER FPL GROUP OPERATIONS

FPL Group Capital, a wholly-owned subsidiary of FPL Group, holds the capital stock of the operating subsidiaries other than FPL and provides most of their funding The business activities of these companies consist primarily of investments in non-utility energy projects and agricultural operations

Non-Utility Energy. ESI provides equity capital, debt financing, project development and operations management for non-utility energy projects. To date, ESI has invested in one project that qualifies as an EWG Substantially all other projects in which it has invested are qualifying facilities under PURPA ESI participates in 27 non-utility energy projects totaling 1,906 mw, primarily through non-controlling ownership interests in joint ventures or leveraged lease investments Based on ESI's invested capital at December 31, 1995, the projects are concentrated in California (57%) and Pennsylvania (17%) The technologies and fuels used by the projects to produce electricity include wind, geothermal, natural gas, solar, biomass (wood), waste-to-energy and waste coal. Energy production from the non-utility energy investments is generally higher during the third quarter due to increased energy demand and resource availability

Many of the projects in which ESI invests, particularly those located in California, operate under fixed price energy sales contracts for a period of years then convert to the purchasing utility's avoided costs Currently, avoided cost is below the fixed price for many of these projects. Competitive initiatives in California propose phasing in market-based rather than cost-based pricing by 2002 The effect of these initiatives may be to lower avoided cost and, as a result, revenues paid to non-utility generators Any decline in revenues not offset by operational or performance efficiencies would adversely affect ESI's earnings from and the value of its investment in these projects

Agriculture. FPL Group Capital's agricultural subsidiary, Turner, owns and operates citrus groves in Florida Turner's primary product is juice oranges, which are sold to processors for the premium not-from-concentrate, as well as the domestic frozen-concentrate, orange juice markets Other products include grapefruit and specialty fruits Turner's operations are seasonal, with the majority of the citrus harvest taking place between January and April

As of December 31, 1995, Turner owned or leased approximately 29,000 acres of citrus properties, which included 18,000 planted acres, 4,000 acres of undeveloped land and 7,000 acres of infrastructure, wet lands and reservoirs

Other. After giving effect to transactions completed in 1995 which had no significant effect on net income, FPL Group Capital maintains a limited amount of properties held for disposition The remaining properties mainly consist of undeveloped land and certain mortgaged-backed loans. These assets are carried at estimated net realizable value including costs to dispose Efforts to dispose of these properties continue FPL Group cannot estimate the timing of their ultimate disposition, but these transactions are not expected to have an adverse effect on FPL Group's net income In 1995, Telesat began the process of transferring, pending regulatory approval, its remaining wholly-owned cable television subscriber base into a limited partnership, which removed FPL Group from the day-to-day management and operation of the cable television business

EXECUTIVE OFFICERS OF THE REGISTRANTS [1][2]

Name	Age	Position	Effective Date
James L. Broadhead	60	Chairman of the Board, President and Chief Executive Officer of FPL Group	May 8, 1990
		Chairman of the Board and Chief Executive Officer of FPL	January 15, 1990
Dennis P. Coyle	57	General Counsel and Secretary of FPL Group	June 1, 1991
		General Counsel and Secretary of FPL	July 1, 1991
K. Michael Davis	49	Controller and Chief Accounting Officer of FPL Group	May 13, 1991
		Vice President, Accounting, Controller and Chief Accounting Officer of FPL	July 1, 1991
Paul J. Evanson	54	President of FPL	January 9, 1995
Lawrence J. Kelleher	48	Vice President, Human Resources of FPL Group	May 13, 1991
		Senior Vice President, Human Resources of FPL	July 1, 1991
Thomas F. Plunkett	56	President, Nuclear Division of FPL	March 1, 1996
Dilek L. Samil	40	Treasurer of FPL Group	May 13, 1991
		Treasurer of FPL	July 1, 1991
C. O. Woody	57	Senior Vice President, Power Generation of FPL	July 1, 1991
Michael W. Yackira	44	Vice President, Finance and Chief Financial Officer of FPL Group	January 9, 1995
		Senior Vice President, Finance and Chief Financial Officer of FPL	January 9, 1995

(1) Executive officers are elected annually by, and serve at the pleasure of, their respective boards of directors. Except as noted below, each officer has held his or her present position for five years or more and his or her employment history is continuous.

(2) The business experience of the executive officers is as follows. Mr. Coyle was general counsel and vice president of FPL Group from June 1989 to June 1991 and general counsel of FPL from March 1990 to July 1991. Mr. Davis was formerly comptroller of FPL. Mr. Evanson was vice president, finance and chief financial officer of FPL Group and senior vice president, finance and chief financial officer of FPL from December 1992 to January 1995. Prior to that, Mr. Evanson was president and chief operating officer of the Lynch Corporation, a diversified holding company. Mr. Kelleher was vice president of FPL Group from June 1989 to May 1991 and chief human resources officer of FPL from May 1990 to July 1991. Mr. Plunkett was formerly site vice president at Turkey Point. Ms. Samil was formerly assistant treasurer of FPL Group and FPL. Mr. Woody was executive vice president of FPL from November 1987 to July 1991, and Mr. Yackira was vice president of FPL Group from April 1989 to May 1991, senior vice president, [illegible]ket and regulatory services of FPL from May 1991 to January 1995 and chief planning officer of FPL from May 1990 to May 1991.

Item 2. Properties

FPL Group and its subsidiaries maintain properties which are adequate for their operations. The electric generating, transmission, distribution and general facilities of FPL represent approximately 48%, 13%, 32% and 7%, respectively, of gross investment in electric utility plant in service.

Generating Facilities. As of December 31, 1995, FPL had the following generating facilities

Facility	Location	No. of Units	Fuel	Net Warm Weather Peaking Capability (mw)
STEAM TURBINES				
Cape Canaveral	Cocoa, FL	2	Oil/Gas	810
Cutler	Miami, FL	2	Gas	215
Fort Myers	Fort Myers, FL	2	Oil	538
Manatee	Parrish, FL	2	Oil	1,638
Martin	Indiantown, FL	2	Oil/Gas	1,638
Port Everglades	Port Everglades, FL	4	Oil/Gas	1,237
Riviera	Riviera Beach, FL	2	Oil/Gas	580
St. Johns River Power Park	Jacksonville, FL	2	Coal	250(1)
St. Lucie	Hutchinson Island, FL	2	Nuclear	1,553(2)
Sanford	Lake Monroe, FL	3	Oil/Gas	934
Scherer	Monroe County, GA	1	Coal	625(3)
Turkey Point	Florida City, FL	2	Oil/Gas	810
		2	Nuclear	1,332
COMBINED CYCLE				
Lauderdale	Dania, FL	2	Gas/Oil	860
Martin	Indiantown, FL	2	Gas	860
Putnam	Palatka, FL	2	Gas/Oil	498
COMBUSTION TURBINES				
Fort Myers	Fort Myers, FL	12	Oil	624
Lauderdale	Dania, FL	24	Oil/Gas	864
Port Everglades	Port Everglades, FL	12	Oil/Gas	432
DIESEL UNITS				
Turkey Point	Florida City, FL	5	Oil	14
TOTAL				16,312

(1) Represents FPL's 20% individual ownership interest in SJRPP Units Nos. 1 and 2, which are jointly owned with the JEA.
(2) Excludes Orlando Utilities Commission's and the FMPA's combined share of approximately 15% of St. Lucie Unit No. 2.
(3) Represents FPL's approximately 76% ownership of Scherer Unit No. 4, which is jointly owned with the JEA.

Transmission and Distribution. FPL owns and operates 470 substations with a total capacity of 102,052,570 kva. Electric transmission and distribution lines owned and in service as of December 31, 1995 are as follows

Nominal Voltage	Overhead Lines Pole Miles	Trench and Submarine Cable Miles
500 kv	1,050(1)	
230 kv	2,476	31
138 kv	1,487	48
115 kv	675	
69 kv	167	15
Less than 69 kv	38,584	18,719
Total	44,439	18,813

(1) Includes approximately 80 miles owned jointly with the JEA.

Character of Ownership. Substantially all of FPL's properties are subject to the lien of its mortgage, which secures most debt securities issued by FPL. The principal properties of FPL are held by it in fee and are free from other encumbrances, subject to minor exceptions, none of which is of such a nature as to substantially impair the usefulness to FPL of such properties. Some of the electric lines are located on land not owned in fee but are covered by necessary consents of governmental authorities or rights obtained from owners of private property.

Item 3. Legal Proceedings

In October 1988 Union Carbide Corporation, the corporate predecessor of Praxair, Inc. (Praxair), filed suit against FPL and Florida Power Corporation (Florida Power) in the United States District Court for the Middle District of Florida. Praxair requested that Florida Power sell power to its facility located within FPL's service territory, and that FPL transport (wheel) the power to the facility. Florida Power and FPL denied the request as being inconsistent with Florida law and public policy. The FPSC issued a declaratory statement that FPL's denial of Praxair's request was proper and ordered FPL not to wheel power under such circumstances. The suit alleged that through a territorial agreement, FPL and Florida Power have conspired to eliminate competition for the sale of electric power to retail customers, thereby unreasonably restraining trade and commerce in violation of federal antitrust laws as contained in Section 1 of the Sherman Antitrust Act (Sherman Act). The suit sought treble damages of an unspecified amount based on alleged higher prices paid for electricity and product sales lost. At the direction of the 11th Circuit Court of Appeals, the District Court entered a final judgment in favor of FPL and Florida Power in January 1996.

In November 1988, TEC Cogeneration, Inc., its affiliate Thermo Electron Corporation, RRD Corp. and its affiliate Rolls Royce Inc. filed suit in the United States District Court for the Southern District of Florida against FPL Group and its subsidiaries, FPL and ESI, on behalf of South Florida Cogeneration Associates (SFCA), a joint venture which since 1986 has operated a cogeneration facility for Metropolitan Dade County within FPL's service territory in Miami, Florida. The suit alleges that the defendants have engaged in anti-competitive conduct intended to prevent and defeat competition from cogenerators within FPL's service territory, and from SFCA's Metropolitan Dade County facility in particular. It alleges that the defendants' actions constitute monopolization and attempts to monopolize in violation of Section 2 of the Sherman Act, conspiracy in restraint of trade in violation of Section 1 of the Sherman Act, unlawful discrimination in prices, services or facilities in violation of Section 2 of the Clayton Act; and intentional interference with SFCA's contractual relationship with Metropolitan Dade County in violation of Florida law. The suit sought damages in excess of $100 million, before trebling under antitrust law, plus other unspecified compensatory and punitive damages. In March 1996, the 11th Circuit Court of Appeals reversed the District Court and granted FPL Group's, FPL's and ESI's motions for partial summary judgment on the anti-trust claims and remanded the case to the District Court for further proceedings on the remaining issues. In February 1996, all parties to this litigation and certain other persons entered into an agreement that would completely settle all disputes among the parties as part of a buy-out of an uneconomic power purchase agreement that FPL was required to enter into because of PURPA. All amounts payable by FPL under the settlement agreement would be recovered through either the capacity clause or fuel clause. The settlement is contingent upon approval by the FPSC.

In December 1991, the FMPA, an association of municipal electric utilities operating in the state, filed a suit against FPL in the Circuit Court of the Ninth Judicial Circuit in Orange County, Florida. The suit was subsequently removed to the United States District Court for the Middle District of Florida. The FMPA alleges that FPL is in breach of a "contract," consisting of several different documents, by refusing to provide transmission service to the FMPA and its members on the FMPA's terms. The FMPA also alleges that FPL has violated federal and Florida antitrust laws by monopolizing or attempting to monopolize the provision, coordination and transmission of electric power in FPL's area of operation by refusing to provide transmission service or to permit the FMPA to invest in and use FPL's transmission system on the FMPA's terms. The FMPA seeks $140 million in damages, before trebling for the antitrust claim, and asks the court to require FPL to transmit electric power among the FMPA and its members on "reasonable terms and conditions", to permit the FMPA to contribute to and use FPL's transmission system on "reasonable terms and conditions", and to recognize the FMPA transmission investments as part of FPL's transmission system such that the FMPA can obtain transmission on a basis equivalent to FPL or, alternatively, to provide transmission service equivalent to such FMPA transmission ownership. In 1993, a district court granted summary judgment in favor of FPL. In 1995, the court of appeals vacated the district court's summary judgment and remanded the matter to the district court for further proceedings.

In November 1989, Johnson Enterprises of Jacksonville, Inc. (Johnson Enterprises) filed suit in the United States District Court for the Middle District of Florida against FPL Group, FPL Group Capital and Telesat, a subsidiary of FPL Group Capital. The suit alleged breach of contract, fraud, violation of racketeering statutes and several other claims. Plaintiff claimed more than $24 million in compensatory damages, treble damages under racketeering statutes, punitive damages and attorneys' fees. The trial court entered a judgment in favor of FPL Group and Telesat on nine of twelve counts, including all of the racketeering and fraud claims, and in favor of FPL Group Capital on all counts. It also denied all parties' claims for attorneys' fees. However, the jury in the case awarded the contractor damages totaling approximately $6 million against FPL Group and Telesat for breach of contract and tortious interference. All parties have appealed.

In the event that FPL Group or FPL does not prevail in these suits, there may be a material adverse effect on their financial position or results of operations. However, FPL Group and FPL believe that they have meritorious defenses to all of the litigation described above and are vigorously defending these suits. Accordingly, the liabilities, if any, arising from these proceedings are not anticipated to have a material adverse effect on their financial statements.

Item 4. Submission of Matters to a Vote of Security Holders

None

PART II

Item 5. Market for the Registrants' Common Equity and Related Stockholder Matters

Common Stock Data. All of FPL's common stock is owned by FPL Group FPL Group's common stock is traded on the New York Stock Exchange The high and low sales prices for the common stock of FPL Group as reported in the consolidated transaction reporting system of the New York Stock Exchange for each quarter during the past two years are as follows

Quarter	1995		1994	
	High	Low	High	Low
First	$37 1/4	$34	$39 1/8	$32 3/8
Second	$39 1/4	$36 1/8	$35 3/4	$26 7/8
Third	$41 1/8	$37	$32 1/2	$29 7/8
Fourth	$46 1/2	$40 1/4	$35 3/4	$31

Approximate Number of Stockholders. As of the close of business on February 29 1996 there were 72 822 holders of record of FPL Group's common stock

Dividends. Quarterly dividends have been paid on common stock of FPL Group during the past two years in the following amounts

Quarter	1995	1994
First	$.44	$.62
Second	$.44	$.42
Third	$.44	$.42
Fourth	$.44	$.42

The amount and timing of dividends payable on common stock are within the sole discretion of FPL Group's board of directors In May 1994, FPL Group's board of directors reduced the dividend paid on the common stock from $.62 to $.42 per share, reflecting the board of directors' conclusion that it was inappropriate in view of increasing competition and other changes occurring in the electric utility industry, to continue FPL Group's past practice of paying out a high percentage of its earnings as dividends The board of directors reviews the dividend rate at least annually (in February) to determine its appropriateness in light of FPL Group's financial position and results of operations, conditions in the electric utility industry and other factors The ability of FPL Group to pay dividends on its common stock is dependent upon dividends paid to it by its subsidiaries primarily FPL There are no restrictions in effect that currently limit FPL's ability to pay dividends to FPL Group See Management's Discussion - Liquidity and Capital Resources and Note 6 regarding dividends paid by FPL to FPL Group

Item 6. Selected Financial Data

Certain amounts included in prior years' selected financial data were reclassified to conform to current year's presentation

	Years Ended December 31,				
	1995	1994	1993	1992	1991
	(Thousands of Dollars, except per share amounts)				
SELECTED FINANCIAL DATA OF FPL GROUP:					
Operating revenues	$ 5,592,485	$ 5,422,659	$ 5,311,685	$ 5,186,325	$ 5,238,368
Income from continuing operations	$ 553,311	$ 518,711	$ 428,749(1)	$ 466,949	$ 376,148(1)
Net income	$ 553,311	$ 518,711	$ 428,749(1)	$ 466,949	$ 240,578(1)(2)
Earnings per share of common stock:					
Continuing operations	$ 3.16	$ 2.91	$ 2.30(1)	$ 2.65	$ 2.31(1)
Net income	$ 3.16	$ 2.91	$ 2.30(1)	$ 2.65	$ 1.48(1)(2)
Dividends paid per share of common stock	$ 1.76	$ 1.88	$ 2.47	$ 2.43	$ 2.39
Total assets	$12,459,226	$12,617,616	$13,078,012	$12,306,305	$11,281,785
Long-term debt, excluding current maturities	$ 3,376,613	$ 3,864,465	$ 3,748,983	$ 3,960,096	$ 3,668,139
Obligations of FPL under capital lease, excluding current maturities	$ 179,082	$ 185,647	$ 271,498	$ 324,198	$ 279,657
Preferred Stock of FPL with sinking fund requirements, excluding current maturities	$ 50,000	$ 94,000	$ 97,000	$ 130,150	$ 150,150
SELECTED FINANCIAL DATA OF FPL:					
Operating revenues	$ 5,530,057	$ 5,342,656	$ 5,224,299	$ 5,100,463	$ 5,158,766
Net income available to FPL Group	$ 567,972	$ 528,515	$ 425,297(1)	$ 470,899	$ 376,261(1)
Total assets	$11,751,259	$11,821,452	$11,911,342	$11,348,626	$10,515,808
Long-term debt, excluding current maturities	$ 3,094,050	$ 3,581,157	$ 3,463,065	$ 3,404,404	$ 3,186,828
SELECTED OPERATING STATISTICS OF FPL:					
Energy sales (millions of kwh)	79,756	77,096	72,455	69,290	68,712
Energy sales:					
Residential	50.8%	50.2%	50.2%	49.3%	50.4%
Commercial	38.5	38.8	39.3	39.0	39.6
Industrial	4.9	5.0	5.4	5.9	5.9
Interchange power sales	1.6	2.5	2.6	2.4	1.6
Other(3)	4.2	3.5	2.5	3.4	2.5
Total	100.0%	100.0%	100.0%	100.0%	100.0%
Approximate 60 minute net peak served (mw):					
Summer season	15,813	15,179	15,266	14,661	14,123
Winter season(4)	18,096	16,563	12,594	12,964	13,319
Average number of customer accounts:					
Residential	3,097,194	3,037,628	2,973,688	2,911,812	2,863,203
Commercial	374,012	366,415	358,378	350,271	343,837
Industrial	15,143	15,587	14,853	14,791	15,350
Other	2,462	2,562	3,261	4,376	4,079
Total	3,488,811	3,422,192	3,350,180	3,281,250	3,226,469
Average price per kwh sold (cents)(5)	6.83	6.82	7.10	7.25	7.39

(1) Reduced by $85 million (or $.45 per share) after-tax effect of cost reduction program charge in 1993 and $56 million (or $.34 per share) after tax effect of restructuring charge in 1991

(2) Reflects the disposition of a subsidiary accounted for as discontinued operations

(3) Includes unbilled sales

(4) The winter season generally represents November and December of the current year and January through March of the following year. The winter peak of 18,096 occurred on February 5, 1996

(5) Includes unbilled and cost recovery clause revenues

Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations

Results of Operations

FPL's operations represent the predominant share of FPL Group's operating revenues, expenses and net income. For each of the years 1995, 1994 and 1993, FPL's revenues have increased and its O&M expenses have decreased. The revenue growth resulted from an increase in customers as well as more extreme weather patterns. The declining O&M expenses in large part, reflect management's efforts to increase the efficiency of FPL's operations. Since 1990, FPL has reduced its workforce by approximately 8,500 positions or 38%. In addition to reducing O&M expenses, FPL has initiated several measures to lower the investment in nuclear plant and regulatory assets through significantly higher depreciation and amortization expense. Both the cost control and depreciation actions have been directed toward improving FPL's cost structure, these efforts are expected to continue.

FPL's retail activities comprise approximately 97% of FPL Group's operating revenues and are regulated by the FPSC. FPL reported a retail regulatory ROE of 12.3%, 12.3% and 9.8% in 1995, 1994 and 1993, respectively. The ROE in 1993 was adversely affected by the cost reduction program charge. See Note 11. The ROE range authorized by the FPSC for these periods was 11% to 13% with a midpoint of 12%.

Operating revenues primarily consist of revenues from base rates, cost recovery clauses and franchise fees. Revenues from base rates were \$3.4 billion, \$3.2 billion and \$3.0 billion in 1995, 1994 and 1993, respectively. There were no changes in base rates during those years. Revenues from cost recovery clauses (including fuel) and franchise fees represent a pass-through of costs and do not significantly affect net income. Fluctuations in these revenues are primarily driven by changes in energy sales and fuel prices.

Retail customer growth was 1.9%, 2.1% and 2.1% in 1995, 1994 and 1993, respectively. Customer growth, together with abnormal weather conditions, increased total energy sales 3.5%, 6.4% and 4.6% in 1995, 1994 and 1993, respectively.

O&M expenses reflect lower employee-related costs and the effects of nuclear refueling outages. During 1994, FPL incurred costs relating to four planned nuclear refueling outages while 1995 and 1993 each had two. Two nuclear refueling outages are planned for 1996. Partially offsetting cost decreases in 1994, and to a lesser extent in 1995, were charges associated with facilities consolidation and inventory reductions, as well as costs relating to growth in customer base and placement of additional generating units in service. O&M expenses for 1995 also included costs associated with workforce reductions following operational reviews at several business units. Unlike the distinct company-wide restructuring and cost reduction programs implemented in 1991 and 1993, management expects operational reviews to be an ongoing process, targeting productivity enhancements and enabling business units to respond to a changing business environment. In 1993, FPL recorded a pretax cost reduction program charge of \$138 million, primarily consisting of severance pay and retirement benefits resulting from elimination of approximately 1,700 positions.

The increase in depreciation expense in 1995 is primarily due to interim approval by the FPSC of FPL's request for special amortization of its nuclear units. The proposal calls for a continuing amount of \$30 million per year plus an additional amount for 1995 and 1996 based on the level of sales. In granting interim approval, the FPSC specified that amounts recorded as expense prior to final approval would remain expense items regardless of their final classification. This special amortization amounted to \$126 million in 1995. FPL also sought and received approval to amortize, over a period not to exceed five years, plant-related regulatory assets deferred since FPL's last rate case in 1984. About a third of this amount, or \$37 million, was amortized in 1995. Additionally, the fourth quarter included a provision to increase the annual accrual for nuclear decommissioning costs to \$85 million, up from \$38 million recorded in 1994 and in 1993. The increase is the result of the FPSC's review and approval of FPL's decommissioning studies filed in late 1994 and reflects changes in cost, inflation and fund earnings assumptions and a provision for temporary storage of spent fuel pending removal to a U.S. Government site. Nuclear decommissioning accruals are expected to remain at \$85 million per year at least until the next decommissioning studies, currently scheduled for 2000. The increase in depreciation expense in 1994 was due to an increase in depreciation rates for generating units, as well as the accelerated write-off of plant overhaul costs from prior years, consistent with FPSC orders.

In recent years, FPL Group's subsidiaries have refinanced substantially all of their existing debt with lower interest rate instruments. In addition, efforts continued to reduce the overall level of debt and preferred stock which led to a decline in interest charges. Preferred stock dividend requirements increased in 1995 due to the inclusion of premiums on preferred stock redemptions. The completion of FPL's generation expansion project has resulted in a significant decline in AFUDC, the primary component of the non-operating line other - net. AFUDC declined over \$40 million between 1993 and 1994 and in excess of \$10 million in 1995. In 1994, FPL Group adopted a new accounting rule for Employee Stock Ownership Plans (ESOP). The net effect of adopting this new rule was to reduce other - net for 1994 by approximately \$34 million as a result of the elimination in consolidation of interest income on the ESOP loan held by FPL Group Capital. Also, ESOP shares held in trust of 10.0 million in 1995 and 10.6 million in 1994 were not considered outstanding for earnings per share purposes. These shares will be considered outstanding when they are allocated to employee accounts over the program life, currently estimated to be 14 years

Liquidity and Capital Resources

FPL Group's primary capital requirements consist of expenditures to meet increased electricity usage and customer growth of FPL. FPL's capital expenditures for the period 1996 through 1998 are expected to be approximately $1.5 billion, including $511 million for 1996. See Note 10 - Commitments. FPL's capital expenditures have declined significantly over the past few years as a result of continuing efforts to reduce costs and the completion of its generation expansion plan. No new generating plants are expected to be constructed before 2004.

Debt maturities and minimum sinking fund requirements of FPL Group's subsidiaries will require cash outflows of approximately $911 million ($753 million for FPL) through 2000, including $212 million ($204 million for FPL) in 1996. See Notes 7 and 8. It is anticipated that cash requirements for construction expenditures and debt repayments in 1996 will be satisfied with internally generated funds. Internally generated funds not required for construction expenditures and current maturities may be used to reduce outstanding debt, preferred stock or common stock. Any temporary cash needs will be met by the issuance of commercial paper. Bank lines of credit currently available to FPL Group and its subsidiaries aggregate $1.3 billion.

In addition to approximately $380 million net retirement of debt and preferred stock of FPL during 1995, FPL Group repurchased 1.9 million shares of common stock. Since May 1994, FPL Group has repurchased 5.9 million shares. The board of directors has authorized FPL Group to purchase up to 10 million shares through 1997.

FPL self-insures for damage to certain transmission and distribution properties and maintains a funded storm reserve to guard against storm losses. The balance of the storm fund reserve at December 31, 1995 was $177 million. Bank lines of credit of $300 million, included in the $1.3 billion above, are also available if needed to provide cash for storm restoration costs. The FPSC has indicated that it would consider future storm losses in excess of the funded reserve for possible recovery from customers. In 1995, the FPSC approved FPL's request to contribute to the storm fund reserve insurance recoveries relating to Hurricane Andrew and the March 1993 storm that were not required for identified system repairs. Based on recoveries through year end, the reserve was increased by $55 million. The FPSC also approved FPL's request to increase in 1995 the annual accrual for the funded reserve from $10 million to $20 million. These contributions, combined with the increase in nuclear decommissioning costs, resulted in higher cash outflows from investing activities.

FPL Group continues to dispose of certain non-FPL properties that are not part of the core business. These dispositions had little effect on earnings but have contributed to cash flows. Dispositions of remaining properties are not expected to significantly affect future operating results. FPL Group's 1994 cash flows from investing activities were favorably affected by liquidation of its participation in a limited partnership.

In 1996, the Financial Accounting Standards Board issued an exposure draft on accounting for certain liabilities related to closure or removal of long-lived assets. The primary effect of this exposure draft would be to change the way FPL accounts for nuclear decommissioning and fossil dismantlement costs. The exposure draft calls for recording the present value of estimated future cash flows to decommission FPL's nuclear power plants and dismantle its fossil plants as an increase to plant balances and as a liability. This amount is currently estimated to be $1.4 billion. It is anticipated that there will be no effect on cash flows and because of the regulatory treatment, there will be no significant effect on net income.

FPL Group Capital and its subsidiaries, primarily ESI, have guaranteed up to approximately $94 million of lease obligations, debt service payments and other payments subject to certain contingencies.

FPL's charter and mortgage contain provisions which, under certain conditions, restrict the payment of dividends and the issuance of additional unsecured debt, first mortgage bonds and preferred stock. Given FPL's current financial condition and level of earnings, expected financing activities and dividends are not affected by these limitations.

Item 8. Financial Statements and Supplementary Data

INDEPENDENT AUDITORS' REPORT

FPL GROUP, INC AND FLORIDA POWER & LIGHT COMPANY

We have audited the consolidated financial statements of FPL Group, Inc and of Florida Power & Light Company, listed in the accompanying index at Item 14(a)1 of this Annual Report (Form 10-K) to the Securities and Exchange Commission for the year ended December 31, 1995. These financial statements are the responsibility of the companies' management. Our responsibility is to express an opinion on these financial statements based on our audits

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion

In our opinion, such consolidated financial statements present fairly, in all material respects, the financial position of FPL Group, Inc and Florida Power & Light Company at December 31, 1995 and 1994 and the results of their operations and their cash flows for each of the three years in the period ended December 31, 1995 in conformity with generally accepted accounting principles

DELOITTE & TOUCHE LLP
Certified Public Accountants

Miami, Florida
February 9, 1996

FPL GROUP, INC.
CONSOLIDATED STATEMENTS OF INCOME
(In thousands, except per share amounts)

	Years Ended December 31,		
	1995	1994	1993
OPERATING REVENUES	$5,592,485	$5,422,659	$5,311,685
OPERATING EXPENSES:			
Fuel, purchased power and interchange	1,721,730	1,715,345	1,758,298
Other operations and maintenance	1,206,444	1,304,046	1,321,540
Depreciation and amortization	917,936	723,856	598,389
Cost reduction program charge	-	-	138,000
Taxes other than income taxes	549,269	530,970	526,109
Total operating expenses	4,395,379	4,274,217	4,342,336
OPERATING INCOME	1,197,106	1,148,442	969,349
OTHER INCOME (DEDUCTIONS):			
Interest charges	(290,669)	(318,967)	(367,097)
Dividend requirements on preferred stock of FPL	(43,402)	(39,558)	(42,663)
Other - net	18,870	36,076	119,659
Total other deductions - net	(315,201)	(322,449)	(290,101)
INCOME BEFORE INCOME TAXES	881,905	825,993	679,248
INCOME TAXES	328,594	307,282	250,499
NET INCOME	$ 553,311	$ 518,711	$ 428,749
Earnings per share of common stock	$3.16	$2.91	$2.30
Dividends per share of common stock	$1.76	$1.88	$2.47
Average number of common shares outstanding	175,335	178,009	186,777

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements

FPL GROUP, INC.
CONSOLIDATED BALANCE SHEETS
(Thousands of dollars)

	December 31, 1995	December 31, 1994
PROPERTY, PLANT AND EQUIPMENT:		
Electric utility plant - at original cost	$16,034,653	$15,660,302
Nuclear fuel under capital lease	179,100	185,694
Construction work in progress	317,739	292,645
Other property	193,739	250,892
Less accumulated depreciation and amortization	6,873,250	6,186,699
Total property, plant and equipment - net	9,851,981	10,202,834
CURRENT ASSETS:		
Cash and cash equivalents	46,177	85,750
Customer receivables, net of allowances of $11,929 and $11,792	482,326	464,709
Materials, supplies and fossil fuel stock - at average cost	247,323	309,308
Deferred clause expenses	81,451	61
Other	128,071	89,819
Total current assets	985,348	949,647
OTHER ASSETS:		
Special use funds of FPL	646,846	435,117
Other investments	447,006	489,268
Unamortized debt reacquisition costs of FPL	294,844	292,119
Other	233,201	248,631
Total other assets	1,621,897	1,465,135
TOTAL ASSETS	$12,459,226	$12,617,616
CAPITALIZATION:		
Common shareholders' equity	$ 4,392,509	$ 4,197,235
Preferred stock of FPL without sinking fund requirements	289,580	451,250
Preferred stock of FPL with sinking fund requirements	50,000	94,000
Long-term debt	3,376,613	3,864,465
Total capitalization	8,108,702	8,606,950
CURRENT LIABILITIES:		
Commercial paper	178,500	34,979
Current maturities of long-term debt and preferred stock	211,902	87,113
Accounts payable	305,126	311,256
Customers' deposits	235,048	220,787
Accrued interest and taxes	219,935	199,817
Deferred clause revenues	78,809	45,866
Other	274,823	261,830
Total current liabilities	1,504,143	1,161,648
OTHER LIABILITIES AND DEFERRED CREDITS:		
Accumulated deferred income taxes	1,587,449	1,625,481
Deferred regulatory credit - income taxes	144,351	195,906
Unamortized investment tax credits	281,966	302,797
Other	832,615	724,834
Total other liabilities and deferred credits	2,846,381	2,849,018
COMMITMENTS AND CONTINGENCIES		
TOTAL CAPITALIZATION AND LIABILITIES	$12,459,226	$12,617,616

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements

FPL GROUP, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Thousands of Dollars)

	Years Ended December 31,		
	1995	1994	1993
CASH FLOWS FROM OPERATING ACTIVITIES:			
Net income	$ 553,311	$ 518,711	$ 428,749
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation and amortization	917,936	723,856	598,389
Increase (decrease) in deferred income taxes and related regulatory credit	(89,587)	92,774	10,225
Cost recovery clauses (1)	(48,447)	(82,142)	138,949
Decrease in materials, supplies and fossil fuel stock	61,985	20,291	52,481
Other - net	114,946	108,463	40,791
Net cash provided by operating activities	1,510,144	1,381,953	1,269,584
CASH FLOWS FROM INVESTING ACTIVITIES:			
Capital expenditures (2)	(670,808)	(758,690)	(1,095,502)
Proceeds from properties held for sale	70,227	123,012	87,427
Other - net	(101,048)	61,744	(125,367)
Net cash used in investing activities	(701,629)	(573,934)	(1,133,442)
CASH FLOWS FROM FINANCING ACTIVITIES:			
Issuance of first mortgage bonds and other long-term debt	177,512	172,850	2,208,882
Issuance of preferred stock			190,000
Retirement of long-term debt and preferred stock	(574,343)	(470,720)	(2,648,170)
Issuance of common stock	-	16,685	276,287
Repurchase of common stock	(69,394)	(123,733)	-
Dividends on common stock	(308,582)	(334,751)	(461,639)
Increase (decrease) in short- and long-term commercial paper	(56,479)	(114,621)	349,600
Other - net	(16,802)	(19,993)	22,756
Net cash used in financing activities	(848,088)	(874,283)	(62,284)
Net increase (decrease) in cash and cash equivalents	(39,573)	(66,264)	73,858
Cash and cash equivalents at beginning of year	85,750	152,014	78,156
Cash and cash equivalents at end of year	$ 46,177	$ 85,750	$ 152,014
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:			
Cash paid for interest	$ 275,542	$ 295,992	$ 333,584
Cash paid for income taxes	$ 390,800	$ 239,050	$ 150,227
SUPPLEMENTAL SCHEDULE OF NONCASH INVESTING AND FINANCING ACTIVITIES:			
Additions to capital lease obligations	$ 84,276	$ 63,479	$ 57,579

(1) Represents the effect on cash flows from operating activities of the net amounts deferred or recovered under the fuel and purchased power, oil backout, energy conservation, capacity and environmental cost recovery clauses.

(2) Excludes allowance for equity funds used during construction.

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

FLORIDA POWER & LIGHT COMPANY
CONSOLIDATED STATEMENTS OF INCOME
(Thousands of Dollars)

	Years Ended December 31,		
	1995	1994	1993
OPERATING REVENUES	$5,530,057	$5,342,656	$5,224,299
OPERATING EXPENSES:			
Fuel, purchased power and interchange	1,721,730	1,715,345	1,758,298
Other operations and maintenance	1,138,347	1,230,171	1,251,284
Depreciation and amortization	909,357	713,352	586,543
Income taxes	347,341	322,435	243,022
Cost reduction program charge		-	138,000
Taxes other than income taxes	547,976	529,301	523,724
Total operating expenses	4,664,751	4,510,604	4,500,871
OPERATING INCOME	865,306	832,052	723,428
OTHER INCOME (DEDUCTIONS):			
Interest charges	(269,952)	(292,347)	(327,085)
Other - net	16,020	28,368	71,617
Total other deductions - net	(253,932)	(263,979)	(255,468)
NET INCOME	611,374	568,073	467,960
DIVIDEND REQUIREMENTS ON PREFERRED STOCK	43,402	39,558	42,663
NET INCOME AVAILABLE TO FPL GROUP, INC.	$ 567,972	$ 528,515	$ 425,297

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements

FLORIDA POWER & LIGHT COMPANY
CONSOLIDATED BALANCE SHEETS
(Thousands of Dollars)

	December 31, 1995	December 31, 1994
ELECTRIC UTILITY PLANT:		
At original cost	$16,034,653	$15,660,302
Less accumulated depreciation	(6,832,201)	(6,132,488)
Net	9,202,452	9,527,814
Construction work in progress	317,739	292,645
Nuclear fuel under capital lease	179,100	185,694
Electric utility plant - net	9,699,291	10,006,153
CURRENT ASSETS:		
Cash and cash equivalents	412	535
Customer receivables, net of allowances of $11,737 and $11,518	479,838	458,047
Materials, supplies and fossil fuel stock - at average cost	230,553	292,601
Deferred clause expenses	81,451	61
Other	98,963	81,229
Total current assets	891,217	832,473
OTHER ASSETS:		
Special use funds	646,846	435,117
Unamortized debt reacquisition costs	294,844	292,119
Other	219,061	255,590
Total other assets	1,160,751	982,826
TOTAL ASSETS	$11,751,259	$11,821,452
CAPITALIZATION:		
Common shareholder's equity	$ 4,473,708	$ 4,185,586
Preferred stock without sinking fund requirements	289,580	451,250
Preferred stock with sinking fund requirements	50,000	94,000
Long-term debt	3,094,050	3,581,157
Total capitalization	7,907,338	8,311,993
CURRENT LIABILITIES:		
Commercial paper	178,500	25,000
Current maturities of long-term debt and preferred stock	204,000	86,350
Accounts payable	299,987	306,616
Customers' deposits	234,858	220,504
Accrued interest and taxes	210,559	187,678
Deferred clause revenues	78,809	45,866
Other	254,239	232,763
Total current liabilities	1,460,952	1,104,777
OTHER LIABILITIES AND DEFERRED CREDITS:		
Accumulated deferred income taxes	1,204,315	1,259,822
Deferred regulatory credit - income taxes	144,351	195,906
Unamortized investment tax credits	281,966	302,797
Other	752,337	646,157
Total other liabilities and deferred credits	2,382,969	2,404,682
COMMITMENTS AND CONTINGENCIES		
TOTAL CAPITALIZATION AND LIABILITIES	$11,751,259	$11,821,452

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements

FLORIDA POWER & LIGHT COMPANY
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Thousands of Dollars)

	Years Ended December 31,		
	1995	1994	1993
CASH FLOWS FROM OPERATING ACTIVITIES:			
Net income	$ 611,374	$ 568,073	$ 467,960
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation and amortization	909,357	713,352	586,543
Decrease in deferred income taxes and related regulatory credit	(107,063)	(21,405)	(12,482)
Cost recovery clauses (1)	(48,447)	(82,142)	138,949
Decrease in materials, supplies and fossil fuel stock	61,985	20,291	52,481
Other - net	94,348	88,584	10,403
Net cash provided by operating activities	1,521,554	1,286,753	1,243,854
CASH FLOWS FROM INVESTING ACTIVITIES:			
Capital expenditures (2)	(660,818)	(745,500)	(1,077,590)
Other - net	(73,049)	(29,394)	(15,727)
Net cash used in investing activities	(733,867)	(774,894)	(1,093,317)
CASH FLOWS FROM FINANCING ACTIVITIES:			
Issuance of first mortgage bonds and other long-term debt	170,452	172,850	2,082,993
Issuance of preferred stock	-	-	190,000
Increase (decrease) in short- and long-term commercial paper	(81,500)	(124,600)	349,600
Capital contributions from FPL Group, Inc.	280,000	205,000	255,000
Retirement of long-term debt and preferred stock	(573,580)	(181,989)	(2,518,571)
Dividends	(596,954)	(567,012)	(515,280)
Other - net	13,772	(22,889)	10,035
Net cash used in financing activities	(787,810)	(518,640)	(146,223)
Net increase (decrease) in cash and cash equivalents	(123)	(6,781)	4,314
Cash and cash equivalents at beginning of year	535	7,316	3,002
Cash and cash equivalents at end of year	$ 412	$ 535	$ 7,316
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:			
Cash paid for interest	$ 252,459	$ 264,097	$ 293,337
Cash paid for income taxes	$ 478,708	$ 369,720	$ 260,920
SUPPLEMENTAL SCHEDULE OF NONCASH INVESTING AND FINANCING ACTIVITIES:			
Additions to capital lease obligations	$ 84,276	$ 63,479	$ 57,579

(1) Represents the effect on cash flows from operating activities of the net amounts deferred or recovered under the fuel and purchased power oil-backout, energy conservation, capacity and environmental cost recovery clauses

(2) Excludes allowance for equity funds used during construction

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements

FPL GROUP, INC. AND FLORIDA POWER & LIGHT COMPANY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
Years Ended December 31, 1995, 1994 and 1993

1. Summary of Significant Accounting and Reporting Policies

Basis of Presentation - Essentially all of FPL Group Inc's (FPL Group) revenues are derived from Florida Power & Light Company (FPL) which supplies electric service to 3 5 million customer accounts throughout most of the east and lower west coasts of Florida Other operations mainly consist of investments in non-utility energy projects and agricultural operations

The consolidated financial statements of FPL Group and FPL include the accounts of FPL Group and its subsidiaries and of FPL and its subsidiaries, respectively All significant intercompany balances and transactions have been eliminated in consolidation The preparation of financial statements requires the use of estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and disclosure of contingent assets and liabilities Actual results could differ from those estimates. Certain amounts included in prior years' consolidated financial statements have been reclassified to conform to the current year's presentation

Regulation - FPL is a utility subject to regulation by the Florida Public Service Commission (FPSC) and the Federal Energy Regulatory Commission (FERC) As a result of such regulation, FPL follows the accounting practices set forth in Statement of Financial Accounting Standard (SFAS) No 71, "Accounting for the Effects of Certain Types of Regulation" SFAS 71 indicates that regulators can create assets and impose liabilities that would not be recorded by non-regulated entities Recoverability of these assets is assessed at each reporting period The principal assets recorded under SFAS 71 which aggregated $369 million at December 31, 1995, are unamortized debt reacquisition costs and plant-related deferred costs and are included in the other assets section of the consolidated balance sheets In 1995, FPL began amortizing the plant-related deferred costs over a period of no more than five years as approved by the FPSC Approximately $37 million, or one-third of the balance, was amortized in 1995 The principal SFAS 71-related liabilities, which aggregated $604 million at December 31 1995, are deferred regulatory credit - income taxes, unamortized investment tax credits and a storm and property insurance reserve and are included in the other liabilities and deferred credits section of the consolidated balance sheets Other accounting practices followed by FPL that differ from non-regulated entities are outlined below, including deferral of clause under or over recoveries, nuclear amortization and decommissioning and allowance for funds used during construction

Revenues and Rates - FPL's retail and wholesale utility rate schedules are approved by the FPSC and the FERC, respectively FPL records the estimated amount of base revenues for energy delivered to customers but not billed Such unbilled revenues are included in customer receivables and amounted to approximately $155 million and $117 million at December 31, 1995 and 1994, respectively

Revenues include amounts resulting from cost recovery clauses, which are designed to permit full recovery of certain costs and provide a return on certain assets utilized by these programs, and franchise fees Such revenues represent a pass-through of costs and include substantially all fuel, purchased power and interchange expenses, conservation- and environmental-related expenses, certain revenue taxes and franchise fees Revenues from cost recovery clauses are recorded when billed. FPL achieves matching of costs and related revenues by deferring the net under or over recovery Any under recovered costs or over recovered revenues are collected from or returned to customers in subsequent periods

Electric Utility Plant, Depreciation and Amortization - The cost of additions to units of utility property is added to electric utility plant The cost of units of utility property retired, less net salvage, is charged to accumulated depreciation Maintenance and repairs of property as well as replacements and renewals of items determined to be less than units of utility property are charged to other operations and maintenance expense At December 31 1995, the generating transmission, distribution and general facilities of FPL represented approximately 48%, 13%, 32% and 7% respectively, of FPL's gross investment in electric utility plant in service Substantially all electric utility plant is subject to the lien of a mortgage securing FPL's first mortgage bonds

Depreciation of utility property is primarily provided on a straight-line average remaining life basis and includes a provision for dismantlement For substantially all utility property, depreciation and fossil fuel plant dismantlement studies are performed at least every four years The most recent depreciation studies were filed with and approved by the FPSC in 1994 Fossil fuel plant dismantlement studies were filed in 1994 and approved by the FPSC in 1995 The FPSC approved, on an interim basis accelerated amortization of FPL's nuclear units of $30 million per year plus an additional amount based on the level of sales achieved for 1995 and 1996 The weighted annual composite depreciation rate was approximately 4 0% for 1995 and 1994 and 3 9% for 1993 The 1995 rate excludes $163 million of special nuclear amortization and amortization of the plant-related deferred costs The 1994 rate excludes $47 million of accelerated write-off of certain accumulated plant overhaul costs

Nuclear fuel costs, including a charge for spent nuclear fuel disposal, is accrued in fuel expense on a unit of production method

Allowance for Funds Used During Construction (AFUDC) - FPL recognizes AFUDC as a noncash item representing the allowed cost of capital including a return on common equity used to finance a portion of FPL's construction work in progress. AFUDC is capitalized as an additional cost of utility plant and is recorded as an addition to income. The capitalization rate used in computing AFUDC was 8.26% in 1995 and 1994 and an average rate of approximately 8.47% for 1993. AFUDC amounted to $15 million, $24 million and $66 million for the years ended December 31, 1995, 1994 and 1993, respectively, and is included in other - net in the consolidated statements of income.

Nuclear Decommissioning - FPL accrues nuclear decommissioning costs over the expected service life of each unit. Nuclear decommissioning studies are performed at least every five years for FPL's four nuclear units and are submitted to the FPSC for approval. The most recent studies were filed in December 1994 and approved in 1995. These studies assume prompt dismantlement for the Turkey Point Unit Nos. 3 and 4 with decommissioning activities commencing in 2012 and 2013, respectively. St. Lucie Unit No. 1 will be mothballed in 2016 until St. Lucie Unit No. 2 is ready for decommissioning in 2023. These studies also assume that FPL will be storing spent fuel on site pending removal to a U.S. Government facility. Decommissioning expense accruals, included in depreciation and amortization expense in the consolidated statements of income, were $85 million for 1995 and $38 million for each of the years 1994 and 1993. FPL's portion of the ultimate cost of decommissioning its four units, including dismantlement and reclamation, expressed in 1995 dollars, is currently estimated to aggregate $1.4 billion. At December 31, 1995 and 1994, the accumulated provision for nuclear decommissioning totaled $666 million and $500 million, respectively, and is included in accumulated depreciation.

Restricted assets for the payment of future expenditures to decommission FPL's nuclear units are included in special use funds of FPL in the consolidated balance sheets. At December 31, 1995 and 1994, decommissioning fund assets were $534 million and $373 million, respectively. Securities held in the decommissioning fund are carried at market value with market adjustments resulting in a corresponding adjustment to the accumulated provision for nuclear decommissioning. See Note 9. Contributions to the funds are based on current period decommissioning expense. Additionally, fund earnings, net of taxes are reinvested in the funds. The effects of amounts not yet recognized for tax purposes are included in accumulated deferred income taxes.

In 1996, the Financial Accounting Standards Board issued an exposure draft, "Accounting for Certain Liabilities Related to Closure or Removal of Long-Lived Assets." The primary effect of this exposure draft would be to change the way FPL accounts for nuclear decommissioning and fossil dismantlement costs. The exposure draft calls for recording the present value of estimated future cash flows to decommission FPL's nuclear power plants and dismantle its fossil plants as an increase to plant balances and as a liability. This amount is currently estimated to be $1.4 billion. It is anticipated that there will be no effect on cash flows and, because of the regulatory treatment, there will be no significant effect on net income.

Storm and Property Insurance Reserve Fund - A storm and property insurance reserve fund (storm fund) provides coverage toward storm damage costs and possible retrospective premium assessments stemming from a nuclear incident under the various insurance programs covering FPL's nuclear generating plants. The storm fund, which totaled $113 million and $62 million at December 31, 1995 and 1994, respectively, is included in special use funds of FPL in the consolidated balance sheets. Securities held in the fund are carried at market value with market adjustments resulting in a corresponding adjustment to the storm and property insurance reserve. See Note 9.

Other Investments - Included in other investments in FPL Group's consolidated balance sheets are non-majority owned interests in partnerships and joint ventures, essentially all of which are accounted for under the equity method. Additionally, other investments include FPL Group's participation in leveraged leases of $158 million at December 31, 1995 and 1994.

Cash Equivalents - Cash equivalents consist of short-term, highly liquid investments with original maturities of three months or less.

Commercial Paper - The year end weighted-average interest rate on commercial paper at December 31, 1995 and 1994 was 5.8% and 5.9%, respectively.

Retirement of Long-Term Debt - The excess of FPL's reacquisition cost over the book value of long-term debt is deferred and amortized to expense ratably over the remaining life of the original issue, which is consistent with its treatment in the ratemaking process. FPL Group Capital Inc (FPL Group Capital) expenses this cost in the period incurred.

Income Taxes - Deferred income taxes are provided on all significant temporary differences between the financial statement and tax bases of assets and liabilities. FPL is included in the consolidated federal income tax return filed by FPL Group. FPL determines its income tax provision on the "separate return method." The deferred regulatory credit - income taxes of FPL represents the revenue equivalent of the difference in accumulated deferred income taxes computed under SFAS 109

"Accounting for Income Taxes" as compared to prior accounting rules This amount is being amortized in accordance with the regulatory treatment over the estimated lives of the assets or liabilities which resulted in the initial recognition of the deferred tax amount. Investment tax credits for FPL are deferred and amortized to income over the approximate lives of the related property in accordance with the regulatory treatment

2. Income Taxes

The components of income taxes are as follows

	FPL Group			FPL		
	Years Ended December 31,			Years Ended December 31,		
	1995	1994	1993	1995	1994	1993
	(Thousands of Dollars)					
Federal:						
Current	$380,792	$203,407	$205,233	$395,480	$314,956	$238,208
Deferred	(78,467)	83,135	28,207	(84,630)	(22,125)	(12,571)
Investment tax credits - net	(20,957)	(21,205)	(21,994)	(20,832)	(20,994)	(21,646)
Total federal	281,368	265,337	211,446	290,018	271,837	203,991
State:						
Current	58,426	32,020	33,324	64,427	46,152	41,780
Deferred	(11,200)	9,925	5,729	(7,104)	4,446	(2,749)
Total state	47,226	41,945	39,053	57,323	50,598	39,031
Income taxes charged to operations - FPL				347,341	322,435	243,022
Credited to other income (deductions) - FPL				(5,047)	(3,026)	(3,132)
Total income taxes	$328,594	$307,282	$250,499	$342,294	$319,409	$239,890

A reconciliation between income tax expense and the income tax expense calculated at the applicable statutory rates is as follows:

	FPL Group			FPL		
	Years Ended December 31,			Years Ended December 31,		
	1995	1994	1993	1995	1994	1993
	(Thousands of Dollars)					
Computed at statutory federal income tax rate	$308,667	$289,098	$237,737	$333,784	$310,619	$247,747
Increases (reductions) resulting from:						
State income taxes - net of federal income tax benefit	30,697	27,264	24,530	37,076	32,996	25,461
Amortization of investment tax credits	(20,957)	(21,205)	(21,491)	(20,832)	(20,994)	(21,143)
Allowance for equity funds used during construction	(3,134)	(5,081)	(14,177)	(3,134)	(5,081)	(14,177)
Dividend requirements on preferred stock of FPL	15,191	13,854	14,932			-
Other - net	(1,870)	3,352	8,968	(4,600)	1,869	2,002
Total income taxes	$328,594	$307,282	$250,499	$342,294	$319,409	$239,890

The income tax effects of temporary differences giving rise to consolidated deferred income tax liabilities and assets are as follows

	FPL Group		FPL	
	December 31,		December 31,	
	1995	1994	1995	1994
	(Thousands of Dollars)			
Deferred tax liabilities:				
Property-related	$1,704,643	$1,715,349	$1,670,242	$1,675,774
Investment-related	371,298	385,592	-	-
Unamortized debt reacquisition costs and other	222,279	171,258	145,180	114,497
Total deferred tax liabilities	2,298,220	2,272,199	1,815,422	1,790,271
Deferred tax assets and valuation allowance:				
Asset writedowns and capital loss carryforward	263,149	254,303	-	-
Unamortized investment tax credits and deferred regulatory credit - income taxes	164,451	192,375	164,451	192,375
Storm and decommissioning reserves	200,890	147,269	200,890	147,269
Other	289,885	258,309	245,766	190,805
Valuation allowance	(207,604)	(205,538)	-	-
Net deferred tax assets	710,771	646,718	611,107	530,449
Accumulated deferred income taxes	$1,587,449	$1,625,481	$1,204,315	$1,259,822

The valuation allowance in 1995 and 1994 offsets a related amount of deferred tax assets recorded pursuant to SFAS 109 The primary component of the valuation allowance relates to capital loss carryforwards from the disposition of an FPL Group Capital subsidiary in a prior year The amount of the deductible loss from this disposition was limited by Internal Revenue Service rules which are being challenged by FPL Group FPL Group is unable to predict the outcome of this challenge

3. Leases

FPL leases nuclear fuel for all four of its nuclear units. Nuclear fuel lease payments, which are based on energy production and are charged to fuel expense, were $104 million, $115 million and $122 million for the years ended December 31, 1995, 1994 and 1993, respectively. Included in these payments was an interest component of $11 million for each of the years 1995, 1994 and 1993 Under certain circumstances of lease termination, FPL is required to purchase all nuclear fuel in whatever form at a purchase price designed to allow the lessor to recover its net investment cost in the fuel, which totaled $179 million at December 31, 1995 For ratemaking, these leases are classified as operating leases For financial reporting, the capital lease obligation is recorded at the amount due in the event of lease termination

FPL Group, through its subsidiaries, leases automotive, computer, office and other equipment through rental agreements with various terms and expiration dates Rental expense totaled $17 million, $26 million and $33 million for 1995, 1994 and 1993 respectively Minimum annual rental commitments for noncancelable operating leases are not material

4. Jointly-Owned Electric Utility Plant

FPL owns approximately 85% of the St Lucie Nuclear Unit No 2, 20% of the St Johns River Power Park (SJRPP) units and coal terminal and approximately 76% of Scherer Unit No 4 At December 31, 1995, FPL's gross investment in these units was $1 169 billion, $329 million and $569 million, respectively, accumulated depreciation was $576 million, $132 million and $119 million, respectively.

FPL is responsible for its share of the operating costs, as well as providing its own financing At December 31, 1995, there was no significant balance of construction work in progress on these facilities

5. Employee Retirement Benefits

Pension Benefits - Substantially all employees of FPL Group and its subsidiaries are covered by a noncontributory defined benefit pension plan Plan benefits are generally based on employees' years of service and compensation during the last years of employment Participants are vested after five years of service All costs of the FPL Group pension plan are allocated to participating subsidiaries on a pro rata basis

For 1995 1994 and 1993 the components of pension cost are as follows:

	Years Ended December 31,		
	1995	1994	1993
	(Thousands of Dollars)		
Service cost	$ 31,782	$ 37,423	$ 36,105
Interest cost on projected benefit obligation	87,871	80,466	78,797
Actual return on plan assets	(350,237)	(11,293)	(236,565)
Net amortization and deferral	211,523	(118,770)	106,894
Negative pension cost	(19,061)	(12,174)	(14,769)
Effect of special retirement programs	5,338	-	34,463
FPL Group's pension cost	$ (13,723)	$ (12,174)	$ 19,694
Pension costs allocated to FPL	$ (13,432)	$ (11,966)	$ 19,871

FPL Group and its subsidiaries fund the pension cost calculated under the entry age normal level percentage of pay actuarial cost method, provided that this amount satisfies the minimum funding standards of the Employee Retirement Income Security Act of 1974, as amended, and is not greater than the maximum tax deductible amount for the year. No contributions to the plan were required for 1995, 1994 or 1993.

A reconciliation of the funded status of the plan to the amounts recognized in FPL Group's consolidated balance sheets is presented below:

	December 31,	
	1995	1994
	(Thousands of Dollars)	
Plan assets at fair value, primarily listed stocks and bonds	$1,910,986	$1,620,978
Actuarial present value of benefits for services rendered to date:		
Accumulated benefits based on salaries to date, including vested benefits of $924 million and $683 million	982,159	734,759
Additional benefits based on estimated future salary levels	447,120	326,356
Projected benefit obligation	1,429,279	1,061,115
Plan assets in excess of projected benefit obligation	481,707	559,863
Prior service costs not recognized in net periodic pension cost	187,463	200,185
Unrecognized net asset at January 1, 1986, being amortized primarily over 19 years - net of accumulated amortization	(210,203)	(233,558)
Unrecognized net gain	(430,307)	(511,553)
Prepaid pension cost of FPL Group	$ 28,660	$ 14,937
Prepaid pension cost allocated to FPL	$ 25,069	$ 11,637

The weighted-average discount rate used in determining the actuarial present value of the projected benefit obligation was 6.75% and 7.75% for 1995 and 1994, respectively. The assumed rate of increase in future compensation levels was 5.5% for both years. The expected long-term rate of return on plan assets used in determining pension cost was 7.75% for 1995, 1994 and 1993.

Other Postretirement Benefits - FPL Group and its subsidiaries have defined benefit postretirement plans for health care and life insurance benefits that cover substantially all employees. All costs of the FPL Group plans are allocated to participating subsidiaries on a pro rata basis. Eligibility for health care benefits is based upon age plus years of service at retirement. The plans are contributory and contain cost-sharing features such as deductibles and coinsurance. FPL Group has capped company contributions for postretirement health care at a defined level which, depending on actual claims experience, may be reached by the year 2004. Generally, life insurance benefits for retirees are capped at $50,000. FPL Group's policy is to fund postretirement benefits in amounts determined at the discretion of management.

In 1993, FPL Group and FPL adopted SFAS 106, "Employers' Accounting for Postretirement Benefits Other than Pensions." For 1995, 1994 and 1993, the components of net periodic postretirement benefit cost are as follows

	Years Ended December 31,		
	1995	1994	1993
	(Thousands of Dollars)		
Service cost	$ 4,216	$ 4,717	$ 5,233
Interest cost	18,119	17,336	14,633
Actual return on plan assets	(23,742)	(749)	(8,130)
Amortization of transition obligation	3,485	3,485	4,064
Net amortization and deferral	16,479	(6,156)	-
Net periodic postretirement benefit cost	18,557	18,633	15,800
Effect of cost reduction program (see Note 11)	-	-	29,008
FPL Group's postretirement benefit cost	$ 18,557	$18,633	$44,808
Postretirement benefit costs allocated to FPL	$ 18,326	$18,436	$44,487

A reconciliation of the funded status of the plan to the amounts recognized in FPL Group's consolidated balance sheets is presented below

	December 31,	
	1995	1994
	(Thousands of Dollars)	
Plan assets at fair value, primarily listed stocks and bonds	$ 110,435	$ 99,178
Accumulated postretirement benefit obligation:		
Retirees	172,572	166,215
Fully eligible active plan participants	3,194	1,946
Other active plan participants	94,128	74,577
Total	269,894	242,738
Accumulated postretirement benefit obligation in excess of plan assets	(159,459)	(143,560)
Unrecognized net transition obligation (amortized over 20 years)	59,247	62,732
Unrecognized net loss	18,269	17,387
Accrued postretirement benefit liability of FPL Group	$ (81,943)	$ (63,441)
Accrued postretirement benefit liability allocated to FPL	$ (81,194)	$ (62,923)

The weighted-average annual assumed rate of increase in the per capita cost of covered benefits (i.e., health care cost trend rate) for 1995 is 8.5% for retirees under age 65 and 7.5% for retirees over age 65. These rates are assumed to decrease gradually to 5.0% by the year 2003. The cap on FPL Group's contributions mitigates the potential significant increase in costs resulting from an increase in the health care cost trend rate. Increasing the assumed health care cost trend rate by one percentage point would increase the plan's accumulated postretirement benefit obligation as of December 31, 1995 by $8 million, and the aggregate of the service and interest cost components of net periodic postretirement benefit cost of the plan for 1995 by approximately $1 million.

The weighted-average discount rate used in determining the accumulated postretirement benefit obligation was 6.75% and 7.75% for 1995 and 1994, respectively. The expected long-term rate of return on plan assets used in determining postretirement benefit cost was 7.75% for 1995, 1994 and 1993.

6. Common Shareholders' Equity

FPL Group - The changes in FPL Group's common shareholders' equity accounts are as follows

	Common Stock (1) Shares	Common Stock (1) Aggregate Par Value	Additional Paid-In Capital	Unearned Compensation	Retained Earnings	Common Shareholders' Equity
	(In Thousands)					
Balances, December 31, 1992	182,788	$1,828	$3,312,903	$(336,355)	$ 857,613	
Net income	-	-	-	-	428,749	
Issuance of common stock	7,277	73	278,123	-	-	
Dividends on common stock	-	-	-	-	(461,639)	
Earned compensation and tax benefits on ESOP dividends..	-	-	-	15,234	5,110	
Other	-	-	(1,032)	-	-	
Balances, December 31, 1993	190,065	1,901	3,589,994	(321,121)	829,833	
Net income	-	-	-	-	518,711	
Issuance of common stock	506	5	16,680	-	-	
Repurchase of common stock ...	(4,000)	(40)	(123,693)	-	-	
Dividends on common stock	-	-	-	-	(334,751)	
Earned compensation under ESOP	-	-	1,964	16,900	-	
Other	-	-	852	-	-	
Balances, December 31, 1994	186,571(2)	1,866	3,485,797	(304,221)	1,013,793	$4,197,235
Net income	-	-	-	-	553,311	
Repurchase of common stock ...	(1,878)	(19)	(69,375)	-	-	
Dividends on common stock	-	-	-	-	(308,582)	
Earned compensation under ESOP	-	-	5,030	16,741	-	
Other	-	-	(1,832)	-	-	
Balances, December 31, 1995	184,693(2)	$1,847	$3,419,620	$(287,480)	$1,258,522	$4,392,509

(1) $.01 par value authorized 300,000,000 shares; outstanding 184,692,985 and 186,570,549 at December 31, 1995 and 1994, respectively

(2) Outstanding and unallocated shares held by the ESOP Trust totaled 9.8 million and 10.4 million at December 31, 1995 and 1994. Unallocated shares are excluded from average shares outstanding in the earnings per share computation beginning in 1994

Common Stock Dividend Restrictions - FPL Group's charter does not limit the dividends that may be paid on its common stock. As a practical matter, the ability of FPL Group to pay dividends on its common stock is dependent upon dividends paid to it by its subsidiaries, primarily FPL. FPL's charter and a mortgage securing FPL's first mortgage bonds contain provisions that, under certain conditions, restrict the payment of dividends and other distributions to FPL Group. These restrictions do not currently limit FPL's ability to pay dividends to FPL Group. In 1995, 1994 and 1993 FPL paid, as dividends to FPL Group, its net income available to FPL Group on a one-month lag basis

Employee Stock Ownership Plan - The employee thrift plans of FPL Group include a leveraged Employee Stock Ownership Plan (ESOP) feature. Shares of common stock held by the Trust for the thrift plans (Trust) are used to provide all or a portion of the employers' matching contributions. Dividends received on all shares, along with cash contributions from the employers, are used to pay principal and interest on the ESOP loan held by FPL Group Capital. Dividends on shares allocated to employee accounts and used by the Trust for debt service are replaced with an equivalent amount of shares of common stock at prevailing market prices

In 1994, FPL Group adopted American Institute of Certified Public Accountants Statement of Position (SOP) 93-6, "Employers' Accounting for Employee Stock Ownership Plans." Under the new accounting rules, unallocated shares held by the Trust were removed from the earnings per share computation until allocated to employee accounts over the next 14 years. Additionally, compensation expense totaling approximately $18 million in 1995 and 1994 is now measured at the fair value of shares allocated to employee accounts during the period and interest income on the ESOP loan is eliminated in consolidation. The net effect of adopting SOP 93-6 was to reduce net income for 1994 by approximately $21 million and increase earnings per share by $.05

ESOP-related unearned compensation included as a reduction of shareholders' equity at December 31, 1995 was approximately $284 million, representing 9.8 million unallocated shares at the original issue price of $29 per share. The fair value of the unearned compensation account using the closing price of FPL Group stock as of December 31, 1995 was approximately $454 million

Long-Term Incentive Plan - In 1994, FPL Group's board of directors and its shareholders approved a new long-term incentive plan which replaced the prior long-term incentive plan. Under the new plan, 9 million shares of common stock are reserved and available for awards to officers and employees of FPL Group and its subsidiaries as of December 31, 1995. No further awards will be made under the prior plan. Total compensation charged against earnings under the incentive plan, and the effect on earnings per share, were not material in any year. The changes in share awards under the incentive plan are as follows:

	Performance Shares	Restricted Stock	Non-qualified Option Shares
Balances, December 31, 1992	291,445	177,296	85,406
Granted	89,827		
Exercised at $30 7/8	-		(35,045)
Paid/released	(87,169)	(6,903)	-
Forfeited	(14,044)	(4,070)	(285)
Balances, December 31, 1993	280,059	166,323	50,076
Granted	102,720	29,000	
Exercised at $30 7/8			(8,941)
Paid/released		(6,223)	
Forfeited	(5,589)	(1,350)	(2,748)
Balances, December 31, 1994	377,190	187,750	38,387
Granted	97,786	13,500	-
Exercised at $30 7/8	-	-	(23,136)
Paid/released	(123,328)	(3,000)	
Forfeited	(31,312)	(4,050)	(4,066)
Balances, December 31, 1995	320,336(1)	194,200(2)	11,185(3)

(1) Payment of performance shares is based on the market price of FPL Group's common stock when the related performance goal is achieved.
(2) Shares of restricted stock were issued at market value at the date of the grant.
(3) All outstanding options are exercisable at $30 7/8 and expire in mid 1996.

In conjunction with the options referred to above, stock appreciation rights have been granted in an equivalent amount. No awards of incentive stock options had been granted as of December 31, 1995.

Other - Each share of common stock has been granted a Preferred Share Purchase Right (Right), which is exercisable in the event of certain attempted business combinations. The Rights will cause substantial dilution to a person or group attempting to acquire FPL Group on terms not approved by FPL Group's board of directors.

FPL - The changes in FPL's common shareholder's equity accounts are as follows:

	Common Stock (1)	Additional Paid in Capital	Retained Earnings	Common Share holder's Equity
		(Thousands of Dollars)		
Balances, December 31, 1992	$1,373,069	$1,487,467	$ 917,945	
Contributions from FPL Group	-	255,000		
Net income available to FPL Group	-		425,297	
Dividends to FPL Group	-		(472,617)	
Preferred stock issuance costs and other	-	(1,031)	(5,705)	
Balances, December 31, 1993	1,373,069	1,741,436	864,920	
Contributions from FPL Group		205,000		
Net income available to FPL Group		-	528,515	
Dividends to FPL Group	-		(527,454)	
Other	-	100		
Balances, December 31, 1994	1,373,069	1,946,536	865,981	$4,185,586
Contributions from FPL Group		280,000		
Net income available to FPL Group		-	567,972	
Dividends to FPL Group		-	(557,923)	
Other		2,057	(3,984)	
Balances, December 31, 1995	$1,373,069	$2,228,593	$ 872,046	$4,473,708

(1) Common stock, no par value, 1,000 shares authorized, issued and outstanding.

7. Preferred Stock

FPL Group's charter authorizes the issuance of 100 million shares of serial preferred stock, $.01 par value. None of these shares is outstanding. Preferred stock of FPL consists of the following: (1)

	December 31, 1995 Shares Outstanding	December 31, 1995 Redemption Price	December 31, 1995 (Thousands of Dollars)	December 31, 1994 (Thousands of Dollars)
Cumulative, No Par Value, authorized 10,000,000 shares at December 31, 1995 and 1994; without sinking fund requirements - $2.00 No Par Value, Series A (Involuntary Liquidation Value $25 Per Share) (2)	2,533,188	$ 27.00	$ 63,330	$125,000
Cumulative, $100 Par Value, authorized 15,822,500 shares at December 31, 1995 and 1994:				
Without sinking fund requirements:				
4 1/2% Series	100,000	101.00	10,000	10,000
4 1/2% Series A	50,000	101.00	5,000	5,000
4 1/2% Series B	50,000	101.00	5,000	5,000
4 1/2% Series C	62,500	103.00	6,250	6,250
4.32% Series D	50,000	103.50	5,000	5,000
4.35% Series E	50,000	102.00	5,000	5,000
7.28% Series F	600,000	102.93	60,000	60,000
7.40% Series G	400,000	102.53	40,000	40,000
6.98% Series S	750,000	(3)	[illegible],000	75,000
7.05% Series T	500,000	[illegible]	50,000	50,000
6.75% Series U	650,000	(3)	65,000	65,000
Total preferred stock of FPL without sinking fund requirements	5,795,688		389,580	451,250
Less current maturities	1,000,000		100,000	—
Total preferred stock of FPL without sinking fund requirements, excluding current maturities	4,795,688		$289,580	$451,250
With sinking fund requirements (4):				
6.84% Series Q (5)	440,000	$102.74	$ 44,000	$ 44,000
8.625% Series R (6)	100,000	105.18	10,000	50,000
Total preferred stock of FPL with sinking fund requirements	540,000		54,000	94,000
Less current maturities	40,000		4,000	—
Total preferred stock of FPL with sinking fund requirements, excluding current maturities	500,000		$ 50,000	$ 94,000

(1) FPL's charter authorizes the issuance of 5 million shares of subordinated preferred stock, no par value. None of these shares is outstanding. There were no issuances of preferred stock in 1995 and 1994. In 1993, FPL issued 1,900,000 shares of $100 par value preferred stock without sinking fund requirements. In December 1995, FPL called for redemption in January 1996 600,000 shares of its 7.28% Preferred Stock, Series F, $100 Par Value and 400,000 shares of its 7.40% Preferred Stock, Series G, $100 Par Value. In 1993, FPL redeemed and retired 160,000 shares of $100 par value preferred stock without sinking fund requirements and 187,660 shares of $100 par value preferred stock with sinking fund requirements.

(2) In 1995, 2,466,812 shares were tendered, accepted for exchange and retired by FPL pursuant to its offer to exchange each such share for $25 of principal amount of 8.75% Quarterly Income Debt Securities (Subordinated Deferrable Interest Debentures).

(3) Not redeemable prior to 2003.

(4) Minimum annual sinking fund requirements on preferred stock are $4 million for each of the years 1996, 1997, 1998 and 1999 and approximately $2 million in 2000. In the event that FPL should be in arrears on its sinking fund obligations, FPL may not pay dividends on common stock.

(5) Entitled to a sinking fund to retire a minimum of 15,000 shares and a maximum of 30,000 shares annually from 1996 through 2026 at $100 per share plus accrued dividends. FPL redeemed and retired 45,000 shares in 1994, satisfying the 1994 and 1995 minimum annual sinking fund requirement.

(6) Entitled to a sinking fund to retire a minimum of 25,000 shares and a maximum of 50,000 shares annually from 1996 through 2015 at $100 per share plus accrued dividends. FPL redeemed and retired 400,000 shares in 1995.

8. Long-Term Debt (1)(2)

Long-term debt consists of the following

	December 31, 1995	December 31, 1994
	(Thousands of Dollars)	
FPL		
First mortgage bonds:		
Maturing through 2000 - 4 5/8% to 9 5/8%	$ 355,000	$ 460,697
Maturing 2001 through 2015 - 6 5/8% to 7 7/8%	661,838	700,000
Maturing 2016 through 2026 - 7% to 9 3/8%	1,024,702	1,126,223
Medium-term notes:		
Maturing through 2000 - 4.85% to 6.20%	280,300	280,300
Maturing 2001 through 2015 - 5.79% to 8.95%	106,500	155,000
Maturing 2016 through 2022 - 8% to 9.05%	98,610	148,700
Pollution control and industrial development series - Maturing 2019 through 2027 - 6.7% to 7.5%	150,135	260,705
Pollution control, solid waste disposal and industrial development revenue bonds - Maturing 2021 through 2029 - variable, 4.3% and 3% average annual interest rate, respectively	483,735	373,165
Installment purchase and security contracts - maturing 2007 - 5.9%	2,000	2,000
Quarterly Income Debt Securities (Subordinated Deferrable Interest Debentures) - maturing 2025 - 8.75%	61,670	
Commercial paper - 4.4% average annual interest rate		200,000
Unamortized discount - net	(30,440)	(39,283)
Total long-term debt of FPL	3,194,050	3,667,507
Less current maturities	100,000	86,350
Long-term debt of FPL, excluding current maturities	3,094,050	3,581,157
FPL Group Capital		
Debentures:		
Maturing 1997 - 6 1/2%	150,000	150,000
Maturing 2013 - 7 5/8%	125,000	125,000
Other long-term debt - 7% to 10% due various dates to 2013	17,655	11,320
Unamortized discount	(2,190)	(2,249)
Total long-term debt of FPL Group Capital	290,465	284,071
Less current maturities	7,902	763
Long-term debt of FPL Group Capital, excluding current maturities	282,563	283,308
Total long-term debt	$3,376,613	$3,864,465

(1) Minimum annual maturities and sinking fund requirements of long-term debt for 1996-2000 are approximately $108 million, $150 million, $180 million, $230 million and $125 million, respectively

(2) Available lines of credit aggregated approximately $1.3 billion at December 31, 1995, all of which were based on firm commitments

9. Financial Instruments

The carrying amounts of cash equivalents and commercial paper approximate their fair values. Certain investments of FPL Group included in other investments in the consolidated balance sheets are carried at estimated fair value which was $84 million and $66 million at December 31, 1995 and 1994, respectively. The following estimates of the fair value of financial instruments have been made using available market information and other valuation methodologies. However, the use of different market assumptions or methods of valuation could result in different estimated fair values.

	December 31, 1995		December 31, 1994	
	Carrying Amount	Estimated Fair Value(1)	Carrying Amount	Estimated Fair Value(1)
	(Thousands of Dollars)			
Preferred stock of FPL with sinking fund requirements (2)	$ 54,000	$ 55,520	$ 94,000	$ 92,840
Long-term debt of FPL (2)	$3,194,050	$3,285,925	$3,667,507	$3,452,618
Long-term debt of FPL Group (2)	$3,484,515	$3,588,835	$3,951,578	$3,678,995

(1) Based on quoted market prices for these or similar issues

(2) Includes current maturities

Special Use Funds - Securities held in the special use funds are carried at estimated fair value. The nuclear decommissioning fund primarily consists of municipal and corporate debt securities with a weighted-average maturity of 9 years. The storm fund primarily consists of municipal debt securities with a weighted-average maturity of 5 years. The cost of securities sold is determined on the specific identification method. During 1995, the special use funds realized gains of $13 million and losses of $4 million. At December 31, 1995, the funds included unrealized gains of $33 million and no significant unrealized losses. Realized gains and losses during 1994 were $6 million and $8 million, respectively. At December 31, 1994, unrealized gains were $2 million and unrealized losses were $9 million. The proceeds from the sale of securities in 1995 and 1994 were $950 million and $650 million, respectively. A shift in the asset mix of the decommissioning fund occurred in 1995 and 1994 due to certain tax law changes.

10. Commitments and Contingencies

Commitments - FPL has made commitments in connection with a portion of its projected capital expenditures. Capital expenditures for the construction or acquisition of additional facilities and equipment to meet customer demand are estimated to be approximately $1.5 billion for the years 1996 through 1998. Included in this three-year forecast are capital expenditures for 1996 of $511 million. FPL Group Capital and its subsidiaries, primarily ESI Energy, Inc. (ESI), have guaranteed up to approximately $94 million of lease obligations, debt service payments and other payments subject to certain contingencies.

Insurance - Liability for accidents at nuclear power plants is governed by the Price-Anderson Act, which limits the liability of nuclear reactor owners to the amount of the insurance available from private sources and under an industry retrospective payment plan. In accordance with this Act, FPL maintains $200 million of private liability insurance, which is the maximum obtainable, and participates in a secondary financial protection system under which it is subject to retrospective assessments of up to $327 million per incident at any nuclear utility reactor in the United States, payable at a rate not to exceed $40 million per incident per year.

FPL participates in nuclear insurance mutual companies that provide $2.75 billion of limited insurance coverage for property damage, decontamination and premature decommissioning risks at its nuclear plants. The proceeds from such insurance, however, must first be used for reactor stabilization and site decontamination before they can be used for plant repair. FPL also participates in an insurance program that provides limited coverage for replacement power costs if a plant is out of service because of an accident. In the event of an accident at one of FPL's or another participating insured's nuclear plants, FPL could be assessed up to $69 million in retrospective premiums. In the event of a subsequent accident at such nuclear plants during the policy period, the maximum additional assessment would be $30 million under the programs in effect at December 31, 1995.

FPL also participates in a program that provides $200 million of tort liability coverage for nuclear worker claims. In the event of a tort claim by an FPL or another insured's nuclear worker, FPL could be assessed up to $12 million in retrospective premiums per incident.

In the event of a catastrophic loss at one of FPL's nuclear plants, the amount of insurance available may not be adequate to cover property damage and other expenses incurred. Uninsured losses, to the extent not recovered through rates, would be borne by FPL and could have a material adverse effect on FPL Group's and FPL's financial condition.

FPL self-insures certain of its transmission and distribution (T&D) property due to the high cost and limited coverage available from third-party insurers. FPL maintains a funded storm and property insurance reserve, which totaled approximately $177 million at December 31, 1995, for T&D property storm damage or assessments under the nuclear insurance program. Recovery from customers of any losses in excess of the storm and property insurance reserve will require the approval of the FPSC. FPL's available lines of credit include $300 million to provide additional liquidity in the event of a T&D property loss.

Contracts - FPL has entered into certain long-term purchased power and fuel contracts. Take-or-pay purchased power contracts with the Jacksonville Electric Authority (JEA) and with subsidiaries of the Southern Company provide approximately 1,300 megawatts (mw) of power through mid-2010 and 374 mw through 2022. FPL also has various firm pay-for-performance contracts to purchase approximately 1,000 mw from certain cogenerators and small power producers (qualifying facilities) with expiration dates ranging from 2002 through 2026. The purchased power contracts provide for capacity and energy payments. Energy payments are based on the actual power taken under these contracts. Capacity payments for the pay-for-performance contracts are subject to the qualifying facilities meeting certain contract conditions. The fuel contracts provide for the transportation and supply of natural gas and coal and the supply and use of Orimulsion. Orimulsion is a new fuel which FPL expects to begin using in 1998, subject to environmental approvals. In no year are the obligations under the fuel contracts expected to exceed usage requirements.

The required capacity and minimum payments through 2000 under these contracts are estimated to be as follows

	1996	1997	1998	1999	2000
		(Millions of Dollars)			
Capacity payments:					
JEA	$ 80	$ 80	$ 80	$ 80	$ 80
Southern Companies	$130	$140	$130	$130	$140
Qualifying facilities	$300	$320	$330	$340	$350
Minimum payments, at projected prices:					
Natural gas	$200	$200	$200	$200	$200
Orimulsion	-	-	$120	$140	$140
Coal	$ 50	$ 50	$ 40	$ 40	$ 40

Capacity, energy and fuel charges under these contracts were as follows

	1995 Charges		1994 Charges		1993 Charges	
	Capacity	Energy/ Fuel (1)	Capacity	Energy/ Fuel (1)	Capacity	Energy/ Fuel (1)
			(Millions of Dollars)			
JEA	$ 83(2)	$ 47	$ 82(2)	$ 48	$ 85(2)	$ 51
Southern Companies	$130(3)	$ 94	$186(3)	$124	$268(3)	$183
Qualifying facilities	$158(3)	$ 92	$137(3)	$ 68	$ 60(3)	$ 40
Natural gas	-	$361	-	$232	-	$270
Coal	-	$ 37	-	$ 33	-	$ 26

(1) Recovered through the fuel and purchased power cost recovery clause (fuel clause)
(2) Recovered through base rates and the capacity cost recovery clause (capacity clause)
(3) Recovered through the capacity clause

Litigation - In 1988, Union Carbide Corporation sued FPL and Florida Power Corporation (Florida Power) alleging that, through a territorial agreement approved by the FPSC, they conspired to eliminate competition in violation of federal antitrust laws Praxair, Inc., an entity that was formerly a unit of Union Carbide, has been substituted as the plaintiff The suit sought treble damages of an unspecified amount based on alleged higher prices paid for electricity and for product sales lost At the direction of the 11th Circuit Court of Appeals, a final judgment was entered in favor of FPL and Florida Power in January 1996

A suit brought by the partners in a cogeneration project located in Dade County, Florida, alleged that FPL Group, FPL and ESI engaged in anti-competitive conduct intended to eliminate competition from cogenerators generally, and from their facility in particular, in violation of federal antitrust laws and wrongfully interfered with the cogeneration project's contractual relationship with Metropolitan Dade County The suit sought damages in excess of $100 million, before trebling under antitrust laws, plus other unspecified compensatory and punitive damages. A motion for summary judgment by FPL Group, FPL and ESI was denied FPL Group, FPL and ESI have appealed the denial. In February 1996, all parties to this litigation and certain other persons entered into an agreement that would completely settle all disputes among the parties as part of a buy-out of an uneconomic power purchase agreement that FPL was required to enter into because of the Public Utility Regulatory Policies Act of 1978, as amended All amounts payable by FPL under the settlement agreement would be recovered through either the capacity clause or fuel clause The settlement is contingent upon approval by the FPSC

The Florida Municipal Power Agency (FMPA), an organization comprised of municipal electric utilities, has sued FPL for allegedly breaching a "contract" to provide transmission service to the FMPA and its members and for breaching antitrust laws by monopolizing or attempting to monopolize the provision, coordination and transmission of electric power in refusing to provide transmission service, or to permit the FMPA to invest in and use FPL's transmission system, on the FMPA's proposed terms The FMPA seeks $140 million in damages, before trebling for the antitrust claim, and court orders requiring FPL to permit the FMPA to invest in and use FPL's transmission system on "reasonable terms and conditions" and on a basis equal to FPL In 1995, the court of appeals vacated the district court's summary judgment in favor of FPL and remanded the matter to the district court for further proceedings.

A former cable installation contractor for Telesat Cablevision, Inc (Telesat), a wholly-owned subsidiary of FPL Group Capital, sued FPL Group FPL Group Capital and Telesat for breach of contract, fraud, violation of racketeering statutes and several other claims The trial court entered a judgment in favor of FPL Group and Telesat on nine of twelve counts, including all of the racketeering and fraud claims, and in favor of FPL Group Capital on all counts It also denied all parties' claims for attorneys' fees. However, the jury in the case awarded the contractor damages totaling approximately $6 million against FPL Group and Telesat for breach of contract and tortious interference. All parties have appealed.

FPL Group and FPL believe that they have meritorious defenses to all of the litigation described above and are vigorously defending these suits. Accordingly, the liabilities, if any, arising from these proceedings are not anticipated to have a material adverse effect on their financial statements.

11. Cost Reduction Program Charge

In 1993, FPL implemented a cost reduction program which eliminated 1,700 positions resulting in a $138 million charge, primarily consisting of severance payments and employee retirement benefits including pension and postretirement benefits costs. See Note 5.

12. Transactions with Related Parties

FPL provides certain services to and receives services from FPL Group, or other subsidiaries of FPL Group. The full cost of such services is charged to the entity benefitting from the service. In addition, certain common costs of FPL Group are allocated to all subsidiaries, including FPL, primarily based on each subsidiary's equity. Neither current period amounts charged or allocated, nor balances outstanding, were material for any year. See Note 1 - Income Taxes.

13. Summarized Financial Information of FPL Group Capital (Unaudited)

FPL Group Capital's debentures are guaranteed by FPL Group. Operating revenues of FPL Group Capital for the three years ended December 31, 1995, 1994 and 1993 were $62 million, $80 million and $88 million, respectively. For the same periods, operating expenses were $77 million, $84 million and $88 million, respectively. Net income for 1995 was $2 million and for 1994 was $7 million. In 1993, an extraordinary loss ($13 million, net of income taxes) on the early extinguishment of debt resulted in a net loss of $8 million.

At December 31, 1995, FPL Group Capital had $89 million of current assets, $934 million of noncurrent assets, $24 million of current liabilities and $787 million of noncurrent liabilities. At December 31, 1994, FPL Group Capital had current assets of $84 million, noncurrent assets of $1.005 billion, current liabilities of $36 million and noncurrent liabilities of $714 million.

14. Quarterly Data (Unaudited)

FPL Group's condensed consolidated quarterly financial information for 1995 and 1994 is as follows:

	March 31 (1)	June 30 (1)	September 30 (1)	December 31 (1)
	(In thousands, except per share amounts)			
1995				
Operating revenues	$ 1,177,366	$ 1,466,724	$ 1,587,037	$ 1,361,358
Operating income	$ 248,797	$ 312,191	$ 447,935	$ 188,183
Net income	$ 99,840	$ 138,302	$ 240,449	$ 74,720
Earnings per share of common stock	$ 0.57	$ 0.79	$ 1.37	$ 0.43
Dividends per share of common stock	$ 0.44	$ 0.44	$ 0.44	$ 0.44
High-low trading prices	$ 37 1/4 - 34	$39 1/4 - 36 1/8	$ 41 1/8 - 37	$46 1/2 - 40 1/4
1994				
Operating revenues	$ 1,178,334	$ 1,442,353	$ 1,512,261	$ 1,289,711
Operating income	$ 234,679	$ 288,184	$ 427,486	$ 198,093
Net income	$ 94,439	$ 125,843	$ 222,244	$ 76,185
Earnings per share of common stock	$ 0.53	$ 0.70	$ 1.25	$ 0.43
Dividends per share of common stock	$ 0.62	$ 0.42	$ 0.42	$ 0.42
High-low trading prices	$39 1/8 - 32 3/8	$35 3/4 - 26 7/8	$32 1/2 - 29 7/8	$ 35 3/4 - 31

(1) In the opinion of FPL Group, all adjustments, which consist of normal recurring accruals necessary to present a fair statement of such amounts for such periods, have been made. Results of operations for an interim period may not give a true indication of results for the calendar year. Certain amounts included in previously reported quarterly consolidated financial statements have been reclassified to conform to the current year's presentation.

FPL's condensed consolidated quarterly financial information for 1995 and 1994 is as follows

	March 31 (1)	June 30 (1)	September 30 (1)	December 31 (1)
		(Thousands of Dollars)		
1995				
Operating revenues	$1,156,269	$1,446,203	$1,579,549	$1,348,036
Operating income	$ 185,616	$ 219,554	$ 306,782	$ 153,354
Net income	$ 119,442	$ 153,804	$ 245,747	$ 92,381
Net income available to FPL Group	$ 107,289	$ 144,765	$ 236,757	$ 79,161
1994				
Operating revenues	$1,155,789	$1,418,573	$1,501,896	$1,266,398
Operating income	$ 171,069	$ 209,817	$ 296,596	$ 154,570
Net income	$ 108,555	$ 142,987	$ 229,546	$ 86,985
Net income available to FPL Group	$ 98,625	$ 133,108	$ 219,667	$ 77,115

(1) In the opinion of FPL, all adjustments, which consist of normal recurring accruals necessary to present a fair statement of such amounts for such periods have been made. Results of operations for an interim period may not give a true indication of results for the calendar year.

Item 9. Changes in and Disagreements With Accountants on Accounting and Financial Disclosure

None

PART III

Item 10. Directors and Executive Officers of the Registrants

FPL Group - The information required by this Item will be included in FPL Group's Definitive Proxy Statement which will be filed with the Securities and Exchange Commission in connection with the 1996 Annual Meeting of Shareholders (FPL Group's Proxy Statement) and is incorporated herein by reference or is included in Item 1 Business - Executive Officers of the Registrants

FPL DIRECTORS[1]

James L. Broadhead. Mr. Broadhead, 60, is chairman and chief executive officer of FPL and chairman, president and chief executive officer of FPL Group Mr Broadhead is a former president of the Telephone Operating Group of GTE Corporation and is also a former president of St. Joe Minerals Corporation He is a director of Barnett Banks, Inc., Delta Air Lines, Inc and The Pittston Company and a board fellow of Cornell University Mr Broadhead has been a director of FPL and FPL Group since January 1989

Dennis P. Coyle. Mr. Coyle, 57, has been general counsel and secretary of FPL since July 1991 and of FPL Group since June 1991 From March 1990 to July 1991 he was general counsel of FPL and from June 1989 to June 1991 he was general counsel and vice president of FPL Group Mr Coyle has been a director of FPL since January 1990

Paul J. Evanson. Mr Evanson, 54, became president of FPL in January 1995 after having served as senior vice president finance and chief financial officer of FPL and vice president, finance and chief financial officer of FPL Group since December 1992 Prior to that, he was president and chief operating officer of the Lynch Corporation a diversified holding company He is a director of Lynch Corporation and Southern Energy Homes, Inc Mr Evanson has been a director of FPL since December 1992 and a director of FPL Group since January 1995

Lawrence J. Kelleher Mr Kelleher, 48, is senior vice president, human resources of FPL and vice president human resources of FPL Group From May 1990 to July 1991 Mr Kelleher was chief human resources officer of FPL From June 1989 to May 1991 Mr Kelleher was vice president of FPL Group Mr Kelleher has been a director of FPL since May 1990

Thomas F. Plunkett Mr Plunkett, 56, is president of FPL's nuclear division He was formerly site vice president at Turkey Point Mr Plunkett has been a director of FPL since March 1996

C. O. Woody Mr Woody, 57, is senior vice president, power generation of FPL From November 1987 to July 1991 he was executive vice president of FPL Mr Woody has been a director of FPL since December 1989

Michael W. Yackira. Mr Yackira, 44, became senior vice president, finance and chief financial officer of FPL and vice president, finance and chief financial officer of FPL Group in January 1995 and was senior vice president market and regulatory services of FPL from May 1991 to January 1995 From May 1990 to May 1991 Mr Yackira was chief planning officer of FPL From April 1989 to May 1991 he was vice president of FPL Group Mr Yackira has been a director of FPL since May 1990

(1) Directors are elected annually and serve until their resignation removal or until their respective successors are elected Each director's business experience during the past five years is noted either here or in the Executive Officers table in Item 1 Business Executive Officers of the Registrants

Item 11 Executive Compensation

FPL Group - The information required by this Item will be included in FPL Group's Proxy Statement and is incorporated herein by reference provided that the Compensation Committee Report and Performance Graph which are contained in FPL Group's Proxy Statement shall not be deemed to be incorporated herein by reference

FPL - The following table sets forth compensation paid during the past three years to FPL s chief executive officer and the other four most highly-compensated persons who served as executive officers of FPL at December 31 1995

SUMMARY COMPENSATION TABLE

Name and Principal Position	Year	Annual Compensation			Long-Term Compensation Payouts	
		Salary	Bonus	Other Annual Compensation	Long Term Incentive Plan Payouts(1)	All Other Compensation(2)
James L. Broadhead (3)	1995	$749,567	$637,000	$30,342	$947,387	$15,901
Chairman of the Board and Chief Executive	1994	692,346	565,500	5,658	780,681	14,131
Officer of FPL and FPL Group, President of FPL Group	1993	666,333	505,747	4,989	609,664	21,583
Paul J. Evanson	1995	500,000	307,400	3,691	155,513	12,906
President	1994	261,000	130,500	3,254	69,622	10,214
	1993	243,600	112,543	16,424		9,276
Jerome H. Goldberg	1995	478,700	212,900	18,228	352,401	9,249
President, Nuclear Division	1994	462,500	212,461	8,059	190,059	14,817
	1993	445,100	204,468	9,702	148,432	16,532
Dennis P. Coyle	1995	303,849	138,957	3,756	223,724	11,972
General Counsel and Secretary of FPL	1994	280,662	125,344		165,351	10,784
and FPL Group	1993	270,135	116,648		129,136	14,501
C.O. Woody	1995	283,300	133,400	3,234	207,350	15,539
Senior Vice President, Power Generation	1994	273,700	123,216	1,458	165,288	14,391
	1993	261,900	126,039	721	129,078	18,643

(1) Payouts were made in cash (for payment of income taxes) and shares of common stock valued at the closing price on the last business day preceding payout

2 Represents employer matching contributions to thrift plans and employer contributions for life insurance

	Thrift Match	Life Insurance
Mr. Broadhead	$6,195	$9,706
Mr. Evanson	6,808	6,098
Mr. Goldberg	6,808	2,441
Mr. Coyle	6,195	5,777
Mr. Woody	6,808	8,731

(At December 31 1995 Mr Broadhead held 96 800 shares of restricted common stock with a value of $4 489 100 These shares were awarded in 1991 for the purpose of financing Mr Broadhead s supplemental retirement plan and will offset lump sum benefits that would otherwise be payable to him in cash upon retirement See Retirement Plans herein Dividends at normal rates are paid on restricted common stock

Stock Options - The following table sets forth information with respect to the only executive officer named in the Summary Compensation Table who held or exercised any stock options or stock appreciation rights during 1995

Name	Shares Acquired on Exercise	Value Realized	Number of Shares Underlying Unexercised Options/SARs at 12/31/95		Value of Unexercised In the Money Options/SARs at 12/31/95	
			Exercisable	Unexercisable	Exercisable	Unexercisable
C O. Woody	1,787	$20,327				

Long Term Incentive Plan Awards - In 1995, awards of performance shares under FPL Group's Long Term Incentive Plan were made to the executive officers named in the Summary Compensation Table as set forth in the following table

LONG TERM INCENTIVE PLAN AWARDS

Name	Number of Shares	Performance Period Until Payout	Estimated Future Payouts Under Non-Stock Price-Based Plans Number of Shares		
			Threshold	Target	Maximum
James L. Broadhead	24,909	1/1/95 - 12/31/98		24,909	39,854
Paul J. Evanson	9,622	1/1/95 - 12/31/98		9,622	15,395
Jerome H. Goldberg	7,896	1/1/95 - 12/31/98		7,896	12,634
Dennis P. Coyle	5,508	1/1/95 - 12/31/98		5,508	8,813
C. O. Woody	4,673	1/1/95 - 12/31/98		4,673	7,477

The performance share awards shown above are payable at the end of the four-year performance period The amount of the payout is determined by multiplying the participant's target number of shares by his average level of attainment, expressed as a percentage, which may not exceed 160%, of his targeted awards under the Annual Incentive Plans for each of the years encompassed by the award period The incentive performance measures were financial indicators (weighted 50%) and operating indicators (weighted 50%) The financial indicators were operations and maintenance costs, capital expenditure levels, book and regulatory return on equity and net income The operating indicators were customer satisfaction survey results, service reliability as measured by the frequency and duration of service interruptions, system performance as measured by availability factors for the fossil and nuclear power plants, unplanned trips of nuclear power plants SALP ratings for nuclear power plants, full-time equivalent workforce, number of significant environmental violations employee safety load management installed capability and conservation programs' annual installed capacity

Retirement Plans - FPL Group maintains a non-contributory defined benefit pension plan and a supplemental executive retirement plan which covers FPL employees The following table shows the estimated annual benefits calculated on a straight-line annuity basis, payable upon retirement in 1995 at age 65 after the indicated years of service

PENSION PLAN TABLE

Eligible Average Annual Compensation	Years of Service				
	10	20	30	40	50
$ 500,000	$ 99,101	$198,190	$247,291	$260,931	$263,319
600,000	119,101	238,190	297,291	313,431	315,819
700,000	139,101	278,190	347,291	365,931	368,319
800,000	159,101	318,190	397,291	418,431	420,819
900,000	179,101	358,190	447,291	470,931	473,319
1,000,000	199,101	398,190	497,291	523,431	525,819
1,100,000	219,101	438,190	547,291	575,931	578,319
1,200,000	239,101	478,190	597,291	628,431	630,819
1,300,000	259,101	518,190	647,291	680,931	683,319
1,400,000	279,101	558,190	697,291	733,431	735,819
1,500,000	299,101	598,190	747,291	785,931	788,319
1,600,000	319,101	638,190	797,291	838,431	840,819
1,700,000	339,101	678,190	847,291	890,931	893,319
1,800,000	359,101	718,190	897,291	943,431	945,819

The compensation covered by the plans includes annual salaries and bonuses of officers of FPL Group and annual salaries of officers of FPL, as shown in the Summary Compensation Table but no other amounts shown in that table The estimated credited years of service for the executive officers named in the Summary Compensation Table are Mr Broadhead, 7 years Mr Evanson 3 years, Mr Goldberg, 6 years, Mr Coyle, 6 years, and Mr Woody, 39 years Amounts shown in the table reflect deductions to partially cover employer contributions to Social Security

A supplemental retirement plan for Mr Broadhead provides for a lump-sum retirement benefit equal to the then present value of a joint and survivor annuity providing annual payments to him equal to 61% to 65% of his average annual compensation for the three years prior to his retirement between age 62 (1998) and age 65 (2001) and to his surviving beneficiary of 37 5% of such average annual compensation, reduced by the then present value of the annual amount of payments to which he is entitled under all other pension and retirement plans of FPL Group and former employers This benefit is further reduced by the then value of 96,800 shares of restricted common stock which vest as to 77,000 shares in 1998 and as to 19,800 shares in 2001 Upon a change of control of FPL Group (as defined below under Employment Agreements), the restrictions on the restricted stock lapse and the full retirement benefit becomes payable Upon termination of Mr Broadhead's employment agreement (also described below) without cause, the restrictions on the restricted stock lapse and he becomes fully vested under the supplemental retirement plan Absent any such change of control or termination of employment, Mr Broadhead will have no right to such shares of restricted stock, and there will be no payments under the supplemental retirement plan unless he remains with FPL Group until at least age 62

FPL s employment agreement with Mr Goldberg, who retired March 1, 1996, provides for a retirement benefit which, together with the amount received by him pursuant to his former employer's deferred compensation program and retirement plan equals the total postretirement benefits he would have received if he had remained employed by such employer until age 65 A supplemental retirement plan for Mr Coyle provides for benefits, upon retirement at age 62 or more, based on two times his credited years of service

FPL Group sponsors a split-dollar life insurance plan for certain of FPL and FPL Group's senior officers Benefits under the split-dollar plan are provided by universal life insurance policies purchased by FPL Group If the officer dies prior to retirement, the officer's beneficiaries generally receive two and one-half times the officer's annual salary at the time of death If the officer dies after retirement, the officer's beneficiaries receive between 50% to 100% of the officer's final annual salary Each officer is taxable on the insurance carrier's one year term rate for his or her life insuran e coverage

Employment Agreements - FPL Group has entered into an employment agreement with Mr Broadhead for an initial term ending December 1997, with automatic one-year extensions thereafter unless either party elects not to extend The agreement provides for a minimum base salary of $765,900 per year, subject to increases based upon corporate and individual performance and increases in cost-of-living indices, plus annual and long-term incentive compensation opportunities at least equal to those currently in effect If FPL Group terminates Mr Broadhead's employment without cause, he is entitled to receive a lump sum payment of two years' compensation Compensation is measured by the then current base salary plus the average of the preceding two years' annual incentive awards He would also be entitled to receive all amounts accrued under all performance share grants in progress, prorated for the year of termination and assuming achievement of the targeted award and to full vesting of his benefits under his supplemental retirement plan

FPL Group and FPL have entered into employment agreements with certain officers, including the individuals named in the Summary Compensation Table (other than Mr. Goldberg), to become effective in the event of a change of control of FPL Group which is defined as the acquisition of beneficial ownership of 20% of the voting power of FPL Group certain changes in FPL Group s Board, or approval by the shareholders of the liquidation of FPL Group or of certain mergers or consolidations or of certain transfers of FPL Group's assets These agreements are intended to assure FPL Group and FPL of the continued services of key officers The agreements provide that each officer shall be employed by FPL Group or one of its subsidiaries in his or her then current position, with compensation and benefits at least equal to the then current base and incentive compensation and benefit levels, for an employment period of four and in certain cases five years after a change in control occurs

In the event that the officer's employment is terminated (except for death, disability or cause) or if the officer terminates his or her employment for good reason, as defined in the agreement, the officer is entitled to severance benefits in the form of a lump sum payment equal to the compensation due for the remainder of the employment period or for two years whichever is longer Such benefits would be based on the officer's then base salary plus an annual bonus at least equal to the average bonus for the two years preceding the change of control The officer is also entitled to the maximum amount payable under all long-term incentive compensation grants outstanding, continued coverage under all employee benefit plans supplemental retirement benefits and reimbursement for any tax penalties incurred as a result of the severance payments

Director Compensation - All of the directors of FPL are salaried employees of FPL and do not receive any additional compensation for serving as a director

Item 12 Security Ownership of Certain Beneficial Owners and Management

FPL Group - The information required by this Item will be included in FPL Group's Proxy Statement and is incorporated herein by reference

FPL - FPL Group owns 100% of FPL's common stock. FPL's directors and executive officers beneficially own shares of common stock as follows:

Name	Number of Shares (1)
James L. Broadhead	151,910(2)
Dennis P. Coyle	10,683
Paul J. Evanson	6,162
Jerome H. Goldberg	10,332
Lawrence J. Kelleher	19,155
Thomas F. Plunkett	19,751(3)
C. O. Woody	21,289
Michael W. Yackira	11,125
All directors and executive officers as a group	261,451(4)

(1) Information is as of March 1, 1996, except for executive officers' holdings under the thrift plans, which are as of December 31, 1995. Unless otherwise indicated, each person has sole voting and investment power.

(2) Includes 96,800 shares of restricted stock as to which Mr. Broadhead has voting but not investment power.

(3) Includes 15,000 shares of restricted stock as to which Mr. Plunkett has voting but not investment power.

(4) Less than 1% of the common stock outstanding.

FPL's directors and executive officers are required to file initial reports of ownership and reports of changes of ownership of common stock with the Securities and Exchange Commission. Based upon a review of these filings and written representations from the directors and executive officers, all required filings were timely made in 1995 except that Michael W. Yackira, senior vice president, finance and chief financial officer, reported on an annual statement of changes in beneficial ownership one transaction that should have been reported the previous month and Stephen E. Frank, after he ceased being an officer and director of FPL, made a late filing of one report relating to one transaction.

Item 13. Certain Relationships and Related Transactions

FPL Group - The information required by this Item will be included in FPL Group's Proxy Statement and is incorporated herein by reference.

FPL - None

PART IV

Item 14. Exhibits, Financial Statement Schedules and Reports on Form 8-K

(a) 1 Financial Statements

	Page(s)
Independent Auditors' Report	14
FPL Group	
Consolidated Statements of Income	15
Consolidated Balance Sheets	16
Consolidated Statements of Cash Flows	17
FPL	
Consolidated Statements of Income	18
Consolidated Balance Sheets	19
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Notes to Consolidated Financial Statements	21-34

2 Financial Statement Schedules - Schedules are omitted as not applicable or not required.

3 Exhibits including those Incorporated by Reference

Exhibit Number	Description	FPL Group	FPL
*3(i)a	Restated Articles of Incorporation of FPL Group dated December 31, 1984, as amended through December 17, 1990 (filed as Exhibit 4(a) to Post Effective Amendment No. 5 to Form S-8, File No. 33-18669)	x	
*3(i)b	Restated Articles of Incorporation of FPL dated March 23, 1992 (filed as Exhibit 3(i)a to Form 10-K for the year ended December 31, 19[illegible], File No. 1-3545)		x

		FPL Group	FPL
*3(i)c	Amendment to FPL's Restated Articles of Incorporation dated March 23, 1992 (filed as Exhibit 3(i)b to Form 10-K for the year ended December 31, 1993, File No. 1-3545)		x
*3(i)d	Amendment to FPL's Restated Articles of Incorporation dated May 11, 1992 (filed as Exhibit 3(i)c to Form 10-K for the year ended December 31, 1993, File No. 1-3545)		x
*3(i)e	Amendment to FPL's Restated Articles of Incorporation dated March 12, 1993 (filed as Exhibit 3(i)d to Form 10-K for the year ended December 31, 1993, File No. 1-3545)		x
*3(i)f	Amendment to FPL's Restated Articles of Incorporation dated June 16, 1993 (filed as Exhibit 3(i)e to Form 10-K for the year ended December 31, 1993, File No. 1-3545)		x
*3(i)g	Amendment to FPL's Restated Articles of Incorporation dated August 31, 1993 (filed as Exhibit 3(i)f to Form 10-K for the year ended December 31, 1993, File No. 1-3545)		x
*3(i)h	Amendment to FPL's Restated Articles of Incorporation dated November 30, 1993 (filed as Exhibit 3(i)g to Form 10-K for the year ended December 31, 1993, File No. 1-3545)		x
*3(ii)a	Bylaws of FPL Group dated November 15, 1993 (filed as Exhibit 3(ii) to Form 10-K for the year ended December 31, 1993, File No. 1-8841)	x	
*3(ii)b	Bylaws of FPL dated May 11, 1992 (filed as Exhibit 3 to Form 8-K dated May 1, 1992, File No. 1-3545)		x
*4(a)	Rights Agreement, dated as of June 16, 1986, between FPL Group, Inc. and the First National Bank of Boston (filed as Exhibit 4(e) to Post-Effective Amendment No. 5 to Form S-8, File No. 33-18669)	x	
*4(b)	Mortgage and Deed of Trust dated as of January 1, 1944, and Ninety-six Supplements thereto between FPL and Bankers Trust Company and The Florida National Bank of Jacksonville (now First Union National Bank of Florida), Trustees (as of September 2, 1992, the sole trustee is Bankers Trust Company) (filed as Exhibit B-3, File No. 2-4845; Exhibit 7(a), File No. 2-7126; Exhibit 7(a), File No. 2-7523; Exhibit 7(a), File No. 2-7990; Exhibit 7(a), File No. 2-9217; Exhibit 4(a)-5, File No. 2-10093; Exhibit 4(c), File No. 2-11491; Exhibit 4(b)-1, File No. 2-12900; Exhibit 4(b)-1, File No. 2-13255; Exhibit 4(b)-1, File No. 2-13705; Exhibit 4(b)-1, File No. 2-13925; Exhibit 4(b)-1, File No. 2-15088; Exhibit 4(b)-1, File No. 2-15677; Exhibit 4(b)-1, File No. 2-20501; Exhibit 4(b)-1, File No. 2-22104; Exhibit 2(c), File No. 2-23142; Exhibit 2(c), File No. 2-24195; Exhibit 4(b)-1, File No. 2-25677; Exhibit 2(c), File No. 2-27612; Exhibit 2(c), File No. 2-29001; Exhibit 2(c), File No. 2-30542; Exhibit 2(c), File No. 2-33038; Exhibit 2(c), File No. 2-37679; Exhibit 2(c), File No. 2-39006; Exhibit 2(c), File No. 2-41312; Exhibit 2(c), File No. 2-44234; Exhibit 2(c), File No. 2-46502; Exhibit 2(c), File No. 2-48679; Exhibit 2(c), File No. 2-49726; Exhibit 2(c), File No. 2-50712; Exhibit 2(c), File No. 2-52826; Exhibit 2(c), File No. 2-53272; Exhibit 2(c), File No. 2-54242; Exhibit 2(c), File No. 2-56228; Exhibits 2(c) and 2(d), File No. 2-60413; Exhibits 2(c) and 2(d), File No. 2-65701; Exhibit 2(c), File No. 2-66524; Exhibit 2(c), File No. 2-67239; Exhibit 4(c), File No. 2-69716; Exhibit 4(c), File No. 2-70767; Exhibit 4(b), File No. 2-71542; Exhibit 4(b), File No. 2-73799; Exhibits 4(c), 4(d) and 4(e), File No. 2-75762; Exhibit 4(c), File No. 2-77629; Exhibit 4(c), File No. 2-79557; Exhibit 99(a) to Post-Effective Amendment No. 5 to Form S-8, File No. 33-18669; Exhibit 99(a) to Post-Effective Amendment No. 1 to Form S-3, File No. 33-46076); Exhibit 4(b) to Form 10-K for the year ended December 31, 1993, File No. 1-3545; Exhibit 4(i) to Form 10-Q for the quarter ended June 30, 1994, File No. 1-3545; and Exhibit 4(b) to Form 10-Q for the quarter ended June 30, 1995, File No. 1-3545)	x	x
4(c)(i)	Indenture, dated as of November 1, 1995 between Florida Power & Light Company and The Chase Manhattan Bank (National Association), as Trustee	x	x

		FPL Group	FPL
4(c)(ii)	Excerpts from Unanimous Consent of the Finance Committee of the Board of Directors in lieu of meeting, dated July 10, 1995, establishing certain terms of the 8.75% Quarterly Income Debt Securities (Subordinated Deferrable Interest Debentures, Due 2025)	x	x
4(c)(iii)	Officer's Certificate of Florida Power & Light Company, dated November 10, 1995, establishing certain terms of the 8.75% Quarterly Income Debt Securities (Subordinated Deferrable Interest Debentures, Due 2025)	x	x
10(a)	Supplemental Executive Retirement Plan, amended and restated effective January 1, 1994	x	
*10(b)	FPL Group Amended and Restated Supplemental Executive Retirement Plan for James L. Broadhead effective January 1, 1990 (filed as Exhibit 99(d) to Post-Effective Amendment No. 5 to Form S-8, File No. 33-18669)	x	
*10(c)	FPL Group Long-Term Incentive Plan of 1985, as amended (filed as Exhibit 99(h) to Post-Effective Amendment No. 5 to Form S-8, File No. 33-18669)	x	
*10(d)	Long-Term Incentive Plan 1994 (filed as Exhibit 4(d) to Form S-8, File No. 33-57673)	x	
*10(e)	Annual Incentive Plan dated as of March 31, 1994 (filed as Exhibit 10(k) to Form 10-Q for the quarter ended March 31, 1994, File No. 1-8841)	x	
10(f)	FPL Group Deferred Compensation Plan, amended and restated effective January 1, 1995	x	
10(g)	FPL Group Executive Long Term Disability Plan effective January 1, 1995	x	
*10(h)	Employment Agreement between FPL Group and James L. Broadhead dated as of December 13, 1993 (filed as Exhibit 10(j) to Form 10-K for the year ended December 31, 1993, File No. 1-8841)	x	
10(i)	Employment Agreement between FPL Group and James L. Broadhead dated as of December 11, 1995	x	
10(j)	Employment Agreement between FPL Group and Dennis P. Coyle dated as of December 11, 1995	x	
10(k)	Employment Agreement between FPL Group and Paul J. Evanson dated as of December 11, 1995	x	
10(l)	Employment Agreement between FPL Group and Lawrence J. Kelleher dated as of December 11, 1995	x	
10(m)	Employment Agreement between FPL Group and C.O. Woody dated as of December 11, 1995	x	
10(n)	Employment Agreement between FPL Group and Michael W. Yackira as of December 11, 1995	x	
12	Computation of Ratios		x
21	Subsidiaries of the Registrant	x	
23	Independent Auditors' Consent	x	x
27	Financial Data Schedule	x	x

* Incorporated herein by reference

(b) Reports on Form 8-K - None

FPL GROUP, INC. SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934 the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized

FPL Group, Inc

JAMES L BROADHEAD
James L. Broadhead
Chairman of the Board, President and Chief Executive Officer
(Principal Executive Officer and Director)

Date March 12, 1996

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated

Signature and Title as of March 12, 1996

MICHAEL W YACKIRA
Michael W. Yackira
Vice President, Finance and Chief Financial Officer
(Principal Financial Officer)

K MICHAEL DAVIS
K. Michael Davis
Controller and Chief Accounting Officer
(Principal Accounting Officer)

Directors

H JESSE ARNELLE
H. Jesse Arnelle

B F DOLAN
B. F. Dolan

ROBERT M BEALL, II
Robert M. Beall, II

WILLARD D DOVER
Willard D. Dover

DAVID BLUMBERG
David Blumberg

PAUL J EVANSON
Paul J. Evanson

J HYATT BROWN
J. Hyatt Brown

DREW LEWIS
Drew Lewis

LYNNE V CHENEY
Lynne V. Cheney

FREDERIC V MALEK
Frederic V. Malek

ARMANDO M CODINA
Armando M. Codina

PAUL R TREGURTHA
Paul R. Tregurtha

MARSHALL M CRISER
Marshall M. Criser

FLORIDA POWER & LIGHT COMPANY SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized

Florida Power & Light Company

PAUL J. EVANSON
Paul J. Evanson
President and Director

Date: March 12, 1996

Pursuant to the requirements of the Securities Exchange Act of 1934 this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated

Signature and Title as of March 12, 1996

JAMES L. BROADHEAD
James L. Broadhead
Chairman of the Board
(Principal Executive Officer and Director)

MICHAEL W. YACKIRA
Michael W. Yackira
Senior Vice President, Finance and Chief Financial Officer
(Principal Financial Officer and Director)

K. MICHAEL DAVIS
K. Michael Davis
Vice President, Accounting,
Controller and Chief Accounting Officer
(Principal Accounting Officer)

Directors

DENNIS P. COYLE
Dennis P. Coyle

C. O. WOODY
C. O. Woody

THOMAS F. PLUNKETT
Thomas F. Plunkett

LAWRENCE J. KELLEHER
Lawrence J. Kelleher

EXHIBIT 12

FLORIDA POWER & LIGHT COMPANY
COMPUTATION OF RATIOS

	Years Ended December 31,				
	1995	1994	1993	1992	1991
	(Thousands of Dollars)				

RATIO OF EARNINGS TO FIXED CHARGES

	1995	1994	1993	1992	1991
Earnings, as defined:					
Net income	$ 611,374	$ 568,073	$ 467,960	$ 514,800	$ 417,517
Income taxes	342,293	319,410	239,890	264,588	183,364
Fixed charges, as below	286,472	310,312	348,028	338,219	326,686
Total earnings, as defined	$1,240,139	$1,197,795	$1,055,878	$1,117,607	$ 927,567
Fixed charges, as defined:					
Interest charges	$ 269,952	$ 292,347	$ 327,085	$ 315,799	$ 311,152
Rental interest factor	5,667	6,919	9,501	9,567	6,353
Fixed charges included in nuclear fuel cost	10,853	11,046	11,442	12,853	9,181
Total fixed charges, as defined	$ 286,472	$ 310,312	$ 348,028	$ 338,219	$ 326,686
Ratio of earnings to fixed charges	4.33	3.86	3.03	3.30	2.84

RATIO OF EARNINGS TO COMBINED FIXED CHARGES AND DIVIDEND REQUIREMENTS ON PREFERRED STOCK

	1995	1994	1993	1992	1991
Earnings, as defined:					
Net income	$ 611,374	$ 568,073	$ 467,960	$ 514,800	$ 417,517
Income taxes	342,293	319,410	239,890	264,588	183,364
Fixed charges, as below	286,472	310,312	348,028	338,219	326,686
Total earnings, as defined	$1,240,139	$1,197,795	$1,055,878	$1,117,607	$ 927,567
Fixed charges, as defined:					
Interest charges	$ 269,952	$ 292,347	$ 327,085	$ 315,799	$ 311,152
Rental interest factor	5,667	6,919	9,501	9,567	6,353
Fixed charges included in nuclear fuel cost	10,853	11,046	11,442	12,853	9,181
Total fixed charges, as defined	286,472	310,312	348,028	338,219	326,686
Non tax deductible dividend requirements on preferred stock	43,402	39,558	42,663	43,901	41,256
Ratio of income before income taxes to net income	1.56	1.56	1.51	1.51	1.44
Dividend requirements on preferred stock before income taxes	67,707	61,710	64,421	66,291	59,409
Combined fixed charges and dividend requirements on preferred stock	$ 354,179	$ 372,022	$ 412,449	$ 404,510	$ 386,095
Ratio of earnings to combined fixed charges and dividend requirements on preferred stock	3.50	3.22	2.56	2.76	2.40

EXHIBIT 21

SUBSIDIARIES OF FPL GROUP, INC.

Subsidiary	State or Jurisdiction of Incorporation
1. Florida Power & Light Company (100%-Owned)	Florida
2. Bay Loan and Investment Bank (1)	Rhode Island
3. Palms Insurance Company, Limited (1)	Cayman Islands
4. Palmetto Insurance Company Limited (2)	Cayman Islands

(1) 100%-owned subsidiary of FPL Group Capital Inc

(2) 100%-owned subsidiary of Palms Insurance Company Limited

EXHIBIT 23

INDEPENDENT AUDITORS' CONSENT

We consent to the incorporation by reference in Registration Statement No 33-56869 on Form S-3, Registration Statement No 33-57673 on Form S-8, Post-Effective Amendment No 2 to Registration Statement No 33-31487 on Form S-8, Post Effective Amendment No. 2 to Registration Statement No 33-33215 on Form S-8, Registration Statement No 33-11631 on Form S-8, Post-Effective Amendment No. 1 to Registration Statement No 33-39306 on Form S-3, Registration Statement No 33-57470 on Form S-3; and Post-Effective Amendment No 5 to Registration Statement No 33-18669 on Form S-8 of FPL Group, Inc., of our report dated February 9, 1996 appearing in this Annual Report on Form 10-K of FPL Group, Inc for the year ended December 31, 1995

We also consent to the incorporation by reference in Registration Statement No 33-40123 on Form S-3, Post-Effective Amendment No. 1 to Registration Statement No 33-46076 on Form S-3, Registration Statement No 33-61390 on Form S-3 and Post-Effective Amendment No. 2 to Registration Statement No 33-59429 on Form S-4 of Florida Power & Light Company of our report dated February 9, 1996 appearing in this Annual Report on Form 10-K of Florida Power & Light Company for the year ended December 31, 1995.

DELOITTE & TOUCHE LLP

Miami, Florida
March 12 1996

FLORIDA POWER & LIGHT COMPANY AND SUBSIDIARIES
1997 and 1998 Sources and Uses of Funds Forecast
(Millions of Dollars)

	1997	1998
Significant cash flow items (Note 1)		
Depreciation and amortization (Note 2)	$ 966	$ 802
Deferred income taxes	(163)	(75)
Deferred investment tax credit - net	(22)	(22)
Total	$ 781	$ 705
Capital requirements		
Construction expenditures (Note 3):	$ 520	$ 500
Long-term debt maturities and minimum sinking fund requirements	4	184
Total capital requirements	$ 524	$ 684

FLORIDA POWER & LIGHT COMPANY AND SUBSIDIARIES
Construction Expenditures Forecast
(Millions of Dollars)

Construction expenditures (Note 3):		
Generation	$ 130	$ 110
Transmission	40	40
Distribution	260	270
General	90	80
Total	$ 520	$ 500
AFUDC (included in construction expenditures)	$ 0	$ 0

NOTES

1) Projected amounts do not include any effect of potential changes in retail base rates

2) Excludes nuclear plant decommissioning costs of approximately $85 million per year

3) All of the estimated construction expenditures are subject to continuing review and adjustment and actual construction expenditures may vary from these estimates due to factors such as changes in customers, energy sales, business and economic conditions, construction and design requirements, fuel supply and costs, availability of labor, supplies and materials, regulatory treatment, environmental and conservation requirements, and existing and proposed legislation. FPL is keeping its construction program as flexible as possible with the intention of accommodating those factors that may develop or change.

The following map shows FPL's service territory and location of its generating plants and principal transmission lines.

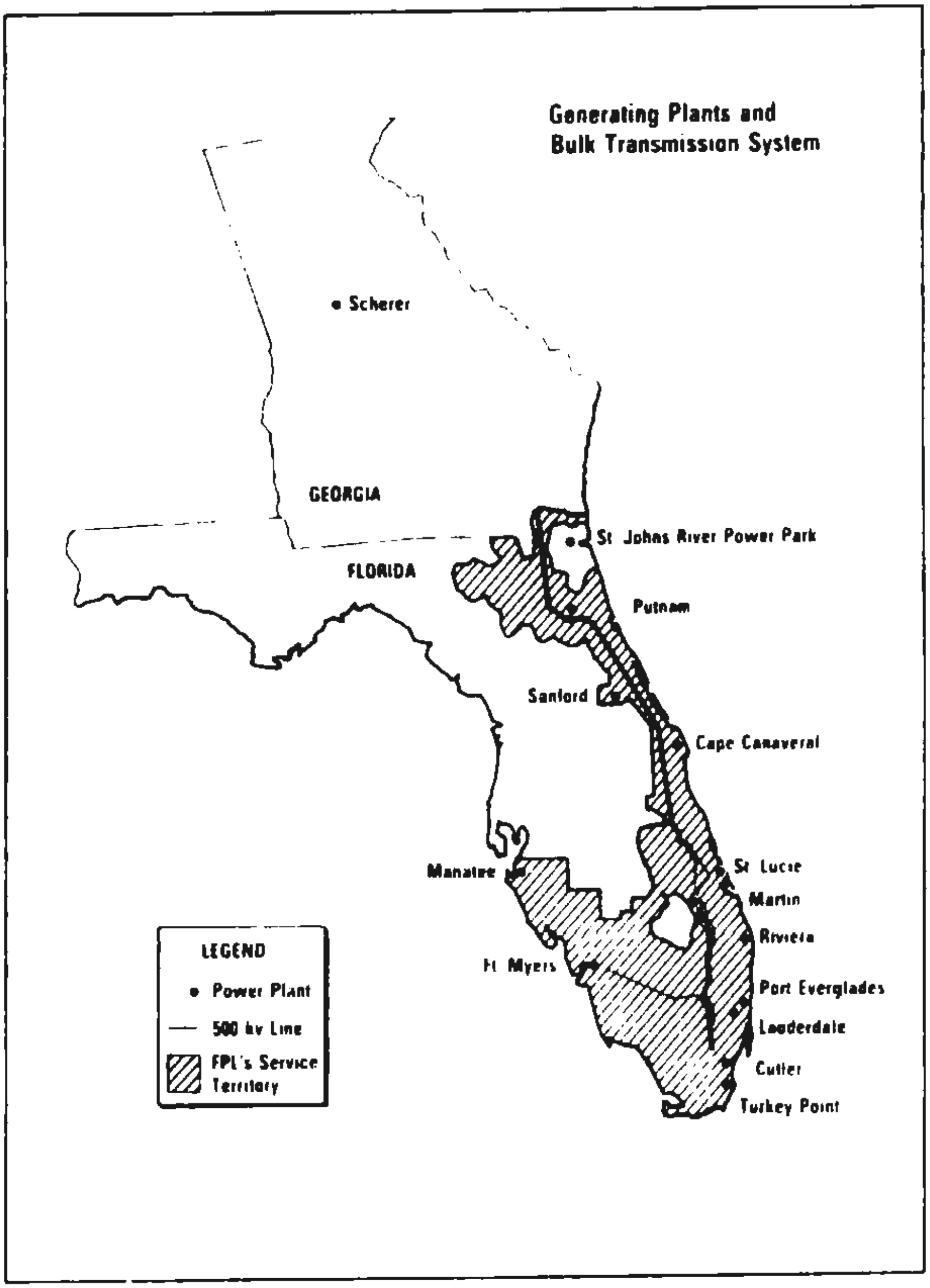

EXHIBIT D

Statement of Capital Stock and Debt -- June 30, 1996

Preferred Stock without Sinking Fund Requirements:

Dividend Rate	Series	Issue Date	Shares Outstanding	Amount Outstanding
4.50%		09/47	100,000	$10,000,000
4.50%	A	05/51	50,000	5,000,000
4.50%	B	01/53	50,000	5,000,000
4.50%	C	02/54	62,500	6,250,000
4.32%	D	07/54	50,000	5,000,000
4.35%	E	11/55	50,000	5,000,000
$2.00	A	03/92	2,533,188	63,329,700
6.98%	S	03/93	750,000	75,000,000
7.05%	T	06/93	500,000	50,000,000
6.75%	U	09/93	650,000	65,000,000
		Total	4,795,688	$289,579,700

Preferred Stock with Sinking Fund Requirements:

Dividend Rate	Series	Issue Date	Shares Outstanding	Amount Outstanding
6.84%	Q	01/87	410,000 (1)	$41,000,000
8.625%	R	01/90	50,000 (2)	5,000,000
		Total	460,000	$46,000,000

Other:

Description	Issue Date	Shares Authorized	Shares Outstanding
Preferred Stock, undesignated, $100 par	-	11,575,000 (3)	0
Preferred Stock, undesignated, no par	-	7,466,812 (3)	0
Subordinated Preferred Stock	-	5,000,000 (3)	0
Common Stock, no par	12/84	1,000	1,000
	Total	24,042,812	1,000

(1) The minimum sinking fund requirement of $1.5 million is classified as a current maturity in Form 10-Q for the quarterly period ended June 30, 1996.

(2) The minimum sinking fund requirement of $2.5 million is classified as a current maturity in Form 10-Q for the quarterly period ended June 30, 1996

(3) Remaining authorized under amended Charter.

Statement of Capital Stock and Debt -- June 30, 1996 (1)

First Mortgage Bonds:

Series	Issue Date	Maturity	Principal Outstanding	
7.875%	01/92	01/01/07	$75,000,000	
8.500%	01/92	01/01/22	87,000,000	(2)
8.500%	07/92	07/01/22	125,897,000	
7.875%	12/92	12/01/12	125,779,000	
7.875%	01/93	01/01/13	235,059,000	
6.625%	02/93	02/01/03	100,000,000	
7.750%	02/93	02/01/23	144,555,000	
6.875%	04/93	04/01/04	125,000,000	
7.300%	04/93	04/01/16	225,000,000	
7.625%	06/93	06/01/24	175,000,000	
5.500%	07/93	07/01/99	230,000,000	
5.375%	09/93	04/01/00	125,000,000	
7.000%	09/93	09/01/25	125,000,000	
7.050%	12/93	12/01/26	135,000,000	
		Total	$2,033,290,000	

First Mortgage Bonds -- Medium-Term Notes:

Series	Issue Date	Maturity	Principal Outstanding
8.10%	04/92	04/15/02	$5,000,000
8.20%	04/92	04/16/07	5,000,000
8.20%	04/92	04/23/07	10,000,000
8.00%	05/92	05/20/02	5,000,000
8.10%	05/92	05/30/07	3,500,000
8.10%	05/92	05/30/07	3,000,000
8.00%	08/92	08/14/12	5,000,000
6.20%	02/93	02/02/98	36,300,000
8.00%	08/92	08/25/22	98,610,000
6.20%	02/93	02/02/98	23,700,000
5.70%	03/93	03/05/98	55,000,000
5.50%	03/93	03/11/98	65,300,000
5.79%	09/93	09/15/03	70,000,000
		Total	$385,410,000

(1) Excludes unamortized premium and discount on long-term debt

(2) Planned to be redeemed in September 1996.

Statement of Capital Stock and Debt -- June 30, 1996 (1)

First Mortgage Bonds - Pollution Control and Industrial Development:

Series	Issue Date	Maturity	Principal Outstanding
7.30% Martin	06/90	07/01/20	$76,300,000
7.50% St. Lucie	06/90	07/01/20	9,835,000
7.15% Dade	08/91	02/01/23	15,000,000
7.15% St. Lucie	08/91	02/01/23	32,985,000
7.15% Broward	08/91	02/01/23	4,000,000
6.7% St. Lucie	05/92	05/01/27	12,015,000
		Total	$150,135,000

Subordinated Deferrable Interest Debentures - Quarterly Income Debt Securities:

Series	Issue Date	Maturity	Principal Outstanding
8.75%	11/95	11/01/25	$61,670,300

Unsecured Pollution Control and Industrial Development Bonds:

Series	Issue Date	Maturity	Principal Outstanding
Variable Rate St. Lucie	05/92	05/01/27	$49,325,000
Variable Rate Jacksonville	05/92	05/01/27	28,300,000
Variable Rate St. Lucie	07/93	01/01/26	56,390,000
Variable Rate Martin	07/93	01/01/27	4,050,000
Variable Rate St. Lucie	07/93	01/01/27	16,500,000
Variable Rate Dade	12/93	06/01/21	45,750,000
Variable Rate Jacksonville	03/94	09/01/24	45,960,000
Variable Rate Martin	03/94	09/01/24	19,400,000
Variable Rate Manatee	03/94	09/01/24	16,510,000
Variable Rate Putnam	03/94	09/01/24	4,480,000
Variable Rate St. Lucie	07/94	07/01/29	57,500,000
Variable Rate St. Lucie	07/94	07/01/29	29,000,000
Variable Rate St. Lucie	03/95	03/01/27	49,995,000
Variable Rate Dade	03/95	04/01/20	8,635,000
Variable Rate Jacksonville	06/95	05/01/29	51,940,000
		Total	$483,735,000

Installment Purchase and Security Contracts:

Series	Issue Date	Maturity	Principal Outstanding
5.90% Manatee	09/77	09/01/07	$1,000,000
5.90% Putnam	09/77	09/01/07	1,000,000
		Total	$2,000,000

(1) Excludes unamortized premium and discount on long-term debt.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 10-Q

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended **June 30, 1996**

OR

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

Commission File Number	Exact name of Registrants as specified in their charters, address of principal executive offices and Registrants' telephone number	IRS Employer Identification Number
1-8841	**FPL GROUP, INC.**	59-2449419
1-3545	**FLORIDA POWER & LIGHT COMPANY**	59-0247775
	700 Universe Boulevard Juno Beach, Florida 33408 (561) 694-4647	

State or other jurisdiction of incorporation or organization: Florida

Indicate by check mark whether the registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months and (2) have been subject to such filing requirements for the past 90 days. Yes X No __

APPLICABLE ONLY TO CORPORATE ISSUERS.

The number of shares outstanding of each class of FPL Group, Inc. common stock, as of the latest practicable date: Common Stock, $.01 Par Value, outstanding at July 31, 1996: 183,352,785 shares.

As of July 31, 1996 there were issued and outstanding 1,000 shares of Florida Power & Light Company's common stock, without par value, all of which were held, beneficially and of record, by FPL Group, Inc.

This combined Form 10-Q represents separate filings by FPL Group, Inc. and Florida Power & Light Company. Information contained herein relating to an individual registrant is filed by that registrant on its own behalf. Florida Power & Light Company makes no representations as to the information relating to FPL Group, Inc.'s other operations.

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements

FPL GROUP, INC.
CONDENSED CONSOLIDATED STATEMENTS OF INCOME
(Unaudited)

	Three Months Ended June 30, 1996	Three Months Ended June 30, 1995	Six Months Ended June 30, 1996	Six Months Ended June 30, 1995
	(In thousands, except per share amounts)			
OPERATING REVENUES	$1,474,086	$1,466,724	$2,831,793	$2,644,089
OPERATING EXPENSES:				
Fuel, purchased power and interchange	500,169	458,403	949,829	803,275
Other operations and maintenance	304,451	295,185	584,235	550,176
Depreciation and amortization	231,926	262,808	499,581	463,091
Taxes other than income taxes	138,252	138,137	275,486	266,559
Total operating expenses	1,174,798	1,154,533	2,309,131	2,083,101
OPERATING INCOME	299,288	312,191	522,662	560,988
OTHER INCOME (DEDUCTIONS):				
Interest charges	(67,871)	(74,316)	(137,117)	(151,296)
Dividend requirements on preferred stock of FPL	(5,766)	(9,039)	(12,200)	(21,192)
Other - net	(8,500)	914	(9,863)	6,307
Total other deductions - net	(82,137)	(82,441)	(159,180)	(166,181)
INCOME BEFORE INCOME TAXES	217,151	229,750	363,482	394,807
INCOME TAXES	66,838	91,448	119,457	156,665
NET INCOME	$ 150,313	$ 138,302	$ 244,025	$ 238,142
Earnings per share of common stock	$ 0.86	$ 0.79	$ 1.40	$ 1.36
Dividends per share of common stock	$ 0.46	$ 0.44	$ 0.92	$ 0.88
Average number of common shares outstanding	174,103	175,225	174,403	175,622

This report should be read in conjunction with the Notes to Condensed Consolidated Financial Statements on Pages 8 through 10 herein and the Notes to Consolidated Financial Statements appearing in the combined Annual Report on Form 10-K for the fiscal year ended December 31, 1995 (1995 Form 10-K) for FPL Group, Inc. (FPL Group) and Florida Power & Light Company (FPL).

FPL GROUP, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS

	June 30, 1996 (Unaudited)	December 31, 1995
	(Thousands of Dollars)	
PROPERTY, PLANT AND EQUIPMENT:		
Electric utility plant and other property - at original cost, including nuclear fuel and construction work in progress	$16,898,772	$16,725,231
Less accumulated depreciation and amortization	7,309,821	6,873,250
Total property, plant and equipment - net	9,588,951	9,851,981
CURRENT ASSETS:		
Cash and cash equivalents	78,925	46,177
Customer receivables, net of allowances of $11,286 and $11,929, respectively	462,342	482,326
Materials, supplies and fossil fuel stock - at average cost	260,501	247,323
Other	240,969	209,522
Total current assets	1,042,737	985,348
OTHER ASSETS:		
Special use funds of FPL	714,811	646,846
Other investments	382,370	447,006
Unamortized debt reacquisition costs of FPL	285,615	294,844
Other	230,611	233,201
Total other assets	1,613,407	1,621,897
TOTAL ASSETS	$12,245,095	$12,459,226
CAPITALIZATION:		
Common shareholders' equity	$ 4,429,151	$ 4,392,509
Preferred stock of FPL without sinking fund requirements	289,580	289,580
Preferred stock of FPL with sinking fund requirements	42,000	50,000
Long-term debt	3,281,237	3,376,613
Total capitalization	8,041,968	8,108,702
CURRENT LIABILITIES:		
Accounts payable	300,810	305,126
Debt and preferred stock due within one year	170,732	390,402
Accrued interest, taxes and other	862,829	808,615
Total current liabilities	1,334,371	1,504,143
OTHER LIABILITIES AND DEFERRED CREDITS:		
Accumulated deferred income taxes	1,589,978	1,587,449
Unamortized regulatory and investment tax credits	397,837	426,317
Other	880,941	832,615
Total other liabilities and deferred credits	2,868,756	2,846,381
COMMITMENTS AND CONTINGENCIES		
TOTAL CAPITALIZATION AND LIABILITIES	$12,245,095	$12,459,226

This report should be read in conjunction with the Notes to Condensed Consolidated Financial Statements on Pages 8 through 10 herein and the Notes to Consolidated Financial Statements appearing in the 1995 Form 10-K for FPL Group and FPL.

FPL GROUP, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	Six Months Ended June 30, 1996	Six Months Ended June 30, 1995
	(Thousands of Dollars)	
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	$ 244,025	$ 238,142
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	499,581	463,091
Other - net	80,478	175,097
Net cash provided by operating activities	824,084	876,330
CASH FLOWS FROM INVESTING ACTIVITIES:		
Capital expenditures (1)	(238,993)	(356,285)
Other - net	(44,662)	4,236
Net cash used in investing activities	(283,655)	(352,049)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Issuance of debt	-	110,570
Retirement of long-term debt and preferred stock	(219,765)	(283,862)
Repurchase of common stock	(58,869)	(52,809)
Decrease in commercial paper	(107,813)	(77,620)
Dividends on common stock	(160,463)	(154,532)
Other - net	39,229	(27,049)
Net cash used in financing activities	(507,681)	(485,302)
Net increase in cash and cash equivalents	32,748	38,979
Cash and cash equivalents at beginning of period	46,177	85,750
Cash and cash equivalents at end of period	$ 78,925	$ 124,729
Supplemental disclosures of cash flow information:		
Cash paid for interest	$ 131,331	$ 151,107
Cash paid for income taxes	$ 50,700	$ 54,400
Supplemental schedule of noncash investing and financing activities:		
Additions to capital lease obligations	$ 42,192	$ 41,944

(1) Capital expenditures exclude allowance for equity funds used during construction

This report should be read in conjunction with the Notes to Condensed Consolidated Financial Statements on Pages 8 through 10 herein and the Notes to Consolidated Financial Statements appearing in the 1995 Form 10-K for FPL Group and FPL.

FLORIDA POWER & LIGHT COMPANY
CONDENSED CONSOLIDATED STATEMENTS OF INCOME
(Unaudited)

	Three Months Ended June 30,		Six Months Ended June 30,	
	1996	1995	1996	1995
	(Thousands of Dollars)			
OPERATING REVENUES	$1,454,997	$1,446,203	$2,795,739	$2,602,472
OPERATING EXPENSES:				
Fuel, purchased power and interchange	500,169	458,403	949,829	803,275
Other operations and maintenance	287,677	274,817	550,194	506,706
Depreciation and amortization	230,551	260,207	496,792	457,982
Income taxes	79,687	95,554	138,109	163,743
Taxes other than income taxes	138,156	137,668	275,252	265,596
Total operating expenses	1,236,240	1,226,649	2,410,176	2,197,302
OPERATING INCOME	218,757	219,554	385,563	405,170
OTHER INCOME (DEDUCTIONS):				
Interest charges - net	(61,548)	(67,590)	(123,934)	(137,685)
Other - net	1,148	1,840	3,882	5,761
Total other deductions - net	(60,400)	(65,750)	(120,052)	(131,924)
NET INCOME	158,357	153,804	265,511	273,246
DIVIDEND REQUIREMENTS ON PREFERRED STOCK	5,766	9,039	12,200	21,192
NET INCOME AVAILABLE TO FPL GROUP	$ 152,591	$ 144,765	$ 253,311	$ 252,054

This report should be read in conjunction with the Notes to Condensed Consolidated Financial Statements on Pages 8 through 10 herein and the Notes to Consolidated Financial Statements appearing in the 1995 Form 10-K for FPL Group and FPL

FLORIDA POWER & LIGHT COMPANY
CONDENSED CONSOLIDATED BALANCE SHEETS

	June 30, 1996 (Unaudited)	December 31, 1995
	(Thousands of Dollars)	
ELECTRIC UTILITY PLANT:		
At original cost, including nuclear fuel and construction work in progress	$16,703,214	$16,531,492
Less accumulated depreciation and amortization	7,266,406	6,832,201
Electric utility plant - net	9,436,808	9,699,291
CURRENT ASSETS:		
Cash and cash equivalents	12,425	412
Customer receivables, net of allowances of $11,095 and $11,737, respectively	458,580	479,838
Materials, supplies and fossil fuel stock - at average cost	244,507	230,553
Other	217,758	180,414
Total current assets	933,270	891,217
OTHER ASSETS:		
Special use funds	714,811	646,846
Unamortized debt reacquisition costs	285,615	294,844
Other	213,328	219,061
Total other assets	1,213,754	1,160,751
TOTAL ASSETS	$11,583,832	$11,751,259
CAPITALIZATION:		
Common shareholder's equity	$ 4,564,262	$ 4,473,708
Preferred stock without sinking fund requirements	289,580	289,580
Preferred stock with sinking fund requirements	42,000	50,000
Long-term debt	2,999,097	3,094,050
Total capitalization	7,894,939	7,907,338
CURRENT LIABILITIES:		
Accounts payable	296,552	299,987
Debt and preferred stock due within one year	132,100	382,500
Accrued interest, taxes and other	798,967	778,465
Total current liabilities	1,227,619	1,460,952
OTHER LIABILITIES AND DEFERRED CREDITS:		
Accumulated deferred income taxes	1,263,293	1,204,315
Unamortized regulatory and investment tax credits	397,837	426,317
Other	800,144	752,337
Total other liabilities and deferred credits	2,461,274	2,382,969
COMMITMENTS AND CONTINGENCIES		
TOTAL CAPITALIZATION AND LIABILITIES	$11,583,832	$11,751,259

This report should be read in conjunction with the Notes to Condensed Consolidated Financial Statements on Pages 8 through 10 herein and the Notes to Consolidated Financial Statements appearing in the 1995 Form 10-K for FPL Group and FPL

FLORIDA POWER & LIGHT COMPANY
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	Six Months Ended June 30, 1996	1995
	(Thousands of Dollars)	
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	$ 265,511	$ 273,246
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	496,792	457,982
Other - net	69,480	142,229
Net cash provided by operating activities	831,783	873,457
CASH FLOWS FROM INVESTING ACTIVITIES:		
Capital expenditures (1)	(236,308)	(348,283)
Other - net	(85,756)	(10,066)
Net cash used in investing activities	(322,064)	(358,349)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Issuance of debt	-	110,349
Retirement of long-term debt and preferred stock	(219,354)	(283,706)
Decrease in commercial paper	(138,500)	(73,000)
Dividends	(224,843)	(222,347)
Capital contributions from FPL Group	50,000	-
Other - net	34,991	(31,771)
Net cash used in financing activities	(497,706)	(500,475)
Net increase in cash and cash equivalents	12,013	14,633
Cash and cash equivalents at beginning of period	412	535
Cash and cash equivalents at end of period	$ 12,425	$ 15,168
Supplemental disclosures of cash flow information:		
Cash paid for interest	$ 120,303	$ 138,185
Cash paid for income taxes	$ 87,166	$ 94,685
Supplemental schedule of noncash investing and financing activities:		
Additions to capital lease obligations	$ 42,192	$ 41,944

(1) Capital expenditures exclude allowance for equity funds used during construction

This report should be read in conjunction with the Notes to Condensed Consolidated Financial Statements on Pages 8 through 10 herein and the Notes to Consolidated Financial Statements appearing in the 1995 Form 10-K for FPL Group and FPL.

FPL GROUP, INC. AND FLORIDA POWER & LIGHT COMPANY
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

The accompanying condensed consolidated financial statements should be read in conjunction with the combined 1995 Form 10-K for FPL Group and FPL. In the opinion of FPL Group and FPL, all adjustments (consisting only of normal recurring accruals) necessary to present fairly the financial position as of June 30, 1996, the results of operations for the three and six months ended June 30, 1996 and 1995 and cash flows for the six months ended June 30, 1996 and 1995 have been made. Certain amounts included in the prior year's condensed consolidated financial statements have been reclassified to conform to the current year's presentation. The results of operations for an interim period may not give a true indication of results for the year.

1. Summary of Significant Accounting and Reporting Policies

Depreciation and Amortization - In the second quarter of 1995, the Florida Public Service Commission (FPSC) approved, on an interim basis, accelerated amortization of FPL's nuclear units of $30 million per year plus additional amounts based on the level of sales. In March 1996, the FPSC granted final approval of the $30 million per year of special nuclear amortization. The FPSC also approved the additional expense amounts recorded in 1995 based on the level of sales achieved, added certain fossil and regulatory assets to the program and extended the program through 1997. During the second quarter of 1996 FPL completed amortization of the additional expense amount relating to nuclear plant assets authorized by the FPSC. In future periods, FPL will continue to recognize $30 million of special nuclear amortization per year and the additional expense amounts based on the level of sales will be applied first against fossil assets and then against regulatory assets.

Allowance for funds used during construction (AFUDC) - The FPSC has proposed an accounting rule change that eliminates AFUDC, except for projects that cost in excess of 1/2% of a company's electric utility plant in-service. FPL adopted the proposed rule change retroactive to January 1, 1996.

2. Capitalization

FPL Group Common Stock - During the six months ended June 30, 1996, FPL Group repurchased approximately 1.3 million shares of common stock under its share repurchase program. A total of approximately 7.2 million shares have been repurchased since the inception of the share repurchase program in May 1994.

Preferred Stock - In January 1996, FPL redeemed all 600,000 outstanding shares of its 7.28% Preferred Stock, Series F, $100 Par Value and all 400,000 outstanding shares of its 7.40% Preferred Stock, Series G, $100 Par Value.

The 1996 sinking fund requirements for the 6.84% Preferred Stock, Series Q, $100 Par Value and the 8.625% Preferred Stock, Series R, $100 Par Value were met by redeeming and retiring, in April 1996, 30,000 shares of Series Q and 50,000 shares of Series R. There are no preferred stock sinking fund requirements for the remainder of 1996.

Long-Term Debt - During the second quarter of 1996, FPL purchased on the open market and retired approximately $8 million principal amount of First Mortgage Bonds, due 2013 and 2022 bearing interest at 7 7/8% and 8 1/2%.

In August 1996, FPL called for redemption in September 1996, $87 million principal amount of First Mortgage Bonds, 8 1/2% Series due 2022.

3. Commitments and Contingencies

Commitments - FPL has made commitments in connection with a portion of its projected capital expenditures. Capital expenditures for the construction or acquisition of additional facilities and equipment to meet customer demand are estimated to be approximately $1.5 billion for the years 1996 through 1998. Included in this three-year forecast are capital expenditures for 1996 of $511 million, of which $234 million had been spent through June 30, 1996. FPL Group Capital Inc (FPL Group Capital) and its subsidiaries, primarily ESI Energy, Inc., have guaranteed up to approximately $87 million of lease obligations, debt service payments and other payments subject to certain contingencies.

Insurance - Liability for accidents at nuclear power plants is governed by the Price-Anderson Act, which limits the liability of nuclear reactor owners to the amount of the insurance available from private sources and under an industry retrospective payment plan. In accordance with this Act, FPL maintains $200 million of private liability insurance, which is the maximum obtainable, and participates in a secondary financial protection system under which it is subject to retrospective assessments of up to $327 million per incident at any nuclear utility reactor in the United States, payable at a rate not to exceed $40 million per incident per year.

FPL participates in nuclear insurance mutual companies that provide $2.75 billion of limited insurance coverage for property damage, decontamination and premature decommissioning risks at its nuclear plants. The proceeds from such insurance, however, must first be used for reactor stabilization and site decontamination before they can be used for plant repair. FPL also participates in an insurance program that provides limited coverage for replacement power costs if a plant is out of service because of an accident. In the event of an accident at one of FPL's or another participating insured's nuclear plants, FPL could be assessed up to $69 million in retrospective premiums. In the event of a subsequent accident at such nuclear plants during the policy period, the maximum additional assessment would be $30 million under the programs in effect at June 30, 1996

FPL also participates in a program that provides $200 million of tort liability coverage for nuclear worker claims. In the event of a tort claim by an FPL or another insured's nuclear worker, FPL could be assessed up to $12 million in retrospective premiums per incident.

In the event of a catastrophic loss at one of FPL's nuclear plants, the amount of insurance available may not be adequate to cover property damage and other expenses incurred. Uninsured losses, to the extent not recovered through rates, would be borne by FPL and could have a material adverse effect on FPL Group's and FPL's financial condition.

FPL self-insures certain of its transmission and distribution (T&D) property due to the high cost and limited coverage available from third-party insurers. FPL maintains a funded storm and property insurance reserve, which totaled approximately $210 million at June 30, 1996, for T&D property storm damage or assessments under the nuclear insurance program. Recovery from customers of any losses in excess of the storm and property insurance reserve will require the approval of the FPSC. FPL's available lines of credit include $300 million to provide additional liquidity in the event of a T&D property loss.

Contracts - FPL has entered into certain long-term purchased power and fuel contracts. Take-or-pay purchased power contracts with the Jacksonville Electric Authority (JEA) and with subsidiaries of the Southern Company provide approximately 1,300 megawatts (mw) of power through mid-2010 and 374 mw through 2022. FPL also has various firm pay-for-performance contracts to purchase approximately 1,000 mw from certain cogenerators and small power producers (qualifying facilities) with expiration dates ranging from 2002 through 2026. The purchased power contracts provide for capacity and energy payments. Energy payments are based on the actual power taken under these contracts. Capacity payments for the pay-for-performance contracts are subject to the qualifying facilities meeting certain contract conditions. The fuel contracts provide for the transportation and supply of natural gas and coal and the supply and use of Orimulsion. Orimulsion is a new fuel which FPL expected to begin using in 1998, subject to regulatory approvals. In April 1996, Florida's Power Plant Siting Board denied FPL's request to burn Orimulsion at the Manatee power plant. FPL has appealed the denial to the First District Court of Appeal of the state of Florida.

The required annual capacity and minimum payments through 2000 under these contracts are estimated to be as follows:

	1996	1997	1998	1999	2000
		(Millions of Dollars)			
Capacity payments:					
JEA and Southern Companies	$210	$210	$210	$220	$220
Qualifying facilities	$300	$310	$320	$340	$350
Minimum payments, at projected prices:					
Natural gas	$280	$210	$210	$210	$210
Orimulsion (1)	-	-	$120	$140	$140
Coal	$ 50	$ 50	$ 40	$ 40	$ 40

(1) All of FPL's Orimulsion-related contract obligations are subject to obtaining the required regulatory approvals.

Capacity, energy and fuel charges under these contracts were as follows:

	Three Months Ended June 30,				Six Months Ended June 30,			
	1996 Charges		1995 Charges		1996 Charges		1995 Charges	
	Capacity	Energy/ Fuel (1)	Capacity	Energy/ Fuel (1)	Capacity	Energy/ Fuel (1)	Capacity	Energy/ Fuel (1)
	(Millions of Dollars)							
JEA and Southern Companies ...	$45(2)	$34	$60(2)	$35	$ 91(2)	$ 67	$121(2)	$ 66
Qualifying facilities..........	$70(3)	$35	$39(3)	$18	$139(3)	$ 62	$ 76(3)	$ 38
Natural gas	-	$80	-	$96	$ -	$177	$ -	$163
Coal	-	$11	-	$12	$ -	$ 22	$ -	$ 24

(1) Recovered through the fuel and purchased power cost recovery clause (fuel clause)
(2) Recovered through base rates and the capacity cost recovery clause (capacity clause)
(3) Recovered through the capacity clause.

Litigation - The Florida Municipal Power Agency (FMPA), an organization comprised of municipal electric utilities, has sued FPL for allegedly breaching a "contract" to provide transmission service to the FMPA and its members and for breaching antitrust laws by monopolizing or attempting to monopolize the provision, coordination and transmission of electric power in refusing to provide transmission service, or to permit the FMPA to invest in and use FPL's transmission system, on the FMPA's proposed terms. The FMPA seeks $140 million in damages, before trebling for the antitrust claim, and court orders requiring FPL to permit the FMPA to invest in and use FPL's transmission system on "reasonable terms and conditions" and on a basis equal to FPL. In 1995, the Court of Appeals vacated the District Court's summary judgment in favor of FPL and remanded the matter to the District Court for further proceedings.

A former cable installation contractor for Telesat Cablevision, Inc. (Telesat), a wholly-owned subsidiary of FPL Group Capital, sued FPL Group, FPL Group Capital and Telesat for breach of contract, fraud, violation of racketeering statutes and several other claims. The trial court entered a judgment in favor of FPL Group and Telesat on nine of twelve counts, including all of the racketeering and fraud claims, and in favor of FPL Group Capital on all counts. It also denied all parties' claims for attorneys' fees. However, the jury in the case awarded the contractor damages totaling approximately $6 million against FPL Group and Telesat for breach of contract and tortious interference. All parties have appealed.

FPL Group and FPL believe that they have meritorious defenses to all of the litigation described above and are vigorously defending these suits. Accordingly, the liabilities, if any, arising from these proceedings are not anticipated to have a material adverse effect on their financial statements.

4. Summarized Financial Information of FPL Group Capital

FPL Group Capital's debentures are guaranteed by FPL Group. Operating revenues of FPL Group Capital for the six months ended June 30, 1996 and 1995 were approximately $36 million and $42 million, respectively. For the same period, operating expenses were approximately $36 million and $49 million. Net income for the six months ended June 30, 1996 was approximately $4 million and net loss for the six months ended June 30, 1995 was approximately $3 million.

At June 30, 1996, FPL Group Capital had current assets of approximately $167 million, noncurrent assets of approximately $878 million, current liabilities of approximately $86 million and noncurrent liabilities of approximately $742 million. At December 31, 1995, FPL Group Capital had approximately $89 million of current assets, $934 million of noncurrent assets, $24 million of current liabilities and $787 million of noncurrent liabilities.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

This discussion should be read in conjunction with the Notes to Condensed Consolidated Financial Statements contained herein and Management's Discussion and Analysis of Financial Condition and Results of Operations appearing in the 1995 Form 10-K for FPL Group and FPL. The results of operations for an interim period may not give a true indication of results for the year. In the following discussion, all comparisons are with the corresponding items in the prior year.

RESULTS OF OPERATIONS

Net income for the three and six months ended June 30, 1996 benefitted from lower interest and preferred stock dividend requirements and the recognition of investment tax credits, partly offset by higher other operations and maintenance (O&M) expenses. The three-month period ended June 30, 1996 reflected lower energy sales and lower depreciation expense. During the six-month period ended June 30, 1996, FPL experienced higher energy sales, resulting from customer growth, partly offset by higher depreciation expense.

FPL's revenues from base rates for the three months ended June 30, 1996 decreased to approximately $845 million from approximately $882 million for the same period in 1995 due to a 3.9% decline in retail energy sales. A 1.9% increase in customer accounts was more than offset by a 5.7% decline in energy usage per retail customer, primarily due to milder weather conditions. FPL's revenues from base rates for the six months ended June 30, 1996 increased to $1.63 billion from approximately $1.60 billion for the same period in 1995, primarily reflecting a 1.8% increase in customer accounts. The increase in usage per customer in the first quarter of 1996 resulting from unusually cold weather was offset by the mild weather experienced during the second quarter of 1996. Revenues from cost recovery clauses and franchise fees comprise substantially all of the remaining portion of operating revenues. These revenues represent a pass-through of costs and do not significantly affect net income.

O&M expenses increased for the three and six months ended June 30, 1996, primarily due to costs associated with a planned nuclear refueling outage in each of the first and second quarters of 1996. There were no nuclear refueling outages in the first six months of 1995 and none are planned for the remainder of 1996. Two nuclear refueling outages occurred in the second half of 1995.

In 1995, FPL proposed to the FPSC a special amortization of its nuclear units in a fixed amount of $30 million per year plus an additional amount based on the level of sales. In the second quarter of 1995, upon receiving interim approval from the FPSC, FPL added $79 million to depreciation expense, representing the year-to-date portion of the special amortization of its nuclear units. This year-to-date expense recorded in 1995 coupled with the decline in energy sales in the second quarter of 1996 resulted in a decrease in depreciation expense for the three months ended June 30, 1996. For the six months ended June 30, 1996, depreciation expense increased mainly as a result of the special amortization of generating units, which amounted to approximately $101 million, and an increase in the provision for nuclear decommissioning and fossil dismantlement. In future periods, FPL will continue to recognize $30 million of special nuclear amortization per year and the additional expense amounts based on the level of sales will be applied first against fossil assets and then against regulatory assets. See Note 1 - Depreciation and Amortization. The increased depreciation of nuclear and fossil assets also resulted in increased amortization of related investment tax credits, lowering income tax expense in 1996.

The FPSC has proposed an accounting rule change that eliminates AFUDC, except for projects that cost in excess of 1/2% of a company's electric utility plant in-service. FPL adopted the proposed rule change retroactive to January 1, 1996 and the effect is included in other - net.

LIQUIDITY AND CAPITAL RESOURCES

Using available cash flows from operations, FPL has redeemed certain series of its preferred stock and first mortgage bonds reducing dividend requirements on preferred stock and interest expense. Additionally, FPL Group has repurchased approximately 1.3 million shares of common stock. These actions are consistent with management's intent to reduce debt and preferred stock balances and the number of outstanding shares of common stock. See Note 2.

For information concerning capital commitments, see Note 3.

PART II - OTHER INFORMATION

Item 1. Legal Proceedings

(a) Reference is made to Item 3. Legal Proceedings in the 1995 Form 10-K for FPL Group and FPL and Item 1.(a) Legal Proceedings in the FPL Group and FPL Form 10-Q for the quarterly period ended March 31, 1996.

In May 1996, the U.S. Supreme Court denied Praxair's request to review the Court of Appeals' decision previously entered in favor of FPL and Florida Power Corporation.

(b) Reference is made to Item 3. Legal Proceedings in the 1995 Form 10-K for FPL Group and FPL

In July 1996, the FPSC approved the settlement of a suit brought by the partners of a cogeneration project located in Dade County, Florida as part of a buy-out of an uneconomic power purchase agreement that FPL was required to enter into because of the Public Utility Regulatory Policies Act of 1978, as amended. All amounts payable by FPL under the settlement agreement will be recovered through the capacity clause and the fuel clause.

Item 2. Changes in Securities

(a) In June 1996, FPL Group's Board of Directors declared a dividend of one preferred share purchase right for each outstanding share of common stock of FPL Group. Each right entitles the holder to purchase from FPL Group one one-hundredth of a share of Series A Junior Participating Preferred Stock (Preferred Stock) of FPL Group at a price of $120. The rights do not become exercisable until a person or group acquires, or expresses an intention to acquire, 10% or more of the outstanding common stock of FPL Group. Prior to such an acquisition, FPL Group's Board of Directors may redeem the rights at a price of $.01 per right. After such an acquisition, the Board may exchange each right for one share of common stock or one one-hundredth of a share of Preferred Stock or shares having the same rights, privileges and preferences as the Preferred Stock. A summary description of the rights and the Rights Agreement between FPL Group and The First National Bank of Boston, as Rights Agent, were filed on Form 8-K dated June 17, 1996.

Item 4. Submission of Matters to a Vote of Security Holders

FPL Group:

(a) The Annual Meeting of FPL Group's shareholders was held on May 13, 1996. Of the 184,512,535 shares of common stock outstanding on the record date of March 4, 1996, a total of 148,350,261 shares were represented in person or by proxy.

(b) The following directors were elected effective May 13, 1996

	Votes Cast	
	For	Against or Withheld
H. Jesse Arnelle	144,621,142	3,729,119
Robert M. Beall, II	144,794,572	3,555,689
David Blumberg	144,369,777	3,980,484
James L. Broadhead	141,985,353	6,364,908
J. Hyatt Brown	144,156,163	4,194,098
Lynne V. Cheney	144,652,228	3,698,033
Armando M. Codina	144,691,675	3,658,586
Marshall M. Criser	144,695,421	3,654,840
B. F. Dolan	144,828,407	3,521,854
Willard D. Dover	143,504,453	4,845,807
Paul J. Evanson	144,368,332	3,981,929
Drew Lewis	144,248,372	4,101,889
Frederic V. Malek	144,168,866	4,181,395
Paul R. Tregurtha	144,316,064	4,034,197

(c)(i) The vote to ratify the appointment of Deloitte & Touche LLP as independent auditors for 1996 was 145,156,013 for, 2,135,979 against and 1,058,268 abstaining.

(ii) The vote on a shareholder proposal requesting that FPL Group adopt cumulative voting for the election of directors was 38,352,615 for, 85,160,115 against, 3,481,183 abstaining and 21,356,348 broker non-votes.

(iii) The vote on a shareholder proposal requesting an amendment to the Long Term Incentive Plan was 17,877,935 for, 105,735,084 against, 3,380,846 abstaining and 21,356,396 broker non-votes.

FPL:

(a) The following FPL directors were elected effective May 13, 1996 by the written consent of the sole common shareholder of FPL in lieu of an annual meeting of shareholders:

James L. Broadhead
Dennis P. Coyle
Paul J. Evanson
Lawrence J. Kelleher
Thomas F. Plunkett
C. O. Woody
Michael W. Yackira

Item 5. Other Information

(a) Reference is made to Item 1. Business - FPL Operations - System Capability and Load in the 1995 Form 10-K for FPL Group and FPL.

On July 24, 1996, FPL reached an all-time energy peak demand of 16,064 mw. Adequate resources were available at the time of peak to meet customer demand.

(b) Reference is made to Item 1. Business - FPL Operations - Nuclear in the 1995 Form 10-K for FPL Group and FPL.

Indications of abnormal degradation had previously been found in the pressurized water circulation tubes of the St. Lucie Unit No. 1 steam generators and FPL had determined that they needed to be replaced. Replacement steam generators have been ordered and are scheduled to be delivered in June 1997

During a scheduled refueling outage at St. Lucie Unit No. 1, that began in late April 1996, FPL performed additional maintenance on the steam generator tubes. The additional maintenance was necessary to meet a more conservative standard for determining the need to plug steam generator tubes. During the outage, FPL plugged approximately 12% of the steam generator tubes in St. Lucie Unit No. 1. To date, approximately 23% of the steam generator tubes have been plugged.

St. Lucie No. 1 returned to service in July 1996. FPL's current plan is to replace the steam generators in October 1997. The steam generators were previously scheduled to be replaced in March 1998. Analysis supporting continued operation of St. Lucie Unit No. 1 until at least October 1997 is scheduled to be completed and submitted to the Nuclear Regulatory Commission in September 1996.

(c) Reference is made to Item 1. Business - FPL Operations - Fuel in the 1995 Form 10-K for FPL Group and FPL and Item 5.(b) Other Information in the FPL Group and FPL Form 10-Q for the quarterly period ended March 31, 1996.

In May 1996, FPL appealed to the First District Court of Appeal of the state of Florida the Florida's Power Plant Siting Board's denial of FPL's request to burn Orimulsion at the Manatee plant.

(d) Reference is made to Item 1. Business - FPL Operations - Electric and Magnetic Fields in the 1995 Form 10-K for FPL Group and FPL and Item 5.(c) Other Information in the FPL Group and FPL Form 10-Q for the quarterly period ended March 31, 1996.

In June 1996, the plaintiffs that alleged personal injury and wrongful death resulting from electric and magnetic fields appealed the court's summary judgment in favor of FPL.

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits

Exhibit Number	Description	FPL Group	FPL
3	Amendment to FPL Group's Restated Articles of Incorporation dated June 27, 1996	x	
12	Computation of Ratios		x
27	Financial Data Schedule	x	x

(b) Reports on Form 8-K

(1) A Current Report on Form 8-K dated June 17, 1996 was filed by FPL Group on June 18, 1996 filing one event under Item 5 - Other Events and one exhibit under Item 7 - Financial Statements and Exhibits.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

FPL GROUP, INC.
FLORIDA POWER & LIGHT COMPANY
(Registrants)

Date: August 8, 1996

MICHAEL W. YACKIRA
Michael W. Yackira
Vice President, Finance and Chief Financial Officer of FPL Group, Inc.,
Senior Vice President, Finance and Chief Financial Officer of Florida Power & Light Company
(Principal Financial Officer of the Registrants)

EXHIBIT 12

FLORIDA POWER & LIGHT COMPANY
COMPUTATION OF RATIOS

	Six Months Ended June 30, 1996 (Thousands of Dollars)
RATIO OF EARNINGS TO FIXED CHARGES	
Earnings, as defined:	
Net income	$265,511
Income taxes	135,054
Fixed charges, as below	133,922
Total earnings, as defined	$534,487
Fixed charges, as defined:	
Interest expense	$126,088
Rental interest factor	2,911
Fixed charges included in nuclear fuel cost	4,923
Total fixed charges, as defined	$133,922
Ratio of earnings to fixed charges	3.99

RATIO OF EARNINGS TO COMBINED FIXED CHARGES AND DIVIDEND REQUIREMENTS ON PREFERRED STOCK	
Earnings, as defined:	
Net income	$265,511
Income taxes	135,054
Fixed charges, as below	133,922
Total earnings, as defined	$534,487
Fixed charges, as defined:	
Interest expense	$126,088
Rental interest factor	2,911
Fixed charges included in nuclear fuel cost	4,923
Total fixed charges, as defined	133,922
Non-tax deductible dividend requirements on preferred stock	12,200
Ratio of income before income taxes to net income	1.51
Dividend requirements on preferred stock before income taxes	18,422
Combined fixed charges and dividend requirements on preferred stock	$152,344
Ratio of earnings to combined fixed charges and dividend requirements on preferred stock	3.51

CHECKLIST OF ITEMS IN FPL'S FINANCING APPLICATION WHICH NEED TO BE ADDRESSED IN THE FPSC ORDER

1. Scope of Financing Authority Sought: It is important that the Commission's order include the fact that FPL is seeking the Commission's authority for the following types of financings:

a) Issuance and sale and/or exchange of any combination of long-term debt and equity securities (as described in the Application) and/or assumption of liabilities or obligations as guarantor, endorser or surety in an aggregate amount not to exceed $990 million during calendar year 1997.

b) Issuance and sale of short-term securities during the calendar years 1997 and 1998, in an amount or amounts such that the aggregate principal amount of short-term securities outstanding at the time of sale does not exceed 25 percent of FPL's gross revenues for the preceding 12 months of operation.

c) Entry into forward refunding or forward swap contracts during calendar year 1997, and in conjunction with such contracts, FPL's issuance and sale of up to $139 million of securities through December 31, 2001.

2. Types of Securities or Obligations for Which Authority is Sought:

In order to ensure that FPL has authority to engage in a specific type of financing transaction, FPL believes that it is necessary for the Commission to address the various types of securities which FPL is permitted to issue and sell and/or exchange and the types of obligations which FPL is permitted to enter into, along with any conditions or limitations to such issuance and sale and/or exchange or entrance. The types of securities or obligations for which FPL is seeking authority and any pertinent conditions or limitations are described in pages 3, 4 and 5 of the Application.

3. Purposes of Issues of Securities:

In order to ensure that FPL has authority to support its past or future financing obligations and to demonstrate the need for the scope of financing authority sought under Item 1, FPL believes that it is necessary for the Commission to address the purposes of the issues of securities. The Commission may want to discuss the sources and uses of funds and/or the construction forecasts provided by FPL as a basis for its financing request; however, at a minimum, FPL believes the inclusion of the following language in the Order would be helpful to support its financing obligations:

The net proceeds to be received from the issuance and sale and/or exchange of the additional long-term debt and equity securities (with the exception of the proceeds of the issuance and sale of any pollution control revenue bonds, solid waste disposal revenue bonds, industrial development revenue bonds, variable rate demand notes or other "private activity bonds" or similar securities which will be used for specific purposes) will be added to FPL's general funds and will be used for the following purposes: (i) to provide additional electric facilities; (ii) to reacquire, by redemption, purchase, exchange or otherwise, any of its outstanding debt securities or equity securities; (iii) to repay all or a portion of any maturing long-term debt obligations; (iv) to satisfy FPL's obligations under its nuclear fuel leases; (v) to repay all or a portion of short-term bank borrowings and commercial paper outstanding at the time of such transactions; and/or (vi) for other corporate purposes. Excess proceeds, if any, will be temporarily invested in short-term instruments pending their application to the foregoing purposes.

The short-term securities are to provide funds to temporarily finance portions of FPL's construction program and capital commitments and for other corporate purposes. During the 1997-98 period, FPL may need short-term financing for significant parts of its construction program, for seasonal fuel requirements, for contingency financing such as fuel adjustment underrecoveries or storm restoration costs, and for the temporary funding of maturing or called long-term debt securities and preferred stock sinking fund requirements.

The forward refunding contracts and forward swap contracts would be for the purpose of refunding up to $139 million of pollution control revenue bonds which were issued on FPL's behalf and which become callable in July 2000 and February 2001. These pollution control revenue bonds were collateralized by FPL First Mortgage Bonds and include the following: 7.30% due July 2020 ($76,300,000); 7.50% due July 2020 ($9,835,000); 7.15% due February 2023 ($15,000,000); 7.15% due February 2023 ($32,985,000); and 7.15% due February 2023 ($4,000,000).

4. Form of Orders Proposed: In the event FPL's Application is granted, the following proposed language addresses the financing authority FPL is seeking in the Application:

*ORDERED, that Florida Power & Light Company's request for authority to issue and sell and/or exchange any combination of long-term debt and equity securities and/or assume liabilities or obligations as guarantor, endorser or surety in an aggregate amount not to exceed $990 million during calendar year 1997 is granted. It is further

*ORDERED, that Florida Power & Light Company's request for authority to issue and sell short-term securities during the calendar years 1997 and 1998, in an amount or amounts such that the aggregate principal amount of short-term securities outstanding at the time of sale does not exceed 25 percent of FPL's gross revenues for the preceding 12 months of operation is granted. It is further

*ORDERED, that Florida Power & Light Company's request for authority to enter into forward refunding contracts or forward swap contracts during calendar year 1997, and to issue and sell up to $139 million of securities through December 31, 2001, which FPL shall commit to deliver under the forward refunding contracts or forward swap contracts is granted. It is further

*ORDERED, that Florida Power & Light Company shall file with the Commission a consummation report in compliance with Rule 25-8.009, Florida Administrative Code.

Proposed Notice For
Florida Administrative Weekly

NOTICE is hereby given that the Florida Public Service Commission, at the regularly scheduled Agenda Conference on October (November) ___, 1996 will take final agency action in Docket No. _______________,_____ the Application of Florida Power & Light Company For Authority To Issue And Sell Securities. Pursuant to Section 366.04, Florida Statutes, Florida Power & Light Company ("FPL") seeks authority to issue and sell and/or exchange any combination of long-term debt and equity securities and/or to assume liabilities or obligations as guarantor, endorser or surety in an aggregate amount not to exceed $990 million during calendar year 1997, and authority to issue and sell short-term securities during calendar years 1997 and 1998 in an amount such that the aggregate principal amount of short-term securities outstanding at the time of sale does not exceed 25 percent of FPL's gross revenues for the preceding twelve months of operation. FPL also seeks authority to enter into forward refunding or forward swap contracts during calendar year 1997, and in conjunction with those forward contracts, seeks authority to issue and sell up to $139 million of securities through December 31, 2001.

Date and Time:	Tuesday, October (November) ___, 1996, 9:30 a.m.
Place:	Commission Hearing Room 148, Betty Easley Conference Center, 4075 Esplanade Way, Tallahassee, Florida 32399-0870
Purpose:	To take final agency action in Docket No. _______________,_____
Legal Authority:	Section 366.04, Florida Statutes; Chapter 25-8, Florida Administrative Code.