

FPL GROUP INC  
Form 4  
December 15, 2008

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BROWN HYATT J**

(Last) (First) (Middle)

**220 SOUTH RIDGEWOOD  
AVENUE**

(Street)

**DAYTONA BEACH, FL 32114**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**FPL GROUP INC [FPL]**

3. Date of Earliest Transaction  
(Month/Day/Year)

**12/15/2008**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                       | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                |                                         |
| Common<br>Stock                       | 12/15/2008                              |                                                             | P                                       |                                                                         | 825                                                                                                                | A<br>\$<br>45.81                                                     | 35,875<br>D                             |
| Common<br>Stock                       | 12/15/2008                              |                                                             | P                                       |                                                                         | 100                                                                                                                | A<br>\$<br>45.82                                                     | 35,975<br>D                             |
| Common<br>Stock                       | 12/15/2008                              |                                                             | P                                       |                                                                         | 100                                                                                                                | A<br>\$<br>45.84                                                     | 36,075<br>D                             |
| Common<br>Stock                       | 12/15/2008                              |                                                             | P                                       |                                                                         | 600                                                                                                                | A<br>\$<br>45.85                                                     | 36,675<br>D                             |
| Common<br>Stock                       | 12/15/2008                              |                                                             | P                                       |                                                                         | 100                                                                                                                | A<br>\$<br>45.86                                                     | 36,775<br>D                             |

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|              |            |   |       |   |          |                    |   |        |
|--------------|------------|---|-------|---|----------|--------------------|---|--------|
| Common Stock | 12/15/2008 | P | 600   | A | \$ 45.87 | 37,375             | D |        |
| Common Stock | 12/15/2008 | P | 500   | A | \$ 45.88 | 37,875             | D |        |
| Common Stock | 12/15/2008 | P | 1,900 | A | \$ 45.89 | 39,775             | D |        |
| Common Stock | 12/15/2008 | P | 1,000 | A | \$ 45.9  | 40,775             | D |        |
| Common Stock | 12/15/2008 | P | 100   | A | \$ 45.91 | 40,875             | D |        |
| Common Stock | 12/15/2008 | P | 600   | A | \$ 45.92 | 41,475             | D |        |
| Common Stock | 12/15/2008 | P | 400   | A | \$ 45.93 | 41,875             | D |        |
| Common Stock | 12/15/2008 | P | 600   | A | \$ 45.94 | 42,475             | D |        |
| Common Stock | 12/15/2008 | P | 2,575 | A | \$ 45.95 | 45,050             | D |        |
| Common Stock |            |   |       |   |          | 200 <sup>(1)</sup> | I | By Son |
| Common Stock |            |   |       |   |          | 500 <sup>(1)</sup> | I | By Son |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                     |

## Reporting Owners

| Reporting Owner Name / Address                                         | Relationships                             |
|------------------------------------------------------------------------|-------------------------------------------|
|                                                                        | Director    10% Owner    Officer    Other |
| BROWN HYATT J<br>220 SOUTH RIDGEWOOD AVENUE<br>DAYTONA BEACH, FL 32114 | X                                         |

## Signatures

|                                        |            |
|----------------------------------------|------------|
| Alissa E. Ballot<br>(Attorney-in-Fact) | 12/15/2008 |
|----------------------------------------|------------|

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the owner of such securities for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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