

DEWHURST MORAY P
Form 4
December 19, 2006

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DEWHURST MORAY P

2. Issuer Name and Ticker or Trading Symbol
FPL GROUP INC [FPL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/19/2006

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
VP of Finance/CFO / Dir/SVP Finance/CFO of Sub

FPL GROUP, INC., 700 UNIVERSE BOULEVARD

(Street)

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

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

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

JUNO BEACH, FL 33408

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	12/19/2006		S ⁽¹⁾	100 D \$ 54.15	145,689 ⁽²⁾	D	
Common Stock	12/19/2006		S ⁽¹⁾	100 D \$ 54.16	145,589 ⁽²⁾	D	
Common Stock	12/19/2006		S ⁽¹⁾	100 D \$ 54.17	145,489 ⁽²⁾	D	
Common Stock	12/19/2006		S ⁽¹⁾	145 D \$ 54.19	145,344 ⁽²⁾	D	
Common Stock	12/19/2006		S ⁽¹⁾	700 D \$ 54.2	144,644 ⁽²⁾	D	

Edgar Filing: DEWHURST MORAY P - Form 4

Common Stock	12/19/2006	S ⁽¹⁾	650	D	\$ 54.25	143,994 ⁽²⁾	D	
Common Stock	12/19/2006	S ⁽¹⁾	3,355	D	\$ 54.31	140,639 ⁽²⁾	D	
Common Stock	12/19/2006	S ⁽¹⁾	550	D	\$ 54.4	140,089 ⁽²⁾	D	
Common Stock	12/19/2006	S ⁽¹⁾	1,000	D	\$ 54.43	139,089 ⁽²⁾	D	
Common Stock	12/19/2006	S ⁽¹⁾	800	D	\$ 54.44	138,289 ⁽²⁾	D	
Common Stock						1,656 ⁽³⁾	I	By Thrift Plans Trust
Common Stock						23,946 ⁽⁴⁾	I	By Rabbi Trust

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.

SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DEWHURST MORAY P FPL GROUP, INC.			VP of Finance/CFO	Dir/SVP Finance/CFO of Sub

700 UNIVERSE BOULEVARD
JUNO BEACH, FL 33408

Signatures

Alissa E. Ballot
(Attorney-in-fact)

12/19/2006

__**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) Sale effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 16, 2006.

(2) Includes 21,602 shares deferred until reporting person's retirement.

(3) As of December 18, 2006.

(4) Deferred shares held by Trustee of grantor trust in which reporting person has a pecuniary interest only.

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

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