

STALL JOHN A
Form 4
July 12, 2005

FORM 4

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

OMB APPROVAL

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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 *
STALL JOHN A

(Last) (First) (Middle)

FPL GROUP, INC., 700 UNIVERSE BOULEVARD

(Street)

JUNO BEACH, FL 33408

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
07/11/2005

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)

Dir/SVP Nuclear Div of Sub

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 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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/11/2005		S ⁽¹⁾		2,000	D	\$ 43.31
							86,568 ⁽²⁾ ⁽⁹⁾
Common Stock	07/11/2005		S ⁽¹⁾		1,100	D	\$ 43.32
							85,468 ⁽⁹⁾
Common Stock	07/11/2005		S ⁽¹⁾		1,600	D	\$ 43.34
							83,868 ⁽⁹⁾
Common Stock	07/11/2005		S ⁽¹⁾		2,100	D	\$ 43.35
							81,768 ⁽⁹⁾
Common Stock	07/11/2005		S ⁽¹⁾		800	D	\$ 43.36
							80,968 ⁽⁹⁾

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Common Stock	07/11/2005	S ⁽¹⁾	1,900	D	\$ 43.37	79,068 ⁽⁹⁾	D	
Common Stock	07/11/2005	S ⁽¹⁾	1,300	D	\$ 43.38	77,768 ⁽⁹⁾	D	
Common Stock	07/11/2005	S ⁽¹⁾	1,200	D	\$ 43.39	76,568 ⁽⁹⁾	D	
Common Stock	07/11/2005	S ⁽¹⁾	3,000	D	\$ 43.4	73,568 ⁽⁹⁾	D	
Common Stock	07/11/2005	S ⁽¹⁾	200	D	\$ 43.43	73,368 ⁽⁹⁾	D	
Common Stock	07/11/2005	S ⁽¹⁾	500	D	\$ 43.47	72,868 ⁽⁹⁾	D	
Common Stock	07/11/2005	S ⁽¹⁾	300	D	\$ 43.52	72,568 ⁽⁹⁾	D	
Common Stock						2,957 ⁽⁶⁾	I	By Thrift Plans Trust

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

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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 or Value of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Shares	⁽³⁾					⁽³⁾	⁽³⁾	Common Stock	⁽³⁾
Employee Stock Option (Right to	\$ 26.32 ⁽⁶⁾					⁽⁴⁾	02/11/2012	Common Stock	50,000 ⁽⁶⁾

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- (6) Adjusted to reflect the Stock Split.
- (7) 16,668 of the options are fully vested and currently exercisable and 16,666 will vest and become exercisable on each of February 12, 2006 and February 12, 2007. These amounts are adjusted to reflect the Stock Split.
- (8) 10,000 of the options will vest and become exercisable on each of January 3, 2006, January 3, 2007 and January 3, 2008. These amounts are adjusted to reflect the Stock Split.
- (9) Includes 23,676 shares (reflecting the Stock Split) deferred until the reporting person's retirement.

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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