

HAY LEWIS III
Form 4
June 13, 2006

FORM 4

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

OMB APPROVAL

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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 *
HAY LEWIS III

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)
06/12/2006

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

FPL GROUP, INC., 700 UNIVERSE BOULEVARD

President, CEO and Chairman / Dir/Chairman/CEO of Sub

(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 Indirect Beneficial Ownership (Instr. 4)		
				(A) or (D)	Price				
				Code	V	Amount			
Common Stock	06/12/2006		S ⁽¹⁾		3,600	D	\$ 41.75	400,494 ⁽²⁾	D
Common Stock	06/12/2006		S ⁽¹⁾		6,400	D	\$ 41.74	394,094 ⁽²⁾	D
Common Stock	06/12/2006		S ⁽¹⁾		2,200	D	\$ 41.77	391,894 ⁽²⁾	D
Common Stock	06/12/2006		S ⁽¹⁾		3,800	D	\$ 41.72	388,094 ⁽²⁾	D
Common Stock	06/12/2006		S ⁽¹⁾		4,000	D	\$ 41.71	384,094 ⁽²⁾	D

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Common Stock	06/12/2006	S ⁽¹⁾	400	D	\$ 41.76	383,694 ⁽²⁾	D	
Common Stock	06/12/2006	S ⁽¹⁾	4,600	D	\$ 41.78	379,094 ⁽²⁾	D	
Common Stock	06/12/2006	S ⁽¹⁾	1,905	D	\$ 41.84	377,189 ⁽²⁾	D	
Common Stock	06/12/2006	S ⁽¹⁾	600	D	\$ 41.83	376,589 ⁽²⁾	D	
Common Stock	06/12/2006	S ⁽¹⁾	1,300	D	\$ 41.8	375,289 ⁽²⁾	D	
Common Stock	06/12/2006	S ⁽¹⁾	2,200	D	\$ 41.79	373,089 ⁽²⁾	D	
Common Stock	06/12/2006	S ⁽¹⁾	9,600	D	\$ 41.82	363,489 ⁽²⁾	D	
Common Stock	06/12/2006	S ⁽¹⁾	7,600	D	\$ 41.75	125,006	I	By Hay Family Limited Partnership
Common Stock	06/12/2006	S ⁽¹⁾	1,795	D	\$ 41.76	123,211	I	By Hay Family Limited Partnership
Common Stock						2,246	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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(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 (Instr. 6)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HAY LEWIS III FPL GROUP, INC. 700 UNIVERSE BOULEVARD JUNO BEACH, FL 33408	X		President, CEO and Chairman	Dir/Chairman/CEO of Sub

Signatures

Alissa E. Ballot
(Attorney-in-Fact) 06/13/2006

 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 March 14, 2006.
- (2) Includes 203,655 shares 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. 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.