## Edgar Filing: DEWHURST MORAY P - Form 4

DEWHURST	Г MORAY P											
Form 4												
May 17, 2010	_								OMB AF	PPROVAL		
FORM	<b>FORM 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	OMB 3235-0287		
Check thi if no long subject to Section 1 Form 4 or Form 5	6. Filed pu	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,										
obligatior may conti <i>See</i> Instru 1(b).	inue. Section 17	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 R	Responses)											
			2. Issuer Name <b>and</b> 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					(Cnec	sk an applicable)			
FPL GROU	P, INC., 700 UN RD	IVERSE	(Month/D 05/15/20	-				Director X Officer (give below) Vice Chair		Owner er (specify f Staff		
	(Street) 4. If Amer Filed(Mon				-	1		<ul><li>6. Individual or Joint/Group Filing(Check</li><li>Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>				
JUNO BEA	CH, FL 33408							Form filed by M Person	Iore than One Re	porting		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution Date, if		n Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common				Code V	Amount	(D)	Price ¢	(Instr. 3 and 4)				
Common Stock	05/15/2010			F <u>(1)</u>	3,119	D	\$ 52.71	214,853 <u>(2)</u>	D			
Common Stock								2,401	Ι	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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				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. 700 UNIVERSE BOULEVARD JUNO BEACH, FL 33408			Vice Chairman & Chief of Staff				
Signatures							
Alissa E Ballot							

Date

Alissa E. Ballot (Attorney-in-Fact) 05/17/2010

\*\*Signature of Reporting Person

## **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) Restricted stock withheld by Issuer to satisfy tax withholding obligations on vesting of restricted stock granted August 17, 2009.

Includes a total of 25,977 shares deferred pursuant to the terms of a deferred stock grant under Issuer's Amended and Restated Long Term Incentive Plan (the "Deferred Stock Grant"), including 272 deferred shares deemed acquired on March 15, 2010 pursuant to a dividend

(2) Internet of the Deferred Stock Grant, where the Deferred Stock Grant, shares are distributable in stock at the end of the deferral period.

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.