April 13, 2004

Letter of Comment No: /6
File Reference: 1200-200
Date Received: 4//3/04

Mr. Lawrence W. Smith Director-Technical Application and Implementation Activities Financial Accounting Standards Board 401 Merritt 7 Norwalk, Connecticut 06856-5116

Re: Proposed Statement of Financial Accounting Standards Earnings per Share, an amendment of FASB Statement No. 128

Dear Mr. Smith:

FPL Group, Inc. (FPL Group) appreciates the opportunity to comment to the Financial Accounting Standards Board (Board) on proposed Statement *Earnings per Share, an amendment of FASB Statement No. 128* (the "Proposed Amendment"). FPL Group is a public utility holding company. Its operations are primarily conducted through Florida Power & Light Company, one of the largest investorowned electric utility companies in the nation, serving about half the population of Florida. FPL Group also owns and operates independent power facilities through its unregulated power generation subsidiary, FPL Energy, LLC. We are generally supportive of the proposed amendments to FASB Statement No. 128 and the efforts of the Board and the International Accounting Standards Board to converge their accounting standards. However, we do have certain concerns about the Proposed Amendment as described below.

Mandatorily Convertible Securities

We have concerns regarding the proposed change to paragraph 10 to require that the shares underlying a mandatorily convertible security be included in the denominator of the basic earnings per share calculation from the date that conversion becomes mandatory using the if-converted method. We are aware of at least one major accounting firm that is questioning whether forward contracts to purchase common stock that were issued together with a debt security as an "equity unit" would be included in the definition of mandatorily convertible securities. These detachable forward contracts require cash payment for the shares at the time of exercise and, in many cases, will result in a variable number of shares being issued (dependent on the issuer's share price at or near the exercise date). Accordingly, we believe the shares issuable under the forward contracts should not be included in the calculation of basic earnings per share.

Instead, they should continue to be included in diluted earnings per share using the treasury stock method. We ask that the Board clarify the term mandatorily convertible security.

We support the Board's efforts to make financial statements more useful for investors, creditors, analysts and other financial statement users. We believe the Board has for the most part, in this Proposed Amendment, proposed appropriate changes that will provide financial statements users with relevant information. We appreciate the opportunity to express our views. If you have any questions regarding our comments, please contact us at the numbers listed on the signature page of this document.

Sincerely,

K.M. Davis

Controller and Chief Accounting Officer