UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Name and Address of Reporting Person	2. Issuer Name and Ticker or Trading Symbol						6. Rela	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Hay III, Lewis	FPL Group, Inc. (FPL)						Director	10	0% Owner				
								Officer (give title below)	0	ther (specify below)			
(Last) (First) (Middle) FPL Group, Inc.		dentification ng Person, i		- 111	4. Statement for Month/Day/Year			(1)					
700 Universe Boulevard	1 · = 0.0 up,				February 12	2, 2003	7. Indi	7. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)	Date of Original				Х	Form filed by One Reporting Person							
Juno Beach, FL 33408	(Month/Day/Year)					1)							
(City) (State) (Zip)								Form filed by More than One Reporting Person					
	Table I —	– Non-Deri	ivative S	ecurit	ies Acquired, D	isposed (of, or Be	neficially Owned					
1. Title of Security	2. Trans- action Date	2A. Deemed Execution	3. Transaction Code		4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities Beneficially	6. Owners Form: Direct	Indirect Beneficial			
	(Month/ Day/ Year)	Date, if any (Month/Day/						Owned Following Reported Transaction(s)	(D) or Indirect (I)	Ownership			
		Year)	Code	V	Amount	A or D	Price						
Common Stock								565.1727	I	By Thrift Plan Trust			
Common Stock								5,000	ı	By Hay Family Limited Partnership			
Common Stock	2/12/03		F ⁽²⁾		4,506	D	\$54.20	40,216 ⁽³⁾	D				
									<u> </u>	II .			

FORM 4 (c	continued)	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)													
Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	action Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year	4. Transaction	n			6. Date Exerc and Expirat (Month/Day	on Date	7. Title and Amount of Underlying Securities		8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported Trans-	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
				Code	V	А	D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		action(s)		

(1)	Chairman of the Board, President and Chief Executive Officer and Director of FPL Group, Inc.; Chairman of the Board and Chief Executive Officer and Director of Florida Power 8
	nt Company (subsidiary of Issuer).

DENNIS P. COYLE	February 13, 2003			
Signature of Reporting Person	Date			

⁽²⁾ Restricted stock withheld by Issuer to satisfy tax withholding obligation on vesting of restricted stock which was granted on February 12, 2001.

⁽³⁾ Receipt of 1,600 shares deferred until Mr. Hay's retirement.