

# SECURITIES AND EXCHANGE COMMISSION

## FORM U-3A-2/A

Statement by holding company claiming exemption [Rule 2] [amend]

Filing Date: **1994-03-01** | Period of Report: **1993-12-31**  
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### FILER

#### FPL GROUP INC

CIK: **753308** | IRS No.: **592449419** | State of Incorporation: **FL** | Fiscal Year End: **1231**  
Type: **U-3A-2/A** | Act: **35** | File No.: **069-00302** | Film No.: **94513967**  
SIC: **4911** Electric services

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C.

FORM U-3A-2/A

Statement by Holding Company Claiming  
Exemption under Rule U-3A-2 from the  
Provisions of the Public Utility Holding  
Company Act of 1935

To be Filed Annually Prior to March 1

FPL GROUP, INC.

hereby files with the Securities and Exchange Commission, pursuant to Rule 2, an amendment to its statement claiming exemption as a holding company from the provisions of the Public Utility Holding Company Act of 1935, and submits the following information:

EXHIBIT A

A consolidating statement of income and surplus of the Claimant and its subsidiary companies for the last calendar year, together with a consolidating balance sheet of Claimant and its subsidiary companies as of the close of such calendar year.

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FPL GROUP, INC. AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

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<S> ASSETS	FPL Group, Inc. <C>	Florida Power & Light Company Consolidated <C>	FPL Group Capital Inc Consolidated <C>	Adjusting & Eliminating Entries <C>	FPL Group, Inc. Consolidated <C>
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PROPERTY, PLANT AND EQUIPMENT					
Electric utility plant - at cost	\$0	\$14,838,160	\$0	\$0	\$14,838,160
Construction work in progress	0	781,435	0	0	781,435
Other property	0	5,550	255,575	0	261,125
Less accumulated depreciation and amortization	0	5,541,164	50,101	0	5,591,265
Total property, plant and equipment - net	0	10,083,981	205,474	0	10,289,455
INVESTMENTS					
Utility special use funds	0	378,774	0	0	378,774
Investments in partnerships and joint ventures	0	0	368,724	0	368,724
Investments in leveraged leases	0	0	155,449	0	155,449
Other	4,312,601	4,340	431,034	(4,665,930)	82,045
Total investments	4,312,601	383,114	955,207	(4,665,930)	984,992
CURRENT ASSETS					
Cash and cash equivalents	115,058	7,316	29,640	0	152,014
Customer receivables - net	0	439,473	5,342	0	444,815
Other receivables	4,960	53,255	44,429	(42,862)	59,782
Materials, supplies and fossil fuel stock	0	313,469	16,130	0	329,599
Marketable securities - at market value	171,988	0	0	0	171,988
Recoverable storm costs	0	44,945	0	0	44,945
Other	836	46,532	846	0	48,214
Total current assets	292,842	904,990	96,387	(42,862)	1,251,357
DEFERRED DEBITS AND OTHER ASSETS					
Unamortized debt reacquisition costs of FPL	0	302,561	0	0	302,561
Deferred litigation items of FPL	0	110,859	0	0	110,859
Other	34,741	125,837	8,871	(30,661)	138,788
Total deferred debits and other assets	34,741	539,257	8,871	(30,661)	552,208
Total Assets	\$4,640,184	\$11,911,342	\$1,265,939	(\$4,739,453)	\$13,078,012

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FPL GROUP, INC. AND SUBSIDIARIES

CONSOLIDATING BALANCE SHEET

DECEMBER 31, 1993

Thousands of Dollars

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	FPL Group, Inc. <C>	Florida Power & Light Company Consolidated <C>	FPL Group Capital Inc Consolidated <C>	Adjusting & Eliminating Entries <C>	FPL Group, Inc. Consolidated <C>
<S>					
LIABILITIES AND STOCKHOLDERS' EQUITY					
CAPITALIZATION					
Common shareholders' equity:					
Common stock	\$1,901	\$1,373,069	\$1	(\$1,373,070)	\$1,901
Additional paid-in capital	3,589,994	1,741,436	1,256,451	(2,997,887)	3,589,994
Unearned compensation	(321,121)	0	0	0	(321,121)
Retained earnings	829,833	864,920	(923,936)	59,016	829,833
Total common shareholders' equity	4,100,607	3,979,425	332,516	(4,311,941)	4,100,607
Preferred stock of FPL					
Without sinking fund requirements	0	451,250	0	0	451,250
With sinking fund requirements	0	97,000	0	0	97,000
Long-term debt	0	3,463,065	285,918	0	3,748,983
Total capitalization	4,100,607	7,990,740	618,434	(4,311,941)	8,397,840
CURRENT LIABILITIES					
Commercial paper	0	349,600	0	0	349,600
Current maturities of long-term debt and preferred stock	0	1,500	278,179	1	279,680
Accounts payable	403	310,963	14,004	(2,088)	323,282
Customers' deposits	0	215,492	648	0	216,140
Interest accrued	0	94,940	14,267	(1)	109,206
Income and other taxes	(10,660)	105,425	115	0	94,880
Deferred clause revenues	0	130,786	0	0	130,786
Other	545,360	229,247	6,392	(445,956)	335,043
Total current liabilities	535,103	1,437,953	313,605	(448,044)	1,838,617
DEFERRED CREDITS AND OTHER LIABILITIES					
Accumulated deferred income taxes	0	1,260,587	228,813	22,667	1,512,067
Deferred regulatory credit - income taxes	0	216,546	0	0	216,546
Unamortized investment tax credits	0	323,791	0	0	323,791
Capital lease obligations	0	271,498	0	0	271,498
Other	4,474	410,227	105,087	(2,135)	517,653
Total deferred credits and other liabilities	4,474	2,482,649	333,900	20,532	2,841,555
Total Capitalization and Liabilities	\$4,640,184	\$11,911,342	\$1,265,939	(\$4,739,453)	\$13,078,012

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FPL GROUP, INC. AND SUBSIDIARIES  
CONSOLIDATING STATEMENTS OF INCOME AND  
RETAINED EARNINGS  
DECEMBER 31, 1993  
Thousands of Dollars

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	FPL Group, Inc. <C>	Florida Power & Light Company Consolidated <C>	FPL Group Capital Inc Consolidated <C>	Adjusting & Eliminating Entries <C>	FPL Group, Inc. Consolidated <C>
<S>					
INCOME STATEMENT					
OPERATING REVENUES					
Utility	\$0	\$5,224,299	\$0	\$0	\$5,224,299
Non-utility	0	0	92,417	(422)	91,995
Total	0	5,224,299	92,417	(422)	5,316,294
OPERATING EXPENSES					
Utility operations:					
Fuel, purchased power and interchange	0	1,758,298	0	0	1,758,298
Other operations and maintenance of utility plant	0	1,251,284	0	0	1,251,284
Cost reduction program	0	138,000	0	0	138,000
Non-utility operations	191	0	73,896	(3,831)	70,256
Depreciation and amortization	0	586,543	11,847	(1)	598,389
Taxes other than income taxes	55	523,724	2,330	0	526,109
Total operating expenses	246	4,257,849	88,073	(3,832)	4,342,336
Operating Income	(246)	966,450	4,344	3,410	973,958
INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS					
Interest and preferred dividend requirements	5	369,748	40,006	1	409,760
Allowance for funds used during construction	0	(66,238)	0	0	(66,238)
Other-net	(435,277)	(2,247)	(40,403)	429,115	(48,812)
Interest expense and other - net	(435,272)	301,263	(397)	429,116	294,710
INCOME TAXES					
	6,277	239,890	12,377	(8,045)	250,499
NET INCOME (LOSS)	428,749	425,297	(7,636)	(417,661)	428,749
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR	857,613	917,945	(916,300)	(1,645)	857,613
DEDUCT:					
Dividends	461,639	472,617	0	(472,617)	461,639
Other	(5,110)	5,705	0	(5,705)	(5,110)
RETAINED EARNINGS (DEFICIT) AT END OF YEAR	\$829,833	\$864,920	(\$923,936)	\$59,016	\$829,833

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FLORIDA POWER & LIGHT COMPANY AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

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	Florida Power & Light Company <C>	Land Resources Investment Company <C>	FPL Enersys, Inc. <C>	FPL Enersys Inc. <C>	KPB Financial Corp. <C>	Adjusting & Elimi- nating Entries <C>	Florida Power & Light Company Consolidated <C>
<S>							
ASSETS							
PROPERTY, PLANT AND EQUIPMENT							
Electric utility plant - at cost	\$14,691,482	\$146,678	\$0	\$0	\$0	\$0	\$14,838,160
Construction work in progress	780,785	650	0	0	0	0	781,435
Other property	5,411	0	1,235	140	0	(1,236)	5,550
Less accumulated depreciation and amortization	5,512,197	28,967	0	0	0	0	5,541,164
Total property, plant and equipment - net	9,965,481	118,361	1,235	140	0	(1,236)	10,083,981
INVESTMENTS							
Utility special use funds	378,774	0	0	0	0	0	378,774
Investments in partnerships and joint ventures	0	0	0	0	0	0	0
Investments in leveraged leases	0	0	0	0	0	0	0
Other	144,671	0	0	0	0	(140,331)	4,340
Total investments	523,445	0	0	0	0	(140,331)	383,114
CURRENT ASSETS							
Cash and cash equivalents	7,166	0	0	0	150	0	7,316
Customer receivables - net	137,762	0	0	1,711	300,000	0	439,473
Other receivables	353,320	35,446	0	574	0	(336,085)	53,255
Materials, supplies and fossil fuel stock	313,469	0	0	0	0	0	313,469

Marketable securities - at market value	0	0	0	0	0	0	0
Recoverable storm costs	44,945	0	0	0	0	0	44,945
Other	46,532	0	0	0	0	0	46,532
Total current assets	903,194	35,446	0	2,285	300,150	(336,085)	904,990
DEFERRED DEBITS AND OTHER ASSETS							
Unamortized debt reacquisition costs of FPL	302,561	0	0	0	0	0	302,561
Deferred litigation items of FPL	110,859	0	0	0	0	0	110,859
Other	125,828	0	0	9	0	0	125,837
Total deferred debits and other assets	539,248	0	0	9	0	0	539,257
Total Assets	\$11,931,368	\$153,807	\$1,235	\$2,434	\$300,150	(\$477,652)	\$11,911,342

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FLORIDA POWER & LIGHT COMPANY AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

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	Florida Power & Light Company <C>	Land Resources Investment Company <C>	FPL Enersys, Inc. <C>	FPL Enersys Services, Inc. <C>	KPB Financial Corp. <C>	Adjusting & Eliminating Entries <C>	Florida Power & Light Company Consolidated <C>
LIABILITIES AND STOCKHOLDER'S EQUITY							
CAPITALIZATION							
Common shareholder's equity:							
Common stock	\$1,373,069	\$0	\$0	\$0	\$0	\$0	\$1,373,069
Additional paid-in capital	1,741,436	138,975	3,633	3,633	150	(146,391)	1,741,436
Unearned compensation	0	0	0	0	0	0	0
Retained earnings	864,920	0	(2,398)	(2,397)	(31)	4,826	864,920
Total common shareholder's equity	3,979,425	138,975	1,235	1,236	119	(141,565)	3,979,425
Preferred stock of FPL							
Without sinking fund requirements	451,250	0	0	0	0	0	451,250
With sinking fund requirements	98,500	0	0	0	0	(1,500)	97,000
Long-term debt	3,463,065	0	0	0	0	0	3,463,065
Total capitalization	7,992,240	138,975	1,235	1,236	119	(143,065)	7,990,740
CURRENT LIABILITIES							
Commercial paper	349,600	0	0	0	300,000	(300,000)	349,600
Current maturities of long-term debt and preferred stock	0	0	0	0	0	1,500	1,500
Accounts payable	310,963	0	0	0	0	0	310,963
Customers' deposits	215,492	0	0	0	0	0	215,492
Interest accrued	94,940	0	0	0	0	0	94,940
Income and other taxes	105,169	350	0	(75)	(19)	0	105,425
Deferred clause revenues	130,786	0	0	0	0	0	130,786
Other	265,266	0	0	16	50	(36,085)	229,247
Total current liabilities	1,472,216	350	0	(59)	300,031	(334,585)	1,437,953
DEFERRED CREDITS AND OTHER LIABILITIES							
Accumulated deferred income taxes	1,246,191	13,851	0	545	0	0	1,260,587
Deferred regulatory credit - income taxes	216,546	0	0	0	0	0	216,546
Unamortized investment tax credits	323,160	631	0	0	0	0	323,791
Capital lease obligations	271,498	0	0	0	0	0	271,498
Other	409,517	0	0	712	0	(2)	410,227
Total deferred credits and other liabilities	2,466,912	14,482	0	1,257	0	(2)	2,482,649
Total Capitalization and Liabilities	\$11,931,368	\$153,807	\$1,235	\$2,434	\$300,150	(\$477,652)	\$11,911,342

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FLORIDA POWER & LIGHT COMPANY AND SUBSIDIARIES  
CONSOLIDATING STATEMENTS OF INCOME AND  
RETAINED EARNINGS  
DECEMBER 31, 1993  
Thousands of Dollars

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	Florida Power	Land Resources	FPL	FPL Enersys	KPB	Adjusting & Eliminating	Florida Power & Light
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	& Light Company <C>	Investment Company <C>	Energys, Inc. <C>	Services, Inc. <C>	Financial Corp. <C>	nating Entries <C>	Company Consolidated <C>
<S>							
INCOME STATEMENT							
OPERATING REVENUES							
Utility	\$5,224,299	\$6,436	\$0	\$0	\$0	(\$6,436)	\$5,224,299
Non-utility	0	0	0	0	0	0	0
Total	5,224,299	6,436	0	0	0	(6,436)	5,224,299
OPERATING EXPENSES							
Utility operations:							
Fuel, purchased power and interchange	1,758,298	0	0	0	0	0	1,758,298
Other operations and maintenance of utility plant	1,257,742	0	0	(22)	0	(6,436)	1,251,284
Cost reduction program	138,000	0	0	0	0	0	138,000
Non-utility operations	0	0	0	0	0	0	0
Depreciation and amortization	583,828	2,715	0	0	0	0	586,543
Taxes other than income taxes	520,118	3,606	0	0	0	0	523,724
Total operating expenses	4,257,986	6,321	0	(22)	0	(6,436)	4,257,849
Operating Income	966,313	115	0	22	0	0	966,450
INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS							
Interest and preferred dividend requirements	369,748	0	0	0	50	(50)	369,748
Allowance for funds used during construction	(66,362)	124	0	0	0	0	(66,238)
Other-net	(2,145)	0	(227)	(349)	0	474	(2,247)
Interest expense and other - net	301,241	124	(227)	(349)	50	424	301,263
INCOME TAXES	239,775	(9)	0	143	(19)		239,890
NET INCOME (LOSS)	425,297	0	227	228	(31)	(424)	425,297
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR	917,945	0	(2,625)	(2,625)	0	5,250	917,945
DEDUCT:							
Dividends	472,617	0	0	0	0	0	472,617
Other	5,705	0	0	0	0	0	5,705
RETAINED EARNINGS (DEFICIT) AT END OF YEAR	\$864,920	\$0	(\$2,398)	(\$2,397)	(\$31)	\$4,826	\$864,920

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FPL GROUP CAPITAL INC AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

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	FPL Group Capital Inc <C>	ESI Energy, Inc. Consolidated <C>	QualTec Quality Services, Inc. <C>	Telesat Cable- vision, Inc. Consoli- dated <C>	Turner Foods Corporation Consoli- dated <C>	Alandco Inc. Consoli- dated <C>	Palms Insurance Company, Ltd. Consoli- dated <C>
<S>							
ASSETS							
PROPERTY, PLANT AND EQUIPMENT							
Electric utility plant - at cost	\$0	\$0	\$0	\$0	\$0	\$0	0
Construction work in progress	0	0	0	0	0	0	0
Other property	(63,018)	22,251	2,865	45,366	171,640	73,169	0
Less accumulated depreciation and amortization	0	334	1,318	16,583	24,600	4,478	0
Total property, plant and equipment - net	(63,018)	21,917	1,547	28,783	147,040	68,691	0
INVESTMENTS							
Utility special use funds	0	0	0	0	0	0	0
Investments in partnerships and joint ventures	(7,977)	367,195	0	10,976	0	4,530	0
Investments in leveraged leases	0	155,449	0	0	0	0	0
Other	999,432	67,181	0	0	70	102	9,692
Total investments	991,455	589,825	0	10,976	70	4,632	9,692
CURRENT ASSETS							
Cash and cash equivalents	21,704	(307)	15	6,381	494	(62)	1,406
Customer receivables - net	0	23	1,997	1,419	1,902	0	0
Other receivables	41,155	25,313	1,447	1,372	3,244	2,068	1,561
Materials, supplies and fossil fuel stock	0	0	289	538	15,303	0	0
Marketable securities - at market value	0	0	0	0	0	0	0
Recoverable storm costs	0	0	0	0	0	0	0
Other	0	0	99	90	535	118	4
Total current assets	62,859	25,029	3,847	9,800	21,478	2,124	2,971

DEFERRED DEBITS AND OTHER ASSETS							
Unamortized debt reacquisition costs of FPL	0	0	0	0	0	0	0
Deferred litigation items of FPL	0	0	0	0	0	0	0
Other	4,380	135,684	1,667	3,143	4,355	1,445	814
Total deferred debits and other assets	4,380	135,684	1,667	3,143	4,355	1,445	814
Total Assets	\$995,676	\$772,455	\$7,061	\$52,702	\$172,943	\$76,892	\$13,477

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FPL GROUP CAPITAL INC AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

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	FPL Holdings Inc. <C>	Adjusting & Eliminating Entries <C>	FPL Group Capital Inc Consolidated <C>
<b>ASSETS</b>			
<b>PROPERTY, PLANT AND EQUIPMENT</b>			
Electric utility plant - at cost	\$0	\$0	\$0
Construction work in progress	0	0	0
Other property	3,302	0	255,575
Less accumulated depreciation and amortization	2,789	(1)	50,101
Total property, plant and equipment - net	513	1	205,474
<b>INVESTMENTS</b>			
Utility special use funds	0	0	0
Investments in partnerships and joint ventures	0	(6,000)	368,724
Investments in leveraged leases	0	0	155,449
Other	0	(645,443)	431,034
Total investments	0	(651,443)	955,207
<b>CURRENT ASSETS</b>			
Cash and cash equivalents	8	1	29,640
Customer receivables - net	0	1	5,342
Other receivables	1,162	(32,893)	44,429
Materials, supplies and fossil fuel stock	0	0	16,130
Marketable securities - at market value	0	0	0
Recoverable storm costs	0	0	0
Other	0	0	846
Total current assets	1,170	(32,891)	96,387
<b>DEFERRED DEBITS AND OTHER ASSETS</b>			
Unamortized debt reacquisition costs of FPL	0	0	0
Deferred litigation items of FPL	0	0	0
Other	94	(142,711)	8,871
Total deferred debits and other assets	94	(142,711)	8,871
Total Assets	\$1,777	(\$827,044)	\$1,265,939

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FPL GROUP CAPITAL INC AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

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	FPL Group Capital Inc <C>	ESI Energy, Inc. Consolidated <C>	QualTec Quality Services, Inc. <C>	Telesat Cable-vision, Inc. Consolidated <C>	Turner Foods Corporation Consolidated <C>	Alandco Inc. Consolidated <C>	Palms Insurance Company, Ltd. Consolidated <C>
<b>LIABILITIES AND STOCKHOLDER'S EQUITY CAPITALIZATION</b>							
Common shareholder's equity:							
Common stock	\$1	\$0	\$0	\$0	\$23	\$0	\$200
Additional paid-in capital	1,256,451	372,952	3,967	66,002	127,828	83,287	1,800
Unearned compensation	0	0	0	0	0	0	0
Retained earnings	(923,936)	10,413	(2)	(28,563)	10,038	(6,798)	2,658
Total common shareholder's equity	332,516	383,365	3,965	37,439	137,889	76,489	4,658
Preferred stock of FPL							
Without sinking fund requirements	0	0	0	0	0	0	0
With sinking fund requirements	0	0	0	0	0	0	0

Long-term debt	277,997	3,521	0	0	4,400	0	0
Total capitalization	610,513	386,886	3,965	37,439	142,289	76,489	4,658
CURRENT LIABILITIES							
Commercial paper	0	0	0	0	0	0	0
Current maturities of long-term debt and preferred stock	275,000	3,030	0	0	150	0	0
Accounts payable	10,576	438	391	91	1,790	184	534
Customers' deposits	0	0	0	77	571	0	0
Interest accrued	14,197	0	0	0	70	0	0
Income and other taxes	0	0	0	98	0	15	0
Deferred clause revenues	0	0	0	0	0	0	0
Other	4,923	26,137	2,608	5,319	0	144	66
Total current liabilities	304,696	29,605	2,999	5,585	2,581	343	600
DEFERRED CREDITS AND OTHER LIABILITIES							
Accumulated deferred income taxes	0	340,652	97	8,549	28,073	60	0
Deferred regulatory credit - income taxes	0	0	0	0	0	0	0
Unamortized investment tax credits	0	0	0	0	0	0	0
Capital lease obligations	0	0	0	0	0	0	0
Other	80,467	15,312	0	1,129	0	0	8,219
Total deferred credits and other liabilities	80,467	355,964	97	9,678	28,073	60	8,219
Total Capitalization and Liabilities	\$995,676	\$772,455	\$7,061	\$52,702	\$172,943	\$76,892	\$13,477

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FPL GROUP CAPITAL INC AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

12

	FPL Holdings Inc. <C>	Adjusting & Eliminating Entries <C>	FPL Group Capital Inc Consolidated <C>
<S>			
LIABILITIES AND STOCKHOLDER'S EQUITY			
CAPITALIZATION			
Common shareholder's equity:			
Common stock	\$0	(\$223)	\$1
Additional paid-in capital	2,137	(657,973)	1,256,451
Unearned compensation	0	0	0
Retained earnings	(499)	12,753	(923,936)
Total common shareholder's equity	1,638	(645,443)	332,516
Preferred stock of FPL			
Without sinking fund requirements	0	0	0
With sinking fund requirements	0	0	0
Long-term debt	0	0	285,918
Total capitalization	1,638	(645,443)	618,434
CURRENT LIABILITIES			
Commercial paper	0	0	0
Current maturities of long-term debt and preferred stock	0	(1)	278,179
Accounts payable	0	0	14,004
Customers' deposits	0	0	648
Interest accrued	0	0	14,267
Income and other taxes	1	1	115
Deferred clause revenues	0	0	0
Other	85	(32,890)	6,392
Total current liabilities	86	(32,890)	313,605
DEFERRED CREDITS AND OTHER LIABILITIES			
Accumulated deferred income taxes	29	(148,647)	228,813
Deferred regulatory credit - income taxes	0	0	0
Unamortized investment tax credits	0	0	0
Capital lease obligations	0	0	0
Other	24	(64)	105,087
Total deferred credits and other liabilities	53	(148,711)	333,900
Total Capitalization and Liabilities	\$1,777	(\$827,044)	\$1,265,939

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FPL GROUP CAPITAL INC AND SUBSIDIARIES  
CONSOLIDATING STATEMENTS OF INCOME AND  
RETAINED EARNINGS  
DECEMBER 31, 1993

13



Thousands of Dollars

	FPL Group Capital Inc <C>	ESI Energy, Inc. Consolidated <C>	QualTec Quality Services, Inc. <C>	Telesat Cable- vision, Inc. Consoli- dated <C>	Turner Foods Corporation Consoli- dated <C>	Alandco Inc. Consoli- dated <C>	Palms Insurance Company, Ltd. Consoli- dated <C>
<S>							
INCOME STATEMENT							
OPERATING REVENUES							
Utility	0	\$0	\$0	\$0	\$0	\$0	\$0
Non-utility	0	6,919	13,866	12,996	44,039	11,192	3,052
Total	0	6,919	13,866	12,996	44,039	11,192	3,052
OPERATING EXPENSES							
Utility operations:							
Fuel, purchased power and interchange	0	0	0	0	0	0	0
Other operations and maintenance of utility plant	0	0	0	0	0	0	0
Cost reduction program	0	0	0	0	0	0	0
Non-utility operations	6,478	7,106	10,078	11,615	32,102	3,984	2,516
Depreciation and amortization	377	138	767	3,744	4,459	2,009	0
Taxes other than income taxes	49	137	26	582	0	1,536	0
Total operating expenses	6,904	7,381	10,871	15,941	36,561	7,529	2,516
Operating Income	(6,904)	(462)	2,995	(2,945)	7,478	3,663	536
INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS							
Interest and preferred dividend requirements	38,744	1,156	0	0	0	106	0
Allowance for funds used during construction	0	0	0	0	0	0	0
Other-net	(9,344)	(24,557)	178	(43,459)	(327)	3,823	0
Interest expense and other - net	29,400	(23,401)	178	(43,459)	(327)	3,929	0
INCOME TAXES	(28,668)	12,526	1,019	16,068	2,714	527	80
NET INCOME (LOSS)	(7,636)	10,413	1,798	24,446	5,091	(793)	456
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR	(916,300)	0	2,200	(28,563)	12,947	(6,005)	2,202
DEDUCT:							
Dividends	0	0	4,000	24,446	8,000	0	0
Other	0	0	0	0	0	0	0
RETAINED EARNINGS (DEFICIT) AT END OF YEAR	(\$923,936)	\$10,413	(\$2)	(\$28,563)	\$10,038	(\$6,798)	\$2,658

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FPL GROUP CAPITAL INC AND SUBSIDIARIES  
CONSOLIDATING STATEMENTS OF INCOME AND  
RETAINED EARNINGS  
DECEMBER 31, 1993  
Thousands of Dollars

	FPL Holdings Inc. <C>	Adjusting & Elimi- nating Entries <C>	FPL Group Capital Inc Consolidated <C>
<S>			
INCOME STATEMENT			
OPERATING REVENUES			
Utility	\$0	\$0	\$0
Non-utility	353	0	92,417
Total	353	0	92,417
OPERATING EXPENSES			
Utility operations:			
Fuel, purchased power and interchange	0	0	0
Other operations and maintenance of utility plant	0	0	0
Cost reduction program	0	0	0
Non-utility operations	15	2	73,896
Depreciation and amortization	353	0	11,847
Taxes other than income taxes	0	0	2,330
Total operating expenses	368	2	88,073
Operating Income	(15)	(2)	4,344
INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS			
Interest and preferred dividend requirements	0	0	40,006
Allowance for funds used during construction	0	0	0
Other-net	0	33,283	(40,403)
Interest expense and other - net	0	33,283	(397)
INCOME TAXES	66	8,045	12,377

NET INCOME (LOSS)	(81)	(41,330)	(7,636)
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR	(418)	17,637	(916,300)
DEDUCT:			
Dividends	0	(36,446)	0
Other	0	0	0
RETAINED EARNINGS (DEFICIT) AT END OF YEAR	(\$499)	\$12,753	(\$923,936)

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ESI ENERGY, INC. AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

15

	ESI Energy, Inc <C>	CH Ormesa L.P., Inc. <C>	ESI Geothermal Inc., and ESI Geothermal II, Inc. <C>	ESI Ebensburg, Inc. <C>	ESI Sierra, Inc. <C>	ESI Kern Front, Inc. <C>
<S>						
ASSETS						
PROPERTY, PLANT AND EQUIPMENT						
Electric utility plant - at cost	\$0	\$0	\$0	\$0	\$0	\$0
Construction work in progress	0	0	0	0	0	0
Other property	900	0	0	0	0	0
Less accumulated depreciation and amortization	334	0	0	0	0	0
Total property, plant and equipment - net	566	0	0	0	0	0
INVESTMENTS						
Utility special use funds	0	0	0	0	0	0
Investments in partnerships and joint ventures	3,887	15,279	20,600	14,615	5,679	3,467
Investments in leveraged leases	39,442	0	0	0	0	0
Other	463,399	0	0	0	0	0
Total investments	506,728	15,279	20,600	14,615	5,679	3,467
CURRENT ASSETS						
Cash and cash equivalents	(162)	0	0	0	0	0
Customer receivables - net	23	0	0	0	0	0
Other receivables	(36,063)	(427)	(7,559)	(565)	3,979	8,299
Materials, supplies and fossil fuel stock	0	0	0	0	0	0
Marketable securities - at market value	0	0	0	0	0	0
Recoverable storm costs	0	0	0	0	0	0
Other	0	0	0	0	0	0
Total current assets	(36,202)	(427)	(7,559)	(565)	3,979	8,299
DEFERRED DEBITS AND OTHER ASSETS						
Unamortized debt reacquisition costs of FPL	0	0	0	0	0	0
Deferred litigation items of FPL	0	0	0	0	0	0
Other	86,903	0	0	0	0	0
Total deferred debits and other assets	86,903	0	0	0	0	0
Total Assets	\$557,995	\$14,852	\$13,041	\$14,050	\$9,658	\$11,766

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ESI ENERGY, INC. AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

16

	ESI Double "C", Inc. <C>	ESI Victory, Inc. <C>	CH POSDEF L.P., Inc. <C>	ESI West Enfield, Inc. <C>	ESI Sky River, Inc <C>	Hyperion IX, Inc. <C>
<S>						
ASSETS						
PROPERTY, PLANT AND EQUIPMENT						
Electric utility plant - at cost	\$0	\$0	\$0	\$0	\$0	\$0
Construction work in progress	0	0	0	0	0	0
Other property	0	0	0	0	0	0
Less accumulated depreciation and amortization	0	0	0	0	0	0
Total property, plant and equipment - net	0	0	0	0	0	0
INVESTMENTS						
Utility special use funds	0	0	0	0	0	0
Investments in partnerships and joint ventures	5,797	5,445	36,722	6,224	10,130	25,651
Investments in leveraged leases	0	0	0	0	0	0
Other	0	0	0	0	0	0
Total investments	5,797	5,445	36,722	6,224	10,130	25,651
CURRENT ASSETS						
Cash and cash equivalents	0	0	0	0	0	0
Customer receivables - net	0	0	0	0	0	0

Other receivables	6,715	6,296	(747)	3,022	24,808	31,311
Materials, supplies and fossil fuel stock	0	0	0	0	0	0
Marketable securities - at market value	0	0	0	0	0	0
Recoverable storm costs	0	0	0	0	0	0
Other	0	0	0	0	0	0
Total current assets	6,715	6,296	(747)	3,022	24,808	31,311
DEFERRED DEBITS AND OTHER ASSETS						
Unamortized debt reacquisition costs of FPL	0	0	0	0	0	0
Deferred litigation items of FPL	0	0	0	0	0	0
Other	0	0	0	0	0	0
Total deferred debits and other assets	0	0	0	0	0	0
Total Assets	\$12,512	\$11,741	\$35,975	\$9,246	\$34,938	\$56,962

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ESI ENERGY, INC. AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

17

	ESI Brady, Inc. <C>	ESI California Holdings, Inc. <C>	Alpha Joshua (Prime), Inc. <C>	ESI Pittsly- vani Inc. <C>	Hyperion VIII, Inc. <C>	ESI SEMASS Corp. LP, Inc. <C>
<S>						
ASSETS						
PROPERTY, PLANT AND EQUIPMENT						
Electric utility plant - at cost	\$0	\$0	\$0	\$0	\$0	\$0
Construction work in progress	0	0	0	0	0	0
Other property	0	0	0	0	0	0
Less accumulated depreciation and amortization	0	0	0	0	0	0
Total property, plant and equipment - net	0	0	0	0	0	0
INVESTMENTS						
Utility special use funds	0	0	0	0	0	0
Investments in partnerships and joint ventures	(3,916)	0	0	78,504	16,973	5,430
Investments in leveraged leases	0	0	0	0	0	0
Other	0	0	0	0	0	0
Total investments	(3,916)	0	0	78,504	16,973	5,430
CURRENT ASSETS						
Cash and cash equivalents	0	0	0	19,898	0	0
Customer receivables - net	0	0	0	0	0	0
Other receivables	(3,140)	0	132	0	28,138	18,740
Materials, supplies and fossil fuel stock	0	0	0	0	0	0
Marketable securities - at market value	0	0	0	0	0	0
Recoverable storm costs	0	0	0	0	0	0
Other	0	0	0	0	0	0
Total current assets	(3,140)	0	132	19,898	28,138	18,740
DEFERRED DEBITS AND OTHER ASSETS						
Unamortized debt reacquisition costs of FPL	0	0	0	0	0	0
Deferred litigation items of FPL	0	0	0	0	0	0
Other	0	0	0	0	0	0
Total deferred debits and other assets	0	0	0	0	0	0
Total Assets	(\$7,056)	\$0	\$132	\$98,402	\$45,111	\$24,170

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ESI ENERGY, INC. AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

18

	ESI Bay Area, Inc. <C>	ESI Jonesboro, Inc. <C>	FPL Investments Inc <C>	Beta Willow (Prime), Inc. <C>	ESI URI, Inc. <C>	ESI Mont- gomery County, Inc. <C>	ESI Vale II <C>
<S>							
ASSETS							
PROPERTY, PLANT AND EQUIPMENT							
Electric utility plant - at cost	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Construction work in progress	0	0	0	0	0	0	0
Other property	0	0	0	0	0	0	0
Less accumulated depreciation and amortization	0	0	0	0	0	0	0
Total property, plant and equipment - net	0	0	0	0	0	0	0

INVESTMENTS							
Utility special use funds	0	0	0	0	0	0	0
Investments in partnerships and joint ventures	22,556	7,460	0	0	630	30,546	0
Investments in leveraged leases	0	0	116,007	0	0	0	0
Other	0	0	0	0	0	0	1,530
Total investments	22,556	7,460	116,007	0	630	30,546	1,530
CURRENT ASSETS							
Cash and cash equivalents	0	0	0	0	0	0	16
Customer receivables - net	0	0	0	0	0	0	0
Other receivables	13,341	2,975	38,193	132	49	23,991	0
Materials, supplies and fossil fuel stock	0	0	0	0	0	0	0
Marketable securities - at market value	0	0	0	0	0	0	0
Recoverable storm costs	0	0	0	0	0	0	0
Other	0	0	0	0	0	0	0
Total current assets	13,341	2,975	38,193	132	49	23,991	16
DEFERRED DEBITS AND OTHER ASSETS							
Unamortized debt reacquisition costs of FPL	0	0	0	0	0	0	0
Deferred litigation items of FPL	0	0	0	0	0	0	0
Other	0	0	48,781	0	0	0	0
Total deferred debits and other assets	0	0	48,781	0	0	0	0
Total Assets	\$35,897	\$10,435	\$202,981	\$132	\$679	\$54,537	\$1,546

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ESI ENERGY, INC. AND SUBSIDIARIES 19  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

	ESI Australia II Inc. <C>	MES Financial Corp <C>	ESI Antilles LP, Inc. <C>	ESI Doswell, Inc. <C>	Adjusting & Eliminating Entries <C>	ESI Energy, Inc. Consolidated <C>
ASSETS						
PROPERTY, PLANT AND EQUIPMENT						
Electric utility plant - at cost	\$0	\$0	\$0	\$0	\$0	\$0
Construction work in progress	0	0	0	0	0	0
Other property	0	0	21,351	0	0	22,251
Less accumulated depreciation and amortization	0	0	0	0	0	334
Total property, plant and equipment - net	0	0	21,351	0	0	21,917
INVESTMENTS						
Utility special use funds	0	0	0	0	0	0
Investments in partnerships and joint ventures	5,455	0	0	37,194	12,867	367,195
Investments in leveraged leases	0	0	0	0	0	155,449
Other	0	70,000	0	0	(467,748)	67,181
Total investments	5,455	70,000	0	37,194	(454,881)	589,825
CURRENT ASSETS						
Cash and cash equivalents	0	0	0	0	(20,059)	(307)
Customer receivables - net	0	0	0	0	0	23
Other receivables	0	148	0	(7,318)	(129,137)	25,313
Materials, supplies and fossil fuel stock	0	0	0	0	0	0
Marketable securities - at market value	0	0	0	0	0	0
Recoverable storm costs	0	0	0	0	0	0
Other	0	0	0	0	0	0
Total current assets	0	148	0	(7,318)	(149,196)	25,029
DEFERRED DEBITS AND OTHER ASSETS						
Unamortized debt reacquisition costs of FPL	0	0	0	0	0	0
Deferred litigation items of FPL	0	0	0	0	0	0
Other	0	0	0	0	0	135,684
Total deferred debits and other assets	0	0	0	0	0	135,684
Total Assets	\$5,455	\$70,148	\$21,351	\$29,876	(\$604,077)	\$772,455

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ESI ENERGY, INC. AND SUBSIDIARIES 20  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

ESI	CH Ormesa L.P.,	ESI Geothermal Inc., and ESI Geothermal II,	ESI Ebensburg,	ESI Sierra,	ESI Kern Front,
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<S>	Energy, Inc <C>	Inc. <C>	Inc. <C>	Inc. <C>	Inc. <C>	Inc. <C>
LIABILITIES AND STOCKHOLDER'S EQUITY						
CAPITALIZATION						
Common shareholder's equity:						
Common stock	\$0	\$0	\$0	\$0	\$0	\$0
Additional paid-in capital	372,952	12,949	(16,414)	3,200	1,790	5,642
Unearned compensation	0	0	0	0	0	0
Retained earnings	(8,251)	1,592	6,843	1,804	3,019	1,835
Total common shareholder's equity	364,701	14,541	(9,571)	5,004	4,809	7,477
Preferred stock of FPL						
Without sinking fund requirements	0	0	0	0	0	0
With sinking fund requirements	0	0	0	0	0	0
Long-term debt	0	0	0	6,388	0	0
Total capitalization	364,701	14,541	(9,571)	11,392	4,809	7,477
CURRENT LIABILITIES						
Commercial paper	0	0	0	0	0	0
Current maturities of long-term debt and preferred stock	0	0	0	0	0	0
Accounts payable	268	0	0	0	0	0
Customers' deposits	0	0	0	0	0	0
Interest accrued	0	0	0	0	0	0
Income and other taxes	0	0	0	0	0	0
Deferred clause revenues	0	0	0	0	0	0
Other	137,396	(35)	35	1,579	5	6
Total current liabilities	137,664	(35)	35	1,579	5	6
DEFERRED CREDITS AND OTHER LIABILITIES						
Accumulated deferred income taxes	33,287	346	22,577	1,079	4,844	4,283
Deferred regulatory credit - income taxes	0	0	0	0	0	0
Unamortized investment tax credits	0	0	0	0	0	0
Capital lease obligations	0	0	0	0	0	0
Other	22,343	0	0	0	0	0
Total deferred credits and other liabilities	55,630	346	22,577	1,079	4,844	4,283
Total Capitalization and Liabilities	\$557,995	\$14,852	\$13,041	\$14,050	\$9,658	\$11,766

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ESI ENERGY, INC. AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

21

<S>	ESI Double "C", Inc. <C>	ESI Victory, Inc. <C>	CH POSDEF L.P., Inc. <C>	ESI West Enfield, Inc. <C>	ESI Sky River, Inc <C>	Hyperion IX, Inc. <C>
LIABILITIES AND STOCKHOLDER'S EQUITY						
CAPITALIZATION						
Common shareholder's equity:						
Common stock	\$0	\$0	\$0	\$0	\$0	\$0
Additional paid-in capital	5,287	3,919	32,045	1,942	9,994	37,736
Unearned compensation	0	0	0	0	0	0
Retained earnings	1,933	1,992	2,838	2,519	(542)	(3,204)
Total common shareholder's equity	7,220	5,911	34,883	4,461	9,452	34,532
Preferred stock of FPL						
Without sinking fund requirements	0	0	0	0	0	0
With sinking fund requirements	0	0	0	0	0	0
Long-term debt	0	0	0	0	0	0
Total capitalization	7,220	5,911	34,883	4,461	9,452	34,532
CURRENT LIABILITIES						
Commercial paper	0	0	0	0	0	0
Current maturities of long-term debt and preferred stock	0	0	0	0	0	0
Accounts payable	0	0	0	0	0	0
Customers' deposits	0	0	0	0	0	0
Interest accrued	0	0	0	0	0	0
Income and other taxes	0	0	0	0	0	0
Deferred clause revenues	0	0	0	0	0	0
Other	4	1	2	13	3	202
Total current liabilities	4	1	2	13	3	202
DEFERRED CREDITS AND OTHER LIABILITIES						
Accumulated deferred income taxes	5,288	5,829	1,090	4,772	25,483	22,228
Deferred regulatory credit - income taxes	0	0	0	0	0	0
Unamortized investment tax credits	0	0	0	0	0	0
Capital lease obligations	0	0	0	0	0	0

Other	0	0	0	0	0	0
Total deferred credits and other liabilities	5,288	5,829	1,090	4,772	25,483	22,228
Total Capitalization and Liabilities	\$12,512	\$11,741	\$35,975	\$9,246	\$34,938	\$56,962

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ESI ENERGY, INC. AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

22

	ESI Brady, Inc. <C>	ESI California Holdings, Inc. <C>	Alpha Joshua (Prime), Inc. <C>	ESI Pittsly- vani Inc. <C>	Hyperion VIII, Inc. <C>	ESI SEMASS Corp. LP, Inc. <C>
<b>LIABILITIES AND STOCKHOLDER'S EQUITY</b>						
<b>CAPITALIZATION</b>						
Common shareholder's equity:						
Common stock	\$0	\$0	\$0	\$0	\$0	\$0
Additional paid-in capital	0	0	0	28,402	26,296	20,561
Unearned compensation	0	0	0	0	0	0
Retained earnings	(3,009)	(2)	34	(152)	(2,950)	(10,221)
Total common shareholder's equity	(3,009)	(2)	34	28,250	23,346	10,340
Preferred stock of FPL						
Without sinking fund requirements	0	0	0	0	0	0
With sinking fund requirements	0	0	0	0	0	0
Long-term debt	0	0	0	70,000	0	0
Total capitalization	(3,009)	(2)	34	98,250	23,346	10,340
<b>CURRENT LIABILITIES</b>						
Commercial paper	0	0	0	0	0	0
Current maturities of long-term debt and preferred stock	0	0	0	0	0	0
Accounts payable	0	0	0	0	0	0
Customers' deposits	0	0	0	0	0	0
Interest accrued	0	0	0	0	0	0
Income and other taxes	0	0	0	0	0	0
Deferred clause revenues	0	0	0	0	0	0
Other	49	2	0	152	292	24
Total current liabilities	49	2	0	152	292	24
<b>DEFERRED CREDITS AND OTHER LIABILITIES</b>						
Accumulated deferred income taxes	(4,096)	0	98	0	21,473	13,806
Deferred regulatory credit - income taxes	0	0	0	0	0	0
Unamortized investment tax credits	0	0	0	0	0	0
Capital lease obligations	0	0	0	0	0	0
Other	0	0	0	0	0	0
Total deferred credits and other liabilities	(4,096)	0	98	0	21,473	13,806
Total Capitalization and Liabilities	(\$7,056)	\$0	\$132	\$98,402	\$45,111	\$24,170

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ESI ENERGY, INC. AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

23

	ESI Bay Area, Inc. <C>	ESI Jonesboro, Inc. <C>	FPL Investments Inc <C>	Beta Willow (Prime), Inc. <C>	ESI URI, Inc. <C>	ESI Mont- gomery County, Inc. <C>	ESI Vale II <C>
<b>LIABILITIES AND STOCKHOLDER'S EQUITY</b>							
<b>CAPITALIZATION</b>							
Common shareholder's equity:							
Common stock	\$0	\$0	\$1	\$0	\$0	\$0	\$0
Additional paid-in capital	21,250	3,165	53,794	0	1,080	12,855	0
Unearned compensation	0	0	0	0	0	0	0
Retained earnings	1,698	2,473	1,323	34	(365)	(547)	0
Total common shareholder's equity	22,948	5,638	55,118	34	715	12,308	0
Preferred stock of FPL							
Without sinking fund requirements	0	0	0	0	0	0	0
With sinking fund requirements	0	0	0	0	0	0	0
Long-term debt	0	0	0	0	0	11,766	0
Total capitalization	22,948	5,638	55,118	34	715	24,074	0

CURRENT LIABILITIES							
Commercial paper	0	0	0	0	0	2,338	0
Current maturities of long-term debt and preferred stock	0	0	0	0	0	0	0
Accounts payable	0	0	0	0	0	0	0
Customers' deposits	0	0	0	0	0	0	0
Interest accrued	0	0	0	0	0	0	0
Income and other taxes	0	0	0	0	0	0	0
Deferred clause revenues	0	0	0	0	0	0	0
Other	6	14	5,098	1	135	8,417	1,546
Total current liabilities	6	14	5,098	1	135	10,755	1,546

DEFERRED CREDITS AND OTHER LIABILITIES							
Accumulated deferred income taxes	12,943	4,783	142,765	97	(171)	19,708	0
Deferred regulatory credit - income taxes	0	0	0	0	0	0	0
Unamortized investment tax credits	0	0	0	0	0	0	0
Capital lease obligations	0	0	0	0	0	0	0
Other	0	0	0	0	0	0	0
Total deferred credits and other liabilities	12,943	4,783	142,765	97	(171)	19,708	0
Total Capitalization and Liabilities	\$35,897	\$10,435	\$202,981	\$132	\$679	\$54,537	\$1,546

<TABLE>  
<CAPTION>

ESI ENERGY, INC. AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

24

	ESI Australia II Inc. <C>	MES Financial Corp <C>	ESI Antilles LP, Inc. <C>	ESI Doswell, Inc. <C>	Adjusting & Eliminating Entries <C>	ESI Energy, Inc. Consolidated <C>
<b>LIABILITIES AND STOCKHOLDER'S EQUITY</b>						
<b>CAPITALIZATION</b>						
Common shareholder's equity:						
Common stock	\$0	\$0	\$0	\$0	(\$1)	\$0
Additional paid-in capital	5,455	70,000	18,113	21,994	(381,055)	372,952
Unearned compensation	0	0	0	0	0	0
Retained earnings	0	148	0	9,719	(148)	10,413
Total common shareholder's equity	5,455	70,148	18,113	31,713	(381,204)	383,365
Preferred stock of FPL						
Without sinking fund requirements	0	0	0	0	0	0
With sinking fund requirements	0	0	0	0	0	0
Long-term debt	0	0	2,750	0	(87,383)	3,521
Total capitalization	5,455	70,148	20,863	31,713	(468,587)	386,886

CURRENT LIABILITIES						
Commercial paper	0	0	0	0	(2,338)	0
Current maturities of long-term debt and preferred stock	0	0	0	0	3,030	3,030
Accounts payable	0	0	331	0	(161)	438
Customers' deposits	0	0	0	0	0	0
Interest accrued	0	0	0	0	0	0
Income and other taxes	0	0	0	0	0	0
Deferred clause revenues	0	0	0	0	0	0
Other	0	0	157	23	(128,990)	26,137
Total current liabilities	0	0	488	23	(128,459)	29,605

DEFERRED CREDITS AND OTHER LIABILITIES						
Accumulated deferred income taxes	0	0	0	(1,860)	0	340,652
Deferred regulatory credit - income taxes	0	0	0	0	0	0
Unamortized investment tax credits	0	0	0	0	0	0
Capital lease obligations	0	0	0	0	0	0
Other	0	0	0	0	(7,031)	15,312
Total deferred credits and other liabilities	0	0	0	(1,860)	(7,031)	355,964

Total Capitalization and Liabilities	\$5,455	\$70,148	\$21,351	\$29,876	(\$604,077)	\$772,455
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<TABLE>  
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ESI ENERGY, INC. AND SUBSIDIARIES  
CONSOLIDATING STATEMENTS OF INCOME AND  
RETAINED EARNINGS  
DECEMBER 31, 1993  
Thousands of Dollars

25

ESI	CH Ormesa L.P.,	ESI Geothermal Inc., and ESI Geothermal II,	ESI Ebensburg,	ESI Sierra,	ESI Kern Front,
-----	--------------------	---	-------------------	----------------	-----------------------

	Energy, Inc <C>	Inc. <C>	Inc. <C>	Inc. <C>	Inc. <C>	Inc. <C>
<S>						
INCOME STATEMENT						
OPERATING REVENUES						
Utility	\$0	\$0	\$0	\$0	\$0	\$0
Non-utility	4,332	0	200	0	50	50
Total	4,332	0	200	0	50	50
OPERATING EXPENSES						
Utility operations:						
Fuel, purchased power and interchange	0	0	0	0	0	0
Other operations and maintenance of utility plant	0	0	0	0	0	0
Cost reduction program	0	0	0	0	0	0
Non-utility operations	6,772	18	34	12	2	2
Depreciation and amortization	138	0	0	0	0	0
Taxes other than income taxes	137	0	0	0	0	0
Total operating expenses	7,047	18	34	12	2	2
Operating Income	(2,715)	(18)	166	(12)	48	48
INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS						
Interest and preferred dividend requirements	(1,562)	0	0	488	0	0
Allowance for funds used during construction	0	0	0	0	0	0
Other-net	(2,114)	(1,595)	(2,189)	(3,579)	(957)	(295)
Interest expense and other - net	(3,676)	(1,595)	(2,189)	(3,091)	(957)	(295)
INCOME TAXES						
	217	505	476	1,275	449	196
NET INCOME (LOSS)						
	744	1,072	1,879	1,804	556	147
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR						
	(8,995)	520	4,964	0	2,463	1,688
DEDUCT:						
Dividends	0	0	0	0	0	0
Other	0	0	0	0	0	0
RETAINED EARNINGS (DEFICIT) AT END OF YEAR						
	(\$8,251)	\$1,592	\$6,843	\$1,804	\$3,019	\$1,835

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ESI ENERGY, INC. AND SUBSIDIARIES  
CONSOLIDATING STATEMENTS OF INCOME AND  
RETAINED EARNINGS  
DECEMBER 31, 1993  
Thousands of Dollars

26

	ESI Double "C", Inc. <C>	ESI Victory, Inc. <C>	CH POSDEF L.P.,Inc. <C>	ESI West Enfield, Inc. <C>	ESI Sky River, Inc <C>	Hyperion IX, Inc. <C>
<S>						
INCOME STATEMENT						
OPERATING REVENUES						
Utility	\$0	\$0	\$0	\$0	\$0	\$0
Non-utility	158	0	80	0	0	0
Total	158	0	80	0	0	0
OPERATING EXPENSES						
Utility operations:						
Fuel, purchased power and interchange	0	0	0	0	0	0
Other operations and maintenance of utility plant	0	0	0	0	0	0
Cost reduction program	0	0	0	0	0	0
Non-utility operations	2	1	2	4	3	4
Depreciation and amortization	0	0	0	0	0	0
Taxes other than income taxes	0	0	0	0	0	0
Total operating expenses	2	1	2	4	3	4
Operating Income	156	(1)	78	(4)	(3)	(4)
INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS						
Interest and preferred dividend requirements	0	0	0	0	0	0
Allowance for funds used during construction	0	0	0	0	0	0
Other-net	(380)	(1,441)	(3,999)	(1,816)	(4,100)	3,423
Interest expense and other - net	(380)	(1,441)	(3,999)	(1,816)	(4,100)	3,423
INCOME TAXES						
	319	755	1,686	818	2,490	(619)
NET INCOME (LOSS)						
	217	685	2,391	994	1,607	(2,808)
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR						
	1,716	1,307	447	1,525	(2,149)	(396)
DEDUCT:						
Dividends	0	0	0	0	0	0
Other	0	0	0	0	0	0
RETAINED EARNINGS (DEFICIT) AT END OF YEAR						
	\$1,933	\$1,992	\$2,838	\$2,519	(\$542)	(\$3,204)

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ESI ENERGY, INC. AND SUBSIDIARIES  
CONSOLIDATING STATEMENTS OF INCOME AND  
RETAINED EARNINGS  
DECEMBER 31, 1993  
Thousands of Dollars

27

	ESI Brady, Inc. <C>	ESI California Holdings, Inc. <C>	Alpha Joshua (Prime), Inc. <C>	ESI Pittsly- vani Inc. <C>	Hyperion VIII, Inc. <C>	ESI SEMASS Corp. LP, Inc. <C>
<S>						
INCOME STATEMENT						
OPERATING REVENUES						
Utility	\$0	\$0	\$0	\$0	\$0	\$0
Non-utility	0	0	0	0	0	83
Total	0	0	0	0	0	83
OPERATING EXPENSES						
Utility operations:						
Fuel, purchased power and interchange	0	0	0	0	0	0
Other operations and maintenance of utility plant	0	0	0	0	0	0
Cost reduction program	0	0	0	0	0	0
Non-utility operations	10	0	0	4	5	119
Depreciation and amortization	0	0	0	0	0	0
Taxes other than income taxes	0	0	0	0	0	0
Total operating expenses	10	0	0	4	5	119
Operating Income	(10)	0	0	(4)	(5)	(36)
INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS						
Interest and preferred dividend requirements	0	0	0	148	0	0
Allowance for funds used during construction	0	0	0	0	0	0
Other-net	3,915	0	0	0	3,640	2,426
Interest expense and other - net	3,915	0	0	148	3,640	2,426
INCOME TAXES	(956)	0	(7)	0	(770)	(797)
NET INCOME (LOSS)	(2,969)	0	7	(152)	(2,875)	(1,665)
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR	(40)	(2)	27	0	(75)	(8,556)
DEDUCT:						
Dividends	0	0	0	0	0	0
Other	0	0	0	0	0	0
RETAINED EARNINGS (DEFICIT) AT END OF YEAR	(\$3,009)	(\$2)	\$34	(\$152)	(\$2,950)	(\$10,221)

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ESI ENERGY, INC. AND SUBSIDIARIES  
CONSOLIDATING STATEMENTS OF INCOME AND  
RETAINED EARNINGS  
DECEMBER 31, 1993  
Thousands of Dollars

28

	ESI Bay Area, Inc. <C>	ESI Jonesboro, Inc. <C>	FPL Investments Inc <C>	Beta Willow (Prime), Inc. <C>	ESI URI, Inc. <C>	ESI Mont- gomery County, Inc. <C>	ESI Vale II <C>
<S>							
INCOME STATEMENT							
OPERATING REVENUES							
Utility	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Non-utility	0	0	1,966	0	0	0	0
Total	0	0	1,966	0	0	0	0
OPERATING EXPENSES							
Utility operations:							
Fuel, purchased power and interchange	0	0	0	0	0	0	0
Other operations and maintenance of utility plant	0	0	0	0	0	0	0
Cost reduction program	0	0	0	0	0	0	0
Non-utility operations	6	4	58	0	10	12	0
Depreciation and amortization	0	0	0	0	0	0	0
Taxes other than income taxes	0	0	0	0	0	0	0
Total operating expenses	6	4	58	0	10	12	0
Operating Income	(6)	(4)	1,908	0	(10)	(12)	0
INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS							
Interest and preferred dividend requirements	0	0	995	0	0	1,074	0
Allowance for funds used during construction	0	0	0	0	0	0	0
Other-net	(146)	(1,796)	(1,717)	0	1	(788)	0
Interest expense and other - net	(146)	(1,796)	(722)	0	1	286	0
INCOME TAXES	248	854	1,307	(7)	(38)	249	0

NET INCOME (LOSS)	(108)	938	1,323	7	27	(547)	0
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR	1,806	1,535	0	27	(392)	0	0
DEDUCT:							
Dividends	0	0	0	0	0	0	0
Other	0	0	0	0	0	0	0
RETAINED EARNINGS (DEFICIT) AT END OF YEAR	\$1,698	\$2,473	\$1,323	\$34	(\$365)	(\$547)	\$0

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ESI ENERGY, INC. AND SUBSIDIARIES  
CONSOLIDATING STATEMENTS OF INCOME AND  
RETAINED EARNINGS  
DECEMBER 31, 1993  
Thousands of Dollars

29

	ESI Australia II Inc. <C>	MES Financial Corp <C>	ESI Antilles LP, Inc. <C>	ESI Doswell, Inc. <C>	Adjusting & Eliminating Entries <C>	ESI Energy, Inc. Consolidated <C>
<S>						
INCOME STATEMENT						
OPERATING REVENUES						
Utility	\$0	\$0	\$0	\$0	\$0	\$0
Non-utility	0	0	0	0	0	6,919
Total	0	0	0	0	0	6,919
OPERATING EXPENSES						
Utility operations:						
Fuel, purchased power and interchange	0	0	0	0	0	0
Other operations and maintenance of utility plant	0	0	0	0	0	0
Cost reduction program	0	0	0	0	0	0
Non-utility operations	0	0	0	22	0	7,106
Depreciation and amortization	0	0	0	0	0	138
Taxes other than income taxes	0	0	0	0	0	137
Total operating expenses	0	0	0	22	0	7,381
Operating Income	0	0	0	(22)	0	(462)
INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS						
Interest and preferred dividend requirements	0	0	0	13	0	1,156
Allowance for funds used during construction	0	0	0	0	0	0
Other-net	0	0	0	(11,050)	0	(24,557)
Interest expense and other - net	0	0	0	(11,037)	0	(23,401)
INCOME TAXES	0	0	0	3,876	0	12,526
NET INCOME (LOSS)	0	0	0	7,139	0	10,413
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR	0	148	0	2,580	(148)	0
DEDUCT:						
Dividends	0	0	0	0	0	0
Other	0	0	0	0	0	0
RETAINED EARNINGS (DEFICIT) AT END OF YEAR	\$0	\$148	\$0	\$9,719	(\$148)	\$10,413

<TABLE>  
<CAPTION>

TELESAT CABLEVISION, INC. AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

30

	Telesat Cablevision of South Florida, Inc. <C>	Cable LPI, Inc. <C>	Cable LP (Pasco), Inc. <C>	Adjusting & Eliminating Entries <C>	Telesat Cablevision of South Florida, Inc Consolidated <C>
<S>					
ASSETS					
PROPERTY, PLANT AND EQUIPMENT					
Electric utility plant - at cost	\$0	\$0	\$0	\$0	\$0
Construction work in progress	0	0	0	0	0
Other property	0	0	0	0	0
Less accumulated depreciation and amortization	0	0	0	0	0
Total property, plant and equipment - net	0	0	0	0	0
INVESTMENTS					
Utility special use funds	0	0	0	0	0
Investments in partnerships and joint ventures	10,976	7,509	3,467	(10,976)	10,976
Investments in leveraged leases	0	0	0	0	0
Other	0	0	0	0	0
Total investments	10,976	7,509	3,467	(10,976)	10,976

CURRENT ASSETS					
Cash and cash equivalents	216	216	0	(216)	216
Customer receivables - net	0	0	0	0	0
Other receivables	0	0	0	0	0
Materials, supplies and fossil fuel stock	0	0	0	0	0
Marketable securities - at market value	0	0	0	0	0
Recoverable storm costs	0	0	0	0	0
Other	0	0	0	0	0
Total current assets	216	216	0	(216)	216
DEFERRED DEBITS AND OTHER ASSETS					
Unamortized debt reacquisition costs of FPL	0	0	0	0	0
Deferred litigation items of FPL	0	0	0	0	0
Other	0	0	0	0	0
Total deferred debits and other assets	0	0	0	0	0
Total Assets	\$11,192	\$7,725	\$3,467	(\$11,192)	\$11,192

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TELESAT CABLEVISION, INC. AND SUBSIDIARIES

31

CONSOLIDATING BALANCE SHEET

DECEMBER 31, 1993

Thousands of Dollars

	Telesat Cablevision Inc. <C>	Telesat Cablevision of South Florida, Inc. <C>	Adjusting & Eliminating Entries <C>	Telesat Cablevision Inc. Consolidated <C>
<S>				
ASSETS				
PROPERTY, PLANT AND EQUIPMENT				
Electric utility plant - at cost	\$0	\$0	\$0	\$0
Construction work in progress	0	0	0	0
Other property	45,366	0	0	45,366
Less accumulated depreciation and amortization	16,583	0	0	16,583
Total property, plant and equipment - net	28,783	0	0	28,783
INVESTMENTS				
Utility special use funds	0	0	0	0
Investments in partnerships and joint ventures	10,976	10,976	(10,976)	10,976
Investments in leveraged leases	0	0	0	0
Other	0	0	0	0
Total investments	10,976	10,976	(10,976)	10,976
CURRENT ASSETS				
Cash and cash equivalents	6,381	216	(216)	6,381
Customer receivables - net	1,419	0	0	1,419
Other receivables	1,372	0	0	1,372
Materials, supplies and fossil fuel stock	538	0	0	538
Marketable securities - at market value	0	0	0	0
Recoverable storm costs	0	0	0	0
Other	90	0	0	90
Total current assets	9,800	216	(216)	9,800
DEFERRED DEBITS AND OTHER ASSETS				
Unamortized debt reacquisition costs of FPL	0	0	0	0
Deferred litigation items of FPL	0	0	0	0
Other	3,143	0	0	3,143
Total deferred debits and other assets	3,143	0	0	3,143
Total Assets	\$52,702	\$11,192	(\$11,192)	\$52,702

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ASSETS

PROPERTY, PLANT AND EQUIPMENT

Electric utility plant - at cost  
Construction work in progress  
Other property  
Less accumulated depreciation and amortization  
Total property, plant and equipment - net

INVESTMENTS

Utility special use funds  
Investments in partnerships and joint ventures  
Investments in leveraged leases  
Other  
Total investments

CURRENT ASSETS

Cash and cash equivalents  
Customer receivables - net  
Other receivables  
Materials, supplies and fossil fuel stock  
Marketable securities - at market value  
Recoverable storm costs  
Other  
Total current assets

DEFERRED DEBITS AND OTHER ASSETS

Unamortized debt reacquisition costs of FPL  
Deferred litigation items of FPL  
Other  
Total deferred debits and other assets

Total Assets

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TELESAT CABLEVISION, INC. AND SUBSIDIARIES

32

CONSOLIDATING BALANCE SHEET

DECEMBER 31, 1993

Thousands of Dollars

	Telesat Cablevision of South Florida, Inc. <C>	Cable LPI, Inc. <C>	Cable LP (Pasco), Inc. <C>	Adjusting & Eliminating Entries <C>	Telesat Cablevision of South Florida, Inc Consolidated <C>
<S>					
LIABILITIES AND STOCKHOLDER'S EQUITY					
CAPITALIZATION					
Common shareholder's equity:					
Common stock	\$0	\$0	\$0	\$0	\$0
Additional paid-in capital	11,900	8,433	3,467	(11,900)	11,900

Unearned compensation	0	0	0	0	0
Retained earnings	(1,022)	(1,022)	0	1,022	(1,022)
Total common shareholder's equity	10,878	7,411	3,467	(10,878)	10,878
Preferred stock of FPL					
Without sinking fund requirements	0	0	0	0	0
With sinking fund requirements	0	0	0	0	0
Long-term debt	0	0	0	0	0
Total capitalization	10,878	7,411	3,467	(10,878)	10,878
CURRENT LIABILITIES					
Commercial paper	0	0	0	0	0
Current maturities of long-term debt and preferred stock	0	0	0	0	0
Accounts payable	0	0	0	0	0
Customers' deposits	0	0	0	0	0
Interest accrued	0	0	0	0	0
Income and other taxes	0	0	0	0	0
Deferred clause revenues	0	0	0	0	0
Other	314	314	0	(314)	314
Total current liabilities	314	314	0	(314)	314
DEFERRED CREDITS AND OTHER LIABILITIES					
Accumulated deferred income taxes	0	0	0	0	0
Deferred regulatory credit - income taxes	0	0	0	0	0
Unamortized investment tax credits	0	0	0	0	0
Capital lease obligations	0	0	0	0	0
Other	0	0	0	0	0
Total deferred credits and other liabilities	0	0	0	0	0
Total Capitalization and Liabilities	\$11,192	\$7,725	\$3,467	(\$11,192)	\$11,192

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TELESAT CABLEVISION, INC. AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

33

	Telesat Cablevision of South Florida, Inc.	Telesat Cablevision Inc.	Adjusting & Eliminating Entries	Telesat Cablevision Inc. Consolidated
<S>	<C>	<C>	<C>	<C>
LIABILITIES AND STOCKHOLDER'S EQUITY				
CAPITALIZATION				
Common shareholder's equity:				
Common stock	\$0	\$0	\$0	\$0
Additional paid-in capital	66,002	11,900	(11,900)	66,002
Unearned compensation	0	0	0	0
Retained earnings	(28,563)	(1,022)	1,022	(28,563)
Total common shareholder's equity	37,439	10,878	(10,878)	37,439
Preferred stock of FPL				
Without sinking fund requirements	0	0	0	0
With sinking fund requirements	0	0	0	0
Long-term debt	0	0	0	0
Total capitalization	37,439	10,878	(10,878)	37,439
CURRENT LIABILITIES				
Commercial paper	0	0	0	0
Current maturities of long-term debt and preferred stock	0	0	0	0
Accounts payable	91	0	0	91
Customers' deposits	77	0	0	77
Interest accrued	0	0	0	0
Income and other taxes	98	0	0	98
Deferred clause revenues	0	0	0	0
Other	5,319	314	(314)	5,319
Total current liabilities	5,585	314	(314)	5,585
DEFERRED CREDITS AND OTHER LIABILITIES				
Accumulated deferred income taxes	8,549	0	0	8,549
Deferred regulatory credit - income taxes	0	0	0	0
Unamortized investment tax credits	0	0	0	0
Capital lease obligations	0	0	0	0
Other	1,129	0	0	1,129
Total deferred credits and other liabilities	9,678	0	0	9,678
Total Capitalization and Liabilities	\$52,702	\$11,192	(\$11,192)	\$52,702

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TELESAT CABLEVISION, INC. AND SUBSIDIARIES  
CONSOLIDATING STATEMENTS OF INCOME AND  
RETAINED EARNINGS  
DECEMBER 31, 1993  
Thousands of Dollars

34

	Telesat Cablevision of South Florida, Inc. <C>	Cable LPI, Inc. <C>	Cable LP (Pasco), Inc. <C>	Adjusting & Eliminating Entries <C>	Telesat Cablevision of South Florida, Inc Consolidated <C>
<S>					
INCOME STATEMENT					
OPERATING REVENUES					
Utility	\$0	\$0	\$0	\$0	\$0
Non-utility	0	0	0	0	0
Total	0	0	0	0	0
OPERATING EXPENSES					
Utility operations:					
Fuel, purchased power and interchange	0	0	0	0	0
Other operations and maintenance of utility plant	0	0	0	0	0
Cost reduction program	0	0	0	0	0
Non-utility operations	0	0	0	0	0
Depreciation and amortization	0	0	0	0	0
Taxes other than income taxes	0	0	0	0	0
Total operating expenses	0	0	0	0	0
Operating Income	0	0	0	0	0
INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS					
Interest and preferred dividend requirements	0	0	0	0	0
Allowance for funds used during construction	0	0	0	0	0
Other-net	(38,845)	(38,845)	0	38,845	(38,845)
Interest expense and other - net	(38,845)	(38,845)	0	38,845	(38,845)
INCOME TAXES					
	14,984	14,984	0	(14,984)	14,984
NET INCOME (LOSS)					
	23,861	23,861	0	(23,861)	23,861
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR					
	(1,022)	(1,022)	0	1,022	(1,022)
DEDUCT:					
Dividends	23,861	23,861	0	(23,861)	23,861
Other	0	0	0	0	0
RETAINED EARNINGS (DEFICIT) AT END OF YEAR					
	(\$1,022)	(\$1,022)	\$0	\$1,022	(\$1,022)

<TABLE>  
<CAPTION>

TELESAT CABLEVISION, INC. AND SUBSIDIARIES  
CONSOLIDATING STATEMENTS OF INCOME AND  
RETAINED EARNINGS  
DECEMBER 31, 1993  
Thousands of Dollars

35

	Telesat Cablevision of South Florida, Inc. <C>	Telesat Cablevision Florida, Inc. <C>	Adjusting & Eliminating Entries <C>	Telesat Cablevision Inc. Consolidated <C>
<S>				
INCOME STATEMENT				
OPERATING REVENUES				
Utility	\$0	\$0	\$0	\$0
Non-utility	12,996	0	0	12,996
Total	12,996	0	0	12,996
OPERATING EXPENSES				
Utility operations:				
Fuel, purchased power and interchange	0	0	0	0
Other operations and maintenance of utility plant	0	0	0	0
Cost reduction program	0	0	0	0
Non-utility operations	11,615	0	0	11,615
Depreciation and amortization	3,744	0	0	3,744
Taxes other than income taxes	582	0	0	582
Total operating expenses	15,941	0	0	15,941
Operating Income	(2,945)	0	0	(2,945)
INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS				
Interest and preferred dividend requirements	0	0	0	0
Allowance for funds used during construction	0	0	0	0
Other-net	(43,459)	(38,845)	38,845	(43,459)
Interest expense and other - net	(43,459)	(38,845)	38,845	(43,459)

INCOME TAXES	16,068	14,984	(14,984)	16,068
NET INCOME (LOSS)	24,446	23,861	(23,861)	24,446
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR	(28,563)	(1,022)	1,022	(28,563)
DEDUCT:				
Dividends	24,446	23,861	(23,861)	24,446
Other	0	0	0	0
RETAINED EARNINGS (DEFICIT) AT END OF YEAR	(\$28,563)	(\$1,022)	\$1,022	(\$28,563)

<TABLE>  
<CAPTION>

TURNER FOODS CORPORATION AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

36

	Turner Foods Corporation <C>	Turner Corporation <C>	Avon Citrus Nursery, Inc. <C>	Agricultural Management Services Company, Inc. <C>	AMS Realty, Inc. <C>	Turner Aqua- culture, Inc. <C>
<S>						
ASSETS						
PROPERTY, PLANT AND EQUIPMENT						
Electric utility plant - at cost	\$0	\$0	\$0	\$0	\$0	\$0
Construction work in progress	0	0	0	0	0	0
Other property	107,146	62,668	1,809	0	17	0
Less accumulated depreciation and amortization	12,889	11,153	544	0	14	0
Total property, plant and equipment - net	94,257	51,515	1,265	0	3	0
INVESTMENTS						
Utility special use funds	0	0	0	0	0	0
Investments in partnerships and joint ventures	0	0	0	0	0	0
Investments in leveraged leases	0	0	0	0	0	0
Other	0	70	0	0	0	0
Total investments	0	70	0	0	0	0
CURRENT ASSETS						
Cash and cash equivalents	480	12	2	0	0	0
Customer receivables - net	1,334	419	27	122	0	0
Other receivables	3,186	21	0	12	13	12
Materials, supplies and fossil fuel stock	9,557	5,425	321	0	0	0
Marketable securities - at market value	0	0	0	0	0	0
Recoverable storm costs	0	0	0	0	0	0
Other	535	0	0	0	0	0
Total current assets	15,092	5,877	350	134	13	12
DEFERRED DEBITS AND OTHER ASSETS						
Unamortized debt reacquisition costs of FPL	0	0	0	0	0	0
Deferred litigation items of FPL	0	0	0	0	0	0
Other	4,011	94	0	36	5	209
Total deferred debits and other assets	4,011	94	0	36	5	209
Total Assets	\$113,360	\$57,556	\$1,615	\$170	\$21	\$221

<TABLE>  
<CAPTION>

TURNER FOODS CORPORATION AND SUBSIDIARIES  
CONSOLIDATING BALANCE  
DECEMBER 31, 1993  
Thousands of Dollars

37

	Adjusting & Eliminating Entries <C>	Turner Foods Corporation Consolidated <C>
<S>		
ASSETS		
PROPERTY, PLANT AND EQUIPMENT		
Electric utility plant - at cost	\$0	\$0
Construction work in progress	0	0
Other property	0	171,640
Less accumulated depreciation and amortization	0	24,600
Total property, plant and equipment - net	0	147,040
INVESTMENTS		
Utility special use funds	0	0
Investments in partnerships and joint ventures	0	0
Investments in leveraged leases	0	0
Other	0	70
Total investments	0	70
CURRENT ASSETS		

Cash and cash equivalents	0	494
Customer receivables - net	0	1,902
Other receivables	0	3,244
Materials, supplies and fossil fuel stock	0	15,303
Marketable securities - at market value	0	0
Recoverable storm costs	0	0
Other	0	535
Total current assets	0	21,478

DEFERRED DEBITS AND OTHER ASSETS

Unamortized debt reacquisition costs of FPL	0	0
Deferred litigation items of FPL	0	0
Other	0	4,355
Total deferred debits and other assets	0	4,355

Total Assets \$0 \$172,943

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<CAPTION>

TURNER FOODS CORPORATION AND SUBSIDIARIES

38

CONSOLIDATING BALANCE SHEET

DECEMBER 31, 1993

Thousands of Dollars

	Turner Foods Corporation <C>	Turner Corporation <C>	Avon Citrus Nursery, Inc. <C>	Agricultural Management Services Company, Inc. <C>	AMS Realty, Inc. <C>	Turner Aqua- culture, Inc. <C>
<S>						
LIABILITIES AND STOCKHOLDER'S EQUITY						
CAPITALIZATION						
Common shareholder's equity:						
Common stock	\$0	\$23	\$0	\$0	\$0	\$0
Additional paid-in capital	100,844	22,279	1,184	2,195	(152)	1,478
Unearned compensation	0	0	0	0	0	0
Retained earnings	(6,517)	17,997	995	(1,481)	48	(1,004)
Total common shareholder's equity	94,327	40,299	2,179	714	(104)	474
Preferred stock of FPL						
Without sinking fund requirements	0	0	0	0	0	0
With sinking fund requirements	0	0	0	0	0	0
Long-term debt	0	4,400	0	0	0	0
Total capitalization	94,327	44,699	2,179	714	(104)	474
CURRENT LIABILITIES						
Commercial paper	0	0	0	0	0	0
Current maturities of long-term debt and preferred stock	0	150	0	0	0	0
Accounts payable	1,510	209	35	32	4	0
Customers' deposits	244	288	34	0	5	0
Interest accrued	0	70	0	0	0	0
Income and other taxes	0	0	0	0	0	0
Deferred clause revenues	0	0	0	0	0	0
Other	0	0	0	0	0	0
Total current liabilities	1,754	717	69	32	9	0
DEFERRED CREDITS AND OTHER LIABILITIES						
Accumulated deferred income taxes	17,279	12,140	(633)	(576)	116	(253)
Deferred regulatory credit - income taxes	0	0	0	0	0	0
Unamortized investment tax credits	0	0	0	0	0	0
Capital lease obligations	0	0	0	0	0	0
Other	0	0	0	0	0	0
Total deferred credits and other liabilities	17,279	12,140	(633)	(576)	116	(253)
Total Capitalization and Liabilities	\$113,360	\$57,556	\$1,615	\$170	\$21	\$221

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<CAPTION>

TURNER FOODS CORPORATION AND SUBSIDIARIES

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CONSOLIDATING BALANCE SHEET

DECEMBER 31, 1993

Thousands of Dollars

	Adjusting & Eliminating Entries <C>	Turner Foods Corporation Consolidated <C>
<S>		
LIABILITIES AND STOCKHOLDER'S EQUITY		
CAPITALIZATION		
Common shareholder's equity:		
Common stock	\$0	\$23
Additional paid-in capital	0	127,828

Unearned compensation	0	0
Retained earnings	0	10,038
Total common shareholder's equity	0	137,889
Preferred stock of FPL		
Without sinking fund requirements	0	0
With sinking fund requirements	0	0
Long-term debt	0	4,400
Total capitalization	0	142,289
CURRENT LIABILITIES		
Commercial paper	0	0
Current maturities of long-term debt and preferred stock	0	150
Accounts payable	0	1,790
Customers' deposits	0	571
Interest accrued	0	70
Income and other taxes	0	0
Deferred clause revenues	0	0
Other	0	0
Total current liabilities	0	2,581
DEFERRED CREDITS AND OTHER LIABILITIES		
Accumulated deferred income taxes	0	28,073
Deferred regulatory credit - income taxes	0	0
Unamortized investment tax credits	0	0
Capital lease obligations	0	0
Other	0	0
Total deferred credits and other liabilities	0	28,073
Total Capitalization and Liabilities	\$0	\$172,943

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TURNER FOODS CORPORATION AND SUBSIDIARIES  
CONSOLIDATING STATEMENTS OF INCOME AND  
RETAINED EARNINGS  
DECEMBER 31, 1993  
Thousands of Dollars

40

	Turner Foods Corporation <C>	Turner Corporation <C>	Avon Citrus Nursery, Inc. <C>	Agricultural Management Services Company, Inc. <C>	AMS Realty, Inc. <C>	Turner Aqua- culture, Inc. <C>
<S>						
INCOME STATEMENT						
OPERATING REVENUES						
Utility	\$0	\$0	\$0	\$0	\$0	\$0
Non-utility	26,350	15,472	1,264	1,096	35	0
Total	26,350	15,472	1,264	1,096	35	0
OPERATING EXPENSES						
Utility operations:						
Fuel, purchased power and interchange	0	0	0	0	0	0
Other operations and maintenance of utility plant	0	0	0	0	0	0
Cost reduction program	0	0	0	0	0	0
Non-utility operations	19,275	9,780	1,673	1,300	71	3
Depreciation and amortization	2,448	1,848	105	57	1	0
Taxes other than income taxes	0	0	0	0	0	0
Total operating expenses	21,723	11,628	1,778	1,357	72	3
Operating Income	4,627	3,844	(514)	(261)	(37)	(3)
INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS						
Interest and preferred dividend requirements	0	0	0	0	0	0
Allowance for funds used during construction	0	0	0	0	0	0
Other-net	(40)	(88)	0	(1)	0	(20)
Interest expense and other - net	(40)	(88)	0	(1)	0	(20)
INCOME TAXES	1,614	1,509	(288)	(102)	(25)	6
NET INCOME (LOSS)	3,053	2,423	(226)	(158)	(12)	11
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR	(1,570)	15,574	1,221	(1,323)	60	(1,015)
DEDUCT:						
Dividends	8,000	0	0	0	0	0
Other	0	0	0	0	0	0
RETAINED EARNINGS (DEFICIT) AT END OF YEAR	(\$6,517)	\$17,997	\$995	(\$1,481)	\$48	(\$1,004)

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TURNER FOODS CORPORATION AND SUBSIDIARIES  
CONSOLIDATING STATEMENTS OF INCOME AND

41



RETAINED EARNINGS  
DECEMBER 31, 1993  
Thousands of Dollars

	Adjusting & Eliminating Entries <C>	Turner Foods Corporation Consolidated <C>
<S>		
INCOME STATEMENT		
OPERATING REVENUES		
Utility	\$0	\$0
Non-utility	(178)	44,039
Total	(178)	44,039
OPERATING EXPENSES		
Utility operations:		
Fuel, purchased power and interchange	0	0
Other operations and maintenance of utility plant	0	0
Cost reduction program	0	0
Non-utility operations	0	32,102
Depreciation and amortization	0	4,459
Taxes other than income taxes	0	0
Total operating expenses	0	36,561
Operating Income	(178)	7,478
INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS		
Interest and preferred dividend requirements	0	0
Allowance for funds used during construction	0	0
Other-net	(178)	(327)
Interest expense and other - net	(178)	(327)
INCOME TAXES		
	0	2,714
NET INCOME (LOSS)	0	5,091
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR	0	12,947
DEDUCT:		
Dividends	0	8,000
Other	0	0
RETAINED EARNINGS (DEFICIT) AT END OF YEAR	\$0	\$10,038

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ALANDCO INC. AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

42

	Alandco, Inc. <C>	TWC Sixty-Three Inc. <C>	Alandco/ Cascade, Inc. <C>	Alandco I, Inc. <C>	Adjusting & Eliminating Entries <C>	Alandco Inc. Consolidated <C>
<S>						
ASSETS						
PROPERTY, PLANT AND EQUIPMENT						
Electric utility plant - at cost	\$0	\$0	\$0	\$0	\$0	\$0
Construction work in progress	0	0	0	0	0	0
Other property	0	0	66,209	6,960	0	73,169
Less accumulated depreciation and amortization	0	0	4,126	352	0	4,478
Total property, plant and equipment - net	0	0	62,083	6,608	0	68,691
INVESTMENTS						
Utility special use funds	0	0	0	0	0	0
Investments in partnerships and joint ventures	78,571	0	4,531	1,698	(80,270)	4,530
Investments in leveraged leases	0	0	0	0	0	0
Other	0	0	102	0	0	102
Total investments	78,571	0	4,633	1,698	(80,270)	4,632
CURRENT ASSETS						
Cash and cash equivalents	(2,609)	0	3,189	(642)	0	(62)
Customer receivables - net	0	0	0	0	0	0
Other receivables	2,257	718	(675)	(232)	0	2,068
Materials, supplies and fossil fuel stock	0	0	0	0	0	0
Marketable securities - at market value	0	0	0	0	0	0
Recoverable storm costs	0	0	0	0	0	0
Other	0	17	101	0	0	118
Total current assets	(352)	735	2,615	(874)	0	2,124
DEFERRED DEBITS AND OTHER ASSETS						
Unamortized debt reacquisition costs of FPL	0	0	0	0	0	0
Deferred litigation items of FPL	0	0	0	0	0	0
Other	26	(1)	1,415	5	0	1,445
Total deferred debits and other assets	26	(1)	1,415	5	0	1,445
Total Assets	\$78,245	\$734	\$70,746	\$7,437	(\$80,270)	\$76,892

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ALANDCO INC. AND SUBSIDIARIES  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

43

	Alandco, Inc. <C>	TWC Sixty-Three Inc. <C>	Alandco/ Cascade, Inc. <C>	Alandco I, Inc. <C>	Adjusting & Eliminating Entries <C>	Alandco Inc. Consolidated <C>
<b>LIABILITIES AND STOCKHOLDER'S EQUITY</b>						
<b>CAPITALIZATION</b>						
Common shareholder's equity:						
Common stock	\$0	\$0	\$0	\$0	\$0	\$0
Additional paid-in capital	83,287	1,730	79,658	8,127	(89,515)	83,287
Unearned compensation	0	0	0	0	0	0
Retained earnings	(6,798)	(469)	(8,826)	50	9,245	(6,798)
Total common shareholder's equity	76,489	1,261	70,832	8,177	(80,270)	76,489
Preferred stock of FPL						
Without sinking fund requirements	0	0	0	0	0	0
With sinking fund requirements	0	0	0	0	0	0
Long-term debt	0	0	0	0	0	0
Total capitalization	76,489	1,261	70,832	8,177	(80,270)	76,489
<b>CURRENT LIABILITIES</b>						
Commercial paper	0	0	0	0	0	0
Current maturities of long-term debt and preferred stock	0	0	0	0	0	0
Accounts payable	0	126	49	9	0	184
Customers' deposits	0	0	0	0	0	0
Interest accrued	0	0	0	0	0	0
Income and other taxes	0	0	15	0	0	15
Deferred clause revenues	0	0	0	0	0	0
Other	0	0	143	1	0	144
Total current liabilities	0	126	207	10	0	343
<b>DEFERRED CREDITS AND OTHER LIABILITIES</b>						
Accumulated deferred income taxes	1,756	(653)	(293)	(750)	0	60
Deferred regulatory credit - income taxes	0	0	0	0	0	0
Unamortized investment tax credits	0	0	0	0	0	0
Capital lease obligations	0	0	0	0	0	0
Other	0	0	0	0	0	0
Total deferred credits and other liabilities	1,756	(653)	(293)	(750)	0	60
Total Capitalization and Liabilities	\$78,245	\$734	\$70,746	\$7,437	(\$80,270)	\$76,892

<TABLE>  
<CAPTION>

ALANDCO INC. AND SUBSIDIARIES  
CONSOLIDATING STATEMENTS OF INCOME AND  
RETAINED EARNINGS  
DECEMBER 31, 1993  
Thousands of Dollars

44

	Alandco, Inc. <C>	TWC Sixty-Three Inc. <C>	Alandco/ Cascade, Inc. <C>	Alandco I, Inc. <C>	Adjusting & Eliminating Entries <C>	Alandco Inc. Consolidated <C>
<b>INCOME STATEMENT</b>						
<b>OPERATING REVENUES</b>						
Utility	\$0	\$0	\$0	\$0	\$0	\$0
Non-utility	0	5,357	4,811	1,122	(98)	11,192
Total	0	5,357	4,811	1,122	(98)	11,192
<b>OPERATING EXPENSES</b>						
Utility operations:						
Fuel, purchased power and interchange	0	0	0	0	0	0
Other operations and maintenance of utility plant	0	0	0	0	0	0
Cost reduction program	0	0	0	0	0	0
Non-utility operations	0	1,343	2,483	256	(98)	3,984
Depreciation and amortization	0	1,102	771	136	0	2,009
Taxes other than income taxes	0	301	1,147	88	0	1,536
Total operating expenses	0	2,746	4,401	480	(98)	7,529
Operating Income	0	2,611	410	642	0	3,663
<b>INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS</b>						
Interest and preferred dividend requirements	0	0	106	0	0	106
Allowance for funds used during construction	0	0	0	0	0	0
Other-net	791	3,799	24	0	(791)	3,823
Interest expense and other - net	791	3,799	130	0	(791)	3,929
INCOME TAXES	2	(458)	715	268	0	527

NET INCOME (LOSS)	(793)	(730)	(435)	374	791	(793)
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR	(6,005)	261	(8,391)	(324)	8,454	(6,005)
DEDUCT:						
Dividends	0	0	0	0	0	0
Other	0	0	0	0	0	0
RETAINED EARNINGS (DEFICIT) AT END OF YEAR	(\$6,798)	(\$469)	(\$8,826)	\$50	\$9,245	(\$6,798)

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PALMS INSURANCE COMPANY, LIMITED AND SUSIDIARY  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

45

	Palms Insurance Company, Limited <C>	Palmetto Insurance Company, Limited <C>	Adjusting & Eliminating Entries <C>	Palms Insurance Company, Limited Consolidated <C>
<b>ASSETS</b>				
<b>PROPERTY, PLANT AND EQUIPMENT</b>				
Electric utility plant - at cost	\$0	\$0	\$0	\$0
Construction work in progress	0	0	0	0
Other property	0	0	0	0
Less accumulated depreciation and amortization	0	0	0	0
Total property, plant and equipment - net	0	0	0	0
<b>INVESTMENTS</b>				
Utility special use funds	0	0	0	0
Investments in partnerships and joint ventures	0	0	0	0
Investments in leveraged leases	0	0	0	0
Other	7,840	2,577	(725)	9,692
Total investments	7,840	2,577	(725)	9,692
<b>CURRENT ASSETS</b>				
Cash and cash equivalents	758	648	0	1,406
Customer receivables - net	0	0	0	0
Other receivables	1,087	1,240	(766)	1,561
Materials, supplies and fossil fuel stock	0	0	0	0
Marketable securities - at market value	0	0	0	0
Recoverable storm costs	0	0	0	0
Other	2	2	0	4
Total current assets	1,847	1,890	(766)	2,971
<b>DEFERRED DEBITS AND OTHER ASSETS</b>				
Unamortized debt reacquisition costs of FPL	0	0	0	0
Deferred litigation items of FPL	0	0	0	0
Other	610	204	0	814
Total deferred debits and other assets	610	204	0	814
<b>Total Assets</b>	<b>\$10,297</b>	<b>\$4,671</b>	<b>(\$1,491)</b>	<b>\$13,477</b>

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<CAPTION>

PALMS INSURANCE COMPANY, LIMITED AND SUSIDIARY  
CONSOLIDATING BALANCE SHEET  
DECEMBER 31, 1993  
Thousands of Dollars

46

	Palms Insurance Company, Limited <C>	Palmetto Insurance Company, Limited <C>	Adjusting & Eliminating Entries <C>	Palms Insurance Company, Limited Consolidated <C>
<b>LIABILITIES AND STOCKHOLDER'S EQUITY</b>				
<b>CAPITALIZATION</b>				
Common shareholders' equity:				
Common stock	\$200	\$0	\$0	\$200
Additional paid-in capital	1,800	725	(725)	1,800
Unearned compensation	0	0	0	0
Retained earnings	1,746	912	0	2,658
Total common shareholders' equity	3,746	1,637	(725)	4,658
Preferred stock of FPL				
Without sinking fund requirements	0	0	0	0
With sinking fund requirements	0	0	0	0
Long-term debt	0	0	0	0
Total capitalization	3,746	1,637	(725)	4,658

CURRENT LIABILITIES				
Commercial paper	0	0	0	0
Current maturities of long-term debt and preferred stock	0	0	0	0
Accounts payable	506	28	0	534
Customers' deposits	0	0	0	0
Interest accrued	0	0	0	0
Income and other taxes	0	0	0	0
Deferred clause revenues	0	0	0	0
Other	(3)	69	0	66
Total current liabilities	503	97	0	600
DEFERRED CREDITS AND OTHER LIABILITIES				
Accumulated deferred income taxes	0	0	0	0
Deferred regulatory credit - income taxes	0	0	0	0
Unamortized investment tax credits	0	0	0	0
Capital lease obligations	0	0	0	0
Other	6,048	2,937	(766)	8,219
Total deferred credits and other liabilities	6,048	2,937	(766)	8,219
Total Capitalization and Liabilities	\$10,297	\$4,671	(\$1,491)	\$13,477

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<CAPTION>

PALMS INSURANCE COMPANY, LIMITED AND SUSIDIARY  
CONSOLIDATING STATEMENTS OF INCOME AND  
RETAINED EARNINGS  
DECEMBER 31, 1993  
Thousands of Dollars

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	Palms Insurance Company, Limited <C>	Palmetto Insurance Company, Limited <C>	Palms Insurance Adjusting & Company, Eliminating Entries <C>	Palms Insurance Company, Limited Consolidated <C>
<S>				
INCOME STATEMENT				
OPERATING REVENUES				
Utility	\$0	\$0	\$0	\$0
Non-utility	1,830	247	975	3,052
Total	1,830	247	975	3,052
OPERATING EXPENSES				
Utility operations:				
Fuel, purchased power and interchange	0	0	0	0
Other operations and maintenance of utility plant	0	0	0	0
Cost reduction program	0	0	0	0
Non-utility operations	1,216	95	1,205	2,516
Depreciation and amortization	0	0	0	0
Taxes other than income taxes	0	0	0	0
Total operating expenses	1,216	95	1,205	2,516
Operating Income	614	152	(230)	536
INTEREST EXPENSE AND OTHER (INCOME) DEDUCTIONS				
Interest and preferred dividend requirements	0	0	0	0
Allowance for funds used during construction	0	0	0	0
Other-net	0	0	0	0
Interest expense and other - net	0	0	0	0
INCOME TAXES				
	38	43	(1)	80
NET INCOME (LOSS)				
	576	109	(229)	456
RETAINED EARNINGS (DEFICIT) AT BEGINNING OF YEAR				
	1,170	803	229	2,202
DEDUCT:				
Dividends	0	0	0	0
Other	0	0	0	0
RETAINED EARNINGS (DEFICIT) AT END OF YEAR				
	\$1,746	\$912	\$0	\$2,658

</TABLE>

#### NOTES TO CONSOLIDATING FINANCIAL STATEMENTS

##### 1. Entities for which Separate Financial Statements are not Presented

The following subsidiaries of the Claimant have had no financial activity during the year. Accordingly, financial information for these companies is not provided.

- ESI LP, Inc.
- ESI WTE Development, Inc.
- Alpha Mariah (Prime), Inc.
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- Harper Lake Operations, Inc.
- CH Ormesa, Inc.

- CH POSDEF, Inc.
- ESI Australia III, Inc.
- ESI Australia IV, Inc.
- ESI Australia V, Inc.
- ESI Red Bank LP, Inc.
- River Run Caretaking Service, Inc.
- Cable LP II Inc.
- ESI Antilles, Inc.
- ESI Red Bank, Inc.
- ESI Energy Australia Pty. Limited
- ESI Energy Australia Hunter Valley Pty. Limited
- ESI San Emidio, Inc.
- ESI Vale, Inc.

Separate financial statements are not maintained for the following subsidiaries due to immateriality.

- Praxis Group, Inc.
- Qualtec Professional Services, Inc.
- Colonial Penn Capital Holdings, Inc.

Separate financial statements are not presented for Bay Loan and Investment Bank since it has been reclassified to discontinued operations.

Claimant holds a limited partnership (non-voting) interest in an entity whose accounts are consolidated for financial reporting purposes. The assets, liabilities and results of operations of this entity are included in the financial statements of FPL Group, Inc. but not presented separately.

## 2. FPL Group Foundation, Inc.

FPL Group Foundation (the Foundation) is a private foundation organized as a not for profit corporation to provide for the centralized evaluation and coordination of charitable activities of FPL Group, Inc. and its subsidiaries. The Foundation operates independently of FPL Group, Inc., and consolidation of its not-for-profit financial statements with FPL Group, Inc.'s financial statements is not appropriate. Total assets of the Foundation were approximately \$3.6 million at December 31, 1993.

## 3. Dissolutions and Names Changes of Subsidiaries

ESI Honduras, Inc. and ESI Equity Investment, Inc. were dissolved during 1993.

Name changes during 1993:

- ESI Energy Pty. Limited to ESI Energy Australia Hunter Valley Pty. Limited
- ESI Impedance Inc. to ESI Antilles, Inc.
- ESI Impedance LP, Inc. to ESI Antilles LP, Inc.
- FPL Enersys Services, Inc. to FPL Energy Services Inc.