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TECO ENERGY INC
Form 8-A12B/A
February 23, 2004

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-A/A

(AMENDMENT NO. 1)

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

TECO ENERGY, INC.

(Exact name of registrant as specified in its charter)

FLORIDA
(State of Incorporation or
organization)

59-2052286
(I.R.S. Employer
Identification No.)

Teco Plaza, 702 North Franklin Street, Tampa, Florida
(Address of principal executive offices)

33602
(zip code)

If this form relates to the registration
of a class of securities pursuant to
Section 12(b) of the Exchange Act and is
effective pursuant to General Instruction
A.(c), check the following box.
(X)

If this form relates to the
registration of a class of securities
pursuant to Section 12(g) of the
Exchange Act and is effective
pursuant to General Instruction
A.(d), check the following box.
()

Securities Act registration statement file number to which this form
relates: N/A

(If applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class
to be so Registered

Name of Each Exchange on Which
Each Class is to be Registered

Common Stock Purchase Rights

New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Act: None

The undersigned registrant hereby amends its registration
statement on Form 8-A filed with the Securities and Exchange Commission on April
26, 1999 (the "Original Form 8-A"), as follows:

Item 1: Description of Registrant's Securities to be Registered

Item 1 to the Original Form 8-A is hereby amended by adding to
the last paragraph of such Item the following:

In connection with the appointment of The Bank of New York to
replace EquiServe, L.P. (formally BankBoston N.A.) as rights agent, on February
2, 2004, the registrant amended and restated its Renewed Rights Agreement, dated
as of October 21, 1998, between the registrant and BankBoston N.A., to reflect

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the change of rights agent and to make certain related technical changes. The Amended and Restated Renewed Rights Agreement is dated as of February 2, 2004. The foregoing description is qualified in its entirety by the full text of the Amended and Restated Renewed Rights Agreement, which is attached hereto as Exhibit 1 and is incorporated herein by reference.

Item 2: Exhibits

Exhibit No.	Exhibit
1.	Amended and Restated Renewed Rights Agreement, dated as of February 2, 2004, between Teco Energy, Inc. and The Bank of New York, as rights agent.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: February 23, 2004

TECO ENERGY, INC.

By: /s/ D. E. Schwartz

Name: David E. Schwartz
Title: Vice President and Corporate Secretary

EXHIBIT INDEX

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