

N39439

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

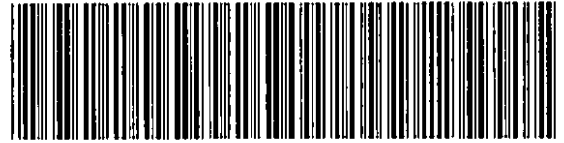
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me

Articles of Amendment  
to  
Articles of Incorporation  
of

(Name of Corporation as currently filed with the Florida Dept. of State)

N39329 Victoria Cove of Sanibel Homeowners Association, Inc.

N39439

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

Steve Day

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

970 Victoria Way

Sanibel, FL 33957

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

Steve Day

970 Victoria Way

(Florida street address)

New Registered Office Address:

Sanibel

(City)

Florida 33957  
(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.



Signature of New Registered Agent, if changing

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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change <input type="checkbox"/> Add	<u>P</u>	<u>James Mallozzi</u>	<u>940 Victoria Way</u> <u>Sanibel, FL 33957</u>
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add	<u>P</u>	<u>Steve Dav</u>	<u>970 Victoria Way</u> <u>Sanibel, FL 33957</u>
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>T</u>	<u>Robert Misher</u>	<u>960 Victoria Way</u> <u>Sanibel, FL 33957</u>
4) <input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Add	<u>T</u>	<u>Paul Hedlev</u>	<u>910 Victoria Way</u> <u>Sanibel, FL 33957</u>
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change <input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change <input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

N/A

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6-1-2023

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The date of each amendment(s) adoption: 03/13/23 and 04/03/23 - see included if other than the  
date this document was signed. meeting minutes

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) **(CHECK ONE)**

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 4/10/2023

Signature Connie J Sigmund  
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

CONNIE J SIGMUND  
(Typed or printed name of person signing)

VP / Secretary  
(Title of person signing)

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Victoria Cove of Sanibel HOA, Inc.

March 14, 2023 Annual Membership Meeting Minutes

The Annual Meeting was held via Zoom Conference.

Present at the meeting were: Paul Hedley, 910, Kent and Karen Powell, 920, Greg and Connie Sigmund, 930, Jim and Maureen Mallozzi, 940, Toni Bachmann and Rick Bachmann, 950, Bob Misher, 960, Steve and Diana Day, 970.

A quorum was present. Jim Mallozzi verified proof of mailing for the meeting notice and stated that no proxies had been submitted. The meeting was called to order by President, Jim Mallozzi, at 3:05 p.m.

Jim presented the President's report. A copy of the report follows the minutes. Regarding Ian, Victoria Cove fared better than most. He bid farewell to Toni Bachmann and Rick Bachmann and shared that new neighbors Joe and Catherine Trainor will be joining the neighborhood in April. Greg Sigmund thanked Jim for his leadership as President this past year.

**Rick Bachmann made a motion to accept the 2022 Annual Meeting Minutes. Greg Sigmund seconded the motion. The motion passed unanimously.**

Bob Misher presented the 2022 Profit and Loss Statement and Balance Sheet as of December 31, 2022. In the past San Cap Management provided our year end statements. Since we no longer use them, Paul Hedley was asked to review the 2022 Financials. Paul approved the finances from 2022. Jim stated that Paul's review of the financials satisfies the requirement in our bylaws for an audit every other year.

**Rick Bachmann moved to approve the 2022 Year End Financial Statements; Kent Powell seconded. The motion passed unanimously.**

New Business:

Under Florida law we must formally waive Fidelity Coverage and Director's and Officer's Liability insurance.

**Paul Hedley made a motion to absolve actions of HOA Directors and Officers for 2022. Bob Misher seconded. The motion passed unanimously.**

**Diana made a motion to waive Fidelity coverage and Director's and Officer's liability coverage, Connie Sigmund seconded. The motion passed unanimously.**

Nominations & Election of Officers for 2023:

**Steve Day volunteered to be President; Bob Misher seconded. The motion passed unanimously. ✓**

**Connie Sigmund volunteered to remain as Vice President/Secretary, Diana Day seconded. The motion passed unanimously. ✓**

**As Bob Misher was over his term limits, Jim Mallozzi nominated Paul Hedley for Treasurer, Connie Sigmund seconded. The motion passed unanimously. ✓**

Thank you to outgoing officers Jim Mallozzi and Bob Misher for their leadership especially during the extraordinary past year following Hurricane Ian.

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**Victoria Cove Homeowners Association of Sanibel Inc.**  
**970 Victoria Way**  
**Sanibel, Florida 33957**  
**FEI/EIN Number 65-0322243**

***Minutes of the members' meeting of Victoria Cove Homeowners Association Inc.***  
***(Victoria Cove)***  
***April 3, 2023***

A meeting of Victoria Cove was held via Zoom on April 3, 2023.

Present at the meeting were: 910 (Emma & Paul Hedley), 920 (Karen & Kent Powell), 930 (Connie & Greg Sigmund), 940 (Jim & Maureen Mallozzi), 960 (Bob), 970 (Diana & Steve Day). 950 (Trainor) was unable to attend.

A quorum was present. Steve Day verified proof of mailing for the meeting notice. The meeting was called to order by President, Steve Day, at 3:04 EDT p.m.

**Agenda:**

**Update from the Landscape and Irrigation Committee (Steve Day – 970):**

Steve noted the presentation materials (attached) were emailed to the membership prior to the meeting and asked if there were any questions. A discussion followed answering questions and addressing concerns. Following the discussion, Steve took a preliminary vote on these options:

- Option 1 – Well and One Common Irrigation System
- Option 2 – Well and Separate Common/Homeowner Irrigation
- Option 3 – City Water and One Common Irrigation System
- Option 4 – City Water and Separate Common/Homeowner Irrigation

The votes were:

- 910 – Option 3
- 920 – Option 3
- 930 – Option 4
- 940 – Option 3
- 950 – Absent
- 960 – Option 4
- 970 – Option 4

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Since the resulting vote was split 3 to 3, the decision was suspended until the owners at 950 could be educated on the options by Steve Day and Paul Hedley.

**2023 Bank Signatories**

Paul Hedley (Treasurer) and Steve Day (President) need to be added as signatories on our account at Sanibel Captiva Community Bank. Paul suggested that the current signatories should remain on the account as well so there is more coverage to be able to sign checks.

Connie Sigmund moved that Paul and Steve be added as signatories and that the current signatories remain on the account. **Vote: The membership unanimously approved.**

(over)