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Email Address: william.skaggs@theplayers.org

**FLORIDA LIMITED LIABILITY CO.  
THE STAGE AT PAYNE PARK LLC**

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**ARTICLES OF ORGANIZATION  
OF  
THE STAGE AT PAYNE PARK LLC**

The undersigned, an authorized representative, hereby subscribes to these Articles of Organization to form a limited liability company (the "Company"), under the Florida Revised Limited Liability Company Act (Chapter 605, Florida Statutes) and in accordance with F.S. § 605.0201.

1. **Name.** The name of the Company is:

The Stage at Payne Park LLC

2. **Mailing Address and Street Address of Principal Office.** The mailing address and the street address of the principal office of the Company is 1400 Boulevard of the Arts, Suite 200, Sarasota, Florida 34236.

3. **Name and Street Address of Initial Registered Agent.** The name and street address of the Company's initial registered agent is William Frederick Skaggs, 8316 Skye Ranch Boulevard, Sarasota, Florida 34241.

4. **Management.** The Company shall be a manager-managed company. The name and address of the initial manager of the Company is:

Brian N. McCarthy  
1193 Sarasota center Blvd.  
Sarasota, FL 34240

Managers may be appointed or removed in the manner provided in the Operating Agreement of the Company.

5. **Existence.** In accordance with F.S. § 605.0207, the Company's existence shall begin at the date and time these Articles of Organization are filed as evidenced by the Department of State's date and time endorsement.

6. **Amendment.** These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

7. **Purposes.** The purposes for which the Company is organized are exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

The general nature, objects, and purposes of the Company shall be to operate without profit and to accept and receive property of whatever kind, and wherever situated, received, and accepted by it by gift, grant, purchase, devise, bequest, or in any

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*[Handwritten signature]*

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lawful manner and to administer, sell, and distribute such property exclusively for charitable purposes, including:

A. To distribute property in accordance with the terms of gifts, bequests, or devises made to the Company which are not inconsistent with its purposes;

B. To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the Company's sole member (or its Board of Directors), such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the Company.

The specific nature, objects and purposes of the Company shall be to support and carry on the charitable purposes and activities of its sole member The Players, Inc., a Florida not-for-profit corporation.


The Company shall have all powers necessary to effectuate such purposes, provided, however, that it shall at all times meet such standards in all its activities as are or may be set by the laws of the State of Florida pertaining to such activities.

No part of the net earnings of the Company shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except (i) to its sole member in advancement of such member's charitable purposes and (ii) that the Company shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the Company shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Company shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Company shall not carry on any activities not permitted to be carried on by a Company exempt from Federal Income Tax under Section 501(c)(3), of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

8. **Dissolution.** Upon the dissolution of the Company, the Company's member shall, after paying or making provisions for the payment of all of the liabilities of the Company, distribute all of the remaining assets of the Company to either: (i) the Company's sole member or (ii) to such other organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (or the corresponding provision of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Internal Revenue Law.

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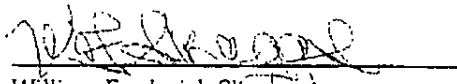
IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization as of the 18<sup>th</sup> day of May 2023 (the "Execution Date").

  
Brian N. McCarthy  
Authorized Representative

#### ACKNOWLEDGEMENT OF REGISTERED AGENT

In accordance with F.S. §§ 605.0201(2)(c) and 605.0113, the undersigned is familiar with the obligations imposed on the position of registered agent by the Florida Revised Limited Liability Company Act and hereby accepts appointment as the initial registered agent of the Company.

IN WITNESS WHEREOF, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.

  
William Frederick Skaggs  
Registered Agent

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