

STATE OF MINNESOTA  
COUNTY OF CARVER

DISTRICT COURT  
PROBATE DIVISION  
FIRST JUDICIAL DISTRICT

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Court File No. 10-PR-16-46  
Honorable Kevin W. Eide

**In Re: Estate of:**

**Prince Rogers Nelson**

**Decedent.**

**PRIMARY WAVE'S MEMORANDUM  
IN RESPONSE TO COMERICA BANK  
& TRUST, N.A.'S MOTION  
REGARDING ESTATE CASH  
RESERVE, FOR CONSIDERATION OF  
A DISTRIBUTION PLAN, AND TO  
SET A PROCESS FOR A PETITION TO  
APPROVE A FINAL ACCOUNTING  
AND DISCHARGE**

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**INTRODUCTION**

On December 31, 2020, Comerica Bank & Trust, N.A ("Comerica") filed a Motion Regarding Estate Cash Reserve, For Consideration of a Distribution Plan, and to set a Process for a Petition to Approve a Final Accounting and Discharge. Comerica proposed that any interested person submit a joint plan or motion to approve a proposed distribution plan to the Court by January 21, 2022. Primary Wave submits this memorandum in response.

**ARGUMENT**

**I. Comerica's request to implement a cash operating reserve in excess of \$5 million is premature.**

Primary Wave believes it is premature for the Court to rule on the establishment of a reserve for future funding as recommended by Comerica. If and when Comerica

makes a showing that there is a present need for additional cash in the Estate, it can make an appropriate motion to the Court regarding monetization of estate assets; the interested persons will then have an opportunity to propose alternatives.

As submitted, Comerica seeks prior approval to raise money in anticipation of financial obligations that may be the responsibility of the beneficiaries of the Estate after distribution. With respect, it will be up to the beneficiaries to ensure that they have sufficient operating capital once they assume responsibility for the estate assets.

## **II. The Court may set a deadline for submission of proposed distribution plans.**

Primary Wave has endeavored to work collaboratively with the other interested persons and Comerica to address the distribution of the estate assets, including issues relating to the structure of the entity or entities that will receive these assets upon distribution. While the interested persons continue to try to finalize an agreed plan of distribution, they need additional information from Comerica to allow them to fully evaluate complex tax issues that arise in the distribution plans under consideration, and will not likely be able to complete that analysis by the deadline Comerica proposes.

Primary Wave is confident that the interested persons will, nonetheless, continue to use their best efforts to meet the suggested deadline, and it does not object to the schedule suggested by Comerica. However, in the event that the interested persons are not able to complete their analysis and negotiations by January 21, they will advise the court and Comerica and if possible provide an alternative deadline.

## **II. Comerica's Request for Final Accounting and Discharge.**

Primary Wave does not object to Comerica's proposed schedule for the Court to

approve a final accounting, approve a specific plan of distribution (as well as the time necessary to prepare to effectuate that distribution), and to discharge the personal representative.

### CONCLUSION

Primary Wave respectfully requests that the Court deny Comerica's premature request to establish a cash reserve. Primary Wave does not object to Comerica's proposed schedule for submission of a distribution plan by the beneficiaries of the Estate, subject to their best efforts to complete their ongoing analysis, or to approve a final accounting and discharge the personal representative.

Respectfully submitted,

Dated: January 7, 2022

**ROBINS KAPLAN LLP**

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