

STATE OF MINNESOTA  
COUNTY OF CARVER

DISTRICT COURT  
FIRST JUDICIAL DISTRICT  
PROBATE DIVISION  
Case Type: Special Administration

Court File No. 10-PR-16-46

In re:

Estate of Prince Rogers Nelson,  
Decedent.

**AFFIDAVIT OF MATTHEW SHEA IN  
SUPPORT OF GRAY PLANT MOOTY'S  
MOTION FOR APPROVAL OF  
PAYMENT FROM THE ESTATE FOR  
SERVICES THAT BENEFITTED THE  
ESTATE AS A WHOLE**

STATE OF MINNESOTA )  
 )  
COUNTY OF HENNEPIN )

Matthew Shea, being first duly sworn upon oath, deposes and says as follows:

1. I am an attorney and a shareholder at Gray, Plant, Mooty, Mooty & Bennett P.A. ("GPM") practicing in the Trust, Estate and Charitable Planning practice group. I make this affidavit in support of GPM's Motion for Approval of Payment from the Estate for Services that Benefitted the Estate as a Whole ("Motion").

2. In April 2016, Petitioner Tyka Nelson ("Tyka") retained GPM to petition the Court for the appointment of Bremer Trust, National Association ("Bremer"), as Special Administrator of her brother's Estate in a supervised administration. GPM served as counsel for Tyka for the first five months of this proceeding, from the onset until September 27, 2016. During that time, an incredible amount of estate administration work was done, and the Special Administrator and the Non-Excluded Heirs (*i.e.*, Tyka and her five living siblings and half-siblings) worked collaboratively and in good faith to perform that work.

3. GPM is a full-service law firm based in Minneapolis. GPM has one of the largest and most respected Trust, Estate and Charitable Planning practice groups in the Midwest.

4. Because of GPM's uniquely deep expertise in estate administration matters, and because the Non-Excluded Heirs were represented by law firms and attorneys whose expertise lay elsewhere, GPM immediately assumed the role of *de facto* lead counsel for the Non-Excluded Heirs on estate administration issues. As such, GPM spent a considerable amount of time acting as a liaison between the Special Administrator, the Non-Excluded Heirs, and other interested parties. GPM also spent a considerable amount of time informing the Non-Excluded Heirs and other interested parties on the powers and responsibilities of the Special Administrator, on the complicated nature of the many estate administration tasks to be completed, and on alternative ways those tasks might have been completed in the best interest of the Estate and all of its beneficiaries, whoever they may turn out to be. At all times, GPM provided these services with civility and professionalism, and with the intent of fostering unification between and among the Non-Excluded Heirs, the Special Administrator, and the Court.

5. True and accurate copies of the two invoices for which GPM seeks payment from the Estate, which related to services that benefitted the Estate as a whole, are attached as **Exhibits A and B**, respectively<sup>1</sup>. Representative examples of the types of services for which GPM seeks payment from the Estate include the following:

- a) Advising, educating, and lobbying for passage of a right of publicity statute by the Minnesota Legislature, and providing advice and counsel to interested parties on the import of such legislation;<sup>2</sup>

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<sup>1</sup> Exhibits A and B are being filed under seal for reasons explained in the accompanying Memorandum of Law.

<sup>2</sup> The invoice attached as Exhibit A relates primarily to lobbying and related services provided in support of the right of publicity legislation.

- b) Advising and counseling on asset preservation and revenue generating opportunities available to the Estate, as well as methods for capitalizing on those opportunities, including measures and opportunities related to the Estate's music assets, Paisley Park and other Estate-owned real estate, the Tribute concert, and educational and philanthropic endeavors, among others;
- c) Identifying appropriate advisors to the Estate and participating in a process to identify those advisors;
- d) Managing and advising the Estate, its representatives and its advisors to ensure Estate assets were managed in the best interest of the Estate and all of its beneficiaries;
- e) Working to ensure the Estate's advisors were compensated fairly, commensurate with the value of their services, and attempting to negotiate an amicable resolution of disputes with certain advisors;
- f) Working to determine the rightful heirs of the Estate and an appropriate process for determining those heirs, including genetic testing where appropriate under the Minnesota Probate Code and the Parentage Act;
- g) Advocating against the heirship claims of Brianna Nelson, V.N., and others attempting to establish legally unsupportable heirship claims, responding to heirship related discovery requests, and exploring options for resolving heirship related appellate issues as quickly and efficiently as possible;
- h) Petitioning for the final determination of heirs;
- i) Researching, briefing, and educating the interested parties on alternative options for paying or deferring payment of estate taxes under the Internal Revenue Code;
- j) Analyzing asset valuation information in connection with estate tax returns for various entities and interests relevant to the Estate;
- k) Coordinating public statements by the Non-Excluded Heirs on issues of general importance to the Estate, including the Tribute, family memorial services, the opening of the Paisley Park Museum, and other matters;
- l) Advocating on the right of media to access the Courtroom and Estate related information;
- m) Researching and vetting various financial institutions for the role of personal representative, along with researching alternative personal representative arrangements that would provide the heirs of this Estate with an appropriate amount of input on estate administration issues; and

- n) Hosting, coordinating, and actively contributing to meetings of various interested parties, including but not limited to the Non-Excluded Heirs, the Special Administrator, their respective counsel and advisors, and the Court.

6. Through its Motion, GPM is not seeking reimbursement from the Estate for services that arguably benefitted Tyka individually, as opposed the Estate as a whole. For example, GPM is not seeking payment from the Estate for a substantial amount of time spent corresponding or meeting with Tyka individually, or on working with the Special Administrator on issues specific to Tyka. GPM also is not seeking payment for time spent on matters that may have benefitted Tyka to the exclusion of other heirs or interested parties. Finally, GPM is not seeking payment for any time spent on this matter by Nevin Harwood, a senior attorney at GPM who provided valuable counsel based, in part, on his prior experience providing legal advice to Prince and Paisley Park. Mr. Harwood contributed [redacted] billable hours of service during the first five months of this proceeding that benefitted the Estate as a whole and has a standard hourly rate of [redacted]. Accordingly, GPM is not seeking payment for more than [redacted] worth of services provided by Mr. Harwood for the benefit of the Estate.

7. Relevant biographical information for the eight partners, four associates, two paralegals, one government relations specialist and one other timekeeping staff member at GPM who provided the underling services are attached as **Exhibit C**.

8. I and other attorneys at GPM reviewed the original time records regarding the legal fees for which GPM seeks reimbursement by this Motion and affirm that the work was actually performed for the benefit of the Estate, as opposed to Tyka individually, and that the fees are reasonable given: (a) the time and labor required; (b) the complexity and novelty of problems involved; and (c) the extent of the responsibilities assumed and results obtained.

Charges for any unnecessary or duplicative work, and for any work that benefitted Tyka individually as opposed to the Estate as a whole, have been eliminated.

Dated: December 27, 2016

/s/Matthew J. Shea  
Signature

Sworn/affirmed before me this  
27th day of December, 2016.

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/s/Laurie A. Lampman  
Notary Public \ Deputy Court Administrator  
Commission Expires: 1/31/19

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