

STATE OF MINNESOTA

DISTRICT COURT

COUNTY OF CARVER

FIRST JUDICIAL DISTRICT  
PROBATE DIVISION

In re:

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

Estate of Prince Rogers Nelson,

Decedent.

**AFFIDAVIT OF JULIAN C. ZEBOT IN  
SUPPORT OF BREMER TRUST, N.A.'S  
MOTION TO LIFT THE STAY OF  
DISCHARGE OF BREMER TRUST, N.A.  
AND APPROVE PAYMENT OF  
ATTORNEYS' FEES AND COSTS**

I, Julian C. Zebot, being first duly sworn upon oath, attest as follows:

1. I am over the age of 18 years and competent to testify regarding the facts and matters stated herein, which are based on my personal knowledge.
2. I am an attorney admitted to practice in the State of Minnesota, and I am one of the attorneys representing Bremer Trust, N.A., with respect to its service as Special Administrator for the Estate of Prince Rogers Nelson (the "Estate").
3. I have been practicing as a litigation attorney, with specialties in fiduciary and trust litigation, for more than 14 years. I am a partner at Maslon LLP.
4. I submit this Affidavit in support of Bremer Trust's Motion to Lift the Stay of Discharge of Bremer Trust, N.A. and Approve Payment of Attorneys' Fees and Costs.
5. Bremer Trust seeks payment for attorney fees and costs pursuant to Minnesota Statutes Section 524.3-720 (Expenses in Estate Litigation), which provides that "[a]ny personal representative or person nominated as personal representative who defends or prosecutes any

proceeding in good faith, whether successful or not, ... is entitled to receive from the estate necessary expenses and disbursements including reasonable attorneys' fees incurred."

6. The fees and costs sought by Bremer Trust include fees and costs incurred by Maslon LLP and paid by Bremer Trust, and fees and costs incurred by Maslon LLP and not yet paid by Bremer Trust.

7. As the billing partner and primary attorney for Bremer Trust with respect to this matter, I am personally familiar with, and have reviewed, the attorneys' fees and costs incurred. With the assistance of others in my office, I am responsible for creating the monthly invoices provided to Bremer Trust for payment. Those invoices summarize the time spent by myself and other timekeepers at Maslon, as well as all other costs and disbursements incurred, with respect to this matter. Specifically, the invoices provide detailed information regarding the nature of the services provided, the identity of the individual who provided the services, the amount of time (in tenth-of-an-hour increments) spent providing the services, and the charge associated with the service provided (the amount of time multiplied by the applicable hourly rate less any applied discount). In short, they are the sort of detailed records specifically contemplated by Rule 119.02 of the Minnesota General Rules of Practice and are sufficient to allow the Court to determine the appropriate amount of fees to be awarded to Bremer Trust.

8. Attached hereto as Exhibit A are true and accurate copies of Maslon's Invoices # 40199162, # 40200154, and #40202228 for time and costs incurred by the firm's attorneys and support staff from August 1, 2017 through December 31, 2017 due to the Second Special Administrator's Investigation of the UMG Claims and due to Bremer Trust's motion to lift stay of discharge.

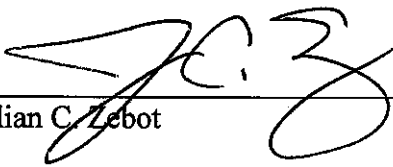
9. I provided Invoice # 40199162, # 40200154, and #40202228 to Bremer Trust for payment, and Bremer Trust has paid Invoice # 40199162 and # 40200154 in full. Bremer Trust has not yet paid Invoice # #40202228 for time incurred in August 2017 and December 2017, and Bremer Trust has not yet been billed for time incurred in January 2018. My review of Maslon LLP's work in progress in January shows that the time relates to the Second Special Administrator's Investigation of the UMG Claims and to Bremer Trust's motion to lift stay of discharge. Said fees and costs currently total approximately \$13,144.90. I will submit an affidavit with any reply brief filing that will include the actual January invoice and an estimate of unbilled time through the hearing.

10. Invoice # 40199162, # 40200154, and #40202228 contain detailed time entries describing Maslon LLP's work and expenditures with respect to the Second Special Administrator's Investigation of the UMG Claims and Bremer Trust's stay of discharge. I have reviewed the time entries for Maslon LLP's legal fees representing Bremer Trust due to the Second Special Administrator's Investigation of the UMG Claims and due to Bremer Trust's motion to lift stay of discharge. I affirm that the work was performed for the benefit of Bremer Trust in defense of its Special Administration of the Estate and was fair, reasonable, and necessary for proper representation. *See* Minn. Stat. § 525.515; Minn. Gen. R. Prac. 119.02.

11. Exhibit A has been redacted to preserve confidentiality of the Estate with respect to certain confidential information. Any financial account numbers have also been redacted.

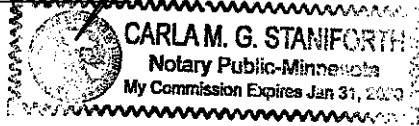
FURTHER AFFIANT SAYETH NOT.

Dated: January 30, 2018

  
\_\_\_\_\_  
Julian C. Lebot

Subscribed and sworn to before me  
this 30th day of January, 2018.

  
\_\_\_\_\_  
Notary Public



4814-0852-9498

# EXHIBIT A

**MASLON****INVOICE FOR PROFESSIONAL SERVICES**Bremer Trust, N.A.  
445 Minnesota Street, Suite 2000  
St. Paul, MN 55101Invoice Number 40199162  
Invoice Date 9/11/2017  
Client Number B003121  
Matter Number 20171331**Re: Special Administration Litigation -- Prince Rogers Nelson Estate**

FOR PROFESSIONAL SERVICES RENDERED: THROUGH AUGUST 31, 2017

08/01/17	JCZ	OFFICE CONFERENCE WITH C. ORDAL, T. MURPHY AND S. LINK REGARDING SPECIAL ADMINISTRATION AND UMG DISPUTE.	2.30	874.00
08/08/17	JCZ	TELEPHONE CONFERENCE WITH L. KRAMER REGARDING COURT FILINGS.	0.20	76.00
08/16/17	JCZ	REVIEW CLIENT DOCUMENTS.	0.40	152.00
08/17/17	JCZ	REVIEW CLIENT DOCUMENTS.	0.80	304.00
08/31/17	JCZ	REVIEW ORDER REGARDING APPOINTMENT OF SECOND SPECIAL ADMINISTRATOR; EMAIL CORRESPONDENCE WITH CLIENT REGARDING THE SAME; REVIEW CLIENT DOCUMENTS.	2.10	798.00

TOTAL HOURS 5.80

CURRENT FEES 2,204.00

TOTAL BALANCE \$2,204.00**PAYMENT DUE UPON RECEIPT**

Bremer Trust, N.A.  
445 Minnesota Street, Suite 2000  
St. Paul, MN 55101

**DUE ON RECEIPT**

Invoice Number	40199162
Invoice Date	9/11/2017
Client Number	B003121
Matter Number	20171331

**REMITTANCE COPY  
PLEASE SEND WITH CHECK TO:**

**MASLON LLP  
3300 WELLS FARGO CENTER  
90 SOUTH SEVENTH STREET  
MINNEAPOLIS, MINNESOTA 55402-4140**

**ATTENTION: ACCOUNTS RECEIVABLE**

Total Services:	\$2,204.00
Total Expenses:	\$0.00
Total Amount Due:	<b>\$2,204.00</b>

**PAYMENT DUE UPON RECEIPT**

MASLON

## INVOICE FOR PROFESSIONAL SERVICES

Bremer Trust, N.A.  
445 Minnesota Street, Suite 2000  
St. Paul, MN 55101Invoice Number 40200154  
Invoice Date 10/13/2017  
Client Number B003121  
Matter Number 20171331

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**Re: Special Administration Litigation -- Prince Rogers Nelson Estate**

FOR PROFESSIONAL SERVICES RENDERED: THROUGH SEPTEMBER 30, 2017

09/01/17	JCZ	TELEPHONE CONFERENCE WITH C. ORDAL REGARDING STATUS AND APPOINTMENT OF SPECIAL ADMINISTRATOR.	0.40	152.00
			TOTAL HOURS	0.40
CURRENT FEES				152.00
TOTAL BALANCE				<u>\$152.00</u>

**PAYMENT DUE UPON RECEIPT**



Bremer Trust, N.A.  
445 Minnesota Street, Suite 2000  
St. Paul, MN 55101

**DUE ON RECEIPT**

Invoice Number	40200154
Invoice Date	10/13/2017
Client Number	B003121
Matter Number	20171331

**REMITTANCE COPY  
PLEASE SEND WITH CHECK TO:**

**MASLON LLP  
3300 WELLS FARGO CENTER  
90 SOUTH SEVENTH STREET  
MINNEAPOLIS, MINNESOTA 55402-4140**

**ATTENTION: ACCOUNTS RECEIVABLE**

Total Services:	\$152.00
Total Expenses:	\$0.00
Total Amount Due:	<b>\$152.00</b>

**PAYMENT DUE UPON RECEIPT**

**MASLON****INVOICE FOR PROFESSIONAL SERVICES**Bremer Trust, N.A.  
445 Minnesota Street, Suite 2000  
St. Paul, MN 55101Invoice Number 40202228  
Invoice Date 1/18/2018  
Client Number B003121  
Matter Number 20171331**Re: Special Administration Litigation -- Prince Rogers Nelson Estate**

FOR PROFESSIONAL SERVICES RENDERED: THROUGH DECEMBER 31, 2017

08/01/17	SJL	OFFICE CONFERENCE WITH C. ORDAL , T. MURPHY AND J. ZEBOT REGARDING PRINCE ESTATE.	2.30	1,207.50
12/01/17	JCZ	EMAIL CORRESPONDENCE WITH C. ORDAL REGARDING STATUS OF SPECIAL ADMINISTRATOR'S INVESTIGATION.	0.20	76.00
12/13/17	JCZ	EMAIL CORRESPONDENCE WITH CLIENT REGARDING STATUS.	0.30	114.00
12/20/17	JCZ	TELEPHONE CONFERENCE WITH C. ORDAL REGARDING DISCHARGE AND RELATED ISSUES; REVIEW OF SPECIAL ADMINISTRATOR'S REPORT.	1.90	722.00
12/21/17	JCZ	DRAFT NOTICE OF APPEARANCE; EMAIL CORRESPONDENCE WITH CLIENT REGARDING SAME; OFFICE CONFERENCE WITH M. FALLON REGARDING MATTER.	1.30	494.00
12/21/17	MSF	CONFERENCE WITH J. ZEBOT, REVIEW ORDERS AND BACKGROUND DOCUMENTS REGARDING POSSIBLE ISSUES AND UPCOMING LITIGATION.	1.30	546.00
12/22/17	JCZ	REVIEW COURT ORDERS; TELEPHONE CONFERENCE WITH CLIENT AND CO-COUNSEL REGARDING PETITION TO RELEASE STAY OF DISCHARGE.	2.10	798.00
12/23/17	LMM	FACTUAL ANALYSIS REGARDING DISCHARGE ISSUES.	0.20	63.00
12/27/17	MSF	REVIEW AND ANALYZE DISCHARGE ORDER, ORDERS REGARDING LICENSING ISSUES.	0.90	378.00

TOTAL HOURS 10.50

CURRENT FEES 4,398.50

TOTAL BALANCE \$4,398.50

Page 10 of 11

**PAYMENT DUE UPON RECEIPT**

Bremer Trust, N.A.  
445 Minnesota Street, Suite 2000  
St. Paul, MN 55101

## DUE ON RECEIPT

Invoice Number	40202228
Invoice Date	1/18/2018
Client Number	B003121
Matter Number	20171331

**REMITTANCE COPY  
PLEASE SEND WITH CHECK TO:**

**MASLON LLP  
3300 WELLS FARGO CENTER  
90 SOUTH SEVENTH STREET  
MINNEAPOLIS, MINNESOTA 55402-4140**

**ATTENTION: ACCOUNTS RECEIVABLE**

Total Services:	\$4,398.50
Total Expenses:	\$0.00
Total Amount Due:	<b>\$4,398.50</b>

**PAYMENT DUE UPON RECEIPT**