

STATE OF MINNESOTA
COUNTY OF CARVER

DISTRICT COURT
FIRST JUDICIAL DISTRICT
PROBATE DIVISION

In Re:

Court File No.: 10-PR-16-46

Judge: Kevin W. Eide

Estate of Prince Rogers Nelson,

Decedent.

**AFFIDAVIT OF JUSTIN A. BRUNTJEN
IN RESPONSE TO SPECIAL MASTER
JUDGE RICHARD SOLUM'S ORDER
REGARDING PROCEDURE FOR FEE
APPLICATIONS**

STATE OF MINNESOTA)
) ss.
COUNTY OF HENNEPIN)

I, Justin A. Bruntjen, after being duly sworn, state as follows:

1. I am an attorney duly licensed to practice and in good standing in the State of Minnesota. If called as a witness, I could and would competently testify to the facts stated here based on my own personal knowledge.

2. Until November 2, 2018 I was attorney of record for Alfred Jackson ("Jackson") for a period of more than two and half years. I submit this affidavit in response to Special Master Judge Richard Solum's Order Regarding Procedure for Fee Applications.

3. Jackson retained me in April of 2016 to provide legal services regarding the Estate of his late brother, Prince Rogers Nelson (the "Estate"). I formally filed a notice of appearance in this matter on April 26, 2016 and withdrew as Jackson's counsel of record over two and a half years later, on November 2, 2018.

4. Attached and Incorporated into this Affidavit as Exhibit A is my original invoice for services related to Heirship of the Estate. I have gone through this invoice and added entries that pertain to Heirship but were originally submitted in a different fee bucket. I also subtracted any fee entries that were incorrectly placed in the original Heirship bucket of my fee application for February 2017 through December 2017. The new total requested for all Heirship related work is \$53,253.00.

5. Attached and Incorporated into this Affidavit as Exhibit B is my invoice for services related to UMG Rescission for February 2017 through November 2018. The total for work related to the UMG Agreement is \$52,089.00

6. Attached and Incorporated into this Affidavit as Exhibit C is my original invoice for services related to the Removal of Comerica as Personal Representative. I have gone through this invoice and added entries that pertain to the Removal of Comerica but were originally submitted in a different fee bucket. I also subtracted any fee entries that were incorrectly placed in the original Removal of Comerica bucket of my fee application for February 2017 through December 2017. The new total for all related work related to the removal of Comerica is \$17,072.00.

7. Attached and Incorporated into this Affidavit as Exhibit D are my original invoices from February 1, 2017 through December 31, 2017 and January 1, 2018 through November 2, 2018, for services related to Jobu, McMillan and Koppelman issues. I have gone through these invoices and added entries that pertain to Jobu, Koppelman and McMillan but were originally submitted in a different fee bucket. I also subtracted any fee entries that were incorrectly placed in the original Jobu, McMillan and Koppelman bucket of my fee applications. The new total for all Jobu, McMillan and Koppelman related work is \$63,186.00.

8. Attached and Incorporated into this Affidavit as Exhibit E are my original invoices

from February 1, 2017 through December 31, 2017 and January 1, 2018 through November 2, 2018, for services related to engagement and work of the Second Special Administrator. I have gone through these invoices and added entries that pertain to engagement and work of the Second Special Administrator but were originally submitted in a different fee bucket. I also subtracted any fee entries that were incorrectly placed in the original Second Special Administrator bucket of my fee applications. The new total for all work related to the Second Special Administrator is \$47,854.00.

9. In addition to the above categories of work incurred for the benefit of the Estate, there are buckets that the court previously held were eligible for reimbursement from the Estate as work that benefitted the Estate as a whole. Since Attorney fees were previously awarded for these categories I ask that the Special Master follow the courts original decision in this regard and order the Estate to pay fees for these specific buckets. The previously awarded fee categories are:

- a. Work related to Entertainment matters- this includes but is not limited to the Netflix, Unipix, Symphonic, Apple and other entertainment transactions and work related to Prince's music and brand.
- b. Work related to Paisley Park
- c. Work related to the Tribute Concert
- d. Work related to appointing a Personal Representative- which includes transitioning from the Special Administrator to the current Personal Representative, Comerica Trust.
- e. Court Appearances and Phone Calls

10. Further, there are other areas of work that I performed that were beneficial to the Estate as a whole and Affiant asks that the Special Master award Attorney fees for work related to these issues.

11. Affiant believes that fees for all work related to the Accounting and Discharge of the Special Administrator, Bremer Trust, should be awarded as work incurred for the benefit of the Estate as a whole. The current Personal Representative, Comerica Trust, signed a Common Interest agreement with Bremer upon their appointment in February 2017. This agreement forced Affiant and other heir's attorneys to be the only line of defense in providing oversight on Bremer's actions as Special Administrator. Although the Court ruled against the Heir's opposition of Bremer's discharge I withdrew from representing Jackson prior to the issue fully being resolved. In fact, the Attorneys that replaced me in representing Jackson filed a notice of appeal to Bremer's discharge, which the status of is currently unknown to Affiant. If not for the checks on the previous Special Administrator by Affiant, they would have been able to bill the Estate infinite amounts of money with no one in place to challenge them. Affiant's active role in monitoring and objecting to the Special Administrator saved the Estate unquantifiable amounts of money that the Special Administrator and their Attorneys could have requested without challenge.

12. Affiant is also entitled to fees for all work related Real Estate transactions involving the Estate. As with Entertainment and Paisley Park these are assets that will one day be controlled by the Heirs. It was important for the Heirs to have input into how these assets were dealt with. This work includes but is not limited to the sale of the Galpin property and the auction of the Turks and Caicos residence. Regarding Galpin, Affiant and other heir's counsel participated and were instrumental in working to improve this agreement and the results ended in better material terms for the transaction. In regards to the Turks and Caicos property I believe that the original idea to hold on Auction came from one of the heirs. This shows how important and instrumental having the heirs up to date and able to provide input was when handling Estate assets.

13. Affiant is entitled to fees for all work incurred in regards to the discharge and approval of interim accounting requested by Comerica. Affiant's work relating to the discharge and

approval of Comerica's interim accounting resulted in Comerica changing the language of their proposed order and resulted in the Estate having more legal recourse against them if they are found to have done anything wrong. Also in regard to Comerica's fees Affiant was one of the only people able to provide oversight to make sure that these fees were just and reasonable. If not for Affiant's work, Comerica and their counsel could have billed the Estate for a much greater amount than they did and there would have been no one to oppose their bills.

14. Work performed by Affiant related to the appointment of Gregg Walker and Charles Spicer as Heirs' Representatives should also be considered beneficial to the Estate as a whole and fees incurred by Affiant in this regard should be paid by the Estate. Judge Eide saw the importance of giving the Heirs a voice in decisions and negotiations involving the Estate when he appointed Gregg Walker and Charles Spicer as heirs' representatives. After appointment, Mr. Walker and Mr. Spicer worked with the Personal Representative, their advisors and attorneys to improve multiple entertainment deals, which benefitted the Estate and facilitated a better relationship between Comerica and the heirs. Without the appointment of the heirs' representatives the Heirs would have been left in the dark on many issues and likely created more legal expenses for the Estate trying to improve transparency by Comerica.

15. All work related to keeping the heirs informed and up to date on the workings of the Estate should also be paid be considered a benefit to the Estate as a whole and Affiant should be paid for any all fees incurred for this work. This includes, reviewing new documents, appointing an heirs representative, requesting financials, emails and all requests made for transparency of information between Comerica and the Heirs. Once this Estate is closed, the Heirs stand to inherit the job of running it and keeping them informed on the day-to-day activities and making sure Comerica is as transparent as possible will help the heirs in the future in efficiently and effectively running the Estate. In the long-run this knowledge and experience the heirs have gained by staying

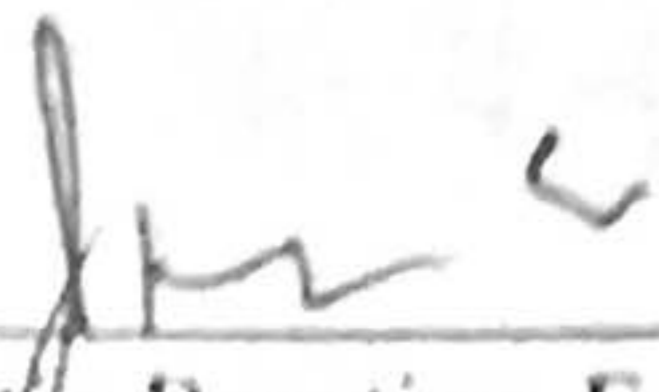
informed and up-to-date will save the Estate considerable amounts of money and make for an easier and cheaper transition overall.

In fact the Court has stated multiple times that facilitating communication between the Heirs and the Personal Representative and keeping the Heirs up to date on Estate affairs is in the best interests of the Estate. In Its December 18, 2017 order Findings of Fact, Conclusions of Law & Order Denying Petition to Permanently Remove Comerica Bank and Trust N.A. as Personal Representative (Attached as Exhibit F) the Court states: “the Court believes it to be far more in the best interest of the Estate to attempt to improve the level or manner of communication between Comerica and the heirs, their attorneys and their advisors so that all heirs feel they are properly advised regarding the administration of the Estate and their input is considered.” (*Id At pg. 12,13*). Further in the Court’s April 23, 2019 Order Regarding Personal Representative’s Fees and Costs For February 2019 Through January 2020 & Petition to Limit Authority of Personal Representative (Attached as Exhibit G) the Court states, “The Court has required a significant level of communication between the Personal Representative and The Heirs.” (*Id. At pg. 3*). This language used by the Court clearly shows that all work done to improve communication and transparency between the Heirs and the Personal Representative is beneficial to the Estate as a whole and Affiant believes that The Estate should pay all fees related to this as work performed for the overall benefit of The Estate.

16. For the above reason Affiant believes that the work performed per his submitted invoices were for the benefit of the Estate as a whole and requests that a ruling be made ordering the Estate to pay the fees submitted in his February 1, 2017 through December 31, 2017 and January 1, 2018 through November 2, 2018 requests.

FURTHER YOUR AFFIANT SAYE TH NOT.

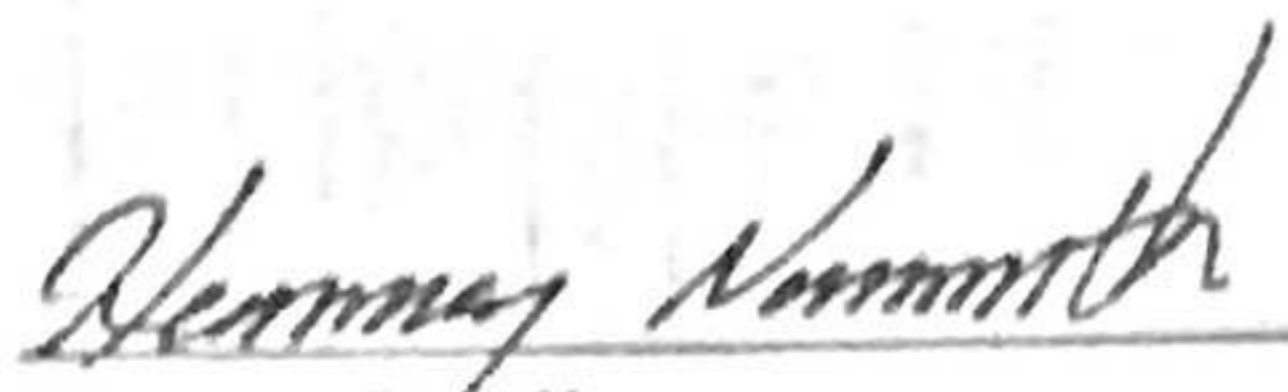
Dated: May 2~~1~~³, 2019



Justin Bruntjen, Esq

Subscribed and sworn to before
me this 23 day of May, 2019





Notary Public

Exhibit A

Heirship

INVOICE

Number	3
Issue Date	2/5/2019
Due Date	3/7/2019

Bill To:

Alfred Jackson

Time Entries

Time Entry	Billed By	Rate	Hours	Sub
Review/analyze 2/3/2017 review appeal memo and research issues regarding Brianna appeal, review and reply to communications regarding the same.	jabruntjen	\$485.00	3.20	\$1,552.00
Communicate (other external) 2/3/2017 review and respond to emails regarding service of BN appeal and other related issues	jabruntjen	\$485.00	1.60	\$776.00
Review/analyze 2/6/2017 review Elliot heirship paperwork	jabruntjen	\$485.00	0.50	\$242.50
Communicate (other external) 2/6/2017 review and respond to emails regarding BN appeal, follow up research on issues discussed.	jabruntjen	\$485.00	2.80	\$1,358.00
Communicate (other external) 2/9/2017 review and respond to emails regarding continuance motion	jabruntjen	\$485.00	0.50	\$242.50
Communicate (other external) 2/9/2017 call with FW about appeal issues for BN	jabruntjen	\$485.00	1.00	\$485.00
Research 2/10/2017 potential issues regarding transition and other heirship issues and review documents related to Cousins claim	jabruntjen	\$485.00	4.20	\$2,037.00
Review/analyze 2/13/2017 review Kane's appeal filing and declaration	jabruntjen	\$485.00	0.50	\$242.50
Review/analyze 2/14/2017 call with heirs attorneys, Cassioppi and BN attorney	jabruntjen	\$485.00	0.50	\$242.50
Communicate (other external) 2/14/2017 emails from Parkhurst and Cassioppi regarding order for DNA testing and other issues.	jabruntjen	\$485.00	1.00	\$485.00
Communicate (other external) 2/14/2017 call with FW about fees, Parkhurst appeal, DNA testing, and other heirship issues	jabruntjen	\$485.00	2.50	\$1,212.50

Time Entry	Billed By	Rate	Hours	
Review/analyze 2/15/2017 Review Venita Jackson filings and follow up	jabrunstjen	\$485.00	1.50	\$727.50
Review/analyze 2/16/2017 review Bremer filings and court orders regarding sealing DNA results and other findings	jabrunstjen	\$485.00	1.00	\$485.00
Review/analyze 2/20/2017 review and comment to Cassioppi motion to dismiss BN claims and research issues	jabrunstjen	\$485.00	3.10	\$1,503.50
Review/analyze 2/23/2017 review Parkhurst declaration and motion opposing extension. Follow call regarding the same	jabrunstjen	\$485.00	1.30	\$630.50
Review/analyze 2/24/2017 review appellate court order.	jabrunstjen	\$485.00	0.30	\$145.50
Appear for/attend 2/28/2017 prepare for and participate in call with heirs attorneys regarding appeals, DNA, and other heirship issues	jabrunstjen	\$485.00	1.80	\$873.00
Communicate (other external) 2/28/2017 call with FW following phone call with heirs attorneys. Discussion of topics including appeal issues.	jabrunstjen	\$485.00	0.50	\$242.50
Review/analyze 3/2/2017 review Fredlaw appeal memorandum in response to court February 23 order and follow ups research on issues raised.	jabrunstjen	\$485.00	3.20	\$1,552.00
Communicate (other external) 3/2/2017 review and respond to emails from BN attorneys and other heirs attorneys	jabrunstjen	\$485.00	1.00	\$485.00
Communicate (other external) 3/4/2017 call with FW about attorney fee submissions and other heirship issues	jabrunstjen	\$485.00	1.00	\$485.00
Communicate (other external) 3/6/2017 review changes made to PR appeal motion as well as emails regarding the same	jabrunstjen	\$485.00	1.10	\$533.50
Review/analyze 3/6/2017 review Parkhurst and Venita Jackson appeal memo regarding jurisdiction question and follow up communication regarding the same	jabrunstjen	\$485.00	2.20	\$1,067.00
Review/analyze 3/7/2017 review documents relating to BN appeal including motion requiring dept. of health, order regarding parentage documents, Baker order about accounting and other documents. Follow up research into BN motion	jabrunstjen	\$485.00	3.20	\$1,552.00
Communicate (other external) 3/7/2017 Call with FW regarding Gresham and Leverette appeals	jabrunstjen	\$485.00	0.70	\$339.50

Time Entry	Billed By	Rate	Hours	
Review/analyze 3/16/2017 review and research issues related to Venita Jackson objections and memo, review objections to Stinson fees and other related documents, and PRs response to objection regarding protocols	jabruntjen	\$485.00	2.60	\$1,261.00
Communicate (other external) 3/23/2017 review and respond to emails regarding heirship.	jabruntjen	\$485.00	0.70	\$339.50
Research 3/24/2017 research issues regarding determination of heirs and follow up conversation with other heirs counsel about the same	jabruntjen	\$485.00	3.80	\$1,843.00
Draft/revise 3/28/2017 review and revised Gresham and Leverette Appeal brief	jabruntjen	\$485.00	1.50	\$727.50
Communicate (other external) 3/29/2017 review and respond to emails regarding the Leverette and Gresham appeal brief	jabruntjen	\$485.00	1.00	\$485.00
Communicate (other external) 3/30/2017 review and respond to emails regarding loans Prince made to other parties during his lifetime	jabruntjen	\$485.00	0.20	\$97.00
Review/analyze 4/2/2017 look into issues regarding motion to determine heirs and discussing with other heirs counsel about the. same	jabruntjen	\$485.00	1.60	\$776.00
Communicate (other external) 4/3/2017 email correspondence back and forth with Comerica regarding a media inquiry and statements to be made	jabruntjen	\$485.00	1.00	\$485.00
Review/analyze 4/5/2017 review court of appeal fillings concerning Jackson-Leverette and research issues regarding the same	jabruntjen	\$485.00	0.50	\$242.50
Draft/revise 4/8/2017 review and look into issues regarding motion to determine heirs	jabruntjen	\$485.00	2.50	\$1,212.50
Review/analyze 4/10/2017 review of Jackson-Leverette appeal and follow up research involving the issues raised	jabruntjen	\$485.00	3.00	\$1,455.00
Communicate (other external) 4/10/2017 call with Jobu counsel regarding issues with Koppelman	jabruntjen	\$485.00	0.50	\$242.50
Review/analyze 4/11/2017 review and comment on motion to determine heirs, follow up conversations with other heirs counsel about potential issues.	jabruntjen	\$485.00	3.20	\$1,552.00
Communicate (other external) 4/12/2017 email correspondence with Kane regarding heirship and fee appeals	jabruntjen	\$485.00	1.00	\$485.00

Time Entry	Billed By	Rate	Hours	
Draft/revise 4/13/2017 review and research final issues concerning appointment of heirs	jabrun(tj)en	\$485.00	1.50	\$727.50
Review/analyze 5/1/2017 review BN letter motion to dismiss concerning money paid to BN for tribute, follow up research about potential arguments against the motion	jabrun(tj)en	\$485.00	1.90	\$921.50
Review/analyze 5/3/2017 review Leverette and BNs objections to determine heirs, follow up research on potential arguments, review Spear statement of claim	jabrun(tj)en	\$485.00	3.40	\$1,649.00
Review/analyze 5/3/2017 review and comment on final reply in support of motion to determine heirs follow up discussion with other heirs attorneys regarding the same	jabrun(tj)en	\$485.00	2.10	\$1,018.50
Communicate (other external) 5/3/2017 review emails from Comerica regarding sale of Turks and Caicos follow up communications with Comerica regarding potential issues	jabrun(tj)en	\$485.00	1.00	\$485.00
Communicate (other external) 5/4/2017 Review and respond to emails from Comerica regarding Heirship and review April 25 heir meeting minutes	jabrun(tj)en	\$485.00	1.20	\$582.00
Draft/revise 5/4/2017 review and revise reply motion to determine heirship and follow up communication with other heirs counsel as well emails regarding timing to serve objection to subpoena	jabrun(tj)en	\$485.00	2.30	\$1,115.50
Review/analyze 5/5/2017 review and edit changes made to BN appeal of respondents joint brief, also review order for determining heirs and affidavits of Baker and Bakers counsel regarding Subpoena	jabrun(tj)en	\$485.00	2.30	\$1,115.50
Communicate (other external) 5/8/2017 review licensing request from Comerica for Sony, go over Paisley Park accounting information, review and comment on McMillan claims of confidentiality with his agreements, review email concerning real estate sale by Comerica, also work on letter to Ms Williams and emails regarding the same, also compose email regarding filing of BN respondents brief, as well as emails regarding wrongful death counsel	jabrun(tj)en	\$485.00	3.20	\$1,552.00
Review/analyze 5/19/2017 review order determining heirs, and analyze issues involving confidentiality of McMillan agreement, email with Comerica about public announcement of heir determinacy	jabrun(tj)en	\$485.00	1.40	\$679.00
Review/analyze 5/23/2017 review emails from Baker counsel to Comerica, review and respond to emails from Comerica about publicity on determining heirs as well as emails with Atcock regarding certain heirs receiving real estate	jabrun(tj)en	\$485.00	1.50	\$727.50
Communicate (other external) 6/30/2017 draft and respond to emails from Comerica regarding Bremers work concerning looking into a will	jabrun(tj)en	\$485.00	1.00	\$485.00

Time Entry	Billed By	Rate	Hours	
Review/analyze 7/17/2017 review notice of appeal for BN and other recent court filings	jabruntjen	\$485.00	0.50	\$242.50
Communicate (other external) 7/18/2017 review and respond to emails regarding BN appeal	jabruntjen	\$485.00	0.50	\$242.50
Review/analyze 7/20/2017 review appellate court order and notice of deficiency	jabruntjen	\$485.00	0.50	\$242.50
Communicate (other external) 7/21/2017 review and follow up on Kane email regarding argument for BN appeal	jabruntjen	\$485.00	0.50	\$242.50
Appear for/attend 7/24/2017 prepare for and attend meeting with Fred Law concerning BN appeal, follow up research issues regarding same	jabruntjen	\$485.00	4.20	\$2,037.00
Communicate (other external) 7/25/2017 call with Baker Counsel regarding BN appeal and WD retainer issues	jabruntjen	\$485.00	0.70	\$339.50
Review/analyze 7/28/2017 review order approving PR fees, order granting Comerica access to marriage dissolution, declaration of E. Unger, memo in support to dismiss claim	jabruntjen	\$485.00	1.50	\$727.50
Review/analyze 8/3/2017 review transcript of May 10 hearing regarding BN court, research issues regarding same, review SSA paperwork	jabruntjen	\$485.00	2.40	\$1,164.00
Review/analyze 8/25/2017 review court transcript for April 7 appeal hearing	jabruntjen	\$485.00	1.00	\$485.00
Review/analyze 9/5/2017 review appellate decision upholding application of parentage act in regards to Gresham and Leverette appeal	jabruntjen	\$485.00	1.50	\$727.50
Review/analyze 9/11/2017 review BN appeal decision	jabruntjen	\$485.00	1.00	\$485.00
Communicate (other external) 9/15/2017 email correspondence with Comerica and other heirs counsel regarding stipulation to dismiss BN appeal	jabruntjen	\$485.00	0.90	\$436.50
Review/analyze 10/4/2017 review Parkhurst petition for review with Supreme Court	jabruntjen	\$485.00	1.00	\$485.00
Appear for/attend 10/5/2017 call with Kane regarding next of Kin Case	jabruntjen	\$485.00	0.50	\$242.50
Review/analyze 10/28/2017 review and comment draft opposition to BV petition for review	jabruntjen	\$485.00	1.30	\$630.50

Time Entry	Billed By	Rate	Hours	
Communicate (other external) 11/17/2017 emails with Fred Law concerning heirs participation in future meetings	jabrunten	\$485.00	0.50	\$242.50
			Time Entries Total	104.60
				\$50,731.00

Total (USD)	\$50,731.00
Paid	\$0.00
Balance	\$50,731.00

Subtractions and Addtions to work Performed Regarding Heirship**Subtractions**

Date	Work Performed	Rate	Hours worked	Total Charged
3/30/17	review and respond to emails regarding Prince Loans	\$485.00	0.2	\$97.00
4/3/17	email correspondence with Comerica regarding media inquiry and statements to be made	\$485.00	1	\$485.00
4/10/17	call with Jobu Counsel regarding Koppelman	\$485.00	0.5	\$242.50
5/3/17	review emails from Comerica regarding T&C sale	\$485.00	1	\$485.00
5/8/17	review licensing request from Comerica for Sony, go over PP accounting info review and comment on McMillan claims of confidentiality with his agreements, review email cncerning real estate sale by Comerica, work on letter to Williams and emails regarding same, and emails regarding wrongful death	\$485.00	2.5	\$1,212.50
5/10/17	prepare for and attend motion hearing to determine heirs	\$485.00		
7/28/17	review order apprvng PR fees, memo in support to dismiss claims	\$485.00	1	\$485.00
10/5/17	call with Kane regarding Kin case	\$485.00	0.5	\$242.50
11/17/17	emails with fred law cncerning heirs participation in future meetings	\$485.00	0.5	\$242.50
Total Subtractions			7.2	\$3,492.00

Additions

3/3/17	work on heirs protocol in regards to PR	\$485	0.3	\$145.50
3/17/17	prepare for and attend curt call and follow up research on issues addressed including on heirship and protocols	\$485	3	\$1,455
4/20/17	review Williams documents and correspndenc frm Judge Eide	\$485	0.5	\$243
5/10/17	prepare for and attend motion hearing to determine heirs	\$485	6	\$2,910
7/8/17	review Elliot exhibits	\$485	0.2	\$97
7/26/17	prepare for and attend court regarding BN appeal	\$485	2.7	\$1,310
5/26/18	review letter regarding heirhsip	\$485	0.5	\$243
Total Additions			12.9	\$6,014

Original Total of Heirship f \$50,731.00

Subtracted Amount \$3,492.00

Added Amount \$6,014

New Total \$53,253.00

Exhibit B

Invoice For Services Related To UMG**Estate of Prince Rogers Nelson**

Date	Work Completed	Rate	Hours	Total
2/1/17	Send and review emails regarding	\$485.00	1	485
2/1/17	call with co counsel regarding UMG	\$485.00	1	485
2/3/17	review documents regarding UMG	\$485.00	2.3	1115.5
2/7/17	review and comment on newest draft of UMG consultant agreement	\$485.00	2.4	1164
2/7/17	call with FW regarding UMG	\$485.00	0.9	436.5
2/7/17	call with heirs counsel regarding consulting agreement and follow up	\$485.00	1.2	582
2/7/17	review and respond to emails from from other heirs attorneys regarding	\$485.00	1.2	582
2/8/17	review key provision chart of UMG	\$485.00	2.5	1212.5
2/13/17	emails regarding UMG consultancy	\$485.00	0.7	339.5
2/15/17	review issues regarding potential UMG and WB conflict in UMG deal	\$485.00	4.2	2037
2/21/17	review and flow up to final UMG consulting agreement, emails with	\$485.00	2	970
2/21/17	call with FW about UMG consultant	\$485.00	1.3	630.5
4/5/17	correspondence with Fred Law and Comerica regarding UMG rescission and other potential issues regarding	\$485.00	1.4	679
4/5/17	look over letter from UMG and research potential claims with WB	\$485.00	2.5	1212.5

4/6/17	work on potential issues with UMG	\$485.00	3	1455
4/7/17	review letter from UMG regarding rescission and research related issues	\$485.00	2.9	1406.5
4/19/17	prepare for and attend phone call with court regarding UMG and WB	\$485.00	2.7	1309.5
4/26/17	review and respond to Comerica's emails regarding rescission of UMG agreement follow up	\$485.00	3.6	1746
4/27/17	review correspondence with Comerica regarding WB's position	\$485.00	0.5	242.5
5/1/17	review UMG deal and research issues regarding conflicting rights with WB	\$485.00	3.5	1697.5
5/5/17	correspondence regarding motion to	\$485.00	0.5	242.5
5/11/17	review Dahl letter and Comerica	\$485.00	1	485
5/17/17	review Comerica paperwork regarding UMG rescission and exhibits ,follow up	\$485.00	3.7	1794.5
5/18/17	review letter from Bassford to court	\$485.00	0.5	242.5
5/18/17	review and draft emails to Comerica	\$485.00	0.8	388
5/19/17	review letter from SNJ attorneys concerning UMG and follow up with	\$485.00	2.3	1115.5
5/22/17	review letter from Strang and exchange emails with fredlaw	\$485.00	1	485
5/22/17	meeting at Cozen regarding UMG	\$485.00	5.4	2619
5/23/17	review letter from Stinson regarding	\$485.00	0.5	242.5
5/24/17	analyze letter from Fred Law regarding SNJ and McMillan's letter	\$485.00	0.7	339.5

5/27/17	review WB letter to Comerica and follow up research regarding same	\$485.00	2.5	1212.5
5/31/17	review financials from Bremer regarding Stinson fees with UMG	\$485.00	2.1	1018.5
5/31/17	prepare for and attend meeting with Fred Law and heirs counsel about	\$485.00	3.5	1697.5
6/1/17	review and comment on Baker motion supporting rescission, further research	\$485.00	3.5	1697.5
6/3/17	review and respond to emails regarding Bremer discharge and UMG	\$485.00	0.8	388
6/5/17	review and respond to emails from Baker counsel and SLS regarding UMG	\$485.00	1.4	679
6/7/17	review and respond to emails concerning UMG call and prior rights agreement concerns, research related issues. Also emails from Comerica and	\$485.00	2.3	1115.5
6/7/17	prepare for and attend court call regarding rescission and other issues	\$485.00	3	1455
6/7/17	meeting with Fred Law regarding	\$485.00	2.2	1067
6/8/17	review memo and affidavit opposing	\$485.00	1	485
6/10/17	review Dahl letter, Comerica paperwork supporting rescission, UMG reply in support of rescission, Baker paperwork supporting	\$485.00	4	1940
6/12/17	review Comerica letter regarding UMG	\$485.00	0.6	291
6/13/17	prepare for and attend court hearing	\$485.00	5.7	2764.5
6/15/17	review protective order and order giving UMG 2014 WB agreement,	\$485.00	1	485

6/20/17	call with Comerica and other parties regarding rescission of UMG deal,	\$485.00	3.5	1697.5
6/23/17	review emails McMillan and Comerica emails regarding UMG rescission	\$485.00	1.4	679
6/26/17	review emails from Kane and Comerica regarding McMillan's actions concerning UMG deal and	\$485.00	1.2	582
6/27/17	review letter from UMG attorneys regarding rescission and follow up	\$485.00	2.3	1115.5
6/28/17	review Silver and McMillan emails regarding UMG agreement, follow up	\$485.00	1	485
6/29/17	review letter from Dahl regarding UMG agreement, letter from Silver,	\$485.00	1.2	582
6/30/17	review letter from UMG to court and letter from Silver to Curt regarding	\$485.00	2.5	1212.5
7/5/17	Williams letter in response to UMG and letter from Fred Law to court	\$485.00	0.5	242.5
7/13/17	review order approving rescission, look into possible appealable issues	\$485.00	3	1455
TOTAL			107.4	\$52,089.00

Removal of Comerica

Exhibit C

INVOICE

Number	8
Issue Date	2/6/2019
Due Date	3/8/2019

Bill To:

Alfred Jackson

Time Entries

Time Entry	Billed By	Rate	Hours	Sub
Review/analyze 10/29/2017 review petition to remove comerica, Comerica letter to judge. Research arguments mentioned in memo to remove comerica	jabruntjen	\$485.00	4.50	\$2,182.50
Communicate (other external) 10/29/2017 draft and review emails regarding removal of Comerica, review notice of appearance	jabruntjen	\$485.00	0.70	\$339.50
Communicate (other external) 10/30/2017 review and respond to emails from Kane regarding removal of Comerica and the steps to take moving forward, follow up research into same	jabruntjen	\$485.00	3.50	\$1,697.50
Communicate (other external) 10/31/2017 correspondence with Kane regarding Comerica removal and follow up regarding the same	jabruntjen	\$485.00	1.00	\$485.00
Communicate (other external) 10/31/2017 prepare for and attend call with court regarding removal of Comerica, follow up on related issues	jabruntjen	\$485.00	2.80	\$1,358.00
Appear for/attend 11/2/2017 prepare for and attend meeting with Fred Law regarding comerica removal	jabruntjen	\$485.00	2.70	\$1,309.50
Review/analyze 11/8/2017 review Baker response and aff. to comerica removal	jabruntjen	\$485.00	0.80	\$388.00
Review/analyze 11/11/2017 review declaration of Troy Carter, Bricker, Parkin, and other paperwork in relation to comericas objection to be permanently removed. research regarding the issues presented	jabruntjen	\$485.00	4.50	\$2,182.50
Review/analyze 11/21/2017 review filed documents by SNJ concerning removal of Comerica, follow up research regarding arguments proposed, review ; letter from Comerica regarding Dixon, review Bremers response to expanding SSA and SNJ memo opposing expanding authority of SSA	jabruntjen	\$485.00	6.00	\$2,910.00

Time Entry	Billed By	Rate	Hours	
Review/analyze 12/18/2017 review memo and order regarding denying Comerica removal, follow up with other heirs counsel	jabruntjen	\$485.00	2.30	\$1,115.50
			Time Entries Total	28.80 \$13,968.00

Total (USD)	\$13,968.00
Paid	\$0.00
Balance	\$13,968.00

Subtraction and Additions to Removal of Comerica Fees**Subtractions**

Date	Work Performed	Rate	Hours	Total
------	----------------	------	-------	-------

Subtractions

Total				0
-------	--	--	--	---

Additions

10/30/17	call with Fred Law regarding Comerica Removal	\$485.00	0.4	\$194.00
11/20/17	Prepare for and attend motion hearing on removal of Comerica and WD issues	\$485.00	6	\$2,910.00
Total Additions				\$3,104.00
Previous Total				\$13,968.00
Additions				\$3,104.00
Total After Additions				\$17,072.00

Koppelman McMillan Issues

Exhibit D

INVOICE

Number	6
Issue Date	2/6/2019
Due Date	3/8/2019

Bill To:

Alfred Jackson

Time Entries

Time Entry	Billed By	Rate	Hours	Sub
Draft/revise 3/1/2017 documents requesting extension to submit attorneys fees	jabruntjen	\$485.00	1.00	\$485.00
Review/analyze 3/2/2017 review McMillan subpoena and follow up research regarding the potential legal issues	jabruntjen	\$485.00	2.50	\$1,212.50
Review/analyze 3/17/2017 review SNJ motion to quash subpoena and Halferty affidavit	jabruntjen	\$485.00	0.60	\$291.00
Communicate (other external) 4/12/2017 email exchange between counsel for Jobu regarding Koppelman issues, review emails between Koppelman and Jobu as well as recording of meeting, look into issues related to Koppelman loan	jabruntjen	\$485.00	4.50	\$2,182.50
Communicate (other external) 4/12/2017 Call with Jobu counsel regarding Koppelman recording	jabruntjen	\$485.00	0.50	\$242.50
Review/analyze 4/13/2017 email correspondence with Jobu and review all financial documents related to Koppelman issue	jabruntjen	\$485.00	1.00	\$485.00
Communicate (other external) 4/13/2017 call with Greiner regarding Koppelman and Jobu issues	jabruntjen	\$485.00	0.50	\$242.50
Communicate (other external) 4/13/2017 call with Jobu attorneys regarding Koppelman and possible complaint against advisors	jabruntjen	\$485.00	0.40	\$194.00
Communicate (other external) 4/13/2017 calls with Baker attorney Kane about Jobu issues as well as outline of amended brief	jabruntjen	\$485.00	1.50	\$727.50
Draft/revise 4/17/2017 work on brief regarding Koppelman loan to Jobu and research other potential similar cases and associated case law	jabruntjen	\$485.00	3.30	\$1,600.50

Time Entry	Billed By	Rate	Hours	
Communicate (other external) 4/18/2017 email correspondence with Jobu representatives and review other documents related to Koppelman loan to Jobu including texts and transcript of phone recording	jabruntjen	\$485.00	2.80	\$1,358.00
Communicate (other external) 4/18/2017 call with Jobu attorney regarding claims against Koppelman and McMillan	jabruntjen	\$485.00	0.30	\$145.50
Draft/revise 4/19/2017 review and revise affidavit of Millette get to counsel to have signed, also finish working on issues regarding Koppelman/	jabruntjen	\$485.00	1.90	\$921.50
Communicate (other external) 4/19/2017 review and respond to emails from Kane regarding Koppelman issue and apply suggested edits and information to brief	jabruntjen	\$485.00	1.00	\$485.00
Review/analyze 4/19/2017 review and make any final changes to Koppelman filing and Bremer discharge objection	jabruntjen	\$485.00	1.30	\$630.50
Communicate (other external) 4/19/2017 call with Baker attorney Silton regarding Bremer and Koppelman issues	jabruntjen	\$485.00	0.50	\$242.50
Review/analyze 4/21/2017 review complaint filed by Jobu in relation to the tribute concert and follow up with Jobu attorneys	jabruntjen	\$485.00	1.50	\$727.50
Review/analyze 4/27/2017 review motion and memo by McMillan to quash subpoena and look into issues regarding the same	jabruntjen	\$485.00	1.60	\$776.00
Communicate (other external) 5/1/2017 call with Kane about McMillan Subpoena	jabruntjen	\$485.00	0.70	\$339.50
Review/analyze 5/2/2017 review and comment on motion opposing quashing Mcmillan subpoena	jabruntjen	\$485.00	2.60	\$1,261.00
Review/analyze 5/3/2017 review and comment on final subpoena motion regarding McMillan, correspondence with Baker attorney regarding the same	jabruntjen	\$485.00	2.00	\$970.00
Communicate (other external) 5/3/2017 Call with Attorney from Jobu regarding Koppelman complaint	jabruntjen	\$485.00	0.40	\$194.00
Review/analyze 5/4/2017 review Subpoena motions, substitution of counsel for BN	jabruntjen	\$485.00	1.00	\$485.00
Review/analyze 5/8/2017 review subpoena objections and letter from SNJ regarding Mcmillan NDA, follow up research on arguments raised	jabruntjen	\$485.00	3.50	\$1,697.50

Time Entry	Billed By	Rate	Hours	
Communicate (other external) 5/9/2017 review and respond email regarding opposition of Mcmillan to provide documentation citing confidentiality, also review and respond to SNJ attorney emails	jabruntjen	\$485.00	1.70	\$824.50
Draft/revise 5/14/2017 draft affidavit of Bruce Jackson concerning McMillan agreement	jabruntjen	\$485.00	1.80	\$873.00
Review/analyze 5/15/2017 review and comment Cozen letter to court regarding McMillan agreement	jabruntjen	\$485.00	1.00	\$485.00
Communicate (other external) 5/15/2017 call with Kane about B. Jackson affidavit	jabruntjen	\$485.00	0.40	\$194.00
Review/analyze 5/16/2017 review Dakota county wrongful death paperwork follow up emails with wrongful death attorneys and Bakers counsel, review and respond to emails from Comerica regarding L40A LLC, also review and respond to emails regarding McMillan Letter and Jackson Affidavit.	jabruntjen	\$485.00	2.90	\$1,406.50
Communicate (other external) 5/22/2017 call with K Markus regarding Jobu lawsuit against Koppelman	jabruntjen	\$485.00	0.50	\$242.50
Review/analyze 6/8/2017 review Billboard article and look into potential issues related to Mcmillans participation	jabruntjen	\$485.00	1.00	\$485.00
Review/analyze 6/14/2017 review Mcmillan tweets and analyze in regards to potential contempt of court, email with Fred Law regarding the same	jabruntjen	\$485.00	1.00	\$485.00
Communicate (other external) 7/24/2017 review and respond to emails regarding Mcmillan WD participation, schedule call with WD attorneys and heirs counsel, review new Wd paperwork	jabruntjen	\$485.00	1.70	\$824.50
Communicate (other external) 8/1/2017 draft and review emails from Goetz, Loucas, and Cozen regarding McMillan participation as lawyer in wrongfui death case	jabruntjen	\$485.00	1.00	\$485.00
Communicate (other external) 8/8/2017 draft and respond to emails with Cozen, Zimmer, and Goetz about Mcmillan issue, review retainer signed by Zimmer and research arguments against	jabruntjen	\$485.00	3.00	\$1,455.00
Communicate (other external) 8/9/2017 phone call with Professional Board of Responsibility regarding fee splitting and follow up research regarding the same	jabruntjen	\$485.00	2.00	\$970.00
Communicate (other external) 8/9/2017 draft and review emails from Silton and Loucas regarding WD retainer	jabruntjen	\$485.00	0.50	\$242.50

Time Entry	Billed By	Rate	Hours	
Draft/revise 8/9/2017 draft motion to rescind retainer and research associated with it, follow up with Silton for comments and corrections	jabrunstjen	\$485.00	5.00	\$2,425.00
Draft/revise 8/10/2017 draft notice of appearance	jabrunstjen	\$485.00	0.50	\$242.50
Draft/revise 8/11/2017 continue work on motion to rescind and exhibits, apply comments from Cozen	jabrunstjen	\$485.00	3.30	\$1,600.50
Review/analyze 8/15/2017 review Goetz request to take depositions and follow up research about arguments and conflicts related to the same	jabrunstjen	\$485.00	2.20	\$1,067.00
Review/analyze 8/16/2017 review and comment to proposed letter to Goetz from Silton, also review and respond to emails from Loucas to Goetz citing authority for deposition	jabrunstjen	\$485.00	1.50	\$727.50
Draft/revise 8/18/2017 draft amended notice of petition with October 5 hearing date	jabrunstjen	\$485.00	0.50	\$242.50
Communicate (other external) 8/19/2017 review agenda for upcoming heirs meeting, review and respond to emails from Comerica regarding advisors at heirs meetings	jabrunstjen	\$485.00	1.30	\$630.50
Communicate (other external) 8/22/2017 draft and respond to emails from Goetz and Cozen regarding WD issues	jabrunstjen	\$485.00	1.30	\$630.50
Research 9/26/2017 look into issues regarding splitting fees for attorneys in different firms in preparation for McMillan WD hearing, follow up with Kane regarding the same	jabrunstjen	\$485.00	3.70	\$1,794.50
Communicate (other external) 9/26/2017 email correspondence with Cozen regarding Joinder for WD memo	jabrunstjen	\$485.00	1.00	\$485.00
Review/analyze 9/28/2017 review issues regarding McMillan hearing for Wrongful death	jabrunstjen	\$485.00	1.00	\$485.00
Draft/revise 10/2/2017 work on motion to strike, email correspondence with Cozen regarding hearing on rescission of retainer, follow up research on the same	jabrunstjen	\$485.00	5.50	\$2,667.50
Communicate (other external) 10/2/2017 call with Loucas regarding upcoming hearing	jabrunstjen	\$485.00	0.60	\$291.00
Plan and prepare for 10/4/2017 Prepare for hearing on Mcmillan retainer issue and research arguments	jabrunstjen	\$485.00	4.20	\$2,037.00

Time Entry	Billed By	Rate	Hours	
Communicate (other external) 10/5/2017 emails with Cozen about hearing and confirming decision with Goetz	jabruntjen	\$485.00	0.50	\$242.50
Communicate (other external) 10/10/2017 draft and review emails from Loucas regarding 10/5 hearing and McMillan and Goetz communication	jabruntjen	\$485.00	0.50	\$242.50
Communicate (other external) 10/23/2017 email correspondence with WD attorneys, other heirs counsel, and Trustee for WD case	jabruntjen	\$485.00	1.00	\$485.00
Communicate (other external) 10/24/2017 draft and review emails concerning WD case and Mcmillan involvement, talk to Loucas about Goetz lowering his fee's, review emails with Zimmer regarding the same	jabruntjen	\$485.00	1.20	\$582.00
Review/analyze 10/26/2017 review information regarding Pharmacists being reprimanded for accessing Prince medical records, look over decisions	jabruntjen	\$485.00	1.00	\$485.00
Communicate (other external) 11/1/2017 draft and respond to emails from Fred Law and heirs counsel regarding McMillan NDA, look into issues, email correspondence with Kane regarding mediators	jabruntjen	\$485.00	1.70	\$824.50
Communicate (other external) 11/2/2017 email correspondence regarding setting a hearing date for November 20 and issues relating to Zimmer as trustee	jabruntjen	\$485.00	1.00	\$485.00
Review/analyze 11/6/2017 review notice to remove trustee in Kin or WD case	jabruntjen	\$485.00	0.30	\$145.50
Communicate (other external) 11/6/2017 correspondence with Loucas regarding WD case status	jabruntjen	\$485.00	1.00	\$485.00
Draft/revise 11/14/2017 draft A Jackson affidavit objecting to removal of comerica	jabruntjen	\$485.00	1.00	\$485.00
Communicate (other external) 11/14/2017 draft and reply to emails regarding updated WD retainer agreement, review updated retainer	jabruntjen	\$485.00	1.40	\$679.00
Communicate (other external) 11/16/2017 draft and review emails from Loucas, Zimmer and Cozen regarding WD Mcmillan retainer	jabruntjen	\$485.00	1.30	\$630.50
Communicate (other external) 11/16/2017 call with Kane regarding WD trustee and issues related	jabruntjen	\$485.00	0.70	\$339.50
Communicate (other external) 11/17/2017 draft and review emails regarding fee splitting for WD attorneys and follow up regarding same, also communications regarding Mcmillan stip	jabruntjen	\$485.00	1.60	\$776.00

Time Entry	Billed By	Rate	Hours	
Communicate (other external) 11/17/2017 draft and review emails regarding Bremer discharge and Koppelman recording	jabruntjen	\$485.00	0.50	\$242.50
Review/analyze 11/17/2017 review Mcmillan stipulation	jabruntjen	\$485.00	0.60	\$291.00
Communicate (other external) 11/20/2017 email correspondance with WD attorneys and Cozen regarding McMillan stip	jabruntjen	\$485.00	1.20	\$582.00
Communicate (other external) 5/7/2017 review emails regarding wrongful death suit and attorneys involved and look over correspondence between Fritz law firm and Jobu follow up emails with Jobu attorneys, draft email to Comerica regarding Fritz involvement with Jobu	jabruntjen	\$485.00	1.70	\$824.50
Time Entries Total			105.20	\$51,022.00

Total (USD)	\$51,022.00
Paid	\$0.00
Balance	\$51,022.00

McMillan/Koppelman Issues

justin@decertolaw.com

INVOICE

O: 6122426313

Bill To:

Alfred F Jackson

Time Entries

Number	6
Issue Date	3/26/2019
Due Date	4/25/2019

Time Entry	Billed By	Rate	Hours	Sub
Communicate (other external) 1/16/2018 email correspondence with heirs counsel and Comerica regarding McMillan violating NDA	Justin A Bruntjen	\$495.00	0.50	\$247.50
Review/analyze 1/25/2018 review letters from Comerica and A. Silver regarding Mcmillan NDA and follow up on same	Justin A Bruntjen	\$495.00	1.00	\$495.00
Review/analyze 2/22/2018 review SNJ objections to sanctions, declaration of Troy Carter and other court filings	Justin A Bruntjen	\$495.00	1.00	\$495.00
Communicate (other external) 3/27/2018 correspondence regarding McMillan NDA issue	Justin A Bruntjen	\$495.00	0.50	\$247.50
Review/analyze 4/4/2018 review SNJ letter concerning McMillan NDA, Comerica paperwork concerning NDA	Justin A Bruntjen	\$495.00	2.00	\$990.00
Review/analyze 4/5/2018 review Comerica exhibits regarding McMillan NDA	Justin A Bruntjen	\$495.00	1.20	\$594.00
Review/analyze 4/10/2018 review Comerica and SNJ letters regarding McMillan NDA	Justin A Bruntjen	\$495.00	1.50	\$742.50
Plan and prepare for 4/12/2018 prepare for hearing on McMillan NDA	Justin A Bruntjen	\$495.00	3.00	\$1,485.00
Review/analyze 4/14/2018 review SNJ objection to Comerica fees and order regarding McMillan NDA, follow up with heirs counsel regarding issues	Justin A Bruntjen	\$495.00	2.00	\$990.00
Review/analyze 4/25/2018 SNJ motion for reconsideration of McMillan issues	Justin A Bruntjen	\$495.00	0.50	\$247.50

Time Entry	Billed By	Rate	Hours	
Appear for/attend 4/25/2018 conference call with court regarding SNJ motion and follow up	Justin A Bruntjen	\$495.00	1.20	\$594.00
Review/analyze 5/3/2018 order denying SNJ reconsideration and proposed stipulation order	Justin A Bruntjen	\$495.00	0.50	\$247.50
Review/analyze 8/10/2018 review letter from McMillan and other recent court filings	Justin A Bruntjen	\$495.00	0.50	\$247.50
Time Entries Total			15.40	\$7,623.00

Total (USD)	\$7,623.00
Paid	\$0.00
Balance	\$7,623.00

Subtractions and Additions to fees regarding Koppleman and McMillan Issues**Subtractions**

Date	Work Performed	Rate	Hours	Total
3/1/17	documents reuquesting extension to submite attorney fees	\$485.00	1	485
5/16/17	review of Dakota county paperwork regarding WD and emails from Comerica regarding L40A LLC	\$485.00	2.9	1406.5
8/15/17	review Goetz deposition paperwotk	\$485.00	2.2	1067
8/16/17	review and comemnt on letter to Goetz, also respond to emails from Loucas to Goetz regarding deposition	\$485.00	1.5	727.5
8/22/17	draft and respond to emails frm Goetz and Cozen regarding WD issues	\$485.00	1.3	630.5
10/23/17	email correspondence with WD attorneys, other heirs counsel, and trustee for WD case	\$485.00	1	485
10/26/17	review information regarding Pharmacists being reprimanded for accessing Prince Medical Records, look over decsions	\$485.00	1	485
11/2/17	email correspondence regarding setting a hearing date for Zimmer as trustee in WD case	\$485.00	1	485
11/6/17	correspondence with Loucas regarding WD case	\$485.00	1	485
11/14/17	draft A. Jacksn affidavit objecting to removal of Comerica	\$485.00	1	485
11/16/17	call with Kane regarding WD trustee and issues related	\$485.00	0.7	339.5
TOTAL			14.6	7081

Additions

2/8/17	Appear at court for hearing on TRO	\$485	2.3	1115.5
4/3/17	look into Agency of advisors in regards to Bremer	\$485	2	970

4/10/17	call with Jobu counsel regarding issues with Koppelman	\$485	0.5	242.5
4/20/17	work on affidavit of Millette to attach to Koppelman memo	\$485	2	970
5/8/17	review and comment on McMillan claims of confidentiality with his agreements,, work on letter to Williams and emails regarding same, and emails regarding wrongful death	\$485	1.5	727.5
5/11/17	review and respond to emails about serving McMillan	\$485	0.6	291
5/12/17	prepare for and attend meeting with heirs counsel and comerica regarding McMillan and other issues	\$485	2.3	1115.5
5/15/17	review McMillan comments on WBstreaming proposal	\$485	1	485
6/24/17	review letter to judge cncerning Mcmillan	\$485	0.5	242.5
7/8/17	Review Bassford letter to court about McMillan	\$485	0.3	145.5
7/13/17	research regarding McMillan participation in WD case, review past documents regarding McMillan rle in Estate, emails with Cozen and WD attorney regarding same	\$485	4.5	2182.5
10/5/17	prepare for and attend court hearing regarding McMillan retainer issues	\$485	5.5	2667.5
9/17/18	review Silver and McMillan affidavits, CAK letter to judge regarding mediation	\$485	2.2	1067
Total			25.2	\$12,222.00
Total Amount Charged				\$58,045.00
Less Subtracted Fees				(\$7,081)
Plus Additonal Fees				\$12,222.00
Total				\$63,186.00

Second Special Administrator

Exhibit E

INVOICE

Number	5
Issue Date	2/6/2019
Due Date	3/8/2019

Bill To:

Alfred Jackson

Time Entries

Time Entry	Billed By	Rate	Hours	Sub
Appear for/attend 7/28/2017 prepare for and attend court call concerning appointment of second special administrator, follow up research regarding the issues raised, discuss next steps to be taken	jabruntjen	\$485.00	4.20	\$2,037.00
Review/analyze 7/29/2017 review letter sent to counsel regarding hiring SSA and follow up research regarding the applicability of such	jabruntjen	\$485.00	3.20	\$1,552.00
Draft/revise 8/2/2017 revise and review letter to court regarding appointment of Kevin Warren as SSA	jabruntjen	\$485.00	1.50	\$727.50
Review/analyze 8/4/2017 review Comerica letter to Eide, proposed order appointing SSA, letter from Cozen	jabruntjen	\$485.00	0.60	\$291.00
Draft/revise 8/4/2017 revise and review petition for heirs to sign regarding SSA	jabruntjen	\$485.00	1.50	\$727.50
Draft/revise 8/7/2017 revise and review letter to Judge Eide regarding SSA investigation and responses to Silver and SLS letter, follow up emails regarding same	jabruntjen	\$485.00	2.20	\$1,067.00
Research 8/12/2017 research SSA issues and follow up work concerning the same	jabruntjen	\$485.00	3.80	\$1,843.00
Review/analyze 8/16/2017 continue work on SSA and follow up with Cozen regarding related issues	jabruntjen	\$485.00	3.50	\$1,697.50
Review/analyze 8/22/2017 review order appointing SSA, and Letter of Special Administration from SSA, review other recent court filings and follow up research regarding same	jabruntjen	\$485.00	3.00	\$1,455.00
Review/analyze 8/26/2017 review letter from SSA, transcript of April 7 hearing	jabruntjen	\$485.00	1.20	\$582.00

Time Entry	Billed By	Rate	Hours	
Review/analyze 10/18/2017 review Comerica and Larson King requests for fee payment and follow up with heirs counsel regarding the same	jabruntjen	\$485.00	2.70	\$1,309.50
Draft/revise 10/25/2017 review and comment on motion to expand second special administrator, follow up with Kane regarding the same	jabruntjen	\$485.00	1.30	\$630.50
Review/analyze 10/31/2017 review SNJ letter to court, order authorizing Comerica, order approving access for SSA, memo in support to expand SSA authority	jabruntjen	\$485.00	2.60	\$1,261.00
Review/analyze 11/2/2017 review S&S settlement, order approving comerica and Bremer fees, order expanding SSA	jabruntjen	\$485.00	0.70	\$339.50
Review/analyze 11/6/2017 review order for submissions regarding comerica removal, order approving listing of Galpin, order approving SSA fees	jabruntjen	\$485.00	0.50	\$242.50
Review/analyze 11/8/2017 review letter from Comerica regarding SNJs letter and need for facilitator, letter from Larson King regarding expansion of SSA authority, SNJ letter to court, and motion regarding sale of Galpin Property	jabruntjen	\$485.00	1.80	\$873.00
Review/analyze 11/13/2017 review Larson King bill and analyze potential issues, review letter to Judge Eide	jabruntjen	\$485.00	1.50	\$727.50
Review/analyze 12/15/2017 review SSA report on UMG, look into issues regarding the same	jabruntjen	\$485.00	3.50	\$1,697.50
Review/analyze 12/21/2017 review letter from court to Liz Kramer	jabruntjen	\$485.00	0.50	\$242.50
Review/analyze 11/30/2017 review appellate filings and order approve SSA fees	jabruntjen	\$485.00	1.00	\$485.00
Time Entries Total			40.80	\$19,788.00

Total (USD)	\$19,788.00
Paid	\$0.00
Balance	\$19,788.00

Second Special Administrator

justin@decertolaw.com

INVOICE

O: 6122426313

Bill To:

Alfred F Jackson

Time Entries

Number	4
Issue Date	3/25/2019
Due Date	4/24/2019

Time Entry	Billed By	Rate	Hours	Sub
Review/analyze 1/9/2018 SSA fees	Justin A Bruntjen	\$495.00	0.50	\$247.50
Review/analyze 1/12/2018 review letter from SSA and Fred Law and related issues	Justin A Bruntjen	\$495.00	0.50	\$247.50
Review/analyze 2/6/2018 review withdrawal of counsel, orders regarding SSA, SSA fees order, and discharge motion	Justin A Bruntjen	\$495.00	1.00	\$495.00
Draft/revise 2/9/2018 work on memo to SSA concerning tribute concert, research issues involved	Justin A Bruntjen	\$495.00	4.30	\$2,128.50
Draft/revise 2/10/2018 work on memo to SSA regarding tribute	Justin A Bruntjen	\$495.00	3.20	\$1,584.00
Review/analyze 2/12/2018 review letter from SSA regarding fees	Justin A Bruntjen	\$495.00	0.50	\$247.50
Draft/revise 2/12/2018 work on memo to SSA regarding tribute concert and follow up with Cozen	Justin A Bruntjen	\$495.00	3.80	\$1,881.00
Review/analyze 2/13/2018 final review of memo to SSA regarding tribute	Justin A Bruntjen	\$495.00	1.30	\$643.50
Review/analyze 3/16/2018 review SSA fees, Patrick Heirship filings and Roc Nation claim filings	Justin A Bruntjen	\$495.00	1.50	\$742.50
Review/analyze 4/12/2018 review SSA billing, Comerica response to SNJ objection to fees and supporting paperwork	Justin A Bruntjen	\$495.00	1.50	\$742.50
Communicate (other external) 4/16/2018 emails with heirs counsel and SSA regarding Bremer and UMG deal	Justin A Bruntjen	\$495.00	0.50	\$247.50

Time Entry	Billed By	Rate	Hours	
Communicate (other external) 4/18/2018 email with SSA and heirs counsel regarding Bremer discharge and teleconferences regarding the same	Justin A Bruntjen	\$495.00	1.30	\$643.50
Communicate (other external) 4/18/2018 email from heirs counsel regarding call with SSA on UMG issues and emails with Comerica about Nothing Compare 2U release	Justin A Bruntjen	\$495.00	0.80	\$396.00
Review/analyze 5/15/2018 review SSA fee request and supporting documents	Justin A Bruntjen	\$495.00	1.00	\$495.00
Review/analyze 5/16/2018 review order heirs representative and follow up with heirs counsel regarding the same, review SSA tribute report and research issues found,	Justin A Bruntjen	\$495.00	4.80	\$2,376.00
Appear for/attend 6/14/2018 prepare for and attend court hearing on SSA claims	Justin A Bruntjen	\$495.00	3.40	\$1,683.00
Review/analyze 6/15/2018 review SNJ letters regarding Unipix and SSA reports and SSA fee requests. Review order approving litigation for SSA, order authorizing Unipix deal, and extending deadline for fees	Justin A Bruntjen	\$495.00	2.50	\$1,237.50
Review/analyze 6/28/2018 review Larson King engagement letter and follow up regarding the same	Justin A Bruntjen	\$495.00	1.00	\$495.00
Communicate (other external) 7/5/2018 email with SSA regarding Bremer discharge	Justin A Bruntjen	\$495.00	0.30	\$148.50
Review/analyze 7/11/2018 review letter from SSA to Kramer	Justin A Bruntjen	\$495.00	0.20	\$99.00
Review/analyze 7/17/2018 review order for valuation documents, CAK memo in response to discharge, order approving SSA fees and letters to Solum and Bremer memo in support of discharge	Justin A Bruntjen	\$495.00	1.50	\$742.50
Review/analyze 8/6/2018 review SSA motion to recover fees paid, order of payment for SSA	Justin A Bruntjen	\$495.00	0.60	\$297.00
Review/analyze 8/31/2018 review CAK letter to court, SSA letter to court, recusal paperwork and other recent filings	Justin A Bruntjen	\$495.00	1.50	\$742.50
Review/analyze 9/6/2018 SSA memo in support of refunding fees and related paperwork, follow up research regarding issues raised	Justin A Bruntjen	\$495.00	3.20	\$1,584.00
Review/analyze 9/19/2018 review letter from SSA to court	Justin A Bruntjen	\$495.00	0.30	\$148.50

Time Entry	Billed By	Rate	Hours	
Research 9/20/2018 look into issues cited by SSA in letter to court	Justin A Bruntjen	\$495.00	1.00	\$495.00
Review/analyze 9/24/2018 review SSA recommendation concerning Jobu, recusal paperwork, SNJ comerica trust paperwork	Justin A Bruntjen	\$495.00	2.30	\$1,138.50
Review/analyze 9/25/2018 opposition to SSA's request for refund of fees and look into issues raised	Justin A Bruntjen	\$495.00	2.20	\$1,089.00
Review/analyze 9/27/2018 review order denying recusal, order for submission on consulting payments and other recent court filings	Justin A Bruntjen	\$495.00	1.30	\$643.50
Review/analyze 10/1/2018 review SSA reply to refund of fees and follow up on issues raised	Justin A Bruntjen	\$495.00	3.50	\$1,732.50
Review/analyze 10/24/2018 review SSA letter seeking clarification of discharge order and follow up regarding same	Justin A Bruntjen	\$495.00	0.50	\$247.50
			Time Entries Total	51.80
				\$25,641.00

Total (USD)	\$25,641.00
Paid	\$0.00
Balance	\$25,641.00

Subtractions and Additions to Second Special Administrator Fees

Date	Work Performed	Rate	Hours	Total
Subtractions				
Total				0
Additions				
1/5/18	prepare for and attend court meeting regarding SSA,	\$485.00	5	\$2,425.00
Total Additions				\$2,425.00
Previous Total				\$45,429.00
Additions				\$2,425.00
Total After Additions				\$47,854.00

Exhibit F

STATE OF MINNESOTA

DISTRICT COURT

COUNTY OF CARVER

FIRST JUDICIAL DISTRICT
PROBATE DIVISION

In the Matter of:

Court File No. 10-PR-16-46

Judge Kevin W. Eide

Estate of Prince Rogers Nelson,

Decedent.

**FINDINGS OF FACT, CONCLUSIONS OF
LAW & ORDER DENYING PETITION
TO PERMANENTLY REMOVE
COMERICA BANK AND TRUST N.A. AS
PERSONAL REPRESENTATIVE**

On October 27, 2017, designated heirs Sharon Nelson, John Nelson and Norrine Nelson (hereinafter referred to as "Petitioners") filed a Petition to Permanently Remove Comerica Bank & Trust N.A. as Personal Representative of the Estate of Prince Rogers Nelson. The Court scheduled the matter for a hearing on November 20, 2017 and ordered that the hearing be closed because of the confidential business negotiations that would be discussed. The Court promised to summarize the claims being made in the Order following the hearing.

At the hearing, Petitioners were represented by William Skolnick; Comerica was represented by Joseph Cassioppi; Alfred Jackson by Justin Bruntjen; and Tyka Nelson and Omarr Baker by Thomas Kane and Steven Silton.

In the Petition, Petitioners allege the following concerns about the performance of Comerica Bank & Trust:

- a. Failure to Protect and Manage Assets. Comerica has moved the music and video recordings from the premises of Paisley Park. Petitioners argue that this was done without communication with, and input from, the heirs. They further allege that the recordings were safe at Paisley Park and should have been kept there as the safest depository; that they should have been stored locally so that they could easily be accessed and would be under the watchful eyes of the heirs; and that they were not properly archived and preserved before their transportation.
- b. Failure to Protect the Estate's Music Catalog from Unauthorized Use. Comerica has utilized the services of a company known as Mark Monitor to protect the

intellectual property owned by the Estate. Petitioners allege that Mark Monitor has been ineffective in its protection of these assets.

c. **Comerica Lacks the Necessary Business Expertise.** Petitioners allege that Comerica lacks the expertise to negotiate good business deals on behalf of the Estate and otherwise navigate the needs of the Estate in the entertainment industry. Petitioners further allege that Comerica has refused to meet with, or provide information to, Petitioner's business representative, L. Londell McMillian, and has refused to negotiate in good faith in entering into a non-disclosure agreement with him.

d. **Comerica's Chosen Entertainment Industry Expert has an Inherent Conflict.** Comerica has hired Troy Carter to serve as its primary entertainment industry expert. Petitioners allege that when Mr. Carter was hired, they were not informed that he served as an officer of Spotify. Petitioners further allege that Mr. Carter's ongoing role with Spotify is an inherent conflict with his ability to serve in his role for the Estate.

e. **Inadequate Communication.** Petitioners allege, on a more basic level, that Comerica has not maintained a proper level of communication with the heirs, their attorneys or their business representatives. Further, Petitioners allege that, in its proposal to serve as personal representative, Comerica made promises to give the heirs views strong consideration or even a "vote" in making decisions on behalf of the Estate and they have since refused to follow through with those promises. Finally, Petitioners allege that Comerica representatives have, at times, been rude or even threatening to the heirs in their interactions with them.

f. **Failure to Aggressively Defend the UMG Contract.** The Court has previously authorized the rescission of the contract entered into between the Estate and UMG on January 31, 2017. Petitioners allege that Comerica lacked the business acumen to negotiate with UMG and Warner Brothers Records, giving the Court no choice but to rescind the contract.

g. **Failure to Act Impartially.** Petitioners allege that the Estate has allowed Tyka Nelson and Omarr Baker to stay in homes owned by the Estate, but has not extended the same opportunity to Norrine Nelson.

h. Refusal to Allow Partial Distributions from the Estate. Petitioners allege that they are the older heirs of the Estate and should be allowed partial distributions from the Estate before a resolution is reached with the taxing authorities.

i. Failure to Abide by Prior Court Protocols. Petitioners allege that Comerica has failed to follow prior Court orders regarding seeking input from the heirs regarding major licensing agreements involving the entertainment assets of the Estate.

This matter was heard on a motion for temporary relief and the Court issued an Order on October 31, 2017 as follows:

1. The Personal Representative shall continue administering the Estate in accordance with Minn. Stat. §§ 524.3-711, 524.3-715 and all previous Orders and Protocols issued by this Court, including but not limited to the March 22, 2017 Order Regarding Application of Existing Orders and Protocols to the Personal Representative, while the Petition to Permanently Remove the Personal Representative remains pending before the Court.

2. The hearing on the Petition for Removal of the Personal Representative shall be scheduled for November 20, 2017, at 8:30, before the undersigned. As the Court expects that a number of confidential business negotiations shall be discussed at the hearing, this hearing shall be closed to the public and to the media. Following the hearing, and in the order to be prepared by the Court, the Court shall provide a summary of the arguments presented by counsel.

3. During the time prior to the hearing, the Personal Representative shall be extra vigilant in its communication with the heirs and their counsel regarding any negotiations, settlements or important decisions to be made on behalf of the Estate.

4. The Personal Representative shall file any pleadings necessary in any appellate proceedings or any proceedings in any other jurisdiction.

The Court heard argument on the Petition on November 20, 2017. Based upon the arguments of counsel and all of the records, files and proceedings herein, the Court makes the following:

FINDINGS OF FACT & CONCLUSIONS OF LAW

1. The Court has currently identified six heirs of the Estate of Prince Rogers Nelson: Sharon Nelson, John Nelson, Norrine Nelson, Tyka Nelson, Omarr Baker and Alfred Jackson. This Petition is brought by Sharon Nelson, John Nelson and Norrine Nelson.

2. Attorneys for Tyka Nelson, Omarr Baker and Alfred Jackson spoke against the Petition.

3. Comerica Bank & Trust opposed the Petition and stated their willingness and desire to continue to serve as the Personal Representative of the Estate of Prince Rogers Nelson.

4. Minnesota Statutes § 523.3-611 provides that an interested person may petition for removal of a personal representative for cause. Cause for removal exists:

“when removal is in the best interest of the estate, or if it is shown that a personal representative...intentionally misrepresented material facts in the proceedings leading to the appointment, or that the personal representative has disregarded an order of the court, has become incapable of discharging the duties of office, or has mismanaged the estate or failed to perform any duty pertaining to the office.” Minn. Stat. §524.3-611(b) (2017).

5. When Comerica was appointed as Personal Representative, all six heirs supported the appointment. Petitioners argue that, in their presentation seeking appointment, Comerica assured the heirs that the heirs would have a “voice and a vote in important Estate matters” and that Comerica had the expertise to manage an estate involving entertainment industry assets.

6. The Court has stressed that Comerica should place a priority on effective communication with the heirs.

7. Comerica and its attorneys have conducted twice-monthly meetings with the heirs, spending approximately two hours during each session discussing administration of the Estate. The minutes of the meetings were attached to the Declaration of Andrea Bruce as Exhibits Z through QQ. These minutes are delivered to the heirs after each meeting, even if they did not attend the meeting.

8. Comerica communicates with the heirs by email, on average on a daily basis.

9. Representatives of Comerica have been available to the heirs to discuss matters from early in the morning hours, through the work day and well into the evenings.

10. Petitioners argue that the heirs have not been given essential information about the administration of the Estate, that the heir’s counsel and advisors have not been permitted at the

heirs meetings, and that the Estate has refused to allow a court reporter to make a transcript of the meetings so their attorneys and advisors can be fully informed about the discussions at these meetings. They argue that the meeting minutes do not fairly represent the discussions at the meetings.

11. Sharon and Norrine Nelson have claimed that a representative of Comerica was inappropriate or even threatening to Sharon Nelson during a meeting of the heirs on February 28, 2017 and at another meeting on an undetermined date. Sharon and Norrine Nelson further claim that during these meetings they were told that “there would be no voice for the heirs and no vote for the heirs.”

12. Comerica denies that these statements were made or that any actions of intimidation or a threatening nature occurred. In reference to the February 28, 2017 meeting, Omarr Baker states “I was present at the entire meeting in question and did not observe Bruce being physically confrontational toward Sharon Nelson.”

13. In August and September 2017, Comerica moved the audio and audio-visual recordings owned by the Estate from the Paisley Park Studio because they determined that there was inadequate security in place, that many of the recordings were stored in random locations throughout the Paisley Park facility, and that the recordings were not stored in a quality controlled environment.

14. Petitioners respond that the recordings could be better supervised in Minnesota, that improvements could have been made to the Paisley Park facility to properly protect the recordings, that the security of the recordings was jeopardized by transporting them out-of-state, and that Comerica did not adequately discuss the move with the heirs or consider their input.

15. The minutes of the meetings between representatives of Comerica and the heirs document that the relocation of the recordings out of the Paisley Park facility was discussed with the heirs on April 25, 2017, June 27, 2017, August 1, 2017 and October 10, 2017, and that Petitioners were present for three of those meetings. The minutes reflect that on August 1, 2017, representatives of Comerica responded to questions about the relocation from Sharon Nelson. The movement of the recordings was also discussed in detail at a meeting with the Court on September 29, 2017.

16. Petitioners argue that Comerica did not follow protocols previously ordered by the Court in agreeing to move the recordings to another storage facility. Those protocols are for contracts

relating to revenue streams for the Estate and not the safeguarding of assets of the Estate. Safeguarding assets of the Estate is a core responsibility of the Personal Representative.

17. Comerica used due diligence in determining that Paisley Park was not a proper long term storage facility and in selecting the current storage facility.

18. After reviewing the record, the Court is impressed with the security measures used to inventory and secure the audio and audio-visual recordings owned by the Estate. The Court is sure that transporting any unique and non-reproducible asset of this value is an extremely anxiety producing event, but the Court cannot fault the Estate in any way for the manner in which they protected the assets. The record reflects that the recordings were moved without incident and are now stored in a secure and climate-controlled environment.

19. Comerica has retained the services of Mark Monitor to protect the Estate's music catalog from unauthorized use. Comerica used due diligence in selecting Mark Monitor, properly communicated the information to the heirs and had representatives of Mark Monitor meet with the heirs to answer questions.

20. While Petitioners argue in their Petition for Removal and in their oral argument on the Petition that Mark Monitor has not been effective in preventing unauthorized use of the Estate's music catalog, the factual record submitted by Petitioners in support of this Petition, including the Affidavits of Norrine Nelson, Sharon Nelson, Alan Silver, L. Londell McMillan and William Skolnick is almost silent in this regard. During oral argument, it appeared that Petitioners were misinterpreting some of the results of Mark Monitor's efforts.

21. The Court understands that it is impossible to achieve 100% prevention of unauthorized use of the Estate's music catalog and other assets. When one infringing party is stopped, others surface to fill the void.

22. While Petitioners may have felt it premature to suggest other alternatives, the record is absolutely silent as to any person or entity that could do a better job than Mark Monitor.

23. Petitioners argue that Comerica lacks the business expertise to handle an Estate involving entertainment industry assets.

24. Since the untimely death of Prince Rogers Nelson, Bremer Trust and Comerica Bank and Trust have been entrusted with the management of the Estate. When Bremer Trust was first appointed as Special Administrator, there were many emergency measures that had to be taken to secure the assets of the Estate, begin to take control of and begin to administer the properties and

entities owned by Prince Rogers Nelson. Bremer Trust also began a deliberate search to look for a will and attempts to determine who the heirs were. Many of these activities were largely concluded by the time that Comerica took over as Personal Representative.

25. Though the nature of the activities have changed, the intensity of the work has not diminished. The Personal Representative has continued to value the real estate owned by the Estate and list it for sale. The Personal Representative has continued to secure, inventory and protect thousands of personal effects of Prince Rogers Nelson, as well as thousands of audio and video recordings. The Personal Representative has continued to manage the business affairs and royalty agreements previously owned by Prince Rogers Nelson or established after his death. The Personal Representative has attempted to negotiate the distribution rights to the recordings through records, CDs, digital streaming or use of the recordings in any sort of production. The Personal Representative has been challenged with addressing disputes that have arisen regarding prior entertainment deals reached during the life of Prince Rogers Nelson or during the administration of Bremer Trust. The Personal Representative has prosecuted or defended civil litigation proceedings in the State of Minnesota, other states in the United States, and internationally, and has responded to appellate proceedings. The Personal Representative has inventoried many of the Estate's assets (this process is ongoing) and has prepared income and estate tax returns for the Estate. The Personal Representative has communicated with the heirs, their attorneys or advisors and the Court regarding the management of the Estate.

26. Throughout the management of the Estate, Bremer Trust and then Comerica, and their attorneys, have submitted detailed billing statements to the Court for approval. Those statements establish the thousands of hours that have been spent by the Special Administrator and the Personal Representative, and their attorneys, managing the Estate.

27. No single person or small entity could manage all aspects of this Estate. No person would have the expertise necessary to manage all aspects of this Estate, and attorney and consultant specialists to assist in the administration of the Estate would reasonably be expected and required.

28. Comerica requested proposals from 15 candidates to serve as an entertainment advisor for the Estate.

29. Comerica retained the services of Troy Carter to assist in the management of royalty agreements that have previously been entered into and to negotiate new entertainment industry agreements. Based upon the information previously provided and provided in the Declaration of

Troy Carter submitted in response to this Petition, the Court finds that Mr. Carter has the education, training and experience to serve in the role he occupies for the Estate.

30. Mr. Carter lists his responsibilities to the Estate as “reviewing and analyzing synchronization license requests, managing the Estate’s relationships with record labels, UMPG, Bravado and other entertainment partners, managing public relations for the Estate, assisting with litigation and settlement discussions, specific project-based work...,vetting, evaluating, and negotiating entertainment opportunities, leading weekly status calls interspersed with daily emails with Comerica, and developing and implementing the overall entertainment strategy for the Estate. I devote daily attention to managing the entertainment assets of the Estate.”

31. Troy Carter also serves as an executive for the streaming service Spotify. Prior to his appointment as an entertainment advisor for the Estate, Mr. Carter signed an agreement which included a provision that Mr. Carter would disclose any potential or actual conflict between his roles with the Estate and with Spotify and that he would recuse himself from any potential conflicts created by the dual roles he would be performing.

32. Petitioners have claimed that they were not, prior to the appointment of Mr. Carter, made aware of his role with Spotify and his potential conflict.

33. This claim lacks credibility based upon the record, including communications between Mr. McMillan and Mr. Carter, and a simple Google Search indicating that Mr. Carter has been employed with Spotify since 2016.

34. In its supervision of this Estate, the Court has been told and has observed that the entertainment industry, though vast in its reach, is actually a very small community when considering the persons or entities that have the wealth of experience, business acumen and prestige in the industry to serve as an entertainment advisor for this Estate, considering the public interest in the music created by Prince Rogers Nelson and the need to raise extensive funds to pay for the administration of the Estate, to pay the Estate’s tax and other obligations and to properly serve the heirs of the Estate.

35. During the term of Estate administration by Bremer Trust, L. Londell McMillan and Charles Koppelman served as entertainment industry advisors.

36. In the Court’s experience though this Estate, all of the individuals possessing this level of expertise are involved in many facets of the entertainment industry and have their own businesses or are employed by others in the industry. This was certainly true of L. Londell McMillan and

Charles Koppelman who ran North Star Enterprises Worldwide, Inc. and CAK Entertainment, Inc. respectively at the same time they were advising the Estate. All such individuals have their own set of conflicts.

37. While Petitioners state a concern that Troy Carter has an inherent conflict in both being employed by Spotify and serving as an entertainment advisor to the Estate, they have not alleged any examples where an actual conflict has adversely affected the Estate.

38. Petitioners argue that Comerica did not aggressively negotiate with UMG and Warner Brothers Music to prevent the rescission of the agreement entered into between the Estate and UMG on or about January 30, 2017.

39. Within the submissions regarding this Petition and in prior submissions and hearings before this Court, the Court has learned that Comerica became aware shortly after February 6, 2017 that Warner Brothers believed that the UMG agreement conflicted with the agreement reached between Warner Brothers and Prince Rogers Nelson during his lifetime. Comerica quickly began extensive negotiations to avert the rescission of the UMG agreement, ultimately concluding that the only option other than rescission was protracted litigation, likely in the States of New York or California. Comerica therefore petitioned this Court to rescind the agreement.

40. The Court considered extensive written submissions and a one-half day hearing on whether rescission was in the best interest of the Estate. One of the options was to push for further negotiation between the parties. After hearing from all parties, including UMG and Warner Brothers, the Court concluded that further negotiation was not likely to be successful and that rescission was in the best interest of the Estate.

41. Having considered this matter in great detail, including the acts of the Personal Representative to attempt to avoid rescission, the Court will not consider the re-argument of this issue.

42. Prior to the death of Prince Rogers Nelson, siblings Tyka Nelson and Omarr Baker were residing in residences owned by Prince Rogers Nelson. They were not paying rent. The court record is not clear as to whether Ms. Tyka Nelson or Mr. Baker were paying other expenses. During the administration of the Estate by Bremer Trust, Bremer followed this intention of the decedent.

43. Subsequent to the appointment of Comerica, Petitioners raised issue with Ms. Tyka Nelson and Mr. Baker not paying rent to the Estate and Comerica reached an agreement with each of them to begin paying market level rent.

44. Norrine Nelson then sought permission of Comerica to rent a different residence owned by the Estate. Comerica declined this request, indicating that Court approval had already been granted to sell the property and the property was listed for sale.

45. Considering the need of the Estate to raise funds for administration expenses and estate taxes, and the ability of Norrine Nelson to rent elsewhere, the Court cannot find that Comerica failed to act impartially or in a manner not in the best interest of the Estate. Ms. Tyka Nelson and Mr. Baker had lived in residences owned by Prince Rogers Nelson for years and would be forced to move. They are now paying market level rent. Ms. Norrine Nelson asked to rent a property after the Court had already approved it for sale. Comerica acted reasonably under the circumstances.

46. It appears to the Court that the primary driving factors behind the Petition for Removal of the Personal Representative are the role of L. Londell McMillan and the refusal of Comerica to permit interim distributions to the heirs from the assets of the Estate.

47. Mr. McMillan worked with Prince Rogers Nelson for years before his death. Mr. McMillan served the Estate as an entertainment industry advisor resulting in the development of agreements that benefited the Estate. When the Estate was seeking an entity to serve as a corporate personal representative, L. Londell McMillan sought to be appointed as an individual co-personal representative to serve with the corporate personal representative. Mr. McMillan's experience could certainly be an asset to the Estate.

48. On the other side, Mr. McMillan was involved in two agreements which were subsequently voided by the Estate due to issues directly relating to the negotiations of Mr. McMillan and Mr. Koppelman. Mr. McMillan now advises Petitioners. In that capacity, Mr. McMillan has not been willing to enter into a non-disclosure agreement with the Estate even though he entered into a similar agreement with Bremer Trust. It appears to the Court that Mr. McMillan, using the heir status of Petitioners, is trying to usurp control of the Estate.

49. Of significant concern to the Court is the inability or unwillingness of the parties to enter into a non-disclosure agreement between the Estate and Mr. McMillan. In addition to the hardline

stance that the parties have taken regarding negotiations, it appears to the Court that there is a primary issue of underlying trust.

50. Comerica alleges in its response to this Petition that Mr. McMillan attempted to negotiate an entertainment agreement in direct competition with a negotiation contemporaneously being undertaken by the Estate. In his Declaration filed in support of this Petition, Mr. McMillan states he “neither initiated, nor conducted, any business or legal discussions” in competition with the Estate. This assertion appears to be in direct conflict with the record. In a September 21, 2017 email from Mr. McMillan to a representative of Comerica, Mr. McMillan argues that music licenses should be granted to projects being worked on by the Prince heirs, discussed specifically the competing entertainment agreement in competition with the Estate, stating “[c]ertainly, the Prince Heirs should pursue projects that will generate income for them and the Prince Estate” and stated that he was the formal exclusive business advisor to Petitioners. At the September 29, 2017 meeting with the Court, Sharon and Norrine Nelson referred to pursuing the competing entertainment agreement.

51. Due to the lack of trust, the unwillingness to enter into a written non-disclosure agreement and the possible direct conflict with the Estate due to the two voided agreements, the Personal Representative has acted properly with respect to its dealings with Mr. McMillian and the caution that it has used in negotiating the non-disclosure agreement.

52. Petitioners have also raised the issue of trust, stating that they can no longer trust the Personal Representative.

53. It is imperative that a high level of trust between Petitioners and the Personal Representative be restored.

54. This Estate has run through millions of dollars of expenses, mostly for good reason considering the complexity of the matter and the vast array of responsibilities undertaken by the Special Administrator and the Personal Representative and the appropriate level of input and participation from the heirs.

55. The administration of this Estate is much like the running of a business with real estate taxes and the expenses of running the various business activities that are the legacy of Prince Rogers Nelson.

56. Estate taxes have been projected by the Estate. However, the Internal Revenue Service may conduct an audit of the return, resulting in uncertainty as to the final amount of taxes to be paid.

57. Bremer Trust and Comerica have worked hard and successfully to meet the expenses of the Estate and to **start** to raise the funds necessary for the payment of Estate taxes as well as future administration expenses.

58. The heirs have chosen to date, to retain the legacy of Prince Rogers Nelson and not to sell off the recording collection. Certainly some memorabilia will be kept by the heirs personally or for display at Paisley Park. To the Court's knowledge, none of these items of personal property have been sold off by the Estate.

59. The retention of the recording collection and the personal property does not provide the Estate with liquidity sufficient for the administration of the Estate, payment of Estate taxes, and interim distributions.

60. If the Personal Representative would make interim distributions to the heirs and then not have the funds to pay the expenses of the Estate, the Personal Representative could be found personally liable. More likely, the Personal Representative would be required to sell off assets of the Estate to the dismay of the heirs.

61. The Court commends the level of communication that Comerica has provided to the heirs who wish to avail themselves of it, either in regular meetings or separate meeting with the heirs, their attorneys and their advisors. This case has recently seen examples where the heirs have not sought out information from Comerica.

62. However, the Court recognizes the need to make sure that Comerica is engaging in the type of communication which best serves the heirs while maintaining the integrity of their Estate administration. There are few entities that could serve in the role of Personal Representative of this Estate and the Court is convinced that another entity would be different, not necessarily better. It would cost the Estate millions of dollars to change over to a new personal representative with the necessary learning curve for the new personal representative and the transition of activities from one entity to another.

63. The Court believes it to be far more in the best interest of the Estate to attempt to improve the level or manner of communication between Comerica and the heirs, their attorneys and their

advisors so that all heirs feel they are properly advised regarding the administration of the Estate and their input is considered, as appropriate.

64. The Court has attempted, as well, to keep an open line of communication with Comerica and the heirs, to conduct informal conversations when appropriate, and the Court conducted a meeting with Comerica and the heirs on September 29, 2017. The Court acknowledges that Petitioners expressed considerable dissatisfaction with the administration of the Estate at the September 29th meeting. The Court believes it would have been more appropriate if the specific issues that needed to be addressed, including the manner of communication, the non-disclosure agreement with L. Londell McMillan and the possibility of interim distributions, had been brought to the Court in a constructive manner, seeking solutions and avoiding unnecessary expense.

65. This Petition has been brought before the Court to further Petitioners' agenda and not in the best interest of the Estate. The result has been a needless increase in the cost of this proceeding. The need to improve the level of trust and communication could have been addressed in a constructive manner without the discharge of the current Personal Representative. The Court finds that the legal contention that interim distributions be distributed to the heirs is not supported by existing law.

Based upon the foregoing Findings of Fact and Conclusions of Law, the Court makes the following:

ORDER

1. The Petition to Permanently Remove Comerica Bank & Trust, N.A. as Personal Representative is hereby respectfully DENIED.

2. Retired Justice James H. Gilbert is hereby appointed by the Court to serve in the role of a moderator and mediator for the Personal Representative and the heirs. The moderator/mediator is appointed by the Court to provide the following services to the Estate:

- a. Ensure a high level of communication between the Personal Representative and the heirs. This includes determining when and how the heir's attorneys and advisors would be included in this communication.
- b. Attempt to negotiate an appropriate non-disclosure agreement between the Estate and Mr. L. Londell McMillan if this is determined to be in the best interest of the Estate.

- c. In the event of ongoing or future disputes between the Personal Representative and the heirs, to assist the Court as an independent third party in determining whether the Personal Representative is adequately communicating with the heirs, whether the heirs or their advisors are attempting to drive their own agenda to the detriment of the Estate, and whether the Personal Representative needs to be granted additional independence and reduce the influence of the heirs in the decision making process.

3. The Court will expand the breadth of the services to be performed by moderator/ mediator, if deemed appropriate, upon the request of the moderator/mediator, the Personal Representative, the heirs or *sua sponte* by the Court. The Court will grant the moderator/mediator the powers of a Rule 53 special master if the Court deems it in the best interest of the Estate and necessary to preserve the assets of the Estate by lowering the cost of administration.

4. The Personal Representative shall submit a statement of their attorney fees that were directly the result of responding to the Petition. The Court reserves the right to award attorney fees in favor of the Estate and against Petitioners. If the Court does award attorney fees, the Court will not require it to be paid out-of-pocket but will offset it against attorney fees that Petitioners may, in the future, request to be paid by the Estate for work that Petitioners attorneys may do in the furtherance of the administration of the Estate.

BY THE COURT:

Dated: December 18 2017

Kevin W. Eide
Judge of District Court

NOTICE: A true and correct copy of this Order/Notice has been served by EFS upon the parties. Please be advised that orders/notices sent to attorneys are sent to the lead attorney only.

Exhibit G

STATE OF MINNESOTA
COUNTY OF CARVER

DISTRICT COURT
FIRST JUDICIAL DISTRICT
PROBATE DIVISION

In Re: Estate of:

Court File No. 10-PR-16-46

Prince Rogers Nelson,
Deceased.

**ORDER REGARDING PERSONAL
REPRESENTATIVE'S FEES AND
COSTS FOR FEBRUARY 2019
THROUGH JANUARY 2020 & PETITION
TO LIMIT AUTHORITY OF PERSONAL
REPRESENTATIVE**

The above entitled matter came before the undersigned on April 19, 2019 pursuant to Comerica Bank & Trust, N.A.'s Petition for Fees and Costs for February 2019 through January 2020, and the Joint Petition to Permanently Limit Comerica Bank & Trust N.A. Powers as Personal Representative. Appearances were noted on the record.

Comerica Bank & Trust, N.A. (the "Personal Representative") was appointed personal representative of the Estate of Prince Rogers Nelson (the "Estate") effective February 1, 2017. On March 22, 2017, the Court entered the Order Regarding Application of Existing Orders and Protocols to the Personal Representative. On September 7, 2018, the Court entered an Order Regarding the Personal Representative's Fees and Costs for February 2018 through January 2019 extending the March 22 protocols (collectively, the "Fee Orders"). Among other things, the Fee Orders approved provisional compensation for the Personal Representative through January 31, 2019, with such compensation subject to a review and approval process set forth in the Fee Orders. The Fee Orders also called for the Personal Representative to petition the Court regarding its compensation for the time period beginning February 1, 2019.

Accordingly, the Personal Representative's Petition sets forth a proposal for its compensation from February 1, 2019 through January 31, 2020. Specifically, the Personal Representative requests approval of provisional compensation of \$110,000 per month (plus expenses), subject to the existing review and approval process provided in the Fee Orders. The Personal Representative proposed a monthly fee schedule for entertainment advisor Troy Carter as stated on the record. The Personal Representative also proposes that the process set forth in the March 22 Order would continue to apply to the fees and expenses of its legal counsel, with the minor change that the Personal Representative's and its counsel's fee affidavits be due at the end

of the month, rather than the 15th of the month. The Court finds this proposal appropriate, subject to review every four months as previously ordered or upon the Heirs' submission of a formal transition plan.

In their Petition, the Heirs seek an order limiting or directing the Personal Representative's authority as follows:

1. to administering and handling only assets that existed prior to Decedent's death, with no right to control, administer or handle any new assets or derivative works from preexisting assets;
2. restricting the power to enter into any agreement for a period longer than one year, except when the Court provides written approval for longer terms;
3. to implement a system to provide the heirs and their advisors with reasonable access for opportunities to hear, review, and acquire the unheard or "vault" materials;
4. to work with Heirs' representatives to ensure a system of protocols are in place to provide Heirs' with access to Estate materials while also ensuring that no additional inadvertent disclosures of intellectual property occur;
5. to allow the Heirs full information, participation and access to all tax related matters; and
6. establishing, within the next two months, a Petitioners and Court approved transition plan for the Estate Administration and or the Estates Assets.

The Heirs' current Petition and their arguments are significantly similar to prior petitions seeking removal of the Personal Representative. There is little or no specificity in the complaints by the heirs. While the Court certainly appreciates the Heirs' concerns with respect to preserving Estate assets, minimizing Estate expenses and planning for distributions, those concerns are more effectively addressed through discourse and mediation. As repeatedly presented, such motions and the need to respond to them have had the ultimate effect of significantly increasing Estate expenses. As proposed by Justice Gilbert, the Court encourages the parties to continue to expand dialog opportunities, and informally mediate administration concerns.

Comerica requires the broad authority to administer the Estate that has been granted to them and is allowed by statute. To limit their powers would create a vacuum of uncertainty as to whom would have the authority to represent the Estate in certain matters. Specifically, restricting the authority of the Personal Representative to enter into an agreement for a period longer than one year may result in the loss of entertainment deal opportunities which are necessary to raise needed funds to pay estate taxes and lead to the distribution of funds to the Heirs.

At the hearing on these motions, the Personal Representative discussed the inventory process regarding the recordings in the vault. It would be appropriate for Mr. Carter to discuss with the heirs the plans for future distribution of these recordings, the inventory of the vault, and obtain input from the Heirs on future distributions unless such are strictly at the discretion of the Estate's entertainment distribution partners.

The Court will require the Personal Representative to keep the Heirs informed of the position of the Internal Revenue Service and the Minnesota Department of Revenue, but will not require that a representative of the Heirs be present in meetings or conversations with these departments.

In the past, this Court has tried to balance the ultimate interest of the Heirs in this Estate with the ability of the Personal Representative to efficiently manage the affairs of the Estate. The Court has required a significant level of communication between the Personal Representative and the Heirs. The Court recognizes that the Personal Representative would claim that they have fully complied with this direction where the Heirs, or some of them, would claim the level of communication and trust is lacking. The Court has acquired the services of a Mediator/Moderator to assist with the level of communication and to address grievances.

The Court is still smarting from the alleged intentional and outrageous violation of the rules of non-disclosure by the Court appointed Heir's representatives who appear to have, with the knowledge and conspiracy of some of the Heirs, disseminated confidential information for the purpose of circumventing the role of the Personal Representative and to enrich themselves. Unless a viable alternative is presented by the Heirs to replace the current Personal Representative, the Court will view further discord with a leaning toward limiting the authority of the Heirs to participate in the administration of this Estate, not limiting the authority of the Personal Representative. The Court again strongly encourages the use of the Mediator/Moderator to address any grievances of the Heirs.

Having considered the Petitions, the circumstances and anticipated needs and activities of the Estate, and related factors, the Court makes the following:

ORDER

1. The Personal Representative is authorized to receive compensation pursuant to Minn. Stat. § 524.3-719. For the time period of February 1, 2010 through January 31, 2020, the

Personal Representative shall be provisionally entitled to receive compensation at the rate of \$110,000 per month, plus reimbursement for expenses incurred in connection with the administration of the Estate, subject to paragraph 3 herein. On or prior to February 28, 2020, the Personal Representative shall petition the Court regarding the amount of its compensation for the time period beginning February 1, 2020 through such future date as is appropriate, based on the then anticipated needs and activities of the Estate.

2. The Personal Representative shall continue to utilize entertainment advisor Troy Carter under the re-negotiated compensation agreement as stated on the record to seek new entertainment opportunities for the Estate, review proposals made to the Estate and to provide creative direction to entertainment deals that have been approved.

3. Counsel for the Personal Representative are entitled to fees, costs, and expenses pursuant to Minn. Stat. §§ 525.515, 524.3-720, and 524.3-721. The Personal Representative is authorized to pay its counsel for legal services, costs, and expenses as invoices are submitted to the Personal Representative without advance approval of the Court, but subject to paragraph 3 herein.

4. On June 30, 2019, and every four months thereafter, the Personal Representative shall submit to the Court for review and approval: (1) an affidavit (“Personal Representative Fee Affidavit”) that details the compensation and expense reimbursements of the Personal Representative for the preceding four month period (*i.e.*, February 1, 2018 through May 31, 2018); and (2) an affidavit of counsel (“Attorney Fee Affidavit”) that attaches unredacted copies of all itemized billing statements that represent attorneys’ fees, costs, and expenses for which the Personal Representative seeks Court approval for the preceding four month period (*i.e.*, February 1, 2018 through May 31, 2018). When submitting the Attorney Fee Affidavits, billing statements and Personal Fee Affidavits, the Personal Representative shall serve unredacted copies to counsel for the Heirs. The Heirs shall have 14 days after service to submit written objections. The Court will consider all supporting submissions made by the Personal Representative and will order the Personal Representative to reimburse the Estate in an amount that it determines to be reasonable and appropriate, if the Court believes that there was an overpayment of the Personal Representative’s fees or expense reimbursements. Similarly, the Court will consider all supporting submissions made by the Personal Representative in connection with the Attorney Fee Affidavits and will order counsel for the Personal Representative to reimburse the Estate in an amount that it

determines to be reasonable and appropriate, if the Court believes that there was an overpayment of the attorneys' fees, costs, and expenses. *See* Minn. Stat. § 524.3-721. Any submission of unredacted Attorney Fee Affidavits and Personal Representative Fee Affidavits (together, "Fee Affidavits"), or supporting detail for this Court's review shall not be deemed to constitute a waiver of the attorney-client privilege or work product doctrine. To the extent counsel for the Heirs receive the Fee Affidavits and supporting documents, those documents may be shared with their clients, however counsel and the Heirs shall maintain the confidentiality of such documents and shall not disclose the contents to third parties. The disclosure of any attorney-client privilege or work product material contained in unredacted Fee Affidavits and supporting documents provided to counsel for the Heirs shall not be deemed a waiver of confidentiality, the attorney-client privilege, or the work-product doctrine, given the common interest of the Personal Representative and the Heirs. Accordingly, Court filings that include Fee Affidavits and supporting documents shall be filed under seal to preserve the privilege and work product protections, and maintain the confidentiality of the ongoing business work of the Estate, with the understanding that the Personal Representative will file redacted versions of those documents to limit the sealed material to information which is privileged or confidential.

5. Unless specifically addressed herein, nothing in this order shall be deemed to modify or supersede the Fee Orders.

6. The Heirs' Petition to Limit the Authority of the Personal Representative is respectfully DENIED. Any concerns regarding the Personal Representative's actions or authority which cannot be addressed through open communication shall be referred to mediation with Justice Gilbert.

BY THE COURT:

Dated: April 23, 2019

Kevin W. Eide
Judge of District Court

NOTICE: A true and correct copy of this Order/Notice has been served by EFS upon the parties. Please be advised that orders/notices sent to attorneys are sent to the lead attorney only.