

STATE OF MINNESOTA
COUNTY OF CARVER

DISTRICT COURT
FIRST JUDICIAL DISTRICT
PROBATE DIVISION

In Re:

Estate of Prince Rogers Nelson,
Decedent,

Case Type: Special Administration
Court File No.: 10-PR-16-46
Judge: Kevin W. Eide

And

Tyka Nelson,
Petitioner.

**RESPONSE TO LETTER OF BREMER
TRUST REGARDING PETITION FOR
APPOINTMENT OF SUCCESSOR
SPECIAL ADMINISTRATOR**

Petitioner Tyka Nelson respectfully responds to the letter submitted by Bremer Trust on December 7, 2016 regarding Petitioner's Petition for Appointment of Successor Special Administrator as follows:

First, the current Special Administrator should not be taking a position regarding its replacement and successor. It should remain neutral. This is an issue for this Court and the non-excluded heirs alone.

Second, Bremer Trust is able to file its own petition for discharge. That is not an issue for the non-excluded heirs to take on for Bremer Trust.

Third, Bremer Trust's letter hinges on the notion that there is not unanimity among the non-excluded heirs and for some reason that obviates the need for an immediate successor. That, however, is incorrect. As a preliminary matter, there *is* unanimity among the non-excluded heirs to replace Bremer Trust. As counsel for the Special Administrator noted in September, "the

mutual trust and confidence that is so critical to the relationship between the Special Administrator and the heirs appears to have substantially eroded.” Although Petitioner identified a different candidate (from the candidate which has unanimity) based on the reasons detailed in Mr. Barton’s Affidavit, Petitioner indicated her consent to the other. Thus, there is unanimity in the selection of a corporate fiduciary replacement and the argument that there is not unanimity, which forms the entire basis of the letter, is incorrect.

Finally, Bremer Trust has now altered its position from its September 27, 2016 letter to this Court. In that letter, it stated that it “would not object to the appointment of a new Special Administrator replacing Bremer prior to November 2, 2016 (the former expiration date of its Letters). Now, it is opposing a replacement before January 2, 2016, the current expiration of its Letters. It premises its position that a successor need not be appointed now on the argument that there is no emergency.

Yet, there is urgency– the new candidate needs as much transition time as possible to address the issues facing this Estate, including the filing of the Estate Tax Return, the finalizing of proposed deals that this Court has authorized, the pending litigation Bremer Trust filed against Roc Nation, Roc Nation’s claims and the claims of other creditors pending before this Court and the various pending appeals. Bremer Trust has informed this Court over the past six months of the extensive undertakings required for the Estate Tax Return and the importance and time and energy of the other pending issues, including the urgent work regarding the Estate business. It has repeatedly represented to this Court that an immediate payment to the IRS is due in January (which was the basis to secure this Court’s approval of the various deals on an expedited basis over objections).

All of these issues are still pending and will fall to Bremer Trust's successor. At no point did Petitioner indicate that Bremer would resign immediately and leave its successor in a difficult position or refuse to assist in the transition. And although Petitioner believes and understands that Bremer will cooperate to ensure a smooth transition, that does not obviate the need for the successor to have as much time as possible to examine these issues, understand them and create a strategy and course of action. Some of these significant decisions and actions include a decision on whether to make an election to defer the payment of tax, a full review of all of the work performed to date for the Estate Tax Return and a complete understanding of the proposed deals (including those already signed and those not yet executed). For example, any successor will require a complete review of the appraisals and back up documents before signing its name to an Estate Tax Return. Bremer Trust has confirmed the enormity of these tasks in prior filings for the Court. Transition cannot now be a simple task and a transition of just a few weeks will be all that is necessary to address all of these complex and pending issues as Bremer Trust's December 7, 2016 letter suggests.

CONCLUSION

Accordingly, Petitioner requests that this Court disregard the letter submitted by Bremer Trust as it should not be taking a position in this matter and the bases for its positions are unsupported.

Dated: December 8, 2016

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