

FILED

STATE OF MINNESOTA

MAR 29 2017

DISTRICT COURT

COUNTY OF CARVER

CARVER COUNTY COURTS

FIRST JUDICIAL DISTRICT
PROBATE DIVISION

Case Type: Special Administration

In the Matter of:

Court File No. 10-PR-16-46

Estate of Prince Rogers Nelson,

**SUPPLEMENTAL AFFIDAVIT OF
CRAIG N. ORDAL**

Decedent,

and

Tyka Nelson,

Petitioner.

Craig N. Ordal, being first duly sworn upon oath, deposes and says as follows:

1. I make this supplemental affidavit in support of the Special Administrator's request to negotiate with and potentially retain entertainment industry experts to assist it in the administration of the Estate.

2. The Court appointed the Special Administrator to its position on April 27, 2016, which Order was later confirmed by an Order dated May 2, 2016.

3. In the roughly 40 days that the Special Administrator has been in its role, it has engaged in numerous tasks in order to preserve and maintain the assets of the Estate for the benefit of the to-be-determined beneficiaries. Examples of such tasks include:

- Securing the physical property in Minnesota;
- Gathering records from former administrators of the Estate;
- Vetting and hiring independent contractors to assist with valuation and other Estate issues;

- Interfacing with law enforcement to protect the assets of the Estate while cooperating with warrants;
- Working to resolve issues with third parties related to cancellation of events at Paisley Park;
- Completing an initial assessment of the physical assets of the estate in Minnesota by an archivist;
- Searching hundreds of boxes for a will, trust and testamentary documents on physical property located in Minnesota;
- Establishing a claims process;
- Tax and financial planning efforts;
- Establishing new relationships with many third parties requesting immediate use of certain Estate intellectual property;
- Preserving memorials and tributes made to Decedent and attached to the fence at Paisley Park;
- Paying the real property taxes on real property owned by the Estate;
- Obtaining liability and property casualty insurance on real property owned by the Estate;
- Preparing Independent Resident Caretaker Agreements with individuals who are living in real property owned by the Estate;
- Performing inventorying personal property located within the real property owned by the Estate;
- Engaging in discussions with numerous lenders about providing financing to the Estate secured by the real property owned by the Estate;
- Engaging in discussions with numerous real estate brokers/agents regarding marketing and selling the real property owned by the Estate;
- Cataloguing real property assets owned by the Estate and negotiating the potential sale of a piece of real property (which ultimately did not occur); and
- Supervising ongoing estate litigation and claims process.

4. My original affidavit dated June 2, 2016 generally describes the RFP process used by the Special Administrator in selecting the proposed monetization experts that the Special Administrator has determined to be in the best interests of the Estate to retain at this time. In addition to receiving assistance from counsel as to this process, the Special Administrator retained the services of an outside consultant, Patrick Mazorol. Mr. Mazorol has over 35 years of experience in law, investment management and trust administration. He previously served as chief executive of ING National Trust, and chief executive of Securian Trust. He is also an attorney and a former member of the Minnesota state legislature.

5. As part of the RFP process, the Special Administrator sought recommendations from all interested persons in the Estate. The Special Administrator received proposals from approximately one dozen individuals/companies, including proposals from experts recommended by interested persons in the Estate. The Special Administrator reviewed each proposal, selected finalists, and interviewed those candidates over a three-day period in Minneapolis between May 24 and May 26, 2016.

6. The Special Administrator is keenly aware of the fiduciary responsibilities it has to the Estate and its to-be-determined beneficiaries. In order to best comply with these fiduciary responsibilities, the Special Administrator believes it needs to promptly retain entertainment industry experts to assist it in the administration of the Estate on a number of tasks, including: coordination of official tribute concert in August 2016; negotiations with other outlets seeking license usage for their own tribute events; negotiations with record labels (including with those that already own many of Decedent's recordings) on contract terms and use of master recordings; collection of unpaid royalties (some of which, including foreign royalties, are due and remain outstanding); merchandising management; prevention of bootlegging and other intellectual


property infringement; preserving and enhancing brand awareness; sponsorship agreements; addressing claims from co-writers seeking monies; managing synchronization and other licenses in order to maximize the value of Decedent's overall brand; negotiating and reviewing publishing and subpublishing agreements (some of which are due to expire soon, including all known foreign subpublishing agreements within the next 30 days); reviewing and negotiating digital media agreements (including receipt of advances) in order to maximize profitability and flexibility for future agreements in this realm; and devising a comprehensive strategy for monetization of the Estate.

7. The completion of the above tasks will permit the Estate to increase its liquidity position in advance of upcoming estate and income-tax liabilities and ongoing administration expenses. If monetization experts are not promptly retained to assist with the tasks, the Estate may suffer the loss of current and future revenue. This, in turn, will adversely affect the beneficiaries of the Estate (the identity and number of beneficiaries will not be conclusively determined for several months).

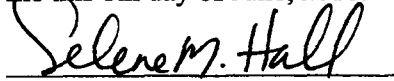
8. It is my understanding that the information contained above was shared by the Special Administrator's counsel with counsel for all interested persons who have appeared in this action, including during two telephone conferences among counsel held on June 3, 2016.

Further affiant sayeth not.

Dated: 6/6/16


Craig N. Ordal
President, Bremer Trust National Association

Subscribed and sworn to before
me this 6th day of June, 2016.


Selene M. Hall
Notary Public

