

STATE OF MINNESOTA
COUNTY OF CARVER

DISTRICT COURT
PROBATE DIVISION
FIRST JUDICIAL DISTRICT

In Re:

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

Estate of Prince Rogers Nelson,
Decedent.

**AFFIDAVIT OF BARRY A. O'NEIL IN
SUPPORT OF LOMMEN ABDO, P.A.'S
APPLICATION FOR DETERMINATION
AND ESTABLISHMENT OF
ATTORNEY'S LIEN PURSUANT TO
MINN. STAT. SEC. 481.13**

STATE OF MINNESOTA)
) SS
COUNTY OF HENNEPIN)

Barry A. O'Neil, being duly sworn upon oath, states and alleges as follows:

1. I am a shareholder with Lommen Abdo, P.A.
2. This Affidavit is submitted in support of Lommen Abdo, P.A.'s ("Lommen Abdo") Application for Determination of Attorney's Lien and Entry of Judgment for Said Lien Against Sharon L. Nelson, Norrine P. Nelson, and John R. Nelson (the "Nelsons") in the above-captioned Estate, pursuant to Minn. Stat. § 481.13, subd. 1(c). Lommen Abdo requests an order of this Court: (1) establishing a lien for compensation for services rendered and costs advanced by Lommen Abdo for the benefit of the Nelsons; (2) determining the amount of the lien requested; and (3) ordering the entry of judgment in favor of Lommen Abdo and against the Nelsons in the determined amount of said lien.
3. Lommen Abdo was engaged by the Nelsons in April 2016 to provide legal services relating to their interests in being determined Heirs in the above-captioned Estate. A true and correct copy of the Engagement and Multiple Representation Agreement ("Engagement

Agreement”) that was entered into by the Nelsons and Lommen Abdo effective April 27, 2016 is attached as **Exhibit 1**.

4. From April 27, 2016 through November 29, 2016 (the date we completed our file transfers to substituted counsel for the Nelsons), our firm provided legal services to the Nelsons and advanced costs on their behalf to protect their interests in the above-captioned Estate. Investigation, discovery, determination of Heirs to the Estate, and assistance to protect the assets of the Estate were performed to bring a resolution for determination of the Nelsons being established as Heirs to the Estate.

5. During that period, time entries were made by the Lommen Abdo professionals working on matters relating to the firm’s representation of the Nelsons in connection with Prince’s Estate, and all costs incurred during the representation were tracked. In his Affidavit that was filed under seal on January 26, 2017 and submitted in support of Lommen Abdo’s Motion for Approval of Payment of Attorneys’ Fees and Costs¹ by the Estate, attorney Ken Abdo identified the multiple professionals that billed time to the various sub-files that were opened and maintained in connection with representing the Nelsons and outlined their respective areas of expertise that contributed to the representation. (Abdo Affidavit at ¶¶ 4.) Mr. Abdo also detailed the work performed on numerous sub-files that were opened to properly document and track the professional time incurred to represent the Nelsons in advancing their interests as heirs of the Estate as well as providing services for the benefit of the Prince Estate as a whole. (Abdo Affidavit at ¶¶ 8 through 11.) In the Affidavit, Mr. Abdo addressed the sub-files that were opened under the main client matter to advance the interests of the Estate as a whole in

¹Mr. Abdo’s Affidavit that was Filed Under Seal in unredacted form on January 26, 2017, along with its Exhibits, which included the detailed billing invoices for sub-files -01 & -02; -04 through -06; -12 & -13; and -15 & -16, is hereby incorporated by reference in this Affidavit and the accompanying Memorandum filed contemporaneously with this Application.

connection with Lommen Abdo's Motion for Approval, specifically sub-files -01 & -02; -04 through -06; -12 & -13; and -15 & -16. *Id.* As detailed in the Table A below, Lommen Abdo sought the Court's approval for payment of the Invoiced Amounts for each of those sub-files by the Estate, and in connection with its March 21, 2017 Order, the Court granted Lommen Abdo's motion in part and ordered the Estate to pay the amounts indicated in the Estate Payment column of Table A. In the Addendum "A" that was issued by the Court and filed under seal with its March 21, 2017 Order, the Court detailed which time entries it found contributed to the benefit of the Estate as a whole and were deemed payable by the Estate under Minn. Stat. § 524.3-720.² Although the Court found that certain time entries were not allowed as payable by the Estate, professionals at Lommen Abdo incurred and billed the time for purposes of representing the Nelsons' individual interests in this matter. As a result, Lommen Abdo requests that the amounts for each of the sub-files indicated in the Outstanding Balance column of Table A are determined to be included in the total amount of Lommen Abdo's lien for purposes of Minn. Stat. § 481.13, subd. 1(c). For sub-files -01 & -02; -04 through -06; -12 & 13 and -15 & -16, the outstanding balance that Lommen Abdo requests be determined to be part of its lien for those sub-files is \$68,021.50.

6. In addition to the time incurred and billed on the sub-files referenced in paragraph 5, Lommen Abdo professionals provided legal services and incurred and billed time to the main client file (43516) and sub-file 43516-14 in connection with the firm's engagement agreement with the Nelsons. Since the detailed billings for these two matter numbers were not submitted in connection with Lommen Abdo's Motion for Approval, these billings are now attached to this

²The Court's March 21, 2017 Order (filed publicly) and the Addendum "A" (filed under seal) are hereby incorporated in this Affidavit and accompanying Memorandum by this reference.

Affidavit as **Exhibit 2** (43516)³ and **Exhibit 3** (43516-14). As indicated on Exhibit 2, fees and costs totaling \$146,630.61 were incurred and billed by Lommen Abdo professionals to represent the interests of the Nelsons in this matter. As noted with its papers submitted in opposition to the Personal Representative's (PR) Motion for Approval for Consultant Payments, Lommen Abdo attorneys specifically provided services and incurred time to negotiate, draft and finalize the Consultant Agreements that were the subject of the PR's motion. These time entries are included on the invoice for the main client file (43516) in August and September 2016. (Exhibit 2 at pp. 6-7.) As indicated on Exhibit 3, Lommen Abdo lawyers and support professionals incurred time and billed a total of \$8,005.00 in fees to provide services in connection with the transfer of the voluminous file to successor firms between November 7, 2016 and November 29, 2016. The Nelsons expressly agreed to pay fees and costs for services to transfer the files in the Engagement Agreement. As noted on Table A below, the fees and costs incurred and billed on the main client file (43516) and sub-file 43516-14 total \$154,635.16.

7. As noted by Mr. Abdo in paragraph 6 of his Affidavit, the billing rates for the Lommen Abdo attorneys and support professionals are consistent with (or lower) than the rates charged by law firms in and around the Twin Cities with the experience and sophistication sufficient to provide legal services on complex probate and entertainment matters.

8. As did Mr. Abdo indicate in paragraph 29 of his Affidavit, I have reviewed the original time entries for the legal fees submitted by Lommen Abdo. Based on my review, I affirm that the legal fees submitted by Lommen Abdo were reasonable given: (1) the time and labor required; (2) the complexity of the problems and issues involved; and (3) the extent of the

³ Exhibit 2, the detailed billings on the main matter (43516) is being filed publicly with redactions as they contain confidential work product and/or attorney-client communication as well as references to confidential business transactions and also filed under seal without redactions for the Court's review.

responsibilities assumed and the results obtained. The reasonable value of the services rendered and costs advanced by Lommen Abdo that remains outstanding on the Nelsons' behalf is \$214,652.11, of which \$213,350.46 is for legal services rendered and \$1,301.65 is for costs incurred. We have received no payments toward these amounts on this matter.

9. Mr. Abdo sent the Lommen Abdo invoices to the Nelsons and their successor attorneys at the Hansen Dordell firm on or about December 9, 2016. Mr. Abdo's December 9, 2016 letter that enclosed the Lommen Abdo Invoices is attached as **Exhibit 4**. On May 3, 2017, I provided a copy of the Lommen Abdo Invoices to Randy Sayers of Hansen Dordell that reflected the payment of the fees that were paid by the PR pursuant to the Court's March 21, 2017 Order. Attached as **Exhibit 5** is the May 3, 2017 letter to Mr. Sayers and the invoices for Sharon Nelson that were provided with the letter. These invoices reflect the balances remaining on the main client matter and each of the sub-files that were opened during Lommen Abdo's representation after accounting for the amounts paid by the PR pursuant to the Court's March 21, 2017 Order. To avoid unnecessary duplication in the record, I have only included the invoices directed to Sharon Nelson. The May 3, 2017 letter included identical invoices directed to Norrine Nelson and John Nelson. The May 3, 2017 letter identified the same Outstanding Balances as reflected on the accompanying invoices and as noted on Table A. The Nelsons have never indicated that they objected to any of the fees or time entries after receipt of the Lommen Abdo Invoices.

TABLE A

File No./ Description	Invoiced Amount	Estate Payment	Outstanding Balance
43516 / Main Client File	\$146,630.61	\$0	\$146,630.61
43516-01/Entertainment and Court Ordered Agreements	\$100,770.00	\$61,800.00	\$38,970.00
43516-02/Paisley Park Museum	\$39,005.00	\$29,865.00	\$9,140.00

File No./ Description	Invoiced Amount	Estate Payment	Outstanding Balance
43516-04/Tribute Concert	\$45,990.00	\$38,820.00	\$7,170.00
43516-05/Selection of Personal Representative	\$15,310.00	\$14,825.00	485.00
43516-06/Heirship Determination	\$88,161.5	\$85,930.00	\$2,231.50
43516-12/Right of Publicity	\$11,670.00	\$11,670.00	\$0
43516-13/Appeals	\$10,430.00	\$10,430.00	\$0
43516-14/Transfer of File	\$8,005.00	\$0	\$8,005.00
43516-15/Special Administrator	\$19,520.00	\$17,500.00	2,020.00
43516-16/Miscellaneous Entertainment Matters	\$3,760.00	\$3,760.00	\$0
TOTAL:	\$489,252.11	\$274,600.00	\$214,652.11

10. Lommen Abdo has timely served and filed a Notice of Intent to Claim Attorney's Lien on the Nelsons and the Personal Representative of the Estate. Lommen Abdo has also perfected its lien by filing a UCC Financing Statement ("UCC-1") with the Minnesota Secretary of State pursuant to Minn. Stat. § 481.13, subd. 2. Specifically, on August 10, 2018, Lommen Abdo served its Notice of Intent to Claim Attorney's Lien on the Nelsons and the Personal Representative of the Estate by U.S. Mail, and the UCC-1 was filed with the Minnesota Secretary of State on September 4, 2018. The Nelsons and the PR were served with the UCC-1 and the Notice of Intent that were filed with the Minnesota Secretary of State on October 1, 2018. A true and correct copy of the UCC-1 and Notice of Intent filed with the Minnesota Secretary of State is attached hereto as **Exhibit 6**. On November 1, 2018, my office filed a UCC3 – Debtor Change – UCC Financing Statement with the Minnesota Secretary of State to correctly identify the middle initial of John R. Nelson. Attached hereto as **Exhibit 7** is a true and correct copy of the UCC3 – Debtor Change – UCC Financing Statement. A search of the UCC records with the Minnesota Secretary of State in October 2018 did not reveal that any attorneys or firms had filed a notice of a lien as to any of the Nelsons prior to Lommen Abdo's filing.

11. Lommen Abdo requests that the Court determine that Lommen Abdo is entitled to an attorney's lien in the amount of \$214,652.11 pursuant to Minn. Stat. § 481.13 upon the Nelsons' interests in the above-captioned Estate, and all costs incurred in seeking the Court's determination in the above-captioned Estate. Lommen Abdo also requests that the Court enter judgment in its favor in the amount of the lien and that the Court's Order establish the priority of its lien over the liens of the other attorney's lien claimants as to the Nelsons.

FURTHER YOUR AFFIANT SAYETH NAUGHT.

/s/ Barry A. O'Neil
Barry A. O'Neil

Subscribed and sworn to before
me this 21st day of December, 2018

/s/ Sharon Sandberg
Notary Public
My Commission Expires Jan. 31, 2020