

DOCUMENT 1469

(with revised redactions, per this Court's Order, dated July 24, 2017)

Holland & Knight

Entertainment Services

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 Holland & Knight LLP | www.hklaw.com | EIN 59-0663819

Nelson, Tyka

December 12, 2016
 Invoice: 5431374

TERMS: DUE ON RECEIPT

REMITTANCE COPY
 (PLEASE RETURN WITH YOUR PAYMENT)

Our Matter: 152525.00001
 Advice and counsel re Prince Rogers Nelson Estate proceedings

| | | |
|---------------------------------|--------------|----------------------|
| FEES FOR PROFESSIONAL SERVICES: | \$ | 385,101.50 |
| TOTAL DUE THIS INVOICE: | (US Dollars) | \$ <u>385,101.50</u> |

WIRE TRANSFER INFORMATION:**Domestic and International Wires**

Please indicate our Invoice Number as reference in your wire transfer

Wells Fargo Bank NA
 420 Montgomery Street, San Francisco, CA 94104-1207
 ABA # 121000248
 Account # 2090002390441

Swift Routing Number: WFBUS6S (for international wires)

For Credit to: Holland & Knight, LLP

PLEASE REMIT TO:

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 PO Box 864084
 Orlando, FL 32886-4084

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Holland & Knight LLP, Suite 864084
 11050 Lake Underhill Road
 Orlando, FL 32825-5016

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TERMS: DUE ON RECEIPT

For professional services rendered

Our Matter: 152525.00001
Advice and counsel re Prince Rogers Nelson Estate proceedings

| <u>Date</u> | <u>Professional</u> | <u>Description</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|---------------------------|--|--------------|-------------|---------------|
| 9/26/16 | Edward Diaz | Telephone conferences w/ Ken A. and Adam G. re status, factual background, proposed deals, proposed settlement posture; analysis. | 1.60 | 600.00 | 960.00 |
| 9/26/16 | Vivian L. Thoreen | Calls with K. Abdo; confer with E. Diaz re strategy; confer with R. Barton re same; confer with B. Dillon and M. Shea; analyze emails from various, including B. Dillon re withdrawal as counsel; emails with T. Nelson re various; continue analyzing and preparing objection to advisor agreement. | 4.00 | 750.00 | 3,000.00 |
| 9/26/16 | Stacie P. Nelson | Review revised brief regarding objections to advisers agreement; correspond with team re same. | 0.30 | 725.00 | 217.50 |
| 9/26/16 | Robert Barton | Attention to case organization; preparation of brief re advisor agreement; multiple conferences with B. Dillon re background and strategy; confer with heir's counsel re brief; review and revise in accordance with same; internal team strategy discussions. | 10.00 | 550.00 | 5,500.00 |
| 9/27/16 | Jorge L. Hernandez-Torano | Attend to issues relating to upcoming hearing; various emails and telephone conferences; review music deal related pleadings; review memorandum in support of motion. | 2.00 | 750.00 | 1,500.00 |

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| <u>Date</u> | <u>Professional</u> | <u>Description</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|---------------------------|---|--------------|-------------|---------------|
| 9/27/16 | Christopher W. Boyett | Attend to call and review affidavits. | 1.00 | 790.00 | No Charge |
| 9/27/16 | Robert J. Labate | Review deal memos for proposed estate agreements through Stinson HiQ site and prepare objections to Special Administrator's motion to approve proposed agreements. Many telephone conversations throughout the day, separately and in conference, with Ken Abdo, Adam Gislason, Stinson attorneys, Eddie Diaz, Vivian, Robbie, Steve Stilton and others to discuss preparations for Thursday's hearing and drafting of objections. Review form of settlement proposed by Ken Abdo and many discussions with Ken and others throughout the day to discuss objections, settlement, access to all documents and Thursday's hearing. Prepare summaries of certain agreements in connection with objections. | 7.30 | 720.00 | 5,256.00 |
| 9/27/16 | Vivian L. Thoreen | Participate in various calls with attorneys for the siblings, attorneys at Stinson; continue analyzing and revising memorandum in support of voiding Advisor Agreement; attention to overall strategy. | 8.50 | 750.00 | 6,375.00 |
| 9/27/16 | Edward Diaz | Telephone planning conference w/ KA and AG; analysis and consideration of arguments in support of motion to void SA agreements. | 2.80 | 600.00 | 1,680.00 |
| 9/27/16 | Robert Barton | Extended preparation of legal briefing re advisor agreements; multiple extended conferences with other heirs counsel; review and revision of brief and research re same; internal team strategy re same. | 18.20 | 550.00 | 10,010.00 |
| 9/27/16 | Kelly J. Cass | Prepare declarations of S. Silton and R. Barton in support of Heirs' Objections to Advisor Agreement (2.6); update same in accordance with R. Barton's edits (1.1). | 3.70 | 365.00 | 1,350.50 |
| 9/28/16 | Jorge L. Hernandez-Torano | Attend to issues relating to upcoming hearing; review deal descriptions; draft emails re proposed deals; various calls and emails. | 3.20 | 750.00 | 2,400.00 |

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| <u>Date</u> | <u>Professional</u> | <u>Description</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--|--------------|-------------|---------------|
| 9/28/16 | Robert J. Labate | Travel to Minneapolis for meetings and hearing tomorrow. | 2.10 | 720.00 | No Charge |
| 9/28/16 | Vivian L. Thoreen | Analyze pleadings; analyze draft objection to special administrator's motion to approve seven deals; attend meetings with various of the siblings' attorneys; strategize and prepare for hearing. | 14.00 | 750.00 | 10,500.00 |
| 9/28/16 | Edward Diaz | Planning and strategy conferences w/ counsel for heirs re hearings, including division of labor and presentation. | 5.80 | 600.00 | 3,480.00 |
| 9/28/16 | Nichole D. Scott | Worked on issues with respect to ability of special administrator to enter into certain contracts. | 0.90 | 675.00 | 607.50 |
| 9/28/16 | Robert Barton | Preparation of opposition to brief re entertainment agreements; multiple emails and correspondence with other heirs counsel re same; meeting with heirs counsel; attention to hearing preparation. | 13.00 | 550.00 | 7,150.00 |
| 9/28/16 | Mitchell A. Bottey | Research and Draft Rebuttal for Administrator's Arguments Against Deferment | 3.30 | 295.00 | 973.50 |
| 9/29/16 | Christopher W. Boyett | Work on research matters re estate hearing re music assets; calls re same. | 1.70 | 790.00 | 1,343.00 |
| 9/29/16 | Robert J. Labate | Return to Chicago (1/2 time) from hearing and meetings. | 2.10 | 720.00 | No Charge |
| 9/29/16 | Vivian L. Thoreen | Continue preparing for and attend hearing on competing motions regarding the seven deals, validity of the Advisor Agreement; post-hearing strategy; meet with B. Dillon; return travel to Los Angeles. | 15.00 | 750.00 | 11,250.00 |
| 9/29/16 | Edward Diaz | Attend hearing on Special Administrator's Motion to approve Deals and Heirs' motion to void SA agreement; planing conference and strategy. | 6.80 | 600.00 | 4,080.00 |
| 9/29/16 | Robert Barton | Hearing preparation; travel to and attend hearing; meeting with B. Dillon; internal team | 10.00 | 550.00 | 5,500.00 |

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| <u>Date</u> | <u>Professional</u> | <u>Description</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
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| | | strategy discussions; travel from Minnesota (no charge); attention to deposition scheduling and related issues (no charge); review CNB proposal (no charge). | | | |
| 9/30/16 | Vivian L. Thoreen | Analyze Order on motion to approve seven deals; strategize re same; emails with siblings' counsel re same, strategy. | 1.50 | 750.00 | 1,125.00 |
| 9/30/16 | Robert J. Labate | Continue review of proposed deal memos for music rights. Discuss today's ruling with other H&K team members. Telephone conversation with Steve Stilton regarding protocols for negotiations about music rights. Two telephone conversations with Ken Abdo. Review and comment on Tom Kane's list of documents to be requested from Subsequent conversation with counsel all parties to set priorities and review email from Ken Abdo regarding his conversations with Stinton. Exchange of email with Eddie and others regarding Press Conference in connection with Paisley Park Museum. | 3.60 | 720.00 | 2,592.00 |
| 9/30/16 | Edward Diaz | Review Order from Court on Motion to approve Deals; various planning conferences and strategy conferences re options. | 2.00 | 600.00 | 1,200.00 |
| 9/30/16 | Robert Barton | Attend court conference call; email to court reporter re transcript; email to all counsel re hearing; attention to file organization; review and analysis of court order; calls related to strategy re same. | 2.00 | 550.00 | 1,100.00 |
| 10/2/16 | Jorge L. Hernandez-Torano | Conference call with counsel for all heirs to review status and determine strategy going forward. | 1.50 | 750.00 | 1,125.00 |
| 10/2/16 | Robert J. Labate | Participate in conference call with counsel for Non-Excluded Heirs to discuss negotiation of long-form agreements, possible settlement, media consulting and tribute concert issues. Continue review of draft agreements for which long form agreements must be negotiated. | 2.20 | 720.00 | 1,584.00 |

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| 10/3/16 | Jorge L. Hernandez-Torano | Review emails and proposals re settlement; review settlement terms; conference call re strategy. | 1.50 | 750.00 | 1,125.00 |
| 10/3/16 | Robert J. Labate | Many discussions and exchanges of email with Ken Abdo, Vivian and Robbie regarding potential settlement and Abdo's discussions with Special Administrator regarding long form agreement review and possible settlement structures. Confer and exchange of many email with Eddie, Vivian, Robbie and others regarding strategy, issues and priorities for this week for Tyka. Prepare for negotiations with rights purchasers by reviewing current deal documents provided on line and in hard-copy form. | 5.40 | 720.00 | 3,888.00 |
| 10/3/16 | Vivian L. Thoreen | Calls (2) with K. Abdo and A. Gislason re settlement (1.3). | 1.30 | 750.00 | 975.00 |
| 10/3/16 | Robert Barton | Confer with K. Abdo re settlement proposals and related strategy. | 1.30 | 550.00 | 715.00 |
| 10/4/16 | Robert J. Labate | Participate in conference call with Heirs' counsel to review Abdo's discussion with Ken David and Charles and to confirm strategy and priorities for negotiating long-form agreements and possibly replacement and new deals with Advisors. Separate telephone conversations with Steve Siltan and Ken Abdo regarding negotiating priorities, possible additional deals suggested by Advisors and release of documents and deal information by Advisors. Exchange of email and telephone conversation with Traci Bransford regarding Heirs' negotiating team and related issues. In preparation for negotiations, review of deal terms for:  | 6.20 | 720.00 | 4,464.00 |

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| | |  | | | |
| 10/4/16 | Jorge L. Hernandez-Torano | Monitor developments and conference calls; various internal emails and calls. | 1.00 | 750.00 | No Charge |
| 10/5/16 | Jorge L. Hernandez-Torano | Review status of negotiations and discussions; conference call with Advisors and Lommen Abdo. | 1.50 | 750.00 | 1,125.00 |
| 10/5/16 | Robert J. Labate | Telephone conversation with Advisors, Special Administrator counsel and Heirs' counsel regarding review of long-form agreements and related issues. Many telephone conversations with counsel for other Heirs before and after call to discuss review long-form agreements, process to implement Court Order regarding Heir representatives at meetings, meeting with Koppelman in NYC, documents to be reviewed and related issues based on discussion with Koppelman and others. Review of deal memos for Sirius, UMG and Warner Brothers which will be turned into long form agreements later this week. | 4.40 | 720.00 | 3,168.00 |
| 10/5/16 | Robert Barton | Attention to entertainment negotiation issues; confer with J. Bruntjen. | 1.30 | 550.00 | 715.00 |
| 10/6/16 | Jorge L. Hernandez-Torano | Conference call with Ken Abdo and Bob Labate. | 0.50 | 750.00 | 375.00 |
| 10/6/16 | Jorge L. Hernandez-Torano | Attend to various emails. | 0.50 | 750.00 | No Charge |
| 10/6/16 | Jorge L. Hernandez-Torano | Review Bravado Agreement. | 1.10 | 750.00 | 825.00 |
| 10/6/16 | Robert J. Labate | Review of Bravado long form agreement and begin to prepare comments for the Advisors. Many separate telephone conversations | 5.80 | 720.00 | 4,176.00 |

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| | | throughout the day and exchanges of email with Charles, Londell, Abdo and Steve Siltan to arrange for meeting in NYC with Charles and Londell to review all proposed deals and documents leading up to their recommendations. Many discussions and email exchanges throughout the day with others regarding nature and extent of document review and elements of Tribute concert and related issues. Review of Authentic merchandising deal letter and compare elements with the Bravado proposal. Review and exchange many email regarding Tribute merchandising proposal and issues. Review of Court's AMENDED ORDER GRANTING IN PART THE SPECIAL ADMINISTRATOR'S MOTION TO APPROVE RECOMMENDED DEALS & DENYING MOTION TO VOID ADVISOR AGREEMENT | | | |
| 10/6/16 | Edward Diaz | Receive and review Amended Order re Motion to Approve Deals and Motion to Void Special Advisors' Agreement; analysis and consideration of options. | 2.40 | 600.00 | 1,440.00 |
| 10/7/16 | Robert J. Labate | Prepare comments to Bravado Long Form Agreement. Two discussions with Jorge Hernandez-Torano regarding comments to be provided to Abdo, Steve Siltan and Frank White. Prepare email to Abdo, Siltan and White regarding comments and responses. Exchange of email with counsel for the Advisors, Jason Boyarski regarding long form agreement for Universal Music Group. Review of letter from Emio Zizza, SVP Warner Bros. regarding track listing for re-release of Purple Rain album. Review of Koppelman Affidavit to identify companies offering proposals and addition documents to be obtained from Advisors. | 5.10 | 720.00 | 3,672.00 |
| 10/7/16 | Jorge L. | Prepare comments pertaining to Bravado | 2.70 | 750.00 | 2,025.00 |

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| | Hernandez-Torano | Agreement; follow up. | | | |
| 10/10/16 | Jorge L. Hernandez-Torano | Review various emails. | 0.40 | 750.00 | No Charge |
| 10/10/16 | Jorge L. Hernandez-Torano | Conference call to discuss Bravado Merchandise Agreement; review Abdo Lommen comments. | 0.90 | 750.00 | 675.00 |
| 10/10/16 | Robert J. Labate | Review Lommen Abdo comments to proposed Bravado Agreement and compare with those proposed by H&K. Arrange for and participate in conference call with Heirs' counsel regarding comments to proposed Bravado Agreement and arrange for red-line changes to current Bravado Agreement. Begin review of Long Form Universal Music Group Administration Agreement and prepare comments for improvements to contract. Prepare and exchange many email with Abdo, Siltan, Wheaton, and Justin Bruntjen regarding advances and payments to be made pursuant to UMG Agreement and basis for deal terms. Compare overlap of UMG terms and rights granted with Global Music Rights terms and rights granted to identify conflicts. | 6.40 | 720.00 | 4,608.00 |
| 10/11/16 | Jorge L. Hernandez-Torano | Various conference calls; review various emails. | 0.70 | 750.00 | No Charge |
| 10/11/16 | Robert J. Labate | Prepare comments to Universal Music Publishing Group long-form agreement. Prepare email and telephone conversations with Jorge Hernandez-Torano regarding key elements of proposed UMPG agreement. Begin review of red-line of Bravado Agreement containing Heirs comments to be provided to Koppelman in advance of our October 19 meeting. Review Koppelman Affidavit and related documents sent by Stinson in preparation for meeting on October | 5.20 | 720.00 | 3,744.00 |

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| | | 19 and request for additional documents and materials. | | | |
| 10/11/16 | Elaina E. Andrade | Discuss assignment with Robert Labate to review affidavit of Charles Koppelman; begin review of affidavit of Charles Koppelman. | 1.00 | 385.00 | 385.00 |
| 10/12/16 | Robert J. Labate | Review of joint comments and changes to Bravado long form agreement and begin to prepare revisions and additions. Prepare H&K comments to UMPG long form agreement. Several conversations throughout the day with Ken Abdo and other heirs' counsel regarding UMPH and Bravado long form agreements and proposed issues regarding each. Several conversations with Eddie Diaz and Jorge Hernandez-Torano regarding Bravado and UMPG agreements and related issues. Prepare and exchange email regarding tax treatment and effect on estate of Advances and Loans. Review of many email exchanges among heirs counsel, Rand, Traci and others regarding preparations for tomorrow's tribute concert. | 5.10 | 720.00 | 3,672.00 |
| 10/12/16 | Elaina E. Andrade | Continue reading and analyzing affidavit of Charles Koppelman and begin creating outline of questions. | 1.60 | 385.00 | 616.00 |
| 10/13/16 | Robert J. Labate | Review and revise Heirs' comments to Bravado long-form agreement and send additional comment to Abdo to incorporate into joint Heirs' comments to Bravado Agreement. Prepare extensive comments and suggestions for changes UMPG Long Form Agreement and telephone conversations with Abdo regarding changes to UMPG agreement. Begin review of GMR long-form agreement. Prepare email to H&K tax team regarding effect of Advances, Loans and Lines of Credit on the estate. | 5.20 | 720.00 | 3,744.00 |
| 10/13/16 | Josefina Hernandez | Attention to communication concerning the Bravado Redline; the Order Approving Non- | 0.30 | 280.00 | 84.00 |

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| | | Excluded Heirs' Motion for Extension of Time to File Response and Notice of Filing of Order | | | |
| 10/14/16 | Robert J. Labate | Conference call with Vivian and Bill Sherman to discuss tax issues for estate in connection with income received through Advances, Loans and Lines of Credit. Telephone conversations with Ken Abdo and other heirs counsel regarding Heirs' comments to Bravado long-form agreement and issues in connection with proposed UMPG long form administrative agreement. Telephone calls and exchange of many email with Eddie regarding Bravado, GMR and UMPG Agreements and changes proposed to each. Complete comments to UMPG long-form administration agreement and send to Eddie and Jorge Hernandez-Torano for review and additional comments. Exchange of email with Traci Bransford regarding Prince memoir deal with Random House. | 6.60 | 720.00 | 4,752.00 |
| 10/14/16 | William B. Sherman | Consideration re structuring advances. | 1.10 | 850.00 | 935.00 |
| 10/14/16 | Elaina E. Andrade | Continue reviewing affidavit of Charles Koppelman and other agreements; continue drafting outline of questions. | 2.70 | 385.00 | 1,039.50 |
| 10/15/16 | Robert J. Labate | Prepare comments to GMR long form agreement. Exchange of email with Eddie and others regarding this week's meeting with Londell and Charles and extension of Bremmer term as Special Advisor. | 2.10 | 720.00 | 1,512.00 |
| 10/17/16 | Jorge L. Hernandez-Torano | Review deal documents; conference call regarding status of deal document review; follow up regarding meeting in NYC with Koppelman and Loudell. | 2.20 | 750.00 | 1,650.00 |
| 10/17/16 | Robert J. Labate | Exchange of email with Traci Bransford regarding approval for Spike Lee use of lyrics from "1999" and additional exchange with Traci regarding new requests for use of "Raspberry Beret" and "Delirious" recordings. | 7.10 | 720.00 | 5,112.00 |

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| | | Telephone conversation with Ken Abdo regarding Wednesday's meeting with Charles Koppelman and Londell in NYC and topics to be discussed. Complete preparation of comments for proposed GMR agreement and UMPG long form agreement. Send draft of H&K UMPG comments to Ken Abdo for inclusion in Heirs' comments. Telephone conversation and exchange of email with Charles Koppelman regarding Wednesday's meeting regarding six proposed long-form agreements, Roc Nation counsel letter sent to Special Administrator and new deals that Charles is negotiating now. Several separate discussions throughout the day with Eddie, Jorge and Chris Boyett regarding immediate issues and strategy. | | | |
| 10/17/16 | William B. Sherman | Consideration re alternative issues re payment structures. | 2.60 | 850.00 | 2,210.00 |
| 10/17/16 | Elaina E. Andrade | Continue review of the Affidavit of Charles Koppelman and the Warner Brothers, GMR, Sirius XM, Universal, and Bravado agreements; continue and complete composing questions for meeting with Charles Koppelman; meet with Robert Labate and discuss findings and list of questions. | 3.70 | 385.00 | 1,424.50 |
| 10/17/16 | Daniel L. Janovitz | Research tax structuring of the Administrative Agreement; determine if income recognition can be deferred by treating payment as a deposit. | 1.30 | 335.00 | 435.50 |
| 10/17/16 | Josefina Hernandez | Attention to communication concerning the estate and set up of meetings. Prepare binder for upcoming meeting. | 1.80 | 280.00 | 504.00 |
| 10/18/16 | Jorge L. Hernandez-Torano | Prepare for meeting with Koppelman and Londell in NYC. | 1.30 | 750.00 | 975.00 |
| 10/18/16 | Robert J. Labate | Review of letter from PriceWaterhouseCoopers to all Heirs and Bremer and Stinson offering to purchase the | 6.10 | 720.00 | 4,392.00 |

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| | | rights to the unpublished music Prince music catalogue and review, with Jorge and Eddie, issues raised by Catalogue. Review interim analysis prepared by Bill Sherman concerning time when tax liability arises for an Advance versus a Loan in connection with tomorrow's discussions with Estate Advisors. Telephone conversation with Steve Siltan regarding topics to discuss at tomorrow's meeting with Estate Advisors. Final review of Joint Heir Comments to UMPG long form agreement and telephone conversation with Ken Abdo regarding: UMPG Agreement; additional agreements with Cirque du Soleil and others being negotiated by Estate Advisors; GMR Agreement issues; and Grand Rights currently available Heirs. Review and prepare comments to form of GMR long-form agreement in preparation for tomorrow's meeting with Estate Advisors. Telephone conversation with Vivian Thoreen in preparation for her discussions tomorrow with Stinson regarding tax issues. Travel to NYC (at one-half rate) for tomorrow's conference with Estate Advisors and others regarding UMPG and Bravado long form agreements and other issues. | | | |
| 10/18/16 | Robert J. Labate | Travel to NYC at one-half rate to meet with Estate Advisors. | 1.80 | 720.00 | No Charge |
| 10/18/16 | Edward Diaz | Review correspondence from PWC re unreleased music rights and offer to purchase; analyze options. | 0.80 | 600.00 | 480.00 |
| 10/18/16 | William B. Sherman | Review and revise memo re tax considerations in structuring alternatives for payments from licensees. | 1.10 | 850.00 | 935.00 |
| 10/18/16 | Daniel L. Janovitz | Research tax structuring of the Administrative Agreement; determine if income recognition can be deferred by treating payment as a deposit. | 3.10 | 335.00 | 1,038.50 |

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| 10/19/16 | Jorge L. Hernandez-Torano | Travel to NYC for meeting at CAK with Koppelman and McMillan; review documents in preparation for meeting; meeting at CAK; return travel. | 14.00 | 750.00 | 10,500.00 |
| 10/19/16 | Robert J. Labate | Prepare issues for and meet with Charles Koppelman, Londell McMillan, Justin Boyarski and others regarding Merchandising Agreement with Bravado, attached, and Publishing Agreement with UMPG and deal terms for other agreements. Review email from Steve Siltan regarding Omar's opposition to vault deal and call to Siltan regarding same. Separate telephone conversations with Eddie Diaz before and following today's meeting with Charles to review discussions and Heirs' positions on many issues. Separate telephone conversations with Ken Abdo to prepare for today's conference and to review next steps by Heirs, individually and collectively. Return to Chicago at one-half time. | 7.20 | 720.00 | 5,184.00 |
| 10/19/16 | Robert J. Labate | Return to Chicago at one-half time. | 1.80 | 720.00 | No Charge |
| 10/19/16 | Edward Diaz | Attend to issues re status, proposals from outside entities re third party financing options. | 1.80 | 600.00 | 1,080.00 |
| 10/19/16 | Josefina Hernandez | Revise pleadings binder in preparation for meeting; assist with research in preparation for hearing. | 2.50 | 280.00 | 700.00 |
| 10/20/16 | Jorge L. Hernandez-Torano | Varios calls and emails re meeting at CAK in NYC; review revisions to Bravado Agreement. | 1.50 | 750.00 | 1,125.00 |
| 10/20/16 | Robert J. Labate | Prepare detailed review, for Eddie, Vivian and Chris, of yesterday's discussions with Charles and Londell and create list of priority follow up issues. Prepare comments to amended Bravado Long Form Agreement, received today. | 6.20 | 720.00 | 4,464.00 |
| 10/21/16 | Jorge L. | Conference call. | 0.90 | 750.00 | 675.00 |

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| | Hernandez-Torano | | | | |
| 10/21/16 | Jorge L. Hernandez-Torano | Review Warner Agreements. | 0.90 | 750.00 | 675.00 |
| 10/21/16 | Jorge L. Hernandez-Torano | Review revised Bravado Agreement; prepare push back comments. | 1.00 | 750.00 | 750.00 |
| 10/21/16 | Jorge L. Hernandez-Torano | Conference call with client to review status. | 1.20 | 750.00 | 900.00 |
| 10/21/16 | Robert J. Labate | Early morning call with Jorge and Eddie regarding Warner release of Prince 4Ever. Prepare and exchange email with Londell requesting an extension of time to respond to most recent draft of Bravado Agreement. Exchange of several email with Ken Abdo regarding response to Londell's latest draft of Bravado Agreement and revised comments. Telephone conversation with Tyka, Eddie, Chris and others to discuss strategy options regarding current Bravado and UMPG deals. Telephone conversation with Chris Boyett regarding today's hearing before Judge Eide and post-hearing discussion with all parties. Leave VM for Steve Siltan inviting a call to discuss Wednesday's meeting in NYC. Review letter and materials sent to Judge Eide by Roc Nation in defense of its claim to rights with respect to certain Prince sound recordings and related rights. Review Jorge's list of critical points to push back on for Bravado deal in connection with Representatives' email to Stinson and Advisors. | 5.70 | 720.00 | 4,104.00 |
| 10/21/16 | Elaina E. Andrade | Review Warner Brothers Agreements for mention of other agreements; create chart of the date, parties, and nature of the deals for each agreement. | 2.60 | 385.00 | 1,001.00 |

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|-------------|---------------------------|--|--------------|-------------|---------------|
| 10/21/16 | Elaina E. Andrade | Read and review Court Order. | 0.70 | 385.00 | 269.50 |
| 10/22/16 | Jorge L. Hernandez-Torano | Conference call with Holland & Knight Team to develop strategy and plan. | 2.20 | 750.00 | 1,650.00 |
| 10/22/16 | Robert J. Labate | Telephone conference with Eddie, Vivian, Chris and Jorge to discuss recent developments, yesterday's hearing and Court comments, review of Bravado Agreement and strategy. Exchange of several email with Ken Abdo regarding review of Bravado Agreement. | 2.20 | 720.00 | 1,584.00 |
| 10/23/16 | Robert J. Labate | Telephone conversation with Ken Abdo and Bob Donnelly to review the latest draft of the Bravado and to provide specific comments to the Special Administrator as to provisions to be revised. Review and revise Abdo's draft email to the Special Administrator and Advisors and send to Eddie and Jorge for their review and comment so that it may be sent tomorrow. Prepare and exchange email with Eddie, Jorge and others regarding Personal Representative, approvals by the estate to licenses and grants of right and proposed motion to be filed next week. | 3.70 | 720.00 | 2,664.00 |
| 10/24/16 | Jorge L. Hernandez-Torano | Telephone conference with H&K Team; follow up telephone conference with Labate; review various emails; telephone conference with JP Morgan. | 1.00 | 750.00 | 750.00 |
| 10/24/16 | Robert J. Labate | Several separate discussions and exchanges of email with Ken Abdo and Jorge Hernandez-Torano regarding Heirs' comments to latest form of Bravado Agreement. Review and suggest final revisions to Heirs' Comments to Bravado Agreement before sending to Advisors. Exchange of email with Advisor and to Stinson to arrange for time to discuss comments to Bravado Agreement with Heirs' counsel. Review, with H&K Team, current | 6.10 | 720.00 | 4,392.00 |

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| | | negotiations regarding Bravado and other pending deals. Telephone conversation with Steve Silton and Chris Boyett regarding Silton's proposed letter to Judge Eide regarding UMG deal terms and tomorrow's conversation with Advisors and Stinson regarding Bravado Agreement. Prepare and exchange email with Ken Abdo to prepare for tomorrow's agreement with Advisors and to discuss Silton's proposed letter to the Judge. Subsequent separate conversations with Abdo and with Eddie regarding Heirs' request to obtain Preliminary Vault Inventory prepared by Bremer in connection with evaluation of UMG deal terms. | | | |
| 10/24/16 | Robert Barton | Attention to issues related to entertainment deals. | 2.70 | 550.00 | 1,485.00 |
| 10/24/16 | Josefina Hernandez | Attention to communication concerning Bravado. | 0.30 | 280.00 | 84.00 |
| 10/25/16 | Jorge L. Hernandez-Torano | Conference call with Heirs Counsels and Special Advisors re Bravado Agreement. | 1.00 | 750.00 | 750.00 |
| 10/25/16 | Jorge L. Hernandez-Torano | Status conference call. | 1.30 | 750.00 | 975.00 |
| 10/25/16 | Robert J. Labate | Review of possible loan to Estate and prepare questions regarding logistics and rights under the proposed loan. Prepare for and participate in today's conference call with Stinson, Londell, Ken Abdo, Charles and others to review our proposed changes to draft Bravado Agreement. Telephone conversation with Steve Silton regarding today's call. Prepare email to group proposing higher post-recoupment royalty rates for the Estate. Review of proposed license for Stevie Nicks tour. Telephone conversation with Ken Abdo and Bob Donnelly following today's conference call to review changes, Nicks | 5.30 | 720.00 | 3,816.00 |

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| | | license and request for preliminary vault index. Prepare summary of more than a dozen major changes to be proposed by the Estate to the Bravado Agreement. | | | |
| 10/26/16 | Jorge L. Hernandez-Torano | Conference call regarding strategy. | 1.40 | 750.00 | 1,050.00 |
| 10/26/16 | Robert J. Labate | [Heirs Representative] Prepare summary of yesterday's Bravado Deal Negotiations and list of priority unresolved issues for Heirs counsel and send to Ken Abdo and Bob Donnelly, who participated in Call for their review. Lengthy telephone conversation with Steve Stilton, Eddie, Van and others to review and discuss issues to be addressed by Heirs. Prepare email to Traci Bransford regarding Londell's comments to Billboard Magazine regarding Estate Deals. Prepare email to Katie Moerke, Stinson, requesting copies of Preliminary Vault Index and Log to be provided to counsel for Heirs. Prior to sending summary to Stinson, review, with Ken Abdo, summaries prepared by Lommen and by H&K, of yesterday's conference call regarding Heirs' comments to form of Bravado Agreement. Prepare comparison chart of rights to be granted to UMG, UMPG, Bravado, GMR, Sirius and Pandora under six new deals together with rights previously granted to Warner Bros Records to determine those right remaining after deals are complete. | 6.60 | 720.00 | 4,752.00 |
| 10/26/16 | Josefina Hernandez | Attention to communication regarding the Estate. | 0.20 | 280.00 | 56.00 |
| 10/27/16 | Jorge L. Hernandez-Torano | Review various emails; revise email to Londell. | 0.40 | 750.00 | 300.00 |
| 10/27/16 | Robert J. Labate | [Heirs Representative] Prepare summary of comments made during Tuesday's discussion with Joel, Londell and others regarding | 6.30 | 720.00 | 4,536.00 |

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| | | Bravado Agreement. Exchange several versions of Summary with Ken Abdo to arrange for single Heirs Representative version of summary of comments and changes to be made to Bravado Agreement. Send, to Steve Siltan, latest version of Bravado Agreement together with summary of Tuesday's meeting with Londell, Joel and others. Review revised form of Bravado Agreement sent today by Londell and prepare email responses to Londell regarding initial difficulties with section 2.03 limitations on Estate's rights of approval. Review additional revised form of Bravado Agreement sent subsequently by Joel and respond to Joel via email. Prepare many email and participate in several separate telephone conversations with Steve Siltan, Ken Abdo and others regarding proposed form of Bravado Agreement and difficulties presented by section 2.03 to Estate's final right of Approval of Licensed Property and Licensed Products. Prepare draft email to Londell stating, with particularity, issues of Heirs with respect to section 2.03 and Estate's Right of Approval and send to several people for revision including Ken, Bob Donnelly, Vivian, Eddie and Jorge. Continue to revise and redraft email response to Londell and Joel regarding section 2.03. | | | |
| 10/27/16 | Vivian L. Thoreen | Call with D. Fitzsimons at Bessemer (.5); call with R. Labate and E. Diaz (.5); attention to overall strategy(.5); analyze and revise R. Labate correspondence to Londell re Bravado agreement (1.5); analyze emails from various (.3). | 1.50 | 750.00 | 1,125.00 |
| 10/28/16 | Edward Diaz | Review offer presented by third party for vault music; analysis and consideration of options. | 0.60 | 600.00 | 360.00 |
| 10/28/16 | Edward Diaz | Telephone conference w/ Ken Abdo re proposal presented by third party (RN); analysis and consideration re strategy. | 3.90 | 600.00 | 2,340.00 |

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| 10/28/16 | Robert J. Labate | [All as Heirs Representative] Complete and send email to Londell and Joel (Stinson) providing comments and changes to section 2.03(c) and 2.01 of the Bravado Agreement. Prepare and exchange multiple, separate email to Londel, Joel, Ken Abdo, Steve and others regarding today's email regarding changes to Bravado Agreement. Review and respond to changes proposed by Joel to Agreement. Telephone conversation with Ken Abdo regarding changes to Bravado Agreement and related issues regarding outstanding Deals. Telephone conference with Londell, Joel, and Ken regarding changes to Bravado Agreement and related Deal issues. Telephone conversation with Ken, Eddie, Jorge and Chris regarding alternatives to Deals received today and issues relating to implementing Deals with Bravado, UMPG and others during next 60 days. Prepare email to Traci Bransford regarding: Heirs exercise of Approval Rights; sharing copy of preliminary vault deal inventory and log; and no more deals by Advisors based on Judge Eide's comments last week. Review and provide comments to Ken Abdo's draft email to Traci regarding related deal negotiation issues. Exchange of many email with Adam and Ken at Lommen regarding deal issues. | 6.60 | 720.00 | 4,752.00 |
| 10/28/16 | Jorge L. Hernandez-Torano | Review and revise Bravado "approval" communication to Special Advisors. | 0.40 | 750.00 | 300.00 |
| 10/28/16 | Jorge L. Hernandez-Torano | Follow up on Bravado. | 0.40 | 750.00 | 300.00 |
| 10/28/16 | Edward Diaz | Attend to issues re status of merchandising deal, interview and selection of successor PR finalists, seeking fees. | 0.50 | 600.00 | 300.00 |
| 10/28/16 | Vivian L. Thoreen | Emails re necessary changes to the Bravado agreement (.3); emails re curtailing the | 0.30 | 750.00 | 225.00 |

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| | | Advisors' roles consistent with the court order (.2); analyze order granting SLS and Bremer's fees (.2). | | | |
| 10/31/16 | Christopher W. Boyett | Attend to team calls with co-counsel re music rights, successor PR. | 1.20 | 790.00 | 948.00 |
| 10/31/16 | Jorge L. Hernandez-Torano | Conference call with HK Team in advance of conference call with Heirs' counsel. | 0.40 | 750.00 | 300.00 |
| 10/31/16 | Jorge L. Hernandez-Torano | Conference call with Heirs' counsel. | 1.10 | 750.00 | 825.00 |
| 10/31/16 | Robert J. Labate | [Representative Services] Lengthy conference call with Heirs' counsel regarding status of six deals and major pending issues such as approval rights, limitation of Advisors' to current six deals, and timing of long-form agreements. Review Warner Bros Records April 16, 2014 termination agreement, settlement and new licenses for Existing Works, Soundtracks, Artwork and Unreleased Masters. Review and respond to email from Katie Moerke (Stinson) regarding request to review preliminary vault index and log. Prepare email to other Heirs Counsel regarding justifications for review of preliminary vault index and log and additional questions for Bremer and Stinson regarding vault masters. Telephone conversation and exchange of email with Ken Abdo regarding today's call with other Heirs' counsel concerning pending deals and related issues. | 4.80 | 720.00 | 3,456.00 |
| 11/1/16 | Jorge L. Hernandez-Torano | Conference call re Vault and Recorded Music and regarding other offers. | 1.60 | 750.00 | 1,200.00 |
| 11/1/16 | Robert J. Labate | [Heirs Counsel Representation] Participate in conference call with Heirs counsel to discuss relative merits of possible loans from Roc Nation or Autism Rocks with proposed deals with UMG, UMPG, Bravado and others for | 4.20 | 720.00 | 3,024.00 |

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| | | music rights. Several separate telephone conversations throughout the day with Ken Abdo, Eddie Diaz and Jorge Hernandez-Torano regarding UMG deal terms and my emails to Stinson requesting responses for a number of licensing issues such as: Heirs' right to approve Licensed Property and Products and under UMPG and Bravado deals; review of preliminary list of vault; and scope of Advisors authority to negotiate additional deals. Review and separate conversation with Ken Abdo regarding today's emails from Traci and Laura (of Stinson firm) regarding inspection and approval rights. | | | |
| 11/1/16 | Edward Diaz | Attention to issues re unrecorded music deal terms, status and strategy. | 2.60 | 600.00 | 1,560.00 |
| 11/1/16 | Vivian L. Thoreen | Confer with R. Barton re status of deals call (.3); confer with C. Boyett and S. Nelson the status, strategy for PR (.3); confer with R. Barton re same, Omarr's call to Tyka (.3); analyze draft email re same (.2). | 0.30 | 750.00 | 225.00 |
| 11/1/16 | Robert Barton | Call with heirs counsel re entertainment deal issues. | 2.10 | 550.00 | 1,155.00 |
| 11/2/16 | Jorge L. Hernandez-Torano | Attend to Press release regarding UMPG agreement; various emails and calls. | 1.10 | 750.00 | 825.00 |
| 11/2/16 | Christopher W. Boyett | Work on matters re: deals. | 0.60 | 790.00 | 474.00 |
| 11/2/16 | Edward Diaz | Review of surprise press release announcing UMPG deal; analysis and consideration of options available to Heirs to object seek court relief; planning conferences and consideration of strategy. | 4.80 | 600.00 | 2,880.00 |
| 11/2/16 | Robert J. Labate | Review notice from Special Administrator regarding execution of UMPG Agreement and prepare response to SA to express dismay at lack of notice and information regarding UMPG execution and press release. Many | 6.10 | 720.00 | 4,392.00 |

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| | | discussions with Heirs' Counsel regarding appropriate response to SA and lack of notice before issuing press release regarding UMPG deal. Review of possible actions to be taken by Heirs' in response to today's UMPG press release and discuss with H&K team. Many conversations and exchanges of email with co-Heirs' Representative in response to UMPG press release. Review of "final" Bravado long form agreement received today from Joel Leviton of Stinson. Prepare, with co-Heirs Representative email to Stinson regarding protocols, Unreleased master inventory lists and approval rights. Exchange of email with Heirs' Counsel regarding tomorrow's conferences with Roc Nation and Autism Rocks. | | | |
| 11/2/16 | Robert Barton | Emails with successor trustee issue; call with RN; begin preparation of protocol filing and associated declarations and evidence; emails with T. Nelson re PP payment; attention to issues re same. | 4.00 | 550.00 | 2,200.00 |
| 11/2/16 | Josefina Hernandez | Attention to email exchange concerning UPMG Press Release. | 0.40 | 280.00 | 112.00 |
| 11/3/16 | Christopher W. Boyett | Review communications and attend to conference call given deal approval. | 0.70 | 790.00 | 553.00 |
| 11/3/16 | Robert J. Labate | [Entertainment Representation] Prepare email regarding filing of Protocol Motion tomorrow and specifying elements of new protocols for review of Entertainment Agreements. Conference call with H&K team to discuss today's Protocol conference call with Stinson and preparation of Protocol Motion. Prepare and send via email, summary of protocols to discuss later today with Stinson attorneys. Several discussions and exchanges of email with Ken and Adam regarding protocol terms to be sent to Stinson in advance of today's call. Several telephone conversations throughout the day with Steve Silton | 8.10 | 720.00 | 5,832.00 |

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| | | regarding Protocols and today's conference call with Stinson regarding same and terms of UMG agreement, particularly right to issue previously unreleased masters. Prepare outline of R/JL Declaration to be prepared in support of Protocol Motion. Conference call with Stinson Lawyers, Ken and Adam to discuss protocols for Entertainment deals, UMPG Agreement and UMG agreement. Prepare summary of today's conversation with Stinson and reasons in support of Protocol motion. Prepare red-line comparing original Bravado Deal with that enhanced by Representatives' comments. Review UMG deal terms with Robbie for explanation to Steve and others. | | | |
| 11/3/16 | Jorge L. Hernandez-Torano | Strategy conference call in connection with approval of UMPG deal; draft history and relief to be requested bullet points for litigators | 1.60 | 750.00 | 1,200.00 |
| 11/3/16 | Edward Diaz | Telephone conference w/ H&K team re options for responding to issues re UMPG deal and seeking Court relief; attend to pressing issues; telephone conference w/ client re how she would like to proceed, options for addressing pending deals. | 4.90 | 600.00 | 2,940.00 |
| 11/3/16 | Vivian L. Thoreen | H&K strategy calls (1.6); call and emails with T. Nelson re same (1.7); call with J. Clevener line of credit from Roc Nation, documents needed to formalize offer from same (.2); analyze and revise draft motion for clarification (2.5). | 4.10 | 750.00 | 3,075.00 |
| 11/3/16 | Christine F. Gay | Prepare Affidavit of Jorge Hernandez-Torano. | 2.30 | 395.00 | 908.50 |
| 11/3/16 | Vivian M. Rivera | Draft proposed order adopting revised protocols re entertainment deals. | 1.20 | 400.00 | 480.00 |
| 11/3/16 | Robert Barton | Confer with T. Nelson re strategy re entertainment deals; confer with RN re same; begin preparation of motion for protocol. | 12.90 | 550.00 | 7,095.00 |

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| 11/3/16 | Josefina Hernandez | Attention to email exchange. | 0.20 | 280.00 | 56.00 |
| 11/4/16 | Christopher W. Boyett | Work on matters re estate's motion. | 0.70 | 790.00 | 553.00 |
| 11/4/16 | Robert J. Labate | [Heirs Representative] Prepare and exchange several email with Robbie Barton regarding draft version of Protocol Motion. statements by Ken regarding UMG deal terms. Prepare and exchange several email with Eddie Diaz and others in preparation for today's status call with Judge Eide. Participate in today's conference call with all counsel before Judge Eide. Review and respond to email from Ken Abdo to Steve Siltan regarding lack of UMG long-form agreement. Many separate email exchanges and telephone conversations throughout the day with Robbie, Jorge, Eddie and Stacie Nelson regarding Protocol Motion and RJL Declaration. Prepare RJL Declaration in support of Protocol Motion. Several telephone conversations with Ken Abdo and Adam Gislason regarding Procedures Motion, responding to questions from other Heirs counsel, UMG deal terms, and related Entertainment Agreement issues. Prepare email to H&K team summarizing issues discussed in my email with Ken and Adam. Review of executed UMPG long-form agreement in connection with preparation of RJL Declaration in support of Protocol Motion. Review of many email exchanges with Stinson attorneys regarding prior Protocols applicable to Entertainment deals. Review of proposed email from Adam Gislason to Stinson attorneys regarding SA's response to yesterday's call regarding Protocols. Several additional telephone conversations with Ken and Adam regarding Protocol Motion and related issues. Provide comments to Robbie and Stacie regarding revisions to my Declarations and lengthy | 9.40 | 720.00 | 6,768.00 |

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| | | telephone conversations with Stacie Nelson to revise and complete RJL declaration. Review of proposed Order to be submitted with Protocol Motion and send draft to Ken for his review. Review of Stinson response to yesterday's conference proposing Protocols and discuss with Robbie, Stacie and Eddie how best to describe response in Protocol Motion. Final review and approval of RJL Declaration. | | | |
| 11/4/16 | Jorge L. Hernandez-Torano | Review and revise pleadings and Declaration; various conference calls regarding request for relief from court and motion | 2.50 | 750.00 | 1,875.00 |
| 11/4/16 | Edward Diaz | Attention to options available to seek relief in Court related to UMPG deal and pending deals; review and comment on draft motion for clarified protocol. | 5.20 | 600.00 | 3,120.00 |
| 11/4/16 | Vivian L. Thoreen | Call with T. Nelson re strategy for motion for protocol, PR issue; call with S. Silton re strategy for motion for protocol; calls with J. Bruntjen re same; attention to court status call; calls with J. Cleven re RN proposal for credit facility; call with C. Boyett, S. Nelson, D. Sloan, and K. Bergesen re corporate structure/governance for family members; continue analyzing motion for protocol and related documents: emails and calls re same. | 3.00 | 750.00 | 2,250.00 |
| 11/4/16 | Stacie P. Nelson | Call with V. Thoreen re status and strategy and motion to establish protocols (.3); coordinate with R. Barton re motion (.4); call with team re establishing an entity to serve as co-personal representative with trust company (.6); review and revise motion to establish protocols, declaration of J. Hernandez-Torano and B. Labate in support of same (7.2); call with B. Labate re revisions to declaration (1.6); review email from Stinson re rejection of protocols (.1); call with team re email from Stinson rejecting protocols and revising motion re same (.2); and attend to finalizing | 10.00 | 725.00 | 7,250.00 |

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| | | documents and filing same. | | | |
| 11/4/16 | Robert Barton | Prepare for and attend court call; continued preparation of protocol motion documents including motion, order and affidavits and multiple team conferences re same; confer with S. Siltan and J. Bruntjen; review and respond correspondence from Stinson re Paisley Park payment. | 16.80 | 550.00 | 9,240.00 |
| 11/5/16 | Vivian L. Thoreen | Analyze final motion for protocol as filed, and analyze related emails (.6); confer with E. Diaz re strategy (.5); confer with R. Barton and S. Nelson re same (.6); email team re strategy for addendum to motion for protocol (.3); attention to overall strategy (.5). | 2.50 | 750.00 | 1,875.00 |
| 11/6/16 | Robert J. Labate | Prepare email to Vivian explaining problems and point-by-point response to Stinson's 11/4 proposed protocols for remaining entertainment deals and send to Vivian for preparation of supplemental declaration or pleading in support of Motion. Review and prepare summary of all email between Heirs Representatives and Stinson over the past month regarding protocols and provide to Vivian. | 2.30 | 720.00 | 1,656.00 |
| 11/7/16 | Jorge L. Hernandez-Torano | Review status of matter, in wake of filed motion and request from Bremer | 0.40 | 750.00 | 300.00 |
| 11/7/16 | Jorge L. Hernandez-Torano | Prepare for conference call with counsel for Bremer and heirs; conference call with counsel for Bremer and heirs to discuss protocol for review of new deals | 1.60 | 750.00 | 1,200.00 |
| 11/7/16 | Robert J. Labate | Participate in conference call with Heirs' counsel to discuss Entertainment and Personal Representative Agreement. Review and make changes to supplemental declaration in support of Motion for Protocols. Telephone conversation and email exchanges with Ken Abdo regarding proposed telephone conference with Stinson regarding protocols. | 4.80 | 720.00 | 3,456.00 |

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| | | Separate H&K call to prepare form Heirs' Counsel Call and for this afternoon's call with Stinson and Heirs' Counsel regarding protocols. Participate in telephone conversation with Heirs Counsel and Stinson regarding protocols. Review request from Stinson regarding approval of use of Prince images for new WB album "Prince4EVER" covers. Telephone conversation with Jorge, Stacie and Robbie following Stinson call to discuss priority protocol issues. Telephone conversation with Ken Abdo following Stinson call to discuss priority protocol issues. Telephone conversation with Steve Silton to respond to his questions and comments. | | | |
| 11/7/16 | Edward Diaz | Telephone conference w/ Heirs' counsel re status, issues re motion filed by Tyka counsel re clarified protocol, strategy. | 1.50 | 600.00 | 900.00 |
| 11/7/16 | Edward Diaz | Telephone conference w/ Heirs' counsel and Bremer counsel re meet and confer to discuss resolution or agreement on protocol for negotiation of deals; send e-mail to Heirs' counsel to address Frank Wheaton's antics on the call; analysis and consideration of options. | 3.80 | 600.00 | 2,280.00 |
| 11/7/16 | Stacie P. Nelson | Call with V. Thoreen re supplementing motion for protocols; prepare supplemental affidavit for B. Labate re same; call with HK team re pre-call with all heirs' counsel; call with all heirs' counsel; call with B. Labate re supplemental affidavit, filing of same after meet and confer and strategy for meet and confer; call with V. Thoreen re participating in meet and confer; further call with E. Diaz, J. Hernandez-Torano and B. Labate re protocols; review summaries from B. Labate re same; review order for protocols in preparation for meet and confer with Stinson re protocols; meet and confer with Stinson re protocols; further calls with HK team re stipulated protocol and strategy. | 5.40 | 725.00 | 3,915.00 |

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| 11/7/16 | Robert Barton | Attention to protocol filing; calls with counsel; multiple emails with counsel; all counsel call re successor trustee and protocol issue; call with Stinson re protocols. | 5.10 | 550.00 | 2,805.00 |
| 11/8/16 | Jorge L. Hernandez-Torano | Attend to agreed upon protocol for music deals, telephone conference with co-counsels re same | 1.20 | 750.00 | 900.00 |
| 11/8/16 | Edward Diaz | Attention to issues re revised protocols, status of successor PR meetings and due diligence; review e-mails and proposed revisions to protocol; analysis of whether to continue to seek protocol set forth in our motion; conference w/ Lommen Abdo firm. | 3.40 | 600.00 | 2,040.00 |
| 11/8/16 | Robert J. Labate | Prepare revisions to draft Protocol Order to be reviewed by Heirs' Counsel and sent to Stinson following approval. Many conversations and exchanges of email with Co-Heirs Representative counsel regarding protocols to be submitted to Stinson by Heirs. | 3.20 | 720.00 | 2,304.00 |
| 11/8/16 | Stacie P. Nelson | Review revised protocols and provide comments to B. Labate; call with B. Labate re same and revisions accepted by K. Adbo; call with R. Barton regarding line of credit; call with B. Labate re assets available to use as collateral for line of credit; review comments and changes to summary terms from C. Boyett; summarize status of estate tax issues and collateral issues for team. | 2.50 | 725.00 | 1,812.50 |
| 11/9/16 | Jorge L. Hernandez-Torano | Prepare for conference call with Special Advisors; telephone call with Special Advisors to review status of music deals | 1.00 | 750.00 | 750.00 |
| 11/9/16 | Jorge L. Hernandez-Torano | Commence review of Global Music Rights Agreement | 1.00 | 750.00 | 750.00 |
| 11/9/16 | Edward Diaz | Review Order re submissions on Motion for Clarified Protocol (and staying any further deals); planning conference re impact and strategy in light of Order. | 1.30 | 600.00 | 780.00 |

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|-------------|---------------------|---|--------------|-------------|---------------|
| 11/9/16 | Robert J. Labate | Telephone conversation with Charles, Londell, Ken Abdo and others regarding status of remaining deals to be negotiated. Several telephone conversations and exchanges of email with Ken Abdo regarding terms of most recently revised Protocol to be sent today to Stinson by all Heirs' counsel. Telephone conversation and exchange of email with Steve Silton to obtain his changes to revised Protocol. Begin review of new Global Music Rights long form agreement received today from Advisors. Many conversations with Heirs Counsel regarding replacement of Lommen Abdo firm. Telephone conversation with Frank Wheaton regarding his stepping into Ken's role as co-Heirs' Representative. Review and analysis of cases that differentiate tax effect of a loan and an advance in connection with negotiation of deals that provide loans to Prince Estate instead of Advances. | 4.70 | 720.00 | 3,384.00 |
| 11/9/16 | Stacie P. Nelson | Review chart from B. Labate re value of each of six approved deals; call with B. Labate re status of continued negotiations, protocols and income taxes on proposed deals; review information regarding income taxes and correspond with R. Barton and V. Thoreen re same; confer with R. Barton re order ceasing negotiations and termination of Lomen Abdo; further call with B. Labate re leverage of judge's order and replacement of Lomen Abdo; review biographies of new counsel for paternal heirs. | 1.60 | 725.00 | 1,160.00 |
| 11/9/16 | Lisa M. Brown Kpor | Attend conference with B. Labate re: six pending deals and motion; begin reviewing and analyzing draft agreements, correspondence and probate filings. | 1.20 | 380.00 | 456.00 |
| 11/9/16 | Josefina Hernandez | Attention to email exchange concerning counter-proposed protocol. | 0.30 | 280.00 | 84.00 |
| 11/10/16 | Jorge L. | Review files for loan agreements in | 1.10 | 750.00 | 825.00 |

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| <u>Date</u> | <u>Professional</u> | <u>Description</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|---------------------------|--|--------------|-------------|---------------|
| | Hernandez-Torano | connection with UMPG deal and Global Music deal; review term sheet for proposed loan facility from RN | | | |
| 11/10/16 | Robert J. Labate | [Heirs Representative Counsel] Review changes to proposed Protocol Stipulation offered by Steve Siltan and confirm final draft with Heirs counsel. Prepare email to Traci and Laura of Stinson to provide the Special Administrator with Proposed Protocol Stipulation to be filed with the Court. Telephone conversation with Charles Koppelman regarding Cirque du Soleil discussions, proposed protocols and new recording deal counsel for Special Administrator. Telephone conversation with Tom Kane and, separately, with Frank Wheaton regarding conference call requested by Stinson to discuss Protocols and extension of time requested by Stinson to respond to Motion for Protocol. Prepare and exchange several separate email with Stinson approving their request for an extension of time to respond, providing Heirs with UMPG loan and security docs, and extension of time to review GMR agreement. Review, with Lisa Kpor and Stacy Nelson, my supplemental declaration to be submitted in support of Protocol Motion. Begin review of loan and security agreement executed by Stinson in connection with UMPG agreement. | 4.60 | 720.00 | 3,312.00 |
| 11/10/16 | Lisa M. Brown Kpor | Continue reviewing draft agreements, correspondence and probate filings; correspond with Heirs Counsel re: Proposed Protocol and long-form agreements. | 0.80 | 380.00 | 304.00 |
| 11/10/16 | Josefina Hernandez | Attention to email exchange. | 0.30 | 280.00 | 84.00 |
| 11/11/16 | Jorge L. Hernandez-Torano | Attend to proposed protocols | 0.60 | 750.00 | 450.00 |

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|-------------|---------------------------|--|--------------|-------------|---------------|
| 11/11/16 | Jorge L. Hernandez-Torano | Attend to Bremer's reply to the joint revised protocol; revise email to heirs' counselsl | 0.50 | 750.00 | 375.00 |
| 11/11/16 | Robert J. Labate | [Heirs Representative] Telephone conversation with Steve Silton regarding Protocol proposal and related issues. Telephone conversations with Frank Wheaton regarding request from Stinson for a conference call today. Prepare email to Liz requesting written response to protocols and to correct section 4 of proposed protocols. Telephone conversation with Adam Rohne, Lommen replacement counsel, regarding background of case and related issues. Review Stinson's response to Heirs counsel regarding protocols and discuss response with H&K team. Prepare email to Heirs Counsel regarding rejection of Stinson's response for protocols. | 4.70 | 720.00 | 3,384.00 |
| 11/11/16 | Edward Diaz | Attention to and analysis of revisions to proposed protocol, options for meet and confer with Stinson lawyers, options to pursue if not agreement can be reached. | 1.90 | 600.00 | 1,140.00 |
| 11/11/16 | Stacie P. Nelson | Review multiple emails regarding protocols and draft to send to all heirs' counsel regarding joining motion and for written response of Stinson to same; call with R. Labate re same; multiple emails with R. Barton re status and strategy. | 0.70 | 725.00 | 507.50 |
| 11/11/16 | Lisa M. Brown Kpor | Continue reviewing and analyzing draft long-form agreements, letters and probate court pleadings; review and analyze Heirs' Motion for Protocol and the related affidavits and memorandum; draft Master Task List of outstanding items; check status of response to press release; draft and submit detailed comparative analysis of the Heirs' Proposed Protocol and the Special Administrator's Proposed Protocol. | 5.20 | 380.00 | 1,976.00 |

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|-------------|---------------------------|---|--------------|-------------|---------------|
| 11/11/16 | Josefina Hernandez | Attention to email exchange. | 0.20 | 280.00 | 56.00 |
| 11/14/16 | Jorge L. Hernandez-Torano | Conference call with heirs' counsels'; review RN petition; prepare for telephone conference with Special Administrator and Special Advisors. | 1.50 | 750.00 | 1,125.00 |
| 11/14/16 | Jorge L. Hernandez-Torano | Telephone conference with Special Administrator and Special Advisors. | 1.10 | 750.00 | 825.00 |
| 11/14/16 | Edward Diaz | Conference call w/ Heirs' counsel re Stinson's proposed protocol and their comments/objections to Heirs' protocol. | 1.00 | 600.00 | 600.00 |
| 11/14/16 | Edward Diaz | Conference call with Heirs' counsel and Stinson lawyers re meet and confer on reaching resolution for proposed protocol; analysis of options. | 1.80 | 600.00 | 1,080.00 |
| 11/14/16 | Robert J. Labate | Prepare and exchange many email with Heirs' Counsel to arrange for conference call this morning to discuss Revised Protocols. Prepare, with Lisa Kpor, side-by-side comparison of Heirs' Counsel Proposal and Stinson's response last Friday. Participate in conference call with Heirs' Counsel to discuss Protocols and possible discussion with Stinson later today regarding same. Telephone conversation with Liz Kramer regarding protocols approved by Heirs' Counsel. Prepare and exchange email with Heirs' Counsel to arrange for conference call with Counsel and Stinson. Lead discussions between Heirs Counsel, Stinson and Advisors regarding protocols and discuss each provision drafted by Heirs' Counsel. Following conference prepare, with Lisa Kpor, summary of offers made by Stinson to revise protocols and send to H&K team. Begin to prepare revised Protocols to send to Heirs' Counsel tomorrow. Review Roc Nation Petition for Allowance of Claim and other | 5.20 | 720.00 | 3,744.00 |

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| <u>Date</u> | <u>Professional</u> | <u>Description</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|---------------------------|--|--------------|-------------|---------------|
| | | relief filed today in Probate Court to determine whether RN's claim may effect UMG or other deals. | | | |
| 11/14/16 | Stacie P. Nelson | Participate in call with all heirs' regarding protocols and next steps; review comparison of Heirs' protocol with response by Stinson; call with R. Labate re same and politics among counsel; review further research regarding entity serving as co-executor and correspond with R. Barton re logistics of same; call with all counsel re protocols; further call with B. Labate and L. Kpor re revising protocols; review and revise chart comparing protocols; review and suggest changes to independent contractor agreement and confidentiality agreement. | 4.30 | 725.00 | 3,117.50 |
| 11/14/16 | Lisa M. Brown Kpor | Submit Master Task List to B. Labate; prepare for and attend conference call with Heir's Counsel re: conflicting proposed protocols; prepare side-by-side comparative chart of proposed protocols; review and analyze Petition of Roc Nation for Allowance of Claim; attend conference with counsel for Stinson re: protocol; revise comparative chart to outline whether parties have reached an agreement on each provision of the proposed protocol. | 6.40 | 380.00 | 2,432.00 |
| 11/15/16 | Jorge L. Hernandez-Torano | Review streaming agreement; draft comment memorandum. | 2.00 | 750.00 | 1,500.00 |
| 11/15/16 | Jorge L. Hernandez-Torano | Attend to conflict clearance issue. | 1.00 | 750.00 | 750.00 |
| 11/15/16 | Jorge L. Hernandez-Torano | Finalize review of GMR Agreement; draft comments. | 1.00 | 750.00 | 750.00 |
| 11/15/16 | Christopher W. Boyett | Review communications re: deals and RN's claim. | 0.40 | 790.00 | 316.00 |

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|-------------|---------------------|---|--------------|-------------|---------------|
| 11/15/16 | Robert J. Labate | Prepare revised Protocols based on yesterday's conversation with Stinson and Heirs Counsel. Discuss revised Protocols with H&K team prior to sending to Heirs' counsel for approval. Send Revised Protocols to Heirs' counsel and follow up email and discussions with each to obtain their consent to send to Stinson. Send Revised Protocols to Stinson for their review. Prepare Supplemental Declaraion for filing today in support of Motion for Protocol. Review of Special Administrator's infringement action against Roc Nation and prior submissions to Probate court by SA and by RN regarding claim. Separate discussions regarding SA infringement action with Frank Wheaton and with Steve Silton and discussion with Stinson re same. Review of Stinson's Response to Motion for Protocols filed today and discuss Stinson's response with Steve Silton. | 5.20 | 720.00 | 3,744.00 |
| 11/15/16 | Stacie P. Nelson | Analyze revisions to protocol and comparison chart; multiple email correspondence with team re protocols and strategy; multiple calls with B. Labate re finalizing same to share with other's heirs' counsel; multiple calls with B. Labate; review response from special administrator regarding protocols; prepare supplemental affidavit of B. Labate re protocol motion and attend to exhibits for same; multiple revisions of same; multiple emails and calls re same; review copyright infringement suit filed by special administrator against Roc Nation; review team communications re same and underlying documents supporting Roc Nation's claim; call with R. Barton re strategy for response to special administrator having filed same. | 5.20 | 725.00 | 3,770.00 |
| 11/15/16 | Robert Barton | Review and revise new protocols for entertainment deals; review and revise independent contractor agreement; attention to filing for protocol issue; review copyright | 5.80 | 550.00 | 3,190.00 |

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|---------------------------------------|-----------------------|---|--------------|-------------|---------------|
| | | lawsuit re RN. | | | |
| 11/15/16 | Lisa M. Brown Kpor | Revise and further prepare revised protocol based on recent discussions among the parties; submit revised protocol to B. Labate; begin reviewing and analyzing Complaint against Roc Nation and the Special Administrator's Response to the Motion for Protocol; correspond with co-counsel re: same. | 1.90 | 380.00 | 722.00 |
| TOTAL FEES FOR PROFESSIONAL SERVICES: | | | | \$ | 385,101.50 |

Professional Summary

| <u>Professional</u> | <u>Title</u> | <u>Hours</u> |
|---------------------|--------------|--------------|
| CWB | Partner | 6.30 |
| E D | Partner | 61.20 |
| JLH | Partner | 70.90 |
| RJL | Partner | 214.80 |
| VLT | Partner | 56.00 |
| WBS | Partner | 4.80 |
| NDS | Partner | 0.90 |
| SPN | Partner | 30.00 |
| CFG | Sr Counsel | 2.30 |
| DLJ | Associate | 4.40 |
| EEA | Associate | 12.30 |
| KJC | Associate | 3.70 |
| LMB | Associate | 15.50 |
| MAB | Associate | 3.30 |
| R B | Associate | 105.20 |
| VMR | Associate | 1.20 |

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Professional

Title

Hours

J H

Paralegal

6.50

FEES FOR PROFESSIONAL SERVICES:

\$ 385,101.50

TOTAL DUE THIS INVOICE:

(US Dollars)

\$ 385,101.50