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**VIA ELECTRONIC FILING**

The Honorable Kevin W. Eide  
Carver County Justice Center  
604 East 4<sup>th</sup> Street  
Chaska, MN 55318

**Re: In re The Estate of Prince Rogers Nelson  
Court File No. 10-PR-16-46**

Dear Judge Eide:

This firm, together with Berens & Miller P.A., represents CAK Entertainment, Inc. (“CAK”) and Charles Koppelman in the above referenced matter. I am writing in response to and in compliance with Your Honor’s directive, made at the conclusion of the March 26 teleconference hearing, that the parties address certain procedural issues in respect of the Motion of the Second Special Administrator (the “SSA’s Motion”) seeking the return of the commissions that CAK and NorthStar Enterprises Worldwide, Inc. (“NorthStar”) (collectively, the “Advisors”) received in connection with the subsequently rescinded UMG transaction and the terminated agreement with Jobu Presents concerning the production of a contemplated Prince Tribute Concert, which is the subject of a separate pending litigation before Judge Cain (the “Jobu Action”).<sup>1</sup> As the Court is fully familiar with the background and procedural history of these matters, I will avoid burdening the Court with a recitation of the same, and will proceed to address each of the questions that the Court posed.

1. Should the Court hold a preliminary hearing on injunctive relief prior to the hearing on the merits?

Having consulted with the SSA, Mr. Gleekel, and with Mr. Silver, counsel to NorthStar and its principal Londell McMillan, I can confirm that all parties are in accord in their view that, subject of course to the Court’s determination on the issue, a preliminary hearing to address whether the Court should enter an injunction requiring the Advisors to return the commissions and place them in escrow pending a final determination on the SSA’s Motion is not the most efficient manner in which to proceed. Rather, my clients believe—and I understand that the other parties are again in agreement—that, following appropriate discovery (and cognizant of the

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<sup>1</sup> Neither CAK nor Mr. Koppelman received any commission in respect of the Tribute Concert.

scheduling challenges presented by the current health crisis in this country), the matter should be set for a hearing on the merits this fall. Most basically stated, it is my clients' position that bifurcating this matter into two separate hearings would be inexpedient and would result in a substantial duplication of effort as many of the facts and issues and much, if not all, of the discovery relevant to a determination of the propriety *vel non* of entering injunctive relief are also necessary to the ultimate resolution of the SSA's Motion, and as holding dual hearings—with the attendant likelihood that an appeal may well follow the Court's disposition of the injunction issue—will unnecessarily delay and protract these proceedings. Moreover, at least in respect of the issues surrounding the Tribute Concert, addressing the Jobu matter at a preliminary hearing might well lead to inconsistent judicial rulings, as a number of potentially dispositive motions have been filed in the Jobu Action and as a trial of all issues that remain following the disposition of those motions is scheduled for early August. In light of the foregoing, and recognizing the inevitable logistical difficulties that will arise if a preliminary hearing is scheduled while the current crisis is ongoing, CAK and Mr. Koppelman respectfully urge the Court to dispense with a preliminary hearing and set this matter down for a hearing on the merits this fall, following the trial of the Jobu Action.

2. Issues to be addressed and necessary discovery and witnesses for a preliminary hearing.

If the Court nonetheless determines to proceed with a preliminary hearing, the central issues that will be addressed at such a hearing will be those related to the factors articulated in Dahlberg Bros., Inc. v. Ford Motor Co., 137 N.W.3d 314 (Minn. 1965), including assessing the relative harm to the parties if injunctive relief is or is not entered, *i.e.*, whether the Estate will suffer irreparable harm if the injunction is denied; and the likelihood that the SSA will prevail on the merits of the SSA's Motion. As to the first of those two elements, I respectfully refer the Court to my clients' December 20, 2019 memorandum on the Dahlberg factors (the "Dahlberg Mem."), in which they conclusively demonstrated that, under governing Minnesota law, the SSA will be unable to satisfy the irreparable harm element in the context of a Motion that, by definition, seeks only monetary relief. (See Dahlberg Mem. at Section II.) As to the likelihood of success component of the analysis, the resolution of that fact-bound, merits-based issue will require the presentation of substantial testimony and documentary evidence—which I anticipate will require at least 3 (if not more) full hearing days at which I expect that testimony from, *inter alia*, UMG, Warner Brothers Records ("WBR"), Comerica and the Advisors will be presented—much of which will also be proffered at a trial on the merits, further militating in favor of forgoing a preliminary hearing and resolving the injunction issue by consolidating the same with the hearing on the merits.

Appropriate documentary discovery and a number of depositions will be required prior to a preliminary hearing, all of which will also be needed in preparing for a hearing on the merits. The document discovery and depositions that my clients requested in anticipation of the hearing currently scheduled for April 28<sup>th</sup> and 30<sup>th</sup> were sought on the basis of my misapprehension that the scheduled hearing was the final, rather than a preliminary one. Assuming that the Court proceeds with a preliminary hearing—and recognizing the issues that Your Honor suggested in last week's teleconference may be relevant to an ultimate determination of the issues raised by the SSA's Motion (and, hence, are also relevant to the likelihood of success component of the Dahlberg analysis)—at a minimum, my clients will

require documents and depositions from UMG, WBR and Comerica before the hearing. All of this discovery will, of course, also be needed in anticipation of the ultimate hearing on the merits of the SSA's Motion.

3. The Proposed Approach.

For the reasons discussed before Your Honor at last week's telephonic conference and the reasons addressed above, CAK and Mr. Koppelman respectfully request that (subject to travel and other restrictions that may still be in place) the Court consolidate the hearing on injunctive relief with the final hearing on the merits, and schedule the same for a date in the fall, following the trial of the Jobu Action. As a concomitant to the foregoing, my clients propose that the Court direct the parties to confer and then present to the Court a proposed Scheduling Order addressing the timing of discovery and dates for the filing of discovery related motions and pre-hearing submissions; that the parties request such further document discovery and depositions that they believe are appropriate, in a manner consistent with the Scheduling Order; and that the parties present to the Court any applications to limit or object to requested discovery as also provided in the Scheduling Order, so that the Court can resolve the same and allow permitted discovery to be concluded in an orderly fashion in advance of the scheduled hearing date.

We of course remain fully available to address any questions that the Court may have regarding the foregoing, and thank Your Honor for your considered attention to these matters.

Respectfully submitted,

*John J. Rosenberg*

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