



May 31, 2017

VIA EFILE AND ESERVE

The Honorable Kevin Eide
Judge of the District Court
Carver County Justice Center
604 East 4th Street
Chaska, MN 55318

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

Dear Judge Eide:

Enclosed is the letter Comerica Bank & Trust, N.A. received from Warner Bros. Records, Inc., which we previously provided to the Court, counsel for the heirs, and counsel for L. Londell McMillan.

Respectfully submitted,

/s/ Joseph J. Cassioppi

Joseph J. Cassioppi
Direct Dial: 612.492.7414
Email: jcassioppi@fredlaw.com

Enclosure

Attorneys & Advisors
main 612.492.7000
fax 612.492.7077
www.fredlaw.com

Fredrikson & Byron, P.A.
200 South Sixth Street, Suite 4000
Minneapolis, Minnesota
55402-1425

quinn emanuel trial lawyers | los angeles

865 South Figueroa Street, 10th Floor, Los Angeles, California 90017-2543 | TEL (213) 443-3000 FAX (213) 443-3100

WRITER'S DIRECT DIAL NO.
(213) 443-3170WRITER'S EMAIL ADDRESS
christayback@quinnemanuel.com

May 25, 2017

VIA E-MAILJoseph J. Cassioppi
Fredrikson & Byron, P.A.
200 South Sixth Street, Suite 4000
Minneapolis, MN 55402-1425Re: In re the Estate of Prince Rogers Nelson, Court File No. 10-PR-16-46A

Dear Mr. Cassioppi:

I write on behalf of Warner Bros. Records (WBR). As you know, we are not parties to the above-captioned probate matter. However, we have been advised recently that there is a request for access to an April 16, 2014 agreement (“the April 2014 Agreement”) among Prince Rogers Nelson (Prince), various Prince-related entities and WBR. In particular, we understand a request has been made by Bremer Trust that Universal Music Group (UMG) receives a copy of the April 2014 Agreement.

The April 2014 Agreement contains a confidentiality provision, and also provides that issues related to its interpretation shall be decided by New York courts under New York law. We have previously invoked the confidentiality provision of the April 2014 Agreement, and continue to stand by it. That said, in an effort to avoid potentially unnecessary litigation, we have spoken to UMG’s counsel with respect to Bremer Trust’s request. We have been advised by UMG’s counsel that UMG’s intent in negotiating its agreement with the Estate was to obtain completely cloud-free rights, without the concern of litigation. WBR, of course, has strongly held views on the scope and clarity of its agreements with Prince, including the April 2014 Agreement. We understand that Comerica, acting as Personal Representative, having reviewed the April 2014 Agreement and the agreement with UMG, has recognized the substantial risk of litigation involved in proceeding with UMG, and cannot assure UMG that it can obtain the cloud-free rights it sought. Viewing the April 2014 Agreement now would not assist UMG or alter its desire for rescission in light of WBR's position. Accordingly, based on our conversation with UMG’s counsel, we do not intend to waive the confidentiality provision of the April 2014 Agreement to provide it to a party that has neither requested it nor will consider it with respect to

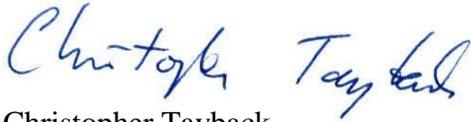
quinn emanuel urquhart & sullivan, llpLOS ANGELES | NEW YORK | SAN FRANCISCO | SILICON VALLEY | CHICAGO | WASHINGTON, DC | HOUSTON | SEATTLE
LONDON | TOKYO | MANNHEIM | MOSCOW | HAMBURG | PARIS | MUNICH | SYDNEY | HONG KONG | BRUSSELS | ZURICH

the issue of rescission.

On one final point, we have also been made aware of a request for access to the April 2014 Agreement by Mr. McMillan. We understand further that Comerica has responded to that request. However, we note that Mr. McMillan previously had access to the April 2014 Agreement when he was acting on behalf of the Estate. There is no reason to provide him with a copy of WBR's confidential agreement now, well after he has ceased acting for the Estate, and WBR would oppose such disclosure under the terms of the April 2014 Agreement.

Please let me know if you have any questions or wish to discuss.

Very truly yours,

A handwritten signature in blue ink that reads "Christopher Tayback". The signature is written in a cursive style.

Christopher Tayback

CT:kv

01163-00002/9317685.2