

STATE OF MINNESOTA
COUNTY OF CARVER

DISTRICT COURT
FIRST JUDICIAL DISTRICT
PROBATE DIVISION

In Re:

Estate of Prince Rogers Nelson,
Decedent,

Case Type: Special Administration
Court File No: 10-PR-16-46
Judge: Kevin W. Eide

**L. LONDELL MCMILLAN'S
MEMORANDUM OF LAW IN SUPPORT
OF MOTION TO FILE RESPONSE TO
COMERICA'S MOTION TO APPROVE
RESCISSION
OF EXCLUSIVE DISTRIBUTION
AND LICENSE AGREEMENT AND
ACCOMPANYING DOCUMENTS
UNDER SEAL**

L. Londell McMillan ("McMillan"), by and through his counsel, respectfully submits this memorandum of law in support of his Motion to File Under Seal his Response to Comerica's Motion to Approve Rescission of Exclusive Distribution and License Agreement, the Declaration of L. Londell McMillan with exhibits A and C - F, and the Declaration of Virgil Roberts.

The redacted content in the above-referenced memorandum, declarations, and certain exhibits contains highly confidential details from agreements with Warner Bros. Records, Inc. ("WBR") and UMG Recordings, Inc. ("UMG"), as well as correspondence and negotiations with WBR, UMG, and the Estate regarding those agreements. In accordance with the Court's January 19, 2017 Order and Minnesota law, McMillan has made only those redactions to the memorandum, declarations, and certain exhibits that are necessary to protect the confidential details of the agreements and related negotiations, and to protect the interests of the estate. The purpose of these redactions is supported by this Court's September 14, 2016 Order, commenting that it is important to "maintain[]" the confidentiality of business negotiations which, if made public, may impede administration of the estate, compromise the Special Administrator's ability

to negotiate contract terms, or devalue estate assets.” (September 14, 2016 Order on Media Coalition Motion to Intervene, p. 3.) Keeping the redacted content sealed is also supported by the confidentiality provisions of the agreements themselves.

If disclosed publicly, this information could impact the Estate, the Non-Excluded Heirs’ interests in the Estate, and the efficient administration of the Estate. The interests in keeping this information confidential and private outweigh any interest of disclosure. *See Minneapolis Star & Tribune Co. v. Schumacher*, 392 N.W.2d 197, 202-203, 205. Further, as this Court has previously noted, there is a particular concern in this case that private information not filed under seal is susceptible to improper use by other parties. (September 14, 2016 Order, p. 2.)

For these reasons, McMillan respectfully requests that the Court issue an order that the redacted content in the Response to Comerica’s Motion to Approve Rescission of Exclusive Distribution and License Agreement, the Declaration of L. Londell McMillan with exhibits A and C - F, and the Declaration of Virgil Roberts will remain under seal. McMillan has provided the Court, the Personal Representative, and Counsel for The Non-Excluded Heirs with full, unredacted versions of the documents.

BASSFORD REMELE
A Professional Association

Dated: June 6, 2017

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