

STATE OF MINNESOTA
PROBATE DIVISION
COUNTY OF CARVER

DISTRICT COURT
FIRST JUDICIAL DISTRICT

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

In Re: Estate of

Prince Rogers Nelson

Decedent.

**MEMORANDUM IN SUPPORT OF
MOTION TO ALLOW PRIMARY WAVE
MUSIC IP FUND 1, LP'S EXHIBITS A
AND B TO MOTION TO RECOGNIZE
PRIMARY WAVE MUSIC IP FUND 1,
LP AS AN INTERESTED PERSON
UNDER MINNESOTA STATUTE §
524.1-201(33) TO BE FILED UNDER
SEAL**

Primary Wave Music IP Fund 1, LP ("Primary Wave"), submits this
Memorandum in Support of its Motion to File under Seal the following documents:

Exhibits A and B to the Declaration of Eric J. Magnuson

This Court has regularly allowed the parties to file material under seal. It has recognized that a court must balance the competing interests for, and against, access to proprietary information before restricting access. *Minneapolis Star & Tribune Co. v. Schumacher*, 392 N.W.2d 197, 203 (Minn. 1986). In general, "in order to overcome the presumption in favor of access, a party must show strong countervailing reasons why access should be restricted. *Id.* at 205-06. Here, the Exhibits in question contain confidential information relating to Primary Wave's transaction with an heir, Tyka Nelson ("Ms. Nelson"), whereby Ms. Nelson agreed to transfer a portion of her one-sixth (1/6th) interest in the estate of Prince Rogers Nelson ("the Estate") to Primary

Wave through an Expectancy Interest Transfer Agreement. Sealed Exhibit A is an Assignment and Bill of Sale executed by Ms. Nelson and Primary Wave pursuant to the Expectancy Interest Transfer Agreement, and sealed Exhibit B is a Representation Rights Assignment Confirmation between Ms. Nelson and Primary Wave. Both documents contain non-public, proprietary information relating to the terms of Primary Wave's business arrangements. Ms. Nelson and Primary Wave have agreed that both documents are confidential and may only be disclosed to the Court and the personal representative of the Estate with appropriate confidentiality covenants in place.

Accordingly, Primary Wave respectfully requests that the Court permit it to file these documents under seal, and that the Court and parties treat these items as confidential in the same manner as other sealed filings made with the Court.

Respectfully submitted,

Dated: November 21, 2019

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/s/Eric J. Magnuson

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