

# EXHIBIT 4

STATE OF MINNESOTA

DISTRICT COURT

COUNTY OF CARVER

FIRST JUDICIAL DISTRICT  
PROBATE DIVISION

In re:

Estate of Prince Rogers Nelson,  
DecedentCourt File No. 10-PR-16-46  
Honorable Kevin W. Eide**AFFIDAVIT OF KENNEDY BARNES IN  
SUPPORT OF MOTION FOR  
ATTORNEYS' FEES AND COSTS**

STATE OF TEXAS        }

COUNTY OF DALLAS    }

Kennedy Barnes, being first duly sworn, states and deposes as follows:

1. I am one of the managing partners of White Wiggins & Barnes, LLP. ("WWB"), a Dallas-based law firm. I submit this affidavit in response to the May 4, 2019 Order: Procedure for Fee Application as directed by Special Master Richard B. Solum.
2. On or about October 2, 2018, WWB was engaged as primary counsel on behalf of Alfred Jackson, one of the determined heirs to the above-referenced estate. The scope of the engagement included consultation, advice, counsel and appearing on Mr. Jackson's behalf in all matters related to the Prince Estate and Mr. Jackson's interests therein.
3. During the course of WWB's representation of Mr. Jackson, the firm was required to review and submit filings in connection with certain requests by Bremer Trust, the Second Special Administrator and Comerica Bank & Trust, N.A., the Personal Representative herein (collectively the Administrators). The Administrators sought, among other things, to be discharged from all liability related to services provided to the Estate. In particular,

Bremer sought a full and complete discharge and release from any and all liability associated with the administration of the Estate. Similarly, in connection with its request for approval of an accounting, which was heard by the Court on November 29, 2018, Comerica sought to be released from any liability to the Estate related to any of the items listed in the accounting. WWB filed objections to the Administrators' requests, including briefing and appeals to the Minnesota appellate court. WWB was successful in defeating the Administrators' attempts to fully and permanently discharge any potential claims that might be brought by the Heirs which, of course, increased the assets available to the Estate, its Creditors and Heirs.

4. The fees incurred and the time reflected below contributed to the benefit of the Estate as evidenced by the Court's rulings that Bremer was not released from potential liability as to the Heirs and that Comerica is not released from liability as a result of submission of annual accountings. Each of the following time entries are related to the engagement and/or work of the Second Special Administrator, and the Personal Representative—specifically their attempts to be released from all liability associated with the administration of the Estate as described in paragraph 3:

**Fees and Expenses Related to the Work of the Second Special Administrator and the Personal Representative:**

Date	Atty	Description of Work Performed	Hours
11/1/2018	NA	Review public documents and applicable authorities presently at issue in probate, including documents relating to Bremer's discharge of liability	8.30
11/3/2018	KB	Review authority and case law regarding the obligations of personal representative as	4.50

		it pertains to discharge of liabilities as to heirs; pursue strategy regarding same.	
11/4/2018	NA	Review applicable authorities and confer with Messrs. Barnes and White regarding the scope and appropriateness of the discharge of Bremer Trust.	5.60
	KB	Confer with Messrs. Anozie and White regarding the scope and appropriateness of the discharge of Bremer Trust.	.80
	WW	Confer with Messrs. Anozie and Barnes regarding the scope and appropriateness of the discharge of Bremer Trust.	.80
	KB	Continue case research and analysis regarding duties and release of liability for PR; confer with prior counsel re the issue.	2.00
	WW	Confer with Messrs. Barnes and Anozie re: scope & appropriateness of the discharge of Bremer Trust.	1.50
11/5/2018	NA	Confer with local counsel re: filing of documents and obtaining access to unredacted case pleadings.	.30
	KB	Discussion with N. Anozie regarding strategy and objections and/or motion for clarification re: Court's previous order related to discharge of special representative; continue review of client files in pursuit of strategy.	5.00
11/6/2018	NA	Confer with Messrs. Barnes and White re: appeal.	.40
	NA	Review applicable authorities re: availability of appeal of discharge and fees and procedure.	2.70
	NA	Draft notice of appeal.	.50
	NA	Review letter filed by Maslon and attached proposed order re: scope of discharge.	.80

	KB	Communication with J. Cassioppi regarding payments to Bremer in light of objections to discharge; confer with team regarding strategy; review client and court files regarding same.	5.70
	WW	Confer with Messrs. Barnes and Anozie re: appeal.	1.00
11/7/2018	KB	Review and revise motion for clarification; continue review of file for status and strategy; review of clients files from prior counsel and M. Lythcott; confer with W. White regarding same.	7.60
11/8/2018	NA	Draft Motion for Clarification.	5.40
	WW	Review of Alfred Jackson's objection to and motion for clarification of court's October 17, 2018 order; review file history regarding same.	3.00
11/10/2018	KB	Final revisions to objections; continue review of client files; confer with local counsel re: appeal of prior order from the Court regarding discharge of personal representatives.	2.00
11/13/2018	KB	Review Comerica's amended petition to approve interim accounting, and other pleading related to issue of discharge, including O. Baker and client's objection. Confer with N. Anozie regarding next steps; review case law on discharge issue; review file with full access.	7.20
11/15/2018	NA	Begin drafting Appellate documents.	2.10
11/16/2018	NA	Draft Appellate Pro Hac Vice motions, affidavit and statement of case.	3.70
	NA	Confer with local counsel re: appellate filings.	.30

11/19/2018	NA	Confer with local counsel re: November 29, 2018 hearing.	.40
	KB	Review issues related to Comerica's request for approval of final accounting, which includes a discharge as to heirs of matters covered or contained therein; confer with W. White and N. Anozie regarding case authority and strategy to oppose such discharge.	4.60
11/21/2018	NA	Draft Objection to Comerica's amended petition to approve accounting.	.80
11/22/2018	KB	Prepare for hearing on motion to approve accounting with discharge; continue review of client files.	5.30
11/26/2018	WW	Review of Alfred Jackson's brief in support of his objection to Comerica Bank & Trust, N.A.'s Amended Petition to Approve Interim Accounting.	2.20
11/24/2018	KB	Continue preparation for hearing; review legal authority and details of activities sought to be approved by the court.	3.50
	WW	Confer with K. Barnes and hearing preparations; confer with K. Barnes re hearing preparations and issues anticipated.	2.00
11/28/2018	KB	Travel to Minnesota for hearing; final preparation for hearing.	6.50
11/29/2018	KB	Appearance and argument at hearing on motion to approve accounting; confer with Comerica counsel; confer with O. Baker regarding issues of concerned regarding administration of the estate.	8.50
	WW	Attend hearing – Comerica Interim Accounting.	2.00
11/30/2018	NA	Review motion to dismiss filed by Bremer.	1.10
	NA	Review statement of case.	.70

	NA	Correspond with opposing counsel re: Appellate notices and filing.	.10
12/4/2018	NA	Review Hon. Edie's letter to Gleekel and response to motion for clarification.	.50
	KB	Review letter from J. Eide regarding ruling related to discharge of former special representative; confer with local counsel regarding same; confer with client re same.	1.20

5. Messrs. Barnes and White billed at a rate of \$500 per hour, and Mr. Anozie's hourly rate was \$400. These rates were customary and reasonable based on the complexity of the issues involved, the experience level of the attorneys, and the critical and quick moving pace of this matter. The total amount of attorneys' fees represented by the time and work performed in paragraph 4 is \$51,930.00. In addition, WWB incurred expenses related to that work in the amount of \$2,599.09, which is calculated based on the following:

11/16/2018	Filing Fees	\$553.95
11/28/2018	<i>Out-Of-Town Travel:</i> K Barnes and W White travel from Dallas, TX to Minneapolis, MN – November 28, 2018 through November 29, 2018, Orbitz Package Summary, Hotel and Airfare.	\$1,995.14

6. The rulings resulting from the work and time entries described above increased the value of the assets of the Estate, including assets that may be available to the Creditors and Heirs at the conclusion of probate.
7. At all times relevant to this Application for Attorneys' Fees and Expenses, Mr. Jackson was indebted to an entity controlled or administered by Messrs. Lythcott and Walker. Over the course of its representation of Mr. Jackson, WWB learned and became concerned that Mr. Jackson was being unduly influenced and coerced in connection with an attempt by Messrs. Lythcott and Walker to gain control over certain assets of the Estate.

8. Each of the following time entries are related to and were necessary for determining the relationship between the Heirs and Messrs. Michael Lythcott and Greg Walker, which led to the discovery of their abuse and misrepresentations regarding confidential information and sensitive materials, resulting in potential legal exposure for the Estate for which corrective action is underway:

**Fees and Expenses Related to the Breaches of Confidentiality By M. Lythcott and G. Walker:**

Date	Atty	Description	Hours
11/1/2018	KB	Review documents from M. Lythcott data room, including the management presentation and Project Purple overview; confer with W. White regarding same.	12.50
	WW	Confer with K. Barnes regarding data room items; review management presentation.	3.70
11/2/2018	KB	Continue review of management presentation documents to determine M. Lythcott strategy and influence over client interests and the estate.	6.00
11/3/2018	KB	Analysis of management presentation documents and impact on client interests and estate.	6.10
11/4/2018	KB	Continue review of management presentation documents to determine M. Lythcott strategy and influence over client interests and the estate.	7.30
11/12/2018	KB	Review loan documents to determine the extent to which M. Lythcott and G. Walker have influence or control over client's interests in the estate and the extent to which information regarding the transactions have been provided to the court.	3.50

11/14/2018	KB	Review the profile of M. Lythcott, G. Walker and Aubudon Loan Funding, LLC; continue review of loan documents and related items to determine control and influence over client's interests in the estate and options to prevent potential manipulation or coercion.	4.80
11/15/2018	KB	Continue analysis of M. Lythcott's strategy and ability to control estate assets.	5.50
11/16/2018	KB	Review documents in data room to determine scope of information in possession of M. Lythcott, and to determine strategy underway to control clients' interests in estate; review tracking mechanism; review of court filings to determine scope of access to confidential information for G. Walker; review correspondence to determine extent to which prior counsel has assisted M. Lythcott in amassing information for data room.	6.70
	NA	Review court filings in data room, as well as available records from Comerica portal to determine the level of disclosure of M. Lythcott's control over the client and estate assets.	9.40
11/17/2018	KB	Confer with W. White regarding strategy in protecting client in light of loan obligations to M. Lythcott controlled entities.	2.00
	WW	Confer with K. Barnes regarding strategy in protecting client in light of loan obligations to M. Lythcott controlled entities.	2.00
11/20/2018	KB	Review tax files from data room to determine scope of information compiled and to analyze M. Lythcott's strategy based on representations in the management presentation regarding the tax liabilities.	2.00
11/21/2018	KB	Review court filings re L. McMillan to determine M. Lythcott's strategy to impede	2.50

		McMillan's involvement in estate based on description in data room documents describing McMillan as a threat to Lythcott's strategy to control client's interests in estate.	
11/22/2018	KB	Continue review of data room items to determine scope of M. Lythcott's strategy to control estate assets available to client and other heirs based on loan arrangement.	3.00
	WW	Confer with K. Barnes regarding M. Lythcott's strategy to block L. McMillan's involvement in estate.	0.50
11/27/2018	KB	Continue review of data room items to determine scope of M. Lythcott's strategy to control estate assets available to client and other heirs based on loan arrangement.	7.70
11/28/2018	KB	Continue review of data room items to determine scope of M. Lythcott's strategy to control estate assets available to client and other heirs based on loan arrangement.	9.10
12/3/2018	KB	Confer with W. White regarding strategy in protecting client in light of loan obligations to M. Lythcott controlled entities.	2.20
	WW	Confer with K. Barnes regarding strategy in protecting client in light of loan obligations to M. Lythcott controlled entities.	2.00
12/4/2018	KB	Prepare for meeting with client to discuss M. Lythcott strategy and the impact of the loans on client's interest in the estate, as well as the issues related to M. Lythcott's strategy and its impact on all of the heirs and the assets of the estate.	8.30
12/5/2018	KB	Travel to Kansas City to meet with client to provide update and discuss strategy regarding estate issues.	10.00
	WW	Travel to Kansas City and attend meeting with Alfred Jackson.	10.00

9. The work reflected in the time entries above are currently the subject of significant activity within the probate proceedings. Indeed, Comerica has acknowledged that WWB and its local counsel J. Selmer Law, P.A. “helped to expose the actions of two ‘advisors’ for certain Heirs (including Mr. Jackson) who committed massive breaches of their confidential obligations to the Estate, enabling the Personal Representative to take steps to prevent any further confidentiality breaches.” (See Footnote 5, page 10, Comerica Bank & Trust, N.A.’s Memorandum in Response to Heirs’ Attorney Fee Motions). The time entries related to discovery of those breaches and the analysis of the potential harm which and analysis which allowed WWB and its local counsel exposed are precisely reflected above.
10. Messrs. Barnes and White billed at a rate of \$500 per hour, and Mr. Anozie’s hourly rate was \$400. These rates were customary and reasonable based on the complexity of the issues involved, the experience level of the attorneys, and the critical and quick moving pace of this matter. The total amount of attorneys’ fees represented by the time and work performed in paragraph 8 is 62,460.00. In addition, WWB incurred expenses related to that work in the amount of \$1,251.22 which is calculated based on the following:

12/5/2018	<i>Out-Of-Town Travel:</i> K Barnes and W White travel from Dallas, TX to Kansas City, December 5, 2018, Southwest Airlines Airfare / Car Rental	\$1,251.22
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11. Each of the entries described above were just and reasonable, including the rates charged and expenses incurred. Moreover, the fees and described work conferred a benefit on the Estate.

12. Attached hereto as Exhibit 1 is a true and correct copy of WWB's billing statements for the work through December 31, 2018, for which it seeks payment.
13. As required by Rule 119.02, the billing statements:
- a. contain descriptions of each item of work performed, the date upon which it was performed, the amount of time spent on each item of work, the identity of the lawyer or legal assistant performing the work, and the hourly rate sought for the work performed;
  - b. show hourly rates for each person for whom compensation is sought that are WWB's normal hourly rates; and
  - c. reflect itemized disbursements and expenses, with rates referenced for same, with all disbursements (*e.g.*, motion filing fees) were the actual cost to WWB.

5. I have reviewed WWB's original time records and hereby verify that the work performed conferred a benefit to the Estate, that it was necessary for the proper representation of the client and the interests of the Estate, and in the interests of protection or informing the Estate, and that there are no charges for unnecessary or duplicative work.

**FURTHER YOUR AFFIANT SAYETH NOT.**

*Pursuant to Minn. Gen. R. Prac. 14(c), (d) and 15, I declare under penalty of perjury that everything I have stated in this document is true and correct.*

**White Wiggins & Barnes, LLP**

Dated: May 24, 2019

/s/Kennedy Barnes  
Kennedy Barnes