ESTTA Tracking number:

ESTTA1418246

Filing date:

02/27/2025

# IN THE UNITED STATES PATENT AND TRADEMARK OFFICE BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

Proceeding no.	92078316
Party	Plaintiff Paisley Park Enterprises, LLC
Correspondence address	RICHARD BIAGI NEAL & MCDEVITT LLC 1776 ASH STREET NORTHFIELD, IL 60093 UNITED STATES Primary email: rbiagi@nealmcdevitt.com Secondary email(s): jnorberg@nealmcdevitt.com, rclaerbaut@nealmcdevitt.com, pto@nealmcdevitt.com 847-881-2455
Submission	Testimony For Plaintiff
Filer's name	Jeffrey T. Norberg
Filer's email	jnorberg@nealmcdevitt.com, pto@nealmcdevitt.com
Signature	/s/ Jeffrey T. Norberg
Date	02/27/2025
Attachments	Apollonia - Resubmission of Doc 55 -1.pdf(3769766 bytes ) Apollonia - Resubmission of Doc 55 -2.pdf(4361871 bytes )

# IN THE UNITED STATES PATENT AND TRADEMARK OFFICE BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

PAISLEY PARK ENTERPRISES, LLC,

Cancellation No. 92078316

Petitioner, Trademark Registration No.

5,626,232

v.

Mark: APOLLONIA

PATTY A. KOTERO,

Registrant.

## PETITIONER'S SUBMISSION OF CORRECTED VERSION OF 55 TTABVUE

Pursuant to the Board's February 11 Order, Petitioner hereby submits a corrected version of its prior submission at 55 TTABVUE. This corrected version is identical to the version submitted on December 11, 2024 with the exception of pages 13 and 123, which have been rotated.

February 27, 2025 By: <u>/s/ Jeffrey T. Norberg</u>

Richard Biagi
Jeffrey Norberg
Rochelle Claerbaut
NEAL & MCDEVITT, LLC
2801 Lakeside Drive, Suite 201
Bannockburn, Illinois 60015

Tel: (847) 441-9100 Fax: (847) 441-0911 rbiagi@nealmcdevitt.com jnorberg@nealmcdevitt.com rclaerbaut@nealmcdevitt.com Attorneys for Petitioner

# **CERTIFICATE OF SERVICE**

I, Jeffrey T. Norberg, hereby certify that a true and complete copy of the foregoing document has been served on counsel for Registrant by forwarding said copy on February 27, 2025, via email to: Neville L. Johnson (njohnson@jjllplaw.com) and Glenn Coffman (gcoffman@jjllplaw.com), Attorneys for Registrant.

By: /s/ Jeffrey T. Norberg
Date: February 27, 2025

ESTTA Tracking number:

ESTTA1401307

Filing date:

12/11/2024

# IN THE UNITED STATES PATENT AND TRADEMARK OFFICE BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

Proceeding no.	92078316
Party	Plaintiff Paisley Park Enterprises, LLC
Correspondence address	RICHARD BIAGI NEAL & MCDEVITT LLC 1776 ASH STREET NORTHFIELD, IL 60093 UNITED STATES Primary email: rbiagi@nealmcdevitt.com Secondary email(s): jnorberg@nealmcdevitt.com, rclaerbaut@nealmcdevitt.com, pto@nealmcdevitt.com 847-881-2455
Submission	Testimony For Plaintiff
Filer's name	Rochelle Claerbaut
Filer's email	rclaerbaut@nealmcdevitt.com, pto@nealmcdevitt.com
Signature	/rclaerbaut/
Date	12/11/2024
Attachments	McMillan_Dec_APOLLONIA_FINAL_2024 1211-NMS - LLM Signed.pdf(158577 bytes ) McMillan Dec_Ex. A - B-NMS.pdf(5714589 bytes ) McMillan Dec_Ex. C - I-NMS.pdf(3006078 bytes )

# IN THE UNITED STATES PATENT AND TRADEMARK OFFICE BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

PAISLEY PARK ENTERPRISES, LLC	)
Petitioner,	) Cancellation No. 92078316
v.	) Registration No. 5,626,232
Patty A. Kotero	) ) ) Mark: APOLLONIA
Registrant.	)

## TESTIMONIAL AFFIRMATION IN SUPPORT OF CANCELLATION

- L. LONDELL MCMILLAN, of full legal age, declares and says under penalty of perjury the following:
- 1. Petitioner, Paisley Park Enterprises, LLC ("PPE") is a Delaware limited liability company with its principal place of business located at 7801 Audubon Road, Chanhassen, Minnesota 55317 (the "Paisley Park Property"), formerly the recording studio, and performance venue of the late musician Prince Rogers Nelson ("Prince").
- 2. PPE is a Delaware limited liability company consisting of two members, PRINCE LEGACY, LLC and PRINCE OAT HOLDINGS, LLC. I, L. Londell McMillan, am a Managing Member of PRINCE LEGACY, LLC.
- 3. PPE owns various intellectual property assets previously owned by Prince either in his personal capacity or via Prince's status as sole shareholder of a PPE predecessor-in-interest.
- 4. PPE owns certain of Prince's trademarks (registered and common law) and Prince's rights of publicity, including Prince's name, voice, signature, photograph or likeness. PPE, via its predecessor-in-interest, has longstanding trademark rights in a variety of marks including

PURPLE RAIN and APOLLONIA 6 through his creation of such marks and/or decades of public use since at least as early as the release of the famous Purple Rain film and song in 1984.

- 5. I am a business manager and I am an attorney, licensed to practice in the state of New York. Prince was one of my clients. I represented Prince for over 13 years, beginning in 1994 and served as his manager from 1997 to 2007. Prince was not just a client; he was a close friend. For these reasons, I am personally familiar with many of Prince's business matters. I have first-hand knowledge about property and businesses owned and managed by Prince and his related companies.
- 6. Prince passed away suddenly on April 21, 2016. He did not leave a last will and testament.
- 7. Prince's intestacy made settling his estate complicated and difficult. Identifying heirs and probate property was a lengthy and tedious undertaking. Literally hundreds of people came forth, all claiming to be heirs entitled to a share in Prince's Estate (the "Estate"). Only a very small few were legitimate. And many people attempted to grab for themselves property that belonged to Prince. This was the case for a few of his trademarks. Following his death, certain people with no ownership interest in Prince's trademarks registered or applied to register marks that rightfully belonged to Prince. These individuals never attempted such improper actions during Prince's lifetime. In numerous instances, action was taken by the Prince Estate to reclaim the rights to such trademarks.
- 8. With the Probate Court's approval, I was retained by Bremer Trust N.A., the Special Administrator of the Estate, to serve as entertainment business advisor to the Estate. My history with Prince, my knowledge of Prince's business and legal matters, and my expertise in entertainment law and the entertainment industry made me uniquely qualified to serve in this

capacity. In this role, I utilized my business expertise, management, and monetization abilities to protect and preserve Prince's assets and to generate substantial and critical revenues to offset the significant debts and expenses of the Estate. Thus, I have personal knowledge about property that belonged to Prince, the Prince Estate and how it came to be part of the Prince Estate.

- 9. Prince was an international superstar whose career spanned several decades. He amassed great wealth in the form of tangible and intangible assets. Prince was a prolific songwriter and recording artist with a vast catalogue of music and other intellectual property. Although many of his songs were registered for copyright and published, he left behind quite a bit of creative material that had not been registered or published in an official manner. This is also true of a number of Prince's trademarks. These properties are recognized as common law assets.
- 10. Over the years, Prince established several business entities that served as vehicles for many of his creative pursuits. He had a record label, recording studios, film production companies, music production companies, to list a few. Examples are Water Productions, Inc., PRN Music Corp. ("PRN Music"), Paisley Park Enterprises, Inc., NPG Records, LLC, and NPG Music Publishing, LLC, to name a few.
- 11. At the time of Prince's death, any Prince-owned entities still in existence along with assets appurtenant thereto became part of the Estate. Assets appurtenant to past entities no longer in existence belonged to Prince personally and became part of the Estate at the time of Prince's death.
- 12. Water Productions, Inc., the production company for the film Purple Rain, was owned by Prince. Attached at Exhibit A is a true and correct copy of a stock certificate reflecting Prince's ownership. This document was among the PPE business records produced in these proceedings. It was marked as Exhibit 009 in Respondent's 30(b)(6) deposition of me.

#### **PURPLE RAIN**

- 13. Prince's most famous work was Purple Rain. It was both a major motion picture, a chart-topping album and single, as well as an international tour. Purple Rain catapulted Prince to international stardom and launched the careers of several side artists and creatives he discovered and developed in the process.
- 14. Although aspects of the Purple Rain film were inspired by Prince's real life, the story was not biographical and did not depict actual events.

#### PRINCE'S SIDE ACTS AND COLLABORATORS

- 15. Over the course of Prince's lengthy career, he collaborated with, discovered, and developed an impressive roster of artists. He wrote and produced music for established artists and created and developed several new acts. Many of the artists associated with or developed by Prince went on to have extremely successful careers, while others did not have successful careers. Notable Prince alumni include The Revolution, The Time (with Morris Day, Jerome Benton, and super-producers Jimmy Jam and Terry Lewis), Vanity 6, Apollonia 6, Sheila E, The Family, Carmen Elektra, The New Power Generation, and 3rdeyegirl. Other well-known artists associated with Prince for whom he served as songwriter or producer included Chaka Khan, Sinéad O'Connor, Sheena Easton, and The Bangles.
- 16. Prior to Purple Rain, Prince created a girl group called Vanity 6, led by Denise Matthews, whom Prince gave the stage name "Vanity." The group consisted of three members: Matthews, Brenda Bennett, and Susan Moonsie. The ladies danced seductively in lingerie and high heels while singing about sex and seduction. Prince wrote the group's music and produced their sound recordings.

17. Petitioner PPE owns Trademark Registration 5740119 for VANITY 6.

## VANITY 6, APOLLONIA 6, AND PURPLE RAIN

- 18. Vanity 6 was intended to be the girl group featured in the film Purple Rain, but Matthews left the group before production began. Bennett and Moonsie remained, and Patricia Kotero was hired to fill-in and play the leading female role in the film, filling the spot vacated by Matthews. The character played by Kotero was called Apollonia, a name chosen by Prince. Accordingly, the revamped girl group was called Apollonia 6. Just like Vanity 6, the ladies wore lingerie and performed provocative songs. The song they performed in Purple Rain was "Sex Shooter," a song that Vanity 6 had also recorded but not released.
- 19. Apollonia was a character in the film, not a real person. Like "Vanity", "Apollonia" was a stage name chosen by Prince to be used by the lead singer of the girl group he created.

#### THE ESTATE AND PRINCE'S TRADEMARKS

- 20. After Prince passed away, the Personal Representative representing the Estate's interests, Comerica Bank and Trust, took steps to secure as much of Prince's intellectual property as possible. This included applying to register trademarks owned by Prince and his associated businesses.
- 21. The Estate, via its representative, applied to register APOLLONIA 6, which was created, developed, and used by Prince or a Prince-owned entity (Application Serial Number 88145070, submitted in these proceedings via Notice of Reliance). The APOLLONIA 6 mark, however, was refused registration on the basis of likelihood of confusion with registrations for APOLLONIA (Registration 5626232) and APOLLONIA 6 (Registration 5272757), both owned by Patricia Kotero and subject of these proceedings (Cancellations 92078316 and 92071732).

- 22. The APOLLONIA and APOLLONIA 6 trademarks and associated goodwill were created and developed by Prince and his associated entities. The mark continues to be closely associated with Prince and Purple Rain decades after the release of the Purple Rain film in 1984.
- 23. The Apollonia 6 sound recording continues to be played publicly in various media including broadcast and internet. Several Apollonia 6 sound recordings and videos are available on YouTube and are played regularly. Apollonia 6's performance of "Sex Shooter" is in the film Purple Rain, which continues to be in circulation in various formats. Over the decades, the film has been released on videocassette, DVD, and Blu-ray, and it is available for purchase and rental via several major streaming platforms. The film has been re-issued and re-released several times, often to commemorate events like the film's 20th anniversary or as part of a bundle with other Prince films. In 2016, the film was re-released in theaters to honor Prince when he passed away, and there were numerous public screenings in 2024 to mark the film's 40<sup>th</sup> anniversary. Attached at Exhibit B are articles about the re-release of Purple Rain, web pages from which copies of the film are available for sale, and web pages from which the public may view and hear Apollonia 6 perform 'Sex Shooter." These are true and accurate descriptions and depictions of the continued circulation of the Purple Rain film and the song "Sex Shooter." Every time the film is shown, audiences see and hear Prince's group, Apollonia 6. This use has not ceased, and it continues today. All of the aforementioned exploitations of Prince's group and their performances of his songs generate income.

## PRINCE'S ENTITIES, PROPERTY, AND THE ESTATE

24. PRN Music was incorporated on January 22, 1980 in California. It was wholly owned by Prince, its sole shareholder. Attached at Exhibit C is a true and correct copy of the Articles of Incorporation for PRN Music.

- 25. PRN Music is the entity with which Ms. Kotero entered into a recording agreement for her services as lead singer in Prince's group, Apollonia 6.
- 26. On December 30, 1988, Prince transferred the Paisley Park Property to PRN Music. This property was publicly known as Paisley Park and was Prince's home, studio, and performance venue. In November of 1989, Prince changed PRN Music's name to Paisley Park Enterprises, Inc. ("PPE, Inc. -CA"). All stock was owned by Prince. Attached at Exhibit D are true and correct copies of the Certificate of Amendment for PRN Music/Paisley Park Enterprises, Inc. and the stock certificate showing Prince's entire ownership thereof.
- 27. On May 6, 1999, Prince dissolved PPE, Inc. -CA. Two months later on July 1, 1999, Prince established Paisley Park Enterprises, Inc. in Minnesota ("PPE, Inc.-MN"). Both the CA and MN entities shared the Paisley Park name, the Paisley Park Property address, and the Paisley Park f/k/a PRN Music federal tax ID. And the Paisley Park Property had been treated for tax purposes as being owned by PPE, Inc.-MN. Attached at Exhibit E are true and correct copies of a Domestic Stock Statement for PPE, Inc.-CA with corporation address, the Certificate of Dissolution of PPE, Inc.-CA, and the Certificate of Incorporation and Articles of Incorporation for PPE, Inc.-MN. The overlap and tax treatment of the Paisley Park Property suggests that these transactions were intended to be a corporate reorganization rather than dissolution and replacement.
- 28. If the reorganization had been ineffective or there was a flaw in the transfer of assets from PPE, Inc.-CA to PPE, Inc.-MN, ownership of the assets would have reverted to Prince personally because he was the sole shareholder of the dissolved transferor, Paisley Park-CA. And upon his death, the assets would have become part of the Estate.

- 29. On December 19, 2016, Bremer Trust, as Special Administrator to the Estate caused Paisley Park-CA to transfer the Paisley Park Property to Paisley Park Facility, LLC, (the "Facility") a Delaware limited liability company of which the Estate was the sole member. On July 17, 2017, the Estate assigned its entire interest in the Facility to PPE, Inc.-MN, of which the Estate was also sole shareholder. Attached at Exhibit F is a true and correct copy of the Written Action of the Board of Directors of PPE, Inc.-MN.
- 30. On March 31, 2022, just before the closing of the Prince Estate, PPE, Inc.-MN was converted from a Minnesota corporation to a Delaware limited liability company, becoming Petitioner, PPE. The attached Exhibit G is a true and accurate copy of the Certificate of Conversion.
- 31. By order of the Probate Court on August 1, 2022, all assets of the Estate were distributed between PRINCE LEGACY, LLC, and PRINCE OAT HOLDINGS, LLC, PPE's sole members. The distribution comprised an array of assets including trademarks; copyrights; Prince's name/image/likeness and rights of publicity; ownership interests and intellectual property holdings of related companies, NPG Records, LLC, NPG Music Publishing, LLC, PRN IP, LLC., and Paisley Park Facility, LLC; all remaining claims, assets, and liabilities of the Estate; and assets held by Prince personally. Any asset or property interest that might have reverted to Prince personally as sole shareholder of a dissolved entity would have been distributed to PPE or its members by the Probate Court's order. Attached at Exhibit H is a true and correct copy of the Order of the Probate Court.
- 32. It was the intent of the Estate to distribute all assets, including all trademarks.

  Accordingly, all trademarks owned by the Estate were distributed either to PPE, NPG Music Publishing, LLC, or NPG Records, LLC. Some were transferred by operation of law with the

transfer or acquisition of the businesses that owned them; others were transferred by written assignment. Most of the trademarks were distributed to PPE, with only a small few going to NPG Records, LLC and NPG Music Publishing, LLC. Attached at Exhibit I is a true and correct copy of a nunc pro tunc trademark assignment from the Estate via its Personal Representative to PPE, Inc.-MN. This document was among the PPE business records produced in these proceedings. It was marked as Exhibit 010 in Respondent's 30(b)(6) deposition of me. In addition to the marks listed on Attachment A, it assigns "any and all marks held by Assignor."

33. Decisions pertaining to use and enforcement of trademarks held by NPG Records, LLC, NPG Music Publishing, LLC and PPE are made by the same individuals.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: December 11, 2024 /s/ L. Londell McMillan

#### **CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a true and complete copy of the foregoing TESTIMONIAL AFFIRMATION IN SUPPORT OF CANCELLATION has this 11th day of December 2024 been sent via email to Registrant's counsel via email at the following address: njohnson@jjllplaw.com.

/s/ Rochelle Claerbaut\_ Attorney for Petitioner

9

# EXHIBIT A

JT 1334

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CHICAGO

09.06.24

L. McMillan

9



NOTICE: THE SIGNATURE TO THIS ASSIGNMENT
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# EXHIBIT B



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# "Purple Rain" Gets A Theatrical Re-Release ≥

In the wake of the surprise death of legendary musician Prince, AMC Theatres and Carmike Cinemas have announced that they have teamed with the Warner Bros. Pictures distribution team to bring "Purple Rain" back to cinemas.

The 1984 film stars Prince as a young man with a talent for music who meets an aspiring singer, Apollonia, and finds that talent alone isn't all that he needs. At the same time he tries to overcome his father's self destructive behavior, loses Apollonia to another singer, and works out his own connection to others.

Both theater chains begin limited screenings of the film today and will continue them through this coming Thursday April 29th. Check your local listings for showtimes.

Source: Warner Bros. Pictures...

See full article at Dark Horizons 2

4/23/2016 by Garth Franklin Dark Horizons ≥

#### •

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# true: Its authenticity

By Kaila Nichols, CNN

② 4 minute read · Published 12:30 PM EDT, Sat July 27, 2024



'Purple Rain' was released July 27, 1984, starring Prince in his first film role. Everett/Shutterstock

**(CNN)** — For 40 years, fans of Prince have been "laughing" and "bathing" in his movie "Purple Rain."

Sciences that many directors and studios initially passed on "Purple Hain," concerned that it would feature mostly unknown actors, Prince in his first movie role and a first-time director. Studio executives even tried to suggest that John Travolta replace Prince, but producers shot that down. Ultimately, Warner Bros. made the film. (CNN and Warner Bros. are both part of Warner Bros. Discovery.)

During their first meeting, director Albert Magnoli recalled pitching Prince his own vision for the script: a story in which the main character had a father who also made music, and how, following his father's death, the lead reconciles with his bandmates. "And Prince responded, 'How is it that you just told me my life story in the last 10 minutes?" Magnoli told Variety in 2019.









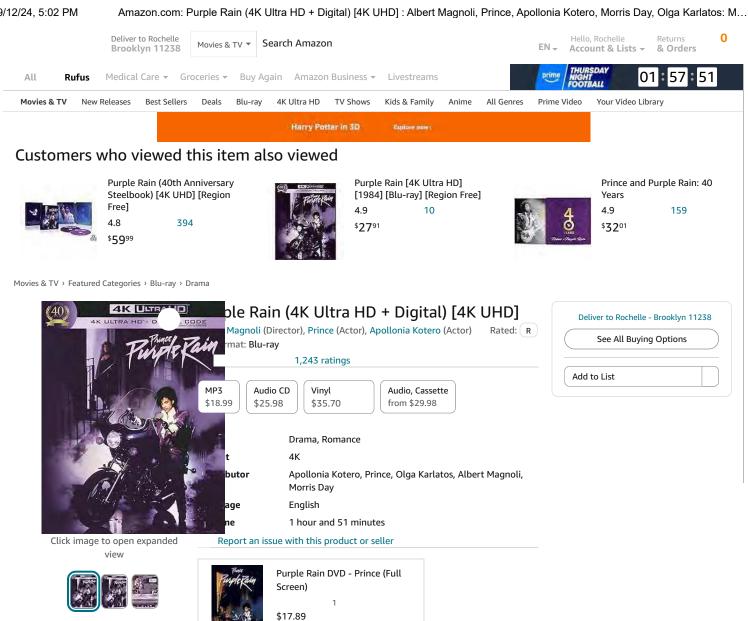












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## **Product details**

MPAA rating: R (Restricted)

Product Dimensions: 0.53 x 6.84 x 5.41 inches; 2.88 ounces

Director: Albert Magnoli Media Format: 4K

Run time: 1 hour and 51 minutes Release date: June 25, 2024

Actors: Prince, Apollonia Kotero, Morris Day, Olga Karlatos

Studio: Studio Distribution Services

**ASIN**: B0D3884H68 Number of discs: 1

Best Sellers Rank: #7,263 in Movies & TV (See Top 100 in Movies & TV)

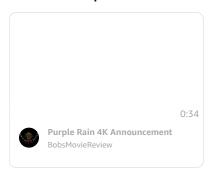
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Reviewed in the United States on July 7, 2024

#### Verified Purchase

I actually got the Blu-Ray version of Purple Rain a few months ago, but when I saw that a 4K version was coming out, I knew I had to get it. Am not disappointed.

Hard to believe that this movie is now 40 years old, but it's been around long enough that I'm sure most know the story. It's basically a semi-autobiographical account of Prince's early career with Prince portraying "Kid" and just about everybody else portraying themselves (including Morris Day, Apollonia Kotero and the members of Prince's band, The Revolution). Kid and The Revolution are regular performers at First Avenue Clue in Minneapolis (where Prince really did get his start) and Kid not only has to deal with a turbulent home life with his parents, but also a growing romance with Apollonia, intense rivalry with Morris and a growing dissatisfaction among his fellow band-members. Kid's star could fall before it even has a chance to rise. However, we get to see his growth as the songs help tell the story.

While the acting is not all that great (the only professional actors in the cast were the ones portraying

#### ✓ Read more

One person found this helpful

Helpful

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D. L. Hartzell

#### When doves cry you will hear every note

Reviewed in the United States on July 31, 2024

#### **Verified Purchase**

This cult classic is finally available in a quality format that you can enjoy over and over

If you're tired of the low quality audio and low res streaming video of your streaming provider then be sure to buy this 4k gem so that you can enjoy this sometimes campy movie the way Prince wanted you to

Helpful

Report

PRN AK010022

This is a really nice release. The slip looks good, the transfer is good. If you don't have the blu ray yet, it's a

See more reviews >

good upgrade.

Top reviews from other countries

Report

9/12/24, 5:02 PM

Translate all reviews to English

#### Very happy

Reviewed in Canada on March 8, 2024

#### **Verified Purchase**

Rion

I didn't open the album as it was sealed and it's a gift, but it looks perfect! Fast delivery and very pretty!

Report



Lenny Sotomayor

#### **Excelente vinyl**

Reviewed in Mexico on April 23, 2017

#### **Verified Purchase**

Excelente disco en su presentación de 180 gm, como siempre la entrega en orden y puntual y la calidad de audio insuperable. Uno de los mejores discos que he escuchado.

One person found this helpful

Report

Translate review to English



Amazon カスタマー

#### ありがとうございました!!

Reviewed in Japan on September 6, 2018

#### **Verified Purchase**

さすがに名盤ありがとうございます。 惜しくもおなくなりなりましたがこれは プリンスを知らない人でも抑えるべきです。 ご冥福をお祈りします。

Report

Translate review to English



Wulf

#### Die Kultscheibe auf toll klingendem Vinyl

Reviewed in Germany on October 16, 2016

#### Verified Purchase

Zur Musik muss ich nix mehr sagen. Sie ist zu einem Meilenstein des Pop geworden, auch wenn es eigentlich kein reguläres Studio-Album des Künstlers war, sondern der Soundtrack zu einem Film. Zum Vinyl aber schon, handelt es sich hier doch um eine remasterte Neuauflage von 2009. Also eines gleich vorweg: So druckvoll wie hier klangen die Songs noch nie! Unglaublich, wie detailreich und intensiv der Sound auf dieser neuen Vinyl-Scheibe kommt. Überraschend viel Power im Bass! Die Stimme Prince's zeigt förmlich körperhaft ihren Ausdruck! Eine Macht in der Wiedergabetechnik, wie man sie selten zu hören bekommt.

Diese 180g Pressung gehört klanglich zu den besten Wiederveröffentlichungen von 80er Jahre Alben, die ich kenne. Kann jeder erhören, der einen guten Plattenspieler betreibt und den typischen Vinyl-Sound liebt. Purple Rain kommt hier sowas von gut, dass es einen vom Jetzt ins Damals beamt, auch wenn man das gar nicht beabsichtigt;) Na gut, das klingt jetzt recht pathetisch, aber irgendwie ist es einfach so...

10 people found this helpful

Report

Translate review to English



Antonio S.

#### Perfetto

Reviewed in Italy on November 10, 2016

#### Verified Purchase

Ottimo prodotto, ben confezionato e ovviamente pietra miliare della musica di Prince! Consigliatissimo a tutti i fan e anche a chi non conosce questo straordinario musicista!

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Translate review to English

PRN\_AK010024

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# Apollonia Kotero

Actress Costume and Wardrobe Department Soundtrack





1 VIDEO

32 PHOTOS

Patricia Apollonia Kotero was born on August 2, 1959 in Santa Monica, California, to Mexican parents, Maria Socorro Torres, a caregiver, and Victor Manuel Kotero, a restaurant manager. She initially pursued fame and fortune via work as an actress, singer and model. After winning the Miss San Pedro beauty competition and a stint cheerleader for the Los Angeles Rams in the 1980s, Kotero began acting in roles both in films and television series such as...



PRN\_AK010027



Born August 2, 1959
See rank

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## 

Awards 1 nomination

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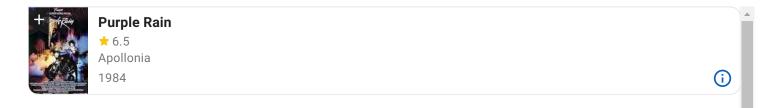
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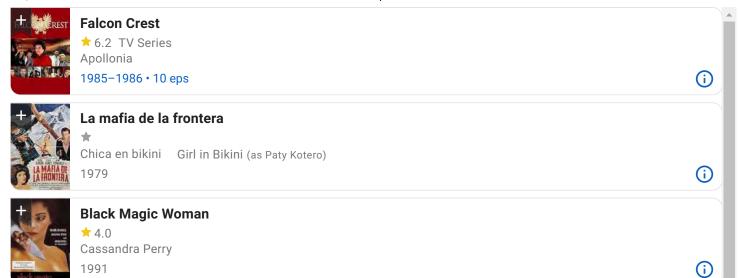


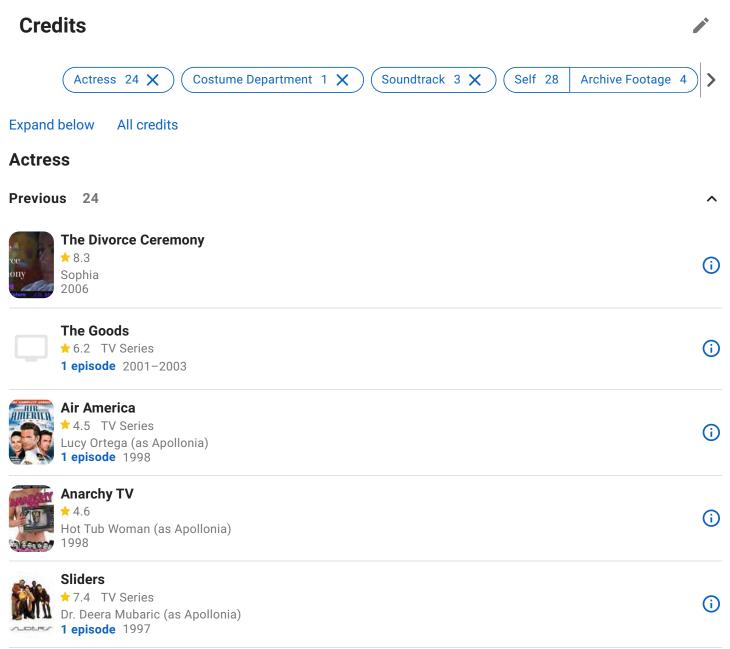


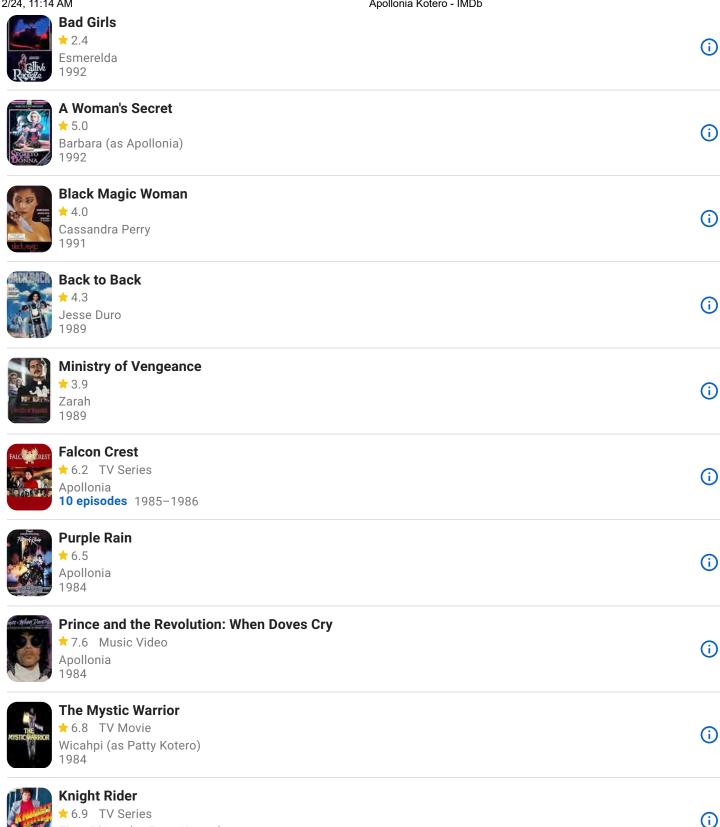
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# **Costume Department**

**1 episode** 1984

Previous

4/13

Tiara D'Arcy (as Patty Kotero)

## Soundtrack

Previous 3



Trailer 0:16

Purple Rain: Special Edition

**心** 2 **等** 3

# **Personal details**

Alternative names

Apollonia 6

**Height** 5' 4" (1.63 m)

Born August 2, 1959 Santa Monica, California, USA

# **Spouses**

Kevin Bernhardt December 24, 1987 - 1996 (divorced)

## **Parents**

Maria Socorro Torres

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Apollonia Kotero

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PRODUCT RECOMMENDATIONS

05/16/2024

# Prince's 'Purple Rain' Gets 4K Re-Release to Mark Film's 40th Anniversary

The rock musical is getting a 4K upgrade featuring bonus material and special features you can preorder now.

By Rylee Johnston +



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Prince's award-winning album *Purple Rain* has finally reached its milestone 40th anniversary this year and with a <a href="mailto:newbook\_(https://www.billboard.com/culture/product-recommendations/prince-purple-rain-40th-anniversary-book-buy-online-1235669136/">newbook\_(https://www.billboard.com/culture/product-recommendations/prince-purple-rain-40th-anniversary-book-buy-online-1235669136/)</a>) to celebrate. As fans await the <a href="mailto:stage-play-adaptation\_(https://www.billboard.com/music/rb-hip-hop/prince-purple-rain-stage-play-broadway-1235577963/">newbook\_buy-online-1235669136/</a>) of the hit album, they can also rewatch the Oscar-winning film of the same name — now in 4K definition.

**EXPLORE** 



Prince (/artist/prince)

(/artist/pr' ■ ce)

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The rock musical is commemorating the major milestone with a special-edition Blu-ray (https://clicks.trx-hub.com/xid/pmc\_0aaa4\_billboard?

q=https%3A%2F%2Famzn.to%2F4bly8Ps%3Fasc\_source%3Dweb%26asc\_campaign%3Dweb% recommendations%252Fprince-purple-rain-40th-anniversary-4k-blu-ray-dvd-buy-online-1235685059%252F&p=https%3A%2F%2Fwww.billboard.com%2Fculture%2Fproduct-recommendations%2Fprince-purple-rain-40th-anniversary-4k-blu-ray-dvd-buy-online-1235685059%2F&ref=https%3A%2F%2Fwww.google.com%2F&event\_type=click&trx-iid=iid1726174839734jef) re-release that features the film in 4K Ultra HD quality. The set also includes a digital code that'll let you watch and stream Purple Rain on your laptop (https://www.billboard.com/culture/product-recommendations/best-laptop-deals-1235369017/) or portable DVD player (https://www.billboard.com/culture/product-recommendations/best-portable-dvd-player-for-car-1235469048/).

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Purple Rain the movie won't be released in this updated edition until June 25, but you can get your hands on a copy and lock in the current price now as Amazon (https://clicks.trxhub.com/xid/pmc 0aaa4 billboard? <u>q=https%3A%2F%2Famzn.to%2F4bly8Ps%3Fasc\_source%3Dweb%26asc\_campaign%3Dweb%</u> recommendations%252Fprince-purple-rain-40th-anniversary-4k-blu-ray-dvd-buy-online-1235685059%252F&p=https%3A%2F%2Fwww.billboard.com%2Fculture%2Fproductrecommendations%2Fprince-purple-rain-40th-anniversary-4k-blu-ray-dvd-buy-online-1235685059%2F&ref=https%3A%2F%2Fwww.google.com%2F&event\_type=click&trxiid=iid1726174839734jef), Walmart (https://clicks.trx-hub.com/xid/pmc\_0aaa4\_billboard? <u>q=https%3A%2F%2Fgoto.walmart.com%2Fc%2F256585%2F565706%2F9383%3Fveh%3Daff%2</u> Rain-4K-Ultra-HD-Digital%252F5463540741%26subId1%3DBB-<u>&p=https%3A%2F%2Fwww.billboard.com%2Fculture%2Fproduct-</u> recommendations%2Fprince-purple-rain-40th-anniversary-4k-blu-ray-dvd-buy-online-1235685059%2F&ref=https%3A%2F%2Fwww.google.com%2F&event\_type=click&trx-<u>iid=iid1726174839734jef)</u> and Target\_(https://clicks.trx-hub.com/xid/pmc\_0aaa4\_billboard? <u>q=https%3A%2F%2Fgoto.target.com%2Fc%2F256585%2F81938%2F2092%3FsubId1%3DBB-</u> %26u%3Dhttps%253A%252F%252Fwww.target.com%252Fp%252Fpurple-rain-4k-

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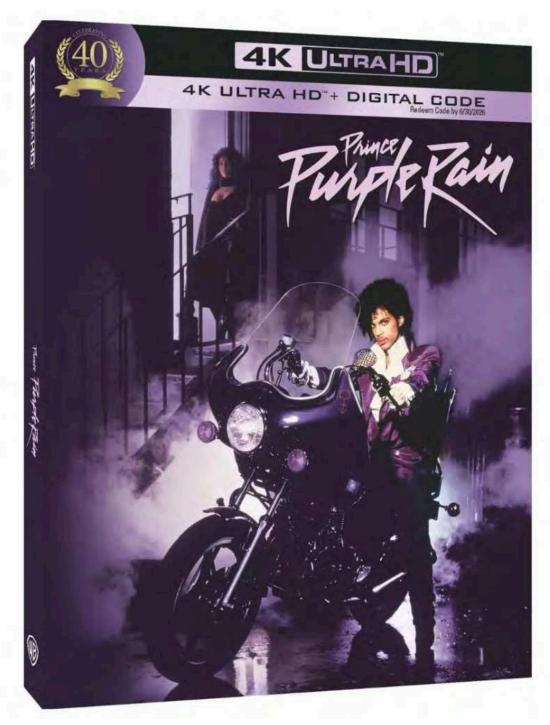
<u>1235685059%2F&ref=https%3A%2F%2Fwww.google.com%2F&event\_type=click&trx-iid=iid1726174839734jef)</u> have opened up their preorders.

Prices for the 4K movie range from \$28-\$34 and you can preorder Purple Rain

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g=https%3A%2F%2Famzn.to%2F4bly8Ps%3Fasc\_source%3Dweb%26asc\_campaign%3Dweb%26asc\_campaign%3Dweb%26asc\_source%3Dweb%26asc\_campaign%3Dweb%26asc\_source%3Dweb%26asc\_campaign%3Dweb%26asc\_source%3Dweb%26asc\_campaign%3Dweb%26asc\_source%3Dweb%26asc\_campaign%3Dweb%26asc\_source%3Dweb%26asc\_source%3Dweb%26asc\_campaign%3Dweb%26asc\_source%2Fproduct-recommendations%2Fprince-purple-rain-40th-anniversary-4k-blu-ray-dvd-buy-online-1235685059%2F&ref=https%3A%2F%2Fwww.google.com%2F&event\_type=click&trx-iid=iid1726174839734jef) online below.

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# "Purple Rain" (4K Ultra HD + Digital)

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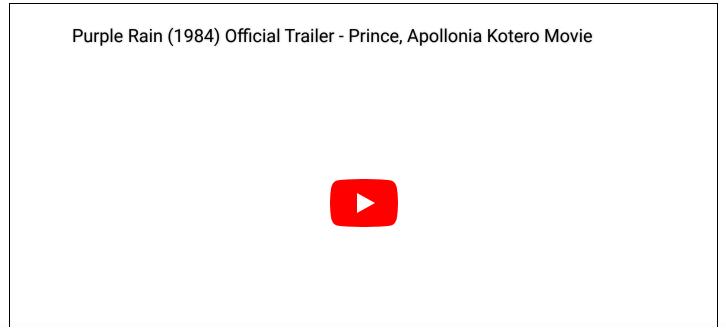
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Inspired by his own life growing up, *Purple Rain* follows The Kid (Prince) as he uses music to escape his tumultuous home life and abusive father. Through his band, the Revolution, he begins to rise to fame while also wrestling with his own inner demons as well as a rocky relationship with the singer Apollonia.

Other cast members include Apollonia, Morris Day, Jerome Benton, Clarence Williams III, Jill Jones, Billy Sparks and Olga Karlatos.

Check below for an official trailer of *Purple Rain*.



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## TV > ARTICLE

# Prince: Purple Rain returning to theaters for limited run

By **Eric Renner Brown** Published on April 22, 2016 12:00PM EDT











PHOTO: EVERETT COLLECTION

**UPDATE:** Carmike Cinemas has also announced a limited run of screenings of *Purple Rain* beginning Saturday and continuing through Thursday. The film will be shown in in approximately 80 theaters across 24 states. For more details and showtimes, go here.

**EARLIER:** In the wake of Prince's <u>death</u> Thursday, AMC Theaters has announced it will bring *Purple Rain* back to theaters for a limited time. AMC will show the musical, which theatrically debuted in July 1984, at 87 of its locations throughout the United States from April 23 to April 28.

Friday. "He was my creative partner and friend. We shared tremendous times together during and after the making of *Purple Rain*. ... He was a good man, complicated and diligent, and like men of his caliber, he always demanded from himself and others the very best."

"Like the Beatles in A Hard Day's Night or Eminem in 8 Mile, Prince put his real self out there, consequences be damned," EW's Chris Nashawaty wrote yesterday of the star's performance in the semi-autobiographical film. "And even if he didn't come across as Hollywood's next leading man, he delivered something just as honest and potent and raw: his soul."

Head over to <u>AMC Theaters' website</u> for information about participating theaters and showtimes.

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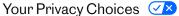
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"The Beautiful Ones" are about to look more beautiful than ever.

On June 25, Warner Home Video will commemorate the 40th anniversary of Prince's "Purple Rain" with a rerelease of the breakthrough film on 4K Uhd and digital platforms. In addition to upgraded picture and sound, the release will be accompanied by legacy bonus content including eight music videos.

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'Purple Rain' 4K Uhd

Buy Now On Amazon \$33.99

Co-written and directed by Albert Magnoli, "Purple Rain" was released on July 27, 1984. Loosely inspired by Prince's own life, the film earned more than \$70 million worldwide, earned an Academy Award for best original song score and immediately catapulted the then 26-year-old artist to superstardom. It co-starred Apollonia Kotero as the protégé and love interest on Prince's character, The Kid, as well as members of his band the Revolution and additional artists for which Prince had written or produced songs such as The Time.

See full article at Variety Film + TV ☑

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NEWS > MUSIC NEWS

# Prince's 'Purple Rain' gets new Dolby Atmos mix for 40th anniversary

By Max Pilley | 22nd June 2024



Prince on the Purple Rain Tour in 1984. (Photo by Richard E. Aaron/Redferns)

Prince's classic 1984 album 'Purple Rain' is receiving a new audio-immersive Dolby Atmos re-issue for its 40th anniversary.

READ MORE: The 20 best Prince songs of all time by the NME office

The new mix is being made available by NPG Records and Paisley Park Enterprises, in partnership with Warner Records, and is available to stream now via participating streaming services.

WATCH



The album, recorded by Prince and the Revolution, arrived weeks ahead of the hit film of the same name. The record topped the US charts for 24 weeks, sold over 25 million copies worldwide and picked up awards at the Grammys, Brits and Oscars.

The Atmos version has been mixed from the original master tapes by Chris James, a longtime collaborator with Prince, and an audiophile Blu-ray version will be released later in the year.

Advertisement

A newly restored 4K version of the *Purple Rain* film is also receiving a release, with a limited theatrical run set to start on July 3.

Also this weekend, at the iconic Paisley Park Studios in Minnesota, Prince fans are congregating for Celebration 2024. Running until Monday (June 24), it will feature live performances by The Revolution, The New Power Generation, Morris Day and others.

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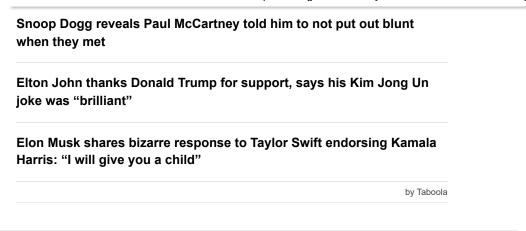
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A stage musical of *Purple Rain* is currently in development and production, with the Tonywinning Orin Wolf reportedly set to produce.

Earlier this month, Prince's sister Tyka Nelson opened up about her final conversations with him and spoke about his similarities with their father.

The 'Purple Rain' singer passed in 2016 at the age of 57. His cause of death was due to the musician accidentally overdosing on fentanyl in Paisley Park – his 65,000-square-foot estate in Chanhassen, Minnesota.

Nelson revealed that their final interaction occurred four days prior to his death. "He kept avoiding questions. I kept getting mad. I felt like 'talk to me for two seconds.' He'd change the subject, make a joke and then we'd both laugh," she said.

Adve	rtisement

In other news, Prince's Minneapolis house, which was featured in Purple Rain, will be available to rent as an Airbnb for a year.

Elsewhere, his rare B-side 'United States Of Division' has recently been shared to celebrate the 20th anniversary of his 2004 album 'Musicology'.









Home > Film > News

May 14, 2024 9:00am PT

Q

### Prince's 'Purple Rain' to Commemorate Its 40th Anniversary With 4K UHD Release

VARIETY

By Todd Gilchrist ~













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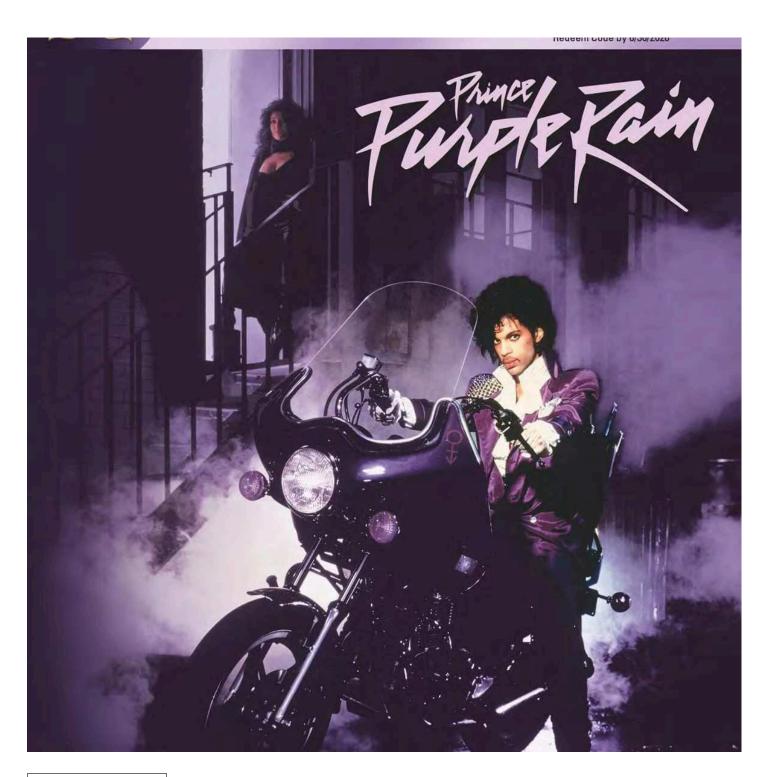
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accompanied by legacy bonus content including eight music videos.



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### 'Purple Rain' 4K UHD

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Co-written and directed by Albert Magnoli "Purnle Rain" was released on July 27, 1984. Loosely inspired by Prince's own life Your Privacy Rights

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Prince's character, The Kid, as well as members of his band the Revolution and additional artists for which Prince had written or produced songs such as The Time. Its soundtrack, featuring the songs "Let's Go Crazy," "When Doves Cry" and "I Would Die 4 U" in addition to the epic title track, has since sold more than 25 million copies.

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A then-recent graduate of the USC School of Cinema-Television, Magnoli was hired to direct "Purple Rain" after his student film "Jazz" attracted the attention of Warner Bros. execs. His close collaboration with Prince during the production of the film led to Magnoli becoming Prince's manager for much of the 1980s; he later shepherded him through the recording of songs for Tim Burton's 1989 comic book adaptation "Batman" after Warner Bros. asked the artist to create its score. Magnoli's suggestion to have regular Burton collaborator Danny Elfman compose the score helped create the trend of creating soundtracks "inspired by" the movie they were accompanying.

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The "Purple Rain" 4K UHD Disc includes the following previously released special features:

- Commentary by director Albert Magnoli, producer Robert Cavallo and cinematographer Donald E. Thorin
- First Avenue: The Road to Pop Royalty featurette
- Let's Go Crazy music video
- Take Me with U music video
- When Doves Cry Music Video
- I Would Die 4 U/Baby I'm a Star music video
- Purple Rain music video
- Jungle Love music video
- The Bird music video
- Sex Shooter music video

Not included in the new release are a handful of previously-existing bonus materials, including the making-of documentary "Purple Rain: Backstage Pass" and the 1984 MTV Premiere Party for the film.

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/12/24, 5:00 PM	Prince's 'Purple Rain' to Commemorate Its 40th Anniversary With 4K Release
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### Purple Rain (1984)

A young musician, tormented by an abusive situation at home, must contend with a rival singer, a burgeoning romance, and his own dissatisfied band, as his star begins to rise.

Cast information Crew information Company information News Box office Genre keyword rankings

III Title Summary

All Releases

### **All Releases**

DOMESTIC (100%) \$70,261,052 INTERNATIONAL (-) \$4,431 WORLDWIDE \$70,273,498

Domestic Distributor	Warner Bros. See full company information ☑
Domestic Opening	\$7,766,201
Earliest Release Date	July 27, 1984 (Domestic)
Running Time	1 hr 51 min
Genres	Drama Music Romance
IMDbPro	See more details at IMDbPro 🗷

Performance

Cast and Crew

All-Time Rankings

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#### By Release

Release Group	Rollout	Markets	Domestic	International	Worldwide
Original Release	July 27, 1984	APAC, Domestic	\$68,392,977	-	\$68,399,897
2016 Re-release	April 23-May 5, 2016	EMEA, Domestic	\$1,868,075	\$854	\$1,868,929
2022 Re-release		Australia	_	-	\$973
2020 Re-release		APAC	_	\$1,249	\$1,371
2024 Re-release		New Zealand	_	\$2,328	\$2,328

#### **By Region**

Domestic	# Releases	Lifetime Gross	Rank
Domestic	2	\$70,261,052	1,272

APAC	# Releases	Lifetime Gross	Rank
New Zealand	2	\$2,789	6,329
Australia	3	\$788	8,007

EMEA	# Releases	Lifetime Gross	Rank
Portugal	1	\$854	5,762

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## Purple Rain (film)

**Purple Rain** is a 1984 American romantic rock musical drama film scored by and starring Prince in his acting debut. Developed to showcase his talents, it contains several concert sequences, featuring Prince and his band The Revolution. The film is directed by Albert Magnoli, who later became Prince's manager, from a screenplay by Magnoli and William Blinn. The cast also features Apollonia Kotero, Morris Day, Olga Karlatos and Clarence Williams III.

Principal photography took place almost entirely in Minneapolis: the film features many local landmarks, including the Crystal Court of the <u>IDS Center</u> and the <u>First Avenue</u> nightclub, which was paid \$100,000 for being used during filming; it was closed for 25 days. [5] Some of the First Avenue scenes were shot at The Wiltern in Los Angeles.

Purple Rain grossed \$70.3 million worldwide, against its \$7.2 million budget. [3] The film won an Academy Award for Best Original Song Score. Publications and critics have regarded Purple Rain as one of the greatest musical films. [6] In 2019, the film was selected by the Library of Congress for preservation in the United States National Film Registry for being "culturally, historically, or aesthetically significant". [7]

Purple Rain was supported with its soundtrack album of the same name, which featured two US chart-topping singles, "When Doves Cry" and "Let's Go Crazy", as well as the number-two hit "Purple Rain". The soundtrack is certified 13× Platinum by the Recording Industry Association of America (RIAA) and has sold over 25 million copies worldwide. [8]

### **Plot**

The Kid is the talented but troubled <u>frontman</u> of his <u>Minneapolis</u>-based band <u>The Revolution</u>. To escape his difficult home life—his father <u>verbally</u> and <u>physically abuses</u> him and his mother—he spends his days rehearsing and his nights performing at the <u>First Avenue</u> nightclub. The Revolution, the flashy <u>Morris Day</u> and his group the Time, and Dez Dickerson and his group the

### Purple Rain



Theatrical release poster

i neatrical release poster		
Directed by	Albert Magnoli	
Written by	Albert Magnoli William Blinn	
Produced by	Robert Cavallo Joseph Ruffalo Steven Fargnoli	
Starring	Prince	
	Apollonia	
	Kotero	
	Morris Day	
	Olga Karlatos	
	Clarence	
	Williams III	
Cinematography	Donald E.	
	Thorin	
Edited by	Albert Magnoli	
	Ken Robinson	
Music by	Prince <sup>[1]</sup>	
PF	RN AK010087	
1 1/14_7/1/010007		

Modernaires hold the nightclub's three <u>house band</u> slots. Morris, aware that the Revolution's guitarist Wendy and keyboardist Lisa are frustrated that the Kid is unwilling to play their compositions, lobbies Billy Sparks, the club's owner, to replace The Revolution with a girl group which Morris is already forming.

He targets the Kid's girlfriend Apollonia—an aspiring singer and new arrival in Minneapolis—to lead his group, and tries to persuade her that The Kid is too self-centered to help her. She eventually joins Morris's group, which Morris names <u>Apollonia 6</u>. When she reveals her newfound partnership to the Kid, he becomes furious and slaps her, as his father had struck him earlier.

	Michel Colombier
Production company	Purple Films
Distributed by	Warner Bros.
Release date	July 27, 1984
Running time	111 minutes <sup>[2]</sup>
Country	United States
Language	English
Budget	\$7.2 million <sup>[3]</sup>
Box office	\$70.3 million <sup>[4]</sup>

At the club, the Kid responds to the internal band strife, the pressure to draw more crowds, and his strained private life with the uncomfortably personal "Darling Nikki". His performance publicly humiliates Apollonia, who runs off in tears, and angers both Morris and Billy, worsening his situation. Billy confronts the Kid, castigating him for bringing his personal life onto the stage and warning him that he is wasting his musical talent as his father did. Apollonia 6 successfully debuts, and Billy warns the Kid that his First Avenue slot is at risk.

The Kid seizes Apollonia from a drunken Morris and the two argue and fight; Apollonia then abandons him. Returning home, he finds the house in tatters, with his mother nowhere to be found. When he turns on the basement light, his father—who had been lurking in the basement with a loaded handgun—shoots himself in the head. Frenzied after a night of torment, the Kid tears apart the basement to release his frustration, only to find a large box of his father's musical compositions. The next morning, the Kid picks up a <u>cassette tape</u> of one of Wendy and Lisa's compositions, a rhythm track named "Slow Groove", and begins to compose.

That night at First Avenue, all is quiet in the Revolution's dressing room until the Time stops by to taunt the Kid about his family life. Once on stage, the Kid announces that he will be playing "a song the girls in the band wrote", dedicated to his father—revealed to be "Purple Rain". As the emotional song ends, the Kid rushes from the stage and out the back door of the club, intending to ride away on his motorcycle. However, before he can mount it, he realizes that his new song has thrilled the crowd.

The Kid returns to the club, with his fellow musicians greeting him with approval and a teary-eyed Apollonia embracing him. The Kid returns to the stage for two encores with the Revolution ("I Would Die 4 U" and "Baby I'm a Star") to the wild approval of the crowd and Morris. Overlaid scenes show the Kid visiting his father and mother in the hospital and sorting his father's compositions in the basement, accompanied by Apollonia. A montage of all the songs plays as the credits roll.

### Cast

- Prince as The Kid
- Apollonia Kotero as Apollonia
- Morris E. Day as Morris

- Olga Karlatos as Mother
- Clarence Williams III as Father, a.k.a. "Francis L."
- Jerome Benton as Jerome
- Billy Sparks as Billy
- Jill Jones as Jill
- Dez Dickerson as Dez
- Wendy Melvoin as Wendy
- Lisa Coleman as Lisa
- The Revolution as themselves
- The Time as themselves
- Apollonia 6 as themselves

### **Production**

### **Development**

After the success of his album <u>1999</u>, <u>Prince</u> confronted his then-manager Robert Cavallo and told him he would not renew his contract with him unless he got to star in a studio film. Every studio they had met with rejected the premise of a musician-led film, leading Cavallo to produce the film himself. <u>David Geffen</u> and <u>Richard Pryor</u> were among those who passed on the film. <u>Prince</u> spent months writing down the basic plot points of the film. <u>Indicated Pryor</u> manager Robert Cavallo and told him he would not renew his contract with him unless he got to star in a studio film. Every studio they had met with rejected the premise of a musician-led film, leading Cavallo to produce the film himself. <u>Prince</u> spent months writing down the basic plot points of the film. <u>Indicated Pryor</u> Evaluation of the star in a studio film. Every studio they had met with rejected the premise of a musician-led film, leading Cavallo to produce the film himself. <u>Prince</u> spent months writing down the basic plot points of the film. <u>Indicated Pryor</u> Prince spent months writing down the basic plot points of the film. <u>Indicated Pryor</u> Blinn's original script, titled *Dreams*, was much darker. <u>Indicated Pryor</u> were among those who passed on the film. <u>Indicated Pryor</u> Prince spent months writing down the basic plot points of the film. <u>Indicated Pryor</u> Blinn's original script, titled *Dreams*, was much darker. <u>Indicated Pryor</u> Prince spent months writing the prince spent months are the prince spent months.

<u>Reckless</u> director <u>James Foley</u> was offered to direct the film, but was not interested and instead passed it on to his editor <u>Albert Magnoli</u>, who disliked Blinn's script for lacking "truth", and was then hired to direct and edit after delivering a pitch on the spot to Cavallo. [9][12][13] Allegedly during the first meeting with <u>Warner Bros.</u>, the studio executives asked Cavallo if <u>John Travolta</u> could replace Prince as the film's lead. [14]

Prince intended to cast <u>Vanity</u>, leader of the girl group <u>Vanity 6</u>, but she left the group before filming began. Her role was initially offered to <u>Jennifer Beals</u> (who turned it down because she wanted to concentrate on college) before going to Apollonia Kotero, who was then virtually unknown. Prince had seen her appearance on the February 1983 episode of <u>Tales of the Gold Monkey</u>, in which she played a saucy island girl (inspired by Jamie Muller, the only person who Prince trusted to cut the grass of his Minnesota home at the time of filming) who was sleeping with a German man of the cloth. <u>[15]</u> Excluding Prince and his onscreen parents, almost every character in the movie is named after the actor who plays them. Kotero was the last to audition and caught the eye of Magnoli. Kotero had no background in singing and was doubled by Lisa Coleman in her vocals on "Take Me With U". <u>[16]</u>

After the character change from Vanity to Apollonia, the script was drastically revised, and many dark scenes were cut. Some of these scenes include Prince and Apollonia having sex in a barn (a concept which was the story behind the 1985 song "Raspberry Beret"); Prince going to Apollonia 6's rehearsal and physically fighting with the members of The Time; and a scene which featured Prince's mother

talking to him about her shaky relationship with his father. In addition, many scenes such as the "Lake Minnetonka" scene, Apollonia first meeting Morris, and the railyard scene were cut down because of time constraints. Many clips from these scenes were featured, however, in the trailer for the movie as well as the "When Doves Cry" and "Let's Go Crazy" montage. Prince required the other musicians in the film to take acting classes prior to filming. Morris Day was supposedly kicked out of the classes for "clowning around". [17]

### **Filming**

Principal photography began on October 31, 1983, in Minneapolis, Minnesota, and spanned 42 days. [18] The film features many local landmarks, including the Crystal Court of the <u>IDS Center</u> (also shown in segments of the opening credits to *The Mary Tyler Moore Show*) and the First Avenue nightclub, which was paid \$100,000 for usage during filming and was closed for 25 days. [5] According to Alan Leeds, several days of shooting were altered due to Day refusing to show up to set due to a rivalry with Prince. [17]

The Huntington Hotel, where Apollonia stayed, is located on Main Street in downtown <u>Los Angeles</u>. In the film, it is supposed to be across the street from First Avenue. In the film, Prince rides a customized <u>Hondamatic Honda CM400A</u> motorcycle. The road north from <u>Henderson Station</u>, Minnesota, along the Minnesota River was the setting for the motorcycle ride scenes.

During production, Magnoli asked Prince to write one more song that touched on the themes of the film. The following day, Prince already had the song, "When Doves Cry", fully produced. [21]

Although <u>Warner Bros.</u> considered the film "outrageous" at the time, it was accepted for distribution after an internal debate. Music industry <u>publicist Howard Bloom</u> had advocated for the film to be released and said that "killing *Purple Rain* would be a sin against art!". [22]

### Music

The film is tied into the album of the same name, which spawned two chart-topping singles, "When Doves Cry" and the opening number "Let's Go Crazy", as well as "Purple Rain", which reached number two. The film won an Academy Award for Best Original Song Score. The soundtrack sold over 15 million copies in America alone, and 25 million worldwide. The film also coincided with spin-off albums by The Time (*Ice Cream Castle*) and Apollonia 6 (their self-titled album).

Purple Rain became Prince's first album to reach number one on the <u>Billboard 200</u>. The album spent 24 consecutive weeks atop on the <u>Billboard 200</u> and was present on the chart for a total of 167 weeks. "When Doves Cry" and "Let's Go Crazy" reached number one on the <u>Billboard Hot 100</u>, while "<u>Purple Rain"</u> peaked at number two and "I Would Die 4 U" peaked at number eight. In May 1996, the album was certified 13× Platinum by the <u>Recording Industry Association of America</u> (RIAA). It is Prince's commercial peak, with total sales standing at 25 million copies worldwide, making it one of the <u>best-selling albums of all time</u>. Prince and the Revolution won <u>Grammy Awards</u> for <u>Best Rock Performance</u> by a Duo or Group with Vocal and <u>Best Score Soundtrack for Visual Media</u>, while Prince also won the Academy Award for Best Original Song Score for the film *Purple Rain*.

Music critics noted the innovative and experimental aspects of the soundtrack's music, most famously on the spare, bass-less "When Doves Cry". Other aspects of the music, especially its synthesis of electronic elements with organic instrumentation and full-band performances along with its consolidation of rock and R&B, were identified by critics as distinguishing, even experimental factors. *Purple Rain* is regularly ranked among the greatest albums of all time. *Rolling Stone* ranked the album number eight on its list of the 500 Greatest Albums of All Time. It was inducted into the Grammy Hall of Fame and added to the Library of Congress' National Recording Registry list of sound recordings that are "culturally, historically, or aesthetically significant".

- "Let's Go Crazy" Prince and the Revolution
- "Jungle Love" The Time
- "Take Me with U" Prince and the Revolution featuring Apollonia
- "Modernaire" Dez Dickerson and the Modernaires
- "Possessed" Prince and the Revolution
- "The Beautiful Ones" Prince and the Revolution
- "God (Love Theme from Purple Rain)" Prince
- "When Doves Cry" Prince
- "Father's Song" Prince
- "Computer Blue" Prince and the Revolution
- "Darling Nikki" Prince and the Revolution
- "Sex Shooter" Apollonia 6
- "The Bird" The Time
- "Purple Rain" Prince and the Revolution
- "I Would Die 4 U" Prince and the Revolution
- "Baby I'm a Star" Prince and the Revolution

### Release

Purple Rain was released on July 27, 1984, by Warner Bros. Pictures.

#### Home media

Warner Home Video released *Purple Rain* on video in 1984 while the film was still in theaters. At the time, it was one of the first major releases to be sold at the lower listed price of \$29.95 in the United States. It shipped 435,000 units. It was released on DVD in 1999. The film was released on Blu-ray on July 24, 2007, and was re-released on with a new remaster on October 4, 2016, as part of the Prince Movie Collection. To celebrate the 40th anniversary of its theatrical release, *Purple Rain* was released on 4K Blu-ray on June 25, 2024.

### Reception

#### **Box office**

The film was commercially successful, grossing \$68,392,977 in the United States. [4]

### **Critical response**

On Rotten Tomatoes, the film has a 72% rating based on 58 reviews and an average rating of 6.40/10. The website's critical consensus reads: "Purple Rain makes for undeniably uneven cinema, but it's held together by its star's singular charisma – not to mention a slew of classic songs." On Metacritic, it has a score of 55 out of 100 based on 14 reviews, indicating "mixed or average reviews". Prince famously said after the movie opened that he had a nightmare that Roger Ebert and Gene Siskel hated the movie and tore it apart on their TV show; in fact, both critics loved Purple Rain and put it on their Top 10 lists of the best films in 1984. Roger Ebert would go on to call it "one of the greatest rock movies of all time".

In recent years, some have criticised the film as  $\underline{\text{misogynistic}}$ , especially the scene in which Morris Day throws a woman into a dumpster. David Alm in  $\underline{Forbes}$  wrote that the female characters are treated "quite literally like garbage."  $\underline{[33]}$  Tom Leatham of  $\underline{Far\ Out}$  wrote that the film "(explores) eroticism and sexuality with a complete disregard for the respect of women (and) shocking misogyny" with "little redemption", going so far as to call for the film to be removed from the United States National Film Registry.  $\underline{[34]}$ 

Others have perceived the film's treatment of women as a criticism of misogyny, rather than an endorsement of it. "Prince saw fit to hide in plain sight behind celluloid and glamour", wrote Ben Philpott of *Drowned in Sound*. "The conflict between commercialism, integrity, sex, misogyny and morality is clear and nobody has done it better since." [35] Elwin Cotman of *Bright Wall/Dark Room* also wrote that the film paved the way for later films by Spike Lee, as a then-revolutionary depiction of flawed, complicated Black men:

Purple Rain is a story about misogynists, and about misogyny itself; hatred of women undergirds the film's motif wherein Black men treat white women like trash, sometimes literally. There is deep-seated racial resentment to all the beatings, pranks, gaslighting, and insults. And unlike most Hollywood films, where actors ranging from Leonardo DiCaprio to Woody Allen portray misogyny as heroic, Purple Rain dares to make it a sign of weakness

and disintegration, rooted in trauma... Magnoli presents The Kid's treatment of women as a denial of his feminine side. Such in-depth psychology for a Black male character was uncommon at the time. [36]

### **Accolades**

Award	Category	Nominee(s)	Result	Ref.	
Academy Awards	Best Original Song Score	Prince	Won	[37]	
Brit Awards	Best Soundtrack/Cast Recording	Purple Rain	Won	[38]	
Golden Globe Awards	Best Original Song	"When Doves Cry" Music and Lyrics by Prince	Nominated	[39]	
	Worst New Star	Apollonia Kotero	Nominated		
Golden Raspberry Awards	Worst Original Song	"Sex Shooter" Music and Lyrics by Prince	Nominated	[40]	
	Album of the Year	Purple Rain – Prince and the Revolution (Mark Brown, Lisa Coleman, Matt Fink, Wendy Melvoin, Prince, and Robert B. Rivkin)	Nominated		
Grammy Awards	Best Rock Performance by a Duo or Group with Vocal	Purple Rain – Prince and the Revolution	Won	[41]	
	Best Album of Original Score Written for a Motion Picture or Television Special	Purple Rain – Lisa Coleman, Wendy Melvoin, John L. Nelson, and Prince	Won		
	Producer of the Year (Non-Classical)	Prince and the Revolution (Mark Brown, Lisa Coleman, Matt Fink, Wendy Melvoin, Prince, and Robert B. Rivkin)	Nominated		
NAACP Image Awards	Outstanding Actor in a Motion Picture	Prince	Won		
National Film Preservation Board	National Film Registry		Inducted	[42]	
Online Film & Television Association Awards	Film Hall of Fame: Songs	"When Doves Cry"	Inducted	[43]	
Saturn Awards	Best Music	Michel Colombier	Nominated	[44]	
World Soundtrack Awards	Major Contribution to the Art of Film Music and Sound	Purple Rain – Prince and the Revolution	Won		

The film is recognized by American Film Institute in these lists:

■ 2004: AFI's 100 Years...100 Songs:

- "Let's Go Crazy" Nominated<sup>[45]</sup>
- 2006: AFI's Greatest Movie Musicals Nominated<sup>[46]</sup>

## Legacy

In 1986, Prince followed up *Purple Rain* with *Under the Cherry Moon*, a black and white screwball comedy shot on location in the south of France in an Old Hollywood style. Prince starred as the lead character and also directed the film himself, while Benton returned as his sidekick. While the *Parade* soundtrack album was a hit, initial critical reception of the film was largely negative with many thrown off by the completely different tone from *Purple Rain*. Later years saw critical re-evaluation of *Under the Cherry Moon* in a more positive light, and the development of a cult following.

In 1987, Prince directed <u>Sign o' the Times</u>, a <u>concert film</u> based on the <u>Sign o' the Times Tour</u>. He returned to narrative filmmaking with 1990's <u>Graffiti Bridge</u>, a direct sequel to <u>Purple Rain</u> which follows up on the rivalry between Morris Day and The Kid. It was largely negatively received, but again the soundtrack album was a success.

Eminem's loosely autobiographical 2006 feature film <u>8 Mile</u> is often compared to *Purple Rain* and has been even called "identical" in plot: "Young musician character in a grungy upper Midwest city first fails and then succeeds in musical battle against a hated rival musician."

[47]

In 2015, a <u>Tuareg-language-remake</u> of *Purple Rain* starring the Nigerian guitarist <u>Mdou Moctar</u> entitled <u>Akounak Tedalat Taha Tazoughai</u> ("Rain the Color of Blue with a Little Red In It") was released. That same year, Prince purchased the house on Snelling Avenue in the <u>Longfellow community</u> that was used for exterior scenes of The Kid's family home in the original. It remains the property of his estate and is now a popular tourist destination.

After Prince's death on April 21, 2016, *Purple Rain* was screened in cinemas throughout the world, including widely in Australia, New Zealand, Canada and on hundreds of screens across the United States. [49][50][51][52][53] Several TV stations also aired it, including MTV and VH1. [54][55][56]

## **Musical Adaptation**

In January 2024, it was announced that producer Orin Wolf would be adapting the film into a Broadway stage musical, with its book written by Brandon Jacobs-Jenkins, and directed by Lileana Blain-Cruz. [57][58] On February 6, it was announced that the production would make its world premiere in Spring 2025, playing at Hennepin Theatre Trust's State Theatre in Prince's hometown of Minneapolis, Minnesota. [59][60][61]

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- Purple Rain (https://www.rottentomatoes.com/m/purple rain) at Rotten Tomatoes
- Purple Rain (https://www.metacritic.com/movie/purple-rain) at Metacritic

Retrieved from "https://en.wikipedia.org/w/index.php?title=Purple Rain (film)&oldid=1243514732"

FORBES > LIFESTYLE OLD

## Re-watching 'Purple Rain' After 30 Years

**David Alm** Former Contributor ① *I write about film, the arts, and design.* 



Apr 22, 2016, 03:51pm EDT

Updated Apr 25, 2016, 12:56pm EDT

( This article is more than 8 years old.



I first saw *Purple Rain*, the semi-autobiographical film starring Prince as a struggling musician in early 1980s Minneapolis, about 30 years ago, when I was in junior high school. I lived in a relatively small town in the Midwest, but I already felt the pull of the seedy, electrifying big city, and *Purple Rain* was like a siren song. The movie portrayed a world that was dark, cruel and seductive as hell.

There were others too, of course: *Desperately Seeking Susan*, starring a 26-year-old Madonna; *Beat Street*, featuring some of New York's rising hip-hop

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artists and break dancers; even the otherworldly cult classic *Liquid Sky*. But none were more exhilarating than *Purple Rain*.

When I learned yesterday afternoon that Prince had died, at the age of 57, I decided to go back and watch *Purple Rain* again (it's just \$2.99 on YouTube). I wanted to see him in his prime, to hear the songs that seemed to permeate the air of my childhood -- "When Doves Cry," "Darling Nikki," "The Beautiful Ones." And I wanted to see if *Purple Rain*, like so many other films of its era, had only gotten better with age.

The answer is an unequivocal yes, and no.

From its first song, "Let's Go Crazy," through the epic, grand-finale performance of the film's eponymous anthem, *Purple Rain* is ultimately about the music. Songs are performed, or played over montages that advance the film's plot, from start to finish.

Here we see Prince, the consummate showman, doing what he did best: he struts, strips and shreds his way across the stage. Though his character, identified only as "The Kid," is on the verge of failure, caught in a bitter rivalry with Morris Day, who plays himself, and Day's far more successful band, The Time, you'd never know it from his performances, which are presented with as much polish and pomp as any real Prince show. And then there's the clothes, the white guitar, the Aqua Netted hair, the purple motorcycle. Aesthetically, *Purple Rain* is glorious, hyper-sexualized 1980s camp.

Meanwhile, its female characters are treated, quite literally, like garbage. Early in the film, a scorned woman accosts Morris for keeping her waiting all night, and with nary a nod Morris commands his chauffeur-bodyguard, Jerome, to throw her head-first into a Dumpster. The others stay out of the trash, but they're all jerked around -- especially the female lead, Prince's former lover in real life, Apollonia Kotero, over whom Morris and The Kid battle just as viciously as they do the stage.

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Despite having eyes for The Kid, Apollonia also has dreams of being a performer herself, and Morris can help in ways The Kid can't. When she tells The Kid she's working with Morris, he hits her in the face, mirroring his father's violence toward his mother. Later, she rides next to Morris in his limousine wearing the metal collar of a slave.

Anyone who misses the symbolism of that scene -- or even the earlier Dumpster scene -- isn't looking very hard, suggesting that Prince and the film's director, Albert Magnoli, were playing up the misogyny on purpose. But for all The Kid's apparent contrition after hitting Apollonia, or his emphatic declarations of love and devotion when he's on stage, he never seems to fully reckon with his own demons.

This, too, may have been by design. Although the film's hero, The Kid is hardly a sympathetic character: He tricks Apollonia into diving naked into a lake and then speeds away on his purple ride, only to come back and taunt her even more. He refuses to cede any control over his music. He pouts, he rants, he broods -- and yet, it's impossible not to root for him. The Kid may be a vain, domineering child, but he's also an underdog.

The Kid wins Apollonia back, of course, and *Purple Rain* ends in triumph -over the stage, over the girl, and even, in some ways, over fate itself, which,
for The Kid, takes the form of his alcoholic father, a once-promising
musician who succumbed to mental illness and rage.

In this sense, the triumphant end implies a coda, too: The Kid may have reached the summit, for now, but fame is elusive -- and, as the deaths of Michael Jackson, Heath Ledger, Philip Seymour Hoffman and many others have reminded us, hardly a guard against human suffering. In the final scene, The Kid dances, twirls and hops around the stage. And then, cut, freeze frame: The Kid, backlit in a field of purple haze, stares back at you with his enormous, haunting eyes.

Unlike The Kid, Prince was famously generous. He was an avid collaborator. He wrote numerous songs for other artists throughout his 40-year career. Even into the 2000s, he was known to show up at random Minneapolis nightspots and summon people back to Paisley Park, his home recording studio, for impromptu, all-night concerts.

Now, as the details of his final weeks and years come to light, we're learning that he had other sides, too -- as humans do. And somehow, whether intentionally or not, *Purple Rain* managed to capture that.

It may be misogynistic and its plot may be thin, but *Purple Rain* is, nevertheless, a masterpiece. Perhaps now more than ever.



#### **David Alm**

I am a Brooklyn-based writer, editor, and professor. I have covered contemporary art and film since the late 1990s, and have taught... **Read More** 

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# EXHIBIT C

FILED In the office of the Secretary of Crate

#### ARTICLES OF INCORPORATION

OF

control.

JAN22 1980 layer have in the safe of the Dogwy

#### PRN MUSIC CORPORATION

The undersigned Incorporator hereby executes, acknowledges and files the following Articles of Incorporation for the purpose of forming a corporation under the General Corporation Law of the State of California:

The name of the Corporation shall be:

#### PRN MUSIC CORPORATION

Two: The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

Three: The name and address in this state of the Corporation's initial agent for service of process in accordance with subdivision (b) of Section 1502 of the General Corporation Law is:

> L. Lee Phillips c/o Manatt, Phelps, Rothenberg & Tunney 1888 Century Park East Suite 2100 Los Angeles, California 90067

Four: The Corporation is authorized to issue only one class of shares, and the total number of shares which the Corporation is authorized to issue is one million (1,000,000).

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on January 22, 1980.

> felcon Prince R. Nelson, Incorporator

The undersigned declares that he : the person who executed the foregoing Articles of Incorporation and that such instrument is the act and deed of the undersigned.

PRINCE R. NELSON

# EXHIBIT D

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FILED
In the office of the Secretory of State
of the State of Culifornia

CERTIFICATE OF AMENDMENT
OF

NOV 2 0 1989

ARTICLES OF INCORPORATION OF

MARCH FONG EU, Secretally of State

#### PRN MUSIC CORPORATION

a California corporation

Prince Rogers Nelson and Alan Leeds certify that:

- 1. They are the President and the Secretary, respectively, of PRN Music Corporation, a California corporation (the "Corporation").
- 2. Article One of the Articles of Incorporation of the Corporation is amended to read as follows:

"The name of this corporation is Paisley Park Enterprises."

- 3. The foregoing Amendment of Articles of Incorporation has been duly approved by the Board of Directors.
- 4. The foregoing Amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the Corporation is One Hundred (100). The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than fifty percent (50%).

The undersigned further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of their own knowledge.

Dated: November 8, 1989.

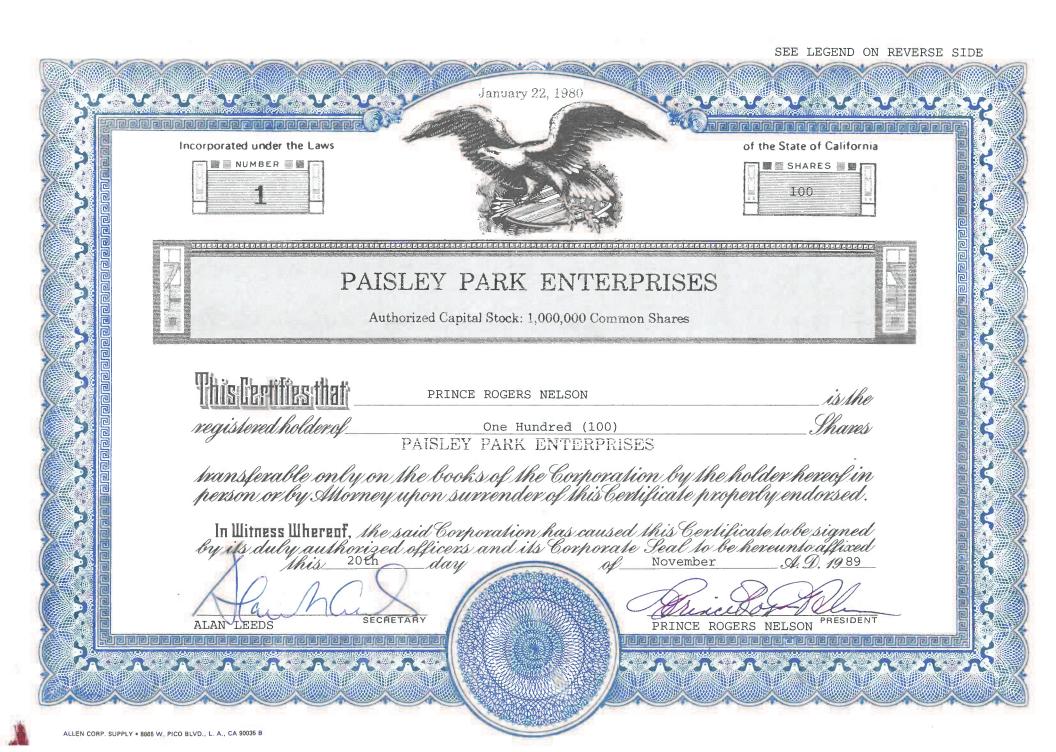
PRINCE ROGERS NELSON

President

ALAN LEEDS

Secretary

PRN1109/other/articles



IT IS UNLAWFUL TO CONSUMMATE A SALE OR TRANSFER OF THIS SECURITY, OR ANY INTEREST THEREIN, OR TO RECEIVE ANY CONSIDERATION THEREFOR, WITHOUT THE PRIOR WRITTEN CONSENT OF THE COMMISSIONER OF CORPORATIONS OF THE STATE OF CALIFORNIA, EXCEPT AS PERMITTED IN THE COMMISSIONER'S RULES.

Tor Value Red	rived,hereby/sell, assign/and/transfer
MICAV	Phyres
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Corporation with fit	Shares on the books of the within named Il power of substitution in the premises.
Dased	19
In presence of	

NOTICE: THE SIGNATURE OF THIS ASSIGNMENT
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FACE OF THE CERTIFICATE, HE VERT WHITCOLLAR, WHITHOUT
ALTERATION OR ENLARGEMENT, OR ANY CHANGE WHATEVER

### PASTE CANCELLED CERTIFICATE IN THIS SPACE

	IF NOT AN ORIGINAL ISSUE SHOW DETAILS OF TRANSFER BELOW				
CO 10 1 0 100 COD		Original Certificate N		No. of Origit.	
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(name change from PRN music Corporation)					
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# EXHIBIT E



# State of California B:11 Jones

Secretary of State

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## STATEMENT BY DOMESTIC STOCK CORPORATION

A \$10 FILING FEE MUST ACCOMPANY THIS STATEMENT

WHEN COMPLETING FORM, PLEASE USE BLACK TYPEWRITER RIBBON OR BLACK THE

WPORIANI Please there is rection to be 21 Fee

DO NOT ALTER PREPRINTED NAME, IF ITEM NO. 1 IS BLANK, PLEASE ENTER CORPORATE NAME.

C0950301 DUE DATE 01-31-97 00614S
PAISLEY PARK ENTERPRISES
7801 AUDUBON RD
CHANHASSEN, MN 55317

SACRAMENTO, CALIF.

Bill Jane

BEST COPY SOS.,

" IF THERE HAS BEEN NO CHANGE IN ANY OF THE INFO	RMATION ON FILE-PRO	CEED TO LINE 16. DO NOT WRITE IN	THIS SPACE		
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2. STREET ADDRESS OF PRINCIPAL EXECUTIVE OFFICE	ROOM NO.	2A. CITY AND STATE CHAN PLASSEN MN	28. ZIP CODE 553/7		
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11. THE NUMBER OF VACANCIES ON THE BOARD OF DIRECTORS, IF ANY DONE					
DESIGNATED AGENT FOR SERVICE OF PROCESS (Only one upon may be usual and must relide in Collifornia)					
12. M. Steven H. ANBERS					
13. LA GENIA SPACET ADDRESS IT AGENT IS AN INDIVIDUAL DO NOT USE P.O. BOX OF INCLUDE ADDRESS IF AGENT IS A CREMENTUM.					
4. DESCRIPE TYPE OF BUSINESS OF THE CORPORATION NAMED IN ITEM 1.					
15. I DECLARE THAT I HAVE EXAMINED THIS STATEMENT AND TO THE BEST OF MY KNOWLEDGE AND BELIEF. IT IS TRUE, CORRECT AND COMPLETE,  TYPE OF PRINT NAME OF SIGNING OFFICER OR AGENT  SIGNATURE  TITLE  DATE					
16. I DECLARE THERE HAS BEEN NO CHANGE IN THE INFORMATION CONTAINED IN THE LAST STATEMENT OF THE CORPORATION WHICH IS ON FILE IN THE SECRETARY OF STATES OFFICE DOES NOT ABOUT ON INITIAL FILING					
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## # 95030 CERTIFICATE OF DISSOLUTION

MAY - 6 1999

The undersigned certify that:

BILL JONES, Beachtary of Steel

- 1. They constitute a majority of the directors now in office of PAISLEY PARK ENTERPRISES, a California Corporation.
- 2. The corporation has been completely wound up.
- 3. The corporation's known debts and liabilities have been actually paid.
- 4. The known assets have been distributed to the persons entitled thereto.
- 5. A person or corporation assumes tax liability, if any, of the dissolving corporation as security for the issuance of a tax clearance certificate from the Franchise Tax Board and is responsible for additional corporate taxes, if any, that are assessed and that become due after the date of the assumption of the tax liability.
- 6. The election to dissolve was made by the vote of all the outstanding shares.
- 7. The corporation is dissolved.

I further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE.

Bv.

PRINCE ROGERS NELSON, Director

10301

# state of Minnesota

## SECRETARY OF STATE

#### CERTIFICATE OF INCORPORATION

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date. In the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below:

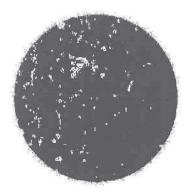
This corporation is now legally organized under the laws of Minnesota.

Corporace Name: Paleley Park Enterprises, Inc.

Corporate Charter Number: 107-30

Chapter Formed Under: 302A

This certificate has been issued on 07/01/1999.



Mary Hiffmann Secretary of State.

107-30

#### ARTICLES OF INCORPORATION OF PAISLEY PARK ENTERPRISES, INC.

The undersigned incorporator, who is a natural person of 18 years or older, in order to form a corporate entity under Minnesota Statutes, Chapter 302A, hereby creates a body corporate and adopts the following articles of incorporation.

#### ARTICEEL.

The name of the corporation is:

Paisley Park Enterprises, Inc.

#### ARTICLE II.

The registered office of this corporation is located at, 7801 Audubon Road, Chanhassen, MN 55344. The location of the registered office may be changed by the action of the board of directors without amending these articles, so long as such change is made in accord with Minnesota law, and provided that the office remains in the state of Minnesota.

#### ARTICLE III.

The corporation shall have general business purposes, and shall have perpetual existence.

#### ARTICLE IV.

The shares of capital stock of the corporation shall be of one class, subject to the following:

- 1. The corporation is authorized to issue 10,000 thousand (10,000) shares of no par (\$0.00) per share par value capital stock, to be held, sold and paid for at such times and in such manner as the board of directors may determine, in accordance with the laws of the State of Minnesota.
- Unless otherwise established by the board of directors, all shares of the corporation are common shares entitled to vote and shall be of one class and one suries having equal rights and preferences in all matters.

#### ARTICLE V.

The name and address of the person acting as incorporator of this corporation is:

Richard L. Jensen of 8680 Grier Lane, Heron Suite, Edon Prairie, MN 55346

020095

M

#### ARTICLE VI.

Any action, other than an action requiring shareholder approval, may be taken by written action signed by the number of directors that would be required to take the action at a meeting at which all directors were present.

#### ARTICLE VII.

A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided this article shall not eliminate or limit the liability of a director to the extent provided by applicable law for any breach of the duty of loyalty to the corporation, for acts or omissions not in good faith or that involve knowing violation of the law or intertional misconduct, or any transaction from which the director derived a personal benefit.

#### ARTICLE VIII.

This corporation shall initially have one director. He is, Richard L. Jensen, with a plane of business at \$680 Grier Lace, Eden Prairie, MN 55344.

#### ARTICLEIX

The shareholder vote required for adoption of an amendment to these Articles of Incorporation shall be the affirmative vote of the holders of a majority of the voting power of the shares present and entitled to vote at a shareholder meeting.

#### ARTICLE X.

If a shareholder vote is required ''! haw for any of the transactions listed below, the affirmative vote of a majority of shares cutified to vote shall be sufficient to authorize the action or transaction:

- (a) A merger with any corporation(s);
- (h) An exchange of one or more classes or series of the common shares of the corporation for the shares of one or more classes or series of one or more other corporations;
- (c) The sale, lease, transfer or other disposition of all or substantially all or the corporation's property, not in the usual course of its business;
- (d) The voluntary dissolution of the corporation.

#### ARTICLE XI.

There shall be no cumulative voting by the shareholders of the corporation. The shareholders of this corporation shall not have preemptive rights to subscribe for or acquire securities or rights to purchase securities of any kind, class or series of the corporation.

Signed by the incorporator, on the first day of July , 1999,

Richard L. Jensen

8680 Orier Lane, Heron Suite Eden Prairie, Minnesota 55344

STATE OF MINNESOTA

COUNTY OF HENNEPIN

The foregoing instrument was signed and acknowledged before methis 244 day of 45/1, 1999 by Richard L. Jensen.

Ne tary Public

BTEVEN: A HATZ'ING
NOTARY PUBLIC - MINNEBOTA
HENNEPIN COUNTY
MY COmmission Explirat
January 31, Road

STATE OF MINNESOTA DEPARTMENT OF STATE FILED

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page 3

# EXHIBIT F

# WRITTEN ACTION OF THE BOARD OF DIRECTORS OF PAISLEY PARK ENTERPRISES, INC.

### **Acceptance of Capital Contribution**

WHEREAS, on December 30, 1988, Prince Rogers Nelson transferred certain real property, buildings and improvements located at 7801 Audubon Road, Chanhassen, Minnesota 55317, and commonly known as Paisley Park (the "Property"), to Paisley Park Enterprises f/k/a PRN Music Corporation, a California corporation ("Paisley California");

WHEREAS, on May 6, 1999, Paisley California was voluntarily dissolved, and on July 1, 1999, the Corporation was incorporated, in a transaction that appears to have been intended to constitute a reorganization pursuant to Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended;

WHEREAS, the transfer of the Property from Paisley California to the Corporation appears to have been overlooked during the reorganization of Paisley California as the Corporation, causing the Property to remain titled under Paisley California following the reorganization, although the Property has been treated for tax purposes as being owned by the Corporation;

WHEREAS, on December 19, 2016, Bremer Trust, National Association, acting in its capacity as Special Administrator of the Estate of Prince Rogers Nelson (the "Estate") at that time, caused Paisley California to transfer the Property to Paisley Park Facility, LLC, a Delaware limited liability company ("Facility");

WHEREAS, the Estate is the sole member of Facility and the sole shareholder of the Corporation;

WHEREAS, in order to correct the failure to transfer the Property at the time of the reorganization to the Corporation, the Estate proposes to assign, transfer and convey all of its membership interest in Facility to the Corporation (the "Assignment"); and

WHEREAS, it is in the best interests of the Corporation to accept the Assignment;

NOW, THEREFORE, RESOLVED, that the Assignment be and it hereby is accepted, so that the Corporation will properly own the Property indirectly through Facility.

FURTHER RESOLVED, that the officers of the Corporation, and each of them acting alone, are hereby authorized and directed to prepare, sign and deliver such instruments as such officers of the Corporation deem necessary or appropriate to effectuate the foregoing resolutions.

FURTHER RESOLVED, that the officers of the Corporation are hereby authorized to take such further actions as such officers of the Corporation deem necessary or appropriate to effectuate the foregoing resolutions.

\*\*\*Signature Page Follows\*\*\*

IN WITNESS WHEREOF, the undersigned has signed this Written Action as of the date first above written, which shall be the effective date hereof.

**BOARD OF DIRECTORS:** 

Andrea L. Bruce

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# EXHIBIT G

#### STATE OF DELAWARE

# CERTIFICATE OF CONVERSION FROM A CORPORATION TO A LIMITED LIABILITY COMPANY PURSUANT TO SECTION 18-214 OF THE LIMITED LIABILITY COMPANY ACT

- 1. The jurisdiction where the Corporation first incorporated is Minnesota.
- 2. The jurisdiction immediately prior to filing this Certificate is Minnesota.
- 3. The date the corporation first incorporated is July 1, 1991.
- 4. The name of the Corporation immediately prior to filing this Certificate is Paisley Park Enterprises, Inc.
- 5. The name of the Limited Liability Company as set forth in the Certificate of Formation is Paisley Park Enterprises, LLC
  - 6. The effective date of the conversion is March 31, 2021.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on March 31, 2021.

By: Authorized Person

DocuSigned by:

Name: Andrea L. Bruce

# EXHIBIT H

STATE OF MINNESOTA

DISTRICT COURT

FIRST JUDICIAL DISTRICT

COUNTY OF CARVER

In the Matter of:

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

Estate of Prince Rogers Nelson,

Decedent.

ORDER REGARDING ACCOUNTINGS, WAIVER, DECREE OF DISTRIBUTION, RESERVE AND DISCHARGE

The above-entitled matter came before the undersigned on July 29, 2022 pursuant to the stipulation of Comerica Bank & Trust, N.A. ("Comerica"), in its capacity as Personal Representative of the Estate of Prince Rogers Nelson ("Estate") and Norrine Nelson, Sharon Nelson, the John R. Nelson Revocable Trust, Primary Wave Music IP Fund 1, LP, Primary Wave Music IP Fund 3, LP, Primary Wave Music Prince Coinvest, LP, L. Londell McMillan, and Charles Spicer, in their capacities as Court-recognized Heirs or assignees of Court-recognized Heirs and PRINCE LEGACY LLC and PRINCE OAT HOLDINGS LLC, as the holder of all expectancy interests in the Estate via assignment from the Court-recognized Heirs and their assignees, regarding accountings, waiver, decree of distribution, reserve, and discharge of Comerica.

Based on the stipulation and all the files, records, and proceedings herein, the Court hereby makes the following:

#### **ORDER**

- 1. In the interest of closing the Estate, the interim accounting for February 1, 2021, through January 31, 2022, submitted by Comerica in its capacity as Personal Representative of the Estate is approved.
  - 2. In the interest of closing the Estate, all acts and doings of Comerica set forth in the

interim accounting from February 1, 2021, through January 31, 2022, are approved, ratified, and confirmed.

- 3. For the accounting period of February 1, 2021, through January 31, 2022, the Court determines that objections that could have been raised and have not been raised are waived.
- 4. Sharon Nelson, Norrine Nelson, the John R. Nelson Revocable Trust, L. Londell McMillan, Charles Spicer, Primary Wave Music IP Fund 1, LP, Primary Wave Music IP Fund 3, LP, Primary Wave Music Prince Coinvest, LP, PRINCE LEGACY LLC, and PRINCE OAT HOLDINGS LLC, (the "Beneficiaries") have affirmatively waived any requirement that Comerica prepare an accounting for the time period of February 1, 2022 through the closing of the Estate and the distribution of all remaining assets of the Estate to the Beneficiaries ("Final Closing"). As a result, in the interest of closing the Estate, all acts and doings of Comerica from February 1, 2021, through the Final Closing are approved, ratified, and confirmed as if Comerica had prepared and submitted an accounting for that period. For the period of February 1, 2021, through the Final Closing, the Court determines that all objections to Comerica's acts and doings have been affirmatively waived.
- 5. The Beneficiaries have affirmatively waived any requirement that Comerica submit for Court review its fees and expenses and the attorneys' fees and expenses of its counsel for the time period of June 1, 2022, through the Final Closing. As a result, all fees, expenses, attorneys' fees and expenses of Comerica and its counsel are deemed approved and allowed for the time period of June 1, 2022, through the Final Closing, subject to the provisions of Paragraph 12, herein.
- 6. Subject to the terms of this Order, Comerica shall retain a total of three million dollars (\$3,000,000.00) as a reserve to ensure it can pay the costs and expenses associated with closing the Estate, including the preparation of tax returns, professional fees, expenses and any

awards entered in pending litigation involving the Estate, expenses previously incurred by the Estate for which it has not received invoices, and any other necessary expenses (the "Reserve"). On or before January 31, 2023, Comerica shall distribute one-third of the then remaining unspent funds in the Reserve, with 50% of that amount being distributed to PRINCE OAT HOLDINGS LLC and 50% being distributed to PRINCE LEGACY LLC. On or before July 31, 2023, Comerica shall distribute one-half of the then remaining unspent funds in the Reserve, with 50% of that amount being distributed to PRINCE OAT HOLDINGS LLC and 50% being distributed to PRINCE LEGACY LLC. On or before January 31, 2024, Comerica shall distribute all of the then remaining unspent funds in the Reserve, with 50% of that amount being distributed to PRINCE OAT HOLDINGS LLC and 50% being distributed to PRINCE OAT HOLDINGS LLC and 50% being distributed to PRINCE OAT HOLDINGS LLC and 50% being distributed to PRINCE LEGACY LLC.

- 7. As affirmed by all Court-recognized Heirs or assignees of Court-recognized Heirs, PRINCE LEGACY LLC, now holds 50% of the expectancy interests in the Estate (consisting of all expectancy interests previously held by Sharon Nelson, Norrine Nelson, John Nelson, the John Nelson Revocable Trust, L. Londell McMillan, and Charles Spicer) and PRINCE OAT HOLDINGS LLC now holds 50% of the expectancy interests in the Estate (consisting of all expectancy interests previously held by Tyka Nelson, Omarr Baker, Alfred Jackson, Primary Wave Music IP Fund 1, LP, Primary Wave Music IP Fund 3, LP, and Primary Wave Music Prince Coinvest, LP).
- 8. Comerica shall make payments from the Estate to each of Lommen Abdo, P.A., Skolnick & Bardwell, P.A., and L. Londell McMillan (in reimbursement of his previous payment to Hansen Dordell Bradt Odlaug and Bradt) in the amounts set forth in Comerica's letter to the Court. Upon receipt of those payments, Lommen Abdo and Skolnick & Bardwell shall promptly file a satisfaction of the liens they asserted against the expectancy interests held, or formerly held,

by Sharon Nelson, Norrine Nelson, and John Nelson, as the Hansen law firm has filed its satisfaction and release of liens. Comerica shall also make a payment to Primary Wave Music IP Fund 1, LP, in an amount equal to the total payments to Lommen Abdo, Skolnick & Bardwell, and L. Londell McMillan.

- 9. Excepting the Reserve and following the payments set forth in Paragraph 8, herein, the property of the Decedent on hand for distribution consists of the following:
  - (1) \$5,638,878.29 in cash (plus any interest or income and minus any additional expenses between July 28, 2022 and entry of this Order).
  - (2) 600,000 membership units, consisting of 100% of the outstanding membership, units in PRN IP, LLC, a Minnesota limited liability company. PRN IP, LLC does not currently own any assets but is a contracting party to certain agreements related to assets owned by various Estate-owned entities.
  - (3) All membership units, consisting of 100% of the outstanding membership units, in PRN Real Estate, LLC, a Minnesota limited liability company. PRN Real Estate holds 100% of the outstanding membership units of 539 Newton Avenue, LLC, a Minnesota limited liability company that in turn owns real property located at 539 Newton Avenue, Minnesota, Minnesota.
  - (4) 1,000 membership units, consisting of 100% of the outstanding membership units, in NPG Records, LLC, a Delaware limited liability company. NPG Records, LLC holds assets including, but not limited to, the recorded music catalogue of Prince Rogers Nelson, certain trademarks, certain personal property, and cash in the amount of \$1,886,356.89 (plus any interest or income and minus any additional expenses between July 28, 2022 and entry of this Order).

- (5) 1,000 membership units, consisting of 100% of the outstanding membership units, in Paisley Park Enterprises, LLC, a Delaware limited liability company. Paisley Park Enterprises, LLC holds assets including but not limited to (a) certain trademarks, (b) the name, image, likeness and rights of publicity of Prince Rogers Nelson, (c) 100% of the outstanding membership interest in Paisley Park Facility, LLC, a Delaware limited liability company (which in turn owns real property located at 7801 Audubon Lane, Chanhassen, Minnesota), (d) 100% of the outstanding membership interest in Paisley Park Operations, LLC, a Delaware limited liability company (which manages the operations of the museum located at the real property owned by Paisley Park Facility, LLC), (e) certain personal property, both directly and indirectly through Prince TPP, LLC, a Delaware limited liability company, (f) 1 membership unit, consisting of 0.1% of the outstanding membership units, of NPG Music Publishing, LLC, a California limited liability company, and (f) 100% of the outstanding membership units in 8020 Park Place, LLC, a Minnesota limited liability company (which in turn owns a warehouse located at 8020 Park Place, Chanhassen, Minnesota); and (g) combined cash held by Paisley Park Enterprises, LLC, Paisley Park Operations, LLC and Paisley Park Facility LLC in the amount of \$1,647,752.34 (plus any interest or income and minus any additional expenses between July 28, 2022 and entry of this Order).
- (6) 999 membership units, consisting of 99.9% of the outstanding membership units, of NPG Music Publishing, LLC, a California limited liability company. NPG Music Publishing, LLC, holds assets including but not limited to the music publishing catalogue of Prince Rogers Nelson, 100% of the outstanding membership interest in

3420 Snelling Avenue, LLC and cash in the amount of \$131,539.85 (plus any interest or income and minus any additional expenses between July 28, 2022 and entry of this Order).

- (7) All remaining assets, claims, and liabilities of the Estate.
- 10. By this Decree, title to the personal property described above, subject to any prior disposition, is assigned to and vested in the following named entities in the following amounts, proportions or parts:

#### **ENTITY**

#### PROPERTY/PART

PRINCE LEGACY LLC	\$2,819,439.14 in cash (plus any interest or income between July 28, 2022 and the transfer and minus any additional expenses between July 28, 2022 and entry of this Order); 300,000 membership units in PRN IP, LLC; 50% of the membership units in PRN Real Estate, LLC; 500 membership units in NPG Records, LLC; 500 membership units in Paisley Park Enterprises, LLC; 499.5 membership units in NPG Music Publishing, LLC; 50% of all remaining assets, claims, and liabilities of the Estate.
PRINCE OAT HOLDINGS LLC	\$2,819,439.14 in cash (plus any interest or income between July 28, 2022 and the transfer and minus any additional expenses between July 28, 2022 and entry of this Order); 300,000 membership units in PRN IP, LLC; 50% of the membership units in PRN Real Estate, LLC; 500 membership units in NPG Records, LLC; 500 membership units in Paisley Park Enterprises, LLC; 499.5 membership units in NPG Music Publishing, LLC; 50% of all remaining assets, claims, and liabilities of the Estate.

Following entry of this Order, Comerica shall execute all documents reasonably necessary to effectuate this Decree, which shall be accomplished as soon as reasonably practical, taking into account the size and complexity of this Estate and the requirement that PRINCE LEGACY LLC and PRINCE OAT HOLDINGS LLC fulfill all steps necessary to receive the property, including but not limited to opening bank accounts. Upon completion of the distribution of the property set-

forth herein, Comerica shall file a letter with the Court confirming the same. Additionally, should Comerica receive any additional cash after the transfers set forth herein, it shall promptly transfer that cash to the proper recipient—either PRINCE LEGACY LLC and PRINCE OAT HOLDINGS LLC or the entities formerly owned by the Estate (*e.g.*, if cash is deposited in the Estate account, 50% of that cash shall be distributed to each of PRINCE LEGACY LLC and PRINCE OAT HOLDINGS LLC, and if cash is deposited in the NPG Records, LLC account at Comerica, that sum shall be transferred to the new account owned by PRINCE LEGACY LLC and PRINCE OAT HOLDINGS LLC for NPG Records, LLC).

- 11. Comerica and its officers, employees, and contractor Angela Aycock, counsel (including, without limitation, Fredrikson & Byron, P.A. and Boyarski Fritz LLP and their officers and employees), affiliates, and insurers are hereby discharged from any and all duties and liability related to the Estate of Prince Rogers Nelson associated with Comerica's service as personal representative of the Estate through the end of the Transition Period (as defined in paragraph 12), including without limitation based on Comerica management and administration of all Estate owned entities, assets, and liabilities; provided, however, that nothing herein shall relieve or discharge Comerica from its obligation to distribute the unspent funds in the Reserve to PRINCE LEGACY LLC and PRINCE OAT HOLDINGS LLC in the manner required by this Order.
- 12. Notwithstanding the discharge set forth in the preceding paragraph, Comerica shall continue to serve as personal representative of the Estate, for the limited term and limited purpose of completing the transition and closing of the Estate, including (i) transferring all of the assets as described in paragraph 10, (ii) filing the final fiduciary income tax returns and other necessary tax filings for the Estate, and (iii) ensuring the dismissal of Comerica and the Estate as parties to all litigation involving the Estate. Comerica shall be entitled to compensation in the provisional

amount of \$65,000.00 (which shall be paid from the Reserve) in connection with its activities transitioning the Estate, resolving any remaining pending litigation, and preparing the final fiduciary income tax return for the time period of entry of this Order through the final discharge of Comerica ("Transition Period"), which shall occur following the filing of the final fiduciary income tax return for the Estate and the dismissal of Comerica and the Estate as parties to all thirdparty litigation involving the Estate; provided, however, that if the Transition Period lasts longer than four months or involves extraordinary activities not currently anticipated by the parties, Comerica may seek compensation in addition to the \$65,000.00 amount set forth herein. Additionally, to the extent that Comerica officers, contractors, or employees are, outside of the initial four months following the date of this Order, required to appear as witnesses at a deposition, trial, or hearing as a result of Comerica's service as Personal Representative (including, but not limited to, in ongoing litigation involving the Estate and its wholly owned entities), Comerica shall be entitled to reimbursement for the time of such Comerica officers, contractors, or employees at the rate of \$200.00 per hour, plus reasonable expenses, costs, and attorneys' fees incurred in connection therewith, which shall be paid from the Reserve. PRINCE LEGACY LLC and PRINCE OAT HOLDINGS LLC shall, as promptly as possible under the circumstances, designate new individuals as party representatives and individuals with knowledge in pending lawsuits to reduce the likelihood that Comerica officers, contractors, or employees are required to testify in litigated matters. Comerica shall also be entitled to payment of the reasonable fees and expenses incurred by Comerica and Comerica's attorneys, accountants and other agents in connection with the Transition Period related to the transition and closing of the Estate, which shall be reported to PRINCE LEGACY LLC and PRINCE OAT HOLDINGS LLC, including through the provision of monthly fee invoices, and paid from the Reserve. To the extent that PRINCE LEGACY LLC

reasonable, they may raise a challenge with the Court. Additionally, if PRINCE LEGACY LLC

and/or PRINCE OAT HOLDINGS LLC believes that any fees and expenses charged are not

and/or PRINCE OAT HOLDINGS LLC believe the Comerica has not acted diligently to close the

Estate, they may raise such issue with the Court. After Comerica completes the transfer of the

assets as described in paragraph 10, files the final fiduciary income tax return and accomplishes

the dismissal of the Estate and Comerica as parties from all third-party litigation involving the

Estate, Comerica shall advise the Court by written letter, at which point the Court shall enter the

order attached hereto as Exhibit A. Beginning September 16, 2022 and continuing on a weekly

basis thereafter (or on such less frequent basis as is expressly agreed upon by all of Comerica,

PRINCE LEGACY LLC and PRINCE OAT HOLDINGS LLC) until the Estate is closed, the Court

shall hold a telephone conference with the parties to discuss the status of closing the Estate.

13. The Carver County District Court shall retain jurisdiction to enforce the provisions

of this Order.

Dated: August 1, 2022

BY THE COURT:

The Honorable Kevin W. Eide Judge of District Court

NOTICE:

A true and correct copy of this Order/Notice has been served by EFS upon the parties. Please be advised that orders/notices sent to attorneys are sent to the lead attorney only.

9

## **EXHIBIT A**

STATE OF MINNESOTA

DISTRICT COURT

COUNTY OF CARVER

FIRST JUDICIAL DISTRICT

In the Matter of:

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

Estate of Prince Rogers Nelson,

Decedent.

### ORDER CLOSING ESTATE AND DISCHARGING COMERICA

Based on the stipulation and all the files, records, and proceedings herein, the Court hereby makes the following:

#### **ORDER**

1. Comerica and its officers, employees, and contractor Angela Aycock, counsel (including, without limitation, Fredrikson & Byron, P.A. and Boyarski Fritz LLP and their officers and employees), affiliates, and insurers are hereby discharged from any and all duties and liability related to the Estate of Prince Rogers Nelson associated with Comerica's service as personal representative of the Estate, including without limitation based on Comerica management and administration of all Estate owned entities, assets, and liabilities, Comerica's preparation of the final fiduciary income tax return for the Estate, and Comerica's distribution of assets to the

successors of	the Estate as required by the Court's	s, 2022	Order; provided,		
however, that	nothing herein shall relieve or discharge	e Comerica from its obliga	ation to distribute		
the unspent fur	nds in the Reserve to PRINCE LEGACY	LLC and PRINCE OAT I	HOLDINGS LLC		
in the manner	required by the Court's	, 2022 Order.			
2.	Effective upon entry of this Order, the Estate shall be deemed closed.				
3.	The Carver County District Court shall retain jurisdiction to enforce the provisions				
of this Order.					
Dated:	I	BY THE COURT:			
		The Honorable Kevin W. I udge of District Court	Eide		
NOTICE:	A true and correct copy of this Order/N parties. Please be advised that orders/n attorney only.	•			

# EXHIBIT I

10

#### TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT, nunc pro tunc, effective February 2, 2017 ("Effective Date"), is made by and between Comerica Bank & Trust, N.A., as Personal Representative of the Estate of Prince Rogers Nelson (the "Assignor"), and Paisley Park Enterprises, Inc., a Minnesota corporation ("Assignee").

WHEREAS, Assignee has agreed to acquire from Assignor, and Assignor has agreed to assign to Assignee, all of Assignor's right, title and interest in and to the trademarks identified on Attachment A and the associated applications set forth on Attachment A, and any and all other marks held by Assignor as of the Effective Date (the "Marks").

WHEREAS, Assignee is a successor to the business of Assignor to which the Marks and the applications pertain, which business is ongoing and existing.

NOW, THEREFORE, Assignor does hereby assign, sell, transfer and convey, nunc pro tune, unto Assignee all of Assignor's right, title and interest in and to the Marks, including all rights under common law, any corresponding trademark applications or registrations therefor, the goodwill appurtenant thereto; and Assignor does hereby further assign, sell, transfer and convey unto Assignee any and all claims of Assignor for past infringement and any and all causes of action of Assignor with respect to or arising out of the Marks, along with the right to recover damages and profits for past infringements thereof.

Assignor agrees to execute and deliver at the request of Assignee all necessary documents, papers, instruments, and assignments in order to assign the Marks to Assignee, and to perform any other reasonable acts Assignee may require in order to vest all of Assignor's rights, title, and interest in and to the Marks in Assignee and to provide evidence to support any of the foregoing in the event such evidence is reasonably deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.

This Assignment may be executed in one or more counterparts, each of which shall be deemed an original, but all of which shall be considered one instrument.

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be executed and delivered by its duly authorized representative.

ASSIGNOR:
ESTATE OF PRINCE ROGERS NELSON
By: Comerica Bank & Trust, N.A., Personal Representative
By: andre & Bruce
Name: Andrea L. Bruce
Title: Vice President
Date: 4/18/2019
ASSIGNEE:
PAISLEY PARK ENTERPRISES, INC.
By: andre & Bruce
Name: Andrea L. Bruce
Title: Chief Executive Officer
Date: 4/18/2019

#### Attachment A

Mark	App. No.	Filing Date
CLOUD	88141856	October 3, 2018
CLOUD GUITAR	None	None
	88176214	October 31, 2018