STATE OF SOUTH CAROLINA
In the Court of Appeals

APPEAL FROM AIKEN COUNTY
Court of Common Pleas
The Honorable Doyet A. Early, III Circuit Court Judge

Appellate Case No. 2019-000362

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SC Court of Appeals

Adele J. Pope, Appellant,

v.

Estate of James Brown and The James Brown 2000 Irrevocable Trust, Respondents.

RECORD ON APPEAL
VOLUME III of VII
(Pages 977 – 1450)

Adam T. Silvernail (Bar No. 80219)
Law Office of Adam T. Silvernail, LLC
1905 Marion Street (29201)
Post Office Box 7995
Columbia, South Carolina 29202-7995
(803) 779-1770
adam@silvernaillawfirm.com

Counsel for Appellant

J. David Black (Bar No. 68499)
Kirsten E. Small (Bar No. 75681)
NEXSEN PRUET, LLC
1230 Main Street, Suite 700
Columbia, South Carolina 29201
(803) 771-8900
dblack@nexsenpruet.com
ksmall@nexsenpruet.com

Counsel for Respondents

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SC SUPREME COURT

THE STATE OF SOUTH CAROLINA
In the Supreme Court

APPEAL FROM AIKEN COUNTY
The Honorable Doyet A. Early, III, Circuit Court Judge
Case No.: 2008-CP-2-1647

Appellate Case No. 2009-142286

Alan Wilson, in his capacity as Attorney General of the State of South Carolina; Daryl J. Brown, on behalf of his minor children, Lindsey B. and Janise B.; Deanna J. Brown Thomas, on behalf of her minor child, Jason L.; Yamma N. Brown, on behalf of her minor children, Sydney L., Carrington L., and Tonya B.; Vanisha Brown; Larry Brown; Tommie Rae Hynie Brown; and James B., through his Guardian ad Litem, Respondents,

v.

Albert H. Dallas, Alfred A. Bradley, and David G. Cannon, Individually and as (purported) Trustees of the James Brown 2000 Irrevocable Trust; Adele J. Pope and Robert L. Buchanan, Jr., Personal Representatives of the Estate of James Brown and Trustees of the James Brown 2000 Irrevocable Trust; Terry Brown; Romunzo Brown; Forlando Brown; Cinnamon N. M. Paris; LaRhonda Petitt; Jeanette Mitchell; and Russell L. Bauknight, as Special Administrator and Special Trustee for The Estate of James Brown and The James Brown 2000 Irrevocable Trust, of whom Robert L. Buchanan, Jr., and Adele J. Pope, as Personal Representatives of the Estate of James Brown and Trustees of the James Brown 2000 Irrevocable Trust are, Appellants, and Albert H. Dallas, Alfred A. Bradley, and David G. Cannon, Individually and as (purported) Trustees of the James Brown 2000 Irrevocable Trust; Terry Brown; Romunzo Brown, Forlando Brown; Cinnamon N. M. Paris; LaRhonda Petitt; Jeanette Mitchell; and Russell L. Bauknight, as Special Administrator and Special Trustee for The Estate of James Brown and The James Brown 2000 Irrevocable Trust are Respondents. In Re: The Estate of James Brown and The James Brown 2000 Irrevocable Trust u/a/d August 1, 2000.

RESPONSE TO STATUS REPORT OF DOYET A. EARLY, III BY TERRY BROWN

Respondent Terry Brown, by and through his undersigned counsel, as the only child that did not file any action contesting James Brown estate plan, hereby responds to the Status Report filed May 8, 2015("Status Report") by the Honorable Doyet A. Early, III as requested in this Court's Order of April 20, 2015. There are several issues in the Status Report that Terry Brown believes require further comment and clarification:

1. **Discovery was stayed thereby precluding full fact finding.**

Discovery was stayed in the underlying matters at a March 31, 2014 hearing at the urging of Tommie Rae Hynie's counsel. Ms. Hynie's counsel requested that the lower court stay the matter, instead of requiring that she produce her diaries or allow further discovery in the matters at hand. Alternatively, she requested that she be allowed to file a motion for partial summary judgment wherein the sole issue that could be addressed was whether or not Ms. Hynie was the spouse of James Brown. Respondents were skeptical that this could be accomplished without using disputed facts. Supposedly understanding Respondents' skepticism, the lower court granted the requested stay and asked the parties to address this limited issue and specifically noted that if Ms. Hynie's motion was based upon any contested facts "the summary judgment goes out the window." March 31, 2014 hearing transcript, pp. 44-66 attached as **Exhibit A**. (The relevant portion of the transcript is attached for the foregoing. The quoted passage is from page 60.) Respondent Terry Brown contends that the ultimate decision reached by the lower court on January 13, 2015 was in fact unequivocally based on disputed facts. The lower court ignored its own March 31, 2014 ruling and has now validated the skepticism and concern voiced by Respondents.

The facts as agreed to by the parties in the Joint Stipulation of Facts (JSF) (an incomplete Joint Stipulation of Facts was uploaded to the Court's docket on the Supreme Court website and

Respondent has attached a complete copy with this Response as **Exhibit B**) attached with the Status Report leads to only one conclusion. Ms. Hynie was a bigamist in accordance with this Court's ruling in Lukich v. Lukich, 379 S.C. 589 (2008). The lower court, however, did not reach this conclusion.

Respondent Terry Brown contends that the Order issued by the lower court on January 13, 2015, which was electronically served on the parties by electronic mail from the Aiken County Clerk on January 23, 2015, is based on disputed facts (as was raised in Respondent Terry Brown's Motion for Reconsideration filed on February 2, 2015, which is currently stayed and pending before the lower court and argues that a forty-six (46) page order inexplicably contains sixty-one (61) enumerations of error) that Respondents were not allowed to challenge or refute through proper discovery tools. As of the date of writing this response, discovery is still incomplete on all underlying matters.

Ms. Hynie's motion for partial summary judgment was filed on April 24, 2014 and the Limited Special Administrator (LSA) filed its own motion for partial summary judgment on June 2, 2014 which opposed Ms. Hynie's motion for partial summary judgment. Thereafter, the parties entered into discussions in an attempt to reach the final JSF to be used for purposes of writing briefs in support of the motions for partial summary judgment on the limited issue of Ms. Hynie's marital status. The JSF was the product of these discussions. Thereafter, numerous briefs, response briefs and reply briefs (which have not been submitted to this Court for review) were filed by Ms. Hynie, the LSA, and several of the Respondents in support of the LSA's motion for partial summary judgment prior to the November 24, 2014 summary judgment hearing. After the November 24, 2014 summary judgment hearing, the lower court asked all parties to submit proposed orders for consideration. The LSA submitted a lengthy proposed

order as did Respondent Terry Brown (these orders have not been submitted to this Court for review). The lower court signed the forty-six (46) page order prepared by Ms. Hynie's counsel without any alteration or amendment. Respondents were surprised, in a case that has been so heavily contested, that the lower court agreed so readily and completely with every word and fact, in Ms. Hynie's proposed order, including several facts that were not in the JSF. After the issuance of the January 13, 2015 Order, almost all Respondents filed a Motion for Reconsideration with voluminous enumerations of error.

2. James Brown, II case is not resolved.

The lower court acts as if the James Brown, II matter is resolved. It specifically notes on page 5 of its January 13, 2015 order that James Brown II is the biological son of James Brown. Respondent Terry Brown has never stipulated to this fact. Further, no petition, motion, hearing or entry of an order by the lower court has occurred which would allow for this determination. Further, the lower court does not believe this has occurred as noted in the Status Report. However, the lower court asserts this as a stipulated fact in its January 13, 2015 Order. The JSF of the parties does not state any such fact.

The parties specifically consented to and agreed to the DNA testing with regard to James Brown, II in a consent order. However, the parties did not agree that such test would be conclusive proof of his paternity contrary to the lower court's incorrect statement of stipulated facts in the summary judgment order issued on January 13, 2015 that "Mrs. Brown gave birth to Mrs. Brown's biological, James Brown II on June 11, 2001", as if it were a foregone conclusion. The parties, in fact, only agreed that it could be admitted into evidence without objection under paragraph 3 of the JSF. Since discovery was not complete and the JSF was being drafted

primarily in support of the sole issue of whether or not Ms. Hynie was the wife of James Brown, the parties contemplated that it might be used in the other issues at hand. As a result, Respondent Terry Brown requested that the last sentence of paragraph 3 of such JSF be inserted which reads: "Respondents reserve the right to move the court for another DNA test should additional evidence become available that challenges the validity of the LabCorp DNA Test Results." Further, Respondent Terry Brown is unaware of any consent order that has been circulated awaiting the lower court's signature agreeing that James Brown, II is the son of James Brown. Respondent Terry Brown has consented to no such order. Finally, one questions why the lower court is even focused on this fact at this time when the sole purpose of the partial summary judgment motions was to determine the marital status of Ms. Hynie.

3. The lower Court has failed to follow this Court's direction in Wilson v. Dallas.

The lower court failed to follow two directives set out in the remand of Wilson v. Dallas, 403 S.C. 411 (2013). The Court failed to appoint three trustees as required by James Brown estate planning documents. The lower court failed to follow this Court's interpretation of Lukich.

This Court specifically instructed the lower court "upon proper application, to appoint fiduciaries to oversee these matters **in accordance with the provisions of Brown's estate and trust documents**, and to evaluate the propriety of all fees, as specified above, that are related to this case." Id. at 451. James Brown's estate plan unequivocally and very clearly called for three trustees. The lower Court reappointed the one Trustee, Mr. Bauknight, without hearing or cross examination, who had been serving unchecked rather than as one of three trustees as required by

James Brown estate planning documents. This issue was raised in a Motion for Reconsideration filed by Scott Keniley and summarily disposed of by the lower court.

It should be noted that Mr. Bauknight publically stated that he would not serve with any other trustees. Further, the specter of conflict has been raised while he currently serves as Trustee. He apparently hired his own accounting firm, Bauknight Pietras & Stormer, PA, that also employs his wife to handle the accounting issues for the Trust. Upon information and belief and pursuant to Trust and Estate accountings provided by Bauknight, this accounting firm is currently receiving unmonitored compensation from the Trust. While no impropriety is being alleged by Respondent Terry Brown, the mere concern over the propriety of a Trustee hiring his own accounting firm where his wife works in a matter as large, complex and contentious as this one should have been avoided. Such action also calls into question the fitness of Trustee's decision making as it relates to conflicts of interest. This is particularly true in light of the fact that this Court removed Mr. Bauknight prior to its remand of this matter. Additionally, the lower court appointed David C. Sojournor, Jr. as the Limited Special Administrator, wherein the Court accepted Mr. Sojournor's requirement that his law firm, Adams & Reese, LLP, provide the litigation support. Again, no impropriety is being alleged, however, like the hiring of Bauknight Pietras & Stormer, PA, there are no checks and balances and no incentive to review or question the validity of the billing.

This Court gave the lower court a roadmap for application of Lukich, as it related to the facts of bigamy existing in this matter, in footnote 16 of Wilson v Dallas. Footnote 16 provided:

> Tommie Rae had claimed her marriage to Ahmed had been procured by fraud because she had discovered that Ahmed already had three or more wives in Pakistan and was merely seeking U.S. citizenship, and that he had refused to live with her as husband and wife. Tommie Rae's request for an annulment from Ahmed was hastily granted by the family court in Charleston County during the pendency of Brown's separate annulment

> action against her. The circuit court noted the decision of the Court of Appeals in *Lukich v. Lukich*, 368 S.C. 47, 627 S.E.2d 754 (Ct. App. 2006), in which the Court of Appeals held that an annulment declaring a spouse's first marriage void could not retroactively validate the spouse's second marriage. The circuit court distinguished Brown's situation, opining that the rule in *Lukich* did not apply where the first marriage was never valid because one of the parties was already married. This Court has since affirmed *Lukich*, in *Lukich v. Lukich*, 379 S.C. 589, 666 S.E. 2d 906 (2008). **We express no opinion, however, on the circuit court's interpretation here.**" (Emphasis added). Wilson v. Dallas, 403 S.C. 411, 434 (2013).

In the matter at hand, the parties have stipulated to facts in the JSF that make the application of Lukich, which is not retrospectively or prospectively applied as noted by this Court, irrefutable in determining Ms. Hynie a bigamist under South Carolina law. No other outcome is even remotely possible on these facts. Specifically, it has been agreed in the JSF that: 1) Ms. Hynie was married to Javed Ahmed on February 17, 1997; 2) On December 14, 2001 James Brown and Ms. Hynie participated in a marriage ceremony; 3) From the February 17, 1997 marriage ceremony between Ms. Hynie and Javed Ahmed through the December 14, 2001 marriage ceremony between Ms. Hynie and James Brown, no order of any court or other occurrence ended or caused to end the marriage between Javed Ahmed and Ms. Hynie; 4) Ms. Hynie did not have an annulment granted until April 15, 2004. JSF at ¶¶ 1, 2, 4, 5, 6, 7. These facts in the JSF are the only facts that have been agreed to by the parties that would "eliminate any argument that factual issues precluded Summary Judgement." Status Report, p. 2. Based on these stipulated facts that "eliminate any argument that factual issues precluded summary judgment," the lower court should have reached but one conclusion under Lukich. Ms. Hynie is a bigamist because she was married to Javed Ahmed as of December 14, 2001 and therefore could not have married James Brown. The status of Ms. Hynie's relationship with Javed Ahmed was not changed until April 15, 2004 in an annulment action. The annulment did not retroactively affect the status of the alleged Brown-Hynie marriage as of December 14, 2001 in accordance with this Court's

decision in Lukich. As such, only one conclusion is possible under the Lukich analysis as instructed by this Court on remand. Any other interpretation would require further discovery to refute disputed facts presented by Ms. Hynie.

The Status Report fails to mention or disclose how disparate the parties views have been as related to many of the facts in the case as reflected in the voluminous briefs and proposed orders that were filed in the underlying matter. The lower court opined if the question of the surviving spouse involved factual issues, then the lower court would not grant Petitioner's motion and discovery would recommence. March 31, 2014 Hearing Transcript, pp. 54-61 (relevant pages attached as Exhibit A) (p. 61). Many facts are in dispute and at issue which should have precluded summary judgment for Ms. Hynie. These disputed facts and their existence were not addressed in the Status Report, but were addressed in summary judgment briefs, proposed orders and motions to reconsider. However, based on Lukich, the parties agreed on the only facts that should be necessary to dispose of the issue of Ms. Hynie's alleged marriage to James Brown and remove any shred of doubt that Ms. Hynie is anything other than a bigamist. Amazingly, the lower court reached the opposite conclusion in its January 13, 2015 Order, which is that Ms. Hynie was James Brown wife. Almost all Respondents have filed Motions for Reconsideration of this matter and intend to appeal if the decision stands once the stay is lifted.

4. Status of Cinnamon N. M. Paris

The lower Court has not addressed the status of Cinnamon N. M. Paris as an heir in its status update. Respondent Terry Brown is unclear on her status, but knows that she is a listed party in this Court's caption.

5. Respondent is unaware of a proposed scheduling order.

To Respondent Terry Brown's knowledge no scheduling order was circulated with a day certain trial date to be set no later than February, 2016. The matter was discussed at the November 24, 2014 summary judgment hearing, but no order has actually been circulated.

6. Mediation of case 2010-CP-40-4900.

While it is true that a second mediation has been ordered in the above referenced case, it is a bit of misnomer to state that the parties are "motivated to once again try to reach a global resolution on the issues." The parties were ordered to mediation. The parties are less optimistic than the lower courts that a resolution will be able to be reached, but plan to attend in good faith as ordered by the courts. Requiring parties from all over the country to attend is cumbersome and likely unnecessary since all are and have been represented by counsel, but the parties intend to comply as ordered.

The foregoing is submitted in an effort to assist this Court with its requested status update.

Respectfully submitted,

John A. Donsbach, Sr.
South Carolina Bar No. 69681
Attorney for Respondent
Terry Brown
Donsbach & King, LLC
P.O. Box 212139
Martinez, Georgia 30917
Telephone: (706) 650-8750
Facsimile: (706) 651-1399
Email: jdonsbach@donsbachking.com

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MAY 22 2015
SC SUPREME COURT

STATE OF SOUTH CAROLINA
IN THE SUPREME COURT

APPEAL FROM AIKEN COUNTY
The Honorable Doyet A. Early, III, Circuit Court Judge
Case No.: 2008-CP-02-1647

APPELLATE CASE NO.: 2009-142286

Alan Wilson, in his capacity as Attorney General of the State of South Carolina, Daryl J. Brown, on behalf of his minor children, Lindsey B and Janise B; Deanna J. Brown Thomas, on behalf of her minor child, Jason L.; Yamma N. Brown, on behalf of her minor children, Sidney L., Carrington L., and Tonya B.; Vanisha Brown; Larry Brown; Tommie Rae Hynie Brown; and James B., through his Guardian ad Litem, Respondents,

v.

Alan H Dallas, Alfred A. Bradley, and David G. Cannon, individually and as (purported) Trustees of the James Brown 2000 Irrevocable Trust; Adele J. Pope and Robert L. Buchanan, Jr., Personal Representatives of the Estate of James Brown and Trustees of the James Brown 2000 Irrevocable Trust; Terry Brown; Romunzo Brown; Forlando Brown; Cinnamon N. M. Parris; LaRhonda Pettit; Jeanette Mitchell; and Russell L. Bauknight, as Special Administrator and Special Trustee for the Estate of James Brown and the James Brown 2000 Irrevocable Trust; are Appellants and Alan H Dallas, Alfred A. Bradley, and David G. Cannon, individually and as (purported) Trustees of the James Brown 2000 Irrevocable Trust, Terry Brown; Romunzo Brown; Forlando Brown; Cinnamon N. M. Parris; LaRhonda Pettit; Jeanette Mitchell; and Russell L. Bauknight, as Special Administrator and Special Trustee for the Estate of James Brown and the James Brown 2000 Irrevocable Trust; are Respondents. In re: Estate of James Brown and The James Brown 2000 Irrevocable Trust, u/a/d/ August 1, 2000.

RESPONSE TO STATUS REPORT FILED BY JUDGE DOYET A. EARLY, III

May 19, 2015

William J. Barr, Esq.
Vera Gilford, Esq.
Attorneys for Jeanette Mitchell, Tonya Brown, Cherquarius Williams and Ciara Pettit, proposed LSA for LaRhonda Pettit. (deceased)
Phone: (843) 355-5444
barrlaw@ftc-i.net

Respondents, Jeanette Mitchell, Tonya Brown, Cherquarius Williams, daughter of LaRhonda Pettit (deceased) and Ciara Pettit, daughter of and (proposed Limited Special Administrator "LSA") of LaRhonda Pettit (deceased) by and through their undersigned counsels file this Response to clarify, correct and further comment on the Status Report ("Report") filed by the Honorable Judge Early.

1. The South Carolina Supreme Court's internet portal incorrectly reflects that William Barr is the "Former" attorney for Jeanette Mitchell ("Mitchell"). A request has been made to Clerk of the Supreme Court to reflect that William J. Barr is the current attorney representing Jeanette Mitchell. The undersigned attorneys were not served a copy of the Status Report, but request copies of future filings.

2. The Report references orders outlined below in paragraphs [2 (a) - (g)]. Copies of these orders were not attached to the Report. Due to a few errors noted herein, it would have been more accurate for the Report to have attached copies of any Orders referenced therein.

    a. **June 13, 2013 Administrative Order**
        1. This order was not received by the undersigned counsel(s) although the undersigned was a party of record during the appeal.
        2. Page 3 of the Report states that the June 13, 2013 Order allowed 45 days for parties interested in applying for a fiduciary position to apply. It did not mention how extensively this position was advertised. Considering the nature of this case (eight years, millions of dollars, alleged conflicts of interest, and lack of or questions about financial transparency, it seems that allowing more advertising and/or an independent selection team may help to facilitate the remand dictates of the South Carolina Supreme Court.
            a. Page 4 of the Report outlines many financial benefits the Estate/Trust has received under Mr. Bauknight's leadership, however, if the Supreme Court had not put a stop to the Settlement Agreement, Jeanette Mitchell would never have been declared an heir, Tonya Brown would never have been declared an heir, Ciara Pettit and Cherquarius Williams would never have had an opportunity to be declared heirs. Also, the true value of the Estate and financial benefits (personal and charitable) under the Settlement Agreement may never have been known.
        3. Page 5 of the report states that in an effort to address the remand matters outlined in the June 13, 2013 order, the clerk was directed to open a new civil action regarding legal fees and was to send notice to all current parties of record in Case 1647. The undersigned did not receive information on this new case and was not kept abreast of this proceeding. See item 8 below.

    b. **December 16, 2013 Order** severing case numbers 02849, 02850 and 02851 from 1647.

i. Case numbers 028 49 and 02850 (Tommie Rae's claim for elective share and omitted share) were separated from the main Case number 1647. Tommie Rae was entitled to only one option elective share or omitted share. Since Tommie Rae could not have been entitled to both elective and omitted share options, it seems more efficient to combine these two issues into only one, not two additional case numbers.

c. **January 22, 2014 Order** granting Jeanette Mitchell's Motion to Intervene.

i. The date listed in the Report for this Order is in error. The Order granting Mitchell's Motion to Intervene in case numbers 2013-CP-02-02849, 2013-CP-02-02850 and 2013-CP-02-02851 was signed by Judge Early on January 2015 not 2014.

ii. To further comment on the Order granting Mitchell's Motion to Intervene in these three cases: These three cases derived from the main case number 2008-CP-02-1647 ("1647"). Jeanette Mitchell was already a party represented by attorney William Barr in case 1647 before it was severed. Therefore, when case1647 was separated into three additional case numbers (2013-CP-02-028490, 2013-CP-02-02850 and 2013-CP-02-02851), Mitchell and her attorney William Barr should have automatically been included as a party and counsel in those three derivative cases. However, Mitchell and her attorney were required to spend extensive hours preparing and filing a Motion and Subsequent Motion to Intervene, researching a Memorandum of law in support thereof, attending hearings and arguing why her Motion to Intervene should be granted

iii. Furthermore, on about May 29, 2014, when Jeanette Mitchell's Attorney Vera Gilford filed a Pro Hac Vice Application for admission under South Carolina attorney, William Barr, in case numbers (2013-CP-02-02849, 2013-CP-02-02850 and 2013-CP-02-02851), attorney Barr was already the representing Mitchell in case number 1647. However, the **June 17, 2014 Order (attached)** admitted Gilford's Application only for case numbers 1647, 02849 and 02850, but improperly excluded case number 02851. Even after Gilford was admitted Pro Hac Vice to represent Mitchell in case numbers 02849 and 02850, attorneys Gilford and Barr were still required to file motions, memorandums of law, and attend hearings in order for Mitchell to be allowed to intervene in those cases.

iv. Page 2 of the Report states "...while discovery matters were being addressed I strongly urged the parties to agree on a Joint Stipulation of the Facts to eliminate any argument that factual issues precluded summary Judgment. The parties after much discussion finally agreed to a Joint Stipulation of Facts. This Stipulation was agreed to prior to the Court's January 22, 2015 Order granting Mitchell's Motion to Intervene in this case. Therefore, the Joint Stipulation of Facts for Tommie Rae's Motion for Summary Judgment was created without notice to or participation by the undersigned attorneys.

v. The Joint Stipulation of Facts excluded the Prenuptial Agreement, which contained material facts relevant to Rae's Motion for Summary Judgment

vi. Page 2 of the Report states, "James Brown, II's case has been resolved. By consent order dated May 8, 2014, the parties reached an agreement regarding the DNA test as to the paternity of James Joseph Brown, II." However, the Consent Order was before the court granted Mitchell's Motion to Intervene. Therefore, Mitchell had no notice of these discussions, did not participate, and was not a consenting party to the May 8, 2014 consent order regarding James Brown, II.

d. **February 7, 2014 Order** identifying parties for each respective case.
   i. This Order has not been located and cannot be accessed on-line. A CD with all the pleading was purchased for $200.00. Today's advancements in on line services, should avoid a system where the files in the James Brown cases can only be accessed by making an appointment with one of two individuals at the Clerk's office in Aiken, South Carolina.

e. **May 8, 2014 Consent Order** resolving James Brown, II paternity issue
   i. See 2 (c) (vi) above.
   ii. Since mid-2007 the Estate has been aware that Jeanette Mitchell and LaRhonda Pettit were DNA tested with a 99.99% probability of being heirs of James Brown. Yet, after the Supreme Court remanded this case, a Motion was filed to Dismiss Mitchell and Pettit's claims. There were no discussions of consenting to their status as heirs. Only after extensive legal proceedings was Mitchell declared an heir. Legal fees should have been awarded to Mitchell's attorneys. The two daughters of LaRhonda Pettit are still facing legal proceedings that appear more to exclude rather than include them as heirs of James Brown. It seems a legal injustice to allow James Brown II to be declared an heir by a Consent Order in which all parties did not participate, while daughters of Pettit are required to provide extensive evidence that they are heirs, despite positive DNA test results.

f. **May 21, 2014 Protective Order** for James Brown II DNA samples.
   i. This Order included a protocol specifically for obtaining DNA samples from James Brown, II. The Report states that DNA samples were taken from James Brown II on June 11, 2014 and from James Brown on December 25, 2005, a period of nine years. All other parties submitted DNA samples under a different protocol issued early in 2007.
   ii. Furthermore, some experts believe that DNA has an expiration date but are unsure exactly when that date is. This is because the formula for human life encoded in sub-microscopic molecules of deoxyribonucleic acid is fragile, and breaks down over time.

g. **January 13, 2015, Order** granting Tommie Rae's Motion for Summary Judgment
   i. This Order should be reconsidered for numerous reasons outlined in Mitchell's Objections to Tommie Rae's Motion for Summary Judgment filed October 3, 2014; Mitchell's Response filed October 31, 2014; and

Mitchell's Motion to Reconsider filed January 23, 2015. Including, but not limited to discovery not being completed, and Tommie Rae's April 15, 2004 annulment was obtained with improper service of process. SC Code 15-9-710 provides that service may be by publication only when, after due diligence the person cannot be found within the state and that fact appears in an affidavit. The court in Caldwell v. Wiquist, 402 S.C. 565, 741 S.E.2d 583 (S.C. App., 2013) said the statute requires strict compliance showing in an affidavit that after due diligence the person "cannot be found within the state." The affidavit in this case did not state this language. The court in Miles v. Lee, 319 S.C. 271, 460 S.E.2d 423 (S.C. App., 1985), found such omission to be fatally defective. A party may collaterally attack when lack of jurisdiction appears on the face of the record. Id. S.C. Const. art. I, § 22 requires due notice and an opportunity to be heard.

ii. Furthermore, in December 2001 when Tommie Rae married James Brown she was already married, pursuant to Lukich v Lukich, 368 SC 47, 627 SE 2d 754 (Ct App.2006). Ahmed signed a marriage license under penalties of perjury that he was not married to anyone else when he married Tommie Rae. This evidence should have been considered.

3. Page 1 of the Report states that all parties' counsel attended a Status Conference on May 29, 2013 concerning the remand of Wilson v. Dallas, 403 S.C. 411, 743 S.E. 2d 746 (S.C. 2013), undersigned counsel has no record of notice or attending this hearing.

4. Page 2 of the Report references that "...a consent Order has been circulated and awaits my execution if the stay is lifted." The undersigned attorneys of record have not received a copy of the referenced "Consent Order" or participated in any discussions.

5. The Report references a theme to insure that all remanded matters were moved forward in an expeditious manner and efficient administration of the estate and trust.
   a. With regard to the Report's reference of efficiency the following should be noted,
      i. Due to the enormous number of parties involved in the James Brown case, it would seem more efficient to have allowed all discovery to conclude prior to the hearing on Tommie Rae Hynie's Motion for Summary Judgment. If, the Motion was granted (which it was) it created a high probability that one or more of the parties would appeal, which would delay the resolution of other outstanding issues that needed to be litigated. On the other hand, if the Tommie Rae's Motion for Summary Judgment was denied, it created a possibility that after discovery was completed a subsequent Motion for Summary Judgment would be filed based upon newly discovered evidence. Either outcome would have caused more delay in the resolution of this case. If truly desired, this delay could have been avoided by simply allowing discovery to be completed before a hearing on the Motion for Summary Judgment. The case is approaching the ten year mark. For the reasons stated herein, there appears to be more benefit in inefficiency and delay of this matter than in resolving it.

6. The Report states on Page 3, "LaRhonda Pettit has filed a claim that she is entitled to an intestate share of Mr. Brown's estate... but it appears she has not sought an order confirming her status as an heir."
    a. See, paragraph 2 (e) (2) above.
7. The Report also states that the parties to this case are correctly identified in the Wilson v. Dallas case, Appellate Case No. 2009-142286, and in the Administrative Order dated June 13, 2013, which removed Adele Pope, Robert Buchanan Alfred Bradley, Albert Dallas and David Cannon). **This information is not accurate.** LaRhonda Pettit was a party to the Supreme Court appeal and was alive at the time of the June 13, 2013 Order. She subsequently passed away. The record should properly reflect a representative on her behalf. On March 15, 2015, a Motion was filed by undersigned attorney Vera Gilford, (through South Carolina attorney Tigris Jenkins), on behalf of Pettit's two daughters Cherquarius Williams and Ciara Pettit, proposing that Ciara Pettit be appointed LSA to represent her mother LaRhonda Pettit's interest in this matter, since LaRhonda Pettit had no assets or estate in Houston, Texas where she was domiciled and died.

8. The Report states on page 6, "Judge Manning and I signed a joint order requiring that the parties in both cases participate in mediation." Upon receiving the **Order for Mediation** in December 2014, the undersigned was first made aware of case number 4900.
    a. Prior to the December 2014, Order instructing that all parties attend mediation in case number 4900, Jeanette Mitchell, Ciara Pettit and Cherquarius Williams had no knowledge of case number 4900. Prior to December 2014, the undersigned counsel had conversations concerning her client's claims with the attorney selected by the court as the mediator for case number 4900. To avoid an apparent conflict those conversations ceased in December 2014 after the undersigned counsel received the Court's Order for mediation in Case 4900.
    b. The Mediation Order directed that all parties attend mediation in person and that mediation expenses were to be covered by the Personal Representative. It required all parties to participate in a telephone conference prior to mediation. During the telephone conference, the personal representative stated that he would not pay the travel fees of parties who lived out of town to attend the mediation, although they were ordered to attend in person. The mediation was subsequently cancelled.

9. The Report states on page 3 that discovery is being conducted in the challenges to the Will and Trust. It further states that a proposed scheduling order is being circulated. The undersigned attorneys are unaware of this proposed scheduling order.
    a. On March 15, 2015, attorneys Vera Gilford (along with South Carolina attorney Tigris Jenkins who filed an Entry of Appearance for Tonya Brown), filed a Rule 60 Motion of Tonya Brown to Withdraw and/or Strike a Notice to Withdraw her Challenge to the Will and Trust previously filed by attorney Bell on or about March 29, 2014. Also, filed on March 15, 2015 was a Demand Notice along with the $10 filing fee for attorney Vera Gilford to be notified of filings in these proceeding. No notices have been received by either undersigned attorneys in the above matters regarding discovery or trial for challenges to the Will and Trust.

Respectfully submitted,

William J. Barr
Barr Law LLC
108 Academy Street
Kingstree, SC 29556
(843) 355-5444
Barrlaw@ftc-i.net

Vera Gilford Fla Bar No. 345806
P.O. Box 12553
Miami, Florida 33101
(305) 877-9470
veragilford@yahoo.com

Attorneys for Jeanette Mitchell, Ciara Pettit, Cherquarius Williams and Tonya Brown.

RECEIVED
MAY 22 2015
SC SUPREME COURT

STATE OF SOUTH CAROLINA) COUNTY OF AIKEN)	IN THE COURT OF COMMON PLEAS SECOND JUDICIAL CIRCUIT
IN RE: THE ESTATE OF JAMES BROWN A/K/A JAMES JOSEPH BROWN	C/A No. 2008-CP-02-01647 -019 C/A No. 2013-CP-02-02849 cert copy C/A No. 2013-CP-02-02850 cert copy

ORDER ADMITTING VERA E. GILFORD PRO HAC VICE IN ESTATE OF JAMES BROWN

This matter comes before the Court pursuant to Rule 404 (c)(5) SCACR, on Motion to Admit Attorney Vera E. Gilford Pro Hac Vice in the above-entitled cases and other related matters. Vera Gilford is a member of the Florida Bar in good standing. I have carefully reviewed the Pro Hac Vice Application and Motion of Vera Gilford and find that the Motion is Granted

IT IS, THEREFORE, ORDERED, ADJUDGED AND DECREED

That Vera E. Gilford is admitted Pro Hac Vice in the above-entitled cases and other related matters.

AND IT IS SO ORDERED.

STATE OF SOUTH CAROLINA
COUNTY OF AIKEN
I, Liz Godard, Clerk of Court of Common Pleas and General Sessions for Aiken County, South Carolina do hereby certify that the foregoing constitutes a true and correct copy of the original documents which have been filed in my office this
JUN 23 2014
C.C.C.P. & G.S., Aiken County, S.C.
Deputy Clerk

The Honorable Doyet A. Early III

Bamberg, South Carolina
June 17 2014

6-23-14
C.C.C.P.&G.S.
Deputy Clerk

STATE OF SOUTH CAROLINA	) IN THE COURT OF COMMON PLEAS
COUNTY OF AIKEN	) Case No. 2013-CP-02-1337
Adele J. Pope, Plaintiff, v. Estate of James, Brown... Defendant.	) **MOTION FOR ORDER FOR CLARIFICATION AND RELIEF**

FILED 2:23 2016

TO: THE ESTATE OF JAMES BROWN ("Estate") AND THE JAMES BROWN 2000 IRREVOCABLE TRUST ("2000 Trust") AND THEIR COUNSEL, WILLIAM G. NEWSOME, ESQUIRE

DEFENDANTS WILL PLEASE TAKE NOTICE that at 1:30 p.m. on March 2, 2016, at the hearing scheduled by the Honorable Doyet A. Early, III, Richland County Courthouse, Columbia, South Carolina, Plaintiff will, in addition to her pending motions to require Defendants to comply with discovery requests, move for an Order of the Court as follows:

1. Directing the Estate and 2000 Trust ("Defendants") to comply with the 2010 Order of Judge Early directing that all fee agreements of fiduciaries and counsel in James Brown matters be delivered to Plaintiff.

2. Confirming in writing the Court's oral Order that in the preparation and trial of this case, it will take mandatory judicial notice under Rule 201, SCRE, of all filings in James Brown cases, both within and outside Aiken County, prior to May 8, 2013

3. Directing Defendants to work with Plaintiff to present a stipulation of testimony from the above records of attorneys, fiduciaries, and experts, who have made statements, filings, affidavits, and/or admissions related to the Notice of Disallowance, Complaint and Answer herein, including: The Honorable Henry D. McMaster; the Honorable Alan Wilson; AG Mary Frances Jowers; AG J.C. Nicholson III; AG Robert Cook; AG John McIntosh; AG C.H. Jones, Jr.; AG Auditor Sandra Matthews; James D. Bailey, Esq.; Tressa T.H. Hayes, Esq.; Stan Jackson, Esq.; William E. Sellars, Jr., CPA; Mary Jo Cole, CPA; David G. Cannon; Albert H. Dallas;

W. Steven Johnson, Esq.; James C. Hardin III, Esq.; Robert L. Buchanan, Jr.; Keith M. Babcock, Esq.; William Hammond, Esq.; S. Alan Medlin, Esq.; Freddie Kingsmore, Esq.; Kenneth B. Wingate, Esq.; Mark V. Gende, Esq.; and Peter Shahid, Esq., provided such stipulations will be without prejudice to the right of any party to depose or compel (where possible) testimony of any such person.

4. Extending discovery, and the corresponding date of trial, in this case until all of the following have occurred:

   a. The Estate, 2000 Trust and AG Alan Wilson are no longer co-Plaintiffs with Tommie Rae and Terry Brown in Richland County Case 2010-CP-40-4900 ("Case 4900").

   b. The Estate withdraws from Plaintiff's cases under the South Carolina Freedom of Information Act ("FOIA").

   c. AG Alan Wilson and Defendants have ceased their intentional interference with fair discovery in Case 4900.

The grounds of this motion are:

1. On May 19, 2010, former AG Henry D. McMaster, Tommie Rae, Defendants and others sued Robert L. Buchanan, Jr. and Plaintiff in Case 4900.

2. Since May 8, 2013, the AG, Defendants and Tommie Rae Hynie have taken extraordinary action to obstruct the discovery process, most recently to prevent the testimony of James B. Richardson, Jr. [See Exhibit A]

3. It is manifestly unjust for the State, acting through the AG, and Defendants, to work with a person openly seeking to destroy the James Brown "I Feel Good" Trust and its 900 copyrights to evade discovery and deny Plaintiff her Due Process and FOIA rights.

4. Since 2011, the AG, Defendants, Tommie Rae and others have been united in an attempt to conceal public documents, including the Wingate Litigation Retention Agreement, the $4.7 million appraisal of the James Brown music empire, and the so-

called "Hynie Diaries," all of which are relevant to this case.

5. Judge Early's direction on January 26, 2016 that he will require Plaintiff to proceed to trial in this 3-year-old case even though Defendants and the AG, whose assistants are principal witnesses, have refused to conduct any discovery in Case 4900 is manifestly unjust and will cause Plaintiff irreparable harm if Defendants are rewarded for their obstructive behavior.

6. In the weeks since Judge Early's oral directive, counsel for the Estate and AGs who are necessary but adverse witnesses have refused to comply with reasonable discovery requests, or even to respond.

7. Most recently, the Estate, 2000 Trust, Tommie Rae and the Attorney General are seeking to block relevant testimony of James B. Richardson, Jr., with knowledge that he served *pro bono publico* to protect the "I Feel Good" Trust from 2008 until 2013; his testimony is relevant; and his age and health may render him unable to testify at trial.

This motion is based on the refusal of the Estate, 2000 Trust and Attorney General to comply with reasonable discovery requests herein. [Exhibit A]; the Affidavit of Adele J. Pope in Case 4900 [duplicate attached as Exhibit B]; the Affidavits of W. Steven Johnson and James C. Hardin III, on file with the Court; public records recently ordered to be produced over objection of Defendants and the Attorney General, as they relate to the few documents produced by Defendants [See Exhibit C], and such other affidavits and memoranda as shall be presented to the Court prior to the hearing on this matter.

Pursuant to Rule 11, SCRCP, Plaintiff certifies that she has consulted with

Defendants prior to filing this motion.

Respectfully submitted,

Adele J. Pope, *pro se*
1228 Walnut Street
Newberry, South Carolina 29108
(803) 413-0753
adele@popelawfirm.com

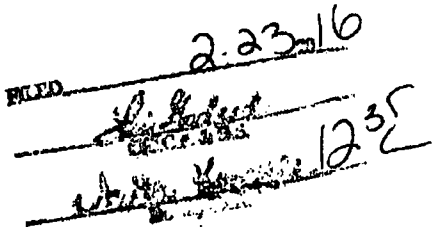
CERTIFICATE OF SERVICE

The undersigned hereby certifies that on the 19th day of February, 2016, she has served the foregoing document on counsel for Defendants by hand-delivering a copy to their counsel, addressed as follows:

William G. Newsome, Esquire
Nexsen Pruet
1230 Main Street, Suite 700
Columbia, South Carolina 29201

Adele J. Pope

EXHIBIT A



MAIL.POPELAWFIRM.COM - ADELE POPE <ADELE@POPELAWFIRM.COM>

RE: AIKEN COUNTY CASE NO. 2013-CP-02-1337

me

mfjowers@scag.gov

2/10/2016 9:13:04 PM

From me
adele@popelawfirm.com

To mfjowers@scag.gov

Cc JMcIntosh@scag.gov; William G. Newsome (BNewsome@nexsenpruet.com); rlbuchananjr@atlanticbbn.net

On Wed, 10 Feb, 2016 at 7:25:22 PM, me <adele@popelawfirm.com> wrote:

To: Mary Frances Jowers mfjowers@scag.gov

Cc: JMcIntosh@scag.gov; BNewsome@nexsenpruet.com

Dear Mary Frances,

I have been notified today that Judge Early will be hearing discovery motions in the above case on March 2, 2016. He has indicated that he is signing a scheduling order which will set the matter for trial on or after July 1, 2017, but other deadlines are quite near.

I will need to take your deposition as soon as possible, as you were one of the Assistant Attorneys General who was most familiar day-to-day with the work Bob Buchanan and I did for the period from November 20, 2007 through May 26, 2009.

Documents also show that you were copied on correspondence from and after the summer of 2009 related to the Estate of Harlan Howard and the $4.7 million value which was placed on Brown's music empire in September of 2010 and reported to the Supreme Court in May 2011.

As you know, the value of an Estate and Trust is a component of the reasonableness of the fee. In addition, because the Attorney General has duties with respect to charities, the issue of whether the scholarships will be 5% of about $5 million or 5% of $80 relates to our commissions.

I want to have respect for you work as a government employee, but unfortunately need your testimony -- and that of one or a couple of others in the Attorney General's office.

It seems that a reasonable and efficient way to do complete this task is:
1. You give us 2 or 3 days when you could be deposed, and the location you prefer.
[COULD YOU PLEASE GIVE ME THESE DATES ASAP, AS WE HAVE A DISCOVERY HEARING BEFORE JUDGE EARLY ON MARCH 2, AND I WANT TO REPORT TO HIM.]
2. We meet, hopefully with Billy Newsome, before the scheduled date to go over the documents; the questions; and any cross examination Billy might have.
3. If Billy and I can stipulate to some of the testimony to shorten the deposition, we will let you know.
4. Then we take the deposition at an agreed time, wasting as little time as possible on notices, etc.

I am copying this to John McIntosh, since he may do scheduling; to Billy; and to Bob Buchanan, who was often

with us.
Thank you in advance for a a prompt response. I have set out briefly the claim and counterclaims.
All my best, and thanks,
Adele Pope
February 10, 2016

SUMMARY OF CLAIM AND DISALLOWANCE BY ESTATE:

On May 29, 2013 the Estate served Adele Pope with a Notice of Disallowance with Impending Bar, disallowing all SA fees she had been awarded, but not paid; commissions through May May 26, 2009 under the January 8, 2008 Order of Judge Early; and the rest of the claim. The Notice of Impending Bar required me Adele file suit Case 1337 within 30 days, which she did on June 10, 2013.

The Disallowance asserts, in relevant part:
"This claim was filed jointly with Robert L. Buchanan, Jr....The affidavits you submitted to substantiate your claim describing the hours you spent in these roles confirms this. Further, your claim is based on an overinflated, unsubstantiated and self-serving valuation of the probate estate as of the date of Mr. Brown's death. ..

"You petitioned the court and obtained an Order dated January 8, 2008, allowing payment to yourself and Mr. Buchanan toward your commissions for service as Special Administrators in the amount of $317,000, plus costs. This payment may now be subject to disgorgement....

" This claim is disallowed on the basis that the requested fees and commissions were not earned and therefore are not due and owing, and further that the Estate is entitled to an offset for any damages suffered as a result of any maladministration during your service as Co-Personal Representative and Co-Trustee."

Law Office of Adele J. Pope, P.C.
1228 Walnut Street
Newberry, South Carolina 29108
(803) 413 -0753

February 15, 2016

William G. Newsome III, Esquire
Nexsen Pruet - Post Office Box 2426
Columbia, South Carolina 29206

Re: Pope vs. Est. of James Brown ("Estate") and
James Brown 2000 Irrevocable Trust ("2000 Trust")
Aiken Cty. Case No. 2013-CP-02-1337("Case 2013-1337")

Dear Billy:

I write to ask the Estate and 2000 Trust to agree to a Stipulation of Facts, Testimony and/or Documents from the public record in this Case 2013-1337 only as to facts and issues raised in the Estate's Notice of Disallowance of my claim served May 29, 2013 (the "Disallowance") which prompted Case 2013-1337.

The proposal would not prevent any party to Case 2013-1337 from calling any witness or expert at trial, even if a Stipulation, or partial Stipulation, is on file. It is intended to avoid or reduce the cost to the Estate, Taxpayers and me of $5,000 or so per deposition/documents subpoena by stipulating to the relevant statements, facts and documents of such persons related to the Claim/ Disallowance in 2013-1337 by any of the following:

1. Experts whose opinion(s) or affidavit(s) are part of the public record in any James Brown case from 2007 until today and relate to facts and issues raised in the Disallowance.

2. Fiduciaries who have spoken for the Estate or 2000 Trust since 2007, and the public statements and filings by or on behalf of such fiduciaries related to facts and issues raised in the Disallowance.

3. Statements and filings in the public record related to facts and issues raised in the Disallowance by or on behalf of public employees since 2007, including: Attorney General Henry McMaster (now Lt. Gov.); AG Alan Wilson; Rick Reames, III; SLED or the Office of the Attorney General as to former PR/Trustee David Cannon; AG Auditor Sandra Matthews; Asst. AG Mary Frances Jowers; Prof. Alan Medlin; SLED Agent David Williamson; Asst. AG Robert McNair; Asst. AG J.C. Nicholson III; AG Robert Cook; AG John McIntosh.

The purpose of this request, intended to comply with Rule 11, is to insure a claim, now reduced by jurisdictional principles, statute and rulings of Judge Early to less than $4 Million (with liquidated portion earning legal interest at about $160,000 per year), from costing more than $1 millic.. to the Estate (needy students), taxpayers and me to prepare and try in July 2017.

As a single example, see the Order of the Hon. Roger L. Couch dtd. January 27, 2012, in which your Nexsen Pruet partner worked for months in Case No. 2011-CP-42-1213 to secure for AstraZeneca the depositions of AG Wilson and AG McMaster, even though they were parties to a case.

Reducing costs in 2013–1337 will also reduce my counterclaim for actual damages against the Estate and 2000 Trust in Case 2010-CP-40-4900 ("Case 2010-4900").

Your published hourly rate is $440; that of your paralegals is as much as $150 or more. Mine is $350. Two Nexsen Preut attorneys attended the recent status conference in Case 2013-1337 in Bamberg.

In 2014, the latest year made public, the Estate spent more than $2 million in legal fees and costs.

This Case 13-1337, as limited by Orders of Judge Early, etc., now involves ONLY the following Pope claims:

1. Pope's Unpaid SA Fees (3/7/07 - 11/20/07) $47,972
   (Plus Interest at the legal rate on the above amount as per order of Judge Early dtd. 1/8/08 since 3/10/08)

2. Pope's Partial PR/Trustee Commission as pers Jg. Early's 1/8/08 Order for 11/20/07 - 5/26/08 $1,473,550
   (Plus Interest on the above amount at legal rate since 5/26/09)

3. Additional payment for 5/26/08 for the *Wilson v. Dallas* appeal, not to exceed, when combined with #2, $2,845,929.63 as of May 8, 2013.

4. Legal Fees and Costs for 51/2 years (2007 - 2013) averaging less than $150,000 per year.
   [See Exhxibit A, Disallowance, and Order of Jg. Early]

While the facts in the Disallowance overlap with Case 2010-4900, filed May 19, 2010, where the Estate alleges Robert Buchanan, Jr. and I caused tens of millions of dollars damage to the Estate, and I seek similar amounts from the Case 10-4900 Plaintiffs, this claim case is not Case 10-4900. [See Compl. & Ans. &CC]

There are 18 Plaintiff/Counterclaim Defendants in Case 2010 - 4900. Before this Case 13-1337 was filed, the Estate had named 25 witnesses they assert have evidence Mr. Buchanan and I breached our fiduciary duty to the Estate and 2000 Trust. [See Exhibit B]. More recently the Estate's counsel told the Court the Estate actually has 91 witnesses.

In Case 10-4900 the Estate made a $500,000 deposit for expert fees alone (now returned), in addition to its large contingency fee contract. In that case my counsel and I likewise anticipate large costs because of the gravity and size of the claims and counterclaims.

Again, this is not Case 10-4900. Nor is it my 2 FOIA cases in which the Estate is seeking to intervene. It is now simply a mostly-already-allowed and court-approved claim disallowed by the Estate in 2013, years after allowance.

I hope you agree that it is appropriate, fair and promotes judicial economy – now that Judge Early has directed that this case proceed to trial while the Estate is seeking to continue a 3-year stay of Case 10-4900 – to use Stipulations of Testimony, Exhibits and Facts wherever reasonable.

If you agree with me, I will get you a draft Stipulation for AG Henry McMaster, AG Alan Wilson, Rick Reames III, Jim Hardin, Steven Johnson, Sonny Jones and Mary Frances Jowers ASAP. It would be great to report some progress to Judge Early on March 2.

Please respond no later than noon on Thursday, February 18. Also please update your Interrogatory responses. [I do not want to see <u>any</u> confidential documents, as our administration was open and the relevant documents public.]

Thank you in advance for your consideration. I look forward to working with the Estate and 2000 Trust in resolving this claim in a way which is fair to the parties, needy students, public servants and the taxpayers of South Carolina.

Sincerely,
s/
Adele J. Pope

Enclosures as stated (mailed copy only)

MAIL.POPELAWFIRM.COM - ADELE POPE <ADELE@POPELAWFIRM.COM>

PRESERVATION OF TESTIMONY OF JIM RICHARDSON FOR CASE 1337

me

William G. Newsome \(BNewsome@nexsenpruet.com\)

2/17/2016 11:50:25 AM

From me ⌄
adele@popelawfirm.com
To William G. Newsome \(BNewsome@nexsenpruet.com\)
Cc DBlack@nexsenpruet.com

Dear Billy,

I need your immediate response (before noon tomorrow), to the following:

1. Do you agree that the deposition of James Richardson, Esq., to preserve testimony in another James Brown case in which Adele Pope, the 2000 Trust and the Estate of James Brown are parties, to be taken on March 3, 2016, may be used to preserve (and in lieu of) his testimony in Case 2013-CP-02-1337?

2. Do you agree that the use of Mr. Richardson's deposition as requested gives the Estate, 2000 Trust and Adele Pope adequate opportunity to protect themselves with respect to Mr. Richardson's testimony as to all matters raised in the Notice of Disallowance and Claim in Case 2013-CP-02-1337?

3. Do you agree that the use of Mr. Richardson's deposition at trial in Case 2013-CP-02-1337 will be beneficial for all of the following reasons:

a. Because the Estate, the 2000 Trust and Adele Pope are ALL able to participate in the March 3, 2016, deposition to preserve testimony, it will be fair to all Case 1337 parties.

b. James Richardson's health and age may prevent his being able to appear at trial in Aiken in July 2017 or later.

c. James Richardson protected The James Brown "I Feel Good" Trust pro bono publico for four years, and he should not be subjected to any harship or harassment, or even unnecessary use of his legal time, by the Estate, 2000 Trust or ANY person who seeks to enforce the noble Estate Plan of James Brown.

d. James Richardson's testimony covers the period from 2008 through 2013; is unique; is relevant to the issues in Case 1337; and should be preserved for use in Case 1337.

e. The Estate and 2000 Trust, in Richland County Case 2010-CP-40-4900, have succeeded for nearly three years in their attempts to prevent the depositions of Mr. Richardson, the parties, and others, placing the preservation of this important testimony in jeopardy?

4. Do you agree that using the video deposition of Mr. Richardson as requested will save the Estate, Mr. Richardon, you and me at least $5,000 in legal time, plus the costs of transcripts, exhibits and videography?

5. If the Estate and 2000 Trust decline to consent to the above, please confirm that you will not oppose a noticed deposition immediately after the above deposition (in Case 2013-CP-02-1337).

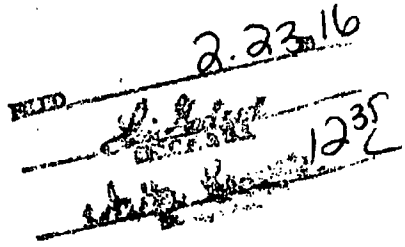
Thank you for an immediate response.

A - 2004

If you decline to consent to Mr. Richardson's testimony being used as requested, I want to notice the deposition for the 3rd and take this up with Judge Early right away.

Best,
Adele Pope
February 17, 2016

EXHIBIT B



STATE OF SOUTH CAROLINA	) IN THE COURT OF COMMON PLEAS
	) FIFTH JUDICIAL CIRCUIT
COUNTY OF RICHLAND	)
	)
	) Case No.: 2010-CP-40-4900
RUSSELL L. Bauknight, as Trustee, and others	)
	) Affidavit of Adele J. Pope
and	) Opposing Plaintiffs' Motion for Protective
	) Order and/or to Quash Notice of
ALAN WILSON and others, Plaintiffs,	) Deposition of James B. Richardson, Jr.
v.	)
	)
Adele J. Pope, Defendant.	)

PERSONALLY APPEARED BEFORE ME, ADELE J. POPE, who being duly sworn, deposes and says:

1. I am over eighteen (18) years old, and this affidavit is made of my own personal knowledge and belief.

2. James B. Richardson, Jr., Esquire, along with Tressa T.H. Hayes, Esquire, who no longer lives or practices law in South Carolina, represented Robert L. Buchanan, Jr. and me in the appeal which resulted in the South Carolina Supreme Court's opinion in *Wilson v. Dallas*, 746 S.E.2d 743 (2013).

3. It is important to preserve Mr. Richardson's testimony in this case, in which Mr. Buchanan and I were sued by the Attorney General and others in 2010, in part for conducting the *Wilson v. Dallas* appeal.

4. Mr. Richardson has actual and unique knowledge relevant to this Court's determination of certain of the major issues in this case, namely:

a. Whether the Plaintiffs brought Case 4900 for the improper purpose of forcing Mr. Buchanan and me to drop the *Wilson v. Dallas* appeal.

b. Whether James Brown's music empire was worth almost $100 million (less the TIAA debt) on the date of James Brown's death, or approximately $4.7 million.

c. Whether Mr. Buchanan and I properly and efficiently defended the estate plan of James Brown from August 10, 2008 until May 8, 2013 against the united efforts of the Attorney General, Tommie Rae Hynie and others to destroy it.

d. Whether the Christie's sale, including the proposal to sell the GRAMMY, was properly conducted as directed in multiple Orders of the Circuit Court and Court of Appeals.

5. I am informed and believe that Mr. Richardson is either 72 or 73 years old and that his practice is less active than it has been for most of the last 45 years.

6. Because Plaintiffs are attempting to delay the trial in this case for what may be many years, and the trial in Aiken County Case 2013-CP-02-1337 (which involves some of the same issues) will not take place until at least July 1, 2017, I am fearful that if Mr. Richardson's testimony is not immediately preserved for both cases, valuable evidence which cannot be duplicated will be lost and justice in both cases will be impaired.

FURTHER DEPONENT SAYETH NOT.

Adele J. Page

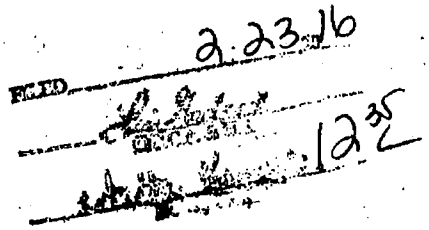
Adele J. P[illegible]

SWORN TO before me this
19th day of February, 2016

Notary Public for South Carolina
My Commission Expires: 7/13/2016

3008

EXHIBIT C



Marcie Greene

From:	Black, David <DBlack@nexsenpruet.com>
Sent:	Friday, December 17, 2010 3:10 PM
To:	Sonny Jones; Mary Frances Jowers; 'amedlin@sc.rr.com'
Cc:	Fred L. Kingsmore
Subject:	FW: Appraisal Footnote
Attachments:	np.png; links_l.png; links_s.png

Please see attached. I have also reached the conclusion that this is the best strategy. We do not want to lose credibility with the Court through an unnecessary motion to strike proceeding.

J. David Black
Member

Nexsen Pruet, LLC
1230 Main Street, Suite 700
Columbia, SC 29201
PO Drawer 2426 (29202)
T: 803.540.2072, F: 8037271409
DBlack@nexsenpruet.com

www.nexsenpruet.com

NEXSEN|PRUET

From: Wilkins, William W.
Sent: Friday, December 17, 2010 3:04 PM
To: Black, David; Kingsmore, Fred L.
Subject: Appraisal Footnote

Gentlemen,

After much discussion with many of you, I propose the following language for the footnote regarding the appraisal:

"In contrast, one of Russell Beuknight's first official acts as personal representative of Mr. Brown's estate was to engage an investment banking firm to conduct an appraisal of the estate's value."

I understand that this language is less descriptive than many of you would like and have proposed. However, the appraisal and the proceedings in which it is involved are not part of the record in this case. The language I propose is as detailed as we should be *at this time*.

Nonetheless, I understand the importance of the appraisal and the significance of the value it places on Mr. Brown's estate. Futher, I belive it is critical to our appeal. Thus, I propose that after the appraisal is accepted by the IRS for tax purposes (which I understand is very likely to occur), we file an amended appr[illegible]ment with the probate court attaching to it the appraisal as an exhibit. After that time, we will petition the Supreme Court to take judicial notice of the IRS's acceptance of the appraisal and the amended appraisement to which it is an exhibit.

I believe this is the proper course of action for two reasons 1) it is consistent with the rules and 2) it will highlight this important issue for the court at a time of our choosing after Pope and Buchanan have filed their reply brief. If we insert a

detailed footnote in our initial brief it will give Pope and Buchanan the ability to argue that we played fast and loose with the rules, move to strike it from our brief, etc.

I believe this is the best course of action both legally and strategically. We are much better off filing our petition after the IRS has accepted the appraisal and we have filed an amended appraisement with the probate court.

Billy

**PLEASE NOTE*
*NEW STREET ADDRESS**

William W. Wilkins
Member
Nexsen Pruet, LLC
55 East Camperdown Way, Suite 400
Post Office Drawer 10648 (29603)
Greenville, SC 29601
T: 864.282.1199, F: 864.477.2699
BWilkins@nexsenpruet.com
www.nexsenpruet.com

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STATE OF SOUTH CAROLINA	) IN THE COURT OF COMMON PLEAS
	)
COUNTY OF RICHLAND	) Case Pending in Aiken County
	) No: 2013-CP-02-1337
Adele J. Pope,	)
Plaintiff,	)
	) SUPPLEMENTAL RESPONSE
v.	) TO MOTION OF AG ALAN WILSON
	)
Estate of James Brown and The James Brown 2000 Irrevocable Trust,	)
	)
Defendants.	)

Plaintiff supplements her opposition to Attorney General Wilson's (AG Wilson's) motion to stop the depositions of Mary Frances Jowers , Clyde "Sonny" Jones and John McIntosh scheduled for April 19, 20 and 21. She asserts:

1. AG Wilson's motion was made to protect former AG Henry McMaster.

2. AG Wilson's motion continues his 4-year refusal to comply with the South Carolina Freedom of Information Act (FOIA) in James Brown matters.

3. AG Wilson's motion advances the *individual* interests of AG Wilson, Tommie Rae Hynie ("Tomirae") and the McMaster "Legacy Trust" they control.

4. AG Wilson and lawyers for Tomirae and McMaster's Legacy Trust have coordinated this last-minute motion to damage Plaintiff.

5. AG Wilson's motion continues his *individual* control, with Tomirae, of a Legacy Trust which is seeking to control James Brown's 900 copyrights.

6. AG Wilson's anticipated motion seeks to use funds from James Brown's charity and taxpayers to pay legal fees for AG Wilson, Tomirae and her son.

7. This is the fourth case AG Wilson has tried to consolidate with Case 2010-CP-40-4900 (Case 4900), and there is no basis for such consolidation.

8. AG Wilson's proposed consolidation seeks to deprive Plaintiff Pope of the right to represent herself *pro se* in this action.

The facts on which this opposition is based are set out below.

FILED 4.25.16
C.C.P.&G.S.
Deputy Clerk

Attorney General Henry McMaster and Tomirae Bring Case 4900

Case 4900 does not have the same parties, causes of action, facts or witnesses as this Case. It arose *after* the service of Robert Buchanan and Pope as PR/Trustees ended on May 26, 2009.

In 2010 AG McMaster and Tomirae held just over 70% control of the Legacy Trust they had formed with others, and named the "James Brown Legacy Trust."

In March 2010 lawyers for Tomirae and McMaster's Legacy Trust threatened to sue Buchanan and Pope if they did not drop the *Wilson v. Dallas* appeal.

On May 19, 2010, AG McMaster, his Legacy Trust and Tomirae, with others, sued Buchanan and Pope, claiming tens of millions of dollars in damages to *them*. Defendants counterclaimed for abuse of process, civil conspiracy and on other grounds.

In August 2010 AG McMaster told the S. C. Supreme Court he was expecting an appraisal to show Brown's assets worth less than $12 million when he died.

In September 2010 the appraisal claimed Brown's music empire was worth less than $4.7 million. This value was submitted to the IRS.

AG McMaster and advisors to Tomirae and Bauknight decided not to tell the Supreme Court about the $4.7 million appraisal until briefs in *Wilson* had been filed.

In January 2011 AG McMaster amended the Legacy Trust; Brown's grandson Forlando got 4.9% from his father; and AG Wilson acquired AG McMaster's share.

In May 2011 AG Wilson asked the Supreme Court to accept the $4.7 million as the value of Brown's music empire.

AG Wilson began to claim that Buchanan and Pope had overstated the value of Brown's assets to the IRS by $79 million to get a $5 million commission. If true, this would have been a federal felony.

In July 2011 Pope made FOIA requests for a copy of the Legacy Trust, the $4.7 million appraisal and the public Wingate Litigation Agreement. Wingate's firm has served as the sole attorney of record for AG Wilson, Tommie Rae and the Legacy Trust in Case 4900 since 2010.

Within two weeks Nexsen Pruet (NP) attorney David Black wrote Pope claiming the Legacy Trust was private and not subject to FOIA. He threatened sanctions.

On August 3, 2011 and August 10, 2011, Pope filed two FOIA suits.

In September 2011 Tomirae and other Case 4900 Plaintiffs moved to intervene in one FOIA suit to stop release of the Wingate Agreement. They sought sanctions against Pope. The WIngate Agreement FOIA suit was moved to Richland County and consolidated with Case 4900. It has not been heard.

In October 2011 Bauknight's lawyer told the Supreme Court that Tomirae's elective share claim was a "slam dunk." He said Federal Copyright Act Termination rights are "all this case is about."

In 2012 Bauknight, AG Wilson and Tomirae worked to prevent re-release of the already-public "Hynie Diary" in which Tomirae writes that she begged James Brown to marry her after he discovered she was married during their 2001 ceremony.

In 2012 AG Wilson and the Legacy Trust had the FOIA suit seeking the $4.7 million appraisal and Legacy Trust documents moved to Richland. AG Wilson and Bauknight are today seeking to consolidate it with Case 4900. Almost 5 years after the

FOIA request , there have been no documents and no trial.

In February 2013 the Supreme Court issued the first *Wilson v. Dallas* decision.

In March 2013, Pope visited AG Wilson to urge him to support the "I Feel Good" Charity. She explained that not correcting the IRS documents, including the claims that Tomirae was Brown's spouse and that Brown's "I Feel Good" Charity was worth about $2 million, would damage to the "I Feel Good" charity and the 900 copyrights Brown gave the "I Feel Good" Trust.

On May 8, 2013 the *Wilson* decision overturned the McMaster Settlement, but AG Wilson and his McMaster Legacy Trust have continued as Plaintiffs in Case 4900 since. Bauknight has continued as the agent for AG Wilson, Tomirae and her son, James B.

From May 2013 until July 2015 Pope worked *pro bono publico* to encourage AG Wilson and others to save James Brown's "I Feel Good" Trust.

On May 29, 2013, Bauknight served Pope with the Disallowance. The same day counsel for Tomirae announced her intention to reinstate the McMaster settlement. AG Wilson expressed confidence in Bauknight.

In August 2013, Tomirae and her son filed termination notices with the Federal Copyright Office attempting to take for themselves approximately 90 of the 900 copyrights James Brown gave the "I Feel Good" Trust.

The Case 4900 Parties and Causes of Action are Not the Same

Tomirae, Terry Brown, the Legacy Trust and Attorney General Henry McMaster were the majority-interest Plaintiffs in Case 4900 when it was filed. None are parties to

Case 1337. Nor are about 10 other Plaintiff/Counterclaim Defendants of Case 4900. Buchanan and Pope never owed the Legacy Trust, Tomirae or her son a fiduciary duty.

Since 2013, under the Wingate Agreement, AG Wilson has had control over Case 4900. The dozen Counterclaim Defendants *who have no interest in Case 1337,* however, remain important parties.

AG Wilson Seeks to use Taxpayer and Charitable Funds in Case 4900

The Wingate Agreement pays Wingate nothing unless he prevails against Buchanan and Pope. He must now defend the counterclaims to which he failed to timely respond. He must now face the conflicts which existed when he undertook to represent both the State/AG and a dozen non-residents of South Carolina.

The cost of defending Wingate's actions and those of the Case 4900 Plaintiffs against Pope's (and possibly Buchanan's) counterclaims should not be borne by James Brown's charity, or by the taxpayers of South Carolina.

Since the *Wilson v. Dallas* decision Bauknight has spent more than $2 million on attorneys' fees from Brown's charity while he continues to serve as agent for Tomirae and James B. in Case 4900.

In 2016 James B. Secured an order by which he is to be paid $500,000 in his quest to take the copyrights James Brown gave for needy students, as well as a share of Brown's estate. He was awarded an additional $5,000 for each of 41 depositions he plans to take.

AG Wilson and the Case 4900 Plaintiff/Counterclaim Defendants are poised to

try to spend James Brown's charitable funds, and taxpayer funds, to help Tomirae and James B. take the 900 copyrights and their royalties, which should be flowing to needy students.

Substantial amounts of taxpayer dollars have already been spent by AG Wilson to keep the public from seeing under FOIA what AG McMaster did to James Brown's charity and 900 copyrights.

It is manifestly unjust to place charitable and taxpayer dollars at the service of those who have committed to the destruction of James Brown's "I Feel Good" Trust.

AG Wilson Seeks to Deprive Plaintiff of her Right to Act *Pro Se*

Plaintiff has served *pro se* in Case 1337 for three years. It is a small case, when compared to the $50 million or more at stake in Case 4900. She should not be driven from the Case 1337 by AG Wilson or by Bauknight, the trustee of the McMaster Legacy Trust, who forced her to file Case 1337.

The Witnesses in Case 1337 and Case 4900 are Not the Same

The parties and witnesses in the two cases are not the same. The first depositions noticed in Case 4900 include Tomirae AG Wilson, former AG McMaster, Terry Brown, and others who are not going to be deposed in Case 1337.

Wingate has asserted that the Case 4900 Plaintiffs have 91 witnesses, including the 17 Plaintiffs. He was paid $500,000 in 2012 solely for expert expenses. [It was returned a year later.] This sort of spending has no place in Pope's commission claim, Case 1337.

The Estate and 2000 Trust have named only 3 witnesses in Case 1337.

Plaintiff expects about a dozen, most of whom would not be witnesses in Case 4900: James Bailey, Esq., Jim Hardin, Esq.; Steve Johnson, Esq.; Mary Frances Jowers; AG Sandra Matthews; and either the SLED agent or another witness regarding the Cannon takings.

The first witness, James Richardson, Esq., has already testified to the good faith nature of the appeal which resulted in *Wilson v. Dallas*. Pope has offered to stipulate to the testimony of experts Hardin and Jones, and others, to save costs.

In short, Case 1337's modest scope has nothing to do with the massive issues in Case 4900.

Conclusion

Attorney General Wilson's attempts to block the depositions were made at the eleventh hour, and appear to have been coordinated both with Case 4900 counsel and counsel for the McMaster Legacy Trust since 2009. It seeks to aid those who have worked to dismember the "I Feel Good" charity and take its copyrights.

The motion was untimely and without merit. The depositions should proceed as scheduled. The Attorney General and/or deponents should pay the costs of Plaintiff's having to defend the motion.

Respectfully submitted,

Adele J. Pope
Law Office of Adele J. Pope, PC
1228 Walnut Street
Newberry, South Carolina 29108
(803) 413-0753

April 10, 2016

STATE OF SOUTH CAROLINA COUNTY OF AIKEN	)	IN THE COURT OF COMMON PLEAS FOR THE SECOND JUDICIAL CIRCUIT
Adele J. Pope, Plaintiff, v. Estate of James Brown and The James Brown 2000 Irrevocable Trust, Defendants.	)	Case No. 2013-CP-02-1337 **MOTION FOR PROTECTIVE ORDER AS TO DEPOSITION OF DAVID C. SOJOURNER, JR.**

Pursuant to Rules 26(c) and 30(j)(3), SCRCP, David C. Sojourner, Jr. ("Mr. Sojourner") moves for a protective order to preserve any objections made during his deposition on May 20, 2016, on the grounds of attorney–client, work product, or common interest privileges and any directions given to him not to testify about such matters. Mr. Sojourner also requests that this Court preserve and protect his objections that certain questions were beyond the scope of discovery for this case although a motion on this ground is not required. Rules 26(b) and (c).

The transcript of the deposition is not yet available, but undersigned counsel will file it in support of this motion when it is available for use. Counsel for Mr. Sojourner will file a memorandum with the deposition transcript identifying those parts of the deposition in which objections were made consistent with this motion.

Therefore, Mr. Sojourner requests that this Court issue a protective order preserving those objections, and barring further questioning by counsel for Plaintiff about such matters.

[Signature block on next page]

FILED 6.3.16
Liz Godard
C.C.C.P.&G.S.
Ruth Chappell 20
Deputy Clerk

Respectfully submitted,

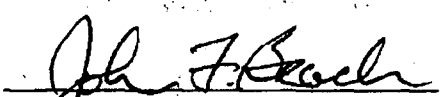
John F. Beach
Lyndey Ritz Zwing
Adams and Reese LLP
1501 Main Street, Fifth Floor
Columbia, South Carolina 29201
Telephone: (803) 254-4190
john.beach@arlaw.com
lyndey.zwing@arlaw.com

Counsel for David C. Sojourner, Jr.,

May 31, 2016

Rule 11, SRCP, Certification:

Undersigned counsel has consulted with opposing counsel in good faith. Counsel for Plaintiff does not consent to this motion, but she does consent to the filing of the transcript at a later date when it is available.



John F. Beach

STATE OF SOUTH CAROLINA	) IN THE COURT OF COMMON PLEAS
	)
COUNTY OF RICHLAND	) Aiken County Case No. 2013-CP-02-1337
	)
Adele J. Pope,	)
Plaintiff,	) MOTION OF PLAINTIFF TO ALTER OR
	) AMEND ADMINISTRATIVE ORDER
v.	) AND CONFIDENTIALITY ORDER
Estate of James Brown and The James Brown 2000 Irrevocable Trust,	)
	)
Defendants.	)

FILED 9/16 20 16 1:15p
C.C.C.P. & G.S.
Deputy Clerk

TO: DEFENDANTS ESTATE OF JAMES BROWN AND JAMES BROWN 2000 IRREVOCABLE TRUST, AND WILLIAM G. NEWSOME, ESQ. their counsel.

YOU WILL PLEASE TAKE NOTICE that ten days after the service hereof, or as soon thereafter as she may be heard, Plaintiff will move pursuant to Rule 59(e) of the *South Carolina Rules of Civil Procedure* before the Honorable Doyet A. Early, III ("Judge Early") for an Order altering, amending or vacating the Orders of Judge Early dated August 30, 2016, filed September 1, 2016, and received by mail from the Clerk on September 9, 2016. Notice of the entry of the Orders was received earlier in an email from Defendants' counsel. Copies of said Orders are attached hereto as Exhibit A and Exhibit B..

The grounds of this Motion are set out below.

AS TO BOTH ORDERS:

1. The Court overlooked or misapprehended that it is manifestly unjust to Plaintiff for the Court to adopt without close scrutiny orders presented to it by Defendants ("Estate/2000 Trust"), acting through Russell Bauknight, where this Court has recently taken jurisdiction over Richland County Case 2010-CP-40-4900 ("Richland 4900") and

all of the following facts exist:

a. Bauknight is serving, and has served in Richland 4900 as both agent and Trustee for Tommie Rae and other Will/Trust contestants since 2010.

b. This Claim involves the value of Plaintiff's service to Defendants, including defense against Tommie Rae and others for whom Defendants' fiduciary now serves as Trustee, agent, or both.

c. Bauknight serves as fiduciary and agent for clients of Louis Levenson who are seeking to secure, with Tommie Rae, the "I Feel Good" Charity's 900 copyrights for themselves.

d. Bauknight has distributed more than $2 Million to Tommie Rae and Levenson clients or former clients since 2014.

e. Defendants have made contradictory and material claims in the Courts, including that Buchanan & Pope should have accepted a 2007 $100 Million offer for Brown's assets and that there were no offers and the Estate was worth only $5 Million when Brown died.

f. At oral argument in *Wilson,* Defendants told the S.C. Supreme Court that Tommie Rae's elective share claim was a "slam dunk;" Federal Copyright Act Termination Rights were automatic; Termination Rights are all this estate is about; Defendants have no corpus to speak of; and because of Termination Rights there will be nothing in the "I Feel Good" Charity in 2023 unless the McMaster Settlement is approved.

g. On May 29, 2013 Tommie Rae and Levenson announced to Judge Early in open Court their intention to resinstate the McMaster Settlement.

h. On June 13, 2013 Judge Early issued Orders excluding Buchanan and Pope from participation in all Aiken Cases except their own claims cases.

i. The exclusion of Buchanan and Pope, and reliance on Defendants, for two years, resulted in incorrect and prejudicial statements to the Supreme Court in Judge Early's 2015 Status Report, namely:

1. Judge Early had never heard of any settlement discussions;
2. Plaintiff was seeking a $5 Million commission;
3. Bauknight was highly qualified, and had served admirably, with no reference to the disputed $4.7 Million value; his service to Tommie Rae and the Levenson Will/Trust contestants;or Richland 4900 issues.

j. The Court denied partial summary judgment for Plaintiff's 2007 SA fee,

while overlooking $6 Million spent, distributed or approved by Defendants (Bauknight) since 2013 from a claimed $5 Million estate, including $3.5 Million to attorneys; and another $700,000 to the GAL and attorney for James B.

k. The Court Double-approved payments to Buchanan in October 2013, taking notice of the entire record, but has declined even SA fees to Plaintiff, because she has not settled in Richland 4900.

2. The Court overlooked or misapprehended that providing orders in this case by email not just to Defendants but to non-parties Tommie Rae and others, while directing the Clerk to mail orders to Plaintiff, is prejudicial.

3. The Court overlooked or misapprehended that the mailing procedure appears to have been corrected, which is appropriate, but should be confirmed by the Court.

AS TO THE ADMINISTRATIVE ORDER FILED SEPTEMBER 1, 2016

4. As to the Plaintiff's request for Court Assistance as to Stipulations, the Court overlooked or misapprehended that Plaintiff knew stipulations could not be directed, but merely sought the Court's support, which it has granted to others in many other cases.

5. As to Footnote 1, the Court overlooked or misapprehended that there was no basis to admonish Plaintiff , who looks forward to trial of this matter in July 2017.

6. As to Footnote 1, the Court overlooked or misapprehended that the Defendants have changed their position since the March hearing, and are now seeking in Richland 4900 to delay this case until that case is tried, which would be unjust to Plaintiff, who has not been paid for her 2007 and later work.

7. As to Pope's Motion to Compel, the Court overlooked or misapprehended that, at a minimum, Defendants have, and should provide to Plaintiff, Bauknight's contract and the Peter Shahid contract, recently the subject of a fee award which the

Estate/2000 Trust (Sojourner) asserts grants Shahid and James B's GAL $700,000, because both were given to Judge Early in 2009 and were found in Judge Early's March 2010 Order not to be confidential.

8. As to the Motion for Protection and Confidentiality Order, the Court overlooked or misapprehended that it was unfair to fully lay out the position of Defendants, Tommie Rae and the Levenson Will contestants in Richland 4900 in relation to the May 8, 2013 and June 10, 2015 Orders of the Supreme Court where Buchanan's and Pope's position is that the Supreme Court's position was based on Defendants' incorrect report that Buchanan and Pope sought a $5Million fee for a $5 Million estate; and the later Order was based on Judge Early's unfair and incorrect statements in the 2015 Status Report.

9. The Court overlooked or misapprehended that Plaintiff that it is Defendants, with Tommie Rae and others – not Plaintiff -- seeking to re-litigate in Richland 4900 to undo Judge Early's repeated findings about the propriety of the service of Buchanan and Pope, and that they took the case to Richland County in 2010 for that purpose.

10. The Court overlooked or misapprehended that where the Court has openly and appropriately praised Buchanan, whose work was joint with Plaintiff, it is unduly prejudicial to take Defendants' and Tommie Rae's Richland 4900 positions against Pope in this case because she has not settled in Richland 4900..

11. The Court overlooked or misapprehended that the Supreme Court's statements on May 26, 2009 are a disputed subject of Richland 4900, in which Plaintiff asserts:

a. The Court was presented with the false claim Brown's estate was only $5

Million, from which Buchanan and Pope wanted a $5 Million commission.

b. The false Grammy © claim was planted at Kilpatrick Stockton without notice to Robert Potter, Esq., who was credited with halting the sale, when he did not.

c. Levenson was present when the Grammy was withdrawn, properly and without penalty;

d. Every penny paid in legal fees (about $300,000) incurred by Buchanan and Pope compares favorably with the $3.5 Million or more spent since 2013.

e. This Court did not remove Buchanan and Pope for wrongdoing, but because they opposed the settlement.

f. The Supreme Court's dicta that Buchanan's and Pope's claim was for a "relatively short interval of time" was incorrect and tainted by the false claims and unwarranted vitriolic attacks of Defendants, the AG and others.

12. The Court overlooked or misapprehended that it is was unnecessary, prejudicial and unjust for the Court to "remind..Mrs. Pope that the purpose of this case is not to re-litigate Estate and Trust matters or to reinsert herself into estate matters" where the ONLY reason she is now involved in Estate/2000 Trust matters is that a false, career-destroying lawsuit was lodged against her six years ago by Defendants and others to try to stop the appeal which resulted in *Wilson v. Dallas*.

13. The Court overlooked or misapprehended that it has denied Summary Judgment to Defendants, and found that Mrs. Pope's fee is NOT limited, as Defendants had claimed, to the "fiduciary service which concluded with her for cause removal on May 26, 2009," but includes her entire service to May 8, 2013.

14. The Court overlooked that where there is a substantial issue as to the value of Brown's music empire at death – as between $4.7 Million and $84 Million – the Court's using a third or more of an "Administrative Order" to expound the position the

Defendants and Tommie Rae have taken is highly prejudicial to Plaintiff and unjust.

15. The Court overlooked or misapprehended that Defendants have changed their position after arguing on March 2, 2016 to Judge Early that this was a "narrow case;" and asserting that Richland 4900 and other matters were unrelated, as they now claim (incorrectly) that Richland 4900 is merely the other side of the same coin of discovery in this case.

16. The Court overlooked or misapprehended that Plaintiff does not want to see the Philpot Werner Estate Valuation unless it is public, because she has clearly stated she does not want to see ANY confidential documents in this claim case.

17. The Court overlooked or misapprehended that a statement related to a discovery order in Forlando's federal court case, before the full facts were developed about the $4.7 Million value, should have no impact on this Court, especially where Defendant 2000 Trust secretly sided with Forlando beginning in January 2011.

18. The Court overlooked or misapprehended that the details of how Defendants and Tommie Rae arrived at the $4.7 Million claimed value a year before the claimed appraisal are now part of the public record, with James B's detailed explanation of the Philpott appraisal to the Supreme Court; the email of Tommie Rae's lawyer setting out the Harlan Howard plan, including the ZERO value to Brown's valuable Publicity Rights; and the plan of Tommie Rae's counsel to multiply the $3 Million annual royalties (like Harlan) by 8, and then reduce the amount by an inflated $19 Million for the TIAA Debt.

19. The Court overlooked or misapprehended that Plaintiffs desire NOT to see anything confidential in this case is appropriate where Defendants have a long history

of litigious attempts to make public documents such as the Wingate Agreement and so-called Hynie "diary" private; and Defendants, unlike Plaintiff, have millions from funds Brown gave his "I Feel Good" Charity to spend on legal fees.

20. The Court overlooked or misapprehended that a Confidentiality Order is not needed in this Case because Plaintiff wants no confidential documents.

21. The Court overlooked or misapprehended that the Court's ruling that the "appraisal" is confidential was premature, because the issue was not before the Court.

Conclusion

For the reasons stated herein, Plaintiff respectfully submits that the Confidentiality Order is unnecessary and should be rescinded. The Administrative Order should delete all unnecessary references to Defendants' positions with Tommie Rae. The Order should note Judge Early's caution following his assignment in Richland 4900, and should simply state:

1. The Court urges the parties to use stipulated testimony where efficient.

2. The Court has earlier confirmed the trial will be as soon as possible after July 1, 2017, and that Order will not be affected by Richland 4900.

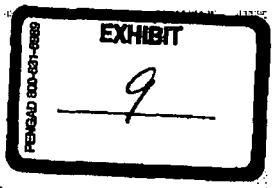
3. The Bauknight and Shahid contracts, with any others Defendant finds, will be given to Plaintiff because they are not confidential.

4. No confidentiality Order is needed in this Case because no confidential documents are sought.

Respectfully submitted,

Adele J. Pope
Law Office of Adele J. Pope, PC
1228 Walnut Street
Newberry, South Carolina 29108
(803) 413-0753

September 14, 2016



STATE OF SOUTH CAROLINA	IN THE COURT OF COMMON PLEAS
COUNTY OF AIKEN	Case No. 2013-CP-02-1337
Adele J. Pope, Plaintiff, v. Estate of James Brown and The James Brown 2000 Irrevocable Trust, Defendants.	INITIAL DESIGNATION OF EXPERTS AND DISCLOSURE OF OPINIONS

In accordance with the Scheduling Order of the Honorable Doyet A. Early, III ("Judge Early") in this matter Plaintiff designates the experts set out below for trial of this matter on or after July 1, 2017.

Some experts are also fact witnesses.

1. **Richard B. "Tigger" Alexander**
R.B Alexander & Co., Ltd.
3853 Sedgewood Circle
Charlotte, NC 28211
(704) 442-1112

Qualifications:
Mr. Alexander is the president and CEO of R.B. Alexander & Co., Ltd. which provides strategic business and advisory services. He has more than 40 years experience in retailing, renewal management, debt/equity restructures and liquidation.

See Affidavit of Richard B. Alexander, dated September 24, 2013, filed in Forlando J. Brown and filed in U.S. District Court for the District of S.C., Columbia Divisions, 3:08-cv-00014-WOB, Entry NO. 112 -5, (the "Alexander Expert Opinion"), pp. 1-2.

Opinions:
See Alexander Expert Opinion, p.3, including:

The approximately $85 Million valuation placed on James Brown's music empire at death by Mr. Buchanan and Ms. Pope was reasonable.

Alexander is not aware of any facts which could support a willing buyer and a willing seller, each with knowledge of the relevant facts and circumstances, placing a less-than $4.7 million value on James Brown's music empire at his death.

Alexander may have additional opinions related to valuation and/or operation, based on events and disclosures subsequent to his Opinion, including but not limited the claim against GT for alleged failure to secure pre-death sampling revenues (trial pending); the disclosure by David Cannon of Brown's boxes of $100 bills; the recent sale of "Please, Please, Please" and 2 others of Brown's 900 copyrights; and the release of 2009 correspondence related to the plan to devalue Brown's copyrights by reference to the Estate of Harlan Howard, and to value the Publicity Rights at zero.

Materials & Authorities Consulted: See Opinion, .pp. 2-6.

Availability: Alexander is available to be deposed in Newberry, SC at a mutually convenient time.
[Plaintiff has requested that the Alexander Opinion be accepted as stipulated testimony.]

2. **Robert L. Buchanan, Jr, Esquire**
Buchanan Law Office, PA
PO Box 463
Aiken, SC 29802-0463
803-649-1392

Qualifications:
Mr. Buchanan is a litigator with more than twenty-five years experience; He is a former Co-PR/Trustee under the Will and 2000 Trust of entertainer James Brown; and served as a Part-Time Federal Magistrate Judge. Mr. Buchanan has been designated as a witness by Defendants.

Opinions:
The service of Mr. Buchanan and Ms. Pope as SAs; PR/Trustees; and in conducting the *Wilson v. Dallas* appeal, including the protection of the "I Feel Good" Charity's 900 copyrights, met or exceeded the standard for SAs and fiduciaries.

Their service in the conduct of the appeal from May 26, 2009 until May 8, 2013 and other Estate/2000 Trust litigation was extraordinary in light of the hardships imposed by the alliance of the AG with Tommie Rae and others seeking to dismember the "I Feel Good" Trust.

Despite the liquidity crisis which faced Brown's Estate/2000 Trust, Mr. Buchanan and Ms. Pope engaged high quality, efficient advisors for both the litigation and specialty areas.

Entertainment counsel Ray Gonzalez, Esq., recommended by Bertis Downs, Esq., of R.E.M., had been a Warner Music executive. His Zumwalt, Almon & Hayes Bio. shows his accomplishments at the time. [Linked In shows that Mr. Gonzalez is now Vice President, Legal Affairs, Music, Warner Bros Entertainment, Inc.]

The Estate/2000 Trust also engaged Alan F. Rothschild, Jr., Esq. of Macon, a distinguished exempt organizations attorney who, at the time, was an American College of Trust and Estate counsel Fellow with Ms. Pope.
[Mr. Rothschild's Hatcher Stubbs (former) Bio is attached, along with a recent bio showing that he is now with Page Scranton.]

The approximately $84 Million value for Brown's copyrights, Publicity Rights, the claim against David Cannon and certain other assets, as set out on Schedule F of Brown's estate tax return was reasonable and consistent with the best available information.

The valuation formula for Brown's 900 copyrights was conservative in relation to initial multiples suggested by Professor Einhorn.

The $84 Million is further supported by the $2.5 Million in TIAA royalties earned in the first half of 2009; the 2-year Corbis/GreenLight Publicity Rights contract secured by Mr. Buchanan and Ms. Pope which was anticipated to bring in $2 Million per year; and other factors.

Upon being replaced on May 26, 2009, Buchanan and Pope encouraged Mr. Bauknight's Nesxsen Pruet counsel to accept a Publicity Rights agreement with GreenLight which was anticipated to bring in $2 Million per year, and otherwise offered their help. [See ltr. to Klett, 6/24/09]

Mr. Buchanan reached the "settlement" with the AG and others in Richland 4900 in 2012 because of financial hardship caused by his service to Brown's estate plan, not because the Joint Claim was unreasonable.

In the 2012 "settlement" Mr. Buchanan was required to do nothing to help Ms. Pope, but he made no commitment not to tell the truth.

In the "settlement" Mr. Buchanan was required not to file any Petition for Rehearing when the decision in *Wilson* was rendered, but this requirement was not disclosed to, or approved by, the Supreme Court..

The $500,300, with interest, and additional $1.5 Million Mr. Buchanan sought in the joint 2009 claim with Ms. Pope for the six years they devoted to the protection of the estate plan of James Brown, the "I Feel Good" Trust and its 900 copyrights,was reasonable.

As set out in his filings with Judge Early in July 2013, and his Interrogatory Answers in the Cincinnati Suit, under the heading "Destruction of Law Practice," beginning in March of 2007 (with his appointment as SA) and especially after November 20, 2007 (with his appointment as PR/Trustee) Buchanan and others of his office referred many calls and clients to other lawyers because of the severe limitations on Buchanan's time as a result of his involvement in matters related to the Estate and Trust of James Brown. In addition to the expected time demands, Mr. Buchanan faced constant demands and inquiries by the Attorney General, the former PR/Trustees and members of the Brown family, as well as their attorneys. Consequently, Mr. Buchanan's law practice, which was a small town solo practice, experienced a significant loss of business, which he compiled (in part) as follows:

Year	Practice Gross Receipts
2006	$1,027,680.33
2007	$ 290,765.33
2008	$ 315,111.57
2009	$ 186,707.25
2010	$ 175,617.25
2011	$ 46,660.32

As a result of the Forlando Suit brought by David Bell, Esq.,in January 2008 to enjoin Defendant 2000 Trust until the Cannon Trustees were reinstated, amended to assert causes of action against Mr. Buchanan and Ms. Pope, both faced problems with their professional insurance. Forlando withdrew his complaint four years later in 2012.

When Richland 4900 was filed, Cincinnati sent both Mr. Buchanan and Ms. Pope notices of cancellation and sued them over coverage.

As set out in his filings with Judge Early and the October 8, 2013 hearing, during the appeal of the McMaster Settlement, Mr. Buchanan, like Ms. Pope, endured professional and personal hardship and vitriolic attacks in carrying out the job they were twice appointed by Judge Early to do. Some of the unwarranted attacks were by persons who had nominated

them as PR/Trustees.

Mr. Buchanan does not recall (years later) a number of specific events from the relevant period, but confirms that each affidavit and statement he made in connection with James Brown matters was true and correct to the best of his knowledge at the time made.

The appeal which resulted in *Wilson v. Dallas* provided a substantial benefit to Brown's "I Feel Good" Charity and the 900 copyrights James Brown gave to educate needy students.

The more-than-20 cases and multiple appeals conducted by Mr. Buchanan and Ms. Pope for the benefit of Brown's Estate, 2000 Trust and the "I Feel Good" Charity were conducted properly and efficiently.

Mr. Buchanan may have additional opinions consistent with the answers and counterclaims in 3:08-cv-00014-WOB; the depositions and filings in that case; his answer, filings and counterclaims in Richland 4900 and the 2012 appeal; FOIA matters; the Cincinnati lawsuits against Mr. Buchanan and Ms. Pope; the Joint Claim and supporting affidavits of Mr. Buchanan and Ms. Pope filed in 2009 which are the subject of this lawsuit; other pleadings, hearings, depositions, and documents filed in the Forlando federal suit; and Affidavits and Joint Affidavits he presented between March 7, 2007 and May 8, 2013 in any James Brown matter.

Materials & Authorities Consulted: James Brown case records.

Availability: Because of his agreement not to assist Ms. Pope, Mr. Buchanan will need to be subpoenaed or produced in Aiken, S.C. by Defendants, who named him as a witness.

3. **Charles E. Carpenter, Jr. , Esquire**
Carpenter Appeals & Trial Support, LLC
1201 Main Street, #980
Columbia, SC 20201
(803) 758-2886

Qualifications:
Mr. Carpenter is an experienced Appellate Attorney. He was engaged by Plaintiff after the May 29, 2013 announcement by counsel for Tommie Rae and Levenson to Jg.Early of their intention to reinstate the McMaster settlement and Jg. Early's Administrative Orders issued on June 13, 2013 preventing Mr. Buchanan & Ms. Pope from participating in James Brown Aiken County cases other than their own claims cases.

Mr. Carpenter consulted with Plaintiff from 2013 until June 2015 in connection with her *pro bon publico* efforts to encourage the AG and others to save The James Brown "I Feel Good" Trust and its 850+ copyrights for needy students.

Opinions:
The appeal by Mr. Buchanan and Ms. Pope of the McMaster Settlement which resulted in the *Wilson v. Dallas* decision was a valuable, important and necessary step in the protection of the estate plan of James Brown, The James Brown "I Feel Good" Trust and the 850+ copyrights Brown devised to the "I Feel Good" Trust.

Mr. Carpenter would not have participated in, and volunteered his time to, the U.S. Certiorari Petition if he had not been confident that Ms. Pope's efforts to protect The James Brown "I Feel Good" Trust were appropriate and that the issues raised were important to the State of South Carolina.

It is Mr. Carpenter's opinion that the decision rendered by the 9th Federal Circuit in the case of The Ray Charles Foundation v. Robinson in 2015 is consistent with the concerns he and Ms. Pope raised in the 2015 Petition for Certiorari related to the need of Private Foundations to protect their copyrights from the premature or improper exercise of Federal Copyright Act Termination Elections by claimed heirs.

Information Considered by the Witness in Forming the Opinions:
Originally engaged to consult on an hourly basis, Mr. Carpenter became concerned about the importance of Brown's "I Feel Good" Trust to South Carolina's needy students.

Mr. Carpenter volunteered to represent Ms. Pope to prepare a Petition for Certiorari to be filed with the U.S. Supreme Court raising concerns about the damage an improperly conducted spousal proceeding can do to a charitable foundation which holds copyrights, specifically the James Brown "I Feel Good" Trust.

In preparing his opinions Mr. Carpenter relied on all of the documents cited in the Petition for Certiorari and the Appendix filed with the Petition; selected documents and transcripts within the Appellate Record related to the underlying Tommie Rae spousal action; pleadings, transcripts and documents in the James Brown cases found within the public records; and media reports regarding James Brown and his assets.

Availability: Mr. Carpenter is available to be deposed in Columbia, SC at a mutually convenient time.
[Plaintiff requests that the Carpenter opinions be accepted as stipulated testimony.]

4. **Rita Bragg Caughman, Esquire, f/k/a Rita B. Cullum ("Caughman"):**
Sojourner, Caughman and Thomas , LLC
PO Box 12127
Columbia, SC 29211
803-212-4960

Qualifications:
See Affidavit of Rita B. Cullum and Deposition of Rita Bragg Caughman, taken in this case.
Caughman is a member of the firm of David C. Sojourner, Jr., LSA/LST to Defendants.

Opinions:
Caughman's opinions are stated in her Affidavit/Opinion and deposition.

Materials & Authorities Consulted: See Affidavit and Deposition.

Availability: Caughman has been deposed in this case.
[Plaintiff has requested that the Caughman opinions be accepted as stipulated testimony.]

5. **Mary Jo Cole, CPA**
Sellars, Cole and Bachkosky, L.L.C.
3205 Devine Street, Columbia SC 29205
Ph. 803-765-0083

Qualifications:
Ms. Cole is a member of the accounting firm of Sellars, Cole & Bachkosky, L.L.C in Columbia, S.C. She earned her Bachelor of Science in Accounting from the University of S.C. in 1988. After graduation Cole began her career in public accounting and has over twenty-five years of experience in serving the tax compliance and advisory needs of small to mid-size clients. She was a founding member of Sellars & Cole, LLC in 1997. This firm was engaged by Order of Judge Doyet Early dated August 10, 2007 to serve Defendants Estate of James Brown and James Brown 2000 Trust. They did so until 2009. Cole focuses on complex tax compliance and consulting issues affecting businesses and their owners, including industry-specific accounting, tax planning and compensation analysis. She has extensive experience in serving clients in the health

care and legal fields and represents clients in IRS and state representation matters. She is a member of AICPA and the SCACPA.

Opinions:
Assisted by Sellars & Cole, as SAs Buchanan and Pope encouraged original PR/Trustees Albert Dallas, Esq. and Al Bradley to complete the projects outlined in Judge Early's August 10, 2007 Order, including the Application for Determination of the 501(c)(3) status of the "I Feel Good" Private Foundation, which posed a serious estate tax issue for Brown's estate.

The work of the Estate/2000 Trust during the early months was hampered by the filing by a former accountant in the fall of 2007 of unauthorized income tax returns which, among other problems, purported to change the ownership of certain James Brown assets.

Assisted by Sellars & Cole, Buchanan and Pope filed the Application for Determination for the "I Feel Good" Foundation on December 5, 2007, shortly after their appointment. They adopted a Conflict of Interest Policy, and amendments to the Trust to insure IRS qualification. The application was approved by the IRS.

Mr. Buchanan and Ms. Pope, with Sellars & Cole, filed all appropriate extensions and sought with the IRS and the S.C. Dept. of Revenue a single official with whom to work to resolve the numerous problems which had been caused by takings by an earlier trustee and other issues.

Brown's Estate Tax Return, with proper valuations and appropriate caveats, was filed September 25, 2008. Schedule F properly valued Brown's 850+ copyrights; fleet of automobiles; certain business personal property; Brown's Publicity Rights; claims against former Trustee David Cannon and other claims at approximately $84 Million, after taking into account the approximately $15 Million at-death value of Brown's TIAA Debt.

The Estate Tax Return and caveats were based on the best-available information at the time, including a formula Mr. Buchanan and Ms. Pope proposed to Judge Early, the Attorney General and others (while still SAs) to value the copyrights and publicity rights. Subsequent events and disclosures support the propriety of the $84 Million value.

The subsequent disclosures include a revelation by former trustee Cannon that Brown kept boxes of $100 bills at his Beech Island home; a SLED report which confirms that more than $70 Million came to Brown between 1999 and 2006; and a claim that Brown's original trustees or

their agents may have failed to collect millions of dollars of sampling revenues to which Brown was entitled.

Ms. Cole has not reviewed documents which assert that James Brown's music empire and other Schedule F assets had a value of $4.7 Million at James Brown's death, but the $4.7 Million value would be entirely inconsistent with the $18 Million in performance revenues Brown earned between 2003 and 2006 and the approximately $3 Million in royalties Brown earned each year. [In the first half of 2009 the revenue from Brown's major royalties exceeded $2.5 Million.]

After their service to Defendants ended in 2009, Sellars & Cole were not consulted by any appraiser or subsequent PR/Trustee relative to valuation, tax compliance or matters related to their service. Nor was any objection made to their service or payments to them.

Ms. Cole supports the opinions of Sellars, and may have additional opinions consistent with the above.

Materials & Authorities Consulted: The Estate Tax Return and Exhibits; Affidavits and Orders in James Brown matters; documents related to the Estate of James Brown and the Estate of Michael Jackson, Harlan Howard, Prince and others; and other public James Brown information.

Availability: Ms.Cole is available to be deposed in Columbia, S.C. For reasons related to her professional commitments and the illness of a partner, she asks that she be allowed to testify by deposition.

6. **James C. Hardin III, Esquire**
James C Hardin III, PLLC
PO Box 190
Rock Hill, SC 29731

Qualifications:
See Resume', p. 25, RULE 26(a)(2)(B) Report of Expert Testimony of James C. Hardin III dated November 6, 2008, filed in Forlando J. Brown, Plaintiff, vs. Adele J. Pope, individually and as Trustee of the Irrevocable Trust established by James Brown in August 1, 2000, and Robert L. Buchanan, Jr., individually and as Trustee of the Irrevocable Trust established by James Brown in August 1, 2000, Defendants, 3:08-cv-00014-WOB, Entry NO. 112 -5, (the "Hardin Expert Report").

Opinions:
See Hardin Expert Report, pp. 1 - 21.

Materials & Authorities Consulted: See Hardin Expert Report, pp.22-23.
Availability: Hardin is available to be deposed in Rock Hill, S.C.
[Plaintiff has requested that the Hardin Expert Report be accepted as stipulated testimony.]

7. **W. Steven Johnson, Esquire:**
Todd & Johnson, LLP
PO Box 11262
Columbia, SC 29211
803-252-1500

Qualifications:
Mr. Johnson is a certified specialist in estate planning and probate law and former chair of the Estate Planning and Trust Section of the S.C. Bar. For other qualifications, see AFFIDAVIT OF W. STEVEN JOHNSON dated July 20, 2009, filed in Aiken County Case Nos. 07-CP-02-0122, 08-CP-02-1647, 08-CP-02-0872, p. 2.

Opinions:
See Johnson Affidavit and deposition of W. Steven Johnson, July 20, 2016, this Case ("Aiken 1337"), portions of which are filed herewith

Materials & Authorities Consulted: See Johnson Affidavit, pp3-4, and Johnson Deposition.

Availability: Johnson has been deposed in this case.
[Plaintiff has requested that the Johnson opinions be accepted as stipulated testimony.]

8. **Stephen J. Lambert**
Resident of North Carolina
In care of: The Graham Foundation
531 Main Street
Greenville, SC 29601
864-233-3688

Qualifications:
Trustee of The Graham Foundation, a Foundation which reported Assets of $49,898,081 in 2013.

Opinions:
If available, Mr. Lambert has the opinions stated in his affidavit: that The Graham Foundation engaged Ms. Pope for a self-study as it moved into its third generation as a Family Foundation.

Had Mr. Lambert not known personally, and from those who had worked with Ms. Pope, of the quality of her work and her integrity, and heard the accusations being made against her by the Attorney General and Defendants, he would likely not have supported the Foundation's decision to engage Ms. Pope for the self-study.

The Foundation was pleased with Ms. Pope's work.

Materials & Authorities Consulted Public: Foundation documents.

Availability: Not available for deposition in South Carolina at this time.
[Plaintiff requests that Mr. Lambert's affidavit testimony be stipulated.]

9. **Wallace K. Lightsey, Esquire**
44 East Camperdown Way
Greenville , SC 29601
864-242-8207

Qualifications:

Lightsey is a Fellow in the American College of Trial Lawyers and has been selected as a Super Lawyer each year from 2008 - 2016. He is a graduate of Duke University and Harvard Law School Super Lawyers lists his Practice Areas as 40% Intellectual Property Litigation and 10% Media and Advertising Litigaiton.

Opinions:

Termination Rights under the Federal Copyright Act have added a new level of complexity to efforts by charities to protect their IP assets.

Not much was known about Termination Rights in 2008 and 2009, even among IP counsel not directly involved in specific matters. At that time Termination Rights were described as a "coming storm," with the first substantial impact expected in 2013.

There are ways for charities to limit losses from the exercise by heirs of Termination Rights. The Ray Charles Foundation case makes clear that a charity owning copyrights has a right to be

part of the Termination Rights process because its royalty stream is at stake.

Availability: Mr. Lightsey is available for for deposition at a mutually convenient time in Greenville, SC..
[Plaintiff requests that Defendants consent to stipulated or deposition testimony.]

10. **Samantha M. Luck, Esquire**
4025 Hickory Street
Columbia, South Carolina 29205
803-414-9194

Qualifications:
Ms. Luck is an attorney with substantial experience with clients with legal disabilities. She was a former assistant and legal assistant to Ms. Pope, and continues to work with Ms. Pope on a contract basis.

Opinions:
The concerns Mr. Buchanan and Ms. Pope raised about the need for appointment of Guardians *ad Litem* for the minor and incarcerated parties whose rights under Brown's 2000 Trust and the Federal Copyright Act were affected by the McMaster Settlement were appropriate.

Failure to appoint Guardians *ad Litem* in appropriate circumstances can lead to unintended, sometimes troublesome, consequences.

Additional opinions consistent with the above.

Materials & Authorities Consulted: Legal experience in the area.

Availability: Ms. Luck is available to be deposed in Columbia, SC, at a mutually convenient time.
[Plaintiff requests that Ms. Luck's testimony be stipulated.]

11. **Laura W. Mangum:**
109 West Rock Drive
Irmo, SC 29063
864-915-9459

Qualifications:
Ms. Mangum is an accountant and served for many years in various positions, including Office Manager, for Adele Pope

Opinions:

Timekeeping records maintained by the Office of Adele Pope and presented were accurate.

Accountings prepared for the Estate of James Brown were carefully and accurately prepared.

Sandra Matthews, an auditor with the Attorney General's Office, requested, and was given, regular access to all of the books and records in relation to matters related to the Estate and 2000 Trust of James Brown, including the monthly accounting statements.

Materials & Authorities Consulted: Memory and experience

Availability: Ms. Mangum is available to be deposed in Irmo at a mutually convenient time.
[Plaintiff has requested that the Mangum's opinions be accepted as stipulated testimony.]

12. **Mary Grant McDonald**
2003 Harper Street
Newberry, SC 29108
803-276-5341

Qualifications:
Philanthropist, Trustee and Founder, The Grant- McDonald Foundation

Opinions:
Ms. McDonald has opinions about the creation of The Grant-McDonald Foundation; litigation filed in connection with its creation, in which Plaintiff served as counsel; and the impact that even small private foundations can have on the life of a community.

She supports the opinions of Dr. McDonald.

Availability: Ms. McDonald is available to be deposed in Newberry, S.C. at a mutually convenient time.

13. **Dr. Joseph A. McDonald**
2003 Harper Street
Newberry, SC 29108
803-276-5341

Qualifications:

Dr. McDonald is Professor Emeritus of Sociology at Newberry College. He has been actively involved in the Newberry Literacy Counsel and, with Ms. McDonald, in many other community service efforts for many years. In his teaching Dr. McDonald encouraged students to become involved in Community Service. For several years Dr. McDonald and his students created a 1-hour presentation honoring Dr. Martin Luther King, Jr. for MLK Day. Dr. McDonald is a Trustee of the Grant-McDonald Foundation.

Opinions:

The James Brown "I Feel Good" Private Foundation, because of Brown's prominence and devotion to education, should provide not only funds but inspiration to students for decades.

Challenges to a valuation which would reduce the at-death value of the "I Feel Good" Foundation from about $80 Million to $3 Million or less are important to the "I Feel Good" Charity and to society.

An $80 Million Foundation which is properly run for the benefit of the community it seeks to serve will generate up to $4 Million a year for charitable purposes. For the " I Feel Good" Trust that would be scholarships for needy students.

By contrast, a $3 Million Foundation can assure only about $150,000 in scholarships a year, and a $1 Million Foundation only about $50,000.

Even small Foundations such as the Grant-McDonald Foundation can provide great benefits if they are properly run, but larger ones can do even more.

It is a shame for our State that nearly 10 years after his death, James Brown's "I Feel Good" Foundation has missed years of opportunities to both to inspire and fund learning.

The seeds for the creation of the Grant-McDonald Foundation were planted on the death of our son in 2012. Two and a half

years later we engaged Ms. Pope.

In less than a year, we were able to file and conclude a lawsuit to obtain permission from the Probate Court and the Attorney General for the bulk of our son's estate's assets to be dedicated to charity; create The Grant-McDonald Foundation; complete the sales and other transactions necessary to fund the Foundation; complete and file the IRS Application for Determination of the Foundation's qualification under IRC Section 501(c)(3); and obtain IRS approval

Ten years after Brown's death, the "I Feel Good" Charity's 990PF should not be showing zero assets and zero distributions for scholarships.

The Ray Charles Foundation, by sharp contrast, shows hundreds of thousands of dollars of charitable distributions each year.

Availability: Dr. McDonald is available to be deposed in Newberry, SC. at a mutually agreeable time.

14. **Professor Virginia Meeks**

Qualifications:
Prof. Meeks is a professor of Estate and Trust Law at Charleston School of Law. An attorney, she was formerly with Evans, Carter and Kunes.

Opinions:
Professor Meeks is expected to give opinions consistent with those expressed in her interview with the *New York Times.*

Materials & Authorities Consulted: To be supplied.

Availability: Subject to current illness, (which can be discussed with the Court) Professor Meeks is available to be deposed in Charleston, SC.
[Plaintiff has requested that the Meeks opinions be accepted as stipulated testimony.]

15. **Kyle B. Parker, Esquire**
Post Office Box 190
Pope & Hudgens, PA
Newberry, SC 29108
803-276-2532

Qualifications: Mr. Parker is an attorney who practices in the area of Estates, Trusts and Fiduciary Litigation. He has been involved in a number of complex fiduciary litigation matters.

Opinions:
The service of Mr. Buchanan and Ms. Pope met or exceeded the standard for SAs, PR/Trustees and replaced fiduciaries continuing to protect the Estate Plan.

The fee and costs request of Ms. Pope is reasonable, including interest on the amount due on and before May 26, 2009.

Other opinions consistent with the opinions of Mr. Johnson, Mr. Hardin, Mr. Carpenter, Mr. Smith and others.

Materials & Authorities Consulted: Mr. Parker will rely on the opinions of Mr. Johnson, Mr. Hardin, Mr. Smith, Ms. Pope, Mr. Pope, Dr. McDonald, Mr. Lightsey and others; certain public documents related to the Estate of James Brown and the estates of other entertainers; and certain documents from the James Brown FOIA litigation.

Availability: Mr. Parker is available to be deposed at a mutually convenient time in Newberry, SC.

16. **Adele J. Pope ("Pope"):**
Law Office of Adele J. Pope, P.C.
1228 Walnut Street
Newberry, SC 29108
803-413-0753

Qualifications: Former Co-PR/Trustee under Will/2000 Trust of James Brown and The James Brown "I Feel Good" Trust, a Private Foundation. Her current or former clients include: The Graham Foundation and The Grant-McDonald Foundation. She was counsel for the Ethelind Pope-Brown Foundation when Ms. Brown crated the Pope-Brown Foundation. She is Co-Author with Mr. Smith of *Private Foundations, Copyright Heirs and Musical Millionaires: Why the James Brown "I Feel Good" Trust doesn't...(4/11 Draft);* Ms. Pope qualified without objection as a Trust and Estate expert in James Brown 2009 hearings related to the McMaster Settlement.

Opinions:
The SA service of Mr. Buchanan and Ms. Pope exceeded the standard for SAs; was proper, as found by Judge Early; and included uncovering much of the $17 Million taken by David Cannon from funds Brown devised to the "I Feel Good" Charity.

The PR/Trustee service of Mr. Buchanan and Ms. Pope exceeded the standard of care for fiduciaries; was made more difficult by action of AG McMaster; and after August 12, 2008, more difficult by AG McMaster's alliance with Tommie Rae and Louis Levenson, Esq., who represented Will/2000 Trust contestants.

Mr. Buchanan and Ms. Pope properly and immediately obtained 501(c)(3) qualification for the "I Feel Good" Charity which should have been secured by the original Trustees in 200 or 2001; amended the "I Feel Good" Trust in small particulars, as required by the IRS; and adopted By-Laws and a Conflict of Interest Policy.

Mr. Buchanan and Ms. Pope properly obtained an Order from Jg. Early in March 2008, consented to by Mr. Levenson, to properly determine Brown's heirs. This was a critical first step to the DNA & DIGNITY Plan to protect the "I Feel Good" Charity's royalty stream from 900 copyrights from unnecessary dissipation through premature and/or improper Termination Rights elections by claimed heirs.

Mr. Buchanan and Ms. Pope properly moved to dismiss Tommie Rae's claims on both procedural and legal grounds because there was overwhelming evidence, including her own handwritten admissions, demonstrating she was not Brown's spouse.

Mr. Buchanan and Ms. Pope properly paid for James B's DNA testing under the Peeples DNA Protocol, but he refused to comply with the testing procedure.

Mr. Buchanan and Ms. Pope, had they known, would have contested the service of an attorney for James B's GAL who had a contingency fee arrangement with Tommie Rae.

Mr. Buchanan and Ms. Pope properly valued Brown's music empire at about $84 Million, which included the the copyrights; the Publicity Rights; claims against Cannon, GT and others; and certain other assets shown on Schedule F of the Estate Tax Return.

Assisted by Sellars and Cole, Mr. Buchanan and Ms. Pope took appropriate steps to deal with the improper tax returns filed for years

before Brown's death which, among other problems, understated Brown's income (and/or that of Brown Entities) by about $3 Million per year.

The Christie's sale, including the placing of the Grammy© in the sale, and its withdrawal without penalty, was properly conceived and carried out.

The AG's stopping the DNA & Dignity Plan and stipulation that Tommie Rae would be treated as Brown's spouse caused tremendous damage to the "I Feel Good" Trust's Copyrights.

Mr. Buchanan and Ms. Pope properly objected to the August 10, 2008 McMaster Settlement deal, which had no provisions related to Federal Copyright Act Termination Rights.

Mr. Buchanan and Ms. Pope properly opposed later attempts through incorrect claims about the Copyright Act and Termination Rights made to justify giving more than half of the "I Feel Good" Charity's assets to Tommie Rae and other Will/Trust contestants.

Mr. Buchanan and Ms. Pope, like Trustees of the Ray Charles Foundation, properly asserted that the "I Feel Good" Foundation should protect itself against improper and/or premature attempts by Tommie Rae and claimed family members to take the Charity's $3+ Million royalty stream from needy students.

In 2009 Mr. Buchanan and Ms. Pope warned AG McMaster, after McMaster gave Bell's client Terry a right of first refusal ("ROFR") to buy the music empire, that there were signs the "family" was seeking to devalue the assets, causing additional damage to the "I Feel Good" Charity.

The claim filed by Mr. Buchanan and Ms. Pope in 2009 was entirely proper; fully documented; and consistent both with their contract with Defendants and the Payment Order of Judge Early.

Mr. Buchanan's claim for approximately $2.1 Million and Ms. Pope's for $2.8 Million, with $1.4 Million payable in 2009 or earning interest, was reasonable for their six years of dedicated service to Brown's $100 Million Estate, 2000 Trust, and "I Feel Good" Charity.

Defendants' refusal to pay the $1.4 Million of the $2.8 Million owed Ms. Pope since May 2009 because she would not release Tommie Rae from counterclaims was unreasonable.

Defendants unreasonably remained in Richland 4900 (after Ms. Pope

offered to release them) for the improper purpose of helping Tommie Rae, Bell and Levenson dismember the "I Feel Good" Trust.

The service of Mr. Buchanan and Ms. Pope as PR/Trustees was made substantially more difficult by actions of the Attorney General and his appointee.

The service of Mr. Buchanan and Ms. Pope in the conduct of the appeal of the McMaster Settlement which led to the decision in *Wilson v. Dallas* was extraordinary in light of the vitriolic attacks by Tommie Rae, the AG and his appointee.

Materials and Authorities Consulted: Tens of thousands of documents and hundreds of public sources related to copyrights, publicity rights, valuation and other topics, and James Brown current and historical records, as well as documents related to the estates of Prince, Michael Jackson, Bob Marley, Harland Howard, Elvis and others.

Availability: Pope is available to be deposed at a mutually convenient time in Newberry, SC.

17. **Thomas H. Pope III, Esquire**
Pope and Hudgens, PA
1508 College Street
Newberry, South Carolina 29108
803-276-2532

Qualifications:
Mr. Pope has tried cases in state and federal courts for 40 years. His recent cases include: legal malpractice, will contests, fiduciary duty litigation, and FOIA matters. He served in the SC State Senate from 1984 -1992. He served nine years as a member of the Board of Law Examiners of the South Carolina Supreme Court. He is a Trustee of the Pope-Brown Foundation.

Opinions:

In 2013 the Pope-Brown Foundation reported a value of $1,568,830 on its 990-PF. Its assets, income, and expenses, like that of other private foundations, are required to be disclosed.

Where a public official takes control of the assets give by a citizen of South Carolina to a Private Foundation, the public has a legitimate interest in knowing the value of those assets; annual changes in the

value; and whether the public official is protecting those assets for the intended charitable use.

The attempts of Attorney General Alan Wilson and Defendant Estate, through Richland 4900 counsel, to require journalist Sue Summer to reveal her sources and produce her notes when she reported on the explosive contents of the Hynie "diary" were unreasonable.

The 4-year attempt of AG Wilson and Defendant Estate, through Richland 4900 counsel, to prevent release to Ms. Summer under FOIA of the Hynie "diary;" information about the $4.7 Million claimed value of Brown's music empire; and other public documents related to James Brown was unreasonable.

Journalists and S.C. citizens have a legitimate interest in knowing whether Brown's assets were worth about $85 Million and the "I Feel Good" Charity $80 Million, as reported by Mr. Buchanan and Ms. Pope, because it would likely generate $3 Million or more a year in scholarships for needy students..

Journalists and other S.C. citizens have a right to know whether the AG's Trustee properly reported to the IRS that Brown's Music empire was worth less than $4.7 Million when Brown died, and a Trust created by the AG from Brown's assets was worth only $3 Million.

Journalists and S.C. citizens have a right to know whether AG Wilson and his appointee Trustee are protecting Brown's 900 copyrights and their $3+ Million annual royalty stream from Tommie Rae and others trying to take royalties from needy students by premature and/or improper Copyright Act Termination elections.

Journalists and S.C. citizens have a right to know if – and why – AG Wilson is secreting public documents that contain, in Tommie Rae's own handwriting, admissions that she was not Brown's spouse, where the release of those documents under FOIA could help save royalties from Brown's copyrights for needy students.

South Carolina citizens have a legitimate concern that if the AG and Mr. Bauknight value Brown's music empire at about $4.7 Million; pay more than $1 Million to Tommie Rae (and claim she is the spouse); and pay another $1 Million to some children, there will be little left for the "I Feel Good" Charity and needy students.

The actions of the AG and Defendant Estate to secrete important public documents have hindered the efforts of anyone seeking to defend or

protect the noble estate plan of James Brown.

Other opinions consistent with the pleadings and filings in Newberry County and the appellate courts related to Summer's attempts to protect the "I Feel Good" Charity for needy students.

Materials & Authorities Consulted: Correspondence and filings by Sweeny, Wingate & Barrow, P.A.; AG Wilson; and Ms. Summer, and communications and rulings of The Honorable Eugene C. Griffith, Jr., in Newberry County Case No. 2012-CP-36-00688; Appellate Court filings related to Summer matters; public documents produced in the FOIA suits and by Ms. Summer on her blog; and 990 PFs and other public documents related to James Brown and other entertainers.

Availability: Mr. Pope is available to be deposed in Newberry , SC at a mutually convenient time.

18. **James B. Richardson, Jr., Esquire**
1229 Lincoln Street
Columbia, SC 29201
803-799-9412

Qualifications:
Distinguished Appellate counsel. Fellow of American Academy of Appellate Counsel. Served *pro bono publico* as lead appellate counsel in the appeal of the McMaster Settlement which resulted in the *Wilson v. Dallas* decision.

Opinions:
See opinions as stated in deposition taken in this case. Confirms that Mr. Richardson served *pro bono public* in the successful *Wilson v. Dallas* appeal because it was important to save The James Brown "I Feel Good" Trust from dismembering by the settlement brokered by AG McMaster.

Materials & Authorities Consulted: See Deposition; Appellate Record in *Wilson v. Dallas*.

Availability: Mr. Richardson has been deposed in this matter.
[Plaintiff requests that Deposition Designations of Mr. Richardson be stipulated in lieu of testimony.]

19. **Harley D. Ruff, Esquire:**
17 Professional Village Circle
Beaufort, SC 29907
843-524-5400

Qualifications:
See CV filed in 2009

Opinions:
Opinions given in the record of the Settlement Hearings

Materials & Authorities Consulted: See testimony

Availability: Mr. Ruff is available to be deposed in Beaufort, SC at a mutually convenient time.
[Plaintiff requests that the Ruff opinions be accepted as stipulated testimony.]

20. **William E. Sellars, Jr. CPA ("Sellars"):**
Sellars, Cole and Bachkosky, L.L.C.
3205 Devine Street, Columbia SC 29205
Ph. 803-765-0083

Qualifications:
Mr. Sellars is a member of the accounting firm of Sellars, Cole & Bachkosky, L.L.C in Columbia, S.C. He was appointed by Judge Early to represent Defendants.

Opinions:

In the fall of 2007 Mr. Buchanan and Ms. Pope, as SAs, were being pressured by Mr. Dallas to sign (and endorse) certain Tax Returns prepared by Phil Farr, CPA, with no documentation as to their accuracy. He advised them not to sign the returns. Mr. Farr's unauthorized tax returns added to the tax problems of the James Brown estate.

Mr. Sellars supports and holds the opinions of Mary Jo Cole, CPA. He may have additional opinions related to his service to the Defendants by appointment of Judge Early.

Materials & Authorities Consulted: Estate Tax Return and Exhibits; other James Brown documents.

Availability: Mr. Sellars is available to be deposed in Columbia, SC. For reasons related to his professional commitments and the illness of a partner, he asks that he be allowed to testify by deposition.

21. **Wm. Jeffrey Smith, Esq.**

Qualifications:
Mr. Smith is a graduate of Clemson University where he served as President of the Philosophy Club and as a disk jockey for the Clemson radio station. He is a self-taught music enthusiast, with an interest in all genres.

Mr. Smith received a JD degree from Georgetown Law Center with an emphasis in Intellectual Property. He is a former patent examiner with the U.S. Office of Patents and Trademarks. He is co-author with Ms. Pope of *Private Foundations, Copyright Heirs and Musical Millionaires: Why the James Brown "I Feel Good" Trust doesn't...* (Draft 4/11)

In the summer of 2008 Mr. Smith was engaged by Defendants (through Mr. Buchanan and Ms. Pope) to assist with copyright issues. The engagement was cut short by the August 12, 2008 request that they stop administering Brown's estate because of the August 10, 2008 McMaster Settlement deal.

Opinions:

Mr. Smith has opinions consistent with those stated in *Private Foundations*, including those set out below.

Properly anticipating the impact of Federal Copyright Act ("FCA") Termination Rights issues which would begin to impact the "I Feel Good" Foundation by 2012, Mr. Buchanan and Ms. Pope met or exceeded the standard of care by securing an Order of Judge Early in March 2008 to advertise and complete proper heirs testing for heirs with rights under State or Federal Law.

Mr. Buchanan and Ms. Pope took reasonable steps to protect the "I Feel Good" Trust's copyrights by confirming through records, testimony and otherwise, that James Brown died without a surviving spouse. Their work included securing Tommie Rae's handwritten notes which confirm she was married and living with her husband in Texas before she met Brown; that she begged Brown to marry her after he discovered she had been married in their 2001 ceremony; and that Brown refused to marry her.

Mr. Buchanan and Ms. Pope took reasonable steps to identify the least expensive Half of Brown's heirs under the Federal Copyright Act with whom Termination Rights alliances could have been made.

Through the DNA & Dignity Plan, and aided by Judge Early's Order and the Peeples DNA Protocol, in August 2008 Defendants, through Buchanan and Pope, were poised to create a complete and proper Heirs baseline; then find the LEAST EXPENSIVE HALF (or Half +1) of Brown's properly-determined heirs who were not challenging Brown's estate plan with whom to secure Termination Rights agreements.

Even after Mr. Buchanan and Ms. Pope were replaced, they continued to try to help the Attorney General understand the importance to the "I Feel Good" Trust's 900 copyrights and $3+ Million annual royalties to complete Heirs testing under the Peeples DNA Protocol for all claimed blood children with reasonable claims to be actual children.

Private Foundations was written in response to AG Jones' announcement to the Appellate Court in August 2010 that the AG was expecting an appraisal in a few weeks that would show the value of Brown's estate and trust assets to be less than $12 Million.

Private Foundations was circulated to professionals in April 2011. It describes how the AG's failure to properly determine and "split" heirs, when combined with an artifical devaluation of Brown's assets, leaves Brown's "I Feel Good" Trust with almost nothing.

The revelation in May 2011 that Mr. Bauknight and the AG were claiming that Brown's Music empire was worth only $4.7 Million when he died, and the Tangible Personal Property only $.5 Million, made the damage to the "I Feel Good" Trust even more devastating than described in *Private Foundations.*

At all times between August 10, 2008 and May 8, 2013 Defendants had an opportunity to protect "Please, Please, Please" and the remainder of Brown's 900 copyrights for decades by agreements related to Termination Rights which included ONLY those not challenging the estate plan. Ms. Pope urged the AG and Defendants to do this.

When children of James Brown began to defect from the McMaster Settlement, the AG and Defendants missed additional opportunities to secure the greatest benefit for the "I Feel Good" Charity from the least expensive HALF, or possibly HALF +1, of Brown's real heirs.

Termination rights to "Please, Please, Please" were not automatic in

2012, and the "I Feel Good" Charity had the same rights The Ray Charles Foundation has to protect itself from premature and improper attempted Copyright Termination elections.

Had the AG and Defendants properly completed the path set up by Buchanan and Pope, $2 Million from the sale of 3 of Brown's 900 Copyrights would likely not have been wasted by the Charity by payments to Tommie Rae, and certain Will contestants.

Protection of the "I Feel Good" Charity's Image and Persona, as well as the flow of Copyright royalties from the copyrights is good for the "I Feel Good" Charity because more scholarships for needy students will flow from the Charity.

James Brown's documents made the duty of his fiduciaries to protect the copyrights he gave the "I Feel Good" Trust clear by completely excluding all claimed heirs from the music empire, and by his *In Terrorem* clauses which excluded even the children Brown acknowledged from standing if they challenged the estate plan.

At all times between 2008 and May 8, 2013, Pope benefitted the "I Feel Good' Charity to the best of her ability by encouraging the AG to protect the 900 copyrights as set out in *Private Foundations.*

Smith may have additional opinions based on events and information revealed since *Private Foundations...* was circulated to professionals in April 2011.

Materials & Authorities Consulted: Mr. Smith has consulted numerous public sources; the blog of journalist Sue Summer; the Federal Copyright Act; the Federal Copyright Office; documents related to the Estates of Harlan Howard, Prince, Elvis, Michael Jackson, and James Brown. He has also attended some James Brown hearings. He had substantial contact with Pope during the writing of *Private Foundations...*, and remains in contact with her about James Brown issues.

Availability: Mr. Smith is available to be deposed in Newberry, S.C. at a mutually convenient time.

22. **David C. Sojourner, Jr.**

Qualifications:
See deposition. Mr. Sojourner was 1 of 5 persons designated by AG Wilson in 2008 as a potential trustee even though he knew nothing then, and knows nothing now, about the Federal Copyright Act Termination Rights provisions and their relationship to Will/Trust challenges and State Heirs proceedings.

Since 2013 Mr. Sojourner has served as LSA/LST of Defendants, but asserts no authority or duty to protect the 900 copyrights Brown gave his "I Feel Good" Charity.

Opinions:
Mr. Sojourner is a witness who serves as a fiduciary to adverse party Defendants.

Mr. Sojourner asserts that the approximately $1.5 Million he and his former law firm billed from October 2013 until May 2014 is reasonable for the limited duty to protect Brown's estate plan and defend against challenges of Tommie Rae and James B., but with no duty to protect the 900 copyrights Brown gave the "I Feel Good" Charity.

Defendant Estate/2000 Trust, through Sojourner, asserts that Tommie Rae is not Brown's spouse, although it proceeded to a summary judgment proceeding without deposing her or proffering the already-public Hynie "diary" which shows she knew she was not married and begged Brown to marry her.

Defendant Estate/2000 Trust through Sojourner, opposes the payment of approximately $700,000.00 to the GAL for James B. and GAL's attorney as approved by Judge Early.

Mr. Sojourner, while challenging claims of Tommie Rae and James B., claims a common interest privilege with Bauknight and failed to report the $2 Million payment to Tommie Rae and Will/2000 Trust contestants to the AG or the Appellate Court in the Tommie Rae appeal.

Mr. Sojourner asserts that he and Terry Brown, a Richland 4900 Plaintiff, are protecting Brown's estate plan from Terry.

Mr. Sojourner does not know who Harlan Howard is, and asserts he has no knowledge of the value of Brown's assets.

Mr. Sojourner does not understand the relationship between State Testacy proceedings and Termination Rights under the FCA, and does not know of any S.C. attorney who does.

In 2013 Ms. Pope sent Mr. Sojourner a copy of *Private Foundations* and offered to help him *pro bono publico* on any matter that might help save The James Brown "I Feel Good" Charity and its copyrights from a second dismembering.

The Estate/2000 Trust, through Sojourner, made no effort to challenge the FCA Termination Notices filed by Tommie Rae and James B. In August 2013.

The Estate/2000 Trust, through Sojourner, made no effort to complete the proper heirs determination ordered in the March 2008 Order of Judge Early.

Materials & Authorities Consulted: See deposition and Exhibits

Availability: Sojourner has been deposed in this case.
[Plaintiff has requested that Sojourner's testimony be stipulated..]

Respectfully submitted,

Adele Pope

Adele J. Pope
Law Office of Adele J. Pope, PC
1228 Walnut Street
Newberry, South Carolina 29108
(803) 413-0753

October 6, 2016

COUNTY OF AIKEN	Case No. 2013-CP-02-1337
Adele J. Pope, Plaintiff, v. Estate of James Brown, Deceased and The James Brown 2000 Irrevocable Trust, Defendants.	**RETURN TO MOTION OF ESTATE/2000 TRUST FOR PROTECTIVE ORDER WITH REQUEST FOR ORDER TO SCHEDULE ALL EXPERT DEPOSITIONS AND FOR RELATED RELIEF**

Plaintiff submits this Return to the Motion of Defendants dated December 27, 2016 for a Protective Order related to the deposition of 9 experts scheduled for December 28 through January 24, 2017.

Summary of Relief Requested

The night before the first of 9 properly noticed depositions of their experts, Defendants moved to stop all 9 depositions. The depositions had been noticed on December 2, 2016 and should have been taken on December 28 through January 24, 2017. In each case Plaintiff had offered all experts and counsel extraordinary flexibility to change dates and times, provided all depositions were completed by January 31.

That same day Defendants, who had not sought to depose any of Plaintiff's 22 experts, requested to depose all of Plaintiff's experts. The last day for depositions is April 14, as set by Scheduling Order in February 2016. In six days, Plaintiff has made almost all of Plaintiff's experts available by April 14.

Defendants' five-week delay caused by refusal to make their experts available is part of a plan to delay the trial of this 3 1/2-year-old case. That would be unjust.

FILED 1.4 2017
C.C.P. & G.S.
1:19

The Motion should be denied. To redress Defendants' violations, Defendants' expert reports, as set out in the Scheduling Order, should be delivered to Plaintiff by January 31, the last day depositions would have been taken under the proper notice. The costs of the delays, including legal fees for the deposition at which expert Julian Walker, Esq., refused to appear, should be borne by Defendants. The Court should Order that all experts listed below be deposed on the dates and at the times and places set out herein.

Background

This suit was filed on June 10, 2013 as the result of Defendants' disallowance of a $2.1 million claim of Robert Buchanan Jr., ("Bob") and an approximately $2.8 million claim of Plaintiff ("Adele") filed in June 2009.

The claim was for their 7-year joint service to Defendants. More than half of Adele's disallowed claim, and about a quarter of Bob's, was already allowed by Defendants, liquidated, and bearing interest at the legal rate under an Order of the Honorable Doyet A. Early, III. The claim is summarized as follows:

	Amount Due May 26, 2009 (+ Interest)	Due by May 8, 2013	Total
Bob	$500,300 + interest (under Order)	$1,600,000	$ 2.1 million
Adele	$1, 400,000 + interest (under Order)	$1, 400,000	$ 2.8 million

[See Exhibit 5 of Claim for details] Bob's claim is no longer a part of this suit.

On May 27, 2014 Plaintiff served Defendants with *continuing* First Interrogatories which stated, in relevant part:

Interrogatory No. 9

State the full name, address, place of employment, and area of specialty of each and every expert witness who has knowledge concerning the facts of this case, and state with specificity any and all opinions of such expert(s);

In response to the Interrogatories, Defendants named only Bob, Adele and Russell Bauknight ("Russell") as fact witnesses. No experts were designated, and Defendants never supplemented the Interrogatories despite the fact that 3 of the 9 witnesses were hired by Defendants before the Interrogatories were served.

On February 11, 2016, at the request of Defendants, Judge Early issued a scheduling order (the "Scheduling Order") which states, in relevant part:

1. Petitioner shall identify all expert witnesses....**October 28, 2016**

2. Respondents shall identify all expert witnesses...and serve expert report(s) containing a complete statement of all opinions to be expressed by each expert and the basis and reasons therefor or make said experts available and prepared to testify regarding all opinions by deposition, on or before .**November 25, 2016**

...5. All depositions shall be completed no later than **April 14, 2017.**

...8. This case is set for trial on or after **July 1, 2017.**

Any delay in the trial would prejudice Plaintiff, as Defendants have refused to pay any portion of the claim, some of which was due in January 2008.

In February 2016 Plaintiff noticed the deposition of James B. Richardson, Jr., one of her experts, for March 3.

On March 2, 2016, Defendants moved to stop deposition. Judge Early declined to stop the deposition. He stated:

THE COURT: And I mean, seriously, ladies and gentlemen, if she

> wants to take a deposition, all she's got to do is notice it. And if you want to attend, you can; if you don't, you don't have to. And it's not for you to determine what's relevant. In fact, discovery can be taken to decide what may be relevant down the road. So, you know, you can't just arbitrarily say, no, I'm not – I mean, you don't have to go. But you can't stop it, at least not in my case. Now I don't know what's going on in Case 4900 [the Wingate Suit]. Tr., 3/2/16, p. 43.

On October 11, 2016 Plaintiff disclosed 22 experts. Defendants did not seek to depose any.

On November 28, 2016 Defendants disclosed 9 experts, at least three of whom should have been disclosed in Interrogatory responses at least a year earlier. Defendants provided no expert opinions and did not offer to make the experts available.

On November 29, Plaintiff contacted Defendants' counsel and the offices of all experts except Mr. Walker seeking to set expert depositions. Counsel responded:

> Adele, I am tied up in meetings today and will respond to your email **in due course.** [Emphasis supplied.]

Between November 29 and December 2 Plaintiff made repeated efforts to set up depositions in December and January, offering flexible dates over a 45-day period.

With no response from counsel or experts, on December 2 Plaintiff noticed the 9 expert depositions for December 28, 2016 through January 24, 2017. Subpoenas were sent to the South Carolina experts.

On December 2, 2016 Defendants' counsel emailed Plaintiff, stating in part:

> Dear Adele, **as you know, I did not respond to your email.** Now that the same experts have been designated in Case 4900, I would like to discuss consolidating the expert depositions...We also need to discuss the dates you proposed.
> .....Are you available for me to call y ....(the 7th) or... (the 8th)...? [Emphasis supplied]

Plaintiff advised Defendants' counsel that consolidation with Case 4900 had been denied by Judge Early earlier. Further, consolidation would be costly and inefficient. [Russell had deposited $500,000.00 for expert costs in Richland 4900 in 2012, which was returned in 2013 after *Wilson*.]

Protected by Order of Judge Early, Defendant was out of the Country between December 11 and December 21.

From December 22 until December 27 Plaintiff repeatedly urged Defendants' counsel to confirm deposition dates so she could make travel plans for the Charleston, New York and Los Angeles depositions. Counsel would not confirm dates or give alternate dates in January. Instead, counsel continued to seek delays.

For example, one email said:

> 1.... We will be noticing depositions of your fact witnesses....
>
> 3... [Experts] **are available but we would prefer to schedule their depositions between February 15 and April 14,** after the conclusion of the fact witnesses. [Emphasis supplied]

Plaintiff has not designated any fact witnesses because Defendants did not send an Interrogatory asking for them until late December 2016.

After 5:00 p.m. on December 27, 2016, and with the deposition of Julian Walker, Esq., scheduled for 10:00 a.m. in Columbia on the 28th, Defendants emailed the Motion for Protective Order to Plaintiff. Walker did not appear.

Between December 27 and today, Defendants have worked to delay trial while Plaintiff has worked tirelessly to schedule all of her designated experts before the April 14 deadline in the Scheduling Order. Only two have requested to be slightly later in

April. Any hardships to Defendant in the scheduling of depositions before April 14, 2017 are of Defendants' own making.

This Court should order Defendants' expert to deliver their reports as described in the Scheduling Order by January 31, 2017. Depositions should take place as follows:

DATE	Deponent (Expert for P/Ds)	Date/Time/Place
January 16	Samantha Luck, Esq., by Defendants	9:30 a.m. NP
January 17	R. B. Alexander by Defendants	11:00 a.m. P&H Nby.
January. 25	Dr. Joseph McDonald by Defendants followed by Mary Grant Mc Donald	2 p.m. Pope Office
January 26	Adele Pope , by Defendants	10:00 a.m. Pope Office
Feb. 2	Robert Buchanan, Jr., Esq.	10:00 a.m. Buch.,Aik.
Feb. 9	Thomas Pope, Esq., by Defendants	10:00 a.m., P&H, Nby
Feb. 10	Nathan Crystal, Esq. by Plaintiff	11:00 a.m., C&G,Chas.
February 13	Julian Walker, CPA , by Plaintiff	11:00 NP
February 20/21	Brad Sharp followed by Immediately by Laura Wooley , by Plaintiff (Single location for both. Designated by Ds by Jan. 25)	10 a.m. Los Angeles by Jan 15
Feb. 24, 2016	Harley Ruff, Esq. , by Defendants	11:00 a.m. Beaufort - His Office
February 27	Charles Carpenter, Esq., by Defendants	11:00 a.m. NP
February 28	Tiffany Provence, Esq.,	11:00 a.m. P&M, Svlle.
March 2	Wallace Lightsey, Esq	11:00 a.m. Wyche, Gvlle
March 16	Jonas Herbsman, Esq. followed by Roger Miller, by Plaintiff	10:00 a.m. AT 1 Office Designated by 1/15/17

March 20	Mark Hobbs, CPA	His Office 10 a.m.
April 4	Ellie Thomas, CPA, by Plaintiff	Thos., Mt. Pl..
April 5	Jeff Smith, Esq. (Retired),	Pope office, Nby
April 11	Kyle Parker, Esq.	Pope & Hudgens
April 13	James Hardin III, Esq.	Rock Hill, Hard.

In addition, the depositions of Mary Jo Cole, CPA, followed by William Sellars, CPA should take place on April 25 at their Office. This deposition by Defendants after the final date for depositions should not delay in any way the deadlines in the Scheduling Order. Nor should it be considered an amendment to the Scheduling Order. All depositions should be taken under the SCRCP.

Conclusion

The Court should not tolerate Defendants' violation of the Scheduling Order and attempts to delay this case. The Court should direct that Defendants deliver all expert opinions on or before January 31; make all experts available as set out above; and depose Plaintiff's experts in accordance with the above schedule. Defendants should be required to pay the court reporter for the Walker deposition and attorney's fees and costs of Plaintiff for attending the deposition and defending the Motion for Protective Order.

Respectfully submitted,

Adele Pope

Adele J. Pope
1228 Walnut Street
Newberry, South Carolina 29108
Telephone: 8_ _-413-0753
Pro Se

January 3, 2017

STATE OF SOUTH CAROLINA

COUNTY OF AIKEN

IN THE CIRCUIT COURT

Adele J. Pope,

Petitioner,

vs.

Estate of James Brown and The James Brown 2000 Irrevocable Trust,

Respondents.

Civil Action No. 2013-CP-02-1337

RUSSELL L. BAUKNIGHT, as Trustee of the James Brown 2000 Irrevocable Trust and the James Brown Legacy Trust, as Personal Representative of the Estate of James Brown, and on behalf of Alan Wilson, in his capacity as Attorney General of the State of South Carolina; Tommie Rae Brown, individually and on behalf of her minor child, James Brown II; Daryl J. Brown, individually and on behalf of his minor child Janise Vanisha Brown; Lindsey Delores Brown; Deanna J. Brown Thomas; Jason Brown-Lewis; Yamma N. Brown, individually and on behalf of her minor children Sydney Lumar and Carrington Lumar; Tonya Brown; Venisha Brown Larry Brown; and Terry Brown

and

ALAN WILSON, in his capacity as Attorney General of the State of South Carolina; TOMMIE RAE BROWN, individually and on behalf of her minor child, JAMES BROWN II; DARYL J. BROWN, individually and on behalf of his minor child JANISE VANISHA BROWN; LINDSEY DELORES BROWN; DEANNA J. BROWN THOMAS; JASON BROWN-LEWIS; YAMMA N. BROWN, individually and on behalf of her minor children SYDNEY LUMAR and CARRINGTON LUMAR; TONYA BROWN; VENISHA BROWN; LARRY BROWN; and TERRY BROWN,

Civil Action No. 2010-CP-40-4900

FILED Jan. 4 20 17

C.C.C.P. & G.S.

Deputy Clerk

Petitioners, vs. Adele J. Pope, Respondent.

PETITIONERS' JOINT MOTIONS TO CONSOLIDATE DEPOSITIONS FOR PURPOSES OF DISCOVERY ONLY AND FOR PROTECTIVE ORDER AS TO DEPOSITIONS OF DESIGNATED EXPERTS

TO: ADELE J. POPE, ESQUIRE, PRO SE PLAINTIFF

Defendants The Estate of James Brown and The James Brown 2000 Irrevocable Trust ("Defendants"), by and through undersigned counsel, will move before the Presiding Judge of Aiken County, South Carolina within ten (10) days of the date of this Motion or as soon as counsel may be heard, for an Order, pursuant to Rule 42, SCRCP, consolidating for discovery purposes only the depositions of experts designated in both the actions which are styled as follows: *Adele J. Pope v. Estate of James Brown and The James Brown 2000 Irrevocable Trust*, C/A No. 2013-CP-02-1337; and *RUSSELL L. BAUKNIGHT, as Trustee of the James Brown 2000 Irrevocable Trust and the James Brown Legacy Trust, et al. v. Adele J. Pope*; C/A No. 2010-CP-40-4900. Defendants will also move for a protective order regarding the same.

The grounds for these motions are that both actions involve common questions of law and fact and are pending before the same court. Additionally, the consolidation of these two matters for purposes of discovery will help avoid unnecessary costs or delay as contemplated by Rule 42 of the South Carolina Rules of Civil Procedure.[1]

[1] Petitioners respectfully note that Respondents have previously moved to consolidate other James Brown cases for purposes of discovery only. The Court's Order of Consolidation, filed May 12, 2008, is attached as Exhibit C.

Rule 42, SCRCP Standard

The South Carolina Rules of Civil Procedure provide that the Court may order the consolidation of "actions involving a common question of law or fact . . . and [the Court] may make such orders concerning proceedings therein as may tend to avoid unnecessary costs or delays." Rule 42(a), SCRCP. Consolidation is within the broad discretion of the trial court. *Keels v. Pierce*, 315 S.C. 339, 342, 433 S.E.2d 902, 904 (Ct. App. 1993). The moving party has the burden of persuading the court that consolidation is desirable. *Id.* Ultimately, an appellate court will not disturb a trial court's ruling on a motion to consolidate absent an abuse of discretion. *Id.*

The South Carolina Rules of Civil Procedure provide for the consolidation of actions when they involve a common question of law or fact. *See* Rule 42(a), SCRCP. When two actions are pending before the same court, the court may order consolidation in whole or in part when it tends to avoid unnecessary costs and delays. *Id.* The South Carolina Supreme Court specifically enumerated the purpose of Rule 42(a), SCRCP in *Alcorn v. Ford Motor Co.*, 276 S.C. 180, 276 S.E.2d 925 (1981), stating that "[t]he purpose of consolidation is to prevent the multiplicity of litigation, to save the parties unnecessary costs, to conserve court time and space and to clear congested court dockets."

Under a consolidation order, the parties and the pleadings are not merged and each action retains its own identity. *Ellis by Ellis v. Oliver*, 307 S.C. 365, 415 S.E.2d 400 (1992). The merger of actions under consolidation is never so complete as to deprive any party of a substantial right. *Id.*

Statement of the Facts

The two cases that are the subject of this motion arise out of a dispute over the amount of fees owed and damages incurred related to Plaintiff's services as the former Personal Representative and Special Administrator of the Estate of James Brown. The case styled *Adele J. Pope v. Estate of James Brown and The James Brown 2000 Irrevocable Trust*, C/A No. 2013-CP-02-1337 was commenced by Ms. Pope to recover fees allegedly owed for services rendered as former personal representative and special administrator of the Estate of James Brown. The case styled *RUSSELL L. BAUKNIGHT, as Trustee of the James Brown 2000 Irrevocable Trust and the James Brown Legacy Trust, et al. v. Adele J. Pope*, C/A No. 2010-CP-40-4900 was commenced by Russell L. Bauknight, as Trustee of the James Brown 2000 Irrevocable Trust and the James Brown Legacy Trust, to recover for alleged damages caused by actions taken during Ms. Pope's former service as personal representative and special administrator of the Estate of James Brown.

Russell Bauknight as Personal Representative of the Estate of James Brown has designated the same persons as expert witnesses in both cases. See Exhibit A Defendant's Designation of Expert Witnesses, C/A No. 2013-CP-02-1337; and Exhibit B Plaintiff's Identification of Experts C/A No. 2010-CP-40-4900. Defendants expect the expert witnesses to testify to substantially the same subject matter in both cases and therefore deposing each witness twice is unnecessary and unduly burdensome.

The above-referenced lawsuits involve claims that relate to the same parties, arise from substantially the same facts and circumstances—specifically, the provision of services by Ms. Pope as former personal representative and special administrator of the Estate of James Brown—and seek to recover damages relating to the same. Allowing each expert witness to be deposed

twice regarding the same subject matter would effectively double the cost of the depositions for the parties, including unnecessary travel to Los Angeles and New York.

Accordingly, the consolidation of actions for the limited purposes of discovery regarding expert witness depositions is proper because both lawsuits involve common questions of law and fact with regard to Ms. Pope's former services as personal representative and special administrator of the Estate of James Brown and the remedy sought by the plaintiffs in both actions. Furthermore, the consolidation of these cases will not deprive any party of a substantial right, but, in the alternative, will have the effect of preventing multiplicity of litigation, promoting judicial economy, clearing congested court dockets, conserving court time and space and saving the parties unnecessary costs.

For the foregoing reasons, Defendants respectfully submit that these actions should be consolidated for discovery purposes, pursuant to Rule 42, SCRCP.

Motion for Protective Order

Pursuant to Rules 26(c) and 30(d), SCRCP, Defendants move for a protective order prohibiting Plaintiff from deposing designated experts in either case until the Court has ruled on Defendants' Motion to Consolidate Depositions for Purposes of Discovery Only. Defendants assert that a protective order is needed to protect the parties from undue burden and expense for the reasons above. Specifically, Defendants expect the expert witnesses to testify to substantially the same subject matter in both cases and therefore deposing each witness twice is unnecessary.

Conclusion

Because the two actions pending before this Court involve common questions of law and fact, for the purposes of preventing multiplicity of litigation, promoting judicial economy, clearing congested court dockets, conserving court time and space and to save the parties

unnecessary costs, Defendants respectfully submit that the Court should grant Defendants' Motion to Consolidate, pursuant to Rule 42, SCRCP. For the convenience of the parties and expert witnesses, Defendants also request that the Court issue an Order scheduling the consolidated depositions such that fact witnesses are deposed prior to expert witnesses.

(SIGNATURE PAGE ATTACHED)

Respectfully submitted,

William G. Newsome III
J. David Black
Burl F. Williams
NEXSEN PRUET, LLC
1230 Main Street, Suite 700 (29201)
Post Office Drawer 2426
Columbia, SC 29202
803.771.8900

Attorneys for Petitioners The Estate of James Brown and The James Brown 2000 Irrevocable Trust

Kenneth B. Wingate
Mark V. Gende
Everett A. Kendall, II
Sweeny, Wingate & Barrow, P.A.
Post Office Box 12129
Columbia, SC 29211
(803) 256-2233

Attorneys for Petitioners Russell L. Bauknight *et al.* and Alan Wilson *et al.*

January 4th, 2017
Columbia, South Carolina

STATE OF SOUTH CAROLINA	) IN THE COURT OF COMMON PLEAS
COUNTY OF RICHLAND	) Aiken County Case No. 2013-CP-02-1337
Adele J. Pope, Plaintiff, v. Estate of James Brown and The James Brown 2000 Irrevocable Trust, Defendants.	) MOTION OF PLAINTIFF TO ALTER, AMEND OR VACATE ORDER DENYING MOTION TO DISQUALIFY RUSSELL BAUKNIGHT AND HIS COUNSEL

FILED 1-17-17
C.C.P. & G.S.
Anita Knoepfle 1240
Deputy Clerk

TO: DEFENDANTS AND THEIR COUNSEL:

YOU WILL PLEASE TAKE NOTICE that ten days after the service hereof, or as soon thereafter as she may be heard, Plaintiff will move pursuant to Rule 59(e) of the *South Carolina Rules of Civil Procedure* before the Honorable Doyet A. Early, III, ("Judge Early") for an Order altering, amending or vacating the ORDER DENYING MOTION TO DISQUALIFY RUSSELL BAUKNIGHT AND HIS COUNSEL AND FOR RELATED RELIEF dated December 16, 2016, and filed January 3, 2017. Notice of the entry of the Order was received on or after January 3, 2017. A copy of the said Order is attached hereto as Exhibit A.

The grounds of this Motion are:

1. The Court overlooked or misapprehended that the 7-year role Russell Bauknight ("Russell") and Nexsen Pruet ("NP") have had in dismembering The James Brown "I Feel Good" Trust has continued unabated for the 4 years since the first *Wilson v. Dallas* decision, and creates an irreconcilable conflict for them in this case.

2. The Court overlooked and misapprehended that Russell's role has included the conduct for 6 ½ years of an illegal lawsuit for the benefit of counsel for Tommie Rae

Hynie, Louis Levenson ("Levenson") and David Bell, Esq. ("Bell"), intended to reap about $20 million in contingency legal fees for these lawyers from the "I Feel Good" Charity..

3. The Court overlooked or misapprehended that, in addition to the illegal Wingate lawsuit, Russell and NP have been involved since 2009 with counsel for Hynie and Assistant AG Havird "Sonny"Jones ("Sonny") in devaluing Brown's music empire to less than 1/10 its true value; reporting the false value to the IRS; setting up clients of Bell to purchase the assets at the deflated value; then having the AG falsely accuse Robert Buchanan, Jr. ("Bob") and Plaintiff ("Adele") of the federal felony of overstating the value of Brown's assets to the IRS by $79 million.

4. The Court overlooked or misapprehended that in January 2011 NP and Russell participated in, or condoned and have since helped cover up, the planting by David Bell, Esq. ("Bell") on the Kilpatrick Stockton (KS) website of a false claim against Bob and Adele related to the proper withdrawal of the Grammy © from the 2008 Christie's sale, which obscure website and false claim were noted by the Supreme Court in *Wilson*..

5. The Court overlooked or misapprehended that Robert Potter, Esq., of KS, appears to have had no knowledge of the planting of the false Grammy© plant, but Russell, NP and Sonny were all involved in secret dealings with Bell and a KS lawyer at the time.

6. The Court overlooked or misapprehended that Russell and NP have continued since *Wilson* their plan to help Levenson, Bell and Hynie's lawyers hold onto the $20 million they reaped in the McMaster settlement from Brown's "I Feel Good"

Charity for baseless challenges and claims.

7. The Court overlooked or misapprehended that since 2011 both Russell and NP, along with the firm of Kenneth Wingate, Esq. ("Wingate"), have engaged in extraordinary interference with the FOIA rights of South Carolina citizens along with either AG Wilson or rogue member of his staff, including Emory Smith ("Emory") and Sonny, to prevent release of important James Brown documents which would help Defendants.

8. The Court overlooked or misapprehended that soon-to-be-governor Henry McMaster testified under oath in this case in 2016 that he never authorized the illegal Wingate lawsuit that Russell and been conducting since 2010, and that he never authorized Russell to speak on behalf of the Attorney General of South Carolina in the Wingate lawsuit.

9. The Court overlooked or misapprehended that Emory, as this document is being filed, is taking steps to prevent a 30(b)(6) deposition which would reveal whether AG Alan Wilson has been personally involved in continuing the illegal Wingate Suit, or whether what has happened in the Wingate suit and FOIA interference is the act of Sonny, Emory and other rogue staff of AG Wilson.

10. The Court overlooked or misapprehended that since 2011 Bauknight and NP have improperly concealed under both FOIA and in discovery in this case, documents which show that Bob and Adele properly performed their duty to defend against Hynie because Hynie was not Brown's spouse; her handwritten notes show she was married, living in Texas and thought she might be pregnant before she met Brown; and she concealed her marriage in a sworn application for a marriage license.

11. The Court overlooked or misapprehended that the so-called Hynie "Diary" which Bauknight and NP have attempted to conceal is a public documents; has been widely disseminated since 2007; and further shows that Hynie begged Brown to marry her after he discovered her marriage, but he refused.

12. The Court overlooked or misapprehended that the Bauknight/NP alliance with Hynie and her lawyers, who announced their intention to Judge Early on May 29, 2013, to reinstate the McMaster settlement, renders both disqualified to evaluate the claim of Plaintiff or the service of Bob and Adele to James Brown's estate plan.

13. The Court overlooked or misapprehended that the facts within the record of this case, which are incorporated herein by reference, and of which the Court is asked to take judicial notice, show that the Court should have re-opened and voided its earlier orders dismissing individual claims against Bauknight and the request for a SA/ST to conduct this case.

14. The Court overlooked or misapprehended that Bauknight and NP have knowingly allowed the 2009 liquidated contract portion of the claim of Plaintiff, approved by Judge Early, to accrue about $120,000 in interest each year since 2009 in order to advance the claim of Russell, Bell, Levenson and Hynie's lawyers in the Wingate Suit.

15. The Court overlooked or misapprehended that the attempt of Bauknight and NP in January 2017 to consolidate expert witness depositions with the illegal Wingate Suit is an effort by Bauknight and NP to use $500,000.00 of charitable funds Brown gave the "I Feel Good" Charity to advance the baseless claim of Hynie and the Levenson will contestant in the Wingate Suit, and secure the $20 million their lawyers hope to receive..

16. The Court overlooked or misapprehended that – unless Lt. Governor McMaster lied under oath in this case in his depositions, which is not alleged – the facts related to the irreconcilable conflict of Bauknight and NP include:

a. From the time McMaster entered the James Brown proceedings in 2007 until he left the Office of AG, he relied solely on his staff for information in the James Brown cases. He does not recall even reading Brown's Will.

b. In 2008 Sonny began to rely on Alan Medlin ("Alan"), a lawyer for Hynie.

c. On August 10, 2008, Sonny, Hynie and Levenson reached the first version of the McMaster deal. They agreed to treat Hynie as Brown's spouse even though the Levenson clients knew she was not and Sonny should have known.

d. In January 2009 Bell entered the deal even though everyone knew that he and his clients had made false claims in state and federal courts about James Brown matters. Bell's client was given a right of first refusal to buy Brown's assets at what Judge Early was told would be "fair market value."

e. In January Russell became trustee of the Legacy Trust and NP its lawyer. Without disclosing this role, Bauknight recommended the McMaster settlement to Jg. Early.

f. Between January and May 2009 Levenson threatened grievances against Bob if Bob and Adele they didn't go along with the settlement. He told the press those standing in the way of the McMaster deal better get out of the way.

g. In March 2009 Bell threatened Bob with a judicial grievance if he did not resign and drop his opposition to the settlement.

h In May 2009 Jg. Early approved the McMaster settlement, earning Levenson about $9 million and Hynie's lawyers about $10 million.

i. In the summer of 2009 Alan, NP, Sonny and Bauknight began a plan to devalue Brown's assets to $6.2 million. The scheme included valuing the "I Feel Good" Trust's 900 copyrights at $4.7 million; its publicity rights at ZERO; Brown's personal property (TPP)at $.5 million; and the claims against Greenberg Traurig; Cannon; Morgan Stanley; and others at ZERO.

j. In March 2010 Alan told Bob's lawyer that Sonny had hired Wingate and would sue Bob and Adele if they did not drop the McMaster settlement appeal.

k. Bob and Adele presented a proposal to NP lawyer Freddie Kingsmore to give

the settling parties everything they sought under the McMaster settlement if the Appellate Court recognized that AG McMaster – not Bob and Adele – could make the settlement, and if GALs were appointed, and approved for the minors.

l. Between May 12 and May 19, 2010 Sonny, [illegible], Alan, Levenson and Wingate lawyers discussed in detail who would sign the Wingate contract to sue Bob and Adele; who would sign the Complaint in the Wingate Suit; and other details.

m. Unless Lt. Governor McMaster is not telling the truth, he was told by Sonny, and perhaps AG Mary Frances Jowers, that the AG would NOT be named as a Plaintiff in the Wingate Suit.

n. By May 19 Levenson, Alan, Bell and Bauknight had signed the Wingate contract and approved the Wingate Suit complaint. It contained allegations all knew to be false.

o. Among the allegations was that Bob and Adele should have accepted a $100 million offer made in 2007 by TJBL, a group owned 39% by Bell's client.

p. On May 19, 2010 the Wingate Suit was filed, naming AG McMaster as a Plaintiff and Russell as acting "on behalf of the Attorney General of South Carolina."

q. In 2010 Sonny attended all of the Wingate Suit hearings, allowing himself to be introduced as Wingate's client. McMaster did not even know, according to his sworn deposition, that the State/AG was a party to the Wingate Suit.

r. In September 2010 the parties to the McMaster settlement got an appraisal to support Alan's devaluation. Russell would later say he relied on experts, but – other than Peter Afterman – couldn't recall who they were. Russell said under oath that the appraisers relied on the Brown Historical Documents which had been made public by Order of Judge Early in August 2007.

s. The Brown Historical Documents show that Brown has consistently earned $3 million a year in royalties; earned $18 million from 2003 - 2006 in road shows; and that about 800 of the copyrights were valued by an professional appraisal by the Royal Bank of Scotland at $42 million in 2006 . They also show $79 million of Brown's funds had passed through felon David Cannon's hands between 1999 and 2006.

t. When NP and Russell began claiming Brown's worldwide music empire was worth only $4.7 million, they had all of the above facts. In addition, Bauknight and NP were pursuing a claim filed by Bob and Adele against Cannon for $13 million of the $17 million Cannon took; against former CPA Farr; against Morgan Stanley; and against Joel Katz and Greenberg Traurig.

u. In 2010 Alan, NP, Russell, and Sonny discussed the $4.7 million appraisal, agreeing to withhold it from the Appellate Court reviewing the McMaster settlement until they could get an IRS closing letter supporting their claim that Brown's music empire was worth less than $4.7 million and his iconic TPP and fleet of automobiles was worth only $.5 Million.

v. In the fall of 2010, while suing Bob and Adele for not accepting a $100 million offer, Russell and NP told the IRS that Brown's total assets were worth only about $6.2 million when he died. They received a closing letter based on this claim, which Sonny supported.

w. The $4.7 million music empire and $.5 million TPP claim were entirely inconsistent with the records and statements before and since by most Wingate Suit Plaintiffs.

x. Lt. Governor McMaster apparently was not told about the $4.7 million claim; relied on Sonny and his staff; and has made statements about the vast value of James Brown's music empire and image and persona.

y. Wingate filed unverified Interrogatory answers for AG McMaster before he left office in January 2011. AG Wilson verified the Wingate Suit Interrogatory answers for former AG McMaster after Wilson took office.

z. In January 2011 Bell planted the false, but obscure Grammy © claim which would be noted by the Supreme Court in its *Wilson* decision. Robert Potter, Esq., to whom the saving of the award was attributed, knew nothing of the claim.

aa. At the same time NP, Russell and Sonny, were secretly working with Bell's clients on a possible sale of Brown's assets. According to Bell's client, the Oprah Winfrey advisors showed an interest in buying the James Brown assets for as much as $200 million.

ab. By 2011 Russell and NP has received and reviewed the Greenberg Traurig file which was made available to all Interested Persons by Order of Judge Early secured by Bob and Adele, with others, on August 10, 2007.

ac. According to an email from a Powell Goldstein (PG) lawyer working with Russell and NP, Katz's file has a disk or disks essential for anyone preparing a proper Inventory and Appraisement of Brown's assets.

ad. By May 2011 when NP/Russell filed an amended Inventory & Appraisement with the Aiken Probate Court, all had documents and facts to show that a $4.7 million valuation for Brown's music empire and $.5 million for TPP was an extraordinary and unmerited devaluation, and that $84 million

was correct and conservative..

ae. In addition to the GT file NP/Russell obtained the file of Defendants' former entertainment attorney, Ray Gonzalez, then directed Gonzalez to eradicate evidence of the file or the request for it.

af. Gonzalez wrote Bob and Adele asking them, at the request of NP/Russell, to destroy his letter seeking their permission to release the file to NP/Russell. Plaintiff declined to destroy the letter because of pending litigation.

ag. In May 2011, after the ROA was complete and briefs filed, NP and Russell revealed the $4.7 million devaluation and claimed $.5 million value for TPP to the Supreme Court, seeking to supplement the ROA with the false value based on the "appraisal" they had received 8 months earlier.

ah. Russell/NP's theme, based on the false values, was that Bob and Adele had intentionally overstated the value of Brown's assets on a sworn estate tax return to get a $5 million commission on a $5 million estate.

ai. Sonny (or AG Wilson, if he was not telling the truth in a 2013 meeting with Plaintiff) began openly claiming, with Russell/NP that Bob and Adele overvalued Brown's assets by $79 million on IRS filings for this improper purpose, a federal felony.

aj. In his 2016 deposition Lt. Governor McMaster acknowledged both the seriousness of such an allegation, if false, and the high stature of the AG among lawyers.

ak. From August 2011 until TODAY NP/Russell, Wingate and either AG Wilson or rogue members of his staff, led by Sonny and Emory Smith, Esq. (""Emory"), have assaulted both proper FOIA requests and discovery for the public documents which show, among others, that the $4.7 million value was fabricated; Hynie was not Brown's spouse; the Wingate Suit was illegal; and Sonny, Alan and NP/Russell are running the Legacy Trust with Hynie's lawyers for their own benefit with no oversight by the Office of the AgG.

al. In 2012 NP/Russell began a 3-year quest to prevent release of the - already-public so-called Hynie "diary" which confirms in Hynie's own hand-writing she knew she was not Brown's spouse. He told Jg. Early that he (Jg. Early) had already declared her Brown's spouse.

am. NP/Russell and Wingate dogged a reporter, claiming she was Adele's agent; issuing subpoenas for her notes and sources; and otherwise joining Alan and Hynie's other lawyers in an attempt to hold onto $10 Million in legal fees by covering up the fact that Hynie was not Brown's spouse.

an. The *Wilson v. Dallas* decision should have – but did not – change Russell or NP.

ao. On or about July 8, 2013, NP/Russell delivered *ex parte* to Judge Early a supposed legal opinion that it was appropriate for NP and Russell to defend the noble estate plan of James Brown they had been attempting to dismember since January 2009. NP/Russell refuse to release a copy of the secret, *ex parte* filing with the court.

ap. In 2013 Bauknight, deposed in suit Bell had pursued since 2008, claimed that Bell's client, Forlando Brown, had done nothing wrong in his four-year attempt to reinstate felon David Cannon and Cannon's co- trustees.

aq. Despite having filed an affidavit attempting to avoid a deposition in the Forlando Suit by claiming he knew nothing about the suit, Russell then testified under oath in that suit in 2013 that Bob and Adele were the wrongdoers and Forlando had done nothing wrong.

ar. Russell/NP attempted to prevent the release of the public Wingate Contract, but it was declared public by a federal judge.

as. When disclosed by a federal court in 2013 as public, the Wingate Contract confirmed that the Wingate Suit was improper. The Wingate Contract had neither been signed by the AG nor by about a dozen of the named plaintiffs.

at. Despite the total impropriety of the Wingate Suit, in Requests to Produce in this suit, in 2017 Russell/NP claim that the Wingate Contract cannot be released.

au. The Wingate Contract makes clear that the Wingate Suit was not simply illegal and improper. It was contracted for, and is controlled by Levenson, Bell and Hynie's lawyers to try to hold on to the $20 million in undeserved legal fees they got from the McMaster settlement.

av. In January 2015 Judge Early found Hynie to be Brown's surviving spouse in a summary judgment hearing in which he declined to consider the so-called Hynie "diary." The ruling is under appeal by Defendants (Sojourner) and many of the Wingate Suit Plaintiffs. All agree that Hynie's ceremony with Brown was bigamous and a result of her falsification of a marriage license application.

aw. Despite this, NP/Russell have overseen the sale of 3 of Brown's 900 copyrights, including "Please, Please, Please," and the distribution of $1 million from that sale – estimated to be for $6 million – to Hynie and another $1 million to the Levenson and Bell clients.

ax. In addition, in 2016 Russell/NP agreed to pay legal and GAL fees of about $700,000.00 to counsel and GAL for Hynie's son, even though his maximum recovery under facts he has endorsed is 1/14 of an estate which NP/Russell, Hynie and her son claim was worth only $5 million at Brown's death.

ay. Since 2016 Russell/NP have been engaged with Wingate in a furious attempt to used $500,000.00 of funds James Brown gave his "I Feel Good" Charity to pay for the depositions and costs of Hynie's experts in the Wingate Suit.

az. In June 2016 Judge Early denied an attempt by Russell/NP, Emory, and Wingate to consolidate discovery in this claims case with discovery in the Wingate Suit.

ba. Despite this, last week Russell/NP and Wingate jointly , filed *without serving* and attempted to present to the Court, a second attempt to used James Brown's charitable funds to pay the experts fees for Hynie in the illegal Wingate Suit.

17. The Court overlooked or misapprehended that Russell/NP, joined by either AG Wilson and/or Emory and other members of the staff of the AG, have since May 8, 2013, made numerous conflicting and/or misleading statements to multiple courts about the James Brown Legacy Trust ("Legacy Trust"), including:

a. AG Wilson, through Sonny, told the Appellate Court that the Legacy Trust does not exist "at this time."

b. At the same time, the Legacy Trust, through Bauknight and Wingate, was making various motion in the Wingate Suit, while Hynie's lawyer was telling Judge Early that the Legacy Trust does exist and Russell should be knighted for his fiduciary service (to Hynie and the Leverson and Bell clients).

c. In 2016 the Legacy Trust/Russell and Emory asked Judge Early to rule in a FOIA suit that the Legacy Trust does not exists.

d. At the same time, the Legacy Trust/Russell, Wingate and NP were moving to consolidate discovery in a case brought by the Legacy Trust and others with this case and for partial summary judgment in favor of the Legacy Trust.

e. Later in 2016 NP counsel Billy Newsome, Esq., told the Court in this case

that the Legacy Trust does not exist and should be dropped from a case in which Mr. Newsome in not an attorney.

f. In 2017, however, Mr. Newsome and Wingate joined together, speaking for the Legacy Trust, to try to have James Brown's "I Feel Good" Trust" pay for the Legacy Trust's expert fees in the Wingate Suit.

g. In 2017 the Legacy Trust/Russell sought an extension to file a brief in the S.C. Court of Appeals.

18. The Court overlooked or misapprehended that it is manifestly unjust to require Plaintiff to defend herself against Defendants where Defendants' fiduciary is serving Hynie and lawyers seeking $20 million to dismember the "I Feel Good" Trust.

19. The Court overlooked or misapprehended that the entire record in this case shows that the Court should void its orders dismissing the claims against Russell, Individually, and should not have limited this case solely to the fee claims of Pope as set out in her 2009 claim.

20. The Court overlooked or misapprehended that it should have taken judicial notice, as requested and mandatory, of the irreconcilable conflicts of Russell and NP in this case; the Wingate Suit; and the FOIA suits.

21. The Court overlooked or misapprehended that, having so limited the case, and declining to revisit and void its earlier order, it is both contrary to the record and manifestly unjust for the Court not to disqualify Russell as fiduciary for Defendants in this case and NP as their counsel.

Conclusion

For the reasons stated herein, Plaintiff respectfully submits that the Order Denying Plaintiff's Motion to Disqualify Russell Baukni ht and His Counsel and Related Relief should be vacated and an Order granting Plaintiff all of the relief sought in the

Motion to Disqualify and for Related Relief should be entered.

Respectfully submitted,

Adele Pope

Adele J. Pope
Law Office of Adele J. Pope, PC
1228 Walnut Street
Newberry, South Carolina 29108
(803) 413-0753

January 13, 2017

Rule 11 Certification

I certify that consultation with opposing counsel in this matter would serve no useful purpose or that consultation was not required.

January 13, 2017 Adele Pope

STATE OF SOUTH CAROLINA	)	IN THE COURT OF COMMON PLEAS
	)	
COUNTY OF AIKEN	)	Case No. 2013-CP-02-1337
	)	
Adele J. Pope,	)	
Plaintiff,	)	
	)	
v.	)	**PLAINTIFF'S RETURN AND OPPOSITION**
Estate of James Brown and The James Brown 2000 Irrevocable Trust,	)	**TO MOTION OF ATTORNEY GENERAL ALAN WILSON TO STOP RULE 30(b)(6) DEPOSITIONS**
	)	
Defendants.	)	

Plaintiff files this Return and Opposition in response to Attorney General Alan Wilson's (AG Wilson's) Motion for Protective Order to to stop a Rule 30(b)(6) deposition of one or more members of the Staff of the AG who have knowledge of both the filing and continuation of what now appears to be an unauthorized lawsuit filed against Robert Buchanan, Jr. ("Buchanan") and Plaintiff 6 ½ years ago and proceeding today. Plaintiffs in the suit include: the State/AG; Russell Bauknight ("Bauknight) claiming to act "on behalf of the Attorney General of South Carolina;" and the "Legacy Trust" created by AG Henry McMaster and run (at least from 2009 until 2013) by Bauknight as the AG's selected trustee.

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Rule 30(b)(6) SCRCP is designed for just the purpose it was noticed in this case: to find out which members of the staff of the AG have worked with Bauknight and are still working with Bauknight, to pursue the Wingate lawsuit. The questions directly relate to this lawsuit, where Defendants (Bauknight) have used the Wingate suit to prevent payment to Plaintiff of $1.4 million due in 2009 which, by Order of the Honorable Doyet A. Early, III, has accrued more than $900,000.00 in legal interest while Defendants have refused payment based on the Wingate suit.

The following is the relevant chronology:

May 26, 2009	Jg. Early approves the McMaster settlement which places the AG in effective control of James Brown's assets through the Legacy Trust which is controlled by McMaster's appointee.
May 19, 2010	AG McMaster, the Legacy Trust and Bauknight as claimed agent for the AG, using a private lawyer, sue Buchanan and Pope in Richland County (the "Wingate Suit")
Summer 2010	AG Sonny Jones is introduced to Court by Wingate as a client. Bauknight affidavit says Legacy Trust administered in Columbia.
After Jan. 11, 2011	McMaster calls office of AG Wilson when he learns he was named as AG as a Plaintiff in Wingate Suit which he did not authorize. Receives explanation from someone in AG's office that it was ok to name AG as a Plaintiff without authorization.
February 2011	AG Wilson moves successful to dismiss as premature the challenge to the legality of the Wingate Suit in the Court of Appeals.
May 2011	AG Wilson and Bauknight reveal $4.7 Million "appraisal" 8 months after it is received. Appraisal reduces Brown's "I Feel Good" Charity to about $1 Million – not $80 Million as Buchanan and Pope told the IRS.
August 2011	Wingate, Bauknight and AG Wilson begin 5-year alliance to prevent release in discovery or under FOIA of documents which explain how McMaster settlement will unjustly dismember James Brown's "I Feel Good" Charity: the so-called Hynie "diary"; the Wingate Suit contract; and the $4.7 million appraisal.
March 2013	Plaintiff visits AG Wilson, Robert Cooke, Esq. and John McIntosh, Esq. to explain how Bauknight claim to IRS that Hynie is spouse and Bauknight's devaluation of "I Feel Good" Charity in IRS filings to $1 million will permanently damage "I Feel Good" Charity and its 900 copyrights.
May 29, 2013	Hynie and Levenson announce intent to reinstate McMaster settlement. Bauknight files Notice of Disallowance with Impending Bar requiring Plaintiff to file this suit.
September 2013	Federal Judge make Wingate contract public. Not signed by AG or most plaintiffs.
October 2013	Jg. Early finds no possibility for disgorgement in service of Buchanan, all of which was joint with Plaintiff.

2015	Hynie "diary" made public for second time. Shows Hynie knew she was not Brown's spouse.
2015	Judge Early denies partial summary judgment on Plaintiffs liquidated $1.4 million claim, earning interest at more than $120,000 per year, based in part on Defendants' claim that AG's Wingate Suit prevents payment.
June 2016	AG, Legacy Trust move to consolidate discovery in this case with the Wingate Suit. Judge Early denies consolidation.
August 18, 2016	McMaster deposed in Wingate Suit. Says under oath he did not authorize Wingate Suit to be brought in name of State/AG or Bauknight to act as agent for AG in Wingate Suit.
August 16, 2016	AG Wilson (Smith) tells Judge Early that AG Wilson should not be deposed in Wingate suit because he "lacks personal knowledge of all or most of the matters at issue" in the Wingate Suit.
September 21, 2016	Jg. Early exempts AG Wilson from deposition in Wingate Suit, although he is a Plaintiff, based on AG Wilson's claim of lack of personal knowledge.
October 2016	Lt. Governor McMaster deposed in this suit. Confirms claim that he did not sue Plaintiff and Buchanan. Says he does not recall reading Brown's will, and relied entirely on staff. Cannot remember who at AG Wilson's office told him it was proper to bring and continue a lawsuit in the name of the Attorney General which he did not authorize. Confirms he never authorized Bauknight to act for him in Wingate Suit. Doesn't know anything about the administration of the Legacy Trust or the claimed $4.7 million valuation. Confirms he relied on his staff, and says at least one document bearing his signature was not signed by him.
January 2017	AG Wilson (Smith) moves to obstruct 30(b)(6) depositions related to continuing unauthorized lawsuit which is impairing Plaintiff's claim.

Rules 30(b)(6) SCRCP provides in relevant part:

> (6) A party may in his notice and in a subpoena name as the deponent a... governmental agency and describe with reasonable particularity the matters on which examination is requested. In that event, the organization so named shall designate one or more officers, directors or managing agents, or other persons who will consent to testify on its behlaf, and may set forth, for each person designated, the ...atters on which he will testify...

Rule 30(b)(6) is appropriate to secure the necessary information in this case. The accusations by the AG, Bauknight as the AG's agent and Legacy Trust in the Wingate Suit are serious. They claim Plaintiff and Buchanan caused tens of millions of dollars to an estate and trust they say was worth only about $6 million.

The AG and Bauknight, while claiming to be the AG's agent, have also claimed that Buchanan and Pope committed the federal felony of overstating Brown's assets in IRS filings by $79 million to secure a $5 million commission.

In the Wingate Suit, the AG and Bauknight as his claimed agent also make the contradicting claim that Buchanan and Plaintiff should have accepted a $100 million offer for Brown's assets, and that they improperly valued the assets at about $100 million less the TIAA Debt.

Lt. Governor McMaster confirmed in his deposition that accusations by the Office of the Attorney General carry substantial weight because of the prestige of the office.

AG Wilson asserts both that he is too important to be deposed about the Wingate Suit, and that he lacks personal knowledge of all or most of the issues in the Wingate suit. Some member of the organization must be responsible for the acts of the Office of the AG in this serious suit.

A 30(b)(6) deposition is the appropriate mechanism to determine whether Defendants are justly withholding Plaintiff's liquidated debt, while nearly a million dollars in interest has accrued, because of a lawsuit one AG said he did not bring and nother

says he knows almost nothing about.

Bauknight cannot respond for the AG because AG McMaster has made it clear that he did not appoint him.

Conclusion

The Motion for Protective Order should be denied. The 30(b)(6) deposition or depositions should proceed.

Respectfully submitted,

Adele J. Pope
Law Office of Adele J. Pope, PC
1228 Walnut Street
Newberry, South Carolina 29108
(803) 413-0753

Plaintiff *pro se*

January 18, 2017

STATE OF SOUTH CAROLINA	) IN THE COURT OF COMMON PLEAS
	)
COUNTY OF AIKEN	) Case No. 2013-CP-02-1337
	)
Adele J. Pope,	)
Plaintiff,	) RESPONSE AND OBJECTION OF
	) PLAINTIFF TO MOTION OF
v.	) ATTORNEY GENERAL FOR
	) PROTECTIVE ORDER AS TO
Estate of James Brown, Deceased and The James Brown 2000 Irrevocable Trust;	)DEPOSITION OF HENRY McMASTER
	) AND REQUEST FOR
	) ORDER DIRECTING RELEASE OF
Defendants.	) McMASTER DOCUMENTS
	)

Plaintiff responds and objects to the Motion of Attorney General Alan Wilson ("AG Wilson") for Protective Order as to the Deposition of Henry McMaster ("McMaster") taken October 19,2016, and the AG's refusal to deliver to Plaintiff the entire file, with handwritten notes, assembled by McMaster (after he left office as AG) pursuant to subpoena for the deposition.

Summary of Objection to Motion for Protective Order and Withholding of McMaster File Produced for Deposition

But for the identity of the parties, the answer to the following question would be simple:

> May the head of a State Entity direct a former employee of the Entity not to testify about events after the employee left office or claim privilege *for the former employee* as to communications, documents and notes of the former **AFTER** the employee left office?

The answer is simple. The current head has no standing to object to questions the former employee was prepared to answer about events after he left the office. Nor does the Entity head have any right to intervene and withhold any portion of a file or

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does the Entity head have any right to intervene and withhold any portion of a file or notes compiled completely from public documents and former employee's own impressions made after he left the State Entity.

It matters not that the former employee is now our Governor and the head of the State Entity the AG. McMaster was a private citizen when he gathered the information and made the notes. To the extent the AG's employees talked to him, and he made notes, any privilege that may have existed was waived.

The importance of the Court's correct answer to these questions cannot be overemphasized. They relate directly to the 7-year conduct of an unauthorized lawsuit brought in the name and on behalf of the Attorney General by a private law firm ("Wingate") and Russell Bauknight ("Bauknight"). The purpose of the unauthorized lawsuit was to prevent Plaintiff and Robert Buchanan from being paid for their dedicated service under the Will and 2000 Trust of James Brown, and to The James Brown "I Feel Good" Charity.

The testimony of McMaster could unravel the unauthorized lawsuit. The AG lacks standing to make objections or withhold McMaster's documents. Even if the AG had standing to interpose objections for McMaster, no privilege was properly asserted as to any of the testimony, documents or notes.

McMaster's documents should be released in their entirety as he assembled them. McMaster should be required to answer questions where the AG interposed speaking objections; limitations; or instructions not to answer.

Factual Background

On May 19, 2010, AG McMaster and Bauknight, acting "on behalf of the [AG] of

South Carolina", sued Plaintiff and Bob Buchanan seeking tens of millions of dollars. Counsel for the AG and Bauknight was a private law firm ("Wingate").

In January 2011 AG Alan Wilson succeeded McMaster. Six years later the Wingate Suit is still pending.

In 2013 Bauknight, for Defendant Estate, disallowed all payments to Plaintiff for her service under the Will, 2000 Trust and The James Brown "I Feel Good" Charity between March 7, 2007 and May 8, 2013. The disallowance forced Plaintiff to file this suit.

In 2014 the Honorable Doyet A. Early, III, denied Plaintiff partial summary judgment, based in part on the existence of the Wingate Suit.

In 2016 AG Wilson claimed he knew almost nothing about the Wingate Suit; it was brought by McMaster; and he should not be deposed. Judge Early agreed.

Thereafter, in two separate depositions, McMaster, a *private citizen,* stated under oath that he had not authorized the Wingate Suit when he was AG, and had not authorized Bauknight to bring the Wingate Suit on behalf of the AG.

On October 19, 2016, McMaster testified in this case that after leaving office he called AG Wilson's office to seek an explanation for why he was named on a lawsuit he did not authorize. Plaintiff then asked:

Q. Who explained to you that it was okay to use your name in a lawsuit?

An attorney with AG Wilson's office objected to this and other questions, and directed McMaster repeatedly not to answer to the extent it would reveal privileged information.

Documents McMaster had assembled in response to the subpoena, as a private citizen, were retained by the AG.

On October 20, 2016 Plaintiff wrote AG Wilson and his attorney and asked that the McMaster documents be released in their entirety. [Exhibit B]

On November 9, 2016 Plaintiff received a response from the Office of AG Wilson. Attached as Exhibit A is the AG's response, through Chelsea Kot:

> I am in receipt of your "...request that Attorney General Wilson investigate to confirm that Mr. McMaster's statements about not authorizing Richland 4900 are correct; about his inquiry are correct; and [to] notify [you] and the Court in Aiken 1337 of the result of that inquiry." **This Office does not conduct such investigations, and the Freedom of Information Act does not require this Office to do so. Therefore, this request cannot be fulfilled by the Office of the Attorney General.** [Emphasis supplied.]

The response highlights the need for this critical information from McMaster, without interruption or direction from the AG.

The AG Lacks Standing to Prevent McMasterTestimony or Withhold Documents

While he is now Governor, the extraordinary revelations made by McMaster were made as a private citizen. McMaster the private citizen was emphatic that, as AG, he did not authorize the Wingate Suit.

While McMaster knew almost nothing about the Wingate Suit, conducted for more than seven months in his name, he voluntarily gathered documents *acquired after he left office,* which were likely to refresh his memory; provide answers he could not give; or both.

Wilson, as AG, has no standing to object *for McMaster* to deposition testimony or the production of documents and notes McMaster gathered and made about the unauthorized lawsuit after he left office.

The information the AG's staff shared with McMaster *after he left office* lost any

claim to privilege when it was shared. AG Wilson may have a remedy against his own employees if they spoke too freely to a former AG. But the AG has no standing to claw back, under claim of privilege for McMaster, the shared information. This is especially true where the shared information may lead to an understanding of a troublesome lawsuit conducted for seven years after it was not authorized to be filed.

A full investigation into the McMaster statements is material to Plaintiff in this case.

In short, AG Wilson and Bauknight as claimed agent for the AG, have continued **for six years** a tort lawsuit brought against South Carolina citizens which was filed by one AG who says he did not authorize the suit and is now being conducted by a second AG who says it was not his lawsuit and professes to know nothing about it.

The attempt of the AG to act on behalf of private citizen McMaster to suppress testimony and documents violates Plaintiff's Due Process rights and the SCRCP. Under circumstances where the information appears likely to explain how an unauthorized lawsuit has continued for these many years, it is important that neither the testimony nor the documents be suppressed.

Material Information About an Unauthorized Lawsuit was Withheld

The AG's memorandum asserts no information was withheld by the AG's interruptions and directions. This is not correct.

It is both illegal under State law and unconstitutional for a private lawyer to file a suit on behalf of the AG of South Carolina if he has not been authorized to do so. [It may be unconstitutional even if authorized.] It is illegal and improper for a citizen to act in the name of the AG, the State's highest legal officer, without authorization to do so.

All of the actions taken by AG Wilson with respect to the McMaster deposition and documents had but one purpose: to stop further inquiry into how the unauthorized Wingate Suit was brought and has been continued. The AG's arguments are addressed below.

A.

The AG's Objection Was Intended to, and Did, Obstruct McMaster's Testimony

The combination of the instructions to McMaster not to answer a question about who advised Wingate to use McMaster's name as AG on the Wingate Suit; Mr. McMaster's then not remembering; and the withholding by the AG of documents which would refresh McMaster's memory indicate the AG's clear intention to block Plaintiff from obtaining material information to which she is entitled about the unauthorized Wingate Suit, and Bauknight's involvement in it.

AG Wilson made clear that he will not investigate McMaster's assertion that he did not authorize the Wingate Suit even though Wilson continues to pursue it and to allow Bauknight to act on behalf of the AG.

McMaster, a lawyer himself, made no objection. It was a violation of the SCRCP for AG Wilson to assert privileges for McMaster. Even if the AG had standing to object on McMaster's behalf, which he did not, the nature and seriousness of the testimony and documents make the objections improper.

Tobaccoville, 692 S.E.2d 526, 387 S.C. 287 (2010) simply cannot be read to provide any joint interest protection or privilege between the AG and a former AG where the information was sought, and obtained, by McMaster as a private citizen.

In October 2011 *Private Citizen* McMaster
Did Not Share A Privilege With Counsel for Tommie Rae

In 2009 Alan Medlin, Esq., counsel for Tommie Rae, proposed to Mr. Bauknight's lawyer that James Brown's copyrights be valued like those of country music songwriter Harland Howard, and Brown's publicity rights valued at zero. The intent of the devaluation was to discredit the $84 Million value placed on Brown's music empire by Bob Buchanan and Plaintiff.

McMaster's testimony suggests he knew nothing about the ongoing devaluation, even though in late 2010 Bauknight was telling the IRS the value of Brown's music empire was $4.7 million while McMaster, as AG, and Bauknight ans his agent were Buchanan and Plaintiff in the Wingate Suit for not accepting a $100 million offer for the James Brown assets.

In 2011 AG Wilson – unlike McMaster – did openly endorse the $4.7 million value claim. In fact, since 2011, the AG and Bauknight have claimed to the Supreme Court and elsewhere that Buchanan and Plaintiff intentionally overstated the value of Brown's assets on the sworn estate tax return by $79 million in order to get a $5 million commission.

At his October 2016 deposition McMaster was questioned about Exhibit 28, an email Medlin sent October 24, 2011, to one of Bauknight's lawyers, who was preparing for arguments before the S. C. Supreme Court.

Interrupting, counsel for the AG again interposed the limitation that McMaster not answer except to the extent that he could do so without privileged information.

There was no privileged information, nor any possibility that such a claim could

There was no privileged information, nor any possibility that such a claim could be made. The speaking interruption was clearly intended to obstruct the proper flow of the deposition and McMaster's testimony. And it did.

The AG 's claim that arguments related to the deposition of Havird "Sonny" Jones relate to the McMaster deposition are misplaced. Jones is an employee of the AG. McMaster has not been an AG employee since January 2011.

C.

The AG's Objection to McMaster's Testimony About Privilege Was improper

It was improper for the AG's counsel to direct private citizen McMaster not to fully answer the question about what privilege, if any, he believed he held with Alan Medlin, counsel for Tommie Rae.

The AG's assertion that Plaintiff abandoned the question is incorrect. Where such a stringent limitation had been placed on the testimony, it was clear that continuing would not be fruitful.

In his Memorandum, the AG, again, tried to treat McMaster as both the AG and/or a continuing member of the AG's staff. Neither is true. The AG had no right to limit the testimony. No claimed privilege applied.

Where a private citizen deponent, a lawyer, makes no objection to his own testimony in a civil lawsuit, it is improper for a State Official to try to interpose **on behalf of the private citizen**, any privilege as to the private citizen's mental impressions and thoughts.

The AG's Withholding of the McMaster Documents in Improper

McMaster assembled the documents in response to the subpoena as a *private*

citizen. The notes were made from non-privileged communications the AG's staff chose to share with McMaster and nonprivileged documents. But for the intervention of the AG, McMaster was prepared to deliver them.

The AG should have released the file at the deposition. If not, it should have been release in its entirety when requested on October 20. The AG should be directed to release it now.

Conclusion

For the reasons stated herein, the Motion of the AG for Protective Order as to the Deposition of McMaster should be denied. The AG should be directed to deliver McMaster's file in its entirety to Plaintiff for inspection and copying. And McMaster, with the aid of the documents, should be re-deposed on the questions where the AG interposed directions not to answer and interrupted with speaking objections.

Should the high office McMaster now holds prevent a deposition in person, McMaster should answer the questions by written, verified interrogatory so that they can be used at the trial of this case if he is unable to appear.

Respectfully submitted,

Adele J. Pope
Law Office of Adele J. Pope, PC
1228 Walnut Street
Newberry, South Carolina 29108
(803) 413-0753

February 5, 2016

FILED Exh 16 7-18-17

ALAN WILSON
ATTORNEY GENERAL

November 9, 2016

Ms. Adele J. Pope
1228 Walnut Street
Newberry, SC 29108

Dear Ms. Pope,

I am in receipt of your "...request that Attorney General Wilson investigate to confirm that Mr. McMaster's statements about not authorizing Richland 4900 are correct; about his inquiry are correct; and [to] notify [you] and the Court in Aiken 1337 of the result of that inquiry." This Office does not conduct such investigations, and the Freedom of Information Act does not require this Office to do so. Therefore, this request cannot be fulfilled by the Office of the Attorney General.

Sincerely,

Chelsea Kot
Constituent Services Coordinator

MAIL.POPELAWFIRM.COM - ADELE POPE <ADELE@POPELAWFIRM.COM>

Exhibit 17

FILED
C.P. & G.S.
Anita
Deputy Clerk

FOIA REQUEST AND REQUEST FOR PRESERVATION OF McMASTER FILE DELIVERED OCTOBER 18

me

agwilson@scag.gov ...

10/20/2016 12:54 PM

From me
adele@popelawfirm.com
To agwilson@scag.gov; esmith@scag.gov
Cc hdmcmaster@gmail.com; rlbuchananjr@atlanticbbn.net

Dear Attorney General Wilson and Emory,

The deposition of Lt. Governor McMaster was taken yesterday, October 19, 2016, in Aiken Case 2013-CP-02-1337 [Aiken 1337]. Mr. McMaster received a subpoena to bring certain documents.

Neither AG Wilson nor Mr. McMaster, individually, is a party to Aiken 1337, but AG Wilson provided Emory Smith, Esq. as counsel at the deposition.

On October 18 Mr. McMaster delivered a red rope file folder of the documents Mr. McMaster, individually, had gathered related to James Brown since he left office as AG in 2011.

On October 19 Mr. Smith declined to deliver the entire file to me.

My position was that there was no reason to withhold any portion of the file.

Wanting to be respectful of Mr. McMaster's time, we agreed to resolve these issues with Mr. Smith's retaining the entire file; my being able to review shortly the entire file other than documents as to which a privilege is claimed; and the AG's office making a log of anything in Mr. McMaster's individual file which it does not produce, so that it can be reviewed by a Court.

Because it appears that we may have a hearing on November 21, I ask that we proceed with the above plan and that the file be taken to that hearing.

Because of Mr. McMaster's extraordinary testimony, I ask that the Office of the Attorney General produce under FOIA any documents including but not limited to emails, tweets, and/or any other form of written communication authorized by FOIA related to the following:

1. McMASTER TESTIMONY:

Mr. McMaster testified that he did not authorize the Wingate Law Firm to sue Robert Buchanan, Jr. and Adele Pope on behalf of the State of South Carolina/AG, nor did he authorize Russell Bauknight to sue them on behalf of Henry McMaster as AG.

Mr. McMaster testified that when he learned that Richland 4900 had been filed in his name as AG, he called the office of the AG to report that he had not authorized the suit, and to inquire why his name as AG was on the lawsuit. Mr. McMaster testified that someone in the office explained why the AG was a Plaintiff to the lawsuit even though Mr. McMaster did not authorize it.

FOIA REQUEST:
Any and all documents (see above) and/or communications with any person, including but not limited to Russell Bauknight, Kenneth Wingate, Esq., any member of the law firm of Kenneth Wingate, Esq., related to the decision to file Richland 4900 without permission of the Attorney General; former AG
McMaster's inquiry into the matters; the person(s) with whom Mr. McMaster spoke about his concerns that Richland 4900 had been brought without his consent or knowledge; and the decision by the office of the Attorney General to continue Richland 4900 with knowledge that Mr. McMaster did not authorize the lawsuit.

Any and all documents which show whether the above communications were made before or after the motion of the Attorney General in Richland 4900 to dismiss the appeal of the legality of Richland 4900.

2. MR. McMASTER'S TESTIMONY:
Mr. McMaster testified that he had no knowledge of a 2009 email of Alan Medlin proposing to devalue the assets of James Brown in accordance with the valuation of the Estate of Harlan Howard. He testified that he had no knowledge of a devaluation which resulted in the value of The James Brown "I Feel Good" Charity being reduced in IRS filings from about $80 Million to about $1 Million.

FOIA REQUEST:
Any and all documents by and/or among the office of the Attorney General, Russell Bauknight, the Internal Revenue Service, the law firm of Kenneth Wingate, Esq., and/or any other person related to the decision to tell the IRS that James Brown's "I Feel Good" Charity, and/or a similar charity to be created by the Attorney General, had a value of about $3 Million and/or not to disclose to the IRS that $2 million of the claimed $3 million Federal Estate Tax Charitable Deduction did not qualify for the federal estate tax charitable deduction.

3. MR. McMASTER'S TESTIMONY
Mr. McMaster testified that he had no knowledge of creating the James Brown Legacy Trust over which, as a result of the lack of stay during the appeal which resulted in the Wilson v. Dallas decision, was 70+% controlled by AG McMaster and Tommie Rae Hynie between 2009 and when Mr. McMaster left office in January 2011. Nor did Mr. McMaster know how the James Brown Legacy Trust came to be a party to Richland 4900. Nor did Mr. McMaster have any knowledge about his right to remove and replace Mr. Bauknight as Trustee of the James Brown Legacy Trust at will. Further Mr. McMaster had no knowledge of the December 2010 amendment to the James Brown Legacy Trust, a/k/a Settlement Entity, Louis Levenson, Terry Brown, counsel for Tommie Rae and the AG executed, and no knowledge of the assets of the Legacy Trust; the beneficiaries of the Legacy Trust; or the transactions of the Legacy Trust from August 10, 2008 until today (2016)

FOIA REQUEST:
Any and all documents which identify those persons in the Office of the Attorney General from August 10, 2008 to the present (November 2016) who took any action and/or kept any records on behalf of the James Brown Legacy Trust and the records kept, including but not limited to asset logs; trustee reports; resolutions; consent to sue Robert Buchanan and Adele Pope; transactions and/or communications with beneficiaries; Termination Rights elections; receipts and disbursements; distribution of $1 Million to Tommie Rae; distribution of $1 Million to other claimed heirs of James Brown; sale of "Please, Please, Please" and/or other copyrights; IRS reports; Reports to Beneficiaries; income tax returns; and/or any other documents evidencing the assets, income, disbursements and/or transactions made and/or approved by the Attorney General and/or the trustee of the James Brown Legacy Trust during the said period.

4. COMMUNICATIONS WITH TOMMIE RAE HYNIE, A/K/A BROWN, AND HER COUNSEL

McMASTER TESTIMONY:
At his deposition the Attorney General directed Mr. McMaster not to discuss and/or to limit his answers in relation to transactions or communications with Alan Medlin, attorney for Tommie Rae Hynie.

FOIA REQUEST:
Any and all documents from May 26, 2009 to the present by and/or among any member of the staff of the Attorney General which relate in any way to the relationship of Tommie Rae and James Brown; the Termination Rights of Tommie Rae; the sale of 3 copyrights of James Brown, the payment of $1 million to Tommie Rae, the valuation of the James Brown music empire at less than $4.7 Million; the estate of Harland Howard; any advice given by Alan Medlin, Esq. or other counsel for Tommie Rae to the AG and/or any member of the staff of the AG, and/or to Russell Bauknight and/or his counsel.

Any documents supporting the claim of the Attorney General that he has or does share a common interest privilege with Tommie Rae, her counsel, and/or the James Brown Legacy Trust at any time from August 10, 2008 to the present.

Should the Attorney General claim that any of the above documents is not subject to disclosure under FOIA, please present a log of the non-disclosed documents and an explanation of the reason claimed for non-disclosure.

In addition to the above, I request that Attorney General Wilson investigate to confirm that Mr. McMaster's statements about not authorizing Richland 4900 are correct; about his inquiry are correct; and notify me and the Court in Aiken 1337 of the result of that inquiry.

As I am sure the Attorney General understands, it is terribly hard for a citizen to face the mighty hand of the Attorney General for six years in a lawsuit. That is particularly true where the Attorney General is acting, as he had done, through a private attorney who represents others. It is even more damaging when persons sued by the Attorney General are attorneys and have --as Mr. McMaster acknowledged -- been accused of a crime in the pleadings.

Thank you in advance for preserving the McMaster file; complying with my FOIA request; and taking steps to investigate the circumstances which have allowed this unauthorized lawsuit to continue for six years.

I make the same FOIA request of AG McMaster in his official capacity. I also request that he join the investigation of why Richland 4900 has been pursued for six years against the two lawyers who protected James Brown's "I Feel Good" Trust and its 900 copyrights from dismembering by Tommie Rae, Terry Brown and the clients of Louis Levenson.

Sincerely,

Adele J. Pope
1228 Walnut Street
Newberry, South Carolina 29108
adele@popelawfirm.com
803-413-0753

cc: Lt. Gov. Henry McMaster
Robert L. Buchanan, Jr.

COPY
ORIGINAL FILED
FEB 23 2017 @12:40
AIKEN COUNTY
CLERK OF COURT

STATE OF SOUTH CAROLINA	IN THE COURT OF COMMON PLEAS
COUNTY OF AIKEN	Case No. 2013-CP-02-1337
Adele J. Pope, Plaintiff, v. Estate of James Brown and The James Brown 2000 Irrevocable Trust, Defendants.	RETURN AND OPPOSITION TO MOTION OF ATTORNEY GENERAL FOR PROTECTIVE ORDER AS TO DEPOSITION OF ROBERT COOK

Plaintiff submits this Return and Opposition to Motion by the Office of the Attorney General ("OAG") for Protective Order Related to the Deposition of Robert Cook, Esq. taken February 8, 2017

Summary of Relief Requested

On May 19, 2010, AG Henry McMaster, with Russell Bauknight ("Russell") claiming to act "on behalf of" the AG of South Carolina, sued Robert Buchanan, Jr. ("Bob") and Adele Pope ("Adele") in Richland County Case 2010-CP-40-4900 (the "Wingate Suit").

Six and a half years later McMaster, now Governor of S.C., has disclosed in two sworn depositions that he did not know the Wingate Suit was filed in his name as AG; did not authorize Russell to act on behalf of the AG in the Wingate Suit; and did not know he was named as a Wingate Suit Plaintiff until after he left office in 2011.

In depositions taken on February 8, 2017 both Solicitor General Robert Cook and John McIntosh, Esq., McMaster's highest assistants when the Wingate Suit was filed, each stated that he had not authorized the Wingate Suit. Nor had either authorized Bauknight to bring the Wingate Suit on behalf of the AG.

In 2016 AG Alan Wilson told this Court that he had little knowledge of the Wingate Suit. He said this despite his ability for 6 years to control that litigation.

It is time for the Court and parties to have the testimony and documents to show who was behind the bringing and continuation of the illegal Wingate Suit which has kept Plaintiff even from being paid for her 2007 Special Administrator fees in her service to Defendant Estate of James Brown.

The documents of Cook, like those of Governor McMaster and other OAG staff, should be produced. Answers that were limited or derailed by invalid claims of privilege should be answered. The Motion for Protective Order related to Cook's deposition and documents should be denied.

Bob and Adele Appeal the McMaster Settlement as Required by Brown's Will

On May 26, 2009 Robert Buchanan ("Bob") and Plaintiff ("Adele") were carrying out their duty to defend James Brown's noble estate plan and his "I Feel Good" Charity against all challenges, including the claims of companion Tomirae Hynie.

Brown died December 25, 2006, leaving the bulk of his fortune to educate needy students studying in Georgia and South Carolina..

All of Brown's claimed children named in Brown's estate plan, and Tomirae, have confirmed that the creation of a trust to benefit needy students was Brown's long-held and often-stated desire.

Tomirae's handwritten notes and other records, confirm that Tomirae was not Brown's spouse. Before taking up with Brown, she was married, living in Texas, and even thought she might be pregnant.

On May 26, 2009, however, the Honorable Doyet A. Early, III, approved a

settlement brokered by AG McMaster – acting principally through Havird "Sonny" Jones ("Sonny") – that stipulated Tomirae would be considered to be Brown's spouse; dismembered Brown's charity; and threatened the 900 copyrights Brown had given it.

For their baseless claims, the AG gave Tomirae and certain Will contestanta represented by Louis Levenson, Esq., and David Bell, Esq., more than half of the "I Feel Good" Charity.

McMaster relied on Sonny in James Brown matters, and does not even recall having read Brown's Will. Sonny said the settlement was a good idea. Sonny knew nothing about Federal Copyright Act Termination Rights, or how much declaring a non-spouse a spouse would damage the "I Feel Good" Charity's copyrights.

Bob and Adele appealed the May 26 Order, as their duty required.

In March 2010 Tomirae's lawyer Alan Medlin approached Bob's lawyer Betsy Gray. Medlin said Sonny had hired Ken Wingate and would sue Bob and Adele if they did not drop the appeal of the McMaster settlement.

In April 2010 Freddie Kingsmore of Nexsen Pruet ("NP") made a similar representation to Jim Richardson, Esq., Jim was serving *pro bono publico* as lead appellate counsel in the appeal which would become *Wilson v. Dallas.*

Bob and Adele did not feel that they could drop the appeal.

What is already known about May 2010 supports the claim of AG McMaster, Cook and McIntosh that they did not authorize the Wingate Suit to be filed against Bob and Adele in the name of the State/AG, and they did not authorize Bauknight to sue "on behalf of" the AG. In fact, it appears that Sonny, the Wingate Firm lawyers, and others were working to assure AG McMaster that he was not a party to the lawsuit when

the plan all along was to name him as a Plaintiff in the Complaint.

A brief summary of what happens follows:

Sonny, NP, Tomirae and Wingate Firm Plan and Bring Wingate Suit

Emails and documents disclosed in a journalist's FOIA suit, the Forlando Federal lawsuit, and elsewhere over the objection of either the OAG, Bauknight or both, help reveal the story about how the Wingate Suit began:

In March 2008 Medlin told Gray Sonny had hired Wingate and would sue if Bob and Adele did not drop the appeal of the McMaster settlement.

On **April 14, 2010 at 12:37 p.m**. Sonny emailed Medlin about the May 20, 2009 accounting filed by Bob and Adele:

> This accounting states that we had an ending balance of over $99 million. Alan, I think we may be suing the wrong people.

Eleven minutes later, at **12:48 p.m**. Medlin emailed Sonny, w/ a copy to Freddie Kingsmore of NP, and a copy to AG J.C. Nicholson and AG Mary Frances Jowers ("MFJ"). Subject: Re: Brown - Pope May 20, 2009 accounting:

> So this is a PR accounting. I thought it would be a trustee accounting. So they have taken the position that all the assets were in the estate? Not consistent with a bunch of other stuff they have said – Big surprise.
>
> Alan Medlin

At **10:16 a.m on May 14,** 2010 Sonny emailed MFJ, sending an attached Litigation Retention Agreement Template.

Also on **May 14, at 10:54 a.m.,** MFJ emailed Cook and Sonny w/ attached

Letter of Bauknight. The proposed letter set out the AG's fees schedule, including 10% of counsel fee to go to the OAG. The email said:

> Here's a start at a letter to Russell Bauknight regarding the retention. I cut and pasted the fee schedule only. Wasn't sure if we needed to include anything else. There is so much in the retention agreement that it seemed like incorporating by reference might be too broad.
>
> Also, do we sent to Russell directly or in care of Freddie Kingsmore?
>
> Please advise and/or make any edits on the attached.

On Sunday **May 16, 2010 at 5:34 p.m.** Sonny emailed Kingsmore, Medlin, and Wingate attorney Everett Kendall, w/ a copy to MFJ, He said:

> Please advise if everyone is available for a 9:30 a.m. call tomorrow morning (Monday, May 17) to discuss issues related to the Complaint such as retention letter, parties named as parties, who signs the Complaint, etc... [Emphasis supplied.]

At **5:42 p.m.** Kendall emailed Sonny, w/ copy to MFJ, Kingsmore, Medlin and Wingate:

> I will be available. How do we call in?

At **8:02 p.m.** Sonny emailed Kendall, w/ copy to Kingsmore, Medlin, MFJ, Wingate, Subject: Re: Brown - Pope 7 Buchanan Lawsuit:

> Freddie will set it up.

On Monday **May 17, 2010 at 8:38 a.m**. MFJ emailed Sonny:

> I'll come to your office at 9:30 unless I hear from you otherwise.

A minute later, at **8:39 a.m.**, Sonny emailed MFJ:

> Thanks.

On Monday, **May 17, 2010 at 10:20 a.m** Jay Smith sent Sonny an email, Subject: Litigation Retnetion Agreement Template which said;

Attached is an updated version.

On **May 17, 2017 at 10:30 a.m**. Sonny sent an email to Kendall and Wingate, w/ copy to Levenson, Medlin, Bauknight, and NP lawyer David Black.

On **May 17, at 10:38 a.m.** Sonny sent an email to Kendall, Wingate, Christman, Levenson, D. Black, Kingsmore, Medlin and MFJ, Subject: Fwd: Litigation retention agreement template. Attachments: Litigation retention agreement template.doc. The email said:

Per your request

On **May 17, 2010 at 2:54 p.m**. MFJ emailed Sonny with an attached draft letter.

On **May 17, 2010 at 3:05 p.m.** MGJ emailed Sonny with an attached draft letter.

On **May 17, 2010 at 3:19 p.m**. MFJ emailed Sonny with "attached draft"

On **May 17, 2010 at 3:22 p.m**. Kingsmore emailed Sonny, Bell, Levenson, Bodman and others w/ attached documents. The email attached a CONFRIMATION, APPROVAL AND ACKNOWLEDGMENT that said the undersigned had reviewed the Complaint and that there was good ground to support it. The email said:

> I have attached a mark up of the retention letter along with the confirmation we discussed today. Let me know if you have any other suggested changes.
>
> Also, paragraph 3 of the retention agreement needs an update...
>
> <u>Will everyone confirm accuracy of this party information to your clients.</u>

On **May 17, 2010 at 3:28** Sonny emailed Cook w/ draft documents

On **May 17 at 3:28 p.m.** Kingsmore emailed Sonny, Medlin, Kendall and Wingate, Subject: Retention Agreement, with Attachments. The email referenced mark ups to the retention letter and said:

> I have asked everyone to confirm accuracy of party information?:

Four minutes later, at **3:32 p.m.** Kendall emailed Sonny, Kingsmore, Medlin, and Wingate, Subject: RE: Retention Agreement. The email said:

> I will incorporate these changes.
>
> Rett.

On **May 17 at 3:34** p.m. MFJ emailed Sonny and said:

> See attached

Sonny then emailed:

> This is what we'll go with per my voice mail

On **May 17 at 3:41 p.m.**, Sonny emailed McIntosh, Staberg, Cook,and MFJ. The email said:

> This is the letter we have drafted for Henry's signature...
> Bob has reviewed...Please advise. Thanks.

On **May 17, 2010 at 3:54 p.m.** MFJ emailed Sonny Re: Fwd Letter. Brown Litigation. The email said:

> Do I need to do something additional on this? Let me know.

On **May 17 at 4:21 p.m.** Kingsmore emailed Sonny, Medlin, Kendall and Wingate, w/ copy to MFJ which said:

Please forward me clean copy...need to get to AG by end of day for signature.

On **May 17 at 7:24 p.m.** Kingsmore emailed Bauknight, Bell, Levenson, Black, Medlin and Kendall, w/ copy to Sonny, MFJ ,Wingate and others w/ attached documents. Subject 4077-7389: Bauknight et al. Vs. Buchanan and Pope Complaint. The email said in part:

> I have attached the current drafts of the attorney Retention Agreement (with Exhibit A) and confirmation. I am expecting a separate letter to Russell from the AG's office. The current plan calls for each settling party attorney to sign and return the attached Confirmation to me. Russell...will then sign the retention agreement and deliver it to Mr. Wingate and Mr. Kendall. Mr. Kendall and Mr. Wingate are working on the draft Complaint and will take the necessary steps to finalize and file it either Tuesday or Wednesday. I am asking that they send a draft of the Complaint to each of you for comments Tuesday morning.
>
> Timing would call for you each to get me the signed confirmation by mid-day tomorrow (Tuesday) [You can email me an image of your signed confirmation and bring the original signed copy to the Hearing on Thursday.] Upon receipt of all signed Confirmations, Russell will then sign the retention letter and Mr. Kendall and Mr. Wingate will finalize the complaint (after receiving all comments). Thanks.

At **4:40 p.m. on May 18, 2010** Sonny emailed, Lori and Levenson attaching the AG's litigation letter. The email said:

> FYI

At **5:17 p.m May 18, 2010** Kingsmore emailed Bell and Bodman, then sent a copy of his email to Sonny. The Bell email said:

> David,
>
> Ken Wingate is ready to file Complaint Wednesday morning, which we believe is critical given the timing we have discussed. I would

appreciate your sending me your client's signed Confirmation by no later than first thing Wednesday morning so that the Complaint can be filed as currently drafted. Please let me know if you have questions. Thank you.

Freddie

The Wingate Suit was filed May 19, 2010. The allegations, in the main, were false. Most had been resolved by Judge Early's Order of April 8, 2008. The remainder, even if not fabricated, would have been barred by the 1-year statute of limitations.

Despite this, Sonny continued to assert the power of the State/AG in the Wingate Suit behind the back of AG McMaster. Bauknight has never relinquished the claim that he speaks on behalf of the AG.

At the first Wingate Suit hearing on August 30, 2010, Ken Wingate twice introduced Sonny to the Court as one of the Wingate Suit clients.

This usurping of the power of the State/AG to bring the Wingate Suit was significant. But it did not stop there.

Continued Claims by Sonny On Behalf of the Attorney General (2011 - 2015)

In August 2010 Sonny signed a document by which the AG told the Court of Appeals that Brown's assets would be valued at less than $12 million.

In the fall of 2010 AG McMaster, relying on Sonny, condoned Bauknight's telling the IRS Brown's music empire was worth less than $4.7 Million and his Tangible Personal Property only $.5 Million; that Hynie was Brown's spouse; and that the "I Feel Good" Charity was worth only about $1 Million when Brown died.

In October 2010 Wingate named David Cannon as a witness for the AG and other plaintiffs in the Wingate Suit, despite his being under indictment for some of the

$17 million he took.

In January 2011 AG Wilson, almost immediately after taking office, sought sanctions against Bob and Adele for filing a brief to have Cannon pay the approximately $1.2 million costs Judge Early had ordered that he pay in Aiken Case 2007-122. That same month Bell, closely aligned with Cannon, planted the false Grammy © story which would be picked up by the Supreme Court in the *Wilson v. Dallas* decision. .

In May 2011, without looking at the claimed "appraisal" the OAG moved the S.C. Supreme Court to supplement the record to show that Brown's worldwide music empire was worth only $4.7 Million when he died, and his Tangible Personal Property only $.5 Million. Sonny made this claim without anyone in the OAG's having reviewed the "appraisal" for accuracy.

In 2012 Sonny and the OAG joined Bauknight and Tomirae in vitriolic filings against Adele by Tomirae.

In 2013, in the OAG's Petition for Rehearing, Cook recounted McMaster's decision to sue Bob and Adele which did not come from McMaster – but rather from someone within the OAG. McMaster confirmed he was not consulted about the actions attributed to him in the Petition for Rehearing.

What the Documents and Answers Subject to the Motion Will Likely Show

It is more likely than not that the documents the OAG seeks to secrete and the testimony the OAG seeks to suppress will make clear the persons within the OAG who have usurped the power of the State in the Wingate Suit for almost 7 years.

AG Wilson has said he knows nothing about the Wingate Suit. He has also said

he will not investigate to find out who continues to pursue the illegal Wingate Suit. Justice and judicial economy demand that the Court do so.

Conclusion

The unauthorized claims that have been lodged against Bob and Plaintiff on behalf of the State/AG have gone on for almost 7 years. It is too long. The same is true of the claim by Russell that he has the authority to act on behalf of the State/AG in the Wingate Suit.

The OAG's Motion for Protective Order as to the Cook documents and deposition questions should be denied, as should all other motions for protective order filed by the OAG.

Respectfully submitted,

Adele J. Pope
1228 Walnut Street
Newberry, South Carolina 29108

Plaintiff, *pro se*

February 20, 2017

CERTIFICATE OF SERVICE

I, Adele J. Pope, hereby certify that on the 20th day of February , 2017, I served a copy of the above document on the persons whose addresses are shown below by depositing same in the first class mail, postage paid, addressed to them as shown below:

The Honorable Alan Wilson
Emory Smith, Esq.
Office of Attorney General
1000 Assembly Street
Columbia, SC 29201

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STATE OF SOUTH CAROLINA)	IN THE COURT OF COMMON PLEAS
)	
COUNTY OF AIKEN)	Case No. 2013-CP-02-1337
)	
Adele J. Pope,)	PLAINTIFF'S MOTION
Plaintiff,)	AND MEMORANDUM FOR
v.)	PARTIAL SUMMARY JUDGMENT
)	AND FOR RELATED RELIEF
Estate of James Brown, Deceased, and The)	
James Brown 2000 Irrevocable Trust,)	
)	
Defendants.)	
)	

TO: THE DEFENDANTS NAMED ABOVE AND THEIR COUNSEL:

YOU WILL PLEASE TAKE NOTICE that ten (10) days after service hereof, or as soon thereafter as she may be heard, and in accordance with the Scheduling Order of the Honorable Doyet A. Early, III (Jg. Early) in this matter, the undersigned Plaintiff will move pursuant to Rule 56, SCRCP, and all applicable rules and law, for an order granting partial summary judgment and ascertaining material facts not in dispute in this case.

Request for Order of Partial Summary Judgment and Related Relief

The grounds of this motion are that an Order Granting Partial Summary Judgment and identifying issues which are, and are not, in substantial dispute, will serve both justice and judicial economy. The terms of the proposed Order should be substantially the same as those set out below.

Proposed Terms of Order Granting Partial Summary Judgment and Related Relief

This matter comes before the Court on Motion of Plaintiff for Partial Summary Judgment. Because the matter will not be fully adjudicated by this ruling, the Court takes the opportunity under Rule 56(d) to examine the pleadings and evidence before it,

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including the depositions of the parties and more than a dozen fact and expert witnesses, and to interrogate counsel, in order to ascertain what material facts exist without substantial controversy and what facts are actually and in good faith controverted.

Based on the Motion and the Court's inquiry, it is **ORDERED ADJUDGED AND DECREED:**

Procedural History of the Case

This case was filed by Plaintiff (Pope) on June 10, 2013, in response to a Notice of Disallowance with Impending Bar served on Plaintiff on May 29, 2013, by Defendant Estate of James Brown, through Russell Bauknight (Bauknight) (the "Disallowance").

The Disallowance asserts Pope is not entitled to any payment under the joint claim and two supporting affidavits filed by Pope and Robert L. Buchanan, Jr.(Buchanan) in 2009 (collectively, the "Claim"). In the Claim Pope sought payment, with interest, pursuant to this Court's Order of January 8, 2008 (the "Payment Order") of the following:

a. An unpaid Special Administrator (SA) payment of $47, 972;

b. Partial Personal Representative's and Trustee's (PR/Trustee) commissions of $1,473,550; and

c. Certain fees and costs.

In addition, Pope's Claim seeks $1,372,380, with costs as stated, for Pope's entire service (from November 20, 2007 until May 8, 2013) under the will of entertainer James Brown and The James Brown 2000 Irrevocable Trust (the "Estate/2000 Trust").

Plaintiff's Complaint originally contained additional causes of action, including causes of action against Bauknight, individually. On motion of Bauknight and Defendants, those claims were dismissed.

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Defendants' Answer admits that Plaintiff filed her Claim; asserts that Defendants lack sufficient information to grant or deny the relief; and demands strict proof. No counterclaim or offset is sought.

Cross motions of Plaintiff and Defendants for partial summary judgment were denied in 2014.

Plaintiff has identified more than thirty expert and individual witnesses. Defendants have designated nine experts and three fact witnesses: Buchanan, Pope and Bauknight. Since 2015 numerous depositions have been taken.

Pursuant to this Court's Scheduling Order, discovery was completed in April 2017, and a day certain jury trial has now been set for September 5, 2017.

Documents Considered by the Court and Scope of Ruling

In connection with this motion, the Court has reviewed the Complaint; the Answer; the Claim; affidavits and filings in this case; and the depositions of Plaintiff; Bauknight; Buchanan; Governor Henry McMaster; Attorney General Alan Wilson (AG Wilson); and numerous others which have been filed with the court and cited by the parties.

The Court has also reviewed the record and decision in *Wilson v. Dallas* . In particular, the Court has reviewed more than forty James Brown orders of this Court issued between March 7, 2007 and May 26, 2009, the date Buchanan and Pope were replaced by Bauknight as PR/Trustees.

Where Plaintiff and Defendants actively participated in the hearings leading up to orders, and timely reconsideration or appeal was not sought by Plaintiff, Defendants, or the Attorney General of South Carolina (AG), this Court finds that the orders are binding

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on the parties in this case. As relates to Plaintiff's motion, the Court has considered its Order of January 8, 2008 (Payment Order), along with other orders related to the service of Buchanan and Pope.

In 2013 when Defendant Estate elected serve the Disallowance, requiring Plaintiff to file this suit or lose any claim to payment for her service, Richland County Case 2010-CP-40-4900 ("Richland 4900") had been pending for almost three years. Plaintiff and Defendants are parties to Richland 4900, but there are numerous other parties to Richland 4900, including the Attorney General of South Carolina (AG).

Because the Court has granted Defendants' motions to limit the scope of this case, the rulings by the Court or jury cannot will not resolve certain of the claims and counterclaims at issue in Richland 4900.

Summary Judgment as to Plaintiff's Unpaid Special Administrator

Plaintiff moves for summary judgment as to her unpaid SA fee of $47,972 , together with interest at 8 ¾% from March 8, 2008. The motion should be granted.

In the Payment Order this Court found that Buchanan's and Pope's service as SAs from March 7, 2007 until November 20, 2008 was exceptional. The Court found that the discovery of $900,000 taken by David Cannon, alone, made their service valuable to Brown's estate. While serving as SAs Buchanan and Pope were also instrumental in preventing an attempt by then PR/Trustees Cannon and Albert Dallas to move the entire 2000 Trust to Georgia, depriving the State of South Carolina of the benefits of The James Brown "I Feel Good" private charitable foundation.

It is undisputed that Pope and her large staff contributed about 70% of the SA work

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on a "time plus costs" basis, and Buchanan about 30%. Buchanan has been fully paid for his work, all of which was joint with Pope, and no disgorgement was sought under *Wilson v. Dallas.*

In 2014 Defendants acknowledged that Pope's SA fee was due, and that interest was accruing at the legal rate under the Payment Order. Defendants asserted, however, that either Richland 4900 or the fact that discovery was not complete prevented payment to Pope. The Court finds that neither impediment to payment is now applicable.

While substantial interest has accrued on all amounts sought by Pope, the Court notes that Pope has done nothing to delay payment so that additional interest will accrue. Further, after nine years the 8 ¾% simple interest awarded by the Court is the lower of two possible interpretations of the term "legal interest" as set out in the Payment Order.

Plaintiff is, therefore, entitled to immediate payment of $47,972, plus interest at 8¾% from March 8, 2008 until paid.

Plaintiff's Partial PR/Trustee Commission Through May 26, 2009

Plaintiff's Claim also seeks $1, 473,520, plus interest from May 26, 2009 under the "time plus costs" contract she and Buchanan have with Defendants which was approved by the Court in the Payment Order.

Defendants assert that there was no written contract.

The Court finds that Buchanan's and Pope's petition for payment; the review of the petition at the hearing held December 21, 2007; and the Payment Order itself present undisputed evidence of the existence of a contract, and its approval by this Court. Further, the contract has already been partially performed by the payments to Buchanan.

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The Court further notes that at the December 21, 2007, hearing neither the South Carolina AG nor any Interested Party objected to the "time plus costs" method of payment to Buchanan and Pope as partial PR/Trustee commissions. In fact, at the hearing Buchanan and Pope were praised by at least one Interested Person for seeking approval of the Court where Brown's Will and 2000 Trust allowed them to set, and pay themselves, a reasonable commission without court approval.

Having found that the Payment Order approved a valid contract for "time plus costs" payments from November 20, 2007 until May 26, 2009, the Court finds no evidence to suggest that the 100+ page documentation by Pope of her time, and that of her staff, is inconsistent with the Payment Order.

A complete breakdown of Buchanan's and Pope's time and that of their staffs was presented to the AG, the Court and others in July 2009. The AG, who then asserted the right to take all action necessary to protect Brown's estate plan, did not seek reconsideration of the Payment Order, or appeal it. Nor did anyone else.

The Payment Order specifically found that Buchanan's and Pope's time spent on James Brown matters more than doubled after they became PR/Trustees on November 20, 2007, and that both were being required to used their staffs in ways not contemplated when asked by the Court to accept the SA appointments.

Both Buchanan and Plaintiff kept contemporaneous, detailed time records, and staff records were kept. The ratio of time spent, like that of Buchanan and Pope as SAs, is about 70% for Pope and 30% for Buchanan.

While Bauknight is highly critical of Pope, in his depositions taken on August 20,

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2013 and in this case in 2017, he has no specific recollection or objections related to the specifics of Pope's time spent. Nor does any of Defendants nine experts, most of whom were engaged more than seven years after the service in question.

Defendants' expert Julian Walker, Esq., asserts that the voluminous time records of Plaintiff fail to adequately segregate items which Walker defines as legal work from what he defines as fiduciary service. When the Payment Order was issued , however, this Court was aware that Buchanan and Pope were both attorneys. The Court even provided for partial PR/Trustees commissions to be paid in a manner more traditionally used by attorneys than fiduciaries.

Mr. Walker does not opine that the quality of any service of Buchanan and Pope was impaired by the fact that it could be characterized as "legal", rather than "fiduciary." James Hardin III, who issued a detailed expert opinion related to the service of Buchanan and Pope in 2008, opined that the fact that Buchanan and Pope were attorneys provided a benefit to Brown's Trust.

Based on the Rule 56 standard, the Court finds that Plaintiff is entitled to judgment against Defendants for $1,473,550 plus interest at 8¾% from May 26, 2009 until paid, as partial payment of her PR/Trustee commissions under the Payment Order.

This ruling is without prejudice to, and does not finally resolve, any claims or counterclaims Plaintiff and Defendants have against each other in any other case.

Material Facts in Controversy

Plaintiffs and Defendant agree that Plaintiff's claim for an additional $1, 372,380 and certain costs, constituting the remainder of her Claim for all service under Brown's

Will and 2000 Trust, and in defense of Brown's estate plan and "I Feel Good" Charity, from November 20, 2007 until May 8, 2013, is in dispute.

The $84 Million Claim Versus the $4.7 Million claim for Brown's Music Assets

Plaintiff asserts that no material dispute exists that Buchanan and Pope properly valued Brown's assets at his December 25, 2006 death at approximately $100 Million, less a debt to the New York Teachers (TIAA) of approximately $15 Million. Plaintiff likewise claims that the most significant portion of Brown's assets was reported on Schedule F2 of Brown's estate tax return (after consideration of the TIAA Debt) at $84 Million. These assets, which Plaintiff describes as the "music empire," include Brown's 900 Copyrights; Publicity Rights; Rolls Royce and fleet of vehicles; the items (excluding jewelry) sold at the Christie's sale for about $770,000; thousands of items placed at four museums for safekeeping; the claim against Greenberg Traurig (GT) related to the "October 18 Letter;" claims related to uncollected sampling revenues due at Brown's death; claims against Cannon for $17 Million; claims against Morgan Stanley for the $10 Million account depleted by Cannon; claims against Phil Farr, CPA for underreporting Brown's income by $3 million a year for a number of years; and other assets.

Plaintiff supports her value claim with her own deposition; the formula provision for valuing Brown's copyrights and Publicity Rights presented to this Court at the hearing on on November 15, 2007; the deposition of Defendants' expert Roger Miller; and the deposition of Plaintiff's experts R.B. Alexander,Pope, Wm. Jeffrey Smith; Steven Johnson, Wm. Sellars, CPA and Mary Jo. Cole, as well as others.

Plaintiff asserts that the claimed $4.7 Million valuation was fabricated by counsel

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for Tomirae, who, using the Estate of Harlan Howard, proposed to value James Brown's 900 copyrights at $24 Million and Brown's Publicity Rights at zero. Plaintiff asserts that Defendants then inflated the TIAA debt by at least $3 Million, resulting in an incorrect claimed value of the music empire of $4.7 Million.

Defendants assert that the $4.7 Million value for these assets is the result of the professional appraisal of PBW.

Plaintiff, however, asserts for reasons confidentially disclosed to the Court, that both the testimony of Defendants' expert Roger Miller and the PBW appraisal actually support Plaintiff's $100 Million gross value and $84 Million (after the TIAA Debt) for the music empire.

Had any PBW appraiser been named as an expert in this case, this Court's finding might have been different. Based solely on this Court's review of the evidence *in this case*, however, and solely for purposes of addressing Plaintiff's Claim, this Court finds that there is no material evidence to dispute Plaintiff's and Buchanan's contention that Brown assets were worth approximately $100 Million at his death, and subject to a TIAA lien of approximately $15 Million.

For purposes of this case only, and for the determination of the reasonableness of Plaintiff's claim, the Court direct that a value of $100 Million shall be used for the value of the James Brown Estate and 2000 Trust assets.

This ruling is expressly without prejudice to Defendants' or Plaintiff's right to assert or seek to prove a different value in any other case.

Other Material Facts Not in Controversy

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This Court finds that there are many other facts which are not in material controversy and should serve as a factual basis for the rulings which are in controversy. Some are set out below:

1. As stated above, the facts and findings in all James Brown orders issued by this Court prior to May 26, 2009, which neither Plaintiff, Defendants nor the AG appealed, are binding on the Court and parties.

2. The Supreme Court's ruling in *Wilson v. Dallas* that the McMaster settlement of August 2008 dismembered James Brown's estate plan and is void is binding on the Court and parties.

3. The Court and parties are bound by the holding In *Wilson v. Dallas* that the appointment of Bauknight to fiduciary positions with the Estate/2000 Trust between 2009 and May 8, 2013 were void.

4. The Order of this Court dated May 26, 2009 removed Buchanan and Pope because they opposed the McMaster Settlement, and reserved the petition for their removal for cause for a later hearing.

5. David Bell, Esq., and his client Forlando Brown, have a long history of false filings, including the filing by Bell of false grievances against Louis Levenson, Esq., in Georgia and South Carolina. Bell falsely accused Levenson of a forgery of the Levenson fee agreement with Forlando and his family.

6. Forlando testified under oath that he and family members got together to sabotage the July 2008 Christie's sale which was approved by three court orders.

7. In January 2011 Bell and/or Forlando planted the false Grammy © claim with Kilpatrick Stockton(KS) which was cited by the Supreme Court in the *Wilson* decision.

8. Robert Potter, Esq., the KS attorney incorrectly attributed with preventing the Grammy© sale, was unaware of the KS post.

9. Both Johnny Cash's and Stevie Wonder's Grammys © have been sold, and at least one Grammy © has been placed under lien by a federal bankruptcy court.

10. In 2011 Defendants and the AG told the Supreme Court of South Carolina

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that Buchanan and Pope were seeking a $5 Million commission from Brown's $5 Million estate.

11. The plan to devalue Brown's copyrights to $24 Million in accordance with the formula accepted by the IRS in the Harlan Howard Estate, and to value Brown's Publicity Rights at zero, was proposed by Tomirae's lawyer in August 2009.

12. Russell Bauknight did not appraise Brown's Publicity Rights and 900 Copyrights, and has not prepared an estate tax return in 20 years.

13. Peter Afterman is the sole expert identified by Defendants to have provided information to PBW in connection with the valuation of Brown's Intellectual Property assets at $4.7 Million.

14. The AG accused Buchanan and Pope of the federal felony of overstating Brown's assets by $79 Million to get a $5 Million commission on a $5 Million estate without reviewing, or having anyone in his office review, the PBW appraisal.

15. From May 26, 2009 until May 8, 2013 Defendants sought to enforce the McMaster Settlement.

16. From at least May 26, 2009 until at least May 8, 2013 Bauknight served as trustee of the Legacy Trust, which supported the McMaster Settlement.

17. In May 2011 the AG, Defendants and others asked the Supreme Court to supplement the record on appeal (ROA) to show that the assets listed on Schedule F2 of Brown's estate tax return (the "Music Empire") had a value of only $4.7 Million.

18. Defendants' Motion was denied in August 2011.

19. In October 2011 the TIAA Debt was paid in full, and the Supreme Court was advised.

20. On November 1, 2011 Defendants' counsel, with whom the AG joined in all *Wilson v. Dallas* pleadings, told the Supreme Court that Tomirae's elective share claim was a slam dunk; that James Brown's Estate/2000 Trust had no corpus to speak of; that Federal Copyright Act Termination Rights were all this Estate is about; and that there would be nothing in James Brown's "I Feel Good" Trust in 2023 if the 2008 McMaster settlement were not upheld.

21. AG Wilson, Tommie Rae and her son James B. claim under a "common

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interest" theory that communications among them, and their joint counsel, the firm of Kenneth Wingate, Esq. (Wingate), between 2010 and May 8, 2013 are privileged, and cannot be disclosed.

22. Governor Henry McMaster has testified under oath that he did not authorize Richland 4900 to be filed on behalf of the State/AG; did not authorize Russell Bauknight to be named as an agent for the AG; and did not know he (McMaster) was named as a Plaintiff in Richland 4900 until after he left office.

23. The AG attempted to exercise personal control of Brown's assets; give more than 50% to Will/Trust contestants; and allow a sale to a family member.

24. The AG tried to force Bob and Adele to hire political supporters of the AG and to force them to use contracts which gave the AG 10% of the legal fees. The AG also accepted political contributions from the Wingate Firm, Powell Goldstein (PG) and others seeking to purchase or dismember James Brown's "I Feel Good" Charity.

25. The AG failed to seek restitution from David Cannon, who took $17 Million from Brown's "I Feel Good" Charity, while waging vicious attacks on Buchanan and Pope for protecting the Charity in an appeal.

26. The AG secreted Tomirae's Handwritten Notes in which she admits: she was married; possibly pregnant; and living in Texas before falsifying a marriage license application and conducting a ceremony with James Brown; and that she begged Brown to marry her after he discovered her marriage, but Brown refused.

27. The AG secreted the Wingate Litigation Retention Agreement from 2010 Until 2013.

28. Defendants shared the PBW appraisal with James B.

AND IT IS SO ORDERED.

Documents, Testimony and Admissions on Which Motion is Based

This motion is supported by the admissions of Defendants in discovery responses and through Bauknight; the Affidavit of Plaintiff filed herewith; the depositions of Judge Walter Williams; Wm. Jeffrey Smith; W. Steven Johnson, Esq.; May Jo Cole, CPA; William

Sellars, CPA; Wallace Lightsey, Esq; James B. Richardson, Esq.; Plaintiff; James Hardin III, Esq.; Steve Lambert; Roger Miller; David Sojourner, Esq.; Rita Caughman, Esq.; Havird "Sonny" Jones, Esq.; Governor Henry McMaster; AG Alan Wilson; Solicitor General John McIntosh; Fmr. Chief Deputy John McIntosh; Sandra Matthews; Ray Gonzalez, Esq.; Asst. AG Mary Frances Jowers; R. B Alexander; Kyle Parker, Esq.; Thomas Pope, Esq.; and others, together with the exhibits made part of these depositions; the Complaint herein; the Hynie Handwritten Notes; the Supreme Court oral arguments in *Wilson v. Dallas;* the Petitions for Rehearing of AG Wilson and James B. in *Wilson*; the ROA in all James Brown FOIA cases; and such other affidavits and documents as shall properly come before the Court prior to the hearing on this matters.

It is also based on the PBW appraisal which will be delivered to the Court by Plaintiff, under seal, at the hearing on this matter, and Plaintiff's confidential analysis of said appraisal to be delivered to the Court at said hearing.

Respectfully submitted,

s/ Adele Pope

Adele J. Pope, *pro se*
1228 Walnut Street
Newberry, South Carolina 29108
(803) 413-0753
S.C. Bar # 4501

May 23, 2017

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ELECTRONICALLY FILED - 2017 Jul 31 10:45 AM - AIKEN - COMMON PLEAS - CASE#2013CP0201337

STATE OF SOUTH CAROLINA COUNTY OF AIKEN Adele J. Pope, Plaintiff, vs. Estate of James Brown and The James Brown 2000 Irrevocable Trust, Defendants.	IN THE CIRCUIT COURT Civil Action No. 2013-CP-02-1337 **RULE 39(a)(2) MOTION TO TRANSFER CASE TO NON-JURY ROSTER**

Whether Mrs. Adele J. Pope ("Mrs. Pope") is owed any personal representative/trustee commissions, expenses, and costs ("commissions") by the Estate of James Brown ("Estate") and the James Brown 2000 Irrevocable Trust ("Trust" and collectively the "Defendants") is the ***only*** issue for resolution in this case. And, that issue is not for a jury to decide; rather, the law places it in the hands of the Court. Pursuant to Rule 39(a)(2), SCRCP, Defendants respectfully move to transfer this case to the non-jury docket. Upon transfer to the non-jury docket, this Court should then operate as the fact-finder and determine whether Mrs. Pope is owed any commissions.

I.
BACKGROUND

Mrs. Pope is seeking "PR/Trustees commissions." (Probate Court Commissions Claim, attached as ***Exhibit 1***). The commissions that Mrs. Pope seeks stem from her prior work for the Estate and Trust. On March 7, 2007, Mrs. Pope was appointed as a special administrator ("SA") for the Estate, and received compensation for that work. Later, on November 20, 2007, Mrs. Pope was appointed as a personal representative and trustee ("PR/Trustee") of the Estate and Trust. Mrs. Pope worked in that capacity until she was removed by the Court on May 26, 2009. Following her

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removal, she made a claim to recover additional SA fees as well as PR/Trustee commissions. (Commissions Claim).

The Supreme Court affirmed Mrs. Pope's removal in the *Wilson v. Dallas* decision. 403 S.C. 411, 448-50, 743 S.E.2d 746, 766-67 (2013). Thereafter, Defendants denied her commissions claim. Mrs. Pope then filed a lawsuit seeking, among other relief, her commissions.[1] Discovery in this matter has been completed and a date certain trial is currently scheduled for September 5, 2017.

II.
ARGUMENT FOR TRANSFER TO NON-JURY DOCKET

A. Commissions Claims are Equitable

"The constitutional provision . . . that the right of jury trial shall remain inviolate, does not apply to cases within the equitable jurisdiction of the court." *Pelfrey v. Bank of Greer*, 270 S.C. 691, 695, 244 S.E.2d 315, 316 (1978). "It is undisputed that, if the action is in equity, it is to be tried by the court; if at law, it is triable by a jury . . . ." *Id.* at 693, 244 S.E.2d at 315.

Just last year, our Court of Appeals handed down a decision conclusively holding that a claim for commissions lies in equity. *Matter of the Estate of Kay*, 418 S.C. 400, 410, 792 S.E.2d 907, 912 (Ct. App. 2016). Relevant here, in *Kay* the probate court reduced the PR's claim for commissions and he appealed. Addressing its standard of review, the Court of Appeals noted that for cases originating in the probate court, the applicable standard of review turned on "whether the underlying cause of action is at law or in equity." *Id.* at 409-10, 792 S.E.2d at 912. The Court of Appeals went on to note that this "appeal stemmed from . . . a determination of Appellant's

[1] As a matter of law, this court dismissed all claims filed by Mrs. Pope except for her claim to commissions. The Supreme Court affirmed that decision on June 10, 2015. *Pope v. Estate of James Brown*, Op. No. 2015-MO-032 (June 10, 2015).

entitlement to commissions, expenses, and costs." *Id.* at 410, 792 S.E.2d at 912. The Court of Appeals went on to ***note and conclude*** that, "[b]oth parties concede—and we agree—that the affirmative relief sought by the parties lies in equity." *Id.* at 410, 792 S.E.2d at 912 (emphasis added). Accordingly, because ***this case*** solely involves Mrs. Pope's entitlement, if any, to commissions, it is equitable and must be tried to the Court.

B. South Carolina's Probate Code and the Reporter's Comments Confirm that the Court Determines Entitlement to Commissions

The South Carolina Probate Code and the Reporter's Comments confirm that commissions claims must be decided by this Court (acting as the Probate Court). Entitlement to commissions is governed by South Carolina Code Section 62-3-719, which is entitled "Compensation of personal representative." Throughout the statute, the language employed by the General Assembly clearly states that the "court," the "probate judge," or the "probate court" is the decision maker as to the amount of commissions.

"The cardinal rule of statutory construction is to ascertain and effectuate the intent of the legislature." *Hodges v. Rainey*, 341 S.C. 79, 85, 533 S.E.2d 578, 581 (2000) (citations omitted). "Under the plain meaning rule, it is not the court's place to change the meaning of a clear and unambiguous statute." *Id.* (citation omitted)). "Where the statute's language is plain and unambiguous, and conveys a clear and definite meaning, the rules of statutory interpretation are not needed and the court has no right to impose another meaning." *Id.* (citation omitted). "What a legislature says in the text of a statute is considered the best evidence of the legislative intent or will. Therefore, the courts are bound to give effect to the expressed intent of the legislature." *Id.* (citation omitted).

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Subsection (a) of Section 62-3-719 provides that:

> Unless ***otherwise approved by the court*** for extraordinary services, a personal representative shall receive for his care in the execution of his duties a sum from the probate estate funds not to exceed five percent of the appraised value of the personal property of the probate estate plus the sales proceeds of real property of the probate estate received on sales directed or authorized by will or by proper court order . . . .

§ 62-3-719(a) (emphasis added).

Subsection (b) of Section 62-3-719 provides that:

> Additionally, a personal representative may receive not more than five percent of the income earned by the probate estate in which he acts as fiduciary. No such additional commission is payable by an estate ***if the probate judge determines*** that a personal representative has acted unreasonably in the accomplishment of the assigned duties . . . .

§ 62-3-719(b) (emphasis added).

Likewise, subsection (e) of Section 62-3-719 provides that: "If more than one personal representative is serving an estate, ***the court in its discretion shall*** apportion the compensation among the personal representatives . . . ." § 62-3-719(e) (emphasis added).

Finally, the Reporter's Comments to Section 62-3-719 provide that:

> Unless provided otherwise by contract, by the will or by the personal representative's renunciation, his compensation is limited to sums equal to five percent of personal property and five percent of sold real property, in the normal course, plus five percent of income on invested monies, ***unless the probate court disapproves. The probate court may set fees*** for less than the stated limits. ***The probate court may set fees*** higher than the stated limits if the court determines the personal representative provided extraordinary service.

§ 62-3-719 (Reporter's Comments) (emphasis added).

The General Assembly's repeated reference to the "court," the "probate judge," or the "probate court" as the decision maker regarding the amount of commissions makes clear that a jury plays no role in the determination of this issue. Settled rules of statutory construction confirm

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that it is ***this Court*** (acting as the Probate Court) that will decide whether Mrs. Pope is entitled to any of her claimed commissions.

C. Other Jurisdictions Confirm that Entitlement to Commissions is Decided by the Court and Not a Jury

Courts from across the country confirm that a personal representative's entitlement to commissions is a question decided by a court. *See, e.g.*, *Ruttenberg v. Friedman*, 97 So. 3d 114, 121-22 (Ala. 2012) ("The extent to which an executor should be compensated rests in the sound discretion of the court and is to be determined in view of all the circumstances of the case."); *In re Estate of Klauzer*, 604 N.W.2d 474, 480 (S.D. 2000) ("A personal representative is, of course, entitled to reasonable compensation for his services" and "the determination of reasonable is left to the sound discretion of the trial court"); *Matter of Estate of Musso*, 932 P.2d 853, 857 (Col. Ct. App. 1997) ("Determinations as to the reasonableness of compensation for services performed are within the sound discretion of the trial court."); *Richardson v. Wolcott*, 83 N.E.2d 883, 884 (Mass. 1949) ("[T]he question what is reasonable compensation is a question of fact for the court, and its decision will not be reversed unless plainly wrong.").

One court has affirmatively held that there is no right to a jury trial regarding a dispute as to the amount of an executor's fee. *Matter of DeGraff's Estate*, 637 S.W.2d 277, 279 (Mo. Ct. App. 1982) (holding that there is no right to a jury trial for contested fee petition of a personal representative); *see also Bergeron v. Sessions*, 561 S.W.2d 551, 554 (Tex. Ct. Civ. App. 1977) (noting that receiver appointed by the court to settle the financial matters of a disappeared person is subject to the supervision of the court and not entitled to a jury determination on his fees). In rejecting a jury trial for the amount of fees owed the receiver in *Bergeron*, the court noted that the "rationale for this exception is that since receivership property is in custody of the law, its management and control is that of the court; jury intervention would impermissibly transfer control

and management of the receivership from the court to the jury." *Id.* These same principles hold true for an estate and trust.

III.
CONCLUSION

The answer to whether Mrs. Pope is entitled to commissions lies within the jurisdiction of a court sitting in equity. South Carolina law is clear that equity cases are not tried to a jury. Furthermore, the plain and unambiguous language of the Probate Code makes clear that Mrs. Pope's entitlement to commissions, if any, must be decided by this Court. Finally, cases from across our Nation confirm that a court determines the appropriate amount of commissions. Accordingly, ***this Court***, and this Court alone, is responsible for determining whether Mrs. Pope is owed any commissions.

The Defendants respectfully request that the Court transfer this case to the non-jury docket.

NEXSEN PRUET, LLC

/s/ Burl F. Williams
William G. Newsome III (S.C. Bar No. 63027)
J. David Black (S.C. Bar No. 68499)
1230 Main Street, Suite 700 (29201)
Post Office Drawer 2426
Columbia, SC 29202
803.771.8900

Burl F. Williams (S.C. Bar No. 77901)
55 East Camperdown Way, Suite 400 (29601)
Post Office Drawer 10648
Greenville, South Carolina 29603-0648
864.370.2211

Attorneys for Estate of James Brown and The James Brown 2000 Irrevocable Trust

July 31, 2017

Greenville, South Carolina

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EXHIBIT 1

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STATE OF SOUTH CAROLINA
COUNTY OF AIKEN

PROBATE COURT

IN THE MATTER OF: ESTATE OF JAMES BROWN
JAMES BROWN 2000 IRREVOCABLE TRUST

CASE NUMBER 2007-ES-02-0056

Decedent's Date of Death (if known): December 25, 2006
Decedent's Last Mailing Address: 430 Douglas Drive
Beech Island, SC 29842

PROTECTIVE STATEMENT AND NOTICE OF CREDITOR'S CLAIM

Creditor: Robert L. Buchanan, Jr. and Adele J. Pope
Address: c/o 212 Newberry Street
P.O. Box 463
Aiken, South Carolina 29802-0463
Telephone: 803/649-2586

Basis of claim: In accordance with Section 62-3-804(2).

Amount of claim:

(a) Full PR/Trustees' commissions in the amount of $4,993,151, with immediate deposit payment of $2,153,983 plus interest at the legal rate from September 1, 2009, pursuant to Judgment dated January 8, 2008, in Case No. 2007-CP-02-0122, together with all other relief sought in the Motion for Payment of Commissions and Related Relief and Joint Affidavit of Robert L. Buchanan, Jr., and Adele J. Pope Related to Commissions and Expenses dated June 24, 2009; supplemental Affidavit of Adele J. Pope and Robert L. Buchanan, Jr.; Affidavit of Adele J. Pope dated July 17, 2009; Complaint for Declaratory Judgment; Review of Compensation and Employment; Guidance as to Succession Plan; Approval of Accounting of PR/Trustees and for Order Granting Protection for Trustees upon Resignation dated May 22, 2009 and filed in this Court, which matters are now being heard in the Circuit Court for Aiken County in Case No. 08-CP-02-1647, each of said referenced documents being incorporated herein by reference and made a part hereof as fully as if set out herein.

(b) The relief requested herein, in addition to payment of PR/Trustees' commissions, with applicable interest, includes, but is not limited to, payment or reimbursement for all attorneys' fees incurred by Mr. Buchanan and Ms. Pope in connection with their service to the Estate of James Brown, the James Brown 2000 Irrevocable Trust and Brown Entities, including payment of all attorneys' fees and costs of the Forlando Brown Federal lawsuit referenced therein and all other relief requested therein.

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(c) Reference to the said documents is craved for a more specific description and detail of the claim.

Date claim will become due (if not already due): Commissions now due. Other amounts due or to become due as stated.

Nature of uncertainty as to amount of claim and due date, if any:

Description of any security as to claim:

Signature: Robert Bullock
Date: July 17, 2009

Signature: Adele J. Rizo
Date: July 17, 2009

INSTRUCTIONS: Claims must be filed with the Probate Court of this county and delivered or mailed to the Personal Representative appointed to administer the estate (see Section 62-3-803, 62-3-804 and 62-3-806 on reverse).

The law provides that a creditor has up to thirty days from mailing of notice of disallowance to file a petition for the allowance of the claim (Form #373PC) in the Probate Court or to commence a proceeding on the claim against the Personal Representative (see Section 62-3-806 on reverse). Failure to file such a petition or to commence such a proceeding will result in the claim being forever barred.

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SOUTH CAROLINA CODE OF LAWS, 1976, AS AMENDED

§ 62-3-803. Limitations on presentation of claims.

"(a) All claims against a decedent's estate which arose before the death of the decedent, including claims of the State and any subdivision thereof, whether due or to become due, absolute or contingent, liquidated or unliquidated, founded on contract, tort, or other legal basis, if not barred earlier by other statute of limitations, are barred against the estate, the personal representative, the heirs and devisees of the decedent, unless presented within the earlier of the following dates:

(1) one year after the decedent's death or
(2) within the time provided by Section 62-3-801(b) for creditors who are given actual notice, and within the time provided in Section 62-3-801(a) for all creditors barred by publication; provided, claims barred by the nonclaim statute at the decedent's domicile before the giving of notice to creditors barred in this State are also barred in this State.

(b) All claims against a decedent's estate which arise at or after the death of the decedent, including claims of the State and any subdivision thereof, whether due or to become due, absolute or contingent, liquidated or unliquidated, founded on contract, tort, or other legal basis, are barred against the estate, the personal representative, and the heirs and devisees of the decedent, unless presented as follows:

(1) a claim based on a contract with the personal representative within eight months after performance by the personal representative is due;
(2) any other claim, within the later of eight months after it arises, or the time specified in subsection (a)(1).
(c) Nothing in this section affects or prevents:

(1) any proceeding to enforce any mortgage, pledge, lien, or other security interest upon property of the estate; or
(2) to the limits of the insurance protection only, any proceeding to establish liability of the decedent or the personal representative for which he is protected by liability insurance; or
(3) collection of compensation for services rendered and reimbursement for expenses advanced by the personal representative or by the attorney or accountant for the personal representative of the estate."

§ 62-3-804. Manner of presentation of claims.

"Claims against a decedent's estate may be presented as follows:

(1) The claimant may deliver or mail to the personal representative a written statement of the claim indicating its basis, the name and address of the claimant, and the amount claimed, and must file a written statement of the claim, in the form prescribed by rule, with

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the clerk of the probate court. The claim is deemed presented on the first to occur of receipt of the written statement of claim by the personal representative, or the filing of the claim with the court. If a claim is not yet due, the date when it will become due must be stated. If the claim is contingent or unliquidated, the nature of the uncertainty must be stated. If the claim is secured, the security must be described. Failure to describe correctly the security, the nature of any uncertainty, and the due date of a claim not yet due does not invalidate the presentation made.

(2) The claimant may commence a proceeding against the personal representative in any court where the personal representative may be subjected to jurisdiction, to obtain payment of his claim against the estate, but the commencement of the proceeding must occur within the time limited for presenting the claim, and the claimant must file a written statement of the claim as in (1) above, with the clerk of the probate court. No presentation of claim is required in regard to matters claimed in proceedings against the decedent which were pending at the time of his death.

(3) If a claim is presented under subsection (1), no proceeding may be commenced more than thirty days after the personal representative has mailed a notice of disallowance with warning of the impending bar; but, in the case of a claim which is not presently due or which is contingent or unliquidated, the personal representative may consent to an extension of the thirty day period, or to avoid injustice the court, on petition presented to the court prior to the expiration of such thirty day period, may order an extension of the thirty day period, but in no event may the extension run beyond the applicable statute of limitations."

§ 62-3-806. Allowance of claim.

"(a) As to claims presented in the manner described in Section 62-3-804 within the time limit prescribed in Section 62-3-803, the personal representative may mail a notice to any claimant stating that the claim has been disallowed. If, after allowing or
disallowing a claim, the personal representative changes his decision concerning the claim, he shall notify the claimant. The personal representative may not change a disallowance of a claim after the time for the claimant to file a petition for allowance or to commence a proceeding on the claim has run and the claim has been barred. Every claim which is disallowed in whole or in part by the personal representative is barred so far as not allowed unless the claimant files a petition for allowance in the court or commences a proceeding against the personal representative not later than thirty days after the mailing of the notice of disallowance of partial allowance if the notice warns the claimant of the impending bar. It is the responsibility of the personal representative to notify the claimant if a claim is disallowed."

ALSO SEE TITLE 62, ARTICLE 3, PART 8 (I.E., SECTIONS 62-3-801, ET SEQ.)

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STATE OF SOUTH CAROLINA **IN THE PROBATE COURT**
COUNTY OF AIKEN

IN THE MATTER OF: ESTATE OF JAMES BROWN
JAMES BROWN 2000 IRREVOCABLE TRUST
CASE NO. 207-ES-02-0056

PROOF OF DELIVERY

On the 17th day of July, 2009, I mailed a copy of the PROTECTIVE STATEMENT AND NOTICE OF CREDITOR'S CLAIM, in the above-captioned action by the following method (check appropriate box):

[x] personal delivery - where shown
[x] ordinary first class mail - where shown
[ ] certified mail - restricted delivery
[ ] registered mail

to the following persons at the addresses shown below:

NAME	ADDRESS
Russell L. Bauknight, C.P.A. BY MAIL	1517 Gervais Street P.O. Box 1330 Columbia, SC 29202
Robert L. Buchanan, Jr. Adele J. Pope BY HAND DELIVERY	c/o 212 Newberry St. NW Aiken, SC 29801

Signature: Pamela W. Wilson
Name: Pamela W. Wilson
Address: 212 Newberry Street NW
P.O. Box 463
Aiken, SC 29802-0463
Telephone(O): 803/649-2586

Sworn to before me this
17th day of July, 2009.

Pamela M. Swann (L.S.)
Notary Public for South Carolina
My Commission Expires: 6/19/19

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STATE OF SOUTH CAROLINA	)	IN THE COURT OF COMMON PLEAS
	)	Case No. 2013-CP-02-01337
COUNTY OF AIKEN	)	
	)	
Adele J. Pope,	)	
Plaintiff,	)	
	)	**RETURN TO MOTION OF DEFENDANTS**
v.	)	**FOR TRANSFER TO NON-JURY ROSTER**
Estate of James Brown and The James Brown 2000 Irrevocable Trust,	)	
	)	
Defendants.	)	
	)	

For each of the following reasons, Defendants' Motion to Transfer this 2013 Case to the Non-Jury Roster on the eve of trial should be denied:

1. Defendants' Motion is not timely;
2. Defendants have waived the right to demand a Non-jury trial;
3. The Motion is made in bad faith to cover up evidence of wrongful IRS and Court filings by Defendants which the Attorney General joined in or condoned.;
4. Plaintiff is entitled to a jury trial as to the $100 Million value of James Brown's assets and other issues of fact in this case.
5. Defendants' access to the Honorable Doyet A. Early, III (" Jg. Early") from June 13, 2013 to 2016 to the exclusion of Robert L. Buchanan, Jr. ("Buchanan") and Plaintiff would make depriving Plaintiff of a jury trial manifestly unjust.

This Return is based on the facts and authorities cited herein; the record of this case; the depositions of Plaintiff; Buchanan; Governor Henry McMaster; Attorney General Wilson; Solicitor Gen. Robert Cook; Former Chief Deputy John McIntosh; Sr. Assistant AG Sonny Jones; Assist. AG Mary Frances Jowers; R. B Alexander; William Sellars, Esq; James Hardin III, Esq; Steve Johnson, Esq; Opinion/ Affidavit of R.B. Alexander dated 8/7[sic]/17 [8/8/18]; the record in this case; the following Memorandum; and additional matter timely presented to the Court.

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Memorandum Confirming Propriety of Jury Trial

1. Defendants' Motion is Not Timely.

This case was commenced on June 10, 2013. It was required to be filed because on May 29, 2013, Defendant Estate, acting through Russell L. Bauknight ("Bauknight") , served Plaintiff with a Notice of Disallowance With Impending Bar (the "Disallowance") claiming that she was not entitled to any payment for her joint 2007 service as with Robert Buchanan, Jr. ("Buchanan") as SA; PR/Trustee in in their successful joint effort to prevent the Attorney General, Bauknight, Tomirae and others from dismembering entertainer James Brown's "I Feel Good" Charity and threatening its 900 copyrights.

Plaintiff timely sought a jury trial, and a Day Certain trial is scheduled for September 5, 2017 in Aiken. After the date was set, Defendants moved to transfer the matter to a the non-jury roster. The request to transfer this matter is not tmely.

2. Defendants Have Waived Their Right, if Any, to a Non-Jury Trial.

Under South Carolina Code Section 62-1-306 Plaintiff has a right to a jury in this case because it involves "issues of fact in an action for the recovery of money..." While there is no specific reference to what it takes to waive a right to protest a request for jury trial, such a waiver has taken place here.

The Court in its Order for Day Certain Trial specifically reiterated that the trial would be by jury. No motion was made to alter or amend the Day Certain Order. Even if Defendants had

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possessed a right to block Plaintiff's request for a jury trial, was waived, if not before, 11 days after the Day Certain Order.

3. The Motion is Made in Bad Faith to Cover Up Wrongful IRS and Court filings.

Misinformed by the Attorney General and others as to the damage it would cause James Brown's "I Feel Good" Charity, on May 26, 2009, Jg. Early approved a settlement brokered by Attorney General Henry McMaster, now Governor. Governor McMaster knew almost nothing about James Brown's estate plan, and had delegated the Attorney General's "protection" of the "I Feel Good" Charity to staff, principally Sr. Asst. Attorney General Sonny Jones.

From May 26, 2009 Jones, had 75% control of James Brown's assets with companion Tomirae. In addition, the Attorney General had the absolute right to remove and replace his trustee, Russell Bauknight, at will. Bauknight is Defendants' fiduciary in this case.

By December 2010 Bauknight, at the suggestion of Tomirae's advisor -- and as part of a scheme to damage Buchanan and Plaintiff --- had devalued James Brown's 900 copyrights to $23.7 Million; his Right of Publicity to zero; and other assets on Schedule F2 of Brown's estate tax return to zero. The $23.7 Million was then bundled (secretly) with a claimed $19 Million TIAA debt (a $3 Million overstatement). It all became part of a Philpott, Ball, Werner $4.7 Million "appraisal."

The "appraisal" arrived in September 2010, but Bauknight, the Attorney General and Tomirae decided to withhold the "appraisal" from the Appellate Court, which would issue the

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Wilson v. Dallas, decision for 8 months. Discussing this decision in December 2010, Defendants' counsel said:

> Nonetheless, I understand the importance of the appraisal and the significance of the value it places on Mr. Brown's estate. **Further, I believe it is critical to our appeal. Thus I propose that after the appraisal is accepted by the IRS for tax purposes (which I understand is very likely to occur),** we file an amended appraisement with the probate court attaching to it the appraisal as an exhibit. **After that time we will petition the Supreme Court to take judicial notice of the IRS's acceptance of the appraisal and appraisement to which it is an exhibit.**
>
> I believe this is the proper course of action for two reasons 1) It is consistent with the rules and 2) **It will highlight this important issue for the court at a time of our choosing after Pope and Buchanan have filed their reply brief.** [Email Wilkins, to Black, Kingsmore. Emphasis supplied]

Six minutes later, at 3:10 p.m. Defendants' lawyer David Black, Esq., sent the above email to Sr. Assistant Attorney General Sonny Jones, Assistant Attorney General Mary Frances Jowers and Tomirae's lawyer Medlin, saying of the Wilkins email:

> Please see attached. I have also reached the conclusion that this is the best strategy. We do not want to lose credibility with the Court...

Defendant Estate presented the $4.7 Million "appraisal" to the IRS and "corrected" the value of James Brown's assets from about $86 Million to about $6.5 Million. In addition, the Estate told the IRS that $2.8 Million was going to the new charity the Attorney General had created. This was false, because $2 Million of the $2.8 Million was going to Brown's grandchildren.

With the claim that Brown's Right of Publicity had no value and the intentional overstatement of Brown's debts and charitable deduction by $5 Million, the Estate got a "refund."

The **Report of Estate Tax Examination Changes**, page 12 of Exhibit 1, shows the following:

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Name of Person With Whom Findings Were Discussed
R. Bauknight; F. Kingsmore, J. R. Reames, III Esq. [Ex. 1, P. 11]

From May 2011 until TODAY, the claim of the Estate, Tomirae and the Attorney General would be that this ill-gotten "tax refund" proved that Buchanan and Plaintiff were greedy, incompetent and simply could not understand that the Attorney General helped the "I Feel Good" Charity by stipulating that Tomirae was Brown's spouse.

In March 2013 Plaintiff personally explained the false tax filing to Attorney General Alan Wilson, now-Solicitor General Cook and then-chief Deputy John McIntosh. She explained how the false IRS filings damaged Brown's "I Feel Good". She proposed a quiet way to correct the false filings which threatened to reduce annual charitable scholarship payouts to needy students by $3 Million or more.

In his January 31, 2017, deposition Bauknight continued to defend the $4.7 Million claimed value:

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Q. Now, am I correct that you valued Mr. Brown's intellectual property in filings with the IRS at less than 4.7 million as of his date of death?
A. It was -- well, number one, I did not value it. That was the investment banking firm of Philpott Ball and Werner that prepared the professional valuation of the IP of James Brown. I reported that value to the Internal Revenue Service...

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. . . To my knowledge, that's the only valuation that has been done on Mr. Brown's IP.
Q. Ever?
A. It's the only one I have seen. I have not seen the valuation that you listed on your so-called evidence of 84 million-dollar value, which I found no evidence listed here. It was a bunch of

9 statements made by you, but there was no
10 valuation, no appraisal as you listed on May 6th
11 -- May of 2006 is what it says here. No one
12 associated with the estate and trust or even
13 opposed to the estate and trust has a copy of an
14 appraisal done by Royal Bank of Scotland.

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15 **Q. Well, I'm really here to find out how you think**
16 **it's 4.7 million.**
17 A. Well, Ms. Pope, I can answer that for you. I went
18 out and hired a nationally known investment
19 banking firm. . .

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5 . . . It appears to me you simply grabbed a
6 number that made it look like you can make a lot
7 of money and retire on the Estate of James Brown.
8 And that was going to be your ticket to
9 retirement. And I used competent experts to come
10 up with this, as I should have, and the Internal
11 Revenue Service agreed with me. There was no
12 change, no change to my value -- the valuation
13 that I went out and hired a competent expert to do
14 for the estate and trust.
15 **Q. The valuation formula presented by Bob Buchanan**
16 **and Adele Pope to Judge Early was presented before**
17 **they were personal representatives; isn't that**
18 **correct?**
19 A. Are you suggesting that I'm supposed to know a
20 time here or a date? I'm not going to testify as
21 to dates when things occurred.
22 **Q. So you do not know when the valuation formula for**
23 **valuing James Brown's publicity rights and**
24 **copyrights was presented by Bob Buchanan and Adele**
25 **Pope to Judge Early?**

Page 67
1 A. I believe you listed in here something about Bob
2 and Adele propose to value royalties by formula of
3 12-and-a-half to 14 times royalties, plus one-half
4 annual gross royal -- road royalty revenues in
5 November of 2007, which I couldn't quite follow,
6 Ms. Pope, because gross road revenues implies to
7 me that you're talking about a live performance

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8 when the man is dead. And I have found in my
9 eight years of being associated with the estate
10 and trust no one other than you who seems to think
11 12-and-a-half to 14 times royalties plus one-half
12 annual gross road royalties represents the value
13 of IP.
14 **Q. Who have you consulted with about that formula?**
15 A. About your formula?
16 **Q. Yes.**
17 A. I hired a competent nationally known investment
18 banking firm who regularly, as part of their
19 day-to-day business, puts values -- professionally
20 done values, on assets. I didn't just consult
21 with them, I hired them to place a value on the
22 estate and trust's IP. They did that work and
23 they ultimately did not use your supposed formula,
24 which no one I've spoken with in the industry
25 would agree with.

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21 **Q. That wasn't my question. My question was: Were**
22 **you aware of Alan Medlin's suggesting to your**
23 **counsel that James Brown's publicity rights be**
24 **valued at zero?**
25 A. I may have been. I do not recall.

Only since Bauknight's deposition, followed by the deposition of Defendants' expert Roger Miller – also an expert for Attorney General and Tomirae – has the magnitude of Defendants' and Bauknight's devaluation scheme become clear. Since then Defendants have used every possible tactic to assure that Bauknight's devaluation scheme not come to light. This motion is one of them.

For six years Defendants and the Attorney General have liberally used both the media and the courts to assert that the $4.7 Million "appraisal" and the ill-gotten "refund" would debunk "factual assertions that Appellants [Buchanan and Pope] make to support their legal positions." With a straight face the Attorney General and Defendants told the Supreme Court:

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> The IRS Audit and Closing Letter show that the IRS rejected Appellants' contention that the settlement agreement will cause additional tax liability, but instead, that the Estate is owed a $10,000 federal tax refund due to Appellants' overpayment. {Exhibit 1, p. 4. Emphasis supplied.]

The IRS closing letter, which Estate expert Steve Johnson, Esquire, says probably means Bauknight had an examiner who didn't know what he was doing, has been converted by Defendants into a "rejection" by the IRS of the $84 Million value placed on the same assets by Buchanan and Pope. [Exhibit, p. 5]. The motive, Defendants claim, for the allegedly self-serving $84 Million is to get a $5 Million commission on a $5 Million estate.

With the January confirmation by Bauknight and March confirmation by Roger Miller of the actual facts – that the TIAA debt was overstated by $3 Million; the Charitable Deduction was overstated by $2 Million; and the 900 copyrights were understated by $20 - $35 Million or more --- Defendants no longer want a public forum.

Unless the Court, on Plaintiff's Motion for Partial Summary Judgment, finds, as is the case, that the only evidence in this case is that James Brown's music empire was conservatively valued at $84 Million when he died in 2006, and was worth a few million more when Buchanan and Appellant left office, a jury should decide this issue.

Defendants' $4.7 Million claim is clear evidence that Plaintiff is entitled to a trial by jury on the value of James Brown's assets, as well as other material facts.

To the extent any portion of this case is equitable, Defendants – by their unclean hands – would still not be entitled to the relief sought in the Motion.

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4. Plaintiff is Entitled to a Jury Trial Under the Probate Code.

Section 62-1-306 (2012) of the S. C. Probate Code is clear that Plaintiff is "entitled to a trial by jury in any proceeding involving an issue of fact in an action for recovery of money only...."

Plaintiff has a court-ordered right to money, including interest at the legal rate, for her SA service under Judge Early's January 8, 2008 Payments Order. Under that same Payment Order, Judge Early approved the contract Buchanan and Plaintiff made with Defendants to be paid on a time + costs basis, with interest at the legal rate. Depending on the conduct of the trial, the jury may be asked to render special verdicts on various issues.

5. Denial of a Jury Trial Would be Manifestly Unjust.

Within a day of the *Wilson v. Dallas* decision Attorney General Wilson's office was working to reinstate Bauknight.

On May 29, 2013 Tomirae's lawyer and Louis Levenson, Esquire, announced in open Court to Judge Early their intention to reinstate the Master settlement deal which dismembered James Brown's "I Feel Good" Charity. Tomirae, Levenson and Bauknight all asked Judge Early to ban Buchanan and Pope from James Brown proceedings in his Court.

By administrative orders dated June 13, 2013 – 3 days after this suit was filed – Judge Early did ban Buchanan and Pope from participating in any James Brown proceeding in his court, other than their own claim cases.

Within two months Tomirae, with the help of the Estate's agent Peter Afterman, had filed public filings trying to take a portion of the royalties from 93 of the "I Feel Good" Charity's

copyrights between 2015 and 2023. In 2015 she was paid $1 Million. Former Levenson clients were paid another Million.

In 2015, with no proffer of handwritten notes confirming Tomirae was married, living in Texas and thought she might be pregnant before meeting Brown and conducting a marital ceremony, Judge Early declared Tomirae to be Brown's spouse.

In 2015 Judge Early issued a Rule to Show Cause to a journalist who published Tomirae's long-public handwritten admissions that she was not Brown's spouse and begged him to marry her after he discovered she was married.

In 2015 Tomirae's son's GAL, and the GAL's lawyer (who has a contingency fee contract with Tomirae) were awarded about $700,000.00 in legal and GAL fees.

Still praised by the Attorney General in 2017, Bauknight confirms he has spent "millions and millions" of dollars on legal fees in Plaintiff's cases.

In the early years of this case, Defendants asserted they knew nothing about what was going on in the Wingate Suit, where Defendants, Tomirae, Levenson and Bell continue to seek to reinstate the McMaster Settlement.

In his deposition of August 2013 and appointment hearing in September 2013, Bauknight continued his false claims and vitriolic attacks on Buchanan and Pope, while he continued his alliance with lawyers seeking to dismember the "I Feel Good" Charity a second time and reap $20 Million in undeserved legal fees.

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Having heard this – and nothing from Buchanan and Pope --- in 2015 Judge Early issued a Status Report to the Supreme Court in 2015 that asserted Judge Early had never heard of the settlement Levenson and Tomirae had proposed in open court; that Bauknight was qualified and had done a fine job; and that Plaintiff was seeking a $5 Million commission. These incorrect statements served as the basis for the June 10, 2015 Orders which ended Plaintiff's 2-year *pro bono publico* effort as a private citizen to encourage the Attorney General to save The James Brown "I Feel Good" Charity from Tomirae, Levenson, Bell and his own Sr. Assistant.

In 2013 Judge Early praised Buchanan's service, all of which was joint with Plaintiff. He "double approved" it; and even left room for Buchanan to receive additional pay if the Wingate Suit is reopened to him. Unfortunately, Plaintiff was not afforded this same level playing field.

In 2013 – just a month after this case was filed – Nathan Crystal, Esq. delivered *ex parte* to the Court an "ethics" opinion which purportedly said that it was appropriate for Bauknight to now defend the estate plan he had been attacking for 4 years. Neither the Court nor Defendants will release this opinion.

In addition, Crystal issued "opinions" which highlighted what a good job Buchanan and Pope did in their early uncovering of the acts of Greenberg Traurig, Cannon and Dallas under the "October 18 letter." But Defendants and the Court have not allowed much of this work to demonstrate Plaintiff's entitlement in this case.

Bauknight's actions to help Tomirae and the Levenson Will/Trust contestants (who nominated him) have been so extensive that Tomirae's attorneys --- hoping to regain the $10 Million fee *Wilson* took from them – have claimed he should be "knighted."

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This consistent access to Defendants and Tomirae, and exclusion of Plaintiff, over three years has left the Court with mistaken impressions. A jury trial is necessary to help restore the level playing field.

Conclusion

Defendants' Motion to Transfer to the Non-Jury Roster should be summarily denied. It was not timely made, and is made to cover up recently- confirmed wrongdoing by Defendants in IRS and Court filings which they has previously blamed on Buchanan and Plaintiff.

Plaintiff is entitled to a jury trial on the factual issues in this case. Any right of Defendants to claim otherwise has been waived. Further, as Stated herein, a change to non-jury at this late date would violate Plaintiff's Due Process rights to a level playing field.

Respectfully submitted,

s/ Adele J. Pope

Adele J. Pope
Law Office of Adele J. Pope, PC
1228 Walnut Street
Newberry, South Carolina 29108
(803) 413-0753
Plaintiff, *pro se*

August 10, 2017

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S.C. Supreme Court

THE STATE OF SOUTH CAROLINA
In The Supreme Court

APPEAL FROM AIKEN COUNTY
Court of Common Pleas

Doyet A Early, III, Circuit Court Judge
Case No 2008-CP-2-1647

Alan Wilson, in his capacity as Attorney General of the State of South Carolina, Daryl J Brown, on behalf of his minor children, Lindsey B and Janise B , Deanna J Brown Thomas, on behalf of her minor child, Jason L , Yamma N Brown, on behalf of her minor children, Sydney L , Carrington L , and Tonya B , Vanisha Brown, Larry Brown, Tommie Rae Hynie Brown, and James B , through his Guardian ad Litem Respondents,

v

Albert H Dallas, Alfred A Bradley, and David G Cannon, Individually and as (purported) Trustees of the James Brown 2000 Irrevocable Trust, Adele J Pope and Robert L Buchanan, Jr , Personal Representatives of the Estate of James Brown and Trustees of the James Brown 2000 Irrevocable Trust, Terry Brown, Romunzo Brown, Forlando Brown, Cinnamon N M Paris, LaRhonda Petitt, Jeanette Mitchell, and Russell L Bauknight, as Special Administrator and Special Trustee for the Estate of James Brown and the James Brown 2000 Irrevocable Trust,

of whom Robert L Buchanan, Jr and Adele J Pope, as Personal Representatives of the Estate of James Brown and Trustees of the James Brown 2000 Irrevocable Trust are Appellants,

And Albert H Dallas, Alfred A Bradley, and David G Cannon, Individually and as (purported) Trustees of the James Brown 2000 Irrevocable Trust, Terry Brown, Romunzo Brown, Forlando Brown, Cinnamon N M Paris, LaRhonda Petitt, Jeanette Mitchell, and Russell L Bauknight, as Special Administrator and Special Trustee for the Estate of James Brown and the James Brown 2000 Irrevocable Trust are Respondents

In re The Estate of James Brown and The James Brown 2000 Irrevocable Trust u/a/d/ August 1, 2000

MOTION TO SUPPLEMENT THE RECORD PURSUANT TO RULE 212(b), SCACR, OR IN THE ALTERNATIVE, TO TAKE JUDICIAL NOTICE OF RECORDS FILED IN A RELATED PROCEEDING

TO THE HONORABLE CHIEF JUSTICE AND ASSOCIATE JUSTICES OF THE SOUTH CAROLINA SUPREME COURT

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Respondents respectfully request that this Court supplement the record of this appeal to include (1) Internal Revenue Service ("IRS") Federal Estate tax records that were received by Respondents after filing their initial brief on December 22, 2010, and that are related to the date of death valuation of the estate and the tax consequences of the settlement agreement and (2) the Supplemental Inventory and Appraisal of the James Brown Estate ("Estate") related to the date of death valuation and appraisal of assets for the Estate In the alternative, this Court may take judicial notice of these documents as they were filed in the probate court or issued by the IRS in related proceedings

FACTUAL BACKGROUND

This appeal presents a unique situation it concerns an ongoing estate and trust that are continuing to be administered in the normal course of estate and trust administration, and matters relating to their ongoing administration are relevant to this appeal Although the documents that Respondents seek to include in the record had not been prepared and were thus not available when the circuit court issued its May 26, 2009 Order approving the Settlement Agreement, the Supplemental Inventory and Appraisal should properly be considered in this appeal as it was filed as required by the South Carolina Probate Code in the ongoing probate proceeding, and the IRS tax records should properly be considered because they were created as a result of an independent IRS audit of the Estate

The Supplemental Inventory and Appraisal and IRS tax records refute factual assertions that the Appellants make to support their legal positions before this Court Because these documents provide *support* to the circuit court's decision to approve the settlement agreement, their inclusion in the record would neither undercut the circuit court's decision, nor hamper appellate review of it *Cf Queen's Grant II Horizontal Prop Regime v Greenwood Dev Corp*,

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368 S C 342, 373, 628 S E 2d 902, 919 (Ct App 2006) ("Issue preservation rules are designed to give the trial court a fair opportunity to rule on the issues, and thus provide [the Court] with a platform for meaningful appellate review ")

ANALYSIS

In their brief, Appellants argue (1) that the settlement will cause serious tax problems for the James Brown Estate and Trust (the "Estate and Trust"), and (2) without the aid of a professional appraisal, Appellants contend that the combined Estate and Trust are worth roughly $100 Million Specifically, Appellants make the following misleading representations to this Court

Tax Consequences

- On page seven (7) of their brief, Appellants state that "the settlement would cause the loss of the estate tax deduction, resulting in about 50% taxes and interest "
- On pages thirty-eight to thirty-nine (38–39), Appellants devote a section of their brief to argue that the settlement will cause serious tax problems They note that the "settling parties offered no evidence to refute the evidence of a likely tax disaster Instead, their counsel reassured the court that they were 'dedicated' to preventing it " *Id* at 39

Valuation

- On page five (5), footnote five (5), of their brief, despite never having obtained a professional appraisal, Appellants state that the late James Brown's assets have been valued at roughly $80–120 Million
- On page thirty-two (32) of their brief, Appellants note that the trust could be funded with $100 Million

See Final Brief of Appellants at pp 5, 7, 32, 38-39

Following the circuit court's approval of the Settlement Agreement and after Appellants entered their notice of appeal, Russell L Bauknight ("Mr Bauknight") engaged a nationally recognized firm to conduct the valuation and appraisal of the Estate and Trust This is the first

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Audit found that the marital deduction applied "[t]he marital deduction has been calculated in accordance with the Settlement Agreement dated August 10, 2008, as amended March 3, 2009" (Appendix R p 10) Respondents argued in their brief that this deduction would apply and that it favored a finding that the Settlement Agreement was *just and reasonable* Final Brief of Respondents, at 35-36 (The tax return previously filed by Appellants did not seek the marital deduction) Finally, as noted in the Closing Letter, the Settlement Agreement resulted in zero tax liability to the Estate (Appendix R pp 13-14)

The IRS Audit and Closing Letter show that the IRS rejected Appellants' contention that the settlement agreement will cause additional tax liability, but instead, that the Estate is owed a $10,000 federal tax refund due to Appellants' overpayment (R p 2760 (Estate Accounting filed by Appellants, first entry on the page "US Treasury – payment towards Estate Taxes $10,000"), (Appendix R p 7 ("The report, though not final, shows that the estate is entitled to a refund"), (Appendix R pp 12-15 (adopting audit, accepting return, and making final determination that no estate taxes are owed "0 00")) Additionally, these documents further underscore Respondents position that the Appellants are not professional fiduciaries and are ill-equipped to manage the Estate and Trust

The Supplemental Inventory and Appraisal, the IRS Audit, and the Closing Letter reveal that on the date of death, the James Brown Estate and Trust were actually valued at roughly $6 5 Million[2] Referring to the intellectual property—royalty interests, reversions rights, etc —the IRS Audit revealed that, "[v]aluation of these interests was corrected to fair market value based

[2] The Supplemental Inventory and Appraisal accounts for only probate assets, it does not include the home of the late James Brown that is valued at roughly $1 2 Million That is the case because at the date of his death, the Trust owned the home and trust assets are not considered probate assets (The Trust still owns the home) The date of death, gross estate value reported to the IRS included the home, as both probate and non-probate assets must be reported for tax return purposes Accordingly, the Estate and Trust were valued at roughly $6 5 Million (Appendix R p 10)

upon expert opinion and financial analysis"—that is, the independent professional appraisal authorized by Mr Bauknight, as audited and accepted by the IRS (Appendix R p 9) Consequently, the IRS rejected Appellants' prior inexpert notion that James Brown's royalty interests and reversion rights were worth approximately $84 Million dollars Accordingly, the date of death valuation of these taxable interests was corrected from $84 Million to $4 697 Million[3] (Appendix R p 9) This IRS finding, based upon its own independent review and valuation, directly and incontrovertibly refutes Appellants' contention that (1) the Settlement Agreement will cause the Estate to lose the charitable deduction, (2) that the Settlement Agreement creates additional tax liability, and (3) that on the date of death the Estate was worth $80-120 Million dollars Absent the inclusion of the Supplemental Inventory and Appraisal, the IRS Audit, and the Closing Letter, the Court is left with a factual and legally inaccurate probate and circuit court record

Although these documents were not presented (could not be presented) to the circuit court because they did not exist at that time, this Court should consider the evidence *See CSX Transp Inc v City of Garden City*, 235 F 3d 1325, 1330 (11th Cir 2000) (noting "the inherent equitable power to allow supplementation of the appellate record if it is in the interests of justice"), *see also In re AOV Indus Inc* , 797 F 2d 1004, 1012 (D C Cir 1986) ("Normally, of course, [courts] are not required to consider evidence presented for the first time on appeal [but] [i]t is within the discretion of the court , however, to make limited exceptions to this

[3] While this figure may appear low, it is the date-of-death value that controls for purposes of the Federal estate tax return and the probate inventory and appraisal Furthermore, this final figure accurately accounts for the debts of James Brown including the outstanding bond executed by Mr Brown during his lifetime whereby he exchanged the rights to his royalty stream for a lump sum payment of $26 Million Once the bond debt is retired, the royalty stream will flow to the Settlement Entity where it will be apportioned among the settling parties—which includes the charitable trust that will fund scholarships to needy children attending schools in South Carolina and Georgia

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rule when 'injustice might otherwise result'" (citing and quoting *Singleton v Wulff*, 428 U S 106, 121 (1976)) Here it would appear unjust for this Court to rely on Appellants' assertion that the Settlement Agreement will cause additional tax liability to the Estate when the IRS has clearly rejected that contention Accordingly, these documents are relevant to the current appeal, as they are official records of the Estate that contradict Appellants' misleading valuation and tax assertions contained within their brief

CONCLUSION

As the IRS has independently concluded, the Settlement Agreement does not create additional tax liability to the James Brown Estate In fact, the Settlement Agreement has reduced the tax liability to the James Brown Estate Due to the nature of the underlying proceedings, the ongoing probate record on which Appellants' base their appeal must be considered Absent a complete record, this Court does not have an accurate picture of the underlying probate proceeding As a result, Appellants may inequitably benefit through their own fiduciary inaction in failing to properly value the Estate and in turn claiming a right to receive a $5 Million dollar commission[4] based upon their prior unsubstantiated position that the Estate was worth $80-120 Million

Alternatively, Respondents would respectfully request that this Court take judicial notice of these records for they were filed in a lower court or issued by the IRS in a related proceeding *See Ins Comm n of S C v New S Life Ins Co*, 270 S C 612, 635–36, 244 S E 2d 289, 301 (1978) Furthermore, pursuant to Rule 208(b)(7), SCACR, because the IRS Audit and Closing Letter were received after Respondents filed their initial brief, it would appear appropriate for this Court to recognize the IRS records as supplemental authority to Respondents' brief

[4] Appellants are presently pursuing a $5 Million dollar fee petition against the Estate and Trust based upon their incorrect representation that the Estate and Trust was worth approximately $80-120 Million (R pp 2879 80)

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Respectfully submitted,

Alan Wilson
Attorney General, State of South Carolina
C Havird Jones, Jr
Senior Assistant Attorney General
Robert D Cook
Assistant Deputy Attorney General
J C Nicholson, III
Assistant Attorney General
Mary Frances Jowers
Assistant Attorney General
Office of the Attorney General
State of South Carolina 29211-1549
Post Office Box 11549
Columbia, South Carolina 29211-1549
(803) 734-3970

William W Wilkins
J David Black
Fred L Kingsmore, Jr
NEXSEN PRUET, LLC
55 East Camperdown Way (29601)
Post Office Drawer 10648
Greenville, South Carolina 29603-0648
(864) 370-2211
Attorneys for Respondent Russell L Bauknight as the Court-Appointed Trustee of the James Brown 2000 Irrevocable Trust and Personal Representative for the Estate of James Brown and as the Special Administrator and Special Trustee for the Estate of James Brown and the James Brown 2000 Irrevocable Trust

Motion denied

For the Court

July 7, 2011

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THE STATE OF SOUTH CAROLINA
In The Supreme Court

APPEAL FROM AIKEN COUNTY
Court of Common Pleas

Doyet A Early, III, Circuit Court Judge
Case No 2008-CP-2-1647

Alan Wilson, in his capacity as Attorney General of the State of South Carolina, Daryl J Brown, on behalf of his minor children, Lindsey B and Janise B , Deanna J Brown Thomas, on behalf of her minor child, Jason L , Yamma N Brown, on behalf of her minor children, Sydney L , Carrington L , and Tonya B , Vanisha Brown, Larry Brown, Tommie Rae Hynie Brown, and James B , through his Guardian ad Litem Respondents,

v

Albert H Dallas, Alfied A Bradley, and David G Cannon, Individually and as (purported) Trustees of the James Brown 2000 Irrevocable Trust, Adele J Pope and Robert L Buchanan, Jr , Personal Representatives of the Estate of James Brown and Trustees of the James Brown 2000 Irrevocable Trust, Terry Brown, Romunzo Brown, Forlando Brown, Cinnamon N M Paris, LaRhonda Petitt, Jeanette Mitchell, and Russell L Bauknight, as Special Administrator and Special Trustee for the Estate of James Brown and the James Brown 2000 Irrevocable Trust,

of whom Robert L Buchanan, Jr and Adele J Pope, as Personal Representatives of the Estate of James Brown and Trustees of the James Brown 2000 Irrevocable Trust are Appellants,

And Albert H Dallas, Alfred A Bradley, and David G Cannon, Individually and as (purported) Trustees of the James Brown 2000 Irrevocable Trust, Terry Brown, Romunzo Brown, Forlando Brown, Cinnamon N M Paris, LaRhonda Petitt, Jeanette Mitchell, and Russell L Bauknight, as Special Administrator and Special Trustee for the Estate of James Brown and the James Brown 2000 Irrevocable Trust are Respondents

In re The Estate of James Brown and The James Brown 2000 Irrevocable Trust u/a/d/ August 1, 2000

APPENDIX TO THE RECORD ON APPEAL

VOLUME 1 OF 1
(Pages 1-15)

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SCHEDULE F –Miscellaneous Personal Property – tangible personal property employment bonus or award interest in a partnership or unincorporated business articles of collections having either artistic or intrinsic value etc. (If none so state) (For jointly owned property with right of survivorship see Schedule E.)

Item No	Description	Value
1	Jewelry and Furs (reported as item 5 on originally filed Inventory and Appraisement)	114,529 00
2	Royalty interests, persons, images, likeness and other intangible rights, etc.	4 697 736 00
	Item 2 reported above is based on valuation accepted in final audit settlement with the Internal Revenue Service and encompasses items previously reported on originally filed Inventory and Appraisement as Items 1 2 3 4 and 6 of Schedule F as well as certain assets previously reported on Schedule G net of all related debt.	

TOTAL SCHEDULE F $ 4,812,265.00
(also enter under recapitulation, page 1)

NOTE FOR SCHEDULES G H AND I LIST VALUES ONLY IF PAYABLE TO ESTATE.

SCHEDULE G –Transfers During Decedent's Life – Transfers intended to take effect at death United States Government Bonds Payable on Death Trust created by Decedent in which income for life was retained power to revoke or other incidents of ownership retained life insurance transfers Lifetime transfers of real property in which decedent retains a life estate or other incidents of ownership

Did Decedent make any transfer during lifetime as described above? ☒ YES ☐ NO

If "yes please give date and type of transfer and list total amount payable to estate
(if more space is required insert additional sheet of same size)

Decedent created and funded a trust during his lifetime No trust assets are payable to the Estate and therefore are not reported here

TOTAL SCHEDULE G $ 0 00
(also enter under recapitulation, page 1)

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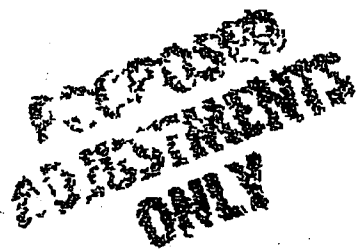
Form 886A (Rev 1/99)	Department of the Treasury Internal Revenue Service **Explanation of Items**	
Estate of James Brown	Social Security Number	Date of Death 12 25 2006

Schedule F, Other Miscellaneous Property

	Description	Shown on Return	As Corrected
2	Royalty Interests, Reversion Rights, etc	84 000,000	4,697 736
	Total of these items	84 000 000	4 697,736
	Shown on Return		84 000,000
	Change to schedule		<79 302 264>

Item 2 - Royalty Interests Reversion Rights Etc
Valuation of these interests was corrected to fair market value based upon expert opinion and financial analysis Adjustment is per section 2031 Internal Revenue Code



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Form 886A Rev 3/88	EXPLANATION OF ITEMS	SCHEDULE II O
NAME OF TAXPAYER	DRAFT	DATE OF DEATH 12/25/06
ESTATE OF James J Brown		

SCHEDULE O - CHARITABLE DEDUCTION	PER RETURN	CORRECTED
Item 1 - Bequest of Residuary to Charitable Trust, computed below	$83,369 981	$5 953 457
LESS Federal Estate Tax	In above	In above
LESS -State Death Taxes	In above	In above
SUBTOTAL	83,369,981	5,953,457
INCREASE/DECREASE TO AMOUNT SHOWN ON RETURN	(77,416,524)	xxxxx
	$5,953,457	$5 953,457

The charitable deduction has been calculated in accordance with the Settlement Agreement dated August 10, 2008, as amended March 3, 2009
Adjustment is per section 2055, Internal Revenue Code

COMPUTATION OF TRUST RESIDUE			
Gross Estate			$6 542 830
LESS Administrative Expenses, Schedule J		$525,000	
Debts, Sch K		$64 373	
Mortgages & Liens, Sch K		$0	
Marital Deduction, Schedule M		$0	
Federal Estate Taxes		$0	
State Death Taxes		$0	
		$589 373	($589,373)
Residuary Share Computation Amount	0		$5,953 457
Percentage to Charitable Trust			47 5000%
Computed Amount to Charitable Trust			$2,827,892

PROCESSED
DRAFT
12/23/2010

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Form 1273 (Rev 12/05)	Department of the Treasury Internal Revenue Service **Report of Estate Tax Examination Changes**		
Estate of James Brown		Social Security Number [redacted]	Date of Death 12 25 2006
Name of Person With Whom Findings Were Discussed R Bauknight, F Kingsmore, Jr , Esq , J Reames, III, Esq			Agreement Secured [x] Yes [ ] No
1	Tentative taxable estate shown on return or as previously adjusted		2,425 053
2	Increase <decrease> in tentative taxable estate		<428 263>
3a	Tentative taxable estate as corrected (line 1 plus (minus) line 2)		1 996 790
		Shown on Return	As Corrected
3b	State Death Tax Deduction	0	0
3c	Taxable estate as corrected (line 3a minus line 3b)	2,425 053	1 996 790
4	Adjusted Taxable Gifts	0	0
5	Total	2 425 053	1,996 790
6	Tentative Tax	976,324	779,356
7	Aggregate gift taxes payable (after Dec 31 1976)	0	0
8	Subtract line 7 from line 6	976 324	779,356
9	Unified Credit against estate tax	780 800	780 800
10	Adjustment to unified credit	0	0
11	Subtract line 10 from line 9	780,800	780,800
12	Subtract line 11 from line 8 (not less than zero)	195 524	0
13	Credit for State death taxes	0	0
	Tentatively allowed		
	Submit evidance by		
14	Subtract line 13 from line 12	195 524	0
15	Credit for Federal gift taxes on pre-1977 gifts	0	0
16	Credit for foreign death taxes (statutory)	0	0
17	Credit for tax on prior transfers	0	0
18	Credit for foreign death taxes (special treaty)	0	0
19	Total credits (add lines 15 16, 17 and 18)	0	0
20	Net estate tax payable	195,524	0
21	Generation skipping transfer taxes (Schedule R Part 2 line 12)	0	0
22	Section 4980A Increased estate taxes (Schedule S)	0	0
23	Total transfer taxes (add lines 20 21 and 22)	195 524	0
24	Total tranfer tax prevnously assessed		195,524
25	Total transfer tax - Increase <decrease> (difference between line 23 and line 24)		<195 524>
26	Penalties previously assessed		0
27	Penalties as corrected		0
28	Net Penalties Increase <decrease> (difference between line 26 and line 27)		0
29	Net tax and penalties payable Increase <decrease> (add line 25 and line 26)		<195,524>
Examiner's Signature (John Stewart)		Area SE S SP EG E.G7	Date 1 [illegible] 2011
Form 1273 (Rev 12/05)			Page 1

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SC Supreme Court

THE STATE OF SOUTH CAROLINA
IN THE Supreme COURT

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Court of Common Pleas

Doyet A Early, III, Circuit Court Judge
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v

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of whom Robert L Buchanan, Jr , and Adele J Pope, as Personal Repre-sentatives of the Estate of James Brown and Trustees of the James Brown 2000 Irrevocable Trust are, Appellants,

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In re The Estate of James Brown and The James Brown 2000 Irrevocable Trust u/a/d August 1, 2000

APPELLANTS' RETURN AND OPPOSITION TO RESPONDENTS' MOTION TO SUPPLEMENT THE RECORD

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Appellants oppose the motion of some of the respondents to supplement the record The proposed supplement is forbidden by Rule 210(c), SCACR,[1] since the proposed content not only was not presented to the lower court but did not exist when the matter was heard Additionally the proposed supplement contains material which is irrelevant to this appeal Moreover, this material should not be included in the record because it indicates a sensational revelation regarding the value of the assets of James Brown's Estate and 2000 Trust which has not been tested in any Court or supported by any sworn testimony Further, the assertions made in these materials regarding the value of James Brown's assets conflict with all evidence before Judge Early on May 26, 2009, which evidence was uncontradicted by anything these respondents had to offer the court at that pertinent time

Included in the material presented by the respondents for late inclusion in the Record is a proposed estate tax return adjustment issued by the IRS on December 23, 2010 Respondents served their initial brief and designation of matter one day earlier Obviously, the respondents had proffered to the IRS the purported valuation on which the adjustment is based but failed to propose its inclusion in the Record The IRS's final adjustment, also included in respondents' proposed supplement to the record, bears a date of January 27, 2011 This was several days before the appellants served their reply brief and more than two months before the completion of the record on appeal The respondents should not be allowed to sandbag these sensational

[1] "The Record shall not, however, include matter which was not presented to the lower court or tribunal" *See, e g , Norris v Ferre*, 315 S C 178, 432 S E 2d 491 (Ct App 1993)

assertions until after the final briefs and Record on Appeal have been filed

The moving respondents assert that a closing letter obtained by respondent Bauknight based on a still-undisclosed 2010 appraisal will show that the value of Brown's assets was previously overstated by a factor of roughly fifteen [2]

They suggest that respondent Bauknight's inventory filed on May 4, 2011 — four years and four months after Mr Brown's death — will prove that all of the decedent's former fiduciaries and many others who valued Brown's music empire at $84,000,000 or more were overstating its value by roughly fifteen times [Proposed Appendix, p 9]

They assert that an IRS closing letter based on respondent Bauknight's appraisal and representations, none of which has been aired in any court prove that the assets in Brown's estate and the James Brown 2000 Irrevocable Trust are worth only about $6 5 million

They suggest that these documents will refute the formerly undisputed record which shows the settlement approved by the circuit court will transfer roughly fifty million dollars from Mr Brown's intended beneficiaries to persons he intentionally disinherited from his music empire [3]

They suggest that the new documents will render meaningless respondent Terry

---

[2] An IRS closing letter states only that it is evidence that the Federal Estate Tax Return, either as filed or after adjustment, has been accepted, and that the case will not be reopened or examined unless you notify us of changes to the return or there is (1) evidence of fraud, malfeasance, collusion concealment or misrepresentation of a material fact, (2) a clearly defined substantial error based upon established Internal Revenue Service position, or (3) a serious administrative error (See Revenue Procedure 2005-32, 2005-1 Cumulative Bulletin 1206) " [Proposed Appendix pp 13–14]

[3] See for example, R pp 2109, 2110, 2135, 2136, 2575, 2629 n 1, 2633, and 2634

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Brown's own offers along with others, to purchase the Brown assets for $92– $102 million [4] [R pp 487, 492]

They ask this Court to accept a still-undisclosed appraisal never presented to or tested in any court, and its product — the closing letter — as proof that fiduciaries family members, investors and advisors have all been wrong for four years about the value of the Brown assets, and that the following assets are worth less than $5 million

1 Brown's Publicity Rights (Image/Persona),

2 Browns' royalties related to more than 800 published and unpublished songs,

3 Brown's 51% interest in Geronimo, LLC, and in other publishers of his songs,

4 Brown's $12+ million claim against Albert Dallas, David Cannon and others for misappropriations between 1999 and 2007 [Proposed Appendix, pp 4, 9, R pp 2137, 2624, 2637]

They suggest that these documents will negate the more than one hundred references in the record which support the following facts about Brown's assets and income

1 Brown's music has been valued at between $80 million and $150 million

[4] The moving respondents include Terry Brown, who has a first right of refusal to purchase James Brown's assets Respondent Brown asks the Court to supplement the record with documents which he asserts will prove that James Brown's worldwide music empire was worth $4,679,738 at his death [Respondents' Proposed Appendix, p 9] Terry Brown was a joint venturer in two of the three offers made by the Cox investor group and TJBL LLC Terry is represented by Atlanta law firm Powell Goldstein (now Bryan Cave) which, since Brown s death, has represented Dallas, Cannon, Forlando, TJBL, and Terry [R p 262] In one of the extraordinary twists and turns of the James Brown cases David Bell, Esquire, a Georgia lawyer, actively participated in this case at the trial level without being admitted *pro hac vice*, simultaneously representing Forlando — who values the assets at $150 million — and Terry, who now asserts they were only worth $6 5 million

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by Brown's fiduciaries, family members, experts and investors [5]

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[5]

a In June 2007, and again in November 2007 under oath, branding expert Dr Terry Cox set the value of the James Brown assets at between $86 million and $110 million He broke those down into

Image/Likeness	$40 million – $50 million
Music Catalogue	$36 million – $ 45 million (Industry standard is 12–15 times annual revenue)
Property	$10 million – $15 million
TOTAL	$86 million – $110 million [R p 466]

b In October 2007, Dr Cox was part of the investment entity to be formed (later TJBL, LLC) which made a $90 million – $100 million offer to former PR/Trustees Dallas and Bradley to purchase the Brown assets

c On November 15, 2007, former PRs Dallas and Bradley, represented by Stan Jackson, a business professor, filed their Inventory and Appraisement, setting the value of Brown's assets at $85,663,562 99 [R p 2672]

d In November 2007, appellants moved the circuit court to approve the valuation of Brown's royalties [Music Catalogue] on the estate tax return under a formula based on about twelve times annual royalties of about $3 million

e On November 20, 2007, Judge Early asked AG McMaster and others to present any objection to the proposed royalty valuation method [Tr Hg 11/15–20/07, pp 307–08] No objection was made

f On November 20, 2007, Dr Cox testified about his $100 million offer No question was made about its *bona fides* The only objection raised was the investors' perceived willingness to give Cannon and Dallas the options or 'kickback" they were demanding Dr Cox testified that the valuation of royalties was easy, and based on a multiple of earnings [R pp 2038–40]

g In February and March 2008, Cox/Terry made additional offers [R pp 484, 487, 2176]

See also, for example, R pp 1414, 1417, 1420 1424 1458, 1759, 2147, 2176, 2672, and 2502

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2 Brown earned about $8 million per year for the 3 years before he died [6]

3 Three proposals to purchase Brown's assets for $90 – $102 million meet the IRS definition of "fair market value' as what a willing buyer would pay a willing seller, neither under compulsion to buy or sell, and both with knowledge of relevant facts

Had the respondents disclosed the appraisal when they received it, appellants would have had the opportunity to discuss the valuation in their briefs They could have argued that respondent Bauknight's actions, coupled with respondent Terry Brown's right to purchase the Brown assets, threaten to reduce the "I Feel Good" Trust from the $80 million Brown set aside for needy and deserving students to less than $1 million, as follows

a	To Brown's disinherited companion (18 96%)	$1 128 775
b	To children and claimed children Brown specifically excluded from his music empire (4 79% x 7)	$2,000,390
c	To the Family Education Trust, as rewritten by AG McMaster	$2,000,000
d	To The James Brown "I Feel Good" private foundation (47 5% LESS $2 Million) [Proposed Appendix, p 10, R pp 2364, 2390]	$827,292[7]

Moving Respondents Failed Timely to Produce the Documents

In August 2010 certain respondents notified the Court that respondent Bauknight

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[6] From 2003 to 2006, Brown earned $18 million in revenues from his road shows and about $3 million per year in royalties from his more than 800 published and unpublished songs [R p 141]

[7] These documents reveal that the IRS allowed a charitable deduction of $2,827,292, but do not reveal whether respondent Bauknight disclosed that $2 million of that 47 5% is paid from the 'I Feel Good" Trust to the private, non-charitable education Trust

had reviewed a draft appraisal which would demonstrate that the James Brown assets were worth less than $12 million at his death These respondents stated that the final appraisal was expected within a few weeks The appraisal to which respondents alluded in August 2010 has never been disclosed

Over the next three months final briefs were filed and the record assembled, including a supplemental record requested by respondents. Respondents made no reference to the 2010 appraisal, the December IRS adjustment proposal, or the January 2011 closing letter as pertinent to the record [8]

On May 3, 2011 — one day after the final briefs were filed — respondent Bauknight prepared a sworn inventory, to be filed in the Probate Court for Aiken County, asserting that Brown's royalty interests, persona, image, likeness, and other intangibles, etc , were worth only $4,697,736 60 [Proposed Appendix, p 4]

This information is not new, it proves none of the assertions contained in the motion to supplement the Record, and it is prejudicial in that it seeks to deprive

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[8] Respondents, with the under-$5 million appraisal of Brown's music empire in hand for three months or more, failed in their initial brief filed December 22, 2010, to challenge appellants' assertion that it appeared Brown had created possibly South Carolina's largest individual private foundation dedicated solely to educating the needy, or the accompanying footnote 5, which stated

> The Estate/Trust's original tax counsel valued James Brown's assets at $80 – $120 million, with at least $20 million already in the 2000 Trust [E-mail from Hammond to Jones, dtd 11/27/07] On June 15, 2008 Atlanta investor and branding executive Dr Terry Cox estimated the total value at about $100 million, with $40 – $50 million assigned to publicity rights (image/likeness) and $36 – $45 million to royalties for Brown's more than 800 published and unpublished songs [R pp 462-70]

Appellants' Brief, p 5 n 5

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appellants of the opportunity to explore the origin, procurement, accuracy, and effect of this shocking valuation

If subsequent valuation information is required, the case should be remanded

The previously undisputed record on appeal shows that the value of Brown's assets is between $80 and $150 million

Should the Court decide that consideration of this appeal requires evidence outside the record before the circuit court, appellants respectfully request that the matter be remanded to the circuit court for a full evidentiary determination of the value of the James Brown assets and the impact thereof upon the proposed settlement

Respectfully submitted,

James B Richardson, Jr
1229 Lincoln Street
Columbia, South Carolina 29201
(803) 799-9412

Tressa T H Hayes
Post Office Box 7346
Asheville, North Carolina 28802
(803) 603-8583

by James B. Richardson, Jr.
Attorneys for Appellants

May 26, 2011

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THE STATE OF SOUTH CAROLINA
In The Supreme Court

APPEAL FROM AIKEN COUNTY
Court of Common Pleas

Doyet A Early, III, Circuit Court Judge
Case No 2008-CP-2-1647

Alan Wilson, in his capacity as Attorney General of the State of South Carolina, Daryl J Brown, on behalf of his minor children, Lindsey B and Janise B , Deanna J Brown Thomas, on behalf of her minor child, Jason L , Yamma N Brown, on behalf of her minor children, Sydney L , Carrington L , and Tonya B , Vanisha Brown, Larry Brown, Tommie Rae Hynie Brown, and James B , through his Guardian ad Litem Respondents,

v

Albert H Dallas, Alfred A Bradley, and David G Cannon, Individually and as (purported) Trustees of the James Brown 2000 Irrevocable Trust, Adele J Pope and Robert L Buchanan, Jr , Personal Representatives of the Estate of James Brown and Trustees of the James Brown 2000 Irrevocable Trust, Terry Brown, Romunzo Brown, Forlando Brown, Cinnamon N M Paris, LaRhonda Petitt, Jeanette Mitchell, and Russell L Bauknight, as Special Administrator and Special Trustee for the Estate of James Brown and the James Brown 2000 Irrevocable Trust,

of whom Robert L Buchanan, Jr and Adele J Pope, as Personal Representatives of the Estate of James Brown and Trustees of the James Brown 2000 Irrevocable Trust are Appellants,

And Albert H Dallas, Alfred A Bradley, and David G Cannon, Individually and as (purported) Trustees of the James Brown 2000 Irrevocable Trust, Terry Brown, Romunzo Brown, Forlando Brown, Cinnamon N M Paris, LaRhonda Petitt, Jeanette Mitchell, and Russell L Bauknight, as Special Administrator and Special Trustee for the Estate of James Brown and the James Brown 2000 Irrevocable Trust are Respondents

In re The Estate of James Brown and The James Brown 2000 Irrevocable Trust u/a/d/ August 1, 2000

RESPONDENTS' REPLY TO THE MOTION TO SUPPLEMENT THE RECORD

Respondents respectfully submit the following Reply to the Appellants' Return in Opposition to the Motion to Supplement the Record Appellants oppose Respondents' Motion to

Supplement the Record arguing that the documents Respondents seek to include in the record are neither relevant nor reliable For the reasons stated below, they are incorrect in both respects

In their Return, Appellants took the opportunity to make arguments that are not relevant to the issue presented by Respondents' Motion Those arguments are countered in this Return so that the record in this appeal is complete and correct

I

RELEVANCE OF IRS RECORDS

Appellants contend that "the proposed supplement contains material which is irrelevant to this appeal" (Appellants' Return, at 2) They make this assertion even though they argue in their final brief that the Settlement Agreement is not just and reasonable, as contemplated by S C Code Ann § 62-3-1102, because it would create "disastrous" and "catastrophic" tax consequences for the Estate (Final Brief of Appellants, at 38-39) The IRS records tell a different story[1], they show that the Settlement Agreement does not negatively impact the Estate In fact, the IRS tax records reveal that the Settlement Agreement benefited the Estate in that it no longer owes any federal estate taxes Moreover, the IRS records show that the Estate's charitable deduction was not impacted by the Settlement Agreement and further, that the Estate was able to favorably utilize the marital deduction because of the Settlement Agreement All of this reveals that Appellants' assertions in their brief regarding the alleged negative tax consequences that would flow from the Settlement Agreement are patently incorrect These official IRS documents are relevant to the current appeal, as they are records of the Estate that contradict Appellants' misleading valuation and tax assertions contained within their brief

[1] Appellants assert they were "sandbag[ged] with these documents, and suggest that if they had received the information they could have included it in their brief The IRS mailed its closing letter to Appellants on January 27, 2011 (they received a copy because they filed the initial tax return) (Appendix R pp 13 14) Respondents received the closing letter on January 31, 2011 Appellants mailed their reply brief on February 1 2011 (it was signed on February 2) Appellants chose not to respond Regardless, they have used their Return to respond

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RELIABILITY OF IRS RECORDS

Appellants challenge the reliability of the appraisal upon which the tax records were based, stating that it has not been "tested in any court" (Appellants Return, at 4) Appellants intimate that the appraisal is not legitimate This intimation, however, rests upon two false premises (1) that the IRS would accept an illegitimate appraisal that reduced the tax liability of the Estate, and (2) that the negotiation of tax liability with the IRS is not an adversarial proceeding The IRS has accepted the date of death valuation of the assets, it has the final word in this matter

The Court should supplement the record on appeal to include the IRS tax records, and the Supplemental Inventory and Appraisement These documents were generated in the ongoing course of the Estate administration They speak directly to Appellants' argument that the Settlement Agreement was not just and reasonable In the alternative, the Court may take judicial notice of these documents as they were filed in a related proceeding

II

The Respondents moved to supplement the record on appeal, in part, to clarify that the asset valuation figures tossed around by the Appellants were not based upon a due diligence analysis of the assets—such as an appraisal, for example In their Return, Appellants do not dispute that they never conducted an appraisal but instead seek to convince this Court that their asset valuation was credible While asset valuation has little if any bearing upon the question presented in this appeal—whether the Settlement Agreement was just and reasonable pursuant to S C Code Ann § 62-3-1102—the remainder of Respondents' Reply will nevertheless address Appellants' irrelevant valuation argument in order to set the record straight

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VALUATION OF THE ASSETS

Appellants argue that "the assertion made in these materials regarding the value of James Brown's assets conflict with all evidence before [the circuit court] on May 26, 2009" (Appellants Return, at 2) This line of argument leads the reader to believe that asset valuation was a central feature of the circuit court's decision to approve the Settlement Agreement It was not

Not once did the circuit court order approving the Settlement Agreement address asset valuation (R pp 9-53) Rather, the circuit court was interested in the percent allocation of the assets[2] among the parties to determine whether the allocation was just and reasonable—which the circuit court concluded it was (R pp 22-23, 43-45) Appellants' myopic focus on asset valuation can only be explained, then, by one fact their nearly $5 Million personal representative fee petition (R pp 2879-80) If the valuation of the assets asserted by the Appellants falls, then their fee petition and credibility falls with it As explained below, the valuation asserted by the Appellants is based upon pure speculation and unsupported by their own citations to the record

DATE OF DEATH VALUATION

Appellants never acknowledge the distinction between the date of death value of the assets and the unencumbered value of the assets This distinction is critical The Internal Revenue Code requires that the executor of a decedent's estate determine the value, at the time of the decedent's death, of all of his assets wherever situated This valuation, which is commonly known as the date of death value or estate tax value, is a snap-shot value of the decedent's assets as of the date of death, it is determined by taking into account all factors that impact the value of the decedent's assets, including, but not limited to, transfer restrictions, debt,

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[2] Pursuant to the Settlement Agreement each settling party owns a percent interest in the Settlement Entity that holds and manages all of the late James Brown's assets (R pp 22-23 (order approving settlement agreement))

illiquidity, income amounts, and current market conditions

The date of death value should not be considered a static value, as the assets could increase or decrease in value with the passage of time, changing market conditions, the marketing of the assets, and many other factors, including as in this case, paying off the $26 Million loan given to James Brown during his lifetime in exchange for his royalty stream Accordingly, Appellants claim that the charitable trust will receive less than $1 Million is grossly misleading (Appellants Return, at 6) Over the past two years, under Russell Bauknight's watch, the current value of the Estate and Trust has increased significantly The charitable trust will not be funded by a sale of the assets based upon their date of death value, because no such sale will take place The vast majority of monies that will flow to the charitable trust will come from the revenue stream generated by the intellectual property assets, and that revenue stream will last until the assets have no commercial value

The charitable trust will receive roughly half of the income that can be generated by the trustee and individuals he hires to market the assets in perpetuity Make no mistake, James Brown created a lasting legacy to the education of underprivileged children and young adults attending schools in South Carolina and Georgia And that lasting legacy will endure

NO ONE EVER MADE AN OFFER

In an attempt to defend their valuation of the assets, Appellants state that "offers" (in the contract law meaning of that term) were made to them for the purchase of the assets Their argument is that any offer made by a willing buyer in the open market is strong evidence for what an asset is worth because no buyer would make an offer to purchase an asset unless he had previously evaluated its worth—that is, having already conducted his own due diligence The argument is inapplicable here, however, because no one ever made an offer To be clear, from the date of James Brown's death until Russell Bauknight was appointed PR/Trustee no one

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(note entry of "receipts," *e g* , 8/25/08 $463,326 12)) Accordingly, the actual fair market value of the iconic property turned out to be roughly 25% of what Cox stated in his letter of intent Cox's overvaluation by a factor of four undermines any reliance on the estimates he placed in his letters of intent Appellants' insistence that these letters represent the proper valuation is simply not credible

Appellants finally contend that "[t]hree proposals to purchase Brown's assets for $90-$102 Million meet the IRS definition of 'fair market value' as what a willing buyer would pay a willing seller, neither under compulsion to buy or sell, and both with knowledge of relevant facts" (Appellants Return, at 6 (emphasis added)) In their brief, appellants do not cite examples of the three proposals But it is safe to say that their reference to $90-$102 Million is a reference to the "offers" discussed above And as noted above, those purported offers expressly required a due diligence review of the assets—that is, due diligence to gain "knowledge of relevant facts"—and therefore do not qualify under Appellants own definition of "fair market value" The bottom line is that no one ever conducted any due diligence to determine the value of the assets

At the date of James Brown's death, the intellectual property assets of his Estate were worth roughly $4 7 Million As noted, this figure accounted for the huge debt burden Once the debt is repaid, the royalty stream from James Brown's intellectual property will begin to fund the education of underprivileged children and young adults all over South Carolina and Georgia

III

CONCLUSION

The proposed supplement to the record on appeal contains relevant information that will help this Court determine that the circuit court approved Settlement Agreement comports with S C Code Ann § 62-3-1102 Appellants' opposition to the supplement is simply an attempt to

appear credible regarding their fee petition The basis for their valuation argument has been shown to be groundless The documents addressing the positive tax consequences from the Settlement Agreement and the date of death valuation should be considered by this Court

Respectfully submitted,

Alan Wilson
Attorney General, State of South Carolina
C Havird Jones, Jr
Senior Assistant Attorney General
Robert D Cook
Assistant Deputy Attorney General
J C Nicholson, III
Assistant Attorney General
Mary Frances Jowers
Assistant Attorney General
Office of the Attorney General
State of South Carolina 29211-1549
Post Office Box 11549
Columbia, South Carolina 29211-1549
(803) 734-3970

William W Wilkins
J David Black
Fred L Kingsmore, Jr
NEXSEN PRUET, LLC
55 East Camperdown Way (29601)
Post Office Drawer 10648
Greenville, South Carolina 29603-0648
(864) 370-2211
Attorneys for Respondent Russell L Bauknight as the Court-Appointed Trustee of the James Brown 2000 Irrevocable Trust and Personal Representative for the Estate of James Brown and as the Special Administrator and Special Trustee

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THE STATE OF SOUTH CAROLINA
In The Supreme Court

APPEAL FROM AIKEN COUNTY
Court of Common Pleas

Doyet A. Early, III, Circuit Court Judge

Case No. 2008-CP-02-1647

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S.C. Supreme Court

Alan Wilson, in his capacity as Attorney General of the State of South Carolina; Daryl J. Brown, on behalf of his minor children, Lindsey B. and Janise B.; Deanna J. Brown Thomas, on behalf of her minor child, Jason L.; Yamma N. Brown, on behalf of her minor children, Sydney L., Carrington L., and Tonya B.; Vanisha Brown; Larry Brown; Tommie Rae Hynie Brown; and James B., through his Guardian ad Litem.....Respondents,

v.

Albert H. Dallas, Alfred A. Bradley, and David G. Cannon, Individually and as (purported) Trustees of the James Brown 2000 Irrevocable Trust; Adele J. Pope and Robert L. Buchanan, Jr., Personal Representatives of the Estate of James Brown and Trustees of the James Brown 2000 Irrevocable Trust; Terry Brown; Romunzo Brown; Forlando Brown; Cinnamon N.M. Paris; LaRhonda Petitt; Jeanette Mitchell; and Russell L. Bauknight, as Special Administrator and Special Trustee for The Estate of James Brown and the James Brown 2000 Irrevocable Trust, Defendants

of whom Robert L. Buchanan, Jr., and Adele J. Pope, as Personal Representatives of the Estate of James Brown and Trustees of the James Brown 2000 Irrevocable Trust are.....Appellants,

and Albert H. Dallas, Alfred A. Bradley, and David G. Cannon, Individually and as (purported) Trustees of the James Brown 2000 Irrevocable Trust; Terry Brown; Romunzo Brown; Forlando Brown; Cinnamon N.M. Paris; LaRhonda Petitt; Jeanette Mitchell; and Russell L. Bauknight, as Special Administrator and Special Trustee for The Estate of James Brown and The James Brown 2000 Irrevocable Trust are.....Respondents.

In re: The Estate of James Brown and The James Brown 2000 Irrevocable Trust u/a/d August 1, 2000

PETITION OF RESPONDENT JAMES B. FOR REHEARING

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On February 27, 2013, this Court issued its Opinion reversing and remanding the circuit court order approving an agreement settling litigation concerning the estate of the singer and entertainer James Brown, and affirming the circuit court order removing Appellants as personal representatives and trustees. Wilson v. Dallas, Op. No. 27227 (S.C.Sup.Ct. filed Feb. 27, 2013) (Davis Adv.Sh. No. 10 at 14). Pursuant to Rule 221(a), SCACR, Respondent James B., surviving son of James Brown, by and through his Guardian *ad Litem*, respectfully requests a rehearing of the Court's decision reversing approval of the settlement. James B. respectfully submits that a rehearing is warranted for the following reasons.

1. **The Court overlooked or misapprehended the value of the federal copyright termination rights contributed to the settlement by the family members, leaving the trust and estate relatively valueless.**

The copyright termination rights constitute the most substantial part of the value of the James Brown assets. Federal copyright law provides that the statutory heirs per stirpes (the "Statutory Heirs") of James Brown own these termination rights.[1] These

[1] Under the Copyright Act of 1976, 17 U.S.C. § 304(c), the heirs of a deceased author may terminate the pre-1978 grant or transfer of license of copyright, thereby entitling them to ownership of the copyright for the statutory term going forward. The Ninth Circuit has explained that § 304(c)

> allows an author, if he is living, or his widow and children, if he is not, to recapture, for the Extended Renewal Term, the rights that had previously been transferred to third parties. The rights thus revert to the author or his statutory heirs. The termination of transfer right, as applied to the widow and children, is limited to transfers executed before January 1, 1978. See id. § 304(c). The termination of transfer may be effected only during a five year window beginning at the end of what would have been the copyright's original and renewal terms (the end of 56 years from the date the copyright was originally secured), or beginning on January 1, 1978, whichever is later. Id. § 304(c)(3).

Classic Media, Inc. v. Mewborn, 532 F.3d 978, 983 (9th Cir. 2008).

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Once Bauknight took office, he did what his predecessors did not do and determined the royalty rights of James Brown, including the termination dates. Unlike his predecessors, he obtained a professional appraisal by a nationally renowned appraiser, which was reviewed during an estate tax return audit by the IRS royalties experts and confirmed. Respondents attempted to present this information to the Court via a Motion to Supplement the Record under Rule 212, SCACR, filed May 6, 2011, but the Court denied it. This information was also included as Exhibit O to Respondent's Motion to Dismiss or Stay Appeal, or for Extension of Time to File Respondents' Initial Brief, which pertains to Appellant Pope's appeal of the lower court's denial of her motion to lift certain protective orders, and which was filed with the Court of Appeals September 13, 2012, and later transferred to the Supreme Court. Despite the denial of the Rule 212 motion, it appears the Court availed itself of that information because the opinion refers to it in footnote 29. The IRS conducted an extensive audit and confirmed the professional appraiser's valuation. Despite Appellants' claims that Bauknight and all the settling parties, including the Attorney General, conspired to egregiously undervalue the estate so that Terry Brown, through his right of first refusal, could run off with the estate,[3] the truth is in the IRS' confirmation: The IRS would have effectively given away tens of millions of dollars in taxes by accepting the professional appraiser's valuation if the estate value were indeed $86 million as Appellants represented when they filed the federal estate tax return. (R. p. 1616).

[3] That conspiracy theory fails to focus on the fact that Terry Brown has only a right of first refusal, (R. p. 2106-07), and not an option to purchase the estate, nor does it explain why the settling parties, including the Attorney General on behalf of the charitable interest, would willingly give away tens of millions of dollars to Terry Brown.

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Effectively, the appraisal confirmed by the IRS on audit, which is for the date of death value, shows the royalty stream belonging to the estate worth approximately $4.7 million, which is the fair market value of the royalty stream less outstanding associated debt of approximately $19 million arising from bonds secured by the royalty stream. Thus, without the bond debt, the date of death value of the royalty stream to the estate would be approximately $24 million, a valuation derived from taking the royalty stream up to the termination dates and discounted back to date of death for present value purposes. Seen in this light, the $4.7 million date of death valuation for the royalty stream, as confirmed by the IRS, does not seem as counterintuitive as it otherwise might to a layman guessing what the value of the estate might be. Moreover, neither Appellants nor their expert witness on estate tax issues understood that the royalty stream following the termination rights dates, until the end of the copyright period, belongs to the Statutory Heirs, not the estate or any trust. (R. p. 1444-46, 1449-53, 1915-16). Appellant Pope wrongly testified that the termination rights belonged to the estate. (R. p. 1449-53). If one added the value of the royalty stream belonging to the statutory heirs after the termination dates to the value of the royalty stream belonging to the estate or any trust before the termination dates, the overall value of the entire royalty stream would be much greater than the date of death value of the estate's interest.

Respondent James B. asserts that the value of the termination rights is a critical factor in the determination of whether any charitable intent by James Brown will be recognized. As noted above, the settling parties did not have, and could not have obtained, this information because all of the pre-Bauknight fiduciaries failed to obtain the necessary information at the time of the filing of the appellate briefs. Footnote 29 of the

bounty: coerce the testator into creating an apparent charitable trust that includes the mechanism for the undue influencer to pillage from the trust. Someone has to represent the charitable interests in such a case. That has to be the Attorney General.[7]

The opinion eviscerates the historical power of the Attorney General to protect charities. If the Attorney General can intervene in a case to protect the charitable interests, when the fiduciaries are not protecting the charitable interests, then the Attorney General has to have the power to settle that dispute. Otherwise, the Attorney General would be in the absurd position of having to take a case all the way through the appellate process even when a settlement would benefit the charity and going through trial and the appellate process would bankrupt the estate, as may be the case here.

Respectfully submitted,

A. Peter Shahid, Jr.
Shahid Law Office, LLC
89 Broad Street
Charleston, SC 29401
(843) 853-4500
Attorney for Stephen M. Slotchiver,
Guardian *ad Litem* for Respondent James B.

March 14, 2013
Charleston, South Carolina

[7] Nor does the boilerplate power to compromise in the document (and under applicable SCPC statutes) obviate the need for the Attorney General to represent charitable interests. This power to compromise is for the fiduciary to deal with creditors' claims, and is not intended as a shield to protect the fiduciaries from claims of undue influence and malfeasance when there is a charitable interest. Once again, this would create a fox guarding the henhouse situation.

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Chart 10

Bob's & Adele's Correct $84 Million Value for James Brown Assets

I. Evidence of $84 Million Value Before Bob & Adele Named.

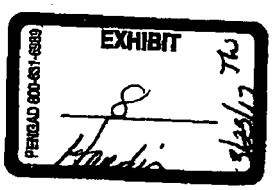
2003 -2006	Brown earns $18 Million between 2003 and 2006 in Road shows (Morris)
2000 - 2007	Brown earns $3 million a year in royalties from copyrights.
May 2006	Royal Bank of Scotland Appraisal puts major copyrights at $42 Million.
At Death	Brown has claim against Cannon for $12+ Million taken since 1999.
At Death	Movie Deal option pending & paying Brown each year, $750K total.
At Death	Brown has claim against Morgan Stanley for Cannon $10 MM takings.
At Death	Brown has claim against Katz/GT re: Oct. 18 Ltr., RBS deal, etc.
Early 2007	Jg. Walter Williams discusses $250 Million value of James Brown assets with investors & Jg. Bradley, who has knowledge of Brown holdings.
Jan. 2007	Cannon/Dallas offer Yamma & Deanna $5 Million, 5% of assets. [*Cold Sweat*]
Jan. 2007	Daryl, others report Cannon trustees digging for cash at Beech Island. [Cannon later confirms boxes of money and buried funds.]
Early 2007	Pinnacle issues prospectus to raise $200 Million to buy/manage assets.
Feb. 2007	R. Peeples reports Brown earning $1 million per week on European tours.
Feb. 2007	Hynie's lawyer claims "Book of Music" (copyrights) alone may be worth $100 million. Confirms Hynie has substantial knowledge of assets.
March 2007	Jg. Williams' $100 Million value reported to *Chattanoogan* is conservative.

II. More Evidence of $84 Million Value While Bob & Adele SAs.

May 2007	Dr. Cox values publicity rights at $40-$50 Million; Royalties, $36-$45 MM.

33

1



Sept. 2007 Wm. Sellars, CPA seeks IRS estate tax extension with $80 MM value.

Oct. 2007 Cox Group, TJBL, issues first "Letter of Intent" to Dallas for $100 MM.

2007 Buddy Dallas tells Bob & Adele $100 Million sale under Oct. 18 Ltr. ok.

Nov. 2007 Dr. Cox reports Industry Standard for Royalties = 12 ½ x revenues.

Nov. 2007 Tax Atty. Wm. Hammond value assets at $85,663,562.99 on I & A.

Nov. 2007 Bob & Adele propose to value Royalties/Publicity Rights by formula 12 ½ - 14 times Royalties plus ½ annual Gross Road Revenues.

Nov. 2007 Neither AG McMaster nor anyone else opposes valuation proposal.

III. More Evidence of $84 Million Value While Bob & Adele PR/Trustees.

2007

Dec. 2007 AG Jones inquires about $100 Million offer. Oct. 18 Ltr. prevents sale.

Dec. 2007 Will/Trust Challenges Put Temporary Hold on Consideration of Sales.

2008

Jan. 2008 Forlando/Powell Goldstein (PG) claim tens of millions in 2000 Trust.

Feb. 2008 Second TJBL $90 - $100 Million letter of Intent. First Terry $2 Million offer for all TPP.

By Mar. 2008 Estate/2000 Trust sue Cannon, MS, GT Now pending. Seeking $30MM.

Mar. 2008 Cannon takings known to be $17 Million. (MS + $5 MM "check to nobody")

March 2008 3rd TJBL $90 - $100 Million offer for 2000 Trust assets. 2d Terry offer.

Aug. 2008 McMaster Settlement Reached. Bob & Adele asked to "stand down."

Sept. 2008 AG & Settling parties decline to help w/ preparation of Est. Tax Return.

2008 Prof. Einhorn advises Bob Brown's Copyrights likely 15 - 20 x revenue

Sept. 2008 Bob, Adele, Sellars file Est. Tax Return w/ Value at about $84 Million.

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Sept. 2008 Forlando says under oath that $150 Million offers still available.

Oct. 2008 AG and all Settling Parties given Estate Tax Return. No objections filed.

2009

Jan. 2009 Bob & Adele invite AG, Hynie, etc. to Corbis/GreenLight meeting, NYC.

Feb. 2009 Jg. Early's order frees Bob and Adele to propose Right of First Offer.

2009 Hynie's lawyers seek *ex parte* Order to stop any sale of Brown assets.

Spring 2009 Bob and Adele warn AG McMaster of Terry/Bell devaluation scheme.

Spring 2009 Harley Ruff, Esq. testifies about Estate/other tax problems of Settlement.

Spring 2009 Bob & Adele propose Corbis/GreenLight Publicity Rights Deal projected to bring in $2 Million per year. Rejected by Settling Parties.

IV. More Evidence of $84 Million Value By Filing of Richland 4900

June 2009 Bob & Adele urge F. Kingsmore of Nexsen Pruet (NP) & Russell to begin Corbis/GreenLight 2-year Publicity Rights contract, expected to earn $2 Million per yr.

June 2009 Kingsmore says it seems a good idea, but must check w/ David Bell.

Aug. 2009 Hynie's lawyer (Medlin) proposes to Nexsen Pruet (NP) and others to devalue Brown's copyright to 6- 8 x revenues & publicity rights at ZERO.

Sept. 2009 NP attorney Wilkins requests lift of stay during McMaster Settlement appeal. States:

> THE STAY SHOULD BE LIFTED TO ALLOW BAUKNIGHT TO CONTINUE AND TO EXECUTE THE PLANS THAT HE WAS ALREADY WORKING ON TO ENTER INTO VARIOUS BUSINESS VENTURES FOR THE ESTATE; FOR EXAMPLE, MARKETING JAMES BROWN'S MUSIC, MARKETING HIS IMAGE, HIS PERSONA, DEVELOPING VIDEO GAMES WITH JAMES BROWN AS THE CENTRAL CHARACTER, PRODUCING A DIGITAL REBIRTH OF JAMES BROWN JUST LIKE THE BEATLES ARE DOING TODAY AND NEGOTIATING A MOVIE DEAL. WE'VE HAD NUMEROUS OPPORTUNITIES TO ENTER INTO DOCUMENTARY SERIES ABOUT JAMES BROWN AND **ALL OF THESE THINGS ARE JUST SITTING THERE READYTO GO**....

2010 Richland 4900 claims Bob & Adele should have accepted $100 million offer to Dallas in 2007 while telling IRS & Supreme Court no offers made.

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STATE OF SOUTH CAROLINA	)	IN THE COURT OF COMMON PLEAS
	)	
COUNTY OF AIKEN	)	Case No. 2013-CP-02-1337
	)	
Adele J. Pope,	)	
	)	**Return and Memorandum**
Plaintiff,	)	**in Opposition to Motion to Alter or Amend Order**
v.	)	**Granting Plaintiff Partial Summary Judgment**
	)	**of Court-Awarded Special Administrator**
Estate of James Brown and The James Brown 2000 Irrevocable Trust,	)	**Fee of $47,972, Plus Interest from March 8, 2008**
	)	
Defendants.	)	
	)	

Plaintiff opposes the Motion of Defendants to Alter or Amend the Order of Judge Early dated August 16, 2017, granting Plaintiff Partial Summary Judgment in the Amount $47, 972, plus interest at the rate of 8 ¾% from March 8, 2008, until paid in full. The grounds of this Return are:

1. Defendants have unclean hands.

2. Defendants are trying to advance their position and that of James Brown's companion Tomirae and Attorney General Alan Wilson in Richland County Case 2010-CP-40-4900 (the "Wingate Suit")

3. The claim by Defendants that "the Estate of James Brown lacks sufficient liquid assets to currently pay **all** administrative claims that have equal priority with Plaintiff's unpaid Special Administrator fee" is inconsistent with the position taken by Defendants in this case in 2013 and 2014, at which time Defendants assured the Court that there was no basis for Plaintiff to challenge the $4.7 Million claimed value of James Brown's music empire because there was no evidence that Defendants could not pay Plaintiff's **entire** claim of approximately $2.8 Million dollars, plus certain interest, if judgment were awarded; and now Defendants take the opposition position, claiming they cannot pay a $47,972 claim, plus interest from March 8, 2008.

4. Defendants, by refusing to pay, for nine years, the SA fee due Plaintiff in 2008, have caused any inability to pay.

5. Defendants have further caused any shortfall in their ability to pay from the following, and additional payments since May 8, 2013 from the claimed $6.2 Million dollars of James Brown's Estate and 2000 Trust :

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a. More than $1.4 Million to David Sojourner, Esq., & his lawyer;

b. More than $2 Million to Nexsen Pruet;

c. Paying, or agreeing to pay, about $700,000.000 to the attorney and GAL for James B., who claims an approximately 1/20 interest in the James Brown Estate, which the GAL has valued at $5 Million;

d. Payments to Tomirae of approximately $ 1 Million in 2015, resulting from what she described under oath as a "sale" of 3 James Brown songs;

e. Agreeing to pay $37,500 each to five Will/Trust contestants,in exchange for releases of Defendants' fiduciaries and their lawyers.

f. Paying approximately $1 Million to clients and former clients of Louis Levenson, Esq., from the above "sale" in 2015.

g. Advancing expert costs for the Plaintiffs in the Wingate Suit, including about $48,000 to Julian Walker, Esq., for about 2 months' work, and payments to 8 other "experts."

6. Defendants' fiduciary has failed to account for his acts, leaving the Court and Plaintiff unable to determine the liquidity position of the Estate/2000 Trust of James Brown.

7. Such additional grounds as may be properly presented to the Court by Plaintiff at the hearing on this matter, and as are set out below in the Memorandum:

Memorandum Supporting Summary Judgement of $47,972 + Interest

By complaint filed June 10, 2013, Plaintiff outlined how the devaluation by Defendants of the music empire of entertainment icon James Brown had damaged both Plaintiff and James Brown's "I Feel Good" Charity for needy students.

Defendant steadfastly took the position that Plaintiff had no standing to challenge the $4.7 Million claimed valued because there was no evidence that Defendants could not pay a judgment of $2.8 Million, with interest on approximately half of that amount since 2009.

The Court agreed with Defendants, and dismissed under rule 12(b) most of Plaintiff's claims addressing the devaluation and other issues.

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In 2016 Plaintiff, in light of uncovered facts, asked the Court to revisit and disqualify counsel for Defendants and reinstate the causes of action which had been dismissed.

The Court declined.

In 2016 Defendants moved to consolidate discovery in this case with discovery in the Wingate Suit, so that Defendants, from funds James Brown left his "I Feel Good" Charity, could pay **both** the expert costs for Defendants in this case and the expert costs for the Attorney General, Tomirae and others in the Wingate Suit.

Defendants' fiduciary has not properly accounted in more than five (5) years, making it impossible to ascertain the assets or ability to pay of Defendants.

Since 2013 Defendants have paid, or agreed to pay, Attorney and guardian *at litem* fees, and distributions have been made to Tomirae and Levenson clients, far in excess of the $4.7 Million Defendants claim was the at-death value of James Brown's music empire as shown on Schedule F of James Brown's Estate Tax Return.

The Motion is an attempt to modify, and further delay, payment which has been due Plaintiff since March 8, 2008, along with the interest ordered by the Honorable Doyet A. Early, III, to be paid for nine years ago . This attempt should not be tolerated.

Plaintiff is entitled to immediate payment of the the $47,972, with interest at the rate of 8 ¾% from March 8, 2008 until paid, to be paid forthwith.

Conclusion

For all of the reasons set out herein, Defendants' Motion to Alter or Amend the Grant of Summary Judgment to Plaintiff in the amount of $47,972, with interest at the rate of 8 ¾% from March 8, 2008, until paid in full, as ordered by Judge Early in his January 8, 2008 Payment Order should not be amended.

Respectfully submitted,

S/ Adele Pope
Adele J. Pope, *pro se*
S.C. Bar No. 4501
1228 Walnut Street
Newberry, South Carolina 29108
(803) 413-0753
adele@popelawfirm.com

September 3, 2017

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STATE OF SOUTH CAROLINA	) IN THE COURT OF COMMON PLEAS
	)
COUNTY OF RICHLAND	) Aiken County Case No. 2013-CP-02-1337
	)
Adele J. Pope,	) **MOTION AND MEMORANDUM**
Plaintiff,	) **TO UNSEAL DOCUMENTS; RESTORE**
	) **DOCUMENTS TO PUBLIC RECORD**
v.	) **AND FOR RELATED RELIEF**
Estate of James Brown and The James Brown 2000 Irrevocable Trust,	)
	)
Defendants.	)

TO: DEFENDANTS ESTATE OF JAMES BROWN AND JAMES BROWN 2000 IRREVOCABLE TRUST, AND THEIR COUNSEL:

YOU WILL PLEASE TAKE NOTICE that at the resumption of the trial of this matter on December 14, 2017, and prior to the cross-examination by Plaintiff of Defendants' experts Ellison Thomas, CPA and Mark Hobbs, CPA and the examination by Defendants of Plaintiff's copyright expert, Plaintiff will move, and move before the Honorable Doyet A. Early, III, pursuant to Article 1, Section 9 of the S.C. State Constitution and Rule 41.1 of the *South Carolina Rules of Civil Procedure,* and other case and statutory law, for an order unsealing the depositions, affidavits, documents and testimony set out below, collectively the "Relevant Documents" which is sealed and/or has been removed from the public record, and further directing Defendant to cooperate with the Clerk of Court for the relevant County to restore to the public record each Relevant Document filed under seal and/or removed from the public record.

In the alternative, Plaintiff will proffer copies of the Philpott, Ball, Werner (PBW) valuation, the Estate Tax Return and certain Relevant Documents or portions thereof from the public record, and ask that the Court find that each Relevant Document is or

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has been under the control of Defendants during the conduct of this case and, if presented, would support the position of Plaintiff herein and be detrimental to Defendants' position.

The grounds of the motion are that each of the Relevant Documents is relevant and material to Plaintiff's case, which Plaintiff was required to file when Defendants served her on May 29, 2013 with a Notice of Disallowance With Impending Bar ("Disallowance") claiming that she was not to be paid for the six years she and Robert Buchanan, Jr. served the estate of entertainer James Brown; the James Brown 2000 Irrevocable Trust; and The James Brown "I Feel Good" Charity .

The Estate Tax Return was disseminated to Louis Levenson, Esq., and others in 2008, and openly discussed in hearings in federal court in 2008; Supreme Court filings; and hearings before the Honorable Doyet A. Early, III.

The PBW appraisal was disseminated to Levenson and his nine clients years ago, and to counsel for another party adverse to Defendants, James B., prior to March 14, 2013.

Since the Disallowance, in August 2013, Defendants' fiduciary has incorrectly represented to the Federal Court and other courts that Defendants did not share the PBW appraisal with anyone, and that the long-public Estate Tax Return and other Relevant documents are confidential or should be sealed. Further, Defendants have actively participated in seeking orders sealing and/or directing removal of Relevant Documents from the public record in violation of the Constitution of South Carolina and applicable rules of civil procedure, with knowledge of their relevance to this case.

The Relevant Documents are:

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1. The depositions, affidavits and/or opinions of and/or testimony of Defendants' Expert Wm. Ellison Thomas, CPA, related to David Cannon, Joel Katz, Greenberg Traurig ("GT"), Phil Farr, and CPA, Albert "Buddy" Dallas in Case 2008-CP-02-322 (Case 322) and Richland County Case 2010-CP-40-4900 (Richland 4900), which Thomas referenced but refused *sua sponte* to produce pursuant to subpoena at his deposition in this case (Aiken 1337) in 2017. [See references to Thomas affidavits at p.13, documents filed by Plaintiffs in Case 322, 8/15/16, and elsewhere.]

2. The PBW Valuation of 2010

3. Deposition, with exhibits, taken by Defendants of Robert L. Buchanan, Jr., in Richland 4900 in 2017, which Defendant have declined to file with the Court despite Plaintiff's counsel's request.

4. The two Affidavits of Adele J. Pope filed in Aiken 1337 pursuant to the Order of the Hon. Doyet A. Early, III dated March 15, 2017 in that case.

5. The *ex parte* ethics opinion of Defendants' expert Nathan Crystal delivered to Judge Early on July 9, 2013, and the opinions of Nathan Crystal, Esq., related to Phil Farr, Albert Dallas, David Cannon, Joel Katz, and/or Greenberg Traurig in Case 322, including those referenced in his deposition in this Case on file herein.

6. The Estate Tax Return, and copies, of James Brown

7. Portions of the deposition, and exhibits of Defendants' Termination Rights Expert Roger Miller, based on the PBW appraisal.

8. Portions of the depositions, and exhibits, of Plaintiff's experts James Hardin III, Esq.; William Sellars, CPA; Mary Jo Cole, CPA; W. Steven Johnson, Esq. designated as confidential in relation to the James Brown estate tax return

9. Deposition of Peter Afterman, identified by Defendants as the expert who provided music industry expertise to PBW, taken in Case 322 on November 16, 2016, portions of which were filed on 12/22/16 in Case 322. Afterman was hired in 2009 to "make money" for Defendants. After *Wilson v. Dallas,* he assisted two settling parties with filing 90+Termination Notices with Federal Copyright Office, attempting to take royalties from the "I Feel Good" Charity. As per Levenson's sworn testimony of Nov. 1, 2017, he also solicited Levenson clients for the same purpose. [See Levenson deposition to be filed.]

10. The Afterman Report was produced by Afterman in 2009 prior to his being engaged, and identifies approximately $51 Million of pre-death music sampling Revenues. It is filed with his deposition in Case 322.

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11. Depositions and exhibits of Frank Copsidas, March16, 2016, Case 322, referenced in document filed by Defendants, 8/15/16, pp. 7 and others.

12. Deposition, with Exhibits, of Danny Zook, June 1, 2016, Case 322, related to value of uncollected sampling revenues at death of James Brown, as complied from the Afterman Report.

13. Deposition and exhibits of Joel Katz, Esq, named as a witness against Plaintiff in Richland 4900, taken in Case 1337 on March 11, 2016, referenced Defendants' filing 8/15/16, pp. 7 and following. [See p. 11, ff. for Description of exhibits to Katz deposition. See pp. 23- 27 of same Filing for a summary of the Katz deposition.]

14. Deposition of Tim Hernandez, Case 322, June 3, 2016. [See description of Zook.]

This motion is supported by the depositions of Defendants' witness Louis Levenson, Esq., taken November 1, 2017, to be filed; the affidavits of Plaintiff referenced herein; the oral and written order of the Honorable Doyet A. Early, III since January 1, 2016 placing documents under seal; directing documents to be removed from the public record; and issuing directions with respect to filing of documents and confidentiality designations in Case 1337; Case 322; and Richland 4900; the referenced Relevant Documents and summaries thereof; the following Memorandum; and such additional support as shall be presented to the Court prior to December 14, 2017.

MEMORANDUM SUPPORTING MOTION

After at status conference on May 29, 2013 Defendant Estate personally served Plaintiff with the Disallowance, claiming she was not entitled to any payment for the six years she and Robert Buchanan, Jr. had faithfully served the estate and estate plan of entertainer James Brown, and his "I Feel Good" Charity. The Disallowance related to a joint claim Plaintiff and Buchanan had filed in 2009.

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At the same status conference Louis Levenson, Esq., representing nine will contestants, announced in open court his intention, with others, to reinstate the settlement brokered by the S.C. Attorney General (AG) in 2008 which had dismembered James Brown's estate plan.

As a result of the Disallowance, Plaintiff was required to file this suit within thirty days or not be paid. She did so on June 13, 2013.

The Disallowance claims that Buchanan's and Pope's $99 Million value of James Brown's music empire was "overinflated" and self-serving. It claims that Buchanan and Pope did not properly document their time, and could not have spent the time they claimed to have spent in their 100+ page documentation of their service.

The James Brown estate tax return, on which the $99 Million, less a $15 Million debt to the N.Y. Teachers (TIAA), was based, was filed in 2008; given to Levenson and others that year; discussed in federal and state court hearings; and has been public for 9 years.

The financial documents on which the $99 Million was based, including 80 boxes of "Brown Historical Records," became available to Levenson and all interested persons by Order of the Honorable Doyet A. Early, III, on August 10, 2007.

In 2009 Defendants hired Peter Afterman to make "make money" for the Estate. Afterman had already compiled, from the public record, a list of hundreds of James Brown songs sampled by other artists. His "Afterman Report" and the depositions and reports of Afterman, Danny Zook and Tim Hernandez, claim that in just a few years prior to Brown's death on December 25, 2006, Brown had generated (or should have generated) as much as $50 million in sampling revenues from his music.

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The Afterman claim was later substantially reduced, and his claims to be an "expert" challenged.

In 2009 counsel for a settling party suggested that Buchanan and Pope could be discredited by showing that they had overvalued Brown's assets. He asserted that Brown's copyrights should be valued like the Estate of Harlan Howard, at 6 – 8 times annual royalties -- $18 - $24 Million. He suggested that Defendants should claim Brown's right of publicity had a value of zero.

By 2010 Afterman had become the "expert" who assisted PBW with the valuation which was received in September 2010. The PBW valuation placed the at-death value of Brown's Schedule F assets, sometimes called the "Music Empire", at $4.7 Million – rather than the $84 Million ($99 Million less a $15 Million TIAA debt) assigned by Buchanan and Pope. As a result of the PBW appraisal, the at-death value of Brown's "I Feel Good" Charity established to educate needy students, was reduced from about $80 Million to about $1 Million. Its annual required scholarship distributions were reduced from $3+ million to about $50,000.

In October 2010, Defendants named Joel Katz, Esq., David Cannon, Frank Copsidas and Albert Dallas, Esq., as their witnesses against Buchanan and Pope in Richland 4900. Buchanan and Pope, with counsel they had asked Judge Early to engage (Few & Gilreath), had discovered $17 Million of takings by Cannon from James Brown and wrongdoing of Katz, Copsidas, Cannon and Dallas, beginning in 2006. They identified what became known as the "October 18 Letter," as well as the James Brown Music Education Foundation created by Katz on December 26, 2006.

In December 2010 Defendants told the Supreme Court they did not know the

value of the rights of the settling parties under Sections 203 and 304 of the Federal Copyright Act (Termination Rights) because Buchanan and Pope had not done an appraisal. They did not disclose the PBW valuation, which arrived two months earlier.

In May 2011 Defendants, with Levenson and others, revealed the claimed $4.7 Million at-death value to the S.C. Supreme Court. They did not reveal how PBW arrived at the $4.7 Million.

Since 2011 Defendants and Levenson have consistently, along with their expert Crystal, have used the PBW valuation, and the Supreme Court's reaction to the claim, to support their claim that Buchanan and Pope were greedy, and were seeking a $5 Million commission from a $5 Million estate. Pope's $2.8 Million commission claim for her many years of service is what is referenced in this "greedy" claim.

In October 2011 Cannon was allowed to enter an *Alford* plea. Defendants' expert Ellison Thomas, CPA, reported that about $70 Million had come into Brown between 1999 and the end of 2006. His report did not show an additional $5 Million which came to Brown from TIAA in 1999, which Cannon misappropriated in the same year through the "$5 Million check to nobody." In his deposition Thomas did not produce the Cannon records, despite a subpoena, and could not recall why he did not report the $5 Million, either coming into Brown or going out to Cannon.

In March 2013 James B., a party to the AG's settlement, described to the Supreme Court that the $4.7 Million value was reached by PBW by valuing Brown's copyrights at $23.7 million and reducing it by a claimed $19 Million TIAA debt.

Defendants had previously told the Supreme Court, in vitriolic terms, that both Buchanan's and Pope's reputations and commissions rest on the validity of their $99

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Million (less TIAA) claim.

By March of 2013 numerous persons, including the nine Levenson clients and counsel and GAL for James B., had access to the PBW valuation.

In the summer and fall of 2013, however, Defendants' fiduciary stated under oath that he had not shared the PBW appraisal with these persons. Based on this inaccurate claim, it was designated confidential in Case 3:08-cv-00014-WOB.

When Case 3:08-cv-00014-WOB was concluded in 2015, Defendants made no effort to collect the PBW appraisal which had been disseminated to Forlando Brown, his counsel in Georgia, counsel for Buchanan and Plaintiff.

Between 2013 and 2017, as this case was approaching trial, Defendants gathered through depositions, affidavits, public Brown Historical Records, and depositions and opinions of experts -- and shared with Levenson and others with no confidentiality concerns -- information which supports both the $99 Million value Buchanan and Pope placed on the music empire and how complicated and valuable their work to uncover the wrongdoing of Cannon, Dallas, Bradley, Copsidas, GT and Katz was.

The valuable information is under the control of Defendants, and much has been declared confidential, even though it is not. In addition, they have sought and obtained orders sealing and removing documents from the public record without meeting the criteria of the S.C. Constitution or Rule 41.1.

These Relevant documents are essential to Plaintiff's cross examination of Defendants' witnesses and her own reply. They should be unseal and restored to the public record. In the alternative, the Court should accept their proffer and make finding that each Relevant Document is adverse to Defendants.

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Respectfully submitted,

s/ W.H. Bundy, Jr.
W. H. Bundy, Jr., Esquire
BUNDY MCDONALD, LLC
1516 Old Trolley Road, 2nd Floor
Summerville, South Carolina 29485
888-552-1559
walter@bundymcdonald.com

s/Adam T. Silvernail
Adam T. Silvernail
LAW OFFICE OF ADAM T. SILVERNAIL, LLC
1905 Marion Street (29201)
Post Office Box 7995
Columbia, South Carolina 29202
Telephone: (803) 779-1770
adam@silvernaillawfirm.com

Attorneys for Defendant Adele J. Pope

December 1, 2017

Rule 11 Certification

The undersigned counsel for Plaintiff hereby certifies that the has consulted with opposing counsel prior to the filing of this motion to attempt to resolve the issue(s) addressed herein, and such consultation was unsuccessful in resolving the issues addressed herein.

s/W.H. Bundy, Jr.

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STATE OF SOUTH CAROLINA COUNTY OF AIKEN Adele J. Pope, Plaintiff, vs. Estate of James Brown and The James Brown 2000 Irrevocable Trust, Defendants.	IN THE CIRCUIT COURT Civil Action No. 2013-CP-02-1337 **MOTION FOR SANCTIONS AND MEMORANDUM IN SUPPORT**

NOW COMES Defendant Russell L. Bauknight, as Personal Representative of the Estate of James Brown ("Estate") and Trustee of The James Brown 2000 Irrevocable Trust ("Trust") (collectively "Defendants"), by and through his undersigned counsel, and respectfully moves this Court to sanction Plaintiff Adele J. Pope ("Plaintiff") pursuant to Rule 11, SCRCP. Pursuant to Rule 11, the undersigned consulted with counsel for Mrs. Pope prior to filing the subject motion.

Plaintiff is the former Personal Representative and Trustee of the James Brown Estate and Trust. As a former fiduciary, Plaintiff has an obligation not to harm the Estate and Trust. Notwithstanding that obligation, Plaintiff seeks to harm the Estate and Trust by ***again*** trying to make confidential and trade secret protected documents available to the public. Even worse, Plaintiff seeks to do so by disregarding the law and re-challenging numerous Orders of this Court. Plaintiff's conduct should be sanctioned.

The grounds for Defendants' Motion for Sanctions ("Motion") are that Plaintiff has filed a Motion and Memorandum to Unseal Documents; Restore Documents to Public Record and for Related Relief ("Plaintiff's Motion") with no good ground to support it. Plaintiff's Motion is based

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on arguments that blatantly disregard ***four*** prior Orders from this Court.[1] Defendants request that this Court grant this Motion and order sanctions, which should include striking Plaintiff's Motion, awarding Defendants the reasonable attorneys' fees and costs associated with the instant Motion, and such further relief that the Court deems necessary to punish Plaintiff's persistent litigation abuse and deter Plaintiff from participating in similar conduct in the future.[2]

BACKGROUND

On December 1, 2017, Plaintiff filed a motion that re-challenged the confidentiality of a number of documents that this Court has already expressly held are confidential. Plaintiff's list of documents includes, but is not limited to: (1) a 2010 Philpott Ball and Werner Estate Valuation and Appraisal and related documents ("Appraisal"); (2) the James Brown Estate Tax Return and related documents ("Tax Return"); and (3) portions of the deposition of Roger Miller ("Miller Deposition"), including various exhibits introduced at his deposition, which are based on the Appraisal and directly relate to the copyrights that generate the majority of the revenue for the Estate.

This Court has already separately addressed and denied Plaintiff's confidentiality challenges with respect to these three documents. Specifically, Plaintiff's confidentiality challenges to the Appraisal have been denied ***four*** times. *See* ***Ex. 1*** at 4-5 (holding that the Appraisal is confidential and further recognizing that a federal court had ***previously*** denied

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[1] *See* August 30, 2016 Administrative Order, attached as ***Exhibit 1***; *see also* June 16, 2017 Order Granting Motion to Confirm Confidentiality Designations, attached as ***Exhibit 2***; June 16, 2017 Order Granting Motion to Confirm Roger Miller Confidentiality Designations, attached as ***Exhibit 3***. In addition, on October 29, 2017, this Court issued a ***fourth*** Order denying a series of Rule 59 motions filed by Plaintiff requesting that this Court alter, amend or vacate those three Orders.

[2] The main purpose of Rule 11 is to deter future litigation abuse. *Pee Dee Health Care, P.A. v. Estate of Thompson*, 418 S.C. 557, 567, 795 S.E.2d 40, 46 (Ct. App. 2016).

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Plaintiff's request for its disclosure due to confidential information within the Appraisal); *see also* ***Ex. 2*** at 2-4 (holding that the appraisal and its underlying documents are confidential); ***Ex. 3***. at 2-4 (holding same). In addition, Plaintiff's confidentiality challenges to the Tax Return and Miller Deposition excerpts have each been denied once. *See* ***Ex. 2*** at 4-5 (holding that the Tax Return and underlying documents are confidential); *see also* ***Ex. 3***. (holding that the Miller Deposition confidential designations, all of which relate to the Appraisal and its underlying documents, shall remain confidential).

As this Court has previously recognized, "[t]he Appraisal is not a public document." ***Ex. 2*** at 3. Rather, it "is a private document that is owned and controlled by the Estate." *Id.* It was created for the purpose of valuing the Estate and determining whether the Estate owed any taxes to the federal government. *Id.* "It contains confidential financial and commercial information, and has been treated as confidential since its inception." *Id.* Among other confidential business information, the Appraisal analyzes copyright royalty details and sources of royalty payments. *Id.* "That information is ***highly confidential*** . . . because it completely exposes the strengths and weaknesses of the music catalog, and discloses confidential future revenue projections of the Estate and Trust." *Id.* at 4 (emphasis added). "If made public, that information will likely be used against the Estate and Trust during future business negotiations." *Id.* The "dissemination of this confidential information could damage James Brown's vision of providing charitable scholarships to deserving and needy students by decreasing the amount of funds available for those scholarships." *Id.* Furthermore, this Court held that irreparable harm will result if the Appraisal becomes public. *Id.* at 3-4.

Plaintiff claims that the Appraisal is not confidential because it "was disseminated to Levenson and his nine clients years ago, and to counsel for another party adverse to Defendants,

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James B., prior to March 14, 2013.". (Plaintiff's Motion at 2). Plaintiff's motion cites no evidence to support this broad claim. At Levenson's deposition on November 1, 2017, he did testify that ***he*** reviewed the Appraisal. *See* Aff. of Louis Levenson at ¶ 3, attached as ***Exhibit 4***. When questioned about the Appraisal at his deposition, Plaintiff's counsel did not provide Levenson with a copy of it to review. *Id.* As a result, Levenson provided inaccurate testimony because he mistook Plaintiff's reference to the Appraisal as referring to a completely different appraisal of personal property that was done during the Dallas, Cannon and Bradley administration. *Id.* at ¶¶ 3-4. Had Plaintiff's counsel provided Levenson a copy of the Appraisal during his deposition, then it would have been clear as to what appraisal Plaintiff was referring to, and Levenson would have answered that he had never seen the Appraisal.[3] *Id.* at ¶ 6.

The fact that Levenson has never seen the Appraisal aside, at his deposition Plaintiff's counsel did not even ask Levenson whether his review of the Appraisal was undertaken pursuant to an agreement to keep it confidential.[4] Moreover, Levenson never testified that he disseminated the Appraisal to his clients. Further, there is no evidence that counsel for James B. has ever seen the Appraisal.

This Court has also previously held that the Tax Return is confidential. "[E]state tax returns of an individual are confidential and should not be made public." ***Ex. 2*** at 4 (citations omitted). Tax returns are "presumptively confidential," and when tax returns are produced in discovery, "protective orders are the norm, not the exception." *Id.* (citations omitted).

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[3] Defendants previously provided this information and affidavit to Plaintiff in an effort to have Plaintiff's Motion partially withdrawn.

[4] Presumably, if this question had been asked, then Levenson would have realized Plaintiff was referring to a different appraisal.

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Regarding the Miller Deposition, this Court previously held that Defendants' Confidential Designations shall remain confidential because they relate to the copyrights that generate the majority of the revenue for the Estate. ***Ex. 3*** at 1. This Court also held that irreparable harm will result if the Miller Deposition Confidential Designations become public because they are based on highly confidential information found within the Appraisal. *Id.* at 3-4.

As for the remaining documents subject to Plaintiff's Motion – almost all of which Plaintiff does not have – Plaintiff's requests amount to nothing more than a veiled effort to reopen discovery in the middle of trial. Discovery is over, and none of the documents Plaintiff seeks to discover have anything to do with this case. Rather, almost all of the documents relate solely to Case 2008-CP-02-322. Indeed, Plaintiff's eleventh-hour effort to reopen discovery looks almost identical to her prior unsuccessful attempt "to introduce thousands of documents from nearly a dozen unrelated lawsuits into this case." *See* ***Ex. 1*** at 2-3. In addressing that issue, this Court expressly held:

> In short, Mrs. Pope attempts to introduce discovery and thousands of other documents from nearly a dozen unrelated James Brown cases into this matter by requiring blanket stipulations. . . . This Court . . . reminds Mrs. Pope that the purpose of this case is not to re-litigate prior Estate and Trust matters or to reinsert herself into other Estate and Trust proceedings.

Id. at 3. The Court correctly recognized that the purpose of this case is ***not*** to re-litigate prior Estate and Trust matters. Rather, "the ***sole purpose*** of this narrow case is to determine what, if any, fee [Plaintiff] is owed for her prior fiduciary service which concluded with her for cause removal on May 26, 2009." *Id.* (emphasis added).[5]

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[5] This Court also noted that it was aware of the Supreme Court's Order in *Ex parte Adele J. Pope*, Appellate Case No. 2013-001649, which "caution[ed] [Plaintiff] that continued attempts to involve herself in the resolution of the Estate and Trust ***may result in contempt charges***." *Id.* (emphasis added).

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Despite the clear language contained within these three Orders and subsequent denial of her Rule 59 motions, Plaintiff's Motion was nonetheless filed with no good ground to support it.

ARGUMENT

Rule 11 provides that "[t]he written or electronic signature of an attorney[6] or party constitutes a certificate by him that he has read the pleading, motion or other paper; that to the best of his knowledge, information and belief ***there is good ground to support it*** . . . ." SCRCP 11 (emphasis added). "If a . . . motion . . . does not comply with [Rule 11], it shall be stricken[,]" and "[i]f a . . . motion . . . is signed in violation of [Rule 11], the court, upon motion or upon its own initiative, may impose upon the person who signed it, a represented party, or both, an appropriate sanction."[7] *Id.*; *see also Ex parte Gregory*, 378 S.C. at 437, 663 S.E.2d at 50 (holding that a party may be sanctioned for filing a frivolous motion, or for making frivolous arguments).

The purposes of Rule 11 are to deter future litigation abuse, punish present litigation abuse, compensate victims of the Rule 11 violation, streamline court dockets, and facilitate court management. *Estate of Thompson*, 418 S.C. at 567, 795 S.E.2d at 46. Moreover, when determining

---

[6] Defendants do not believe that Plaintiff's Motion was the idea of Plaintiff's counsel.

[7] With respect to appropriate sanctions, our Supreme Court has provided the following guidance:

> The sanction may include an order to pay the reasonable costs and attorney fees incurred by the party or parties defending against the frivolous action or action brought in bad faith, a reasonable fine to be paid to the court, or a directive of a nonmonetary nature designed to deter the party or the party's attorney from bringing any future frivolous action or action in bad faith. Further, if appropriate under the facts of the case, the court may order a party and/or the party's attorney to pay a reasonable monetary penalty to the party or parties defending against the frivolous action or action brought in bad faith.

Ex parte Gregory, 378 S.C. 430, 437–38, 663 S.E.2d 46, 50 (2008).

whether to issue a monetary sanction, "[t]he expenses opposing counsel incurs in combatting frivolous claims is an appropriate factor for a court to consider." *Id.*

As detailed above, it is clear that Plaintiff's Motion was filed in direct contravention of ***four*** Orders from this Court. This Court has already denied Plaintiff's confidentiality challenges with respect to three of the documents subject to Plaintiff's Motion—once regarding the Tax Return (***Ex. 2***), once regarding the Miller Deposition (***Ex. 3***), and ***three*** times regarding the Appraisal (***Ex. 1***; ***Ex. 2***; ***Ex. 3***). In addition, Plaintiff's challenge to the confidentiality of the Appraisal was also denied by a federal court prior to any of the three Orders from this Court. ***Ex. 1*** at 4. Moreover, Plaintiff's Rule 59 motions with respect to those Orders were likewise denied.

As this Court previously recognized, the ***sole purpose*** of this case is to determine what, if any, fee Plaintiff is owed for her prior fiduciary service—not to re-litigate prior Estate and Trust matters. In light of these indisputable facts, no good ground exists to support Plaintiff's Motion.

REQUEST FOR RELIEF

Plaintiff should be sanctioned for her frivolous filing and conscious disregard for this Court's Orders. Defendants therefore seek an order from this Court imposing sanctions against Plaintiff. Such sanctions should include striking Plaintiff's Motion and awarding Defendants the reasonable attorneys' fees and costs associated with the instant Motion. Additionally, and perhaps most importantly, this Court should impose additional sanctions tailored towards punishing Plaintiff's persistent litigation abuse and deterring Plaintiff from participating in similar conduct in the future.

[SIGNATURE PAGE FOLLOWS]

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Respectfully submitted,

NEXSEN PRUET, LLC

s/Burl F. Williams

Burl F. Williams (S.C. Bar No. 77901)
55 East Camperdown Way, Suite 400 (20601)
Post Office Drawer 10648
Greenville, South Carolina 29603-0648
864.370.2211

William G. Newsome III (S.C. Bar No. 63027)
J. David Black (S.C. Bar No. 68499)
1230 Main Street, Suite 700 (29201)
Post Office Drawer 2426
Columbia, SC 29202
803.771.8900

Attorneys for Estate of James Brown and The James Brown 2000 Irrevocable Trust

December 13, 2017
Greenville, South Carolina

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Exhibit 4

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STATE OF SOUTH CAROLINA COUNTY OF AIKEN Adele J. Pope, Plaintiff, vs. Estate of James Brown and The James Brown 2000 Irrevocable Trust, Defendants.	IN THE CIRCUIT COURT Civil Action No. 2013-CP-02-1337 **LOUIS LEVENSON AFFIDAVIT REGARDING PHILPOTT BALL & WERNER APPRAISAL**

PERSONALLY APPEARED before me Louis Levenson who, first being duly sworn, deposes and states as follows:

1. On November 1, 2017, I was deposed as a fact witness in the above captioned case.

2. At my deposition, I was questioned by Mrs. Pope's counsel regarding the Philpott Ball & Werner appraisal (the " PBW Appraisal"). A complete and true copy of every question related to the PBW Appraisal at my deposition is attached as ***Exhibit A***.

3. During my deposition, Mrs. Pope's counsel asked me about the PBW Appraisal but did not provide me a copy to review. I testified that I had reviewed the PBW Appraisal. My testimony was in error, because I confused the PBW Appraisal with a previous appraisal.

4. I was testifying under the assumption that Mrs. Pope's counsel was referring to an appraisal of the personal property that had been done during the Dallas, Cannon and Bradley administration. I did not understand that Mrs. Pope's counsel was asking about the appraisal related to the intellectual property of the Estate—the PBW Appraisal which was done much later and after Dallas, Cannon and Bradley had resigned.

5. I don't believe I have been provided a copy of the PBW Appraisal nor have I seen the PBW Appraisal.

12/13/17

6. Had Mrs. Pope's counsel provided me a copy of the PBW Appraisal during my deposition, then I would have known which appraisal Mrs. Pope's counsel was referring to, and I would have answered that I had never reviewed the PBW Appraisal.

FURTHER AFFIANT SAYETH NAUGHT.

12/13/17

LOUIS LEVENSON

SWORN and subscribed to before me
this 13 day of December 2017.

Notary Public for Georgia
My Commission Expires: Nov 9, 2019

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Exhibit A

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IN THE COURT OF COMMON PLEAS

CASE NO. 2013-CP--02-1337

STATE OF SOUTH CAROLINA
COUNTY OF AIKEN
ADELE J. POPE,

Plaintiff,

vs.

ESTATE OF JAMES BROWN AND THE
JAMES BROWN 2000 IRREVOCABLE TRUST,

Defendants.

DEPOSITION OF LOUIS LEVENSON, ESQ.

WEDNESDAY, NOVEMBER 1, 2017

10:00 A.M.

LAW OFFICE OF LOUIS LEVENSON

125 BROAD STREET, SW

ATLANTA, GEORGIA 30303

Chanetta L. Sinkfield, RMR, CCR #6389-2855-8646-8864

U.S. LEGAL SUPPORT, INC.
1819 Peachtree Road NE
Suite 220, Peachtree Palisades
Atlanta, Georgia 30309
404-381-1465

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APPEARANCES OF COUNSEL

On behalf of the Plaintiff:

ADAM SILVERNAIL, ESQ.
LAW OFFICE OF ADAM SILVERNAIL, LLC
1905 MARION STREET [29201]
POST OFFICE BOX 7995
COLUMBIA, SOUTH CAROLINA 29202
803-779-1770
adam@silvernaillawfirm.com

On behalf of the Defendants:

BURL F. WILLIAMS, ESQ.
NEXSEN PRUET, LLC
POST OFFICE DRAWER 2426
COLUMBIA, SOUTH CAROLINA 29202
864-282-1165
bwilliams@nexsenpruet.com

ALSO PRESENT:

ADELE J. POPE, ESQ.
adele@popelawfirm.com

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DEPOSITION OF LOUIS LEVENSON, ESQ.

EXAMINATION BY MR. SILVERNAIL 4

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A. Yes, sir. Did I know at that time?
Q. Intended to take the position that Mrs. Pope should be paid nothing under the January 8th, 2008, order?
A. I did not know that. And I -- and I did not know it because I don't think I was ever privy to any conversation that sounded like that, at that time or any other.
Q. Before 2013, had you reviewed the Philpott Ball and Werner appraisal of James Brown's assets?
A. Yes.
Q. And that was the appraisal that valued his music assets at about $4.7 million?
A. I don't know the number, but -- I don't remember the number.
Q. Does that sound right?
A. It does not. I don't know.
Q. But you had seen the appraisal itself?
A. Yes, sir. I believe it was some point copied to me early in -- in that time frame.
Q. And are you aware that when a claimant against an estate in South Carolina is served with a notice of disallowance of claim, that they must file suit within 30 days or allow a permanent total bar to their claim?

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Toberoff to get everyone involved under his -- under his umbrella, including half sisters of my clients, my then clients, Cinnamon -- sorry, I can't remember.

Q. La Rhonda?

A. Laronda P.

Q. Janette.

A. Thank you. Janette Mitchell.

And I had, for a time, brought them under the fold with Toberoff as part of my getting all the heirs together to put them in an arrangement with Toberoff and me, and there was just a lot of stuff going on. And conflict that I didn't feel comfortable with as between the clients.

Whether Tommie -- the question is, whether Tommie Rae was represented by Toberoff, I think an effort was made by Toberoff to represent Tommie Rae, but I don't believe that ever happened.

Q. Do you remember any discussion or exchanges with Alan Medlin about by valuing the right of publicity to zero?

A. No. I don't remember.

Q. Or about the date of death value of the TIAA debt?

A. No. I don't remember that either.

Q. But you have reviewed the Philpott Ball

and Werner appraisal, which considered a date of death value for the TIAA debt?

A. Yes. Well, I mean, you asked me earlier what did I think it was, 15 million or something, and I think it was something in that range.

Q. How long ago did you first see the Philpott Ball appraisal?

A. I believe it was '07, early '08 maybe. I would be guessing. That's not fair for me to just guess about it.

Q. But quite a while ago?

A. Yes.

Q. Do you recall being included in an exchange about the timing of presenting the reduced valuation to the Supreme Court?

A. I don't understand that question.

Q. Well, in May 2011, the respondents asked to supplement the record with, among other things, the inventory and appraisement filed by Bauknight first concerning that $4.7 million value?

A. Okay.

Q. Do you recall that attempt to supplement the record?

A. No.

Q. Do you recall any discussion about the

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Q. Do you recall in August 2010 a filing by the respondents in the Wilson versus Dallas appeal advising the court they expected an appraisal would show that James Brown's assets were worth less than $12 million?

A. No.

Q. Would you disagree with me if I told you were among the signatories to this document?

A. No. No. Very often I was asked to sign documents, joining my co-litigants in this matter, and I was, you know -- to a certain extent, I was a client of the firm on behalf of my clients. So if I was advised to do something, I did it.

Q. But in that appeal, unlike in the 4900 case, you were your clients only -- your clients only representative, correct?

A. Meaning the -- in the -- in the appeal of the settlement?

Q. Yes.

A. Oh, yes. But I thought you were asking me about that -- okay. If it was a consolidated pleading I was asked to sign it, then I don't remember it.

Q. Okay. And then the Philpott Ball appraisal arrives around September 2010?

A. Okay.

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Q. Do you have any reason to believe that's inaccurate?

A. The date? No, sir. I don't.

Q. I think we discussed the other issues in that one.

A. You know, I, again, at the risk of -- how does my knowledge or non-knowledge of these things -- and this you do not obviously have to answer any questions -- but my observation is, how does my knowledge or non-knowledge of these things bear on the probative value of my testimony about the value of the claim for fees that Ms. Pope was making?

I struggle, and I realize that this may be a discovery deposition and you can ask me any questions you want, but I have a vague idea of where my testimony will be on -- on the trial of the case, and what cross-examination will be on it, but obviously you must know something or have a strategy that I don't understand. So I will stay the course and answer your questions even if my answer is I don't know.

Q. I appreciate that.

Now, did you know that in January 2011, Mr. Bauknight secured a $10,000 estate tax refund using the Philpott Ball appraisal?

A. No.

Q. Did you know also -- and that he reported or overstated by two million dollars what would have ended up in the charity?

A. No.

Q. Do you recall that January 2011 is also when Alan Wilson took office as Attorney General?

A. I did not know that either.

Q. And that office took on, potentially, the rights Attorney General McMaster had under the settlement?

A. That would make sense.

Q. Were you aware in March of 2013 that Mrs. Pope and her counsel met with the Attorney General to urge them to quietly and reasonably correct the statements Bauknight had made to the IRS?

A. No.

Q. Did you know that a petition for rehearing in March of 2015 -- 2013, excuse me, that James B's Guardian ad Litem revealed an overstatement of the charitable and other deductions of about $5 million?

A. No.

Q. You do recall that in May of 2013 the Supreme Court finally decided Wilson versus Dallas?

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STATE OF SOUTH CAROLINA	)	IN THE COURT OF COMMON PLEAS
	)	
COUNTY OF AIKEN	)	Case No. 2013-CP-02-1337
	)	
Adele J. Pope,	)	**RETURN AND MEMORANDUM**
Plaintiff,	)	**OPPOSING PAYMENT INTO COURT**
	)	**AND SEEKING RELIEF FROM**
v.	)	**DEFENDANTS' REFUSAL TO PAY**
	)	**VALID, FIRST-PRIORITY CLAIM**
Estate of James Brown, Deceased et al.,	)	
	)	
Defendants.	)	
	)	

Plaintiff objects to motion of Defendants, through Russell L. Bauknight ("Bauknight") to pay Plaintiff's twice-court-awarded $47,972, plus interest, into the Court. In further response, Plaintiff moves for this Honorable Court to reinstate all of Plaintiff's individual causes of action against Bauknight; and require Bauknight to account for the $5+ Million that has been transferred or approved to be paid, to Tommie Rae, James B., Peter Afterman, Bauknight's firm, and attorneys since, 2013, and all amounts paid in settlement of claims and expenses with a lower priority under the South Carolina Probate Code ("SCTC") than the claim of Plaintiff. The grounds for this Return and Motion are:

1. Deposit into the Court is not warranted because there is no appeal pending.

2. Rule 67 is inapplicable because both the Order of the Honorable Doyet A. Early, III, dated January 8, 2008, directing payment (the "Payment Order") and Judge Early's 2017 Order for payment of the $47,972, plus interest from March 8, 2008, confirm that interest accrues at 8 ¾% until paid to Pope.

3. Even if an appeal were pending, payment into the Court would not be appropriate because Defendants have not challenged the amount ordered to be paid.

4. Defendants' Motion to Alter the $47,972 payment order seeks only to change the language of the Order, leaving the amount to be paid undisputed.

5. The motion is made in bad faith to damage Plaintiff and advance the position of Tommie Rae, Deanna Thomas, and other beneficiaries of the Attorney General's (AG's) James Brown Legacy Trust, for whom Russell Bauknight serves as agent and/or fiduciary in Richland County Case 2010-CP-40-4900

("Richland 4900").

6. Since the *Wilson v. Dallas* mandate that all attorneys' fees and costs spent in connection with that matter be examined, Bauknight, with the support of AG Wilson, has failed to disclose all amounts spent on that matter, and failed to disclose all those spent on this matter, as directed by the Court at the trial of this case.

7. In filings in 2013 Defendants alleged that they had paid no legal fees in connection with *Wilson* except $500,000 paid to Robert Buchanan, Jr.. In his January 2017 deposition, however, Bauknight admitted spending millions of dollars in legal fees to defeat my claim.

8. As alleged in the California Federal District Court case filed against Bauknight, David Sojourner, Tommie Rae and James B. in January 2018, there has been inappropriate secrecy in the "back room" dealings between Tommie Rae, James B., David Sojourner, Esq. and Bauknight.

9. The California Suit, while intended to benefit Deanna Thomas, Yamma Brown and others, on information and belief, is specifically designed to allow Tommie Rae, Deanna and the parties to the AG's 2008 settlement deal to get together outside this jurisdiction and dismember James Brown's "I Feel Good" Charity for a second time; evade payment of the claims due those who worked to save the "I Feel Good" Charity; and defeat, as they agreed in 2008, the Termination Rights of Brown's real heirs not favored by the AG.

10. With the knowledge and complicity of AG Alan Wilson, Tommie Rae, Deanna,
and the Levenson clients have been working together to dismember the "I Feel Good" Charity and assure that Pope not be paid, both before and since they announced to Judge Early in open Court on May 29, 2013, their intention to reinstate the 2008 McMaster settlement deal.

11. AG McMaster's settlement deal, when combined with the Bauknight/Afterman
devaluation scheme, valuing Brown's music empire at $4.7 Million in the IRS proceeding, shifted more than 80% of the assets Brown left for his "I Feel Good" Charity into a private trust 75% controlled by AG Wilson and Tommie Rae, the 80% beneficiaries of which are Tommie Rae, her son, Deanna, Terry Brown, and others the AG -- not James Brown -- wanted to benefit.

12. Since 2016 the Governor of South Carolina, AG Wilson and Sr. Asst. AG Sonny Jones have all praised Bauknight for his work in this second dismembering of Brown's estate plan, and Tommie Rae's lawyer asserts he should be knighted. Both Governor McMaster and AG Wilson have stated

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their belief that the Supreme Court was wrong in its *Wilson v. Dallas* decision, even though Governor McMaster has not read Brown's Will, and both profess under oath to have no personal knowledge about Brown's heirs, Buchanan's and Pope's service, the U.S. Copyright Act, Termination Rights, or the millions of dollars in Estate and income tax problems caused by Bauknight and the Bauknight/Afterman devaluation of the music empire to $4.7 Million.

13. The Attorney General, who assumed a fiduciary role with respect to The James Brown 2000 Trust from January 2011 until May 8, 2013, did not even know that the Bauknight/Afterman devaluation had reduced Brown's "I Feel Good" Charity from $83 Million to about $1 million, and potential scholarships for needy students from more than $3 million a year to $50,000 or less.

14. In the fall of 2017 the Estate designated Louis Levenson, Esq. as the Estate/2000 Trust's witness to say Buchanan and Pope had virtually no duty to defend Brown's Estate Plan even though his statement was contrary to settled law; Levenson has worked for 10 years to dismember the "I Feel Good" Trust and get a $9 Million contingency legal fee for baseless challenges to Brown's two successive estate plans. In 2017 Levenson even filed suit to receive a share of the music empire he helped build up in 2007 so his clients could try to take it all from Brown's "I Feel Good" charity.

15. The "Semi-Allies" relationship which Tommie Rae, the Deanna Group and Terry Brown share has a critical goal: to dismember Brown's "I Feel Good" Charity; assure that those who tried to protect Brown's "I Feel Good" Charity (Buchanan and Pope) are discredited and not properly paid; and to damage the Termination Rights of real heirs and their children Deanna, Tommie Rae and the AG choose not to favor.

16. Defendants' actions to help the AG's Legacy Trust, Deanna and Tommie Rae have violated the South Carolina Probate Code ("SCPC")and placed Plaintiff's twice-court-approved claim for $47,972, plus interest, in jeopardy. Defendants have, by their actions, also placed in jeopardy Plaintiff's liquidated 2009 claim for approximately $1.4 million, with interest from May 26, 2009, and such additional amounts as shall be awarded by the Court in this action.

17. Since 2013, Defendants have disbursed or condoned payment for their counsel, Bauknight, Tommie Rae and her son of more than 100 % of the $4.7 million claimed at-death value of James Brown's music empire. This includes $1.4 million for David Sojourner, Esq. and his law firm; $700,000.00 for James B.; $1,875,000.00 for Tommie Rae; more than $1 million to Nexsen Pruet; more than than $500,000 to Peter Afterman; and more than $300,000 to Bauknight's firm. The full extent of the improper distributions is not known

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because, with the blessing of the AG, Bauknight has failed to account since 2015.

18. Defendants, through Bauknight, have paid claims of lower priority than Plaintiff's claim, and have aided their Richland County 2010-CP-40-4900 ("Richland 4900") co-Plaintiffs Tommie Rae and James B. in violating the Statute of Elizabeth.

19. The Rule 12(b) dismissal of claims in this action, including individual claims against Bauknight, should be reinstated because dismissal was based on assurances and findings, that Defendants were able to pay any judgment of Plaintiff, and the distributions by Bauknight of more than $5,000,000.00 since 2013, with the Motion to Deposit, demonstrate that the causes of action, including a claim for an accounting, should be reinstated.

20. Further, the accountings that have been filed suggest that Bauknight failed from 2009 until 2013 to pay income taxes he caused to be due as a result of the Bauknight/Afterman devaluation to $4.7 million (and closing letter), placing Pope in jeopardy of Bauknight's paying hundreds of thousands of dollars of lower priority fiduciary income tax, interest and penalties under the Code.

21. Judge Early's Order directs that the $47,972, with interest, be paid to Plaintiff.

This Return and Opposition and Request for Relief is based on the Depositions of Gov. Henry McMaster; Attorney General Alan Wilson; James Hardin III, Esq; W. Steven Johnson; David Sojourner, Esq.; Solicitor Gen. Robert Cook; Roger Miller; Wm. Jeffrey Smith; Thomas H. Pope III; Wallace Lightsey, Esq.;Kenneth B. Wingate, Esq; Asst. AG Mary Frances Jowers; Sr. Asst. AG Havird Sonny Jones; Solicitor General Robert Cook; Fmr. Chief Deputy AG John McIntosh; and others cited in the Affidavit of Plaintiff filed herewith; the following Memorandum; and such additional Memoranda and documents as shall be presented to the Court at the hearing of this matter.

Memorandum in Support of Immediate Payment and Other Requested Relief

On January 8, 2008 the Honorable Doyet A. Early, III ("Judge Early") issued an

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Order directing payment to Plaintiff of $47,972 in SA fees, with interest at the legal rate from March 8, 2008 until paid to her. This constituted an order under 62-3-807(a) for payment to her "to the extent that funds of the estate are available for payment." The January 8 Order also awarded certain PR/Trustee fees and costs to Plaintiff and Robert Buchanan, Jr., for their service under the Will and 2000 Trust of entertainer James Brown. This payment was confirmed in an Order for Partial Summary Judgment dated August 16, 2017.

Since the *Wilson v. Dallas* decision, Russell Bauknight's support for the announced intention of Tommie Rae, Deanna Thomas and other will/trust contestant clients of Louis Levenson, Esq., (May 26, 2009) to redo the McMaster settlement and ignore *Wilson is clear.* Deposed on August 20, 2013, and asked if Buchanan's and Pope's securing the *Wilson* decision was beneficial to Brown's estate, Bauknight responded:

> That's poppycock. Pure speculation from your client. Fantasy...I'm the person who actually looked at this. And I said it was a fair and reasonable settlement. I don't know where this fantasy is that $50 million was gone away. Number one, your client made up that number. Your client did that in a self-serving fashion so that she could take $5 million out of this estate for her retirement. So to say that this would have diminished is a load. A total load. I looked at this. I say. You have no clue how termination rights where [sic].
>
> . . . It blows me away that someone with a law degree can be so dishonest and get away with it. ...
>
> ...[Y]our client raped this estate. . . There was no diminished Legacy Trust. That's fabrication from your client. [Depos., BK.]

No appeal has yet been taken from the Judgment granted Plaintiff. A motion to alter or amend is pending, but that motion does not dispute the amount payable to her.

Because there is no appeal, the cited case of *Russo v. Sutton,* 317 S.C. 441, 454

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S.E.2d 895 (1995) does not apply. Nor do a host of later cases. See, for example, *Renaissance Enterprises, Inc. v. Ocean Resorts, Inc.*,334 S.C. 324, 513 S.E. 2d 617 (1999). Nor does Rule 67 SCRCP.

There is no appeal. There is no challenge to the amount due. And the Order of Judge Early is clear that interest will not stop until the judgment is paid to Pope.

Pope's affidavit and certain newly-disclosed or confirmed actions of Bauknight, the Attorney General (AG) and Peter Afterman, when combined with the long-announced plan of Louis Levenson, Esq., and Tommie Rae to reinstate the AG's settlement which Robert Buchanan, Jr. and Plaintiff defended, place both the $47,892 and Plaintiff's entire claim in jeopardy.

The Attorney General, the AG's Legacy Trust (Bauknight),Tommie Rae, Deanna Thomas and others remain aligned in Richland 4900 in their joint effort to use millions of dollars Brown gave his "I Feel Good" Charity to keep Plaintiff from being paid.

The move of these allied parties to California, with Bauknight's paying hundreds of thousands of dollars paid to Peter Afterman to help Tommie Rae, and the AG's support for this and a $700,000.00 legal fund awarded to Tommie Rae's child, have put Plaintiff's claim in great jeopardy.

The Attorney General of South Carolina, in short, is allowing his Sr. Assistant and Tommie Rae to use millions of dollars of Brown's charity both to keep Plaintiff from being paid and to keep Attorney General Wilson and Tommie Rae, in league with Deanna's group, in 75% control of assets James Brown clearly wanted none of them to have. With the Bauknight/Afterman devaluation to $4.7 Million, the Attorney General has allowed more than 80% of Brown's Charity to go to claimed James Brown heirs the

AG's Senior Assistant favors.

While Plaintiff has no further part in trying to save the "I Feel Good" Charity, she has a right to defend her fair pay for the years she devoted to trying to save it from the Attorney General, Bauknight and lawyers wanting $20 million for worthless claims.

Plaintiff's recovery of her claim is in jeopardy. The jeopardy was caused by the individual acts of Bauknight. Her claims against him, individually, should be reinstated.

Conclusion

Defendants' Motion to Pay should be denied. Plaintiff's causes of action against Bauknight, individually, should be reinstated. Defendants should pay the costs of defending this motion.

Respectfully submitted,

s/ Walter H. Bundy
Walter H. Bundy, Esquire
Bundy McDonald, LLC
1516 Old Trolley Road, 2nd Floor
Summerville, South Carolina 29485
(843) 212-0525
walter@bundymcdonald.com

and

s/ Adam T. Silvernail
Adam T. Silvernail, Esquire
Law Office of Adam T. Silvernail, LLC
1905 Marion Street (29201)
Post Office Box 7995
Columbia, South Carolina 29202-7995
(803) 779-1770
adam@silvernaillawfirm.com
Attorneys for Plaintiff

February 16, 2018

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STATE OF SOUTH CAROLINA	)	IN THE COURT OF COMMON PLEAS
	)	
COUNTY OF AIKEN	)	Case No. 2013-CP-02-1337
	)	
Adele J. Pope,	)	
Plaintiff,	)	
	)	MOTION FOR DISCLOSURE OF
v.	)	*EX PARTE* FILING
	)	
Estate of James Brown, Deceased et al.	)	
	)	
Defendants.	)	
	)	

Comes now the Plaintiff Adele J. Pope ("Plaintiff") hereby moves for an order from this Court compelling Defendants to disclose its *ex parte* evidence submitted during Defendants' case. In support of this motion, Plaintiff states as follows:

Background

During the Defendants' presentation of their case, on December 15, 2017, the Court requested the Defendants to submit evidence of the cost to the estate for subsequent litigation, including attorneys' fees, expert fees and litigation costs, from the time that Mr. Bauknight was appointed through trial of this case. The Court stated as follows:

> In addition to that, under seal, the confidential -- I want to know the money that the subsequent litigation from the time that Mr. Bauknight was appointed, what the cost of the estate has been for the subsequent litigation, including attorney's fees, expert fees, litigation costs and support personnel through four days of testimony already. That's under seal, but obviously, I want to consider that in -- if I have to balance out anything about the duty to defend versus the efficiency to the estate as to whether to continue litigation or to resolve it. December 14-15 Trial Transcript, p. 453.

Defendants did not object to the Court's request. Instead, the Defendants delivered the filing *ex parte* to the Court rather than under seal as requested by the Court. The Plaintiff has requested the filing because the Court specifically stated it would "consider" it in

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making a ruling in this case. Inexplicably, the Defendants have refused the request of Plaintiff to be provided a copy. *See* Emails attached hereto as Exhibit A. As such, the Defendants improperly attempt to submit *ex parte* evidence.

Argument

The Defendants' refusal to disclose evidence submitted to the Court is unacceptable on its face, and this Court should reject it. Due process requires that Plaintiff be afforded a meaningful opportunity to respond to the Defendants' evidence that the Court stated it would consider.

Procedural due process mandates that a litigant be placed on notice of the issues which the court is to consider. Murdock v. Murdock, 338 S.C. 322, 526 S.E.2d 241 (Ct.App.1999). The Due Process Clause demands notice reasonably calculated under all circumstances to apprise interested parties of the pendency of the action and afford them an opportunity to present their objections. Mullane v. Central Hanover Bank & Trust Co., 339 U.S. 306, 70 S.Ct. 652, 94 L.Ed. 865 (1950); Murdock, 338 S.C. at 334, 526 S.E.2d at 248. It is a fundamental doctrine of the law that a party whose personal rights are to be affected by a personal judgment must have a day in court, or opportunity to be heard, and that without due notice and opportunity to be heard a court has no jurisdiction to adjudicate such personal rights. Murdock, 338 S.C. at 334, 526 S.E.2d at 248. A judgment by a court without jurisdiction of both the parties and the subject matter is a nullity and must be so treated by the courts whenever and for whatever purpose it is presented and relied on. *Id.*

Procedural due process requires notice, the opportunity to be heard in a meaningful way, and judicial review. Grannis v. Ordean, 234 U.S. 385, 34 S.Ct. 779, 58 L.Ed. 1363

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(1914); Cameron & Barkley Co. v. South Carolina Procurement Review Panel, 317 S.C. 437, 454 S.E.2d 892 (1995); Universal Benefits, Inc. v. McKinney, 349 S.C. 179, 561 S.E.2d 659 (Ct.App.2002). Procedural due process contemplates notice, a reasonable opportunity to be heard, and a fair hearing before a legally constituted impartial tribunal. South Carolina Dep't of Health and Envtl. Control v. Armstrong, 293 S.C. 209, 359 S.E.2d 302 (Ct.App.1987). The fundamental requirement of due process is the opportunity to be heard at a meaningful time and in a meaningful manner. South Carolina Dep't of Social Servs. v. Holden, 319 S.C. 72, 459 S.E.2d 846 (1995).

A civil litigant's right to due process "encompasses the individual's right to be aware of and refute the evidence against the merits of his case." Vining v. Runyon, 99 F.3d 1056, 1057 (11th Cir. 1996) (internal quotation marks omitted). "Although a judge freely may use in camera, *ex parte* examination of evidence to prevent the discovery or use of evidence, consideration of in camera submissions to determine the merits of litigation is allowable only when the submissions involve compelling national security concerns or the statute granting the cause of action specifically provides for in camera resolution of the dispute." Id (internal citations omitted).

As the Second Circuit recognized in U.S. v. Abuhamra, 389 F.3d 309, 322 (2d Cir. 2004), a "due process concern [is] raised when a court relies on *ex parte* submissions in resolving an issue that is the subject of an adversarial proceeding." This is because "due process demands that the individual and the government each be afforded the opportunity not only to advance their respective positions but to correct or contradict arguments or evidence offered by the other." Id.

Thus, courts have recognized a "firmly held main rule that a court may not

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dispose of the merits of a case on the basis of *ex parte*, in camera submissions." Abourezk v. Reagan, 785 F.2d 1043, 1061 (D.C. Cir. 1986); see also id. at 1060 (expressing "grave concern" about district court's reliance on *ex parte* evidence because "[i]t is a hallmark of our adversary system that we safeguard party access to the evidence tendered in support of a requested court judgment"); Lynn v. Regents of Univ. of Cal., 656 F.2d 1337, 1346 (9th Cir. 1981)(finding use of the *ex parte* evidence "violated principles of due process upon which our judicial system depends to resolve disputes fairly and accurately"); Vining, 99 F.3d at 1057 (reversing lower court determination based on *ex parte* evidence because "[o]ur adversarial legal system generally does not tolerate ex parte determinations on the merits of a civil case" (internal quotation marks omitted)); Ass'n for Reduction of Violence v. Hall, 734 F.2d 63, 67 (1st Cir. 1984) ("Our system of justice does not encompass *ex parte* determinations on the merits of cases in civil litigation." (internal quotation marks omitted)).

"Exceptions to the main rule [against *ex parte*, in camera submissions] are both few and tightly contained. Abourezk, 785 F.2d at 1061. "Most notably, inspection of materials by a judge isolated in chambers may occur when a party seeks to prevent use of the materials in the litigation." Id. "When one side, seeking to block consideration of relevant matter, asserts an evidentiary privilege, the court may inspect the evidence in camera and alone for the limited purpose of determining whether the asserted privilege is genuinely applicable." Id. "If the court finds that the claimed privilege does not apply, then the other side must be given access to the information; if the court's finding is that the privilege does apply, then the court may not rely upon the information in reaching its judgment." Id (internal citations omitted). "In either case, no party will be faced--as were

the plaintiffs in this case--with a decision against him based on evidence he was never permitted to see and to rebut." Id.

Reliance upon evidence that only one party is permitted to see is strongly disfavored for at least three distinct reasons. First, it undermines the fairness of the adversarial process. See Joint Anti-Fascist Refugee Comm. v. McGrath, 341 U.S. 123, 170 (1951) ("fairness can rarely be obtained by secret, one-sided determination of facts decisive of rights") (Frankfurter, J., concurring); Allende v. Shultz, 605 F. Supp. 1220, 1226 (D. Mass. 1985) ("the very nature of the adversary system demands that both parties be given full access to any information which may form the basis for a judgment."); Abourezk, 785 F.2d at 1060-61.

Second, consideration of *ex parte* evidence creates an unacceptable risk of error. See, e.g., American-Arab Anti-Discrimination Comm. v. Reno, 70 F.3d 1045, 1069 (9th Cir. 1995), vacated on other grounds, 525 U.S. 471 (1999) ("the very foundation of the adversary process assumes that use of undisclosed information will violate due process because of the risk of error"); Lynn, 656 F.2d at 1346 ("The [judicial] system functions properly and leads to fair and accurate resolutions, only when vigorous and informed argument is possible. Such argument is not possible, however, without disclosure to the parties of the evidence submitted to the court."); Doe v. Gonzales, 386 F. Supp. 2d 66, 70 (D. Conn. 2005) ("For good reason, our system of justice relies on the adversarial process to bring to the attention of the finder of fact the strengths and deficiencies in parties' litigation postures."); Kiareldeen v. Reno, 71 F. Supp. 2d 402, 413 (D.N.J. 1999) (the "[u]se of secret evidence creates a one-sided process by which the protections of our adversarial system are rendered impotent").

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Third, the rule against consideration of *ex parte* evidence to decide the merits of a dispute furthers the appearance of fairness in judicial decision-making. See, e.g., Abourezk, 785 F.2d at 1060 (open proceedings "preserve both the appearance and the reality of fairness"). As Justice Frankfurter wrote:

> Secrecy is not congenial to truth seeking and self-righteousness gives too slender an assurance of rightness. No better instrument has been devised for arriving at truth than to give a person in jeopardy of serious loss notice of the case against him and opportunity to meet it. Nor has a better way been found for generating the feeling, so important to a popular government that justice has been done.

Joint Ant-Fascist Refugee Comm., 341 U.S. at 171-72 (Frankfurter, J., concurring).

The rule against secret evidence means that a party must ordinarily choose between making evidence available to its adversary or forgoing reliance on the evidence altogether. See, e.g., Abourezk, 785 F.2d at 1061 (either "the other side must be given access to the [classified] information," or "the court may not rely upon the information in reaching its judgment"); Vining, 99 F.3d at 1058 (ordering that the district court should either share discoverable *ex parte* evidence with plaintiff or "it must reconsider [the] summary judgment motion without relying on the information"); Ass'n for the Reduction of Violence, 734 F.2d at 68 (same); Allende, 605 F. Supp. at 1226 (refusing, on due process grounds, to "examine" or "consider" any *ex parte* classified evidence submitted by the government in support of summary judgment motion); Kinoy v. Mitchell, 67 F.R.D. 1, 15 (S.D.N.Y. 1975) ("Either the documents are privileged, and the litigation must continue as best it can without them, or they should be disclosed at least to the parties, in which case the Court will rule after full argument on the merits." (Internal citations omitted)); Bane v. Spencer, 393 F.2d 108, 109 (1st Cir. 1968) (stating that a

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defendant cannot wield information presented *ex parte* "as a sword to seek [a dispositive legal ruling] and at the same time blind plaintiff so that he cannot counter").

At the February 2017 portion of this trial, Defendants' final witness, Tiffany Provence, Esq., testified. The Provence cross-examination is expected to conclude on April 19 and 20, 2018. Ms. Provence testified that in her opinion the Court must consider what happened throughout the entirety of the estate administration—including Mr. Bauknight's administration. The documents requested by the Court and submitted to the Court *ex parte* have a direct bearing on the administration of the estate after the Plaintiff's administration. Plaintiff is entitled to the documents because the Court indicated it would "consider" them and because Defendants' own witness testified that they must be considered. The *ex parte* filing is also material to the rebuttal of the new matters introduced by Defendants' witnesses Russell Bauknight; Jonas Herbsman, Esq.; Brad Sharp; Mark Hobbs, Esq., and others.

As shown above, it is improper for a party to present documents *ex parte* to the Court. Importantly, the Court's request did not direct Defendants to deliver the information *ex parte*. The Court expressly stated that it would be filed under seal. This is clear because the Court cannot consider *ex parte* evidence. *See* S.C. Judicial Cannon 3(B)(7). Indeed, none of the limited exceptions to the prohibition on *ex parte* communication, much less *ex parte* evidence, are present here. *See* Commentary to S.C. Judicial Cannon 3(B)(7)(allowing limited *ex parte* communication where a statute specifically provides therefor). The Court did not solicit *ex parte* evidence and there was no objection to the Court's request by the Defendants. Plaintiff's Due Process rights to a fair and impartial trial will be materially damaged by Defendants' *ex parte* filing if

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Plaintiff is not provided a copy of evidence the Court wishes to consider.

The Defendants now take the position that the *ex parte* evidence is privileged. This is not supported by any South Carolina Rule of Civil Procedure, common law, or statutory authority. There is no such thing as privileged evidence that one side in an adversarial trial does not get to see. In fact, even if it were privileged prior to the submission of the evidence to the Court, any such privilege has been waived. Typically, an in camera review of claimed privileged information is done by the Court to decide whether or not the information is subject to a privilege. If it is subject to a privilege then it will not be disclosed to the other party and certainly will not be evidence in the case. Here, the Defendants' argument is that there can be privileged *ex parte* evidence in this civil proceeding. As shown above, such a situation would violate the due process rights of the Plaintiff in this action.

Conclusion

For the reasons stated above, Plaintiff respectfully requests this Court to require the Defendants to disclose the *ex parte* documentary evidence to the Plaintiff.

s/W.H. Bundy, Jr.
W. H. Bundy, Jr., Esquire; SC Bar # 1012
Bundy McDonald, LLC
1516 Old Trolley Road, 2nd Floor
Summerville, South Carolina 29485
888-552-1559
walter@bundymcdonald.com
Attorney for Plaintiff

April 5, 2018
Summerville, South Carolina

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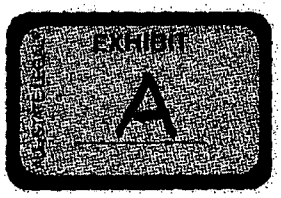

From: "Williams, Burl F." <BWilliams@nexsenpruet.com>
Date: February 15, 2018 at 7:56:00 AM EST
To: Walter Bundy <walter@bundymcdonald.com>, "dearlyj@sccourts.org" <dearlyj@sccourts.org>, "adele@popelawfirm.com" <adele@popelawfirm.com>, "adam@silvernaillawfirm.com" <adam@silvernaillawfirm.com>
Cc: "Black, David" <DBlack@nexsenpruet.com>, "dearlylc@sccourts.org" <dearlylc@sccourts.org>
Subject: RE: Fee disclosure

Dear Judge Early,

The Estate and Trust's confidential detailed time entry and billings were submitted pursuant to the Court's prior practice for in-camera review. Shortly after the last hearing David Black confirmed the same in a telephone call with Hannah Marsh. The Estate and Trust would be damaged if such records were made available to Mrs. Pope as the entries contain attorney work product, legal strategy, and other confidential Attorney/Client information.

Burl Williams

-----Original Message-----
From: Walter Bundy [mailto:walter@bundymcdonald.com]
Sent: Wednesday, February 14, 2018 8:58 PM
To: dearlyj@sccourts.org; Williams, Burl F. <BWilliams@nexsenpruet.com>; adele@popelawfirm.com; adam@silvernaillawfirm.com
Subject: Fee disclosure

Dear Judge Early
In my conversation with Burl earlier today he advised that he had provided the information you requested from the defendant's " in camera" . I have been out of state all week and have not reviewed the transcript but do not recall that "in camera " was mentioned by your Honor. This admissible and relevant evidence is important in not only my clients claim but also rebuts the claims of the defendants .May I please impose upon you at this late hour to clear up this Issue and hopefully avoid additional motions?
Warm Regards
Bill Bundy

Sent from my iPhone

*** CONFIDENTIAL COMMUNICATION *** The information contained in this message may contain legally privileged and confidential information intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or duplication of this transmission is strictly prohibited. If you have received this communication in error, please notify us by telephone or email immediately and return the original message to us or destroy all printed and electronic copies. Nothing in this transmission is intended to be an electronic signature nor to constitute an agreement of any kind under applicable law unless otherwise expressly indicated. Intentional interception or dissemination of electronic mail not belonging to you may violate federal or state law.

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STATE OF SOUTH CAROLINA	IN THE COURT OF COMMON PLEAS
COUNTY OF AIKEN	Case No. 2013-CP-02-1337
Adele J. Pope, Plaintiff,	
v.	**MOTION FOR DIRECTED VERDICT**
Estate of James Brown, Deceased et al Defendants.	

TO: DEFENDANTS ESTATE OF JAMES BROWN AND JAMES BROWN 2000 IRREVOCABLE TRUST AND THEIR COUNSEL:

YOU WILL PLEASE TAKE NOTICE that Plaintiff hereby moves before the Honorable Doyet A. Early, III, pursuant to Rule 50, SCRCP, for an order granting Plaintiff judgment by directed verdict as follows:

1. Judgment against Defendants in the amount of $1,473,550, with pre-judgment interest at the rate of 8 ¾% per annum from May 26, 2009;

2. Judgment against Defendants in an additional reasonable amount as determined by the Court.

3. Judgment denying Defendants' Motion to Alter Plaintiff's Summary Judgment as to $47,972, with interest, and Defendants' motion to pay said amount into the Court.

4. Judgment directing Defendants to deliver to the Court and Plaintiff, and file under seal, to be CONFIDENTIAL, the entire record of their attorneys' fees and costs from May 26, 2009 until February 1, 2018.

The grounds of this motion are that Defendants have provided no evidence to refute the undisputed facts in the record which show that Plaintiff is entitled both to $1,473,550, with interest, under a court-approved time + costs contract with Defendants; a reasonable additional sum as determined by the court; and attorneys' fees and costs to prosecute a claim case which

she would have settled for $2.1 million prior to trial.

This motion is supported by the evidence and exhibits entered at trial; the matters as to which the trial court was asked to, and did, take judicial notice; the Memorandum in Support of Directed Verdict which follows; and such additional memoranda and evidence as shall be presented to the Court prior to the hearing on this matter.

Memorandum in Support of Directed Verdict

a. History of the Case

At a status conference held on May 29, 2013 Louis Levenson, Esq., and counsel for Tomirae Hynie Brown announced to the Honorable Doyet A. Early, III ("Judge Early") their intention to reinstate a 2008 settlement brokered by now-Governor Henry McMaster which had been voided three weeks earlier in *Wilson v. Dallas.*

The Supreme Court found the Attorney General's (AG's) settlement dismembered the estate plan of entertainer James Brown.

The two lawyers, joined by counsel for Russell Bauknight, requested that Judge Early exclude Robert Buchanan, Jr. and Plaintiff Adele Pope, Appellants in *Wilson,* from participating in James Brown cases.

Sr. Asst. AG Havird "Sonny" Jones, hearing the plan to reinstate the AG's 2008 settlement, advised Judge Early of the AG's satisfaction with Bauknight.

At the conclusion of the hearing, Bauknight served Plaintiff with a Notice of Disallowance with Notice of Impending Bar (the "Disallowance"). The Disallowance asserted that Plaintiff was entitled to no fee for her service as PR/Trustee or her defense of Brown's estate plan. The Disallowance asserted Plaintiff might be required to disgorge a portion of her court-ordered SA fee earned in 2007.

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The Disallowance stated that Plaintiff would be "forever barred" if she did not file a Petition for Allowance within 30 days. This case was commenced on June 10, 2013 in response to the Disallowance. [Compl., pp. 1 – 60, Exhs. 1,2].

The 63-page Complaint, with attachments, summarized the joint service of Pope and Buchanan from March 7, 2007 until May 8, 2013. It sought $47,972 in unpaid SA fee; $1,473,550 earned through May 26, 2009 under a court-approved "Time + Costs" contract with Defendants; interest on those amounts under the January 8, 2008 Order of Judge Early (the "Payment Order"); an additional discretionary commission; and other relief, including individual relief against Bauknight.

On July 10, 2013, Defendants and Bauknight, individually, moved to dismiss the Complaint [Motions, Bauknight, Def., 7/10/13].

On June 13, 2013, Judge Early issued Administrative Orders excluding Buchanan and Pope and issuing other directives.

On July 31, 2013, responding to one of the Administrative Orders, Pope filed a Statement of "Attorney's Fees" and Trustees Fees..." The 200-page document again described the services of Buchanan and Pope.

Buchanan, James Bailey, Esq., and Tressa Hayes, Esq. also filed responses to the Administrative Order describing their services and payments. [Status Report, 5/6/15; Affidavit of Bailey, 7/13].

In October 2013, in a separate action, Judge Early approved the SA fee and partial PR/Trustee commission paid to Buchanan before May 26, 2009, and an additional $500,000 paid to him in 2012.

By Order filed January 17, 2014 Judge Early partially granted the Motions to Dismiss,

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and directed:

> Defendant Bauknight has fifteen (15) days from receipt of this order to respond to Plaintiff's Petition for Allowance of Claim. [Ord., p. 14]

On January 17, 2014 Defendant served an Answer. Defendants do not assert any counterclaims or requests for setoff. [Answer].

On May 14, 2014, Plaintiff served a Motion for Partial Summary Judgment seeking in part:

1. $47,972, with interest at 8 3/4% from March 8, 2008; and

2. $1,473,550, the balance of her partial PR/Trustee commission, with interest.

Defendants opposed the motion; attached the Richland 4900 Complaint; and asked the Court to rule that Pope could not receive any pay for service after May 26, 2009. They stated:

> ...[T]he pending litigation in [Richland 4900] that Plaintiff wants this Court to ignore is vital to the ultimate determination of fees because it will determine whether Plaintiff breached her duties to the Estate and Trusts. [Return, filed 6/23/14,Exhibit 1, Complaint,[1] Richland 4900]

On July 2, 2014, Pope filed an Affidavit and approximately 300 pages of additional documentation.

By Form 4 Order filed December 2, 2014, Judge Early ruled:

> Plaintiff Adele Popes motion for partial summary judgment for attorney fees and Russell L. Bauknight, Trustee cross motion for partial summary judgment are denied - material issues of fact exist which preclude summary judgment.

By Order filed January 20, 2015, Judge Early and the Honorable L. Casey Manning, *sua sponte,* ordered joint mediation in Richland 4900 and this case. [Ord. Filed 1/20/15].

On May 8, 2015 Judge Early filed a Status Report with the Supreme Court. The Status

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Report attached Pope's July 31, 2013 Statement of Attorneys Fees... and other documents.

The Status Report advised the Court that Bauknight had more knowledge about the Estate than anyone, and had led the Estate from the brink of insolvency to repaying over $14,000,000.00 on the Pullman bond debt seven years ahead of schedule.

The Status Report also stated in part:

> Mr. Buchanan and Mrs. Pope were sued in Richland County...
> Mr. Buchanan settled the case against him for $500,000.00...

Judge Early found no impropriety in the legal fees of Bailey ($201,465.00) or Hayes ($105,546.74). He reported that Buchanan responded to his June 13, 2013 Order and submitted an itemized statement for time he expended through March 31, 2012 totaling $746,598.00.

Judge Early stated that Pope "appears to claim in excess of $2,000,000.00 for SA fees through May 26, 2007," and "It appears that she claims approximately $5,000,000.00 in fees."

Not recalling the details of the May 29, 2013 hearing, Judge Early told the Court:

> The Order requesting this status report inquired whether any proposed settlement agreement has been submitted for court approval. The answer is an unequivocal no. No lawyer, party or anyone else has discussed, mentioned, suggested or inquired of me anything about the settlement. Neither am I aware of any rumor or "courthouse talk" of any proposed settlement.[2]

On June 10, 2015, the Supreme Court issued an Order admonishing Pope not to make further filings in James Brown cases in which she lacks standing.

An October 2015 joint mediation of this case and Richland 4900 was held.

On February 15, 2016, Judge Early issued a Scheduling Order.

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[2] Pope and Buchanan were not invited by the Supreme Court to respond to the Status Report, and did not. Several DNA-proven children, and others, however, challenged various statements made by Judge Early in the Status Report.

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In May 2016 AG Jones and AG Mary Frances Jowers were deposed. Their undisputed testimony, designated on rebuttal, confirms that neither has a working knowledge of Sections 203 and 304 of the U.S. Copyright Act ("Termination Rights"); the "5 Percent Rule" related to required distributions of private foundations; or estate taxes. Neither had reviewed a claimed $4.7 million at-death value of Brown's music empire. Both declined to answer a number of questions based on a claimed "common interest" shared with the Richland 4900 Plaintiffs between 2008 and 2013.

By Form 4 Order filed July 18, 2016, Judge Early denied the joint motion of Defendants and the Richland 4900 Plaintiffs to consolidate discovery in this case and Richland 4900. Judge Early did allow a member of Sweeny, Wingate & Barrow, P.C. ("Wingate") to attend AG depositions in this case to protect the interest of the AG, one of Wingate's Richland 4900 clients.

In 2016 Estate and Trust expert Rita Caughman testified about her 2008 opinion. She testified that she knows nothing about Termination Rights and that she knows very little about the 5% Rule.

In 2016 David Sojourner, Esq., a tax expert and SA/ST under Brown's Will and 2000 Trust since October 2013, was deposed. Sojourner knew nothing about Termination Rights, and testified that he considered the protection of the "I Feel Good" Charity from attempted exercise of Termination Rights beyond the scope of his appointment. He testified that he and his counsel had charged almost $1.5 million since October 2013. His deposition was designated in rebuttal.

Sojourner testified that he had opposed a 2016 Order of Judge Early awarding James B. about $700,000 in GAL and legal fees. James B. had refused a paid-for DNA test in 2008 while Buchanan and Pope were PR/Trustees.

An Administrative Order filed September 1, 2016, denied Pope's request to review the

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previously-filed-but-missing contingency fees of Levenson, counsel for Tommie Rae, and counsel for James B. The Order was based on Defendants' representation to the Court that "they are unaware of any such filing in its possession." [Order, filed 9/1/16, p. 2].

In October 2016 Governor McMaster was deposed. In testimony designated in rebuttal, McMaster stated under oath that he had not sued Buchanan and Pope in Richland 4900 when he was AG, and had not authorized Bauknight to sue them on behalf of the AG. McMaster said he did not know he was a named Plaintiff in Richland 4900 until after he left office in 2011.

McMaster knew nothing about the workings of the Legacy Trust he created to hold James Brown's assets; had not read James Brown's Will; and knew nothing about the workings on the James Brown Estate or 2000 Trust. He had relied on his staff.

In January 2017, Judge (Retired) Walter Williams was deposed in Chattanooga. Williams was a member of the Advisory Board of Brown's 2000 Trust. He had served on a board to dispense scholarships and valued hundreds of estates.

Prior to the appointment of Buchanan and Pope as SAs, Williams had advised a local newspaper that Brown's charity was worth $100 million. He testified he believed the number to be low, and had based his value on consultations with former Trustee Al Bradley and investment bankers.

Williams opined that Pope had worked hard to protect the estate plan.

On September 26, 2016, Plaintiff served and filed a Motion to Disqualify Bauknight and his counsel in this case only, with supporting Affidavit. Plaintiff asked the Court to assign an SA/St to conclude this case. [Mot., Affidavit, filed 9/26/16].[3]

[3]. The motion was based on Bauknight's continued role as Trustee of the AG's Legacy Trust and agent for Tomirae and certain Levenson clients in light of Tomirae's 2016 statement under oath in Richland 4900 that $2 million had been distributed to her and to certain "children."

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By Order filed January 3, 2017 Judge Early denied Plaintiff's Motion to Disqualify Bauknight and his Counsel in this case only.

On January 4, 2017, Defendants moved to consolidate expert discovery in this case and Richland 4900.

On January 31, 2017, Bauknight was deposed.

In 2017, Stephen Lambert was deposed. He testified that he is one of three trustees of The Graham Foundation, which has assets over $40 million. He is familiar with the Five Percent Rule.

Lambert testified The Graham Foundation hired Pope in 2012 to conduct a self-study that lasted several years. Pope had previously assisted the Graham Foundation with amendments to the Foundation which assured that control would remain in the family.

Lambert testified that Pope disclosed in 2012 that she was being sued by the AG, and that the Foundation would likely not have hired her if it had not already known the quality of her work. He praised Pope's work. Lambert's testimony was designated in rebuttal.

In 2017, Wallace K. Lightsey, Esq., designated by Pope as an Intellectual Property expert, was deposed. Lightsey is a member of the American College of Trial Lawyers and an IP litigator. Lightsey's undisputed testimony, designated on rebuttal, is that very little was known about Termination Rights among IP attorneys in 2007, even though they were created years ago. He testified that he has learned more about Termination Rights as the Ray Charles case, filed in 2012, and others, have worked their way through the courts.

Lightsey gave the opinion that a proper heirs determination is a critical first step for a charity desiring to protect its copyrights.

[Mot. filed 9/26/16, pp. 1 – 9; Aff., pp. 1 - 6].

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On February 23, 2017 Judge Early denied Defendants' motion to consolidate expert discovery.

By Order dated March 6, 2017 Kenneth B. Wingate, Esq., and Everett Kendall, Esq., counsel for Richland 4900 Plaintiffs, were required to give deposition testimony regarding bringing Richland 4900. A portion of the testimony was designated in rebuttal.

In 2017, Solicitor General Robert Cook was deposed. Recalling a March 6, 2013 meeting of Pope and AG Wilson to discuss problems caused by Bauknight's IRS filings, Cook testified that he believed that Pope was sincerely concerned about the "I Feel Good" Charity; appeared competent; and did not appear greedy.

Cook testified that he relied on Jowers for Termination Rights input in the AG's Petition for Rehearing. Portions of his deposition were designated on rebuttal.

In 2017, AG Alan Wilson was deposed. Portions of his deposition, designated on rebuttal, confirm that he knows nothing about the James Brown Legacy Trust ("AG's Legacy Trust") or the James Brown assets over which he exercised effective control from 2011 until 2013.

AG Wilson testified that he knows nothing about Richland 4900, and relies on his staff. He testified that in January 2011 he authorized Richland 4900 to continue to "maintain the status quo." He knows nothing about the heirs of James Brown; Termination Rights; or the $4.7 million claimed value.

On May 23, 2017, after the conclusion of discovery, Plaintiff filed a Motion for Partial Summary Judgment seeking payment of her $47,972 SA fees, $1,473,550 partial PR/Trustee commissions; and interest. The motion was supported by an Affidavit of Plaintiff and depositions and exhibits of McMaster, Cook, Jowers, Wilson and others. [Mot. dated 5/23/17;

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Affidavit Pope, filed 5/4/17; Depos, Sol. Gen Cook, Gov. McMcMaster].

On May 26, 2017, Defendants filed a Motion for Summary Judgment citing as the basis *Wilson* and the June 10, 2015 Supreme Court Order which followed Judge Early's Status Report.

On June 8 and 9, 2017, Judge Early issued Protective Orders as to Wingate, Kendall, Cook and other AG Staff. [Order filed 6/8/17; Order dated 6/9/17].

On August 16, 2017, Judge Early issued an Order Granting Partial Summary Judgment to Plaintiff as to her 2007 SA fee of $47,972, with interest.

By Order filed August 18, 2017, Judge Early granted Defendants' Motion for Transfer to Non-Jury Roster, which was filed July 31, 2017

Prior to trial, Judge Early issued certain oral rulings, including allowing Levenson, who was named as a fact witness shortly prior to trial, to be deposed.[4]

The trial commenced in Aiken, South Carolina on September 5, 2017. It continued, with breaks, until June 5, 2018.

In September 2017, urged by counsel to present an offer to settle both this case and Richland 4900, Pope proposed a "$19 Million solution" which, if funded correctly, would help alleviate the income tax problems cause by the $4.7 million value and the closing letter.

The "settlement" would be funded a combination of cash (the Estate has $8 million) and copyrights, based on a total value of the copyrights of $50 million.[5]

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[4] By Form 4 Order dated August 29, 2017, Judge Early ruled that Pope's "Motion to Reconsider is hereby respectfully denied."

[5] Pope suggested the following steps:

1. Transfer $31 Million in assets to the Grandchildren's Trust (income taxable), to satisfy the approximately 1/3 fractional share formula required to fund the Grandchildren's Trust based on the $4.7 million IRS closing letter;

2. From the Grandchildren's Trust, $10 Million directly to The Pope-Brown Foundation,

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Plaintiff was willing to accept $2.1 million in full satisfaction of her fee claim at the commencement of trial, as well as on June 3, 2018.

The $19 million settlement proposal was introduced by Defendant, over objection of Plaintiff, at trial.

During the trial, Judge Early directed Defendants to present their bills and payments for all James Brown matters from May 26, 2009 through December 2017. The records were delivered *ex parte* to the Court, and not to Plaintiff.

After objection by Plaintiff's counsel, Judge Early rescinded his Order and advised that he had only glanced at the records, and destroyed them. Plaintiff's position is that Bauknight has never filed proper accountings and that the attorneys' fees, deferred-payment and expert cost records are necessary to show that Bauknight did not benefit Brown's 2000 Trust, and had not reasonably settled this and other claims, as he testified.

In January 2018 Defendants moved to pay the $47, 972, with interest, awarded Plaintiff in August 2017 into the Court. Plaintiff opposes the motion.

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or a similar Private Foundation, which would guarantee to pay $500,000 in James Brown scholarships each year for 10 years, 2018 through 2027.

3. Transfer $1.1 Million to Buchanan, Hayes and Bailey, who were not paid their full claims; (deductible)

4. $.9 million for Interest earned on unpaid PR/Trustee claims:

5. $2.5 Million to attorneys

6. $2.1 Million for Pope's SA and PR/Trustee fees

7. Remainder to settle Richland 4900 Counterclaims.

This would leave $11 Million in the Grandchildren's Trust, but since Romunzo Brown is over 35, more than $1.5 million could go directly to the "I Feel Good" Charity. Pope took no position with respect to how the Richland 4900 Plaintiffs would share the cost of the settlement.

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Conduct of the Trial

The Plaintiff's Case

Testimony of Roger Miller (Deposition)

Defendants' expert Roger Miller testified that James Brown's music catalog was "solid gold" and that at the time of his death 15 – 20 times multiples ($45 million - $60 Million) or more would have been expected for it.

Miller opined that 15 to 20 times multiples (annual royalties) would not be an unreasonable value for James Brown's catalog today. [p. 11, L. 10 13]. Nor would it have been when Brown died. [p. 11, L. 14 – 15]. There was a time when 20 times multiples was a pretty common multiple to pay for very high quality assets like Brown's. [p. 12, L. 2 – 3].

Miller testified that there was an influx of private equity into the market around 2004 and 2005 [p. 11, L. 23 – 25], and there are lots of private equity investors out there eagerly chasing these assets. [p. 10, L. 14 – 15].

Miller also opined that music copyrights have incredibly long useful lives, and for U.S. tax paying investors, they can be depreciated on a very rapid schedule. In addition, they have a high SHARPE ratio, which connotes that they are less risky and more dependable than assets with a low SHARPE ration. [p. 7, L. 2 – 10].

When Brown died on December 25, 2006, valuations were a frothy as now, if not more so. [p. 11, L. 23 – 24].

Testimony of Adele Pope

Plaintiff submitted hundreds of pages of evidence and a day of testimony about her service from November 20, 2007 until May 8, 2013.

The 2009 claim was documented with two affidavits and more than a hundred pages of

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documents. It was bolstered by a dozen orders, mostly of Judge Early, finding now-undisputed facts binding on the AG and all beneficiaries under the Will and Trust.

Most of the findings in most of the Orders were never disputed between 2007 and 2009 when they were issued. Nor was any objection made to them within the 1 year statute of limitations.

The Orders confirm that Pope was twice nominated by Alan Medlin, Esq., and others representing Tomirae Hynie Brown, as well as Levenson, first as SA, then as PR/Trustee.

Many undisputed facts are found in the Order of Judge Early dated April 8, 2008, which gives a 30+-page summary of the ethical and appropriate acts of Buchanan and Pope. Three orders, two of Judge Early and one of the South Carolina Court of Appeals, approved and directed the Christie's sale, which took place on July 17, 2008.

The undisputed testimony and orders show a continuing pattern of interference by the AG, acting principally through Sr. Assistant AG Havird "Sonny" Jones, which begins the day after Buchanan and Pope are appointed and continues until they are replaced.

AG Jones' interference culminates in the plan he, Brown's companion and Levenson devise on August 10, 2008 to put all of Brown's assets into a Settlement Entity/Legacy Trust; give half of the "I Feel Good" Charity to Tomirae and 5 Levenson clients; and give the education trust for 7 specific grandchildren to all of Brown's grandchildren.

Pope qualified as an expert in estates and trusts. [p.33] She is a former bank trust officer [p. 21, l. 19- p. 22, L. 4] and lawyer with extensive fiduciary litigation and administration experience. [p. 22]. She was a member of the American College of Trust and Estate Counsel ("ACTEC") and a Certified Specialist in Estate Planning and Probate Law. [p. 24]. She has consulted and testified as an expert, including in the hearings related to the James Brown

settlement in 2009. [p. 24 , p. 27, L. 22 – p. 28, L. 3].

On cross examination Pope testified that she and Buchanan brought in $2.1 million in Royalties during the first half of 2009, which reflects the work they did in 2008. She testified she and Buchanan tried to make a temporary arrangement with Frank Copsidas, Brown's former music manager, despite concerns about him, but an agreement was not reached.

Pope testified she had not seen the I&A filed by Dallas and Bradley when she and Buchanan proposed the valuation formula for the Copyrights and Publicity Rights, but she agrees with it. [Ex. 5]. Pope believes Dallas knows a lot about valuation.

Pope was questioned about delays in responding to 2 specific music clearance requests of the approximately 200 clearances she and Buchanan approved. One, between Dec. 10, 2008 and Jan. 23, 2009, was after the AG's announcement of the settlement, when Buchanan and Pope were awaiting a ruling by Judge Early. If the AG's proposal had been adopted, Bauknight would have replaced them then – rather than 4 months later. [Ex.9, Kane email].

A second clearance request came in June 2008, when AG Jones was claiming that there was no Trust and all trust actions were stayed.

Questioned about deferred payments, Pope described herself as one of the deferred-payees, and raised concerns that entertainment counsel Ray Gonzalez and others were not paid by Bauknight after he replaced them.

Buchanan and Pope had 4 years to work on Termination Rights issues when they hired Jeffrey Smith, a Georgetown Law graduate and retired patent lawyer, in June of 2008. Smith was terminated in August 2008 when the AG declared Tomirae and Levenson clients would be Brown's heirs. [p. 384].

Pope stated she was not a Termination Rights expert in 2008, but had become one by

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2010. [p. 507].

Pope stated that Tomirae's case was weak because of evidence she was married, living in Texas with her husband, and possibly pregnant when she took up with Brown. [p. 508].

Testimony of W. Steven Johnson (By Deposition taken July 20, 2016)

Trust and Estate Expert Steve Johnson provided an Affidavit/Opinion in 2009 that Buchanan and Pope had provided extraordinary services to Brown's estate. His 2016 deposition testimony was consistent with his 2009 opinion. The same is true of his rebuttal testimony.

Testimony of James B. Richardson, Jr (By deposition)

Richardson, an Appellate expert, gave testimony that he had conducted more than 200 appeals in various courts and has been a member of the American Academy of Appellate Counsel for more than twenty years. He stated that the James Brown appeal was by far the most difficult of his career.

Testimony of William Sellars (By deposition)

William Sellars was appointed CPA for the Estate/2000 Trust by Order of Judge Early dated August 10, 2007. He resigned after completing the Estate Tax Return in September 2008.

Sellars testified that he had little memory of the events, and no file. He and partner Mary Jo Cole, CPA, had prepared the Application for Determination, form 1023, for the "I Feel Good" Charity; the estate tax return, and payroll matters. He had contacted the IRS and S.C. Tax commission, but did not recall whether he had filed a tax return.

As to Schedule F2, Brown's music empire, on the Estate Tax Return, Sellars said he had never signed an $84 million return before, but would not have signed it if he had not believed it to be reasonable.

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Defense Testimony

Plaintiff objected to all testimony of Defense experts based on Defendants' failing to plead any setoff or counterclaim. Plaintiff has demonstrated her entitlement to the commissions sought in this action. Moreover, even if Defendants had asserted a counterclaim or affirmative defenses seeking to reduce the commissions sought by Plaintiff, which is denied, they failed as a matter of law to put in sufficient evidence of any actual amount of damages suffered by the Estate and Trust proximately caused by Plaintiff's service as PR and Trustee. As such, a directed verdict should be granted to the Plaintiff because Defendants failed to plead any counterclaim or setoff or, in the alternative, there is no competent evidence upon which the Court could rely that Plaintiff caused any damages to the Estate or Trust upon which any counterclaim or affirmative defense could be based.

Testimony of Russell Bauknight:

Russell Bauknight is a fact witness only. He was not qualified as an expert in any area. Even though a CPA, he could not give the definition of "fair market value."

The undisputed fact to be derived from the testimony of Bauknight is that many of his material statements do not conform to the evidence.

When viewed with the record at trial, Bauknight's testimony shows that he and Peter Afterman have worked together for 9 years -- but not for the benefit of the beneficiaries of James Brown's 2000 Trust.

Bauknight testified that he has served continuously as PR/Trustee since May 26, 2009. Defendants' expert Tiffany Provence and Plaintiff disagree. *Wilson* stated Bauknight's PR/Trustee appointment from 2009- 2013 was void.

Bauknight testified that Buchanan was paid zero as a PR/Trustee fee. The record (the

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2009 claim), however, shows that Buchanan had already received his entire SA fee and a small part of his PR/Trustee commission (about $50,000) when he and Pope were replaced by Bauknight on May 26, 2009.

Buchanan was paid another $500,000 in 2012. If it was not a PR/Trustee commission, then Bauknight paid half a million dollars to secure releases for himself as Trustee of the AG's Legacy Trust, the AG, Tomirae and others.

Bauknight testified that he did not get a list of the copyrights from Buchanan and Pope, but the receipt he signed in July 2009 shows that he got both a hard copy and a CD of the TIAA copyright record.

Bauknight testified that the "IRS" told him that his predecessors never filed James Brown's 2006 income tax return, but $4.6 million of income for that year, was reported through JBE, Inc. in the fall of 2007; filed with Judge Early's Court; and re-sent to the IRS in December 2007 by Buchanan and Pope, with a request for help regarding income tax problems cause by Dallas, Cannon and Farr.

Bauknight testified that Pope and Buchanan damaged the 2000 Trust, sole residuary beneficiary of Brown's Will, by not hiring a bond expert to explain the Pullman Bond for her so she and Buchanan could borrow some money to pay the estate taxes and the income taxes.

The undisputed record, however, shows that Buchanan and Pope had already read the Pullman Bond in 2007, when David Cannon's $900,000 taking was discovered. While still SAs, they had kept M&T bank from declaring default based on Cannon's actions, and worked out a $100,000 loan from the TIAA funds to go after David Cannon.

Bauknight testified that that Pope caused a loss by not borrowing funds from TIAA to pay the estate taxes and income taxes. The record shows, however, that until the AG gave half of

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the TIAA assets to Tomirae and the Levenson clients, these assets did not generate any estate taxes and were permanently paid either to the "I Feel Good" charity or to low income grandchildren for education.

There is no dispute that under Brown's Will the $192,000 +/- estate tax payable was charged to Brown's 6 acknowledged children, not the Estate.

Bauknight's testimony that he saved estate taxes is inconsistent with the actual record. The actual record shows that Bauknight got away with claiming a $2.8 million charitable deduction by not telling the IRS $2 million of the $2.8 million was going to grandchildren, and not charity.

Bauknight testified that Buchanan and Pope should have immediately hired a music manager, but he waited from May until November of 2009 to hire Afterman, then blamed the delay on Buchanan and Pope.

The undisputed record before the Court is that Buchanan and Pope inherited Frank Copsidas with a troublesome contract; tried to work with him; and were unable. By January 2008, Buchanan and Pope had hired Ray Gonzalez, now head of Warner Music Legal, who was available; in Nashville; and later willing to be named as a successor Trustee.

Bauknight testified he and his music manager Peter Afterman have benefitted the Estate and 2000 Trust, but after 9 years Bauknight does not have an idea of what the value of the Estate/2000 Trust is; has not properly accounted; and knows only that he has $8 million in the bank.

The record shows that by simply stopping the stealing and stabilizing the clearance process, Buchanan and Pope had been able to secure $2.1 in royalties in the first half of 2008. And the TIAA debt had been reduced to about $11.3 million. At this rate, Buchanan and Pope

would have had much more the $8 by 2018.

Defendants' missing records will show whether it was worth paying Afterman, lawyers and experts for 9 years to make no charitable distributions, no education payments and still have only $8 million in the bank.

Bauknight said no tax returns were filed by his predecessors, although Dallas & Bradley, through Phil Farr, and reporting the income within JBE, Inc., had filed both a 2006 Income Tax Return for JBE, Inc. and an amended Return.

Bauknight testified that he received no list of the royalties, but the receipt he signed in July 2009 shows that he received both a hard copy and a CD copy.

Bauknight said he knew nothing about copyrights when he was appointed, and began right away to seek a music manager. He hired Inaudible Productions, Peter Afterman's company, in November 2009. Afterman has done work for the Rolling Stones.

Bauknight testified that he speaks to Afterman almost every day, but asserted he did not know that Peter Afterman has been working since August 2013 to assist Tomirae and James B. with their efforts to siphon off U.S. royalties from more than 90 of James Brown's 900 copyrights between 2015 and 2023.

Afterman's work for Tomirae and her son has been a matter of public record since September 2013, when Marc Toberfoff, Esq., protested his actions. Yet Afterman's company has been paid more than $1 million.

Bauknight placed these issues in this case when he, and experts relying on information he provided, claimed (contrary to the record) that Buchanan and Pope damaged the 2000 Trust, and Bauknight has benefitted it.

Bauknight asserts that Buchanan and Pope had no advice on copyrights "to my

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knowledge," but is aware of Jeff Smith, Ray Gonzalez, and Julia Foster.

Bauknight asserts Buchanan and Pope should have hired experts on a deferred-pay basis, but he did not pay Ray Gonzalez, Jim Bailey, Hogan and Hartson, Buchanan or Pope what they were owed.

Bauknight testified that he had spent about half a million dollars on improving James Brown's house, and that he found a letter from Louis Levenson complaining about the house. He overlooked that the record shows Buchanan and Pope tried to sell the house to Levenson's clients for $900,000; a Levenson client accepted; but Levenson rejected the sale.

Bauknight testified that the music assets placed in Iron Mountain secure storage by Buchanan and Pope in Nashville to be near entertainment lawyer Ray Gonzalez, were not properly inventoried, but the Wells inventory is inconsistent with that claim.

Bauknight asserts that Buchanan and Pope caused damage by leaving some vehicles sitting on their rims, but he told the IRS the value of the Rolls Royce and other vehicles was zero, or near zero.

Bauknight stated that by failing to move $485,000 from one TIAA account to another, Pope lost 8% per year, or could have used the funds for the tax escrow.

Bauknight claimed that he had reduced the foreign sub-publisher fee from 50% to 9%.

Bauknight asserted that Brown is the most sampled artist in history, and that he had gotten a $2 Million payment, which, if a music expert had been on board, would have happened earlier.

But Afterman, the music expert, simultaneously worked on the PBW appraisal, which valued the sampling revenues, a zero, or near zero, and on the GT claim which valued them at $14 million or more. [Afterman was withdrawn as an "expert" in the GT case after objections.]

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Bauknight suggests that if Pope had a music manager, the things he did could have been done 554 days earlier. But he failed to take into account that the AG assumed legal, fiduciary responsibility for control of the James Brown asset on August 10, 2008 - cutting the 554 days in half. In addition, from November 30, 2007 to April 8, 2008 the AG had challenged Buchanan's and Pope's authority to act, including interfering with contracts. And between June 1 and July 14, 2008, the AG claimed there was no Trustee of the 2000 Trust.

Bauknight asserted he had settled all claims except ALPS and Buddy Dallas. He suggested that Few & Gilreath had handled the Morgan Stanley case badly. The record suggests that he damaged all of those claims by naming Joel Katz, Cannon and Dallas as witnesses for Plaintiffs in Richland 4900.

Bauknight, a CPA, claimed that Buchanan and Pope had failed to file the 2007 and 2008 tax returns; claimed he had filed all proper tax returns; but failed to produce a single return to show the hundred of thousands of dollars of income tax that would have been due each year both from the AG's having given 50% of income to Tomirae and the Levenson clients, and by the additional burden of shifting 31% of the assets from the "I Feel Good" Charity to the taxable grandchildren's trust with the $4.7 million value.

Bauknight stated that only 5 copyrights have been lost, but failed to advise the Court of the role Afterman played on Tomirae's behalf in bringing about the loss.

Bauknight criticized a May 30, 2008 clearance request, as to which he asserts there was an inadequate response. On that same day David Bell, Esq. and the AG were claiming to Judge Early that nobody had a right to take any action on behalf of the 2000 Trust because of an order issued a few days earlier in the Dallas appeal.

Bauknight described the system he and Afterman have for tracking clearances, to assure

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that they are being paid properly, but failed to provide records of its cost or results.

Bauknight put into play a comparison of his service with that of Buchanan and Pope. Yet he has not produced any evidence either of loss by Buchanan and Pope or net benefit to Brown's 2000 Trust and its beneficiaries by his service, after exorbitant legal and expert fees. Further, he is actively working with a music manager whose disloyalty to James Brown's 2000 Trust is patent.

The undisputed evidence is that not a single grandchild or a single needy student, the only beneficiaries of the 2000 Trust, has received any benefit for 9 years. Tomirae, lawyers for James B., Bauknights lawyers and Bauknight's firm, have received millions.

Bauknight claimed he had a difficult time getting files, and got only 80 boxes, but the record shows he had signed a receipt for 145 boxes, which were carefully catalogued in June 2009.

Baunight said he paid $80,000 to restore and clean uniforms, while Buchanan and Pope placed James Brown's outfits at museums, which did the same thing without charge.

Bauknight claims the overstatement of the TIAA debt at $19 million was pulled from the documents, but it was his duty to get it right.

Bauknight claims he was prohibited from paying Pope. Yet he had secured the restriction, and Pope would have been happy to join in a Court order to be paid.

Since May 2010 Bauknight has been pursuing Richland 4900 "on behalf of" the Attorney General of South Carolina. But Governor McMaster says under oath that he never authorized Bauknight to take that action.

Bauknight asserted that the CROBIS/GreenLight settlement and 2-year publicity rights contract would have paid all of the money to a Chicago lawyer, and gotten nothing for the Estate.

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This is entirely inconsistent with the records.

Bauknight asserts that Jim Gilreath had to write Buchanan and Pope to get documents in 2010. The correct record is that on about June 4, 2009 Bauknight directed Few and Gireath not to have any confidential coversations with Buchanan and Pope, who had discovered most of the wrongdoing. Then Bauknight delayed for a year getting the GT file, trying to prevent GT from retaining a copy of their own file.

Bauknight testified that he is sharing every clearance request with Afterman, the person working since 2013 to siphon off the 2000 Trust's royalties for Tomirae.

Bauknight opined that Pope's work is worth less than zero.

Bauknight is not an expert. The claimed losses, even if correct, would be a drop in the bucket compared to the annual loss of $1.5 million and total loss of half of Brown's "I Feel Good" Charity Bauknight worked from 2009 until 2013 to bring about.

Testimony of Ellison Thomas

CPA Ellison Thomas qualified as a forensic accountant. He has been engaged by Defendants on several James Brown matters, beginning several years ago. He was engaged for this matter in 2016. His direct testimony concluded on September 7, 2017, and cross examination took place on December 14, 2017.

In the Cannon matter, Thomas prepared a chart of funds flowing into James Brown. The Chart, used as Exhibit 4 in Cannon's criminal proceeding, shows that more than $8 million dollars came into James Brown every year between 2000 and Brown's death in 2006.

Thomas' chart did not include the 1999 $5 Million "check to nobody." He did not recall why. Thomas did not recall that Buchanan and Pope had discovered the $900,000 Cannon took in 2006.

Thomas had also prepared calculations for the Estate's damage claims against Greenberg Traurig, Dallas and Phil Farr, CPA. He could not recall details of these matters, and agreed that they should appear on the Estate Tax Return. He had not, however, been engaged for that matter.

Thomas prepared a chart, entitled "Probate Court Accounting" which is, in effect, a reconciliation of the checkbook. He did not include in the accounting the $7+ million of royalties received by M&T Bank during the period, which reduced the TIAA debt to approximately $11.3 million on May 26, 2009, the day Buchanan and Pope were replaced.

Thomas noted that a large percentage of the checkbook went to pay Buchanan's SA fee, Pope's partial SA fee, and a small portion of Buchanan's PR/Trustee fee, all of which were bearing interest and are a first priority expense of administration.

Thomas did not render any opinion about either the priority or the appropriateness of the payments.

Thomas, in addition, opined that Buchanan's and Pope's failure to break down the Schedule F2 assets on the Estate Tax Return and attach appraisals was inconsistent with IRS regulations. He also said that JBE, Inc., should have been on Schedule B, rather than Schedule F. (But if owned by the 2000 Trust, he was unsure on which Schedule it should be).

Thomas admitted had no opinion about the values themselves. He also agreed that the GT, Cannon and other claims were assets of the estate which needed to be reported on the Estate Tax Return.

Thomas agreed that placing an asset on the wrong schedule of the Estate Tax Return did not produce a different outcome. He was not asked to look at the claimed $4.7 million appraisal; the income tax returns prepared by Bauknight; or Bauknight's IRS filings.

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Thomas had prepared damage calculations for GT related to their proposed sale or refinance of the James Brown assets under the 2006 "October 18 Letter." The refinance was proposed after the Royal Bank of Scotland (RBS) deal failed.

With respect to the claim against CPA Farr, Thomas did not recall its value, but agreed that it should show up on the Estate Tax Return.

When questioned about the $42 Million (minimum) professional appraisal required by Royal Bank of Scotland (RBS) to grant James Brown the loan, scheduled to close May 5, 2006, Thomas did not recall having seen the RBS appraisal. He agreed, however, that Pullman's claim for 12 ½ % of the deal "stopped the train."

In the GT matter Thomas reviewed 60,000 emails. The purpose was to address GT's efforts to diminish its role in James Brown's affairs.

Thomas was not involved in the sampling portion of the claim against GT.

Thomas did not recall any master calculation of the value of the claims filed by Few & Gilreath under Buchanan and Pope.

Thomas presented no evidence to refute Buchanan's and Pope's estimate on the March 2008 IRS extension request of approximately $10 million for the claims against GT, Cannon, Dallas and others, and which became part of the $84 million.

Although Thomas' chart noted payments to Buchanan and Pope after the Christie's funds came in, he had no complaint about them, and no opinion about whether the payment were appropriate.

All of the payments shown in the Thomas probate chart for legal, SA and PR/Trustee fees had been approved by Judge Early prior to trial. And no Petition for Review of any Probate Court Accounting of Buchanan and Pope had been filed within the one-year statute of limitation,

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or in the following eight years.

Thomas gathered all of his information from other people. He did not recall anyone telling him Buchanan and Pope had done anything wrong. He had no opinion about whether the payments were a bad idea.

Thomas said he could not find anything to support the $99+ million used by Buchanan and Pope for the second part of their requested fee calculation, but the number was taken from the Accounting of assets delivered to Bauknight on May 26, 2009.

Thomas did not know how much he had been paid.

Thomas did not have an opinion about whether the $10,000 estate tax payment paid by Buchanan and Pope to the IRS in 2008 was "substantial" or not.

In summary, Thomas presented no evidence or wrongdoing or loss by Buchanan and Pope.

Testimony of Bradley Sharp

Bradley Sharp qualified as an expert in valuation of copyrights. He is president of FIT.

Sharp claimed the method, not the result, used by PBW was appropriate.

As to the formula presented to Judge Early on November 14, 2007, while Sharp did not find support for the underlying multiples he did not find the value to be incorrect. The method was entirely consistent with the 2002 Harlan Howard Estate, which created a multiple based on the number of years the copyrights were expected to last.

Sharp did not find that road shows revenues were an appropriate proxy for valuing the publicity rights, and accepted the just-under $700,000 value of Brown's Publicity Rights assigned by PBW. This contrasts with the approximately $45 million posed by Branding expert Terry Cox in filings with Judge Early in 2007 and 2008.

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Sharp testified that he based his work on historical (pre death) information despite the fact that the James Brown estate now has 11 years of post-death history of $3 million - $4 million royalties; only 5 of 900 copyrights impaired by Termination Rights claims; and opportunity to exploit James Brown's image and persona.

Sharp opined that a non-binding letter of intent is not an indication of value, but expert Defendants' expert Miller confirms that in 2006 frothy investors like TJBL were looking to pay 15 – 20 times revenues for solid gold assets like Brown's catalog.

Sharp reviewed the Afterman/PBW appraisal as showing the copyrights at $23 million before debts. He said the assets would be $26 M with real properly.

Sharp was not engaged until 2017.

Sharp used unverified claimed 2009 – 2016 data, for the copyrights only, to opine that James Brown had a spike in clearances in 2010, but Bauknight explained the spike by certain one-time payments that year.

Sharp opined that the return on the copyrights returned to $3.5 - $4 million a year until 2016. This is lower, on an annual basis, than the $2.1 million Buchanan and Pope generated in the first half of 2009 by simply stopping the stealing; consulting with expert Ray Gonzalez as needed; and giving the process the daily personal attention Sharp said was critical.

The Harlan Howard Case speaks directly to the Brad Sharp issue when it states that the purpose of Howard's nonprofessional appraisal, which the IRS accepted, was to get the figure right – not see what they could get away with. Harlan Howard's spouse and accountant asked themselves how long the copyrights were expected to last after Howard's death. They did not secure a professional appraisal. For Howard, it was 6 to 8 years.

For all except 5 James Brown's songs lost prematurely, it has already been 11 ½ years,

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and Sharp presented no evidence that there was any waning in the royalties, even after 5 songs were lost in 2015. Thus the high side of Roger Miller's 15 – 20 times royalties, should have been used in the "Bridge Analysis."

Sharp's "Bridge Analysis" of Buchanan/Pope's $84 million, when corrected for the Howard Estate (2002), the Ray Charles Case and other known law, produces a different result.

First, Sharp assumed incorrectly that the $84 million was only copyrights and Publicity Rights, ignoring the Tangible Personal Property (TPP), Rolls Royce; $17+ millions in claims against Cannon, GT and others; and miscellaneous property.

Sharp then attempted to "bridge" between Buchanan/Pope's $84 million and the $4.7 million. He did so by reducing the $84 million figure by what he claimed was Miller's Termination Rights value of $8.8 Million; the $3.4 Million TIAA debt he claims Buchanan and Pope got wrong; and $.6.3 million for a TIAA prepayment penalty which could not be used as an estate tax deduction. Sharp then changed what he thought was a $57 million Publicity Rights value in the Pope/Buchanan formula to PBW's $689,000.

Had Sharp actually applied what expert Miller and expert Woolley testified to, and added the other assets, the Bridge would have produced:

1.	Copyrights (as Per Miller) 20 x $3 Million	$60,000,000
2.	Adjustment for Termination Rights[6]	0
3.	Adjustments for TIAA	0
4.	Prepayment penalty	0
5.	TPP (at least, based on Woolley's testimony)	$ 20,000,000
6.	Claims Against GT, others	$10,000, 000
	TOTAL WITHOUT PUBLICITY RIGHTS	$90,000,000

[6] Miller did not value the Termination Rights as of death. His assumptions are not applicable here. Miller leaves valuation of a particular individual's Termination Rights as of Brown's death to the lawyers. [See confidential testimony] Pope has valued the rights of Tomirae and the 5 Levenson clients at death at less than 5%. [See Lightsey Depos.]

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This would leave a gap in value of the Publicity Rights between $689,000 and $10+/- million. The cases of Michael Jackson and Whitney Houston show that the IRS does make serious mistakes in valuing publicity rights, but getting away with a $689,000 valuation for Brown's Publicity Rights did not necessarily well serve the beneficiaries of the 2000 Trust.

Sharp rejected the $40,000,000 Publicity Rights valuation by Richard Alexander, and did not address Terry Cox's approximately $45 - $50 Publicity Rights valuation in 2007. Yet he did not value the publicity rights at Brown's death, or now, himself.

None of Sharp's testimony suggests that the $84 million number, or any adjusted number, or the result produced by the formula presented to Judge Early in December 2007 is wrong. Sharp simply complains, at $700 an hour, about the method.

Based solely on an excel spread sheet provided to him by Defendants, and with no review of the underlying data, Sharp opined about clearances from 2009 to 2016. He said the percentage of approvals were up from below 60% in 2008, but gave no idea of how Bauknight came up with this rate.

Sharp said approval went up to 85% in 2010. After the $9 Million in 2010 (the year of the lump payments), it was back down to $3.5 - $4 million per year.

Sharp opined that the increase was better management, but there was really no increase, and there is no information about the cost of Afterman, other experts.

The only measure of Bauknight's and Afterman's claimed success is $8 million in the bank 9 years later, and no payment of education benefits either to the needy students or the 7 grandchildren.

Without supporting documentation, Sharp claimed there were only 65 clearances in 2008, 60 in 2009, and 234 and 215 respectively in 2012 and 2013. Yet the claimed 2012 and 2013

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clearance – supposedly more than 3 times as many – produced less per year that what Buchanan and Pope produced.

Sharp's confidential testimony about the Estate Tax Return continued the same pattern of reliance on what he was handed. All he knew about the clearance in 2008 and 2009 was data provided him 9 years later by a person who said Buchanan and Pope maintained no data, and without consultation with Buchanan or Pope.

Sharp did not value the copyrights and publicity rights at James Brown's death. He did not say the $4.7 million value was correct. He could not recall how many hours he had spent.

Like all other experts, Sharp did attempt to quantify the negative impact of an AG with an untrained staff proposing to take over the operation of a charity owning 900 copyrights which need ongoing attention.

In summary, Sharp based all of his opinions and calculations on faulty data. He treated one-time payments in 2010 as a spike in clearances. He demonstrated that an elaborate, expensive system fared no better on clearances that Buchanan and Pope. He provided no evidence of either an incorrect value or damage by Buchanan and Pope. He did not try to quantify the AG's damage.

Testimony of Louis Levenson

Louis Levenson is the only fact witness other than Pope who has been directly involved in the James Brown estate for as long as Pope. He has worked for 11 years to dismember James Brown's estate plan, including during the 5 years Buchanan and Pope worked to protect it.

Levenson was not qualified as an expert. He no longer represents his original twelve clients. The undisputed record and Levenson testimony support Plaintiff's position that Buchanan's and Pope's defense of James Brown's 2000 Trust from 2008 to 2013 was

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extraordinary. Their service restored the 2000 Trust education benefit of 5 grandchildren clients Levenson abandoned in December 2007 when he filed suit to set aside the 2000 Trust.

In January 2007, Levenson contracted with Deanna Thomas, Forlando Brown and other "family" members to be paid $150,000 and 30% of what he could get them by dismembering James Brown's estate plan.

Levenson undertook to represent the 6 adults entitled only to Brown's household goods, and 7 grandchildren Brown gave an education fund under the 2000 Trust.

By March 2007 son Terry and grandchildren Romunzo and Forlando had fired Levenson and hired David Bell, Esq. .

From March 2007 until November 20, 2007 Levenson worked closely with the SAs, mostly Pope, to uncover a substantial part of the $17 million Cannon took from James Brown between 1999 and Brown's death.

On November 15, 2007 Levenson made no objection to the valuation formula presented to Judge Early, although at the time Levenson had substantial knowledge about the Brown's income and assets.

On November 20, 2007 Levenson supported the appointment of Buchanan and Pope as PR/Trustees. After the appointment Levenson questioned Dr. Terry Cox in Judge Early's chambers about a proposal for potential purchasers of Brown's assets to pay kickbacks to Cannon and Dallas.

At the December 21, 2007 hearing Levenson made no objection to Buchanan's and Pope's request for Judge Early's approval of their partial commission agreement with Defendants, or their SA fee.

On December 26, 2007 Levenson filed suit to set aside both the Will and 2000 Trust,

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jeopardizing the education trusts of his 5 remaining grandchildren clients.

Levenson had actual knowledge of the dirty tricks of David Bell, Esq., and Forlando, who filed false grievances against him in 2008.

On January 8, 2008, when Judge Early issued the Payment Order approving payments to Buchanan and Pope, Levenson did not seek reconsideration or appeal.

On February 20, 2008, Levenson did not seek reconsideration of, or appeal, Judge Early's first Order approving the Christie's appraisal and sale, or the sale of Brown's father's house to Levenson clients.

On March 8, 2008 Levenson joined Buchanan and Pope in asking Judge Early to conduct a proper heirs determination under both State and Federal law. [Ord. 3/8/08]. His clients asserted in the Consent Order that Tomirae was not Brown's spouse.

In March 2008 the Levenson clients interfered with the Christie's sale, even though Pope and her staff had given them days of opportunity to select items to withdraw from the sale. [Ord. 4/1/08]

Levenson did not seek reconsideration of, or appeal, Judge Early's April 1, 2008 finding that the Levenson clients had interfered with the Christie's sale, but, to date, not caused any damage.

Levenson's clients did not seek reconsideration of, or appeal, Judge Early's April 8, 2008 Order finding that Buchanan's and Pope's appointment and all of their service as both SAs and PR/Trustees was both ethical and appropriate.

Levenson received a copy of Buchanan's and Pope's First Semiannual Report in May 2008, and made no objection to it.

On August 10, 2008 Levenson and Levenson's adult clients agreed to dismember their

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children's education trusts and Brown's "I Feel Good" Charity by giving Tomirae 25% of Brown's "I Feel Good" Charity, and taking 25% for themselves.

In January 2009 Levenson and his client agreed to give Terry a share of the James Brown assets and a Right of First Refusal (the "ROFR") for Terry to buy the assets.

In March 2009 Levenson sent a message to Pope through James Gilreath that there would be problems if she and Buchanan didn't abandon their opposition to the AG's plan.

Levenson had full knowledge of virtually every act of Buchanan and Pope when it happened, but never filed any action (other than the Christie's sale interference) in Aiken County within the one-year limitation period.

In May 2010, Levenson signed the Wingate 40% contingency fee contract to sue Buchanan and Pope for nine Richland 4900 Plaintiff without the knowledge of many of his 9 clients.

In 2011, Levenson told the Supreme Court Brown's music empire was worth $4.7 million, even though Bauknight asserts Levenson never saw an appraisal to support the claim.

In 2012 Levenson and Wingate failed to communicate to Levenson's 9 clients Pope's offers to end Richland 4900 for many of the clients, and resisted the appointment of a GAL for the minors and incarcerated client Venisha Brown.

In 2012 Levenson joined in vitriolic claims in the Supreme Court to prevent Tomirae's handwritten notes admitting she was not Brown's spouse from being released by Judge Early.

On May 8, 2013 the Supreme Court voided the AG's 2008 settlement and voided Bauknight's PR/Trustee appointments.

On May 29, 2013 Levenson and Alan Medlin announced to Judge Early in open court their intention to reinstate the 2008 McMaster settlement. They joined Bauknight in asking Judge

Early to exclude Buchanan and Pope from James Brown hearings.

By September 2013 Levenson was aware that Peter Afterman was working to help Tomirae and James B. procure U.S. royalties from more than 90 of the 900 copyrights Brown devised to the 2000 Trust between 2015 and 2023.

In 2017 Levenson filed suit against Defendants for a share of the "common fund" he claims to have created. Just before trial of this case, in September 2017, months after the close of discovery, he was designated as a witness.

In 2018 Levenson's former clients Deanna, Yamma, Tonya and Venisha sued Bauknight, David Sojourner, Esq., and Tomirae in federal court in California, claiming Defendants are engaged in backroom deals with Tomirae and James B.

With the above undisputed record, Levenson testified that Buchanan and Pope had no duty to defend the estate plan, or that the duty was minimal. This is inconsistent with the ruling in *Wilson v. Dallas*. Plaintiff incorporates in its entirety the Brief filed by Plaintiff at the Court's request on this issue after the Levenson testimony.

Levenson testified that his clients were offended because Plaintiff claimed to know about Brown's wishes from a book. The evidence, however, shows that Buchanan and Pope, like others, learned about Brown's wishes from his 2000 Will and Trust; his almost-identical 1999 Will and Trust; his voice tape of his wishes to create the "I Feel Good" Charity; and the Levenson clients' own statements about James Brown's generosity and love of education.

Levenson testified that he did not believe there were any valid offers to buy James Brown's assets, although in 2010 his clients sued Buchanan and Pope for tens of millions of dollars claiming they should have accepted a 2007 $100 million offer for Brown's assets.

Levenson testified that his client did not mind that Bauknight valued the James Brown

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assets at $4.7 million, but the PR/Trustees duty to file truthful tax returns is not tied to whether beneficiaries to tangible personal property like what you do.

Levenson stated that Buchanan and Pope did not ask for fees related to the Cannon contempt; that he was the only person; and that he did the work. This is inconsistent with the record, which shows that Buchanan and Pope did much of the work, but did not ask for attorneys' fees because they had no attorney. Their work on the Cannon contempt was done by them as SAs.

In May 2010 Buchanan and Pope asked Judge Early to charge the entire SA fee, about $317,000, to Cannon under the April 8, 2008 Order. At the May 2010 hearing, however, Levenson and Bauknight objected to Judge Early's hearing anything other than attorneys' fees. Within months Bauknight and the Levenson clients had named both Cannon and Dallas as Plaintiffs' witnesses in Richland 4900; and efforts to have Judge Early conduct a hearing on having Cannon pay the SA fee were unsuccessful.

Defendants and Levenson suggest that personal items family asked not to be sold were sold at the Christie's sale. This is inconsistent with the record and days Pope and her staff spent to give family an opportunity to choose items, but they did not.

Levenson's testimony that opportunities to avoid friction were not taken is inconsistent with the record of Pope's work with the family, and allowing family members to take all of the credit for museum placements and openings; invitations to be on the Advisory Board; and other instances where Buchanan and Pope extended every courtesy to family.

The fact that Levenson has now been fired by his former clients; that two of them sued James Brown in 2002; that two have been suing Tomirae since 2013; and that several sued Bauknight and Sojourner in federal court in California suggests that Buchanan and Pope had

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virtually nothing to do with causing or prolonging the extreme discord.

Levenson said his clients agreed to recognize James B. as Brown's child, but this is inconsistent with their current litigation against him, in which Levenson is not their lawyer. Further in the March 8, 2008 Order, consented to by Levenson, his clients did not recognize James B. as a child. Buchanan and Pope, however, agreed to do so in their 2009 settlement proposal, which was ignored.

Levenson testified that Buchanan and Pope did nothing with alternate financing to avoid the Christie's sale, but Judge Early's February 20, 2008 Order specifically found that they had explored other possibilities, and the Forlando federal injunction suit and other factors prohibited it. In addition, the record shows that from January until July 2008 Bell was trying to have Levenson disqualified; claiming his contract was forged; and objecting to everything the Levenson clients did except purchase "Pop's House."

Levenson's account of the Grammy sale (that Buchanan and Pope tried to sell it) is inconsistent with the record and consistent with his alliance with Bell since 2009, with knowledge that the false Grammy © story was planted by Bell and Forlando.

Levenson suggests that Buchanan and Pope engaged in an "unlimited and unqualified" defense of the estate plan, where the record in this case showed that they spent only about $225,000 in legal fees, plus costs, for defending the estate plan from August 12, 2008 until April 8, 2013, through the hearing and appeals. [See Status Report and testimony of *pro bono publico* lead Appellate counsel Richardson.] This saved about $1.5 million a year for the 2000 Trust, and restored the education trust shares of 5 grandchildren clients Levenson had abandoned.[7]

[7] Richland 4900, for which Levenson signed the 40% contingency fee contract for 12 parties, and efforts to consolidate it with this suit, have likely wasted far more than the entire defense of the estate plan.

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Levenson asserts he does not know why Gilreath called him instead of Pope, but the record shows Bauknight directed Few and Gilreath not to have any confidential discussions with Buchanan and Pope just days after his appointment.

Levenson admits his clients did not just object to the Christie's contract, but to the concept of a sale, even though they did not have funds to pay the estate taxes they owed.

Despite criticisms being raised for his former clients 10 years later, Levenson admits that his clients never challenged the right of Buchanan and Pope to serve until the AG's settlement giving them a quarter of Brown's charity was reached.

Levenson says there is a limit to what should be spent to defend an estate plan, but about $225,000 over 5 years to stop the loss of $1.5 million a year for claims now abandoned for a token payment is patently reasonable.

Levenson makes a distinction between Buchanan and Pope's being chosen by Brown and being appointed as set out in Judge Early's Appointment Order, but this does not exist in the record or Probate Code.

Despite Judge Early's Order finding raising funds for a reasonable defense is appropriate, Levenson asserts he does not believe it was the duty of Buchanan and Pope to defend the estate plan.

Levenson reasserts the argument raised in the appeal, and rejected, that a general statement in the Few/Gilreath 2008 Case 322 complaint supports a cause of action for undue influence, where the statement was general; inapplicable to the Will/Trust; and made two months after the Levenson Will/Trust contests were filed.

Levenson repeats the incorrect assertion that a Trustee could be paid 50% compensation under Brown's 2000 Trust.

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Levenson overlooked that Buchanan and Pope owed no duty to his adult clients after they challenged the estate plan; owed a duty at least to the minor grandchildren under the documents; and that the prudent action for a PR/Trustee in the face of an AG threatening to take away $1.5 million a year of income from a charity by giving the assets to persons favored by the AG is to take all reasonable measures to stop the AG.

Levenson is not an expert. He provided no evidence that Buchanan's and Pope's low-cost defense of the challenges he filed from 2007 until 2013 was improper or caused any loss to the 2000 Trust. The Levenson testimony supports Plaintiff's position that her services and those of Buchanan were extraordinary.

The Testimony of Jonas Herbsman

On November 15, 2007, just before his resignation, Albert Buddy "Dallas" urged Judge Early to hire the law firm of Jonas Herbsman and his Senior Partner Peter Shukat. A distinguished Copyright attorney, Herbsman does licensing of name and likeness and other contractual matters for John Lennon's estate. He has no knowledge of S. C. State law; does no litigation; and was told when he was engaged in 2016 that Tomirae was James Brown's spouse, even though some of her Richland 4900 Co-Plaintiffs (former Levenson clients) claim she is not.

Judge Early rejected Dallas' request to hire Herbsman's firm and an appraiser in New York to value Brown's Intellectual Property. At the time Brown's IP was devised almost entirely to Brown's "I Feel Good" Charity; would attract no estate taxes; and, if properly run, would be sheltered from income taxes.

No objection was made to the decision not to hire Herbsman's firm in 2007, or within the 1-year statute of limitations.

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Ten years later, on December 15, 2017, Defendants presented Herbsman, as an expert who asserts that Buchanan and Pope, when they were appointed five days after Judge Early denied Dallas' request, should have hired him, or someone like him.

Herbsman, who does no litigation, testified that he did not see evidence that Bauknight was involved in more litigation that Buchanan and Pope. He did not note, however, that Bauknight was working form 2009 until 2013 to dismember Brown's 2000 Trust, while Buchanan and Pope had worked to defend it. Nor did he note, or have any familiarity with, the power of the AG to dismember a trust.

Herbsman, with documents provided by Wingate and Bauknight, "saw no evidence" that Buchanan and Pope had hired entertainment counsel, even though they hired Ray Gonzalez. He listed an array of things he saw no evidence of Buchanan and Pope doing between their November 20, 2007 appointment and the August 10, 2008 takeover of AG Master.

Herbsman did not account for the claim of the AG that he had the right to take control of the James Brown litigation and assets..

Herbsman illustrates the damage the AG inflicted even before taking over when he says there was "talk" of a tribute concert, but nothing came of it. The undisputed evidence is that the AG directly interfered with that Dick Clark production which should have been a 75th birthday tribute to James Brown in May 2008.

The damage happened again after the AG took over when he stopped the GreenLight 2-year Publicity Rights contract with Martin Cribb, one of the most successful promoters of deceased celebrities.

Herbsman's litany of actions not taken provides a checklist of what the AG did wrong by taking over a music empire he had no knowledge, training or desire to control.

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Bauknight/Afterman's $689,000 valuation of the Publicity Right, at 10 x annual gross suggests that, contrary to Herbsman's indication, nothing was done by the AG or Bauknight to enhance Brown's image and persona (Publicity Rights).

Because he failed to inquire about what Ray Gonzalez and Wm. Jeffrey Smith were doing, Herbsman's testimony he did not have the full picture.

Herbsman criticizes Pope and Buchanan for asking questions of the publishing house, but does not understand their pattern of consulting with Gonzalez on complicated matters. He ignores that this approach reaped $2.1 million in the first half of 2009. On a claimed $23 million of copyrights, it is a substantial return just after the recession 2008 year. Even at $50 - $60 million, it is good.

There is no evidence that Ray Gonzalez was not willing and fully capable of performing every task outlined by Herbsman, aided by Smith working on Termination Rights. It did not get done because the AG exercised an illegal right to take control of the assets.

Herbsman overlooked that Buchanan and Pope were dealing with the Pullman Bond before they even became PR/Trustees.

Herbsman, by suggesting deferred pay, ignores that it is not prudent for a PR/Trustee to incur a deferred –pay obligation where he has reason to believe that his successor, the AG of South Carolina or his appointee, will neither understand nor honor the contract.

Herbsman criticizes the Christie's sale without knowledge of the three Orders and facts at play in 2007 and 2008, especially the extreme discord between Levenson and Bell.

Herbsman was jointly hired by the Richland 4900 Plaintiffs and Defendants. He was told Tomirae was Brown's spouse. Herbsman said the hiring of Peter Afterman was good. He provided no evidence, however, of how Afterman's working for Tommie Rae and James B. in

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their efforts to siphon of some of the U.S. royalties from more than 90 of Brown's 900 copyrights between 2015 and 2023 has benefitted the Estate/2000 Trust.

Herbsman criticized Pope for studying to acquire expertise about Termination Rights, although her fields, probate law and probate litigation, are inextricably interwoven with the "I Feel Good" Trust's protection of its copyrights from premature and improper exercise of Termination Rights.

Herbsman says that while still SAs, Buchanan and Pope should have been planning for what to do after Cannon and Dallas resigned. Herbsman even suggests that in addition to uncovering the $17 million Cannon stole, Buchanan and Pope should have been reporting to the Court what Cannon and Dallas were doing, or not doing, to enhance James Brown's image between his death and November 2007. This overlooks that Buchanan and Pope did not even look at the books until July 2007.

Herbsman does not take into account that when the AG threatens to give away half of the assets, and $1.5 million of income a year, the primary prudent management strategy must be to avoid that action above all else.

In summary, Herbsman is a New York transactions lawyer who had no understanding of the litigiation or dynamics at play in 2007 and 2008, especially the interference and takeover of the AG. He has no experience with Termination Rights litigation or heirs litigation.

The measure of Buchanan and Pope's success is the benefit they have provided to James Brown's 2000 Trust and its beneficiaries. Herbsman's testimony provides no evidence to refute the deposition of Johnson and others that their work in that regard has been extraordinary.

Testimony of Mark Hobbs, CPA

When trial reconvened on February 21, 2018, CPA Mark Hobbs testified.

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Hobbs testified that he had seen all of the documents he needed to see and had spent about fifteen minutes reading the Will.

Relying on Bauknight for documents, Hobbs thought Sellars did only payroll matters.

Hobbs was engaged by Wingate in 2010, but made no effort to review William Sellars' file before it was destroyed under the file retention policy after years of not being requested.

Hobbs focused on the asserted failure of Buchanan and Pope to file 2007 and 2008 income tax returns, and asserts that he found no evidence that Sellars filed returns. He asserts that these actions caused losses.

Hobbs asserts that he saw no evidence of contacts by Buchanan or Pope with the IRS to deal with these matters, but the record shows he was not given that information.

Hobbs does not dispute that the AG's August 10, 2008 decision to shift half of the James Brown assets, which earned $3 million or more each year, from the non-taxable "I Feel Good" Charity raised serious issues. He does not deny that from August 10, 2008 until May 26, 2009, the issue of whether millions of dollars of income would be taxable or not remained in limbo.

Hobbs does not dispute, but was not asked to consider, that when Judge Early approved the AG's plan on May 26, 2009, Bauknight had an immediate duty to file amended income tax returns because half of the income was no longer paid or permanently set aside for charity.

Hobbs does not dispute, but was not asked to consider, that when the IRS closing letter was issued nearly 1/3 of Brown's assets and income (whether intentionally or not) were shifted from the "I Feel Good" Charity to the taxable Grandchildren's Trust. He does not dispute that this required Bauknight, once again, to amend any income tax returns that had been filed for the Estate/2000 Trust.

The undisputed evidence and Hobbs testimony show that James Brown's income tax

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situation was complex, and Hobbs has no knowledge of how Sellars, Buchanan and Pope were addressing those complexities. Further the AG's takeover, followed by the $4.7 million closing letter, created a need for two sets of amended income tax returns. Hobbs was not asked to review those returns, and there is no evidence that they were even done.

Testimony of Terry Bradford Cox

Deposed approximately nine years after he participated in three separate letters of intent to purchase the James Brown assets, Terry Cox has little memory of actual events.

Cox was part of three letters of intent by TJBL to purchase the James Brown music empire in 2007 and 2008. In his 2017 deposition he asserts that the letters of intent were solely intended to get a foot in the door, but he and TJBL, represented by the prestigious firm of Powelll Goldstein, were working hard in 2008 to get a foot in the door.

While he made new statements, Cox admitted his memory had faded, and said the record in 2007 – 2009 would be more reliable.

The record is that Cox had branding expertise, and was involved with investors who were represented by Powell Goldstein. Based on what he knew and learned, in 2007 Cox valued Brown's Right of Publicity at about $45 Million. The letters of intent proposed to purchase the assets at $90 - $100 million, or more, in 2007 and 2008.

At the November 20, 2007 meeting in Judge Early's chambers, Cox was questioned by Levenson about a proposal to pay kickbacks to Cannon and Dallas, but Judge Early cut the interrogation short.

Cox described a July 2008 meeting with AG Jones and Alan Medlin, who were inquiring to see if TJBL was still interested in purchasing the assets. Cox told the AG Buchanan and Pope had caused the value to go down from about $65 million.

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In early 2009 Cox's group showed interest in a proposal for a "Right of First Offer" in which Buchanan and Pope proposed to allow TJBL to do Due Diligence, but the idea was halted by Tomirae's lawyers, who sought an *ex parte* order to stop any consideration of the arrangement. Cox stated in his deposition that he would not have gone through with it.

In 2011 Cox, after consultations with Bauknight about Termination Rights, decided he was no longer interested in being involved.

Cox's testimony, and the record, show the AG and others were paying a lot of attention to the possibility of a $100 million sale in 2007 and 2008, while Buchanan and Pope were hesitant to proceed until the 'October 18 Letter" issue was resolved, and Cannon, Dallas, Copsidas, and GT were not seeking to reap 25% or more of any sale.

Cox provides no evidence of any impropriety on the part of Buchanan and Pope.

Testimony of Laura Woolley

In late 2007 Laura Woolley worked with Darren Julien, who was working with Albert Dallas on a possible sale of TPP. The undisputed record shows that Julien made statements to the press about Brown's home and TPP, which enraged Levenson. This caused Julien to be dropped from consideration in the sale of TPP, which was first contemplated in October or November 2007.

Julien blamed it on Adele Pope, and prepared an email saying Buddy Dallas was honest and Adele Pope was not.

The Christie's sale of about 350 items, less than 10% of what Brown owned, took place in July 2008 after three court orders and substantial interference by Dallas, Forlando, Jacque Hollander and others.

In 2018, for the first time in any record known to Plaintiff, Laura Woolley opined that

the Christie's sale was rushed; the catalog was terrible; the sale should not have been in July; the sale produced a bad result; and that it appears that it happened because Buchanan and Pope rushed the sale.

There is abundant evidence that the majority of the Christie's sale interference and added cost was by Dallas and Forlando. A motion to charge Dallas with the costs of that interference has been pending before Judge Early since approximately July 27, 2008. To Plaintiff's knowledge it has not been heard.

Woolley's testimony is, however, important. It shows that Terry Cox's 2007 estimated value of Brown's business TPP, with all TPP at $15 Million, and Julien's estimate of $20 million, are a substantial part of the $84 million at-death value of the music empire. The claim that the TPP has a zero, or near zero value has no support in the record.

In summary, Ms. Woolley presents no evidence of wrongdoing by Buchanan and Pope. The AG and Buchanan's and Pope's successor chose not to seek redress against Dallas for damaging the Christie's sale.

Testimony of Wm. Jeffrey Smith

The Court declined to qualify Wm. Jeffrey Smith, a Georgetown Law Graduate and former Patent examiner as an expert. Mr. Smith is the co-author with Pope of *Private Foundations, Copyright Heirs and Musical Millionaires: why the James Brown "I Feel Good" Trust doesn't...* He was hired by Buchanan and Pope in June 2008 to study Termination Rights and related issues. He is scholarly. He did not propose to charge a lot.

On August 10, 2008 the AG decided to stipulate that Tomirae was Brown's spouse; stop the Estate's DNA testing protocol; declare who would be Brown's heirs; and give away half of Brown's charity. He did so with no knowledge of Termination Rights. Smith's service was

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terminated after the "stand down" direction from Tomirae's lawyer on August 12, 2008.

Smith provides evidence that preventing the AG from dismembering the 2000 Trust's 900 copyrights was difficult and extraordinary.

Testimony of Tiffany Provence

Tiffany Provence is a former Probate Judge who does not know Plaintiff or her experience; has had no experience with the interplay of income and estate tax issues; does not understand copyright or Termination Rights issues; and has no circuit court fiduciary litigation experience. Most importantly, other than understanding that the Supreme Court had found Bauknight's PR/Trustee appointment to be void, she had no experience or opinion about the impact of the takeover of an estate and Trust by a State official/fiduciary.

Provence laid out the duties of a PR, including the Prudent Man Rule, and the Duty of Loyalty. She criticized Pope for "block billing" and suggested that Pope failed to provide Judge Early adequate information about the work she was doing. She failed to note that Judge Early was fully aware in 2009 of virtually every step Pope and Buchanan were taking. She provided no evidence that the hours were not correct.

Provence picked about 6 days on Pope's time records when she thought the amount of time seemed high, but she had no understanding of the litigation, tax, charitable and other issues facing Buchanan and Pope each day.

Provence suggested, but provided no evidence, that Pope was inappropriately seeking to hold onto her position to retire on James Brown's estate. Provence appears not to have reviewed the spring 2008 and other settlement offers of Buchanan and Pope.

Provence opined that Pope should have hired a number of experts, even if the estate had no money to do so.

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Provence opined that someone like Jonas Herbsman would be good to hire even though he has no Termination Rights Litigation experience. She opined that Pope should not have spent time learning about Termination Rights in the fall of 2008 and thereafter when the AG proposed to take about $1.5 million a year from Brown's charity; shift it to fewer than half of James Brown's claimed heirs; and stop the heirs determination process.

Acknowledging that Buchanan and Pope had to act jointly, and that Buchanan had been paid, Provence nevertheless opined that Pope had fallen below the standard of care for fiduciaries in many respects, including by her "loss of neutrality."

Contrary to the Probate and Trust Code, Provence opined that a PR and Trustee owes a fiduciary duty to people who claim to be heirs, even if they are not.

Provence testified that she does not do fractions, and thus was unable to comment on the Fractional Share formula in James Brown's 2000 Trust and the impact of the closing letter and failure to challenge the $4.7 million on the taxability of the two Trusts.

Provence said Buchanan and Pope should have waited until the end of the administration to be paid, but apparently did not realize their SA service was at an end, and the "I Feel Good" Trust should be perpetual. She talked principally about PR fees, not dual service.

Provence disregarded the Duty of Loyalty and the duty to carry into effect the terms of a Will and Trust. She provided no evidence that it was not prudent to defend against an attempt to take more than a million dollars from a Trust every year, with no sound basis.

Provence agreed that Bauknight's appointment was void, and that he was not PR/Trustee from Mary 26, 2009 – May 8, 2013.

Ms. Provence is not a fact witness. Her expert testimony must be considered in light of her lack of expertise in Fractional share formulas, income taxes, valuation, estate taxes,

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charitable trust administration, Termination rights, copyrights and fiduciary litigation outside the probate courts. Further, she has not experience with the negative impact of intervention and proposed takeover of assets by the AG.

Testimony of Roger Miller

Miller confirmed that Termination Rights apply only to U. S. Copyrights, which make up only half of Brown's royalties; that he leaves valuing the Termination Rights of individuals to the lawyers; and that he has not valued Brown's copyrights or Right of Publicity as of Brown's death, or now.

Rebuttal

For rebuttal Plaintiff presented the testimony of Plaintiff and W. Steven Johnson and the deposition testimony of Governor McMaster, Solicitor General Cook; AG Sonny Jones; James Hardin, Esq.; Wallace Lightsey, Esq., AG. Alan Wilson, and others, and exhibits to their depositions. They are incorporated herein by reference.

The Value of the James Brown Music Empire at Death and on May 26, 2009

Over objection of Plaintiff, this case was transferred to a non-jury roster. Plaintiff's request for a jury to determine the value of the James Brown assets was denied. Over objection of Plaintiff, Defendants' experts have been allowed to testify about a $4.7 million at-death valuation made by Peter Afterman, as a claimed music expert, and PBW.

It is undisputed that for purposes of determining the discretionary portion of Plaintiff's commission request, the value of Brown's assets when Buchanan and Pope took office in 2007, and the value when they turned those assets over to the AG and Bauknight on May 26, 2009, are relevant.

By claiming that his service was superior to that of Buchanan and Pope, Bauknight has

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placed before the Court a comparison of his service and the Buchanan/Pope service, then failed to present any value as of May 8, 2013.

Defendants' own experts, with undisputed testimony, show that, despite the AG's interference, the investment results of Buchanan and Pope's service were extraordinary under the circumstances. The following charts demonstrate the undisputed evidence.

Increase in Music Empire from Date-of-Death to May 26, 2009 (Afterman/PBW)

Date of Death Value:	
Copyrights	$23 Million
Publicity Right	$689,000
TPP, other assets	ZERO
Value of Music Empire at Death:	$23.7 Million
LESS: TIAA Debt	(19 Million)
Net Value of Music Empire at death:	$4.7 Million

After stopping the stealing by Cannon (with the help of Levenson), and managing the assets for 18 months, by Defendants' value claim Buchanan and Pope produced the following result:

Value on May 26, 2009 (after 18 months management by Buchanan/Pope):	
Copyrights	$23 Million
Publicity Right	$689,000
TPP, other assets	ZERO
Value of Music Empire at Death:	$23.7 Million
LESS: TIAA Debt	(11.3 Million)
Net Value of Music Empire at death:	$12.4 Million

Thus using Defendants' own figures, Buchanan and Pope more than doubled the value of the music empire during their SA and PR/Trustee service.

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If, instead, the Court elects to apply the values used by Defendants' valuation experts Miller, Sharp and Woolley, the Schedule F2 assets at death and when Buchanan and Pope were replaced, showed a significant value change, as follows:

Increase in Music Empire from Date-of-Death to May 26, 2009 (Miller/Sharp/Woolley)

Date of Death Value:		
Copyrights (Miller)	$45 Million -	$60 Million
LESS: (incorrect) Termination Rights	($8.8 Million) -	($ 8.8 Million)
	$36.2 Million	$51.2 Million
Publicity Right	$689,000	$689,000
TPP (Woolley)	$20 Million	$20 Million
Other assets	ZERO	ZERO
Value of Music Empire at death	$56.9 Million	$71.9 Million
LESS: TIAA Debt	($19 Million)	($19 Million)
Net Value of Music Empire at death:	$37.9 Million -	$52.9 Million

After accounting for the $.8 million Christies sale, the result would be:

Value on May 26, 2009 after 18 Months of Buchanan/Pope Service		
Copyrights (Miller)	$45 Million -	$60 Million
LESS: (incorrect) Termination Rights	($ 8.8 Million)	($ 8.8 Million)
	$36.2 Million	$51.2 Million
Publicity Right	$689,000	$689,000
TPP (Woolley)- Reduced for Christie's	$19.2 Million	$19.2 Million
Other assets	ZERO	ZERO
Value of Music Empire at death	$56.7 Million	$71.8 Million
LESS: TIAA Debt	($11.3 Million)	($11.3 Million)
Net Value of Music Empire at death:	$45.4 Million -	$60.5 Million

While not so dramatic as the Afterman/PBW numbers, Buchanan and Pope's reduction of

the TIAA debt to $11.3 Million increases the value of the music empire by about 20% (Miller low value) or about 10% (Miller high value)

The difference between the Afterman/PBW $ 689,000 value for the Publicity Rights and the $45 million value presented by Terry Cox and others for the Publicity Rights, does not diminish Buchanan's and Pope's undisputed success with respect to the copyrights. And the AG's direct interference with the 75th Birthday Special and GreenLight contract, two important Publicity Rights projects, is undisputed.

Argument

A directed verdict is appropriate if only issues of law remain. That is the case here. Plaintiff and Buchanan contracted to be paid. The sole reason they did not complete their contract was that the AG entered into a void settlement and contract to end their service.

There is no evidence Pope's hours were incorrect. She is entitled to $1,473,550, plus interest in accordance with her contract and the Payment Order.

While the Court can look at the *Hershey* (Pa.) and *Bishop Estate* (Hawaii) matters, as well as *Wilson v. Dallas,* for the assignment of fiduciary duty and liability as between a PR/Trustee defending a Trust and an Attorney General who assumes fiduciary control over that Trust and seeks to dismember it, the ruling is clearly a matter of law.

Not a single Defense expert had the experience to, or did, factor the AG's actions and damage into his or her observations or opinions.

The undisputed facts in this case are that the AG, working with Cannon and Dallas, interfered with almost every step taken by Buchanan and Pope from November 21 until the April 8, 2008 Order. Then from June 1 until July 14, 2008, the AG claimed there was no Trustee with authority to act. And finally, beginning August 10, 2008, the AG assumed fiduciary control,

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and, with Tomirae, directed Buchanan to "stand down" and stop administering the estate.

The applicable law is that from that point (August 10, 2008) Buchanan and Pope were two prudent fiduciaries trying to stop a serious breach of trust by another fiduciary (the AG) who was asserting control over them. The proposed breach was the improper transfer of $1.5 million a year and half the asset of James Brown's 2000 Trust to individuals favored by the AG.

From May 26, 2009 until May 8, 2013, the law is that there was no PR/Trustee. The law is clear that the Bauknight appointment was void during the *Wilson* appeal. So the Court must evaluate, as a legal matter, not simply how hard the claimed fiduciaries were working between 2010 and May 8, 2013, but for whom they were working.

Buchanan and Pope were working for The James Brown 2000 Irrevocable Trust. Bauknight was working for the AG's Legacy Trust and its beneficiaries.

The benefit provided by Buchanan and Pope is that half of the assets of the 2000 Trust were restored; only a fraction of the $1.5 million a year was wasted; and *Wilson v. Dallas* gave James Brown's Estate and Trust a fresh start.

There has been no loss caused by Buchanan and Pope. No expert has taken into account the AG's breached fiduciary duty.

It is undisputed that Plaintiff and Buchanan stopped the loss of $1.5 million a year for at least four years, and half of the 2000 Trust's assets. And they did so with extraordinary effort and an extraordinarily low legal bill.

Directed verdict should be granted as requested.

Respectfully submitted,

s/ Walter H. Bundy
Walter H. Bundy, Esquire
Bundy McDonald, LLC
1516 Old Trolley Road, 2nd Floor

Summerville, South Carolina 29485
(843) 212-0525
walter@bundymcdonald.com
Attorney for Plaintiff

June 14, 2018

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STATE OF SOUTH CAROLINA	)	IN THE COURT OF COMMON PLEAS
	)	
COUNTY OF AIKEN	)	Case No. 2013-CP-02-1337
	)	
Adele J. Pope,	)	
Plaintiff,	)	
	)	
v.	)	**MOTION TO ALTER, AMEND RECONSIDER AND/OR VACATE ORDER DATED JANUARY 16, 2019**
	)	
Estate of James Brown the James Brown 2000 Irrevocable Trust,	)	
Defendants.	)	
	)	

To: DEFENDANTS ESTATE OF JAMES BROWN AND JAMES BROWN 2000 IRREVOCABLE TRUST AND THEIR COUNSEL:

YOU WILL PLEASE TAKE NOTICE that ten (10) days after service hereof, or as soon thereafter as she may be heard, Plaintiff will move before the Honorable Doyet A. Early, III, pursuant to Rule 59(e), SCRCP, and all other applicable law, for an order altering, amending, reconsidering and/or vacating this Court's Order dated January 16, 2019, and entering judgment in favor of Plaintiff on her claims herein as set out in her proposed order submitted at the direction of the Court. The grounds of this motion are as follows:

The Court Overlooked or Misapprehended the May 29, 2013 Announced Intention by Tommie Rae, Venisha, Deanna and Others to Disregard the *Wilson v. Dallas* Decision

1. The Court overlooked or misapprehended that on May 29, 2013 Tommie Rae Brown and others announced to the Honorable Doyet A. Early, III (Circuit Court) their intention to disregard the May 8, 2013 decision in *Wilson v. Dallas* and reinstate the 2008 settlement deal brokered by the Attorney General (AG) which dismembered entertainer James Brown's estate plan and put Tommie Rae and Sr. Asst. AG Havird "Sonny" Jones in 75% *de facto* control of entertainer James Brown's assets, through Russell Bauknight, trustee of the James Brown Legacy Trust.

2. The Court overlooked or misapprehended that by August 2013 Peter Afterman, in almost daily contact with Bauknight, had helped Tommie Rae and her son James B. file Termination Rights notices with the U.S. Copyright Office to siphon off U.S.

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royalties from more than 90 songs, and by 2016 Venisha Brown, Deanna and others had filed to siphon off U.S. royalties to 246 copyrights, both failing to acknowledge that they had put their Termination Rights proceeds in the AG's Legacy Trust in 2009; that Bauknight and Defendants did nothing to object during a 2-year period; and that these actions confirm the 9-year loyalty of Bauknight & Afterman (at the expense of James Brown) to the AG's Legacy Trust, Tommie Rae and the AG's (New) Charity; and confirm, by AG Jones' praise of Bauknight, the AG's 10-year effort to damage and discredit Robert Buchanan and Plaintiff for challenging AG Jones' plan to put himself and Tommie Rae in control of the James Brown assets to benefit beneficiaries chosen by the AG, and not by James Brown, and now to disregard the rulings and mandates to the AG in *Wilson v. Dallas.*

3. The Court overlooked or misapprehended that in January 2015, on stipulated facts and with Defendants, Yamma Brown and others not proffering Tommie Rae's handwritten admissions of her bigamous marriage, Tommie Rae was declared to be Brown's spouse, with many heirs and others excluded from the proceeding.

4. The Court overlooked or misapprehended that in a Status Report filed by the Circuit Court with the Supreme Court in May 2015 the Circuit Court stated he had not heard any discussion of a settlement, not even Courthouse talk, and that Bauknight and Afterman had provided great benefit to Defendants, even though many were present, including AG Jones, at the May 29, 2013, announced plan to disregard *Wilson v. Dallas* and dismember Brown's estate plan a second time.

5. The Court overlooked or misapprehended that by 2016 Tommie Rae had gotten about $1 million in U.S. royalties; Venisha, Deanna and James B more than $200,000; James B's attorney and GAL had been awarded $700,000.00; and Tommie Rae's lawyer told the Circuit Court that Bauknight should be knighted for what he had done for Tommie Rae and the beneficiaries of the AG's Legacy Trust, but these distributions, although unnecessary, pale in comparison to the $1.5 million - $2 million a year (and half of the assets) the AG proposed to give Tommie Rae and 5 Levenson clients in 2008, and kept trying to give them until, and after, May 8 2013.

6. The Court overlooked or misapprehended that Defendants, through Bauknight, have even attempted to rehabilitate Forlando, Albert Dallas, Esq., and Brown's former music manager Frank Copsidas, both named as witnesses in Richland County Case 2010-CP-40-4900 (Richland 4900), to assist with the attack on Buchanan and Plaintiff, even allowing Dallas to file a time-barred claim under the "October 18 Letter", with knowledge that the 2 claimed about $20 million from a proposed $100 million sale of Brown's music empire under the October 18 letter.

7. The Court overlooked or misapprehended that the AG, Defendants and Bauknight are all claiming that the AG's Legacy Trust no longer exists, but seeking summary judgment in Richland 4900 for the Legacy Trust and its beneficiaries: the AG's (New) Charity, almost 50%; Tommie Rae, just under 25% and 6 former Levenson

clients, just over 25%.

The Court Overlooked the Material Rebuttal Testimony of More Than a Dozen Witnesses, Including Governor Henry McMaster, Attorney General Alan Wilson (AG Wilson), Solicitor General Robert Cook, Sr. Assistant AG Mary Frances Jowers, Expert Wallace Lightsey, Esq, Expert James Hardin III, & Judge (Ret'd) Walter Williams

8. The Court , finding that Plaintiff presented 3 three rebuttal witnesses, overlooked the testimony by deposition designation of more than a dozen rebuttal witnesses, including Governor Henry McMaster, Attorney General Alan Wilson (AG Wilson), Solicitor General Robert Cook, experts Wallace Lightsey, Esq., & James Hardin III, Esq.,and including Defendants' former expert Rita Caughman, Esq., and current SA/ST David Sojourner, Esq., which supports Plaintiff's position that two Attorney General (AG)'s , during the VOID appointment of Russell Bauknight, from May 2009 to May 8, 2013 failed to supervise the 75% control Tommie Rae and AG Havird "Sonny" Jones exercised over the James Brown assets, and used to attack and denigrate Robert Buchanan, Jr. and Adele Pope, and the 75% control they continue to exercise over the James Brown Legacy Trust, including not stopping them from filing an unauthorized tort suit against Buchanan and Pope in the name of the State/AG, but for the benefit of the AG's Legacy Trust, and authorizing Bauknight, Peter Afterman and others to waste millions of dollars to dismember the "I Feel Good" Charity and 7 Grandchildren's Trust so that James Brown's assets would be distributed nearly 50% to the AG's (New) Charity; nearly 25% to Tommie Rae; and another approximately 5% each to 5 Will/Trust contestants formerly represented by Louis Levenson, Esq., and that the Buchanan/Pope defense of James Brown's estate plan allowed the Supreme Court's *Wilson v. Dallas* decision to restore Brown's fortune to his "I Feel Good" Trust and appoint unconflicted PR/Trustees who would understand U.S. Copyright Act Sections 203 and 304 (Termination Rights) and protect the estate plan, but that on May 26, 2009 the Settling Parties announced to Judge Early in open Court their intention to defy the *Wilson v. Dallas* decision (issued May 8) and have since wasted million of additional dollars to denigrate Buchanan and Pope despite the Judge Early's "double approval" and praise of Buchanan's service, all of which was joint with Plaintiff, in an October 2013 *Wilson v. Dallas* remand hearing.

The Rebuttal Testimony of now-Governor Henry McMaster

9. The Court overlooked or misapprehended the rebuttal testimony and documents of **now-Governor Henry McMaster** support the claim of Plaintiff by his strong assertion that he did not authorize the law firm of Kenneth Wingate, Esq. (Wingate) to sue Buchanan and Pope in May 2010 in Richland 4900, and did not authorize Bauknight to sue them in the name of the State/AG; that from September 2008 until January 1, 2011, despite representations to Judge Early that AG McMaster would assure the proper operation of the James Brown Legacy Trust (Legacy Trust), AG Master did not supervise AG Havird "Sonny" Jones at all; relied on AG Jones; and even repeated, AG Jones' false claims against Buchanan and Pope; knew nothing

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about the operation of Brown's Estate and 2000 Trust over which he assumed effective fiduciary control from May 26, 2009 to January 2011; did not assure that either AG Jones or someone in his office learn about Copyrights, Termination Rights, Heirs, Taxation of Brown's 2000 Trust and Estate, the 5% Rule applicable to private foundations; the multi-million-dollar income tax problem and charitable administration problems caused by Afterman and Bauknight, with no corresponding estate tax benefit, by the $79 million devaluation of Brown's music empire from its correct, conservative, $84 million to $4.7 million; and AG Jones' joining in the decision to withhold the $79 million devaluation from the Supreme Court from September 2010 until May 2011, after the final briefs were filed.

10. The Court overlooked or misapprehended that Governor McMaster, a former U.S. Attorney, confirmed that it is a crime to make a false statement on a Federal Estate Tax Return to receive a benefit, and agreed with the seriousness of accusing two lawyers of intentionally overstating the value of assets by $79 million on an Estate Tax Return for the purpose of obtaining a $5 million commission, stating that "any sort of false return is --- is serious." [p.84].

11. The Court overlooked or misapprehended that AG McMaster did not know that in September 2010 his office received the Bauknight/Afterman devaluation to $4.7 million, and that AG Jones and others agreed to withhold the $79 devaluation from the Supreme Court until 8 months later, after briefs in *Wilson v. Dallas* were filed.

12. The Court overlooked or misapprehended that Governor McMaster did not oversee or review the presentation by Bauknight to the IRS of a $4.7 million claimed "appraisal" of James Brown's worldwide music empire which contained an undisclosed $3 million overstatement of Brown's TIAA debt, and did not oversee or review Bauknight's claim to the IRS of a $2.8 million charitable deduction for assets going to the AG's (New) Charity, even though the AG's (New) Charity had not been set up; had no IRS recognition; and was contractually obligated to give $2 million of the claimed $2.8 million to the children of settling parties, and other non-charities.

13. The Court overlooked or misapprehended that Governor McMaster learned he was named as a Plaintiff in Richland 4900 after leaving office as AG, but took no action to remove his name from the career-threatening suit that had been brought without his permission, and with the Wingate 23 – 40% contingency fee contract signed only by Bauknight and lawyers who stood to gain about $20 million in legal fees for their clients' baseless claims if they could stop the *Wilson v. Dallas* appeal yet stated:

Q. Well, Mr. McMaster, you sued me six years ago, --
A. Ma'am, I did not sue you.

14. The Court overlooked or misapprehended that the testimony of Governor McMaster was secured on October 19, 2016 by Plaintiff, the *pro se,* and that Plaintiff was

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respectful of Mr. McMaster's high office, taking only the time necessary to secure his material testimony, which was admitted under the Circuit Court's pretrial ruling that all Columbia witnesses and experts could appear by deposition, or appear in person if they wished, and was presented with more than 20 additional lay and expert witnesses supporting Plaintiff's partial summary judgment motion of 2017 seeking her SA fee and $1.47 million earned by Plaintiff and her large staff as of May 26, 2009 under her Court-approved contract with Defendants, and, if granted, would have prevented a trial.

15. The Court overlooked or misapprehended that Governor McMaster's sworn testimony and documents confirm Plaintiff's testimony that during the 4-year VOID appointment of Bauknight from May 2009 until May 2013 AG McMaster and AG Wilson both delegated the fiduciary role they assumed over the "I Feel Good" Charity to AG Jones, Bauknight and Afterman, all of whom failed to understand Termination Rights, taxes, the importance of a proper heirs determination, and all of whom violated the duty of loyalty to the 2000 Trust and actively worked against the 2000 Trust during the entire period, and after, in accordance with the May 26, 2013 announced intention to disregard *Wilson v. Dallas* decision and reinstate the 2008 settlement putting Tommie Rae and the AG in control of James Brown's music empire.

The Rebuttal Testimony of Solicitor General Robert Cook

16. The Court overlooked or misapprehended the rebuttal testimony of **Solicitor General Robert Cook,** supports the claim that the work of Buchanan and Pope was appropriate; became extraordinary after August 10, 2008 , when Senior Asst. AG Jones aligned himself with Tommie Rae and the two asserted the right to take 75% control of James Brown's 's assets, proposing to dismember both the 2000 Trust and the plan to protect its 900 copyrights; became more difficult with the Afterman/Bauknight $79 million devaluation prompted by Tommie Rae's advisor's proposal to value the copyrights at $24 million or less and the Image and Likeness at zero to discredit "Bobadele"; and has been worse since the May 29, 2013 announcement of Tommie Rae and the former Levenson clients to Judge Early in open Court of their intention to disregard *Wilson v.Dallas* (decided May 8, 2013) and dismember the "I Feel Good" Trust a second time.

17. The Court overlooked or misapprehended that Solicitor Gen. Cook testified that he did not, and could not have, authorized the filing of Richland 4900, which was brought in May 2010 in the name of the State/AG and with Bauknight claiming to act "on behalf of" the AG, and also acting for Tommie Rae and the James Brown Legacy Trust, and said the following about Richland 4900:

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21 A. I would say this: That was a very unique case in
22 terms of the charitable beneficiaries. I know --
23 I know of no other where that has been done.
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Q. So let me be clear. In your 40 years of practice, you've never seen a case where a person or entity is named as a plaintiff, but claims not to be a plaintiff? . . .
A. In my 40 years, I have never known of a case like that.. .

Q. Did you approve of the filing of Richland County Case 2010-CP-40-4900 -. . .
Q. -- with the Attorney General named as a plaintiff? . . .
A. No. I had no authority to approve of it.. .
And:
Q. Is your answer that the Attorney General, in your belief, is not a plaintiff in the Wingate lawsuit? . . .
A. I don't believe he is.

18. The Court overlooked or misapprehended that Solicitor Gen. Cook knew nothing about the proposal of Tommie Rae's advisor to devalue the copyrights to $24 million or less and value Brown's image and likeness at zero to discredit "Bobadele", and the subsequent $4.7 million Bauknight/Afterman $4.7 million valuation, and testified:

Q. Mr. Cook, before we leave the May 6, 2011 Motion to Supplement the Record in the Wilson versus Dallas appeal, I just want to talk a little bit more about what we sometimes call the 4.7 million valuation of James Brown's music empire. What, if anything, today do you know about that?...
A. Nothing.
Q. And you don't recall anything about this motion to supplement the record on May 6, 2011?
A. No...
Q. But you have a pretty extensive experience with appeals?
A. Fairly.
Q. So if you received in September of 2010, information necessary to supplement a record, would it be unusual to delay that motion to supplement the record until May 6, 2011?. . .
A. I can only speak generally that delay is never a good idea.
Q. And if a delay is substantial, such as a claim to $79 million difference in the value of the assets which are the subject of the proceeding, would it be more urgent to advise the court earlier of that substantial change?. . .
A. Only generally, I say you always want to advise the court at the earliest possible moment.

19. The Court overlooked or misapprehended that after Plaintiff had offered to let the

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Attorney General and Bauknight "on behalf of" the AG, as well as Defendants, out of Richland 4900 in the fall of 2012, and all had moved to strike the offer, on March 6, 2013, between the two *Wilson v. Dallas* decisions, Plaintiff met with Attorney General Wilson, Solicitor General Cook, and former Chief Deputy AG John McIntosh to urge the AG to take the then-easy steps to correct the serious damage caused (with no corresponding estate tax benefit) both to the "I Feel Good" Charity and to the plan to protect the Charity's 900 copyrights by the Afterman/Bauknight $79 million devaluation, and Bauknight's IRS filings, and the subsequent visit. within the week, of Plaintiff and counsel Adam Silvernail for the same purpose, and Solicitor General Cook remembers:

Q. Mr. Cook, did you and I have a discussion about this very problem in March of 2013?. . .

A. I know we met with you and Mr. McIntosh and General Wilson and I believe myself. I think you had asked not to have Mr. Jones there I believe as I remember. I can't remember every detail of our discussion, but I'm sure you raised it.

Q. Did I raise my concern that valuing James Brown's music empire at about 4.7 million would slash James Brown's charity to almost nothing?

A. I believe you did.

Q. Did you get the idea from that meeting that I was there to be greedy and get myself a big fee?. . .

A. No, I did not.

Q. Did I seem to sincerely want to save the James Brown "I Feel Good" Trust?. . .

A. Yes, you did.

Q. Did you tell me at that meeting that you were hearing some of the things I said for the first time?. . .

A. I don't remember every detail in the meeting, but I remember you saying some of those things and both myself and General Wilson said that.

Q. Do you recall my concern about Mr. Bauknight's having filed documents with the IRS. . . and not changing them as a result of the decision?. . .

A. I can't particularly recall that, but -- you know, I don't doubt what you're telling me.

Q. Might I have told you that it could cause terrible problems for the 900 copyrights James Brown gave the "I Feel Good" Trust?. . .

A. I believe you did. You were very concerned in that meeting. I remember that. You came to us to bring those matters to our attention and you did, generally. I can't remember each one, because as I told you, I'm not involved in all of this, but

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10 you did do that.
Q. Do you know of any reason why, since 2013, there
12 **has been a rather vitriolic claim that Bob**
13 **Buchanan and Adele Pope were merely greedy?. . .**
17 A. No. I will tell you this, as I said in the
18 petition for rehearing: You have a good
19 reputation in the community and that -- and
20 forgive me for saying this, I've never known a
21 Pope who isn't a good lawyer. I knew Mr. Pope. . .
23 I cannot comment on
24 4900 and its merits or not merits, but, as I said,
25 you are a good lawyer. That's all I can say.

The Rebuttal Testimony of Attorney General Alan Wilson

20. The Court overlooked or misapprehended that AG Alan Wilson's rebuttal testimony and documents support Plaintiff's positions as stated herein; in two partial summary judgment motions; and at trial because AG Wilson was in effective control of all James Brown assets from January 2011 until May 2013 and has controlled the Legacy Trust from 2011 - 2019; had a fiduciary duty to defend the Will and 2000 Trust until May 8, 2013; had a duty to understand how his staff's misstatements about Termination Rights were damaging both needy students and Brown's 7 grandchildren; yet allowed Bauknight to incur millions of dollars in deferred-payment contracts trying to dismember Brown's estate plan; stop the *Wilson v. Dallas* appeal; discredit Buchanan and Pope through an unauthorized lawsuit and baseless felony claims which he lodged "on behalf of" the State/AG; and has actively continued Richland 4900 for 5½ years after telling the Supreme Court on March 14, 2013, that he was getting out of Richland 4900; and has allowed AG Jones to support Bauknight and Afterman as they helped Tommie Rae and James B. siphon off millions of dollars of U.S. royalties from James Brown copyrights since the May 29, 2013 announcement of Tommie Rae and the former Levenson clients of their plan to disregard the *Wilson v. Dallas* decision and reinstate the AG's 2008 settlement which gave them $2 million a year and half of James Brown's "I Feel Good" Charity in exchange for their Termination Rights which can only apply to half of the $3.5 - $4 million royalty stream; and apply only to U.S. royalties, about ½ of Brown's royalties; and has allowed AG Jones to praise Bauknight while he helped Tommie Rae take "I Feel Good" Trust assets, rather than taking appropriate action such as that taken by the Ray Charles Foundation, to protect the "I Feel Good" Trust's copyrights.

21. The Court overlooked or misapprehended that AG Wilson gave the following testimony about Richland 4900:

18 **Q. Are you aware of any tort suit being conducted by**
19 **the State of South Carolina against a South**
20 **Carolina citizen other than the Wingate suit?**

A. I -- not to my knowledge.
Q. Are you aware of any lawsuit in which the Attorney General is a named plaintiff, in which the Attorney General is not a party to the lawsuit -- not counsel in the lawsuit?

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A. Could you say the question again.
Q. I'm sorry, that was my fault. Are you aware of any lawsuit being waged by the Attorney General of South Carolina in which the Attorney General is not a lawyer of record in the case?
A. There was a case several years ago in which the former treasurer brought a suit against Bank of New York Mellon and the Attorney General was not originally a member, but that the treasurer and the attorney at that time had to sign a litigation retention agreement, but we weren't originally a party of that suit, but that is no longer ongoing.
Q. Are you aware that you are a named party in the Wingate suit?
A. Yes, ma'am.
Q. Have you condoned the continuation of the Wingate suit since January 2011?. . .
A. I remember in that first year that I was in office -- as I stated earlier, I inherited several thousand -- more than several thousand cases, and as I was being briefed by senior staff and attorneys handling cases, this case was brought to my attention. And while I don't recall

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specifically what was mentioned in that meeting -- those meetings at that time, I do know that I authorized the continuation of that suit in order to maintain the status quo of the office from the previous administration to mine.
Q. Did you -- was it explained to you when you authorized the continuation of the lawsuit that the Attorney General was a named plaintiff in the lawsuit?
A. The issue of whether or not we were -- I would assume we were a named plaintiff because it was a lawsuit in which this office was involved. So it was never been raised -- the issue of whether or not we were or were not named has never been an issue until this year.. .
Q. So, well, let me ask you this: As a constitutional principal [*sic.*], is the Attorney General required to control the lawsuits in which he's a party on behalf of the state?

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A. When the Attorney General and his staff and designees, when we are a party to a lawsuit are involved to the extent we're required by law. This particular lawsuit is a little unique . . .

Q. So have you heard that Henry McMaster has said he did not authorize the lawsuit to be brought in the name of the Attorney General?

A. I have read Mr. McMaster's first deposition. I have not read his the second deposition.. . .

Q. In preparation for this deposition, did you not review the sworn testimony of Henry McMaster in this case made after the deposition which you just read?

A. I have not.

Q. Do you dispute that he said in that, that he did not authorize the lawsuit to be filed in the name of the Attorney General?

A. I can't dispute what he said because I haven't read it.

Q. Do you dispute that he said he did not authorize Russell Bauknight to bring the Wingate lawsuit in the name of -- on behalf of the Attorney General of South Carolina?

A. I would have no way to dispute it because I haven't read it.

And:

Q. Have you ever reviewed a pleading filed by Mr. Wingate in the name of the state on your behalf?

A. I don't recall reading any pleadings from several years ago. I may have; I may not have. I just don't recall.

Q. Who have you relied on for the decisions that you've made or that have been made in your name in the Wingate lawsuit?

A. So, just to give you a broad understanding of how the office works, I have senior staff . . .

Q. Well, I appreciate the description of the office, but I want to talk about the lawsuit that the State of South Carolina, through you, the Attorney General, has been waging against Adele Pope for six years for you and two years before that through another Attorney General. So I what specifically, if you -- I want to know on whom you

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have relied for the state to continue the seven-year lawsuit it brought in 2010 against Bob Buchanan and Adele Pope.

And:

A. As I stated earlier, I can't answer specifics about the litigation because I'm personally not aware.

22. The Court overlooked or misapprehended that AG Wilson gave the following testimony of the 75 % voting control he and Tommie Rae have had over the James Brown Legacy Trust since January 2011; over which he has the absolute right to remove and replace the Trustees; which has held the Termination Rights proceeds of Tommie Rae and the Levenson clients since at least 2009; and which was granted partial summary judgment as to Pope's counterclaims in Richland 4900 in 2017 and 2018 although it claims not to exist:

Q. Okay. Have you and Tommie Rae Hynie had 75 percent control of the James Brown Legacy Trust since you took office?. . .

Q. You're unaware that you have had personal control of the James Brown Legacy Trust during your service as Attorney General?

A. You say my personal control and I will go back to my preamble statement that I supervise probably close to 90 attorneys and over 200 personnel . . . -- I just can't answer because I don't have any personal knowledge.. .

...

MR. BLACK: The Estate and Trust needs to put on the record, as well, several times you've discussed the Legacy Trust and, for the record, Judge Early has declared pursuant to an order that there is no Legacy Trust. So to the extent that you're referring to a Legacy Trust you or instructing the witness on the Legacy Trust, our objection is that there is no Legacy Trust pursuant to the court's order.

A. Specifically, to your question, I would have spoken to Bob Cook, possibly John McIntosh a good bit. I would've spoken to Sonny Jones on occasion, maybe Mary Frances Jowers. I would've spoken to Emory Smith. I'm sure there's others I would've spoken to, but the people I spoke to the most were my senior staff, are those who I just listed earlier.

And:

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Q. Do you believe that stipulating that Tommie Rae is James Brown's spouse when there is strong evidence she is not has helped protect James Brown's "I Feel Good" Charity or its 900 copyrights?
A. I'm not in a position to answer that question. That's litigating it and I wouldn't have direct knowledge of that.. .

Q. So do you have any knowledge about whether stipulating that Tommie Rae is James Brown's spouse when there is strong evidence she is not would help her protect James Brown's "I Feel Good" Charity --
A. No.
Q. Or its 900 copyrights?
A. No.

23. The Court overlooked or misapprehended that Attorney General Wilson, with others of his staff, added support to Plaintiff's position that both the two AGs and Bauknight breached their fiduciary duty by failing to know or learn anything about Termination Rights, including the basic notion that they apply only to U.S. royalties, and would never have affected the Non-U.S. half of James Brown's royalties, and allowed Bauknight to represent to the Supreme Court that, as a result of Termination Rights, there would be virtually nothing in the "I Feel Good" Trust as of 2023 if the AG's 2008 settlement were not kept in place; that Brown's Estate/2000 Trust had no corpus to speak of ; and that Tommie Rae's elective share claim was a "slamdunk" and she and James B. control Termination Rights, which are automatic, and said:

Q. In eight years, two attorneys general have been involved in the James Brown litigation. During that period, has any member of the AG's staff developed any expertise in, or understanding of,
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the Federal Copyright Act Termination Rights provisions?. . .
A. I would have no way to know that.
Q. Who would know?
A. I don't know.
Q. Did you hear Russell Bauknight's Nexsen Pruet lawyer tell the South Carolina Supreme Court on November 1, 2013 that Copyright Termination Rights are all this estate is about?. . .
A. I don't remember hearing that. I may have, I just don't recall.
...
Q. Do you believe that understanding Termination Rights is critical to the protection of James Brown's "I Feel Good" Charity and its 900

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copyrights?. . .

A. I have no way to know that.

Q. Are you currently suing in a lawsuit where you accused Bob Buchanan and Adele Pope of not having

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adequate knowledge of Termination Rights?. . .

A. I am aware that we're in a lawsuit -- that we were in a lawsuit -- are in a lawsuit, excuse me, and that I -- a lawsuit that I authorized in 2011, that brought breach of trust -- breach of duty. And as to the specifics in litigating the facts of that, I cannot answer directly.

Q. Have you not reviewed the complaint in the Wingate suit in preparation for this deposition?

A. I glanced at it.

Q. In that lawsuit, do you accuse Bob Buchanan and Adele Pope of having breached their fiduciary duty by not having an understanding of Termination Rights?. . .

A. All I can say is the complaint speaks for itself. I glanced at it prior to this. I did not read it fully.

Q. Do you take no responsibility for a lawsuit that you have pursued for seven years against a South Carolina citizen -- six years against a South Carolina citizen?. . .

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A. Ms. Pope, I will restate. I am responsible for 8000 cases on average that this office brings. . .

Q. Do you believe that Tommie Rae's elective share claim is a slamdunk?

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A. I have no way to answer that.

Q. Do you agree with the finding of the South Carolina Supreme Court that you, as AG, maintained effective control over the James Brown assets from January 2011 when you took office until at least May 8, 2013?. . .

A. This office disagreed with the Supreme Court. . .

Q. Do you believe that you had a duty to exercise control after you took control of the James Brown Legacy Trust?. . .

A. I'm unaware. I don't know.

Q. Have you, personally, with Tommie Rae, had 75 percent control of the James Brown Legacy Trust

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at least from January 2011 until May 8, 2013?. . .

A. I have no knowledge.

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Q. Let me ask you again -- this is question 14. Why have you and Russell Bauknight, the trustee of the James Brown Legacy Trust, told the courts that the James Brown Legacy Trust created by AG McMaster, is private?. . ..

A. And you also asked the question as to why I and Russell Bauknight -- and again, this -- this

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office litigates thousands of cases which you could say "I" am making an allegation, but I am relying on the advice and counsel of attorneys in this office that have involved in this case … procedural reasons and strategic reasons. That -- I can't -- I can't go beyond that because I don't know the answer.

.. .

Q. So the answer is, you do not know whether the Legacy Trust was properly terminated in accordance with law?

A. I don't know the answer to that.

Q. Do you agree that James Brown's fiduciaries have a duty to uphold his Will, which leaves the bulk of his fortune to the "I Feel Good" Charity to educate needy students? . . .

A. I have no way to answer that. May I ask what question you're at?

Q. Do you believe that because of your ability to remove and replace Russell Bauknight at will, you had a fiduciary duty under James Brown's estate plan?. . .

A. I don't know how to answer that question.

Q. Do you agree that your public duty applies to James Brown's "I Feel Good" Charity, which is a private foundation?. . .

A. Again, don't know how to answer that question.

Q. Do you agree that since 2007 the Office of the Attorney General has had access to Tommie Rae's notes, which confirm in her own handwriting that she was married, living in Texas, and thought she might be pregnant before she met James Brown?. . .

A. I don't know the answer to that question.

Q. Do you know that in January 2007, Tommie Rae not only made a contract with her lawyer, Mr. Rosen, but also signed a contingency fee contract with attorney Peter Shahid, who would represent her son?

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A. No.
Q. Do you know that since 2013 Mr. Shahid and the GAL he selected, Stephen Slotchiver, have awarded $700,000 in legal fees, payable from James Brown's charity, in addition to Mr. Shahid's contingency fee contract with Tommie Rae?
A. No.
Q. Do you think you have a duty to investigate that?
A. No.
Q. Are you aware that the plan to devalue Brown's music empire from 84 million to 4.7 million actually began with Tommie Rae's lawyer, Alan Medlin, three months before Peter Afterman was hired by Mr. Bauknight?

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A. And again, I cannot comment on specifics of the case because I'm not personally involved in the day-to-day management of the case. I couldn't answer that.
Q. Well, you can answer if you are aware of that?
A. No, I'm not aware of it.
Q. Were you aware that almost immediately after he was hired, Mr. Afterman produced the Afterman Report, which claimed Brown was owed millions of dollars in lost a sampling revenues Greenburg Traurig failed to recover for Brown in the year before his death?
A. No.
Q. Are you aware that Afterman's identification of lost sampling revenues demonstrated, if anything, that the 84 million-dollar value of Brown's music Empire was low?
A. No.
. . .
Q. Have you investigated that Mr. Medlin, Mr. Bauknight, and the AG's staff and Nexsen Pruet were working on the devaluation of Brown's music empire to $4.7 million at the same time Mr. Medlin and your senior assistant, Sonny Jones, were working with the law firm of Ken Wingate to sue Adele Pope and Bob Buchanan for not accepting a hundred million dollar offer for James Brown's assets?
A. I'm going to reread the question because it --
Q. Please. It's question forty-three.
A. Yeah, you've asked me if I've done an investigation in a very long sentence or two, and I'm just not aware of the --
Q. Certainly. Is an important. Take your time.

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Forty-three.
A. I will restate, I have no personal knowledge that I can recall.

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Q. You have no personal knowledge of what?
A. Of if there's been an investigation or review by this office. Again, I'm not involved in the day-to-day litigation of the case or any investigations coming out of it.
Q. And you've never investigated, yourself, personally, or ordered an investigation of the devaluation of James Brown's assets from 84 million -- his music empire and related assets from 84 million to 4.7 million?
A. Personally, the only thing I've ever done is the authorization of the lawsuit when I came in, in order to maintain a status quo of the case, but beyond that, I don't get involved in the day-to-day specifics of the litigation
Q. Well, actually, didn't you meet with me on March 6, 2013, when I expressed grave concern about the damage this devaluation did to the James Brown "I Feel Good" Trust?
A. I do remember meeting with you a few years ago. I don't remember when, but I remember we met.
Q. And do you remember that one of the primary subjects was the damage caused by this devaluation of James Brown's assets?
A. And, Ms. Pope, and I apologize to you, I really

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remember meeting with you and I remember you raising a bunch of concerns, but I just don't remember all of the context of that meeting. It's been so long.
Q. Certainly. Are you aware that Sonny Jones and Alan Medlin contacted Ken Wingate in about March 2010 to sue Bob Buchanan and Adele Pope if … they would not drop the appeal of the McMaster Settlement which became Wilson versus Dallas?
A. I'm not aware of what they did before I was Attorney General.
Q. Are you aware of emails that have been produced by your office and Mr. Bauknight which show how Freddie Kingsmore, Sonny Jones and others planned the Wingate lawsuit from March 2010 -- sorry, from March 2010 until it was filed on May 19, 2010?
A. I don't remember seeing emails.
Q. Do you have any evidence to refute the testimony

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that Alan Medlin approached Bob Buchanan's lawyer Betsy Gray in March 2010 and said Sonny Jones had hired Ken Wingate, and that Ken was already working on the lawsuit and would sue if Bob and Adele did not resign and drop the appeal of the McMaster settlement?

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A. I have no knowledge whatsoever.

Q. Are you aware from emails that NP lawyer, Freddie Kingsmore was simultaneously working with Alan Medlin to devalue Brown's music Empire to 4.7 million in IRS filings, and sue Bob Buchanan and Adele Pope for not accepting the hundred million-dollar offer for Brown's assets made in 2007?

A. I just do not recall. I'm not aware.

Q. Are you aware that the valid -- among the valid reasons for not accepting the 2007 hundred million-dollar offer, and two additional letters of intent in 2008, included that Greenburg Traurig, Cannon, Dallas, and Frank Copsidas were claiming nearly half of any sale under something known as the October 18th letter?

A. I have no knowledge.

Q. Do you know anything about the October 18th letter?

A. No.

. . .

Q. Thank you. Do you agree that today the Estate and

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2000 Trust are properly asserting in the lawsuit that Mr. Buchanan and Ms. Pope instituted in February -- excuse me. Do you agree that today the Estate and 2000 Trust are properly asserting in the lawsuit Mr. Buchanan and Ms. Pope instituted in February 2008 that the October 18th letter was unconscionable and could not be enforced by GT, the Cannon trustees or Copsidas?

A. I can't agree or disagree. I just don't know.

Q. Do you know anything about the service of Bob Buchanan and Adele Pope at any time between March 7, 2007 and May 26, 2009?

A. Are you --

Q. That's not a question. Just --

A. Would you repeat so I can look at you.

Q. Sure. Sorry. I didn't mean to trick you.

A. Yes, ma'am.

Q. Do you know anything sitting here today about the service of Bob Buchanan and Adele Pope to the

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Estate and Trust of James Brown between March 7, 2007 and May 26, 2009.
A. I know nothing firsthand.. .
. . . I know that
senior members of my staff hold you in the highest
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regard and have spoke highly of you, but other than our meeting in 2013 and this meeting, I don't think you and I have ever had any interactions together. So I only know you by your good reputation with Mr. Cook and Mr. McIntosh who -- who have known you much longer than me.
. . .
Q. That would've thrown me off, too.
A. No. We have informal conversations and I was telling you earlier that I only knew you by reputation and as an attorney in the bar in this community, and people that knew you, like Mr. Cook sitting here today, spoke very highly of you. Mr. McIntosh spoke very highly of your legal skills.
As it relates to me being briefed on the staff, I couldn't violate privilege right now
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if I wanted to because I don't remember the contents of those conversations, but I will just give you an idea. When was sworn in January 2011, for the next six months I was drinking from a firehose and I was getting briefed on hundreds and hundreds of civil and criminal cases that were ongoing, not to mention the administration of the office. . .
I have no direct knowledge of the specifics of the case and the reason it was brought, only the -- the recommendation by the staff at that time to maintain a status quo of the case from Mr. McMaster's term and my term. So I authorized it based on those meetings and those briefings I received.
Q. I'm sorry. Thank you. But based on that, let me ask you again, you have not spoken to Governor McMaster about this case; is that correct?
A. I do not remember talking to him about this specific case in a long time.
. . .
Q. So when Attorney General McMaster says he called here after he left office to find out why he was named as a plaintiff, is it your recollection that he did not speak to you?

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A. I don't recall talking to him. He may have spoken to John McIntosh or Mr. Cook or another staff member, but I was -- I was not aware that there was ever an issue with the office being listed on the pleadings when I became Attorney General.
Q. And you're saying after you became Attorney General, the first time you became aware that there was an issue about your being a named plaintiff was within the last year or so?
A. I don't ever remember there being an issue with us being on the pleadings until recently.. .
Q. I'm going to hand you -- out of order if you don't

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mind --
A. Sure.. .
(Whereupon, Motion to Dismiss was marked Exhibit No. 2 for identification.). ..
Q. Attorney General Wilson, wasn't the question of the legality of this lawsuit being brought by the Attorney General against private citizens placed in the appellate court in 2011 shortly after you took office?
A. I believe so.
Q. And did you recall that -- do you recall that that happened in February of 2011?

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A. I'm seeing right here February of 2011 on this letter that you just provided me.
. . .
(Whereupon, 02/16/2011 Petition for Writ was marked Exhibit No. 8 for identification.). . .
Q. Yeah, Exhibit 8. Yes, just -- if you'll just tell -- let's say what it is for the record if you will, please. Exhibit 8.
A. Exhibit 8 is entitled, Petition and Memorandum for Writ of Prohibition.
Q. And it is filed in the Wingate suit in the Court of Appeals and what's the date of that document?
A. February 16, 2011.
Q. Okay. And do you remember that the gist of that document was to try to determine whether the Wingate lawsuit was legal?
A. Are you asking me if I remember the gist of it?
Q. Right.

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A. I mean, I don't really recall this because I don't remember reading it.

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Q. Wouldn't someone in your office have to take responsibility for putting your name on responses to filings in the appellate court?
A. Yes, that's why I have 90 attorneys that represent my name every day in court and sometimes I'm not even aware of it.
Q. Right, but somebody under the Rules of Professional Responsibility has to take responsibility for acting as a lawyer on your behalf, don't they?
A. Yes, ma'am.
Q. And wasn't the question squarely before the Court whether it was legal for the Attorney General to be using a private lawyer to sue two South Carolina citizens?
A. Again, I just don't -- didn't read it. So you're asking me if I have personal knowledge. If it is what it is, if that's what it is, I don't dispute it.
Q. Well, I'd ask you -- I don't want you to spend all day, but I would like you to glance at it because -- you know, somebody's career was involved here.
A. I am reading the conclusion and you're seeking to

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unjoin the Attorney General from proceeding with the 4900 case.
Q. And, in general, the question before the Court was should the mighty power of the State be used against its citizens in the hands of a private lawyer. That was the question wasn't it?
A. I can only answer you my personal understanding. You're asking me if I'm going to agree with what this says and I haven't read it fully. So if you ask me a question about my view of it --
Q. Well, let's just glance at it and let's take a moment and see if the gist of it is not the concern that the mighty power of the State was delegated to a private lawyer to be used against private citizens?
A. Ms. Pope, if you're saying that's the gist of this, then I will take you at your word.
. . .
Q. So you wanted to keep suing me unless Mr. Bauknight could be put back in?
A. No. First off, I never wanted to sue you. I'm just maintaining the status quo of a lawsuit this office is already involved with prior to me taking office. . .
Q. Okay. So, when Plaintiffs 2 raised with the

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appellate court the question of whether it was legal for the Attorney General to be suing private citizens in a tort suit through a private attorney without being the lawyer, who responded for you as Attorney General as shown in Exhibit 2?

A. Ken Wingate signed.

Q. So let's look at that. I want to make sure that we answer that clearly. It suited you in 2011 for Ken Wingate, a private attorney, to file -- file a response to that writ for you, as Attorney General, without your being a signatory and without anyone else in your office being a signatory on that pleading?

. . .

A. I know that members of my staff made the recommendation that I maintain the status quo of this lawsuit, and so based on that recommendation I authorized it. . .

Q. Did you authorize a filing of the Court of Appeals by a private attorney on your behalf?

. . .

Q. Do you agree that -- you said the beneficiaries of "this trust." What trust are you referring to?

A. The "I Feel Good" Trust, the charitable beneficiaries.

Q. Well, did you think that Tommie Rae Hynie was a beneficiary of the "I Feel Good" Trust?

A. Again, I don't have specific information on the specifics of the case.

Q. Do you know whether Tommie Rae Hynie is a beneficiary of the "I Feel Good" Trust or any trust created by James Brown?

A. She was -- I know that she was found by a circuit judge to be the spouse of James Brown. So --. . .

(Whereupon, Wilson's Verification of Answers was marked Exhibit No. 9 for identification.). . .

Q. On May 9th -- May 3rd, I believe it was, 2011, did you verify the Interrogatory Answers that Henry McMaster had given in the Wingate lawsuit?

A. I see my signature here, yes.

Q. Do you understand what one's obligation is when they verify interrogatory answers?

A. Yes, ma'am.

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Q. And you understood that you had an obligation to know the truthfulness of the answers you were verifying?
A. Yes, ma'am.
Q. Individually?
A. Well, I verified the answers as I knew them to be based on the briefings from the staff and based on what I had firsthand knowledge of at the time.
. . .
A. Adele Pope's Offer of Judgment to the South Carolina Attorney General and Russell Bauknight as Agent for South Carolina Attorney General.
Q. Do you have any memory of that offer --
A. No.
Q. -- by Ms. Pope -- oh, sorry.
A. No, ma'am.
Q. Do you know that in 2012, Ms. Pope offered to let the Attorney General out of the Wingate lawsuit?
A. I may have known it the time; I just don't recall.
Q. Do you know that instead of responding to the offer, the Attorney General filed the offer and moved to strike it?
A. I obviously can't speak specifically to it because I have no direct knowledge or don't recall.

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Q. Did you know that -- that Ms. Pope offered again after the ruling to let you out?
A. I have no direct knowledge.
. . .

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Q. Do you today not -- I'm not asking you about a signature. Does the State of South Carolina have a contract with the Wingate Law Firm to sue Bob Buchanan and Adele Pope?
A. We do not, to my knowledge, have a signed contract with the Wingate Firm.
Q. Do you have any legal agreement with the Wingate Law Firm to sue Bob Buchanan -- does the State of South Carolina have, in your opinion, any legal agreement with the Wingate Law Firm --
A. A written agreement?
Q. Any legal agreement?
A. I'm not aware of any legal written agreement.
Q. Does that agreement provide that the Office of the Attorney General will be paid ten percent of Mr. Wingate's legal fee?
A. That is what the standard contract says here, yes.
...
Q. Does the State expect it?

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A. Not to my knowledge, no.

. . .

Q. All right. Hand you Wilson Number 5, Motion to Strike. That was your Motion to Strike the Offer of Judgment of Ms. Pope; is that correct?

A. It says, "Plaintiff's Motion to Strike Defendant Pope's Offers of Judgment," correct. Yes, ma'am.

Q. What was the date of that?

A. August 13, 2012.

...

Q. Okay. . .

80. Why did you allow Mr. Bauknight, Nexsen Pruet and members of the AG's staff to accuse Bob

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Buchanan and Adele Pope of the federal felony of overstating Brown's assets by $79 million on the sworn Estate Tax Return for the improper purpose of securing a five million-dollar commission?

A. I'm not aware that this office accused you of a felony.

Q. Are you aware that this office accused Bob Buchanan and Adele Pope of overstating James Brown's assets by 79 million on a sworn Estate Tax Return for the improper purpose of securing a five million-dollar commission?

A. I am not aware. I just -- when I say "I'm unaware," is the complaint -- I haven't read the complaint or had a discussion about the 4900 complaint in years so I just don't have recollection of what it alleges.

Q. Well, actually, this happened in 2011 when you took office?

A. That's what I mean, 2011.

Q. It's not in the complaint.

A. Okay. I have no recollection or knowledge.

Q. Do you think it's reckless to accuse someone of overstating assets to the IRS by $79 million for an improper purpose if you haven't investigated to see whether it's true?

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A. Ms. Pope, I can't say if something is reckless or not reckless when I just don't have specific knowledge about the specific facts of what I'm being asked about.

Q. Do you have any knowledge today of whether there was actually an understatement in the James Brown Estate Tax Proceeding by Nexsen Pruet and Mr. Bauknight?

A. I don't have personal knowledge.

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Q. Do you know that Nexsen Pruet and Mr. Bauknight have said since 2013 that they do not intend to correct the 4.7 million value claim they made to the IRS?
A. No. I do not know that.
Q. Are you concerned that they told the IRS that James Brown's "I Feel Good" Charity was worth less than $3 million?
A. I'm not concerned because I don't know or have personal information about the facts of the allegation.
Q. Are you concerned that Mr. Bauknight and Nexsen Pruet have refused to change their filing with the IRS in that regard?
A. And, again, I'm hearing all this for the first time and so I just don't have a position because

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I'm not involved at this level so I just don't have a position one way or the other.
Q. Well, didn't you actually on March 6, 2013 tell Mrs. Pope that you were hearing all of this for the first time when she told it to you then?
A. If I said that to you that, then I don't dispute it. I just don't remember what I said to you in 2013.
Q. Did you tell the South Carolina Supreme Court and me, Adele Pope, in March of 2013 that you were seeking to be dropped as a party in the Wingate suit?
A. I told my staff and they have tried to get out of this lawsuit since the Supreme Court ruling.
Q. If you wanted to be dropped as a party, why did you terminate the Wingate Firm in 2013 and then direct them in 2016 to withdraw their motion to be relieved as your lawyer?
A. Where's that question? I'm sorry.
Q. Eighty-six.
A. I don't know the answer to that question.
Q. Do you know the damage to stipulating someone who is not a spouse will be considered a spouse can do to a charity's strategy to protect itself from copyrights -- to protect its copyrights from premature or improper exercise of Federal Copyright Act Termination Rights?
A. I just don't know the answer to that question.
Q. Do you know that Mr. Bauknight has recently admitted that Mr. Afterman is not an expert at sampling issues?
A. I have no knowledge of that.

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Q. What action have you taken since the 2017 depositions of Solicitor General Robert Cook and Former Deputy -- Chief Deputy John McIntosh, in which both testified under earth -- oath that they did not authorize the Wingate suit to be brought in the name of AG McMaster?
A. The only thing I've done since that, that I'm aware of is, I read this deposition that was taken in August of 2016. . .
. . .
Q. Has no one told you about Governor McMaster's
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sworn statements in a deposition subsequent to that in which he specifically stated under oath that he did not sue Adele Pope and Bob Buchanan as Attorney General, that he did not authorize his name to be in the caption, that he did not authorize Russell Bauknight to be -- to bring the lawsuit on behalf of the Attorney General, and that he did not learn that he was in the caption until after he left office?
A. I was told that Mr. McMaster had two depositions.
. . .
Q. The question is, did someone in your staff tell you that Henry McMaster was more definitive in his Wingate suit deposition than he was in his later deposition?
A. Yes, ma'am.
...
Q. When was the first staff deposition related to this matter, if you know?
A. I don't know.

The Rebuttal Testimony of Senior Assistant Attorney General Creighton Waters

24. The Court overlooked or misapprehended that the testimony of Sr. Asst. AG Creighton Waters supports Plaintiff's position during the VOID appointment of Bauknight and the period from May 2009 until May 2013 when the AG and Tommie Rae had 75% control of the James Brown assets, both breached their fiduciary duty to the Estate/2000 Trust of James Brown by attacking and suing Buchanan and Pope, who were defending the estate plan, while failing to recover the $17 million taken by felon David Cannon, and even trying to rehabilitate him, along with Dallas and Copsidas, as named witnesses against Buchanan and Pope in Richland 4900.

25. The Court overlooked or misapprehended the Creighton testimony shows that expert Ellison Thomas and Bauknight both understated Cannon's theft by $10 million, giving him credit for 5% of what he took from James Brown, and failing to note the $5 million "check to nobody" he took in 1999, and AG Jones sought

neither restitution or jail time for Cannon, who had taken $17 million from funds Brown gave to needy students.

26. The Court overlooked or misapprehended the complete transcripts which are part of the Waters testimony and the following testimony:

Mr. Waters, my name is Adele Pope and I don't believe we have met before today, have we?
A. I do not believe so, no.

MS. POPE: I want to ask him about the contents, so I'll look at his 60 pages while he's looking at my 60 pages so we'll try to be efficient.
. . .
(Whereupon, Supplemental Affidavit of Buchanan and Pope was marked Exhibit Waters No. 1
Q. And thank you for taking the time to read it, but were you familiar when you came today with some of the facts contained in that affidavit about David Cannon?
A. I dogeared some pages in here where things -- and I'll speak to those one by one. I need to point out that my involvement in this case didn't really start as a practical matter until after the plea of David Cannon,...
six, there's a reference in paragraph twelve to the $900,000 misappropriation. I do remember. . .
page seven, let's see here. There's a reference to Seventh Decade. All I remember about that is that that was a subsequent entity for managing and holding James Brown's assets. I believe that David Cannon established that company in his name, but I'm not positive. . .
Page 29, there is a reference to Phil Farr, who was a former CPA of Brown.. .
Page 41 refers to the $900,000 misappropriation. . .
investigation. It refers to M and T Bank.
There's a reference to Geronimo Music Management. I know that's one aspect of the restitution that we attempted to -- to assist. . .
can't speak to that. And then obviously the Roatan mansion, but it does refer to Geronimo Music Management. I am generally familiar with that entity,. . .
Q. When you moved to the section which dealt with white-collar crime in 2010, was the matter already pending against David Cannon?

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A. I don't know that. I don't know that. . .
Q. Did you learn during 2011 that David Cannon had been named as a witness by the Plaintiffs in a case pending in -- a civil case pending in Richland County in which the Attorney General was a plaintiff?
A. No.
Q. Well, let me -- well, let's go through -- I'm going to mark here Waters exhibit two, which is the documents that you have brought today, and ask you just to take them in chronological order and tell me what happened with David Cannon beginning on October 26, 2011.. .
A. Sure. October 26, 2011, this is an e-mail that I found in my email from Deb Staberg. At the time, she was the executive assistant to John McIntosh, said that John would like to be with you, and there's a number of people on there: me, Sonny Jones, Mary Frances Jowers and Robbie McNair, saying he would like to meet with us in his office this afternoon at three p.m. to discuss the David Cannon plea.. . I don't have any recollection of that meeting.. . .
Q. Was it customary, not customary, or there was no particular pattern for two civil division lawyers to be participating in a meeting the day before a plea?
A. I would say that sometimes that would happen. . .
Q. If you'll just help me make a little bit of a record. Give me the date of the plea, the result of the plea hearing, just in quick summary, if you will, please.
A. Sure. This was on October 27, 2011, . . . the service of three years home confinement, the balance will be suspended and then five years probation. And obviously, as you're well-aware, there was a discussion of whether or not restitution was an issue and the judge, at that particular time, did not award any restitution, and that led to my direct involvement,. . .
Q. Ninety-nine to oh-six --
A. Ninety-nine to oh-six --
Q. It was.
A. That -- you know, he had received approximately $7.7 million beyond what he should have received. . .
Q. But Mr. Thomas' analysis prepared for the State of South Carolina? There was an analysis prepared by Ellis and Thomas?.

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A. That's correct.. .
Q. And Mr. Thomas does forensic analyses for your cases such as this?
A. This is the only case I'm aware that he has worked for the State on, at least to my knowledge. . .
Q. Do you know how he came to be hired?
A. I do not.
Q. Good. Let me ask you this -- thank you. And I don't understand anything about what you do, so that's why I'm having to ask more carefully because -- and you're helping me and I appreciate it. So if, in a criminal proceeding, a person is given the benefit of the doubt, shall we say, in a criminal matter, that really doesn't speak to that it would've been appropriate for them to be paid that from a civil perspective?
A. Yeah, many of the cases that I -- yeah, that's correct, as a general matter. Many of the cases that I handle have a civil component. Typically what I do in a criminal realm is look for a net loss.. .
the remedies -- the standards are different and the remedies that are available are much broader than my perspective.. .
Q. Let me ask you that. Did you ever see an e-mail that to Adele Pope sent to Robbie McNair on the morning of the plea hearing?
A. I did not receive that and I think that document is in here. I did not receive that until -- and this is the e-mail in here that's from Sonny Jones to me on July 5, 2012. I forget how this arose,. . .
Q. Did he state rather clearly that he had advised Mr. Bauknight and certain others about the plea hearing and that their election not to come was their election?
A. I think the document speaks for itself. If there's a particular passage you'd like me to comment on, I'll be glad to. But my general recollection was that Robbie told me that he had advised I believe Freddie Kingsmore and Russell Bauknight of the plea,. . .
Q. And when the hearing did actually take place, you wished that Robbie McNair had been there to speak for himself. Did you express that to the court?. . .
A. I -- yeah, I mean, I can't -- I'm trying to remember. I think I called Robbie. He sent me this note. I said I'll provided to the court and -- and that was fine. . . .
Q. That's fine. All right. Then did you continue to

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7 **work on the restitution issue?**
8 A. I did. You know, because of the fact that the
9 plea agreement required the state to take no
10 position, essentially, what my job was there to do. . .
15 which we presented evidentiary information about
16 some of David Cannon's assets to include: the
17 Roatan mansion, the Geronimo interest, and maybe
18 some other real estate property . . .
2 that's -- and as it stands right now, because
3 of some issues regarding transfer of that
4 property, it's still pending.. .
6 MR. KENDALL: I just want to let the
7 record reflect I was here by pursuant to an
8 order of the court allowing us to be here, but
9 we are not waiving any right to subsequently
10 reconvene the deposition of this witness
11 pursuant to notice in the 4900 case, should
12 that become necessary. Thank you.

The Rebuttal Testimony of IP Expert Wallace Lightsey, Esq.

27. The Court overlooked or misapprehended that unlike Wallace Lightsey, Esq., and Plaintiff, none of Peter Afterman, Roger Miller nor Jonas Herbsman, Esq., had any litigation experience with Copyrights; knew about the litigation issues related to Termination Rights; knew who the heirs of James Brown are; or had the ability to evaluate the Termination Rights of Tommie Rae and the 5 Levenson clients who placed their Termination Rights in the James Brown Legacy Trust in 2008 or the terms of the August 10, 2008 settlement; that Pope gained enough knowledge, with Buchanan, to prevent the loss of $1.5 - $2 million a year in royalties and half of the "I Feel Good" Charity's assets without the Court's even being told that Termination Rights will never apply to non-U.S. royalties, about half of Brown's royalty income, and that Pope's later assessment of the at-death value of the Termination Rights of Tommie Rae and the parties to the August 2008 settlement was reasonable.

28. The Court overlooked or misapprehended the Lightsey testimony supports Plaintiff's position that she should have been qualified as a Termination Rights experts, and that conducting the appeal which overturned the AG's 2008 settlement provided great value to Defendants:

24 Q Can you tell me about your experience
25 with musical copyright work?
1 A Well, most of my copyright work has been
2 with litigation; in infringement litigation. There
3 have been several cases that involved alleged
4 infringement of musical compositions.
5 I've also done a fair bit of consulting

with a local musician -- talented musician and have assisted him with some of his copyright issues

Q I'll read it for the record: "Not much was known about Termination Rights in 2008 and 2009, even among IP counsel not directly involved in specific matters."

Tell me what you mean by that sentence

A Just what it says and just using my own experience and level of awareness at the time. I, by that time, had been doing a substantial copyright practice for 15-plus years, and, like I said, I had a vague awareness of termination rights, that there was this provision in the Act, but I really did not have any awareness of how it worked or anything near the complexity that's involved with that area of the law.

Q Okay.

A And I'd consider myself, you know, pretty representative of somebody who is a general IP litigation practitioner with significant experience at that time, so just basing it on my own level of awareness and what I read in the literature. I would get, you know, frequent newsletters or electronic newsletters from various intellectual property lawyer associations, and just seeing what people were talking about, what the cases were talking about, I think at that time, even with IP lawyers, there wasn't much awareness of termination rights.

Q Okay. The next sentence says -- well, paragraph 3, sentence 1: "There are ways for charities to limit losses from the exercise by heirs of Termination Rights."

Where does that fit inside of your opinion? What does that sentence have to do with general awareness?

A Well, in connection with this matter, I've attempted to educate myself a little more on termination rights, so I have done some reading and some research on it to learn how these things work. And like I said, I remember hearing about the Winnie the Pooh case. I remember hearing a little bit about the Marvel cases and the Superman case. So I had a vague notion that that — those issues being out there. When Adele asked me to get involved with this, I tried to learn a little bit more about it. And, in the course of doing that, I feel very strongly that what that sentence says is correct.

. . .

Q Okay. Do you know whether Mrs. Pope made

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any inquiry into how to find ways for charities to limit losses from the exercise by heirs of termination rights during her fiduciary service?
A I've read the article that she drafted with Jeff -- Smith? Is that right? So I've got -- I've got that understanding of what she did.
Q Uh-huh. The next sentence you have here is paragraph 3: "The Ray Charles Foundation case makes clear that a charity owning copyrights has a right to be part of the Termination Rights process because its royalty stream is at stake."
Is that just a -- what are you trying to communicate with that sentence?
A Well, just that the Ninth Circuit in that case held that the foundation had standing to contest a notice of termination by the heirs.
Q Sure.
A As I've said, I do believe, within the general community of lawyers who practice intellectual property, which I do believe I'm representative of -- a good representative of, that there was only a vague awareness of termination rights up until, you know, starting maybe in the mid-2000s; 2006 and later --
Q Okay.
A -- when some of these cases started coming down and we started hearing more about this.
Q Mr. Lightsey, can you describe for me how thick your file is?
A It's, I guess, about 2 or 3 inches.
Q All right. So would you say there are at least a couple of hundred pages in there?
A Probably.
Q And is it fair to say you've done a good bit of thinking about this issue since we first talked?
A Yes.
Q Okay. In researching termination rights, have you thought about whether, in certain instances, a knowledge of state probate law is as important as a knowledge of the copyright law?
A Yes. I think -- my understanding is that when there are questions about who is a child or who is a spouse for purposes of the termination rights, that that's determined by state law.
Q Certainly the spouse, if not the children?
A Uh-huh.
Q Is that correct?
A Yes.

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Q So does that mean that if a foundation such as the "I Feel Good" Charity wanted to protect itself in the termination rights area, job one would be not to create a spouse if there isn't one?
A I think -- if there's a question about whether somebody who claims to be a spouse really is or really qualifies, I think that's an essential question, just because of this whole negotiation process I've touched on.
Q And in connection with the determination of heirs under the federal Copyright Act, is it fair to say that even today there has been very little litigation over the issue of how to determine who are children?
A Yeah. I'm not aware of any, other than this litigation.
Q And if, for example, James Brown had a child who was acknowledged in his divorce but not a biological child, to date, do we have any guidance about whether that child would be considered an heir under the federal Copyright Act?
A None that I know of. . .
Q Okay. What if, for example, James Brown had a child who was not born of a marriage and acknowledged only in a will, which the child contested? Do we have any guidance that you're aware of under the federal Copyright Act about that child's entitlement to termination rights?
A No.
Q What if James Brown, in his documents, intentionally disinherited any child who claimed -- who challenged his estate plan? Do we have any court guidance on whether -- the impact of such a provision in the will might affect termination rights?
A None that I know of…
. . .
Q Well, during the early years after James Brown's death -- let's just use him as the example -- could the proper determination of heirs have been as important to termination rights protection as anything else?
A Yeah. I think that would be an essential early step.
Q So if Mrs. Pope was replaced in 2009, would there be any reason to stop that process?
A No. I mean, I think -- I think anybody who was trying to maximize the income for the trust would have to get to a firm conclusion as to who the people are who are entitled to exercise the termination rights so that you can then decide on

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the best strategy for dealing with that.
Q Well, that reminds me. Did the Smith and Pope article suggest a mechanism called splitting heirs?
A Yeah.
Q Can you explain how what you've just said relates to the term "splitting heirs"?
A Well, because the -- a termination has to be done by people who have a majority of the rights to terminate.
If there are multiple heirs and the -- again, I'm not sure if I'm using the right word. I'm not a probate lawyer. The legatee or devisee or whoever -- the recipient under the will has the opportunity to negotiate and try to get the best deal it can for the trust. So if there are multiple heirs, it's possible to split them up. Some may be more cooperative, some may be less. And if you can split them and get a majority and work out a deal that's good for the trust, that's a good strategy.
Q And -- back to the attorney general. If on August 10, 2008 the attorney general stopped the DNA testing process which had been in place since shortly after James Brown's death, would that have helped the protection of the "I Feel Good" Trust termination rights?
A I don't see how it could.. .
But whatever -- whatever is done, I don't think you'd want to have it subject to a later attack on the grounds that somebody who was part of that didn't really have a termination right.
Have you heard of or were you aware of something known as the Peeples' DNA protocol?
A Yes.
Q Okay. Did you understand that it had been stopped on August 10, 2008 by the attorney general?
A I understood that it was stopped.
Q Okay. All right. Now, tell me just a little bit about the Ray Charles case.
A It was a similar situation with a great songwriter and recording artist. Ray Charles bequeathed his -- I guess the residuary of his estate to a foundation, a charitable foundation, like Mr. Brown did here, and then the statutory heirs under the termination provisions sent termination notices to the publishing companies, and the foundation brought a suit to declare those termination notices ineffective.
District court held that the foundation

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did not have standing to challenge the termination, and the Ninth Circuit reversed and held that it did have standing because of its interest in the royalty stream.
Q And that case was begun in about 2012?
A That sounds right.
Q And approximately when was it concluded?
A I think the Ninth Circuit decision was in 2015.
Q Okay. Do you know what's happened since 2015?
A No. I did check the district court docket on PACER, I don't know, a month or two ago, and I could not see anything that happened since the remand.
Q We'll mark that, then, as Plaintiff's Exhibit 1, your entire file.
- - -
(File marked Plaintiff's Exhibit Number 1, for identification.)
- - -
MS. POPE: I'd like to hand you Plaintiff's Exhibit 2.
- - -
(Value of Tomirae Federal Copyright Act Termination Rights at Death of James Brown marked Plaintiff's Exhibit Number 2, for identification.)
Q If you'll take a moment to glance at it. And I'll represent that it is my work.
A Okay.
Q I have attempted in this document to recreate the position of James Brown's estate and trust as it was on November 20th, 2007. If the -- and I have concluded that the value of Tomi Rae's federal Copyright Act termination rights at the death of James Brown was negligible based on the facts that were available between the period 2007 and May 26, 2009. If these facts existed and there was fair proof of them on the part of the estate and trust, should they have taken advantage of those facts to protect the copyrights?
A I think certainly, in this type of situation, the trust should challenge -- what's Tomi Rae's last name?
Q Hynie-Brown.
A I would certainly think the trust would challenge her claim.. .
Q Okay. If the -- if the charity is looking to protect itself before it makes a deal

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with Tomi Rae, should it not evaluate the strength of her ability to be demonstrated to be the spouse?
A Yes. Absolutely.
Q And only half of the heirs are needed to stop an election; is that correct?
A If they have 50 percent, correct.. .
Q And there must be at least a two-year period when the election is made before the termination can be effective; is that correct?
A That's right. The notice of termination has to be served at least two years before the effective date of termination.. .
Q Okay. And does everybody now kind of understand that termination elections apply only to American copyrights?
A Yes.
Q And James Brown, of course, had worldwide copyrights?
A That's right.
Q And they do not apply to derivative works?
A There's a derivative work exception for derivative works made before the termination.
Q Okay. Now, is it fair to say -- I don't want to spring too much on you -- but both samplings and joint ownerships create further complexity, do they not?
A Yes. That's true.
Q And is it fair to say that the sampling -- a sampling could actually be a small part of a subsequent copyright?
A Yes.
Q And so that that copyright might have a 35-year life of its own?
A Yes.
Q And in that case, in a sampling of a James Brown work, the James Brown rift, let's say, might be a small part of that work?
A Correct.. .
Q And then -- but those works might be -- the termination rights issue could be delayed for many years; is that fair to say?
A Yes.
(Value of Levenson 5 Clients' Federal Copyright Act Termination Rights at Death of James Brown marked Plaintiff's Exhibit Number 3 for identification.)
THE WITNESS: And before you move on, too, another thing I would say that's interesting, and another level of complexity with music in particular, is that sound

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24 recordings made before February of 1972 are
25 not covered by federal copyright. They would
1 be subject to common law-copyright. So they
2 are not subject to the termination rights.

20 Q And so it's fair to say that all the
21 works between -- of the sound recordings between
22 '72 and '78 could experience a 56-year life before
23 termination?
24 A That's correct.
7 Q Now, just looking at Plaintiff's 3.
8 Again, this is my work, and it is my evaluation
9 that the termination rights of the five Levenson
10 clients who reached the deal with the attorney
11 general on August 10, 2008 had a value of less than
12 5 percent of the value of James Brown's copyrights
13 on that -- at that time, at James Brown's death.
14 And, again, my reasons that I have set
15 out, you have no specific knowledge about that?
16 A Correct.
17 Q But those reasons were certainly within
18 the purview of a probate lawyer, even if she wasn't
19 an entertainment lawyer; would that be fair to say?
20 A I would think that anybody who is a
21 trustee would want to consider these things.
22 Q Okay. And then again, even if all five
23 of the Levenson clients had been determined to be
24 heirs of James Brown, they would still face many of
25 the same impediments that Tomi Rae would face; is
1 that fair to say?
2 A In general terms?
3 Q Yes.
4 A Yes, as I've talked about.
15 Q Okay. Could I see your file for just a
16 moment, please? I'd like to just go through, if I
17 could, and see if I can summarize what's contained
18 in your file.
19 A Okay.

The Rebuttal Testimony of Estate, Trust & Tax Expert James Hardin III, Esq.

29. The Court overlooked or misapprehended that it was appropriate for James Hardin III, Esquire, and others, including Plaintiff, who were disclosed as experts as well a fact witnesses and had expertise or had provided expert opinions, over the 10-year-period between the Buchanan/Pope's first appointment in 2007 and the trial of her 2009 claim in 2017 and 2018 to testify both as fact witnesses to their prior involvement and in James Brown matters and to render additional expert opinions, even though not paid as experts in this case.

30. The Court overlooked or misapprehended that Hardin's testimony and 30-page expert report of November 18, 2008 provide support for the extraordinary work of Buchanan and Pope following the AG's announced takeover of August 10, 2008, and the propriety of Pope's *pro bono* publico 2-year attempt as a citizen to stop Tommie Rae's announced effort, aided by Bauknight, Afterrman, Venisha and others, to disregard the *Wilson v. Dallas* decision as announced to Judge Early in open court on May 29, 2013, and reinstate the AG's 2008 plan which dismembered the "I Feel Good" Charity, and includes:

(Expert Report marked Defense Exhibit
10 Number 1, for identification.). .
13 Number 2, for identification.). . .
4 Q Let's see. I'm gonna go ahead and hand
5 you a copy of what we have pre-marked as Exhibit 1
6 and ask you if you recognize that.
7 A I do.
8 Q Okay. What is that document?
9 A This is a Rule 26(a)(2)(B) Report of
10 Expert Testimony of James C. Hardin, III, and it's
11 in connection with the legal action of Forlando
12 Brown, Plaintiff, versus Adele Pope, individually
13 and As Trustee of the Irrevocable Trust established
14 by James Brown in August 1, 2000, and Robert L.
15 Buchanan, Jr., individually and As Trustee of the
16 Irrevocable Trust established by James Brown in
17 August 1 of 2000.
18 The report is dated --
19 Q It's on page 21. There you go.
20 A -- November the 6th, 2008.. .
3 Q Uh-huh.
4 A The efforts that they had expended with
5 regard to that -- here we go. $317,000 -- the
6 number of hours that they and their staffs had
7 spent.
8 However, prior to that point and in this
9 section D, as in David, beginning on page 12, I had
10 provided what I had understood the compensation
11 provisions were relative to Adele and Bob Buchanan,
12 and they were as I note: That the will provides
13 that they are to -- or excuse me -- the personal
14 representatives, originally Dallas, Bradley and
15 Cannon, quote, "shall receive reasonable
16 compensation for the services rendered and
17 reimbursement for reasonable expenses."
18 So then I go on to state that the term
19 reasonable compensation would be fulfilled, if you
20 will, by the compensation provided statutorily
21 under 62-3-719, and I set forth that standard;
22 which is to say that the compensation is, quote:
23 Not to exceed 5 percent of the appraised value of

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the personal property of the probate estate plus the sales proceeds of real property of the probate estate received on sales directed or authorized by will or by court order.
And, of course, in addition and pursuant to that statute: Personal representatives may receive not more than 5 percent of the income earned by the probate estate.
I then go on to note the language contained in the James Brown 2000 Trust regarding compensation, which is contained at Article VIII(iii): "The Trustee shall receive reasonable compensation for the services rendered and reimbursement for reasonable expenses."
And as we know, our trust code is -- begs the question thereby -- it in effect echos what was stated in the 2000 trust agreement that, for their services, trustees receive reasonable compensation. So the statutory and the language of the governing instrument are identical, or largely so.
And I go on to note that when Adele Pope and Bob Buchanan promulgated bylaws to the trust -- and this is following their appointment as personal representative and trustees -- I believe that was in the latter part -- maybe perhaps November of 2007 -- they promulgated bylaws which provided for a collective annual compensation of half of one percent of the trust principal. And I note there my opinion that I felt this was well within the norm for the services of trustees.
I note that the fee schedule of many corporate trustees is higher than that. And, indeed, just to elaborate, in many cases it's three-quarters of one percent, it could be one percent, or even above that.
And then, of course, in addition, as I note here, the -- many, many, many corporate trustees -- not all -- charge an additional percentage on income earned, and they were not in their bylaws seeking any such compensation.
And then finally, often, if a corporate trustee is serving with another person or entity, they typically will charge the entirety of their fee schedule; and then the individual would, on top of that, quite frequently charge, if they were so disposed to charge, compensation of their own; whereas here, I believe this half of one percent was to be collective compensation for the two of them; that is, they would split that compensation.
And then I elaborate on the $317,000 payment.. .

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Q Have you ever seen anything like this as the basis for a business valuation?
A I have, including from business appraisers. While, admittedly, it may not be precisely in this format, if you've read one good business appraiser's report, you know that the contents of it, in many respects, two-thirds of it are canned.
And I don't impugn any of that. Those are appropriate valuation approaches they take, and whether it's, you know, initial public offerings or comparables or this, that, and the other.
But, no. In the essence of most of their appraisals, they do look at factors such as some of these, I think.
But I've never seen a business appraisal exactly in this format, no.
Q James Brown died on December 25th, 2006; is that correct?
A Yes, it is.
Q And Bob Buchanan and Adele Pope became special administrators on March 7th --
A Uh-huh.
Q -- and that service lasted until November 20th of 2007; is that correct?
A That is correct.
Q Okay. From then, November 20th, 2007, until August 10, 2008, the attorney general of South Carolina was challenging their appointment; not their service, but their appointment.
Do you recall that?
A I do know that the attorney general did challenge their appointment. I don't know the parameters of the challenge, but --
Q Right.
A -- but yes.
Q Right. And if by September of 2008 the attorney general were representing his right to control the James Brown assets, would that cause serious problems for any fiduciary?
A Yes. And I would state, I believe, my recollection of Wilson versus Dallas where the court found fault not only with the attorney general asserting such direct control over the charitable components, but even over the non-charitable components of the plan; in other words, I think that was ... yeah.
Q Then, I've asked you in the break to glance at Exhibit 2, tab C, which is the supplemental affidavit of Robert L. Buchanan, Jr. and Adele J. Pope in support of permissions and

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payment of certain priority expenses of administration, which was signed on July 13, 2009. Have you had a chance just to glance at that affidavit which is 56 pages long and has 18 exhibits?
A I have glanced at the affidavit. I have not yet looked at the exhibits.
Q If Julian Walker made an opinion which is contrary to a statement made by Bob Buchanan and Adele Pope in that affidavit and the accompanying schedules, would you have any reason to believe Bob Buchanan and Adele Pope were not telling the truth?
A No, I wouldn't.
BY MS. POPE:
Q Well -- well -- let me ask more generally.
Would a person reviewing what Bob Buchanan and Adele Pope did between 2007 and 2009 have a lot to look at?
A Yes.
Q Is it possible that such a person might have missed some of the facts or nuances of the situation?
A Yes.. .
Q And is it also true that, so far as you know, where there are two fiduciaries, they must act jointly?
A That's correct.
Q Okay. And would it color any of the answers you've given this morning to know that Judge Early has approved all of Bob Buchanan's actions as both PR/trustee and special administrator?
THE WITNESS: It would.
BY MS. POPE:
Q Would it affect your statements to know in addition Judge Early left room open for Bob in case there is some upset in a case that's generally known as the Wingate case?
THE WITNESS: I'm not familiar with the Wingate case, but, yes, it would color my opinion.
BY MS. POPE:
Q Let's look at footnote 30 in the conclusion of the supreme court's opinion.
A All right.
Q Would you just publish that statement?
A Sure. "We note the AG and/or Bauknight have allegedly entered into contingency-fee agreements with outside counsel, Kenneth Wingate,

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for Wingate to sue Appellants on behalf of the State, Bauknight, and others while also representing private plaintiffs in the suit. We are aware that a suit has been filed in Richland County seeking damages to Brown's estate allegedly arising during Appellants' service as fiduciaries. Despite FOIA requests, the AG has refused to publicly release all of the documents pertaining to this reported arrangement. However, the AG has recently informed this Court, in petitions filed after this Court's initial opinion, that he is now withdrawing as a party in that lawsuit and his office will maintain a monitoring role.

Q Do you know anything about that lawsuit?

A All I know is that I was served with a subpoena duces tecum by an associate in Ken Wingate's firm, and it sought the production of essentially the same documents that I have produced here in this -- this case.

And so I did produce to that gentleman in Mr. Wingate's firm the documents relevant -- essentially the same ones, if not exactly the same ones here, but I have not read any pleadings. I know nothing else about it.

Q Would you agree that in litigation related to charities, the attorney general has a special status even though he is not entitled to control the charity?

A Yes.

Q Okay. And would you expect the supreme court to pay serious attentions to allegations made by the attorney general?

A Yes.

Q Okay. And would you agree that -- that fiduciaries advising and managing charitable trusts want to get along with the attorney general whenever appropriate?

A Yes.

Q Okay. And I'm gonna just ask you to look at the supplemental affidavit we've referred to. And on page 40, this is Roman Numeral XIII.

A I see it.

Q Are the statements in Roman Numeral XIII by Bob Buchanan and Adele Pope about their efforts to work with the attorney general whenever possible -- are those consistent with your memory from 2008 with what was going on?

A Okay. So it's just here at XIII?

Q Right.

A I am familiar with the fact, in the

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depositions of yourself and Bob Buchanan, that one or both of you stated that the attorney general was not cooperating. And, as I recall it, it was like Buddy Dallas got to him or colored his opinion strongly against us, thus leading him to oppose our appointment or continued service.
I'm not familiar with the Cannon appeal. I can infer what that's about. I'm not familiar with it.
So those statements would appear, based on my reading, in paragraph 130 and 131, to be -- to be correct.
Q And did you recall that Mr. Buchanan and Ms. Pope had even gone with John Rainey, an important philanthropist, to Attorney General McMaster to urge him not to allow Sonny Jones to, in essence, interfere with the charity by aligning himself with Mr. Cannon and Mr. Dallas?
THE WITNESS: I do recall reading Mr. Rainey's name in the deposition, and so that does ring a bell.
BY MS. POPE:
Q Okay. Now, if the attorney general of South Carolina had told the South Carolina Supreme Court that Bob Buchanan and Adele Pope were seeking a $5 million commission on a $5 million estate, would you expect the supreme court to be disturbed?
A Yes.
Q And if the attorney general had told the supreme court --
Well, let me ask you this: When the attorney general assumed the right to take over the James Brown assets, did the attorney general himself then assume fiduciary responsibility with respect to James Brown's estate and trust?
A I would think that he would.
Q And so to the extent the attorney general supplanted the trustees and placed himself in the decision-making role, whose fault was it if things didn't get done?
A I would think it would be the attorney general's.
Q Okay. And looking at the decision just above the conclusion, we've agreed that the supreme court found, have we not, that -- that the attorney general had obtained virtual control over the would James Brown assets?
A Yes. We would have agreed.
Q Now, let's look at paragraph 175, page 54 of the Buchanan and Pope affidavit.
Do you agree -- well, let's just publish

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paragraph 175, what Mr. Buchanan and Ms. Pope had to say in July of 2009.
A "We believe that it is our duty to defend James Brown's Succession Plan for the fiduciaries of his Estate, the Grandchildren's Trust and the 'I Feel Good' Trust. We do not believe, as has been asserted in Court, that the 'I Feel Good' Trust is, or will be, 'the Attorney General's money,' quote unquote. We do not believe, as has been asserted in Court, that the Attorney General has the right to take a private estate, a private trust and a private charitable foundation; change their terms and succession plan; and place them under his personal control."
Q And the supreme court four years later agreed with Mr. Buchanan and Ms. Pope?
A Yes. Wilson v. Dallas, yes.
Q But by then they had been sullied by allegations made by the attorney general?
A I don't know that I —
I mean, I've read the Wilson v. Dallas decision as chastising the attorney general to such an extent that they would doubt his credibility as opposed to believing any allegations he would make. But, again, that -- I mean, I've not read the briefs or the oral arguments or anything.
Q That's true. It's fair to say that you're learning a lot of new information today, right?
A Right.
Q Okay. Good. Well, but in footnote 30 that we've looked at, there is a reference to either the attorney general or Mr. Bauknight entering -- allegedly entering into a contingency fee agreement with Ken Wingate to sue Mr. Buchanan and Ms. Pope?
A Yes.
Q And if I tell you that, in fact, the attorney general did sue Mr. Buchanan and Ms. Pope on May 19, 2010, could that -- the allegations made in that suit, of which the court was aware, have colored the opinion of the court?
A I suppose that would be true, yes, if the court was aware of that or read the pleadings.

Yes.
Q Okay. And -- and if in those pleadings the attorney general had made scurrilous allegations against Mr. Buchanan and Ms. Pope which he had not investigated, would you think it could have colored the supreme court? . . .

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THE WITNESS: I would think that it would, even if they had been investigated. Whether they had or had not, I would think it would.

Q And if I told you in the later half of 2016, former Attorney General Henry McMaster said he did not authorize that lawsuit to be brought by Mr. Wingate in the name of the estate or the attorney general, he did not authorize Mr. Bauknight to bring that suit on behalf of the attorney general of South Carolina, and he did not know that the lawsuit was filed until after he left office as attorney general, would that affect your thinking?

THE WITNESS: It would. One issue there in the federal suit that James Brown's assets were worth, at a minimum, $100 million?

A That's true. They did so allege.. .

Q Right. Right. All right. Now, I want to just go through --

Let's look at number 6. Again, you consider it a positive factor where personal representatives and trustees are able to provide the equivalent of legal services without a double charge?

A Yes, I did. I did say that in my affidavit.

Q Okay. If I told you that in the context of James Brown, the termination rights issue is deeply integrated with the issue of an heirs determination in the probate court, would you have any reason to doubt that?

THE WITNESS: No.

Q Okay. Have you read a draft article by Adele Pope and Jeff Smith entitled: Private Foundations, Copyright Heirs and Musical Millionaires: Why the James Brown "I Feel Good" Trust Doesn't?

A No, I've not read it.

Q Do you think if you are put to work on a project such as James Brown, one way to acquire expertise is to study?

A Yes.

Q Do you have any reason to know -- Well, let me ask you this: Has anyone told you that just weeks before being told to stand down, Mrs. Pope and Mr. Buchanan had hired Jeff Smith to assist with matters related to copyrights and termination rights?

A I was not aware of that.

Q And are you aware that Mr. Smith is a

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graduate of the Georgetown Law School and formerly worked in the patent office?
A No, I'm not.
Q And that Mr. Smith, in addition, has had a lifelong interest in music?
THE WITNESS: I did not know that. . .
Q Do you recall, in fact, that there were no assets in the trust and that the estate was lending funds to the trust for security and such?
THE WITNESS: I do recall that now based on your question, Adele, and the review of the depositions.
BY MS. POPE:
Q And if Mr. Buchanan and Ms. Pope, looking at C, had failed to file any income tax returns, should they have been immediately corrected rather than perhaps in 2012?
A Sure. That is, the returns that should have been?
Q Right. Right. If Mr. Walker alleges that Mr. Buchanan and Ms. Pope failed to file tax returns -- if that were true, should there have been an immediate contact made by the attorney general or his new fiduciary to see what the -- why the accountant had not done that?
THE WITNESS: Yes. I think so.
Q Between the Wilson v. Dallas decision and the order dated June 10, 2015.
A That you have an interest as a citizen?. .
Q As a citizen and an estate planning lawyer, would you like to see the full value of James Brown's charity used for needy and deserving students in the states of Georgia and South Carolina?
A I would.
Q Are there circumstances under which citizens have a right to seek to enforce a charitable trust?
A Yes, there are.
Q All right. And if Mrs. Pope sought to do that until July 10, 2015 but the court felt that she had no standing, would that be the appropriate time to stop that?
A It would.
Q But you do agree that citizens who believe that a charitable trust is -- is going to be dismembered a second time, at a minimum, have a right to see if they could do something to save it?
A I do.. .
Q That's all right. Do --
And my only question is: Do you recall

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that the estate tax return was freely discussed and that no questions were raised about value in the hearings in the Forlando matter, or do you not know?
A Well, I just know that they were freely discussed in the depositions --. .
Q Okay. That's fine. All right. The Christie sale, Forlando -- Forlando testified that he and family members got together to interfere with the Christie sale.
Do you recall that?. . .
THE WITNESS: His deposition so stated.
BY MS. POPE:
Q Right. Even though they were not getting along about most things, they got together to interfere with the Christie sale?
A That was my understanding from his deposition, yes.
Q Right. And Mr. Dallas also interfered with the Christie sale.
Do you recall that?
A I do recall that.
Q And do you recall the Christie sale took place on July 17, 2008?
A I do recall that, yes.
Q And the direction to --
Well, Mr. Buchanan and Ms. Pope, on July 27th, 2008, filed a motion, did they not, to charge Mr. Dallas and whoever might have caused problems with the Christie sale with the cost of the sale?. . .
THE WITNESS: I don't recall that specifically off the top of my head, but I probably did see that in my study in 2008.
BY MS. POPE:
Q And then just two weeks later, the attorney general assumed the right to control the James Brown assets --. . .
Q -- on August 10, 2008?
A That's right.
Q Okay. Good. Now, do you believe that the attorney general, before justifying a settlement, had a duty to inquire into whether his statements made about termination rights were correct?
. . .
THE WITNESS: Yes.. .
Q Again, if he assumes the right to take over the assets, he does assume the same responsibility of a fiduciary?

A I believe he does, yes.
Q Okay. Are you aware that the May 26, 2009 order of Judge Early specifically said that he had not ruled on the removal for cause of Mr. Buchanan and Ms. Pope?
A I think I'm aware of that if it came to my attention today, but it was not entered at the time when I was otherwise addressing these points.
Q Do you know anything about the James Brown Legacy Trust?
A All I know from reading the Wilson versus Dallas opinion is that that was an entity that was a product of the attorney general's brokering of the settlement that was undone.
Q Okay. And if the attorney general represented that the Legacy Trust held termination rights, should he be responsible for seeing that they be held properly?. . .
THE WITNESS: Yes.
Q Would that be even more true if the attorney general had the right to remove and replace the trustee of the Legacy Trust at will?
A Yes.
Q Okay. And if the Legacy Trust was a part charitable trust, which was a party to a lawsuit and being managed by a trustee, what -- what action would it be required to take to go away after the Wilson versus Dallas decision?. . .
THE WITNESS: I would say the trustee would need to terminate it and distribute the assets in accordance with either the result of the supreme court's order or perhaps, if they remanded the matter, then in accordance with the lower court order. And I don't recall what happened at the end there.
Q And are there specific statutory provisions for the termination of a charitable trust --
A Yes.
Q -- that must be complied with?
A Yes.
Q Does the size of an estate -- Well, you have testified that the size of an estate and trust are relevant factors in determining the size of a commission.
A Yes.
If a trustee has represented to both the Internal Revenue Service and the supreme court that a trust is only worth 6.5 million or less, should that trustee be allowed to charge a commission based on a larger size?.. .

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THE WITNESS: No, I don't think so.
BY MS. POPE:
Q Okay. In general, under Forms 990, are charities required to disclose annually all of their assets and the fair market value of those assets?
A Yes.
Q If a trustee fails to do that or secrets assets, is that a breach of fiduciary duty?
A Yes.
Did -- did the Wilson versus Dallas not provide a mechanism for return of the issue to the lower court for review?
A I believe that it did, yes.
Q And are you aware that Mr. Buchanan's claim was resolved without a disallowance?
A I'm not aware of that.. .
Q Okay. Okay. And there are certainly
. . .
Q If, for example, Philpott Ball were told that the TIAA bond were $19 million at death and it was only 16 or less, would that alone be a problem?
A It would.
Q If persons represented themselves to be music industry experts and, in fact, were not experts, would that affect the opinion?
A I believe it would.
Q And if that opinion were used to --
Well, and let me start off: A closing letter is not an audit, is it?
A No, it's not.
Q So when people say there was an audit and all they got was a closing letter, that's not --
A That's not an audit.
Q That's not an audit, is it?
A Right.
Q Right. And a closing letter says clearly on its face, if there's been any fraud or even a mistake, it's no good?
A That's correct.
Q Right. Right. And do you think if the attorney general were standing by a person making incorrect representations to the IRS, that the IRS might be less likely to bother with it?
A That's correct. I would think so.
Q Because of the Bosch issue?
A That's right.
Q Yeah. Yeah. Okay. And if a fiduciary claimed a $3 million charitable deduction for James Brown's charity with knowledge that 2 million of that was allocated to private individuals, that

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12 wouldn't be right, would it?
13 A It would not.
14 Q And if it slipped through an audit, that
15 wouldn't mean that it was right?
16 A No.
17 Q And if the attorney falsely accused
18 Bob Buchanan and Adele Pope of overstating the
19 value of James Brown's assets by $79 million for
20 the improper purpose of securing a $5 million
21 commission, that was an accusation that they had
22 committed a felony?
25 THE WITNESS: It would certainly sound
1 that way, yes.
2 BY MS. POPE:
3 Q Right. And if he did that without even
4 looking at an appraisal that he said supported a
5 $4.7 million claim, that would be reckless?
6 A I would think it would be.

31. The Court overlooked or misapprehended, that Plaintiff offered to submit the expert reports from the period of their PR/Trustee service of Hardin, Caughman and others by stipulation, but Defendants declined, making these depositions necessary.

The Rebuttal Testimony of Estate and Trust Expert Rita Caughman

32. The Court overlooked or misapprehended that expert Rita Caughman, f/k/a Cullum testified that she was hired as an expert by Defendants, through Buchanan and Pope, in 2008, and gave the expert opinion that it is customary and appropriate for the PR/Trustees under a unified estate plan such as James Brown's Will and 2000 Irrevocable Trust to serve in both positions.

33. The Court overlooked or misapprehended that the Caughman expert opinion was necessary after the AG, through a retired Probate Judge, issued an "opinion" that there was a conflict in Buchanan's and Pope's serving as both PR/Trustees, a proposition made by Albert "Buddy" Dallas and adopted by AG Jones until he elected Bauknight for the dual role, and the third, conflicting, role of Trustee of the Legacy Trust, established to hold the Termination Rights proceeds of the Settling Parties and assets of Brown's dismembered 2000 Trust.

The Rebuttal Testimony of Assistant Attorney General Mary Frances Jowers.

34. The Court overlooked or misapprehended that AG Jowers and AG Jones are the two primary persons in the office of two AGs who entered the James Brown proceedings in September 2007 and have remained for 11 years; claimed the right to control the James Brown assets and the music empire from 2008 until 2013; by Circuit Court approval, took effective control, through Bauknight of the James Brown assets and

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music empire from May 2008 until May 2013; today maintain the AG's control over the James Brown Legacy Trust and the AGs (New) Charity, as they have since the fall of 2008; authorized and worked on the unconstitutitonal Richland 4900 in May 2010, and have continued it for almost 9 years; and yet AG Jowers, by her sworn testimony, lacks the most basic foundation in either the facts, law or administrative procedures necessary to run, Brown's estate and 2000 Trust or oversee the operation of, Brown's Estate, 2000 Trust or "I Feel Good" Charity and its 900 copyrights.

35. The Court overlooked or misapprehended that AG Jowers' deficiencies as set out in her own sworn testimony, like that of AG Jones, demonstrate the continual breaches of fiduciary duty of two AG's acting *de facto* through Tommie Rae and Sonny Jones, aided by AG Jowers, as Brown's fiduciaries from 2009 until 2013, and their uninformed interference with the operation of the Estate/2000 Trust and improper alliances beginning in November 2007.

36. The Court overlooked or misapprehended that AG Jowers' documents and rebuttal testimony, a small portion of which is set out below, confirm the AG's deficiencies in both oversight and as claimed and acting fiduciary, through Bauknight after May 26, 2009, of Brown's assets and 2000 Trust from 2008 to 2013:

Q. Do you remember -- do you have any idea that he would have appraised either the royalty -- or the copyrights, the royalties or the image and persona of James Brown?
A. I don't remember him doing that.
Q. Now, do you remember that an inventory and appraisement was filed by Mr. Dallas and Mr. Bradley?
A. I don't question that it was, but I honestly -- I just don't remember it.
Q. Do you remember anything about the value of the estate as claimed by anyone in 2007?
A. The only thing I remember is maybe some testimony about a discussion that I thought had been early on about there was some offer for sale, just very early on, for some amount, and that would be the only thing I remember...
Q. Do you remember any issue about the failure to file an inventory and appraisement?
A. You know, it sounds vaguely familiar, but other than it sounds vaguely familiar, I don't. I remember there was an appraisal by a guy named Tom Wells at some point. And I don't know if that was before or after, but other than that, I don't remember....

[And of the royalty income stream:]

Q. That was about three -- excuse me, about $3 million a year?
A. I don't know how much it was.
Q. And did you understand those royalties came from the use of approximately 900 copyrighted songs?. . .
Q. Keep going.
A. "This is based on a firm offer filed under seal with the court for confidentiality purposes which offered $100 million for all assets of the Estate
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and Trust, both real, personable, tangible and intangible. Five hundred million of this purchase price" -- do you want me read the whole thing?
Q. Excuse me. No. I was just going to ask if that's 50 million? I didn't mean to interrupt you.
A. Oh, yes. I'm sorry. "Fifty million of this purchase price believed to be the best evidence of value currently available was allocable to the royalty rights owned by James Brown, LLC.". .

[About the Chritie's sale of July 17, 2008:]

Q. Can you tell me what that is.
A. It is an order of Judge Cureton of July -- looks like July 14, 2008, from the Court of Appeals.
Q. Tell me what you remember about what was happening at the Court of Appeals. Take all the time you need to look at the order.
I remember there were questions about whether the Christie's sale could go forward, should go forward, legally was supposed to go forward, and there was some activity in the Court of Appeals related to that.
Q. And who brought about that activity?
A. I don't remember. It may be in this order. Let's see. It says, "Appellants filed a motion to enforce automatic stay, arguing respondents are not allowed to dispose of property while the order appointing them as PR Trustees is being appealed." So it appears -- it says "appellants," which would be Dallas and Bradley, as appellants.. .
Q. And there was a motion after the sale to charge Dallas and Bradley with the cost?
A. I didn't remember that. That sounds vaguely familiar maybe, but I don't remember.
Q. Do you remember whether that motion has ever been heard?
I don't remember.

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37. The Court overlooked or misapprehended that Jowers testified that she knew nothing about Forlando Brown's frivolous 4-year Federal Court effort to reinstate Cannon and Dallas as Brown's Trustees which Forlando filed on January 2, 2008 and abandoned in April 2012 after wasting about $400,000 of Buchanan's and Pope's malpractice insurance fund preventing a federal injunction against the 2000 Trust until Cannon and Dallas were reinstated:

3 Q. **And what case is that in?**
4 A. This is the Forlando Brown federal case.
5 **Q. And did it turn out to be differences in what**
6 **Forlando was saying in the federal court and what**
7 **he was saying in the state court?. . .**
11 A. I don't know, because I don't know what he was
12 saying in federal court.
13 **Q. Specifically, did he say on October 31st of 2007**
14 **that he had never heard of a hundred**
15 **million-dollar offer?. .**
18 A. I don't remember that.
19 **Q. Did it turn out, in fact, that he ['d] been part of the**
20 **offers?. .**
23 A. I don't know who -- I don't know who was part of
24 the offers.

[And of the suits to recover losses from the $17 million Cannon took:]

Q. This is also within box 22. Can you identify this
6 **document. I'm sorry, box AG2.**
7 A. This is an amended complaint of Adele Pope and
8 Robert Buchanan as personal -- as PRs and
9 Trustees, and James Brown Enterprises, Inc.,
10 versus David Cannon, Albert Dallas, Alfred
11 Bradley, Joel Katz, Greenburg Traurig, Enterprise
12 Bank of South Carolina, and Philip Farr, CPA,
13 dated March 17, 2008, and filed by Kendall Few, or
14 signed by Kendall Few.
15 **Q. You are familiar with that?**
16 A. I had forgotten it. I'm sure I have seen it
17 before.

[And as to the value of the Copyright/royalties and Publicity Right/Image & Likeness:]

Q. And those royalty rights relate to approximately
11 **900 copyrights James Brown owned?**
12 A. Honestly, I don't know exactly what a royalty
13 right is. I think it has to do with his music,
14 but I don't know exactly what a royalty right is.
15 **Q. Let's look at item 6 under miscellaneous personal**
16 **property. There is a value on that schedule F of**
17 **almost $46 million. Can you read me or tell me**
18 **what that applies to.**

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19 A. Sure. That applies to "persona, image, likeness
20 and other intangible rights not listed in other
21 schedules."

Rebuttal Testimony of Kenneth Wingate, Esq., Counsel for Richland 4900 Plaintiffs

38. The Court overlooked or misapprehended that the testimony, admissions and documents of Kenneth Wingate, Esq., Richland 4900 counsel for all Plaintiffs, including the AG, Bauknight "on behalf of" the AG and the Legacy Trust, confirms that the Court should have found that Defendants' failure to call a single Richland 4900 Plaintiff other than Bauknight, who are under Defendant's control, must be read, like the PBW witnesses who did not appear, as evidence that all would have given testimony adverse to Defendants, including that most are now taking, or have earlier taken, the position that Tommie Rae's ceremony with Brown was bigamous; that they did not see the $4.7 million claimed valuation and/or it was wrong; Brown's music empire was worth $100 million or more when he died; and that the testimony and document of the staff of the AG, Governor McMaster and AG Wilson confirm that that Buchanan and Pope were diligent, competent and loyal to the 2000 Trust, while the AGs, Jones, Jowers, Bauknight and Afterman lacked competence, were reckless in their actions and tax decisions, and failures to file; all sought to discredit Buchanan and Pope in their effort to dismember the 2000 Trust, and did; and all damaged Brown's 2000 Trust; its 900 copyrights; Buchanan and Pope unnecessarily.

39. The Court overlooked that the Circuit Court should have directed Wingate to answer questions he refused to answer, but which, as the following shows, confirm Plaintiff's position that Richland 4900 was unconstitutional and set up and pursued by AG Jones, Bauknight and Tommie Rae without the knowledge or consent of Governor McMaster, then condoned and continued with no oversight for 8 years by AG Wilson, who failed stop either the unconstitutional lawsuit or the actions of AG Jones, as set out below:

9 **Q. All right. Now, Ken, I'm Adele Pope and I'm**
10 the Pro Se Plaintiff in Aiken County Case
11 2013-CP-02-1337. If you don't mind, I'll refer
12 to that case in today's deposition as Aiken 1337.
13 A. Sure.. .
3 The first is the Order of Acting Circuit
4 Judge Jean Toal dated March 1, 2017, related to
5 this deposition; is that correct?
9 **Q. Okay. And you're familiar with the Order?**
10 A. Yes, I am.
11 (Plaintiff's Exhibit No. 2, as previously
12 marked, was presented for identification.)

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A. This says 2010-GC-4000073 and I don't know what that is.

Q. Okay. Was the Wingate Suit filed in Probate Court?

A. I don't recall.

Q. Okay. Can you look at Plaintiff's 3 and see if the Plaintiff and the Defendants as named therein are the original Plaintiffs and Defendants in the Wingate Suit?

A. I don't recall.

Q. Is Alan Wilson, in his capacity as Attorney General of the State of South Carolina, your client?

A. Yes.

Q. Is Tommie Rae Brown, individually and on behalf of her minor child, your client?

A. Yes.

Q. Is Daryl J. Brown your client?

A. I'm going to give the same answer, again, Adele, to the best of my knowledge, yes, yes, yes, yes, yes.

Q. Is Janice Vanisha Brown your client?

A. Yes, to the best of my knowledge.

Q. Do you know whether she's a minor or an adult?

A. I do not know.

Q. Is Lindsey Delores Brown your client?

A. To my knowledge, yes.

Q. Is Deanna J. Brown Thomas your client?. . .

Q. Has there been any change in your clients since the commencement of this Wingate Suit on May 19th, 2010?

A. To my knowledge, no.

Q. Was there a change of Attorneys General?

A. Yes. Henry McMaster was the Attorney General. Alan Wilson is now the Attorney General.

Q. Do you believe that Henry McMaster authorized you to bring the Wingate Suit?

A. Yes, I know that he did.. .

Q. Okay. Did you have any conversation with Henry McMaster other than the two meetings you've described?

A. Not that I recall. Most of my communication at that point in time was with the Deputy Attorney General, Sonny Jones, and with Mary Francis Jowers.

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Q. Was Alan Medlin involved in the drafting of the complaint?
A. As I recall, he was.
Page 29
Q. Did you at first propose that Henry McMaster, as Attorney General, would be a signatory on the contract with your firm?
A. I did not propose that.. .
Q. Okay. All right. Let me ask you about your client, the James Brown Legacy Trust. Does it exist?
A. I'm not handling that part of the litigation. I'm not going to parse with you the kind of question you're angling toward. I have no idea.. .
Q. Do you know who the principals of the James Brown Legacy Trust were when you brought the Wingate Suit?
A. I do not know...
Q. Your Wingate litigation fee agreement to bring the Wingate Suit, which you filed on May 19th of 2010. Do you know who filed the contract with your law firm?
A. No, I do not know. Put a document in front of me and we can talk about it.
Q. Do you recall that more than a dozen of your clients didn't sign the agreement?
A. I don't handle. I didn't handle. I haven't handled. I don't know.
Page 37
Q. Were you aware that the statute of limitations had passed as to many of the allegations you made in your complaint?
A. I do not --
A. I do not intend to answer that question. That does not relate to the authorization to proceed with this lawsuit.
Q. You refuse to answer that question?
A. Yes, I do.. .
Page 39
Q. Do you recall that one of the allegations of the complaint was that Bob Buchanan and Adele Pope should have accepted a hundred-million-dollar offer made for James Brown's assets in 2007?
A. Put the complaint in front of me and we'll be glad to look at it paragraph by paragraph.
Q. Have you made any effort to determine

whether the allegation that Bob Buchanan and Adele Pope should have accepted a hundred-million-dollar offer was correct or appropriate?

MR. HOWSER: I object and instruct him not to answer; that goes beyond the Order of Justice -- of Judge Toal.

Page 40

Q. Do you know who Alan Medlin in Wingate 5 was referring to by the name of "Adolph"?

A. No.

Q. Did you, in fact, allege that as a result of Bob Buchanan and Adele's Pope (sic) non-acceptance of a hundred-million-dollar offer that at the time of the filing of the suit, the assets were worth tens of millions of dollars less?

Page 41

A. Again, put the complaint in front of me and if it's within the scope of this deposition, we'll talk about it.. .

Q. Were you aware prior to the commencement of

Page 38

this lawsuit that Sonny Jones had a substantial personal bias against Bob Buchanan and Adele Pope?

A. I'm here to talk about the authorization to proceed with the lawsuit.

Q. Do --

A. I do not know.

Q. Do you not know or do you refuse to answer?

A. Both.

Q. Do you recall suing Bob Buchanan and Adele Pope for not accepting a hundred-million-dollar offer?

A. I remember filing a suit against you and Bob Buchanan. The allegations of the complaint speak for themselves.. .

Q. Were you aware at the time that this complaint was being prepared that Alan Medlin was proposing a devaluation of James Brown's assets?

A. I don't know what you're talking about.

Q. Okay. All right. Let's look at Wingate 6. Do you recognize that form?

A. I recognize this as to the form being one portion of a federal estate tax return, a Form 706.

Q. Okay. Do you know anything about the Hynie notes, sometimes called the "Hynie diary"?

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A. No, I do not.
Q. Do you know what the position of the Estate speaking through Bob Buchanan and Adele Pope was
Page 43
with respect to the marital status of James Brown and Tommie Rae Hynie?
A. I do not.
Q. Do you know what the position of the Estate of James Brown with respect to the marital status of Tommy Rae Hynie and James Brown is today?
A. I do not.
Page 44
Q. Okay. Do you know anything about the marital status of Tommie Rae Hynie and James Brown?
A. I do not.
Q. Okay. Well, didn't you, in fact, tell the Court at some point before 2013 that if you could not represent the Attorney General, you could not represent anyone?
A. I don't know -
Q. All right. I'm just going to make a little bit of a record here. This is an email from Sonny Jones to Bob Buchanan dated December 6, 2007, regarding a hundred-million-dollar plus
Page 47
five percent of the gross profits offer to purchase James Brown's assets. Do you know anything about that?
A. This is two or three years prior to my having any involvement. No, I know nothing about this.
Q. Right. Do you know anything about the October 18th letter that is referred to in --
A. I do not.
Q. -- in Mrs. Pope's handwriting? You do not. Do you think that might have been important to determine whether this case that you brought would be barred by the statute of limitations?
A. And I'm not going to answer questions about what was considered or what was reviewed. This is a deposition about the authorization to proceed with the litigation…
Q. Okay. Does this refresh your recollection about your participation in the Wingate Suit?
A. No, it does not, really. I do remember that I appeared at several hearings at different times with either Rett Kendall, my partner, or Mark Gende, and that there would be occasions, as

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22 appears in this partial transcript that you've
23 given me, where I'm indicating to the Court that
24 we represent, among others in the court that day,
25 Sonny Jones, an attorney with the South Carolina
Page 51
1 Attorney General's office, who was one of our
2 clients.
3 Q. And Mr. Jones was there and allowed himself
4 to be introduced as your client?
5 A. That is correct.
5 Q. Does anything in there refresh your
6 recollection about your responsibility for the
7 case?
8 A. We can play this game all day long, Adele.
9 You keep trying to put the word "responsibility"
10 in my mouth. I was one of the attorneys of
11 record representing the Plaintiffs who sued you.. .
18 Q. Let's look at Wingate 13, is it?
19 A. 12.
Page 54
16 Q. Okay. Well, the other signatories aren't
17 actually the Plaintiffs, are they?
18 A. I'm going to let you parse that with
19 Mr. Kendall. I've already told you, I was not
20 the person who was dealing with the Agreement for
21 Legal Services.
22 Q. That's not my question, Mr. Wingate. Are
23 the Plaintiffs in the Wingate lawsuit signatories. . .
4 Q. Okay. So -- but I need to know what you
5 know. I'm sorry. I don't want to take any more
6 time than we need, but today's my day to find out
7 what you know. So I need to know what you know
8 about this contract.
9 A. I'm not the one who negotiated it, so I
10 don't know.
Page 57
7 Q. Well, I want you to take all the time you
8 need because this is what we're here about,
9 Mr. Wingate. I want to know everything you knew
10 and know. So all the time it takes you to
11 refresh your memory, please do --
12 A. And I've just answered the question. . .
17 A. I've already answered you that I'm not the
18 one who negotiated, so there's not a memory to be
19 refreshed. I don't understand why you have a
20 hard time understanding that answer.
14 A. I have already told you, I'm not the one who
15 negotiated all those details. I do not know.
16 Q. You do not know whether this is the

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17 contract?
18 A. It's what I just said.
24 Q. You do not know. Do you know whether the
25 Attorney General of South Carolina understood
Page 59
1 himself to be bound by this contract?
4 A. I know that Henry McMaster looked me in the
5 eye and said, "You're authorized to file this
6 suit against Adele Pope and Bob Buchanan."
7 Q. "In my name as Attorney General"? . . .
9 A. I don't recall the verbatim words. He
10 looked me in the eye -- the subject of the
11 meeting was: Is there going to be a suit and
12 would Sweeny, Wingate & Barrow, PA, be
13 representing the group of Plaintiffs?
14 As I just referenced in connection with the
15 Judge Manning argument, that a group of parties
16 had a global settlement. They collectively came
17 to us -- one of them was the Attorney General of
18 South Carolina -- and asked us to represent them
19 in suing Adele Pope and Bob Buchanan.
20 Q. Did you know he -- did he know he would be
21 named as a Plaintiff when he gave you that
22 authorization?
Page 60
1 A. His Deputy Attorney General, Sonny Jones,
2 who had been the first contact with me with Alan
3 Medlin, who also was in the meeting with me and
4 with the Attorney General, and who also was the
5 continuous go-between between their office and
6 mine, was present for those conversations, yes. .
16 Q. Do you know when Alan Medlin and Sonny Jones
17 and others began telling the Appellate Courts
18 that James Brown's music empire was worth only
19 $4.7 million when he died?
20 A. I have no --
23 A. I have no knowledge of that.
24 Q. Okay. Do you think it would have been
25 important to know when you were suing Bob
Page 63
1 Buchanan and Adele Pope for not accepting a
2 hundred-million-dollar offer?
6 A. And I'm not going to answer the question.
11 Q. Okay. Did you represent to the Court, the
12 lower court, you, that it was entirely
13 appropriate for the Wingate firm to be pursuing a
14 tort suit against Bob Buchanan and Adele Pope
15 without the Attorney -- in the name of the
16 Attorney General without the Attorney General

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being an attorney of record?
A. And I have no idea what you're talking about, so my answer is: No, I do not recall making that representation.
Q. Yeah. Do you remember Adele Pope ever giving the Attorney General an opportunity to be dismissed as a party to the Wingate Suit?
A. I don't know what you're referring to.
Q. Okay. Now, take a look at Wingate --
A. 15?
Q. -- 15, please, and tell me if you know

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anything about that.
A. (Reading.) I do not.
Q. Do you know anything about the Wingate firm's filing a Motion to Strike fifteen offers of judgment from Adele Pope?
A. No, I do not.
Q. Okay. Are you -- are you just generally unfamiliar with the claim by all of the Wingate

Page 69

Suit Plaintiffs to the Supreme Court in 2011 that James Brown's assets were worth less than $7 million and his music empire worth less than $5 million?
A. I'm not familiar with those things.
Q. Okay. And if you were suing someone for not accepting a hundred-million-dollar offer, would you have wanted to be familiar with those things?
A. I was going to say, this is -- we're here today to talk about the authorization to sue you and all the nuances of what was done later and who did what and who said what, et cetera, no, I do not know.
Q. Are you familiar with anything inappropriate alleged by anyone that David Bell has done during the course of the James Brown litigation?
A. I have no idea what you're talking about.

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Q. Do you know who David Bell is?
A. He's an attorney.
Q. Okay. Is he one of the signatories to the Wingate contract?
A. I don't know.
Q. Do you know what Mr. Bauknight presented to the federal court when he was directed to release the Wingate contract?
A. No, I do not.
Q. Did you know that he was required by the

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25 federal court to release the Wingate contract?
Page 73
1 A. No.
2 Q. Okay. All right. Have you ever been aware
3 that David Bell filed five false grievances
4 against Louis Levenson?
7 A. I have no knowledge of what you're talking
8 about.
12 Q. Okay. Are you aware of how the Grammy claim
13 got planted with the Kilpatrick Stockton law
14 firm?
15 A. I don't know what you're talking about.
21 Q. Are you aware of how the Kilpatrick Stockton
22 website began to post the Grammy claim in January
23 of 2011?
24 A. No.
25 Q. Do you know the involvement of Mr. Bell
Page 74
1 and/or any of his clients in that posting?
2 A. No.
18 Q. Do you know who made the decision for Henry
19 McMaster not to sign the Wingate Litigation
20 Retention Agreement?
21 A. I don't understand the question and, no, I
22 do not know.
Page 75
2 Q. Okay. Did you appear at a FOIA hearing
3 seeking to intervene in a FOIA suit?
4 A. I do not know.
5 Q. You don't know whether you attended a FOIA
6 hearing?
7 A. No, I don't know.
8 Q. Do you know anything about the efforts of
9 the Wingate Suit Plaintiffs to intervene in FOIA
10 lawsuits?
11 A. No, I was not handling those kinds of
12 things.
23 Q. Okay. Did you ever attend, that you can
24 recall, a hearing related to the -- to the
25 attempts by Wingate Suit Plaintiffs to intervene
Page 76
1 in FOIA lawsuits?
2 A. I do not know.. .
19 MS. POPE: I think that's all the
20 questions I have. Thank you, Ken.
21 THE WITNESS: You're quite welcome.
22 MR. NEWSOME: No questions for this
23 witness.

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The Rebuttal Testimony of Philanthropist Judge (Ret'd) Walter Williams

40. The Court overlooked or misapprehened the rebuttal testimony of Philanthropist and Advisory Board member Judge (Ret'd) Walter Williams, who testified that in early 2007 he believed Brown's worldwide music empire to be worth as much as $250 million, but in an early 2007 *Chattaloogan* article quoted only $100 million as a low value; has served on scholarship committees for Morehead College; has valued thousands of estates; and personally knew both Brown and Trustee Bradley, and based his low $100 million on information generally available at the time, and supports Plaintiff's position that both the $99 million and the Harland Howard-style valuation formula presented to the AG and Circuit Court for approval by the SAs were reasonable and produced a conservative at-death value for Brown's worldwide music empire, which earned more than $8 million a year in the 3 years before his death and $7.8 million in royalties during the 8-month PR/Trustee service of Buchanan and Pope despite the AG's direct interference with two potential Publicity Rights contracts, including one slated to bring in $1 - $2 million a year between 2009 and 2011.

41. The Court overlooked or misapprehended that Judge Williams' documents and testimony fully support Buchanan's and Pope's position and include the following:

Q.Yes, sir. Can you tell the -- well, strike that. Judge, can you tell the jury how many estates you have valued in your life?
A. Oh, thousands of them.
Q. Okay.
A. I used to have a pretty good practice of estate administration here in Chattanooga. I suspect that 85 percent of all of the estates of African-Americans in Chattanooga I handled.
Q. Okay.
A. So I have extensive experience in valuing estates.. .
Q. And how did you go about arriving at the value of James Brown's estate?
A. As I indicated, I was at Judge Bradley's home and a group of, I call them investors, and I and Judge Bradley were talking about the James Brown estate. They had indicated that they thought his masters copyright, et cetera, exceeded $250 million. When I spoke to Mr. Wilson in the article, I used 100 million, a more conservative figure.
Q. Okay.
A. But I used it as a minimum, not a maximum.
Q. Okay. And I'm interested in a few things. One is the very first sentence. It says: Former

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20 Chattanooga City Judge Walter Williams has been named to
21 a board to decide how to distribute over $100 million
22 from the estate of soul singer James Brown. Do you know
23 how The Chattanoogan came up with that figure or that
24 statement?
25 A. I mentioned it to John Wilson, who is the
1 editor of The Chattanoogan, I mentioned it to John, and
2 he wanted to do a story about it.

The Rebuttal Testimony of AG Auditor Sandra Matthews

42. The Court overlooked or misapprehended that the documents and testimony of AG Auditor Sandra Matthews support the position of Buchanan and Pope about the personal attacks and vendetta of AG Jones against Buchanan and Pope which is fully documented within the record, and which they attempted with great courtesy to stop in 2008 and 2009, as well as the influence Cannon and Dallas had on AG Jones in 2007 and which is still in play today, with Bauknight's allowing Dallas to change his disallowed 2007 PR/Trustee commission claim to a contract claim under the "October 18 Letter" after the expiration of the statute of limitation, and not resolving the claim even by 2019, where it is now in the S.C. Court of Appeals as a direct result of Bauknight's actions; Bauknight's and the AG's attempts to rehabilitate Cannon, Dallas and former music manager Frank Copsidas by naming them witnesses against Buchanan and Pope in Richland 4900, even though in 2007 the three were seeking more than $25 million from a proposed $100 million sale of the James Brown music empire under the "October 18 Letter", claiming it was a binding contract with Brown; Defendant's use of Laura Woolley, then-partner of Darren Julien, whose January 2008 affidavit claims Dallas was honest and Pope not, as an expert in 2018 to complain about the July 2008 Christie's sale which Dallas, Cannon, Deanna, Jacquelyn Hollander & Forlando interfered with, and chilled, despite the fact that it was approved and directed by 3 separate Court Orders, including an order of the S.C. Court of Appeals; and the appearance in 2019 of Jonas Herbsman, Esq., a transactional lawyer with no litigation experience in Termination Rights, but who Dallas wanted to hire, along with a $60,000 appraiser in New York, just 5 days before he resigned before certain removal based on his coverup of the $17 million David Cannon had stolen.

43. The Court overlooked or misapprehended that the testimony of Matthews included the following:

21 **Q. Now, tell me how you became involved in the James**
22 **Brown matters.**
23 A. Sonny Jones requested of my supervisor that I be
24 allowed to assist him with analyzing financial
25 records that came into his possession or that were
1 involved in the charitable trust.. .
21 **Q. Could you give me the date of that affidavit,**
22 **please?**
23 A. Well, the notarized date is 7/16/2012, but -- no,

that's in the expiration. Sixth day of January 2008. Then I received a copy of an email from Sonny Jones. It's dated January 10, 2008 it's an e-mail he received from Darrell Julian, and Mr. Julian is talking about your performance as Special Administrator. So that was relevant I thought to what you had asked for.

Q. Is that Darren Julian?

A. Yes.

Q. And was Mr. Julian's complaint?

A. He says, "I wanted to warn you that I believe Adele Pope is trying to stir up trouble for some reason. She informed the -- " I mean, do you want me to read the whole thing?

Q. Yes.

A. "She informed the judge that you told her in a phone call that I told you Buddy Dallas told me to go to the press and talk about the James Brown Estate. After our conversation today, I realize that you did not say this, but I wanted to make sure you are careful in what you say to her as she is not being ethical, nor is she being honest in her representations of the James Brown Estate. I informed the attorneys today that what I told you was that the reporter from The Metro called me, and when I asked how she got the information to call me, she said that Buddy Dallas told her that we were being considered to conduct the auction. I don't know Buddy Dallas very well at all, but I do know he has always dealt with me honestly and with the best interest of the James Brown Estate. I'm finding the opposite to be true with Adele. Anyhow, onward and upward and if we do not get the sale at this point I'm not concerned about it as we have a full schedule the way it is."

Q. Tell me how that was relevant to the work that Mr. Jones had asked you to perform.

A. It wasn't.. .

Q. Did Sonny ask you to investigate any action taken by David Cannon, Buddy Dallas or Al Bradley?

A. No.

Q. And did you know -- did you know who owned Seventh Decade?

A. David Cannon.

Q. Do you recall when the criminal investigation of David Cannon was begun?

A. No. I wasn't involved in that.. .

Q. Well, if the record shows that Mr. Jones was

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16 **involved in both the criminal and civil matters,**
17 **that might help explain things?**
. . .
20 A. (No response.)

The Rebuttal Testimony of Everett Kendall, Former Wingate Firm Lawyer

44. The Court overlooked or misapprehended that the rebuttal testimony and documents of Everett Kendall, former member of the Wingate Frim, support the fact that Richland 4900 was unconstitutional and illegal when conceived by AG Jones and Tommie Rae ; confirm that AG Jones and Tommie Rae, aided by AG Jowers, were the prime movers in bringing the unconstitutional lawsuit, with AG McMaster not knowing that he was being named as a Plaintiff, or that Bauknight would claim to speak "on behalf of" the State/AG in Richland 4900; and that AG Jones attempted to justify the claimed propriety of Richland 4900 to the Circuit Court, but his testimony, with the Wingate and Kendall testimony, confirms that the 10% of the legal fee AG Jones was trying to secure under the Wingate Contract without being counsel was improper, as was the lawsuit itself.

45. The Court overlooked or misapprehended that the Circuit Court should have considered Kendall's testimony and required him to answer all questions he refused to answer, including the following, or find that the answer, if given, would damage Defendants and the AG's Legacy Trust:

7 **Q. Okay. So anything that went on in relation**
8 **to what became the Wingate Suit during the months**
9 **of March and April, you were not involved in?**
10 A. I do not have any recollection of being
11 involved prior to early May.
12 **Q. Okay. Are you today the attorney for all of**
13 **the Plaintiffs named there in Wingate 3?** [Richland 4900 Complaint]
14 A. I'm not aware that any of them have dropped
15 out, so my answer is "yes" subject to the fact
16 that I don't -- and I can explain. There's a gap
17 in the time of my involvement in this case and I
19 **Q. So you were not involved in the Wingate Suit**
20 **from late 2011 until late 2016. Did I hear that**
21 **correctly?**
22 A. I was aware in broad strokes of ongoing
23 things. I made no court appearances. I did not
24 appear at depositions. I was not active.
Q. Was it [sic.] your first contract presented to
16 **Henry McMaster as Attorney General with him as a**
17 **signatory to the contract?**

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18 A. I don't recall first what -- I don't recall
19 what was first. And I -- let me also say this.
20 I was not the primary relationship partner and so
21 much of that conversation -- I was involved in
22 some of the drafting of some of the agreements,
23 but I was not involved at the highest level of
24 that conversation.
25 **Q. Who was involved at the highest level of**
1 **that --**
2 A. Ken Wingate was the primary relationship
3 partner.. .

[Speaking of the Tommie Rae handwritten admissions of her bigamous ceremony with Brown:].

25 **Q. Did you on behalf of Russell Bauknight seek**
Page 48
1 to intervene in a FOIA suit by journalist Sue
2 Summer to prevent release of this very document?
3 A. I'm aware that our law firm did.. .
14 Q. Okay. Are you aware that the Wingate firm
15 attempted to prevent release of what became known
16 as the "Hynie diary," certain handwritten notes
17 of Tommie Rae?
21 A. And I just note the public record will say
22 what we did.
23 Q. Would you answer my question?
24 A. No.
Page 49
2 Q. Okay. Are you aware that the Wingate firm
3 has attempted to prevent release of the Wingate
4 contract under the Freedom of Information Act?
8 A. And I'll decline to answer. The public
9 record will speak for itself.
19 Q. Are you aware that the Wingate firm --
20 Sweeny, Wingate & Barrow -- has attempted to
21 prevent release under FOIA of an amendment to
22 your client, the Plaintiff Legacy Trust?
Page 50
1 A. I'll decline to answer and just point, the
2 public record will say what our firm has done in
3 that regard.
6 Q. Look at Wingate 8, please, see if you know
7 anything about that.
6 Q. Did the Attorney General of South Carolina
7 write the Wingate firm in 2013 terminating their
8 service?
9 A. No.
10 Q. Did you file a motion to be relieved -- did
11 the Wingate firm file a motion in 2013 to be

relieved as counsel based on the representation that the Attorney General had asserted that he no longer wanted the Wingate firm to represent him?
A. We did file a motion. What the specifics of it were, I haven't seen it in a long time. I don't recall all that it says.
Q. Did the Attorney General withdraw in 2016 that request that you withdraw?
A. I'm not aware of that.
Q. Are you familiar with Wingate 9, a letter to Bob Buchanan and Adele Pope from Henry McMaster dated July 30th, 2009?

Page 52

A. This seems familiar, but I can't -- I can't swear one way or the other. It just seems familiar.

Q. Let's look at Wingate 14, a letter from you to the South Carolina Court of Appeals dated February 28th, 2011, and see --
A. Okay.
Q. -- if that refreshes your memory.
A. Okay. (Reading.) I'm aware of this filing. Someone signed this on my behalf, but I was involved in the drafting of it initially.
Q. Okay. And had you and Mr. Wingate just told the Court back in the previous August that it was perfectly all right for a private law firm to bring a lawsuit in the name of the Attorney General of South Carolina?
A. I don't remember all that we said. I do know that we have taken that position.
Q. And did you know that you told the Court that Sonny Jones knew about those things and he was involved in a California case and he said it was all right?

Page 55

A. I don't recall the specifics of arguments that were made to the Court. I do recall that Sonny Jones was aware of the retention. I recall that Sonny Jones was involved in the preparation of the response to your motion and I -- so that much I'm aware of. But the specifics of what was said to the Court on a given day, I don't recall.
Q. All right. Are you aware of any of the improprieties of David Bell prior to the commencement of the Wingate lawsuit?
A. No.
THE COURT REPORTER: "Do you know

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anything about the amendment to your client, the Legacy Trust, which took place on December 13 -- I'm sorry, at the end of December of 2010 in which was disseminated by Sonny Jones in early 2011?"
THE WITNESS: I don't know that that has anything to do with the authorization for me to bring this lawsuit or to continue the lawsuit.
BY MS. POPE:
Q. Do you decline to answer?
Page 57
A. I do.
Q. Who has voted on or authorized participation of the Legacy Trust in the Wingate Suit since January 2011?
A. I'll decline to answer that as not -- as limited to the Attorney General.
Page 60
Q. Did your attorney/client relationship or privilege status with Louis Levenson change when Daryl Brown fired Levenson?
A. We didn't have an attorney/client privilege with Levenson. We had a -- our relationship was with the individuals that he represented and we maintained relationships with the individuals.
Q. Did Daryl Brown fire you in 2011?
A. Not to my knowledge.
Q. Did -- did your relationship with Terry Brown change when he assigned his rights in James Brown's Estate to his son in early 2011? . . .
A. I'll decline to answer. . .
Q. Okay. Did the Wingate firm reestablish any relationship with Terry through John Donsbach or Scott Keniley when Terry hired them.
A. Decline to answer. . .
Q. Has the fact that Venisha Brown has been incarcerated throughout this case been a problem either with Mr. Levenson speaking for her or Deanna Brown Thomas acting through a power of attorney?
A. I'll decline to answer.
Q. Okay. Are you aware of the motion of Bob Buchanan and Adele Pope to value the James Brown copyrights and publicity rights by formula as filed with the Circuit Court in November of 2007 and referenced in the hearing held November 15, 2007?
A. Decline to answer.

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23 Q. Are you aware of the inventory and
24 appraisement prepared by tax specialist William
25 Hammond and filed on or about November 15, 2007?
Page 63
4 A. I'll decline to answer.
21 Q. Are you aware of a petition filed by James
22 B. for Review of Compensation of Buchanan and
23 **Pope in March of 2009 in Aiken County?**
Page 65
4 Q. And are you aware of the response filed by
5 Mr. Buchanan and Ms. Pope to that filing?
8 A. Decline to answer.
Page 65
4 Q. And are you aware of the response filed by
5 Mr. Buchanan and Ms. Pope to that filing?
8 A. Decline to answer.
9 Q. Okay. Are you aware of the estate tax
10 return of the Estate of James Brown and
11 attachments filed by William Sellars, CPA?
15 A. Decline to answer.
24 Q. Have you ever heard before 2016 that
Page 68
1 until after he left office?
4 A. I first became aware of that very recently,
5 but it was post his deposition.
23 Q. And I'm not trying to trick you. I just
24 need to get the record straight. Is it correct
25 that there were two motions, either of which
Page 71
1 would have disqualified the Wingate firm?
2 A. That could be.
Page 72
3 Q. Okay.

The Rebuttal Testimony of Graham Foundation Trustee Stephen J. Lambert

46. The Court overlooked that Stephen Lambert, a trustee of the $40 + million Graham Foundation, is both an expert in the duties of the trustees of a large private foundation such as the "I Feel Good" Trust, and a witness to the fine work performed by Pope in assisting the foundation in a 3-year self-study as it entered its 3d generation as a family foundation, and that his testimony shows both the high quality of Pope's work; the damage done to Plaintiff by the unconstitutional Richland 4900; and the failure of Bauknight and the AG to meet even minimal standards from May 2009 to May 2013 in the operation of Brown's "I Feel Good" Charity or the AG's (New) Charity, which was to received nearly half of Brown's assets, less $2 million.

The Rebuttal Testimony of Current James Brown SA/ST David Sojourner, Esq.

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47. The Court overlooked or misapprehended that David Sojourner, Esq., on nomination of Bauknight, was hired as SA/ST three months after Levenson and Tommie Rae's lawyer announced in open court on May 29, 2013 their intention to disregard *Wilson v. Dallas* and reinstate the AG's 2008 settlement which took 50% of Brown's assets for the AG's (New) Charity; nearly 25% for Tommie Rae and left AG Jones and Tommie Rae, through Bauknight and using Brown's "I Feel Good" Trust funds, in control of the James Brown assets.

48. The Court overlooked or misapprehended that Sojourner, by wasting $1.4 million, including $80,000 in the first month, in litigation costs, Sojourner helped make it appear to the Circuit Court that defending the estate plan of James Brown would be too costly, when, with the assistance of *pro bono publico* lead appellate counsel, Buchanan and Pope had defended the estate plan of James Brown from August 2008 until May 2013, including for 7 days of hearings and a 4-year appeal with litigation costs of less than $300,000 because of their extraordinary time commitment and legal expertise, and that Sojourner not only dislikes litigation, but knew nothing about copyrights or Termination Rights; considered protection of the copyrights from Tommie Rae and James B. beyond the scope of his appointment; and declined to respond when Pope sent him a copy of Pope's and Smith's 2011 *Private Foundations, Copyright Heirs, and Musical Millionaires: why the James Brown "I Feel Good" Trust doesn't...* and offered *pro bono publico* to help him understand strategies to protect the "I Feel Good" Trust's 900 copyrights, which he had a duty to protect despite the claimed scope of his appointment.

49. The Court overlooked or misapprehended that the $1.4 million paid to Sojourner and his former law partner, including more than $80,0000 in the first month, for an extremely limited role; the $700,000.00 that Bauknight and Sojourner allowed Peter Shahid and the GAL for James B. to be paid; the more-than $2.5 million paid each year to Bauknight's lawyers; and the more-than $1 million paid Peter Afterman as he helped James B. and Tommie Rae, with Bauknight's almost-daily consultation, to raid the "I Feel Good" Trust's U.S. royalties; stand in stark contrast to the comprehensive roles of Buchanan and Pope; their modest legal fees; the $1.47 million Pope and her large staff earned under her contract with Defendants between November 2007 and May 26, 2009; the $500,300 Buchanan and his small staff earned during the same period; and the less-than $250,000 in legal fees they incurred in defeating $35 million of claims; defending against the AG's attempt to give away $1.5 - $2 million of income a year and half of the "I Feel Good" Trust's assets in the multi-day hearings; and conducting both the Cannon and Dallas appeals.

50. The Court overlooked or misapprehended that the documents and testimony of Sojourner include the following:

Q. **And what is the total legal fees for the defense of James Brown's Will and trust contest during the period ?** [Nov. 2013 – May 2016]
A. ...though the end of April, was $1;370,857.91

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And:

Q. Were you paid promptly upon receipt through December 15, 2015?

A. You can see from the statement that --- one, two, three, four – the fitfh column over, the first invoice was paid and then Mr. Bauknight paid $60,000 a month for a period of time. And since then, the payments have not been as regular.

Q. Without – well, do you know why?

. . .

....MR. BEACH: And instruct the witness not to answer ...

BY MRS. POPE:

Q. Did Mr. Bauknight advise the court at your appointment hearing that he held the purse strings for you?

A. I don't recall.

And:

Q. **Are you aware that James B. has valued James Brown's Estate at 6.5 million dollars at his death?**

A. Not aware of that.

Q. Would that fact make a request for $700,000 for James B. be even more troublesome?

...

A. I'm – I'm not sure...I have so many issues with this. I'm strongly opposed to those in every way.

And

Q. Do you know anything about the current value of James Brown's Estate and Trust"

A. I do not.

And:

Q. What role, if any , has your appointment given you to protect the copyrights James Brown gave to the "I Feel Good" Trust?

A. I think none.

Q. Do you have any expertise in the copyright area?

A. None.

Q. Do you believe that in the recent years it has become necessary for estate planners and estate attorneys working with estates which – and trusts which hold copyrights to develop expertise in the copyright termination rights area"

...

A. I'm not particularly familiar with those issues. I have read some about it, and I do believe that this is an important part of estate planning for someone who owns those types of intellectual property.

Q. Do you know any lawyers in South Carolina who have developed expertise in the relationship between estate and trust law and copyright termination rights?

A. None are coming to mind.

Q. Have you received a copy of an article written by William J. Smith and Adele Pope on that issue?

A. I have.

Q. Do you recall the name of the article?

A. I don't

Q. Did it have a name like: "Private Foundations, Copyright Heirs ...Musical Millionaires: Why the James Brown 'I Feel Good' Trust Doesn't"?

A. That sounds familiar.

Q. And did Adele Pope provided [sic.] that to you in 2013?

A. To John Beach, I believe.

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Q. And would it be fair to say that you have felt that the issues raised in the article were beyond the scope of your appointment?
A. Well, I don't recall specifically the issues raised in the article, so I believe that the scope of my appointment is limited to defending against the challenges to the Estate and Trust and everything else is left to Mr. Bauknight.
....
Q. Good. What do you know about the five percent payout rule for private foundations?
A. Very little.
Q. You have not accepted any responsibility – you do not have any responsibility in the James Brown matter for preparing the 990-PF? Is that correct"
A. That is correct
Q. And you have no responsibility for the required valuations of the "I Feel Good" Foundation"
A. That is correct.

The Rebuttal Testimony of Senior Assistant Attorney General Havird "Sonny" Jones

51. The Court overlooked or misapprehended that the rebuttal testimony and documents of Sr. Asst. AG Jones confirm that despite his attempted takeover of the James Brown litigation since 2007; 75% control of the Legacy Trust with Tommie Rae since late 2008; and effective control for two Attorneys General of Brown's 2000 Trust, Estate and "I Feel Good" Charity, Jones lacks knowledge of any aspects of the AG's fiduciary duties which both Pope, as an expert, and Tiffany Provence, Esq., confirmed that the AG had from August 8, 2008 until May 8, 2013; that the AG, through Jones, continually violated his duty of loyalty; duty to file proper tax returns; duty to protect the copyrights; duty to require that proper accountings be filed; duty not to claim a $2.8 million IRS estate tax charitable deduction for the AG's (New) Charity when the charity had not even been formed and was obligated to pay $2 million to non-charitable beneficiaries; duty to review an accounting which claimed to devalue Brown's "I Feel Charity" by $79 million, and contained within it a $3 million overstatement of the TIAA debt, and reduced the required scholarships paid from the "I Feel Good" Charity by about $3 million a year under the IRS's 5% Rule; and; and duty to understand that the Afterman/Bauknight $79 million devaluation of the music empire from $84 million to $4.7 million shifted 31% of the "I Feel Good" Charity over to the 7 Grandchildren's Trust under the 2000 Trust's Fractional Share formula, and caused $350,000 a year of unnecessary income tax to be paid; and to see that Bauknight filed the proper income tax returns each year, and paid taxes, or that he, and his spouse who served as the Estate/2000 Trust's CPA, be replaced; and that the failure of Bauknight and Beth Bauknight, CPA, to even pick up the tax file of Court-appointed resigned accountant William Sellars, constituted a serious breach of fiduciary duty.

52. The Court overlooked or misapprehended that the documents and testimony of AG Jones show that as the AG's primary James Brown agent, AG Jones has consistently breached his fiduciary duty to the 2000 Trust and the "I Feel Good" Charity since 2008 by his 5-year "common interest" privilege with Tommie Rae and 10-year "common interest" privilege with Bauknight, where by August 2013 both were actively working with Peter

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Afterman to ignore *Wilson v. Dallas,* put Tommie Rae and AG Jones back in 75% control of the James Brown assets, and give almost 75% of Brown's assets to the AG's (New) Charity and Tommie Rae; were claiming that Richland 4900 Plaintiff Legacy Trust did not exist; and were wasting millions of dollars to denigrate Buchanan and Pope and pay Sojourner to make it appear too expensive to defend the estate plan of James Brown.

53. The Court overlooked or misapprehended that the documents and testimony of AG Jones, a small sample of which follows, when combined with that of Governor McMaster, Kenneth Wingate, Esq., and Everett Kendall, Esq., and documents of Tommie Rae's counsel about the devaluation of Brown's copyrights to $24 million or less and right of publicity at zero, show that the AG, through AG Jones, continuously breached its fiduciary duty to both the "I Feel Good" Trust and the 7 Grandchildren's Trust by bringing Richland 4900 without basis or legal authorization to damage Buchanan and Pope and continuing Richland 4900 for 9 years, including for more than 5 ½ years after the AG told the Supreme Court he was getting out of Richland 4900 more than 5 ½ years after Tommie Rae's lawyer and Levenson, with AG Jones present, announced in open court to Judge Early on May 29, 2013, their intention to disregard *Wilson v. Dallas* and reinstate the AG's 2008 settlement which put AG Jones and Tommie Rae in control of the James Brown music empire; dismembered his "I Feel Good" Charity; and unnecessarily threatened it 900 copyrights through false and misleading statements to the Court about the U.S. Copyright Act, 17 U.S. C. 1701 et seq., and rights under Sections 304 and 203 of the Act ("Termination Rights"):

Q. Would it be fair to say that there were a lot ugly things being said about Mr. Buchanan and Mrs. Pope, but especially Mrs. Pope, by David Cannon and Buddy Dallas at the time this was recorded?. . .

A. I can't recall.. .

Q. Mr. Jones, in Case 1337, Adele Pope is not being paid for services she provided as Special Administrator to James Brown's Estate in 2007 because of the allegations of the Attorney General of South Carolina. This is about Case 1337. Will you tell me if you believe that Bob Buchanan and Adele Pope's failure to sell the James Brown Estate and Trust assets for a hundred thousand [sic.] dollars was in any way improper or either in 2007 or 2008?. . .

THE WITNESS: Many questions there. The allegations in 4900 have not been resolved. You were in the process of trying to get your hearing on 1337. You mentioned that 4900 could have an impact on 1337. 4900 is not moving forward with any type of evidence or whatever as I remember, so the allegations in the complaint are there.

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Q. Did you allow yourself to be introduced in open court in a lawsuit that the Attorney General of South Carolina brought against Bob Buchanan and Adele Pope as one -- as a representative of the Attorney General one of the clients of Kenneth Wingate?
A. Yes, ma'am. And an explanation would be, as you mentioned, the Eli Lily case, when the AG has a fee contract with outside counsel, it is a fee contract we enter, it's about 13 pages, a lot of restrictions. It's signed by the AG, signed by the attorney that we hire. And there is a fee contract and the AG, per statutory law and common law, controls that litigation, and it's spelled out in that document…
Q. Well, I'm going to ask the question this way: Do you believe that your duty to the public has been impaired in any way since August 10, 2008 by the Attorney General's relationship with Tommie Rae Hynie Brown?
. . .11 THE WITNESS: Did you -- ask the question again?
15 A. You said the Attorney General's relationship or I don't understand when you say "Attorney General." You're saying the office or you're saying me?
Q. The office.
A. My role in this case appearing for the office, there's no impeding by any relationship with Tommie Rae, no different than relationship with you or anybody else in the case.
Q. Well, are you sharing with me what you're sharing with everyone else in the case?
A. That's a pretty broad question. Is there anything you've asked that we haven't given you or is there anything we've asked that you haven't given us? I don't -- I can't recall. There is a lot of time in this case.

Defendants' Efforts to Consolidate With Richland 4900 & Force Richland 4900 Settlement and the *Ex Parte* Filings After the May 26, 2009 Announced Intention to Disregard *Wilson*

54. The Court overlooked or misapprehended that Defendants' efforts since 2016 to force Plaintiff to try this case with Richland 4900, with its 17 Plaintiffs, 9 experts who were designated in this Case in late 2016, and 91 witnesses; the Circuit Court's multiple rulings that affidavits and other public documents were confidential and/or had to be filed under seal in both cases; the Circuit Court's *sua sponte* joint mediation directions and ruling that this case would be tried with Richland 4900 or before it; and the Circuit Court's Status Report stating that there had been no discussion of settlement despite the

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public announcement to the Circuit Court to the contrary; as well as the Circuit Court's banning Buchanan and Pope from participation in any James Brown Aiken County case except their own claims required Plaintiff to conduct depositions that should have been wholly unnecessary and were intended by Defendants to benefit Tommie Rae, the Legacy Trust and the AG's (New) Charity.

55. The Court overlooked or misapprehended that this claim case, at all times through trial, could and should have been settled for $2.1 million or less, but Defendants, since 2012, and in direct breach of their fiduciary duty to the Will and 2000 Trust of James Brown, have refused to even present a counter-offer; continued to denigrate Buchanan and Pope to in order to retain the AG's and Tommie Rae's unwarranted 75% control over the James Brown assets; and in 2018 admitted to a Federal Court that they had spent (wasted) tens of millions of dollars in litigation costs since 2007, but that such litigation costs have been for the benefit of Richland 4900 Plaintiff Legacy Trust and its beneficiaries, who are not James Brown's beneficiaries.

56. The Court overlooked or misapprehended that the Circuit Court's allowing Bauknight to file an *ex parte* ethics opinion of Nathan Crystal, Esq. a designated expert in this case, ,in July 2013 about the service of Bauknight, which Defendants and Crystal refused to disclose, and the exclusion of Buchanan and Pope from Aiken James Brown cases since June 2010, 3 days after this case was filed, have materially damaged Buchanan and Plaintiff, leaving them without a level playing field, as had the *ex parte* litigation costs filing described below.

57. The Court overlooked or misapprehended that the Circuit Court's ordering in December 2017 that the litigation costs of Defendants since May 26, 2009 be filed; the acceptance of the filing *ex parte* over strenuous objection of Plaintiff; and the review and discarding of the *ex parte* filing by the Circuit Court deprived Plaintiff of material, non-confidential information which is necessary to show both the extraordinary service of Buchanan and Pope between May 8, 2009 and May 2013 in the face of millions of dollars the AG, Bauknight and Tommie Rae were spending from Brown's "I Feel Good" Charity in "deferred pay" contracts to denigrate Buchanan and Pope; conceal Tommie Rae's admissions of her bigamous marriage under FOIA and discovery; conceal (successfully) the details of the Tommie Rae/Afterman/Bauknight $79 million devaluation of Brown's music empire to $4.7 million to discredit "Bobadele" until after the first *Wilson v. Dallas* decision; conceal the planting of the false Grammy © story by Forlando and Bell; and conceal that Bauknight has not filed proper income tax returns to address the approximately $350,000 per year in unnecessary income tax he and Peter Afterman caused with the the $79 million devaluation under the Fractional Share formula of James Brown's 2000 Trust, all as explained by experts Pope and Johnson, as well as by Harley Ruff, Esq. by affidavit at the second Summary Judgment hearing.

58. The Court overlooked or misapprehended that the discarded *ex parte* filing of the litigation costs (under a ruling of Judge Early in 2010) was not confidential; should not have been discarded; and should be reconstructed and filed with the Clerk and a copy

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provided Plaintiff for this reconsideration and any appeal, because it provides material proof of the extraordinary service and benefit provided by Buchanan and Pope and the extraordinary, and wholly unnecessary, waste of tens of millions of dollars by Bauknight for the benefit of the James Brown Legacy Trust and its beneficiaries: the AG's (New) Charity; Tommie Rae; and 6 Will/Trust contestants, none of whom is a beneficiary of James Brown's 2000 Trust, his sole residuary beneficiary.

59. The Court overlooked or misapprehended that multiple rulings by the Circuit Court in Aiken 1337, Richland 4900 and the suits against Cannon, GT and others, since the May 29, 2013 announced intention of Tommie Rae and Levenson to defy the *Wilson v. Dallas* decision, including confidentiality rulings and sealing of documents without review, and the Court's declining to re-open these sealed documents, have deprived Plaintiff of the ability to show the full extent of the damage Bauknight, Tommie Rae and the AG, through AG Jones and Bauknight, caused James Brown's Estate/2000 Trust – and more he tried to cause – from August 10, 2008 until May 8, 2013.

60. The Court overlooked or misapprehended that the testimony of many Richland 4900 Plaintiffs and Forlando confirms that the $100 million value was correct and conservative; that James Brown himself told them he was not married; and that his estate plan is valid; that they sabotaged the Christie's sale with Dallas and Cannon; and that they knew these facts in August 2008 when they agreed to "stipulate" that Tommie Rae was Brown's spouse and let the AG give her a quarter of the James Brown assets so that they could get a quarter of Brown's "I Feel Good" Charity's assets for themselves.

61. The Court overlooked or misapprehended that the failure of Defendants to present the Richland 4900 Plaintiffs at trial must be construed as evidence that they would support the positions of Buchanan and Plaintiff.

62. The Court overlooked that the $19 million proposal to settled counterclaims against Tommie Rae, the Levenson Will/Trust contestants, Forlando, the James Brown Legacy Trust and the AG in Richland 4900 was confidential; was not presented to these persons; would have put $10 Million into a safe private foundation for 10 years; would have provided $500,000 a year in James Brown scholarships beginning in 2018, from funds these persons took from James Brown at the expense of Buchanan and Pope; and would have provided a mechanism, if Defendants' chose, to correct the multi-million dollar income tax problems Bauknight and Afterman caused by the $79 million devaluation, but should not have been presented in Court.

63. The Court overlooked or misapprehended that all of Defendants' experts were either conflicted by their service to Tommie Rae's counsel in Richland 4900; lacked the skills, or lacked the facts to understand the service of Buchanan and Pope; and the presentation of Woolley and Herbsman confirms the continuing influence of Albert Dallas since 2007 when the advisors to Cannon and Dallas formed their alliance with Sr. Asst. AG Jones.

64. The Court overlooked or misapprehended that, in addition to those at trial, Plaintiff

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presented numerous other facts and expert witnesses in the 2017 Motion for Partial Summary Judgment which should have been granted.

65. The Court overlooked that Plaintiff's motion for partial summary judgment made after the Circuit Court's approval of Buchanan's service and payments, should have been granted as to the SA fee and contract amount to May 26, 2009, which would have ended this unnecessary case, which was brought and continued for the benefit of the Legacy Trust and beneficiaries to advance their May 29, 2013 announced intention to disregard *Wilson v. Dallas,* the day the Disallowance was served.

Plaintiff's Standard of Care Chart Was Proper and Should Have Been Admitted

66. The Court overlooked or misapprehended that the "Standard of Care" Chart proffered by Plaintiff and properly prepared, with all documentation presented to Defendants outlines correctly the fiduciaries who served, and claimed to serve as trustees during the first 18 years of The James Brown 2000 Irrevocable Trust (2000 Trust), as Personal Representatives (PR) under the last will of entertainer James Brown dated August 1, 2000 (Will), and who assumed the role of fiduciaries during the 4-year void appointment of Russell Bauknight from May 26, 2009 to May 8, 2013; was accurate and should have been admitted into evidence.

Plaintiff's Facts as Demonstrated in Two Partial Summary Judgment Motions & at Trial

67. The Court overlooked or misapprehended that from August 1, 2000 to August 10, 2007 David Cannon, Albert Dallas and Alfred Bradley (Cannon PR/Trustees) served as Brown's trustees, and served as PRs from January 2007 after Brown's death on Christmas Day 2006, but Bradley (now deceased) was largely inactive during the first 6 years.

68. The Court overlooked or misapprehended that Cannon resigned as PR/Trustee on August 10, 2007, but later claimed his resignation as Trustee was illegal.

69. The Court overlooked or misapprehended that Dallas and Bradley resigned as PR/Trustee on November 20, 2007, but on November 30, 2007 attempted to rescind their resignations, continuing the attempt in the Circuit Court and S.C. Court of Appeals until Bradley's death and Dallas' abandonment of the appeal in 2010.

70. The Court overlooked or misapprehended that Robert Buchanan, Jr. and Adele Pope served as special administrators (SAs) from March 7, 2007 until November 20, 2007, and their extensive and valuable contributions are outlined in the joint claim of Buchanan and Pope filed in June 2009 which is the subject on this suit, and more than ten orders from the period which are binging on the Attorney General (AG), Defendants, Tommie Rae Brown (Tommie Rae) and the 6 claimed children and 7 grandchildren named or designated in the Will and Trust, all originally represented by Louis Levenson, Esq.

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71. The Court overlooked or misapprehended that the SA work of Buchanan and Pope was made more difficult by the alliance of Sr. Assistant Attorney General Havird "Sonny" Jones with felon David Cannon, his co-PR/Trustee Albert "Budddy" Dallas, and their advisors which is fully documented within the record, and includes vicious emails; unwarranted attacks on Buchanan and Pope; and interference by the State/AG Jones in the effort to recover $17 million taken by David Cannon from funds James Brown gave his "I Feel Good" Charity.

72. The Court overlooked or misapprehended that Buchanan and Pope were appointed PR/Trustees by the Honorable Doyet A. Early, III, Chief Judge, Aiken County (Circuit Court) on November 20, 2007 and replaced on May 26, 2009 pursuant to an August 10, 2008 settlement deal brokered by the Attorney General of South Carolina (AG) which the South Carolina Supreme Court (Supreme Court) declared void on May 8, 2013.

73. The Court overlooked or misapprehended that as the Chart shows, from August 10, 2008 until May 8, 2013, the AG assumed the right to take effective control over James Brown's assets; declare heirs; give 50% of Brown's assets to the AG's (New) Charity; give 25% of Brown's assets and income to Tommie Rae; give 25% of Brown's assets to 6 of Brown's 13 claimed children; and contract with Tommie Rae and the six children for central management of their assets , including the proceeds from certain rights under Sections 203 and 304 of the U.S. Copyright Act (Termination Rights) which Tommie Rae and the 6 transferred to the James Brown Legacy Trust (Legacy Trust) between August 10 and January 2009.

74. The Court overlooked or misapprehended that from August 10, 2008 until May 8, 2013 the AG assumed full claim of fiduciary role over the James Brown assets; placed AG Jones and Tommie Rae in 75% control of the James Brown assets; and the State, through AG Jones began and continued until May 8, 2013 a campaign to discredit Buchanan and Pope in order to dismember the James Brown "I Feel Good" Trust and place the James Brown assets under permanent control of AG Jones and Tommie Rae, virtually unsupervised by two Attorneys General, as is fully documented within the record.

75. The Court overlooked or misapprehended that Russell Bauknight served continuously from August 10, 2008 until January 2019 as trustee of the Legacy Trust; pledged his loyalty to the Legacy Trust in April 2009; and his appointment as Trustee of the Legacy Trust was not voided by the Supreme Court, and that the State/AG, acting through Bauknight, committed, by "deferred pay" agreements, millions of dollars from James Brown's "I Feel Good" Charity to pay at least thirteen lawyers, aided by 6 lawyers for Tommie Rae, and others, to devalue James Brown's assets for the purpose of keeping AG Jones and Tommie Rae in control of the James Brown assets by discrediting Buchanan and Pope; withholding valuable information from the Courts about the U.S. Copyright Act; filing a lawsuit in the name of the State/AG which was not authorized by the now-Governor of South Carolina; and secreting through FOIA intervention and interference, all of which is fully documented within the testimony (deposition) and documents of

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Governor McMaster, Solicitor General Robert Cook, Attorney General Alan Wilson and other members and former members of the staff of two AGs.

76. The Court overlooked or misapprehended that the Supreme Court's decision not to reinstate Buchanan and Pope; voiding the AG's attempt to appoint Bauknight; and ruling that the AG had assumed effective control of both the James Brown charitable and non-charitable assets between 2009 and 2013, positioning both the AG and Bauknight in a unique role similar to executor de son tort with respect to the Estate/2000 Trust.

77. The Court overlooked or misapprehended that On May 10, 2013, 2 days after the Supreme Court's decision in *Wilson v. Dallas*, the AG and Settling Parties to the AG's 2008 settlement sought the reappointment of Bauknight SA and special trustee (ST) for the purpose, which was publicly announced to the Circuit Court in open Court on May 29, 2013, to disregard the decision of the Supreme Court in *Wilson v. Dallas,* and reinstate AG Jones and Tommie Rae in 75% control of the James Brown assets by continued attacks on the service and reputations of Buchanan and Pope; the continuing of the unprecedented Richland County Case 2010-CP-40-4900 (Richland 4900); continued misrepresentations to the Courts about Buchanan, Pope, the Copyright Act, Jones' lack of authorization to pursue Richland 4900; and public documents sought under FOIA.

78. The Court overlooked or misapprehended that on May 29, 2013 Tommie Rae's lawyer and Levenson announced to the Circuit Court their intention to disregard the Supreme Court's decision in *Wilson v. Dallas*, and asked the Circuit Court to have an in chambers hearing to hear their reasons, but the Court declined to go in chambers, but, at the request of Tommie Rae, the Levenson Will/Trust contestants, and counsel for the James Brown Legacy Trust, controlled by AG Jones and Tommie Rae, the Circuit Court issued Administrative Orders on June 10, 2013 which prevented Buchanan and Pope from any participation, including as attorneys, witnesses and/or lawyers, in the James Brown cases in Aiken County, and directed the Clerk of Court not to accept their filings in any cases other than their own claims cases, all of which is documented in the trial testimony of Plaintiff, AG Alan Wilson, Solicitor General Cook and others.

79. The Court overlooked or misapprehended that in order to leave AG Jones and Tommie Rae in 75% control of the James Brown assets, it was necessary to continue the unauthorized Richland 4900; continue to denigrate Buchanan and Pope; and spend a substantial amount of funds James Brown gave his "I Feel Good" Charity to make it appear reasonable to give away half of the "I Feel Good" Charity, and approximately $2 million a year in income that should go for needy students in exchange for proceeds of Termination Rights under Sections 203 and 304 of the Copyright Act which Termination Rights will never apply to more than half of the $3 - $4 million royalties James Brown left to educate needy students, then reaching a settlement which again gives 50% of the "I Feel Good" Charity into the AG's (New) Charity; 25% to Tommie Rae; and 25% to Levenson clients, as was fully documented in this case prior to denial of two motions for partial summary judgment.

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80. The Court overlooked or misapprehended that on July 9, 2013 Bauknight, continuing to serve as trustee of the Legacy Trust, delivered to the Circuit Court an *ex parte* ethics opinion of Nathan Crystal, Esq., a designated expert in this case and in Richland County Case 2010-CP-40-4900 (Richland 4900), which Defendants and Crystal declined to produce, but which gave the Circuit Court comfort with respect to issues of Bauknight's potential conflicts, and that this *ex parte* communication was the first of many filings and orders concealing previously public documents for the purpose of depriving Plaintiff of a fair opportunity to demonstrate the extraordinary effort and result of Buchanan, Pope and their very efficient team, to prevent the loss of $15 - $20 million in income and half of the assets of the "I Feel Good" Charity in just 10 years, which is demonstrated by multiple confidentiality requests and orders, and the Court's orders sealing and declining to unseal documents.

81. The Court overlooked or misapprehended that in October 2013 Bauknight, nominated by Levenson clients seeking to disregard *Wilson v. Dallas*, was appointed PR/Trustee. He has served as PR/Trustee under the Will/2000 Trust since, as he continues to serve as Trustee of the Legacy Trust.

82. The Court overlooked or misapprehended that In October 2013 David Sojourner, Esq., a tax lawyer who does not like litigation, was appointed LSA/LST for the limited purpose of defending James Brown's Will and 2000 Trust in the Will/Trust challenges and defending the spousal and pretermitted child claims of Tommie Rae and her son James B, but Bauknight, trustee of the James Brown Legacy Trust, retained all financial control and control of copyrights and Termination Rights issues.

83. The Court overlooked or misapprehended that in 2015, despite the open announcement to the Circuit Court in May 2013 of the intention to disregard the *Wilson v. Dallas* decision, and as the announced intention to disregard the decision was reaching its conclusion, the Circuit Court advised the Supreme Court that there was no discussion of settlement; that Bauknight was faithfully serving Brown's "I Feel Good" Charity as Peter Afterman helped Tommie Rae siphon off royalties from the "I Feel Good" Trust; and that Plaintiff was seeking a $2 million SA fee, when she sought only about $48,000.

84. The Court overlooked or misapprehended that by 2016 counsel for Tommie Rae was so satisfied with the use of millions of dollars to re-place Tommie Rae in control of the James Brown assets with AG Jones that he told the Circuit Court that the James Brown Legacy Trust existed, even though it was telling the Court of Appeals it does not exist, and that its trustee, Bauknight, should be knighted.

85. The Court overlooked or misapprehended that by directing that Defendants' attorneys fees and costs since May 26, 2009 be delivered in this case; accepting the *ex parte* documents from Defendants; after objection of Plaintiff's counsel, reviewing and discarding them; then rescinding the order, the Court deprived Plaintiff of a level playing field to show that the work of Buchanan and Pope, when considering both the PR/Trustee commission and legal fees, was extraordinary and that Bauknight has wasted millions of

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dollars to damage Plaintiff for a claim that could have been resolved in 2009 for $1.47 million and for $2.1 million or less at any time before and during trial.

86. The Court overlooked and misapprehended that the admission by Defendants to the Federal Court in 2018 that tens of millions of dollars have been spent from funds James Brown left his "I Feel Good" Charity confirms the importance of these records both to demonstrate that much of the funds were spent to denigrate Buchanan and Pope and stop the Supreme Court's decision in *Wilson v. Dallas*; Bauknight has served the James Brown Legacy Trust, but been paid from James Brown's funds, since May 8, 2013; Buchanan's and Pope's work was extraordinary; and that the $4.7 million claimed valued for Brown's assets was the work of Peter Afterman and counsel for Tommie Rae to damage Buchanan and Pope, as is more fully set out in the record and deposition testimony of Governor McMaster, Solicitor General Cook, Judge (Ret'd) Walter Williams and others.

87. The Court overlooked or misapprehended that the Circuit Court failed to consider the material testimony and documents of Governor Henry McMaster, Attorney General Alan Wilson, former chief Deputy Attorney General John McIntosh, Solicitor General Robert Cook, Sr. Assistant Attorney General Jones, Sr. Asst. Attorney General Creighton Waters, Asst. Attorney General Mary Frances Jowers, Graham Foundation Trustee Stephen Lambert, Wallace Lightsey, Esq., James Hardin, III, Esq. and others rebuttal witnesses.

88. The Court overlooked or misapprehended that Plaintiff is entitled to her fees and costs as set out in the 2009 Joint Claim of Buchanan and Pope and fully documented in the two contemporaneous affidavits and documents, and the 18 or more orders issued by the Circuit Court at the time.

The 18-Year History the James Brown Trust, Estate and Litigation

89. The Court overlooked or misapprehended that During the first 7 years, trustees of the 2000 Trust were advised by Joel Katz of Greenberg Traurig (GT), music manager Frank Copsidas and other experts helped James Brown have a successful career until his death, but Cannon took $17 million of $84 million that Brown brought in between 1999 and his death; Dallas did not stop the stealing; and Bradley was largely inactive during the period before Brown's death.

90. The Court overlooked or misapprehended that On June 1 and 11, 1999, just days before the execution of the first of James Brown's two estate plans leaving the bulk of his fortune to educate needy students, he borrowed $26 million from the New York Teachers (TIAA), and secured the loan with a pledge of royalties from 800 of the 900 copyrights he owned when he died on December 25, 2006.

91. The Court overlooked or misapprehended that Brown and David Pullman, a financier who helped him secure the TIAA loan, valued Brown's worldwide music empire at $100

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million, but by 2003 Cannon had taken $17 million, much from the Morgan Stanley (MS) accounts created with $10 million.

92. The Court overlooked or misapprehended that Brown had made and preserved a voice tape earlier in 1999 confirming his desire to create a charity for the education of needy students of all races; discussed his estate plan with companion Tommie Rae Hynie (Tommie Rae) and all children he acknowledged in his Will before he died.

93. The Court overlooked or misapprehended that Brown gave a power of attorney (POA) to daughter Deanna Thomas, who helped him put together the estate plan; she served with Cannon and Dallas until Brown's death; and she and Cannon gathered his estate planning file in 2006 before Brown's death.

94. The Court overlooked or misapprehended that Brown signed his final estate plan on August 1, 2000 with Tommie Rae and daughter Venisha present. He gave only household goods to 6 children he acknowledged, and devised the residue to the 2000 Trust.

95. The Court overlooked or misapprehended that at Brown's death the 2000 Trust, augmented by devises under the Will, divides by a "Fractional Share" formula to give a fraction of its assets and income to educated the 7 grandchildren to age 35, and the remainder to the "I Feel Good" Charity to provide scholarships to needy students.

96. The Court overlooked or misapprehended that in 2001 Tommie Rae's child was born; and she named James Brown, not her husband, as his father; and he is the only claimed child of James Brown (of 13 or more) born after Brown's vasectomy twenty years before his death.

97. The Court overlooked that The Court overlooked or misapprehended that in 2003 Brown discovered that Tommie Rae was married when they conducted a December 2001 marriage ceremony. They separated; he filed suit to void the ceremony; she counterclaimed for support for herself and her son, James B.; and the case immediately settled with no provision for James B.; a finding they were living together again; and an Agreement by which she agreed never to claim to be Brown's common law spouse.

98. The Court overlooked or misapprehended that in the spring of 2006 the Royal Bank of Scotland (RBS) conducted a professional appraisal of the 800 of Brown's 900 copyrights which were security for the TIAA debt; appraised them at $42 million or more; and projected they would bring in $3.5 million a year.

99. The Court overlooked or misapprehended that on May 3, 2006 RBS was prepared to close on a $25.2 million refinance of the TIAA debt, but Pullman claimed 12 ½% of deal, and stopped the closing.

100. The Court overlooked or misapprehended that In September 2006 Tommie Rae

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and Brown separated and she left behind handwritten notes that contained admissions related to her 1997 marriage; living with her husband in Texas; and Brown's refusal to marry her after he discovered her marriage.

101. The Court overlooked or misapprehended that just before Brown died, on December 25, 2006 Cannon and Dallas, with entertainment lawyer Joel katz, Esq.and music manager Frank Copsidas, secured what became known as the "October 18 Letter" under which the 5 would either refinance Brown's $26 million debt to the New York Teachers (TIAA) which was secured by about 800 of Brown's 900 copyrights, or conduct a sale of Brown's assets which would reap about $5 million for Cannon, about $5 million for Dallas, about $15 million for Copsidas, and about $5 million for Katz's firm, Greenberg Traurig (GT).

102. The Court overlooked or misapprehended that after Brown's death, The Cannon PR/Trustees secretly agreed with Katz and Copsidas to run James Brown 2000 Trust by majority, with the plan of conducting a quick sale under the October 18 Letter which would allow Cannon to retire to his $1 million turnkey mansion on Roatan Island in the Carribean which he purchased in 2007.

103. The Court overlooked or misapprehended that in February 2007 the Circuit Court assigned to the James Brown Aiken cases held the first of what would be scores of James Brown hearings, and by then Tommie Rae and her son James B. had filed spousal and pretermitted child claims.

104. The Court overlooked or misapprehended that Counsel for Tommie Rae, who worked with Brown and knew a good bit about his assets, raised concern to the Circuit Court that the Cannon PR/Trustees would sell Brown's music catalogue, which alone could be worth $100 million, for $20 million and escape the jurisdiction.

105. The Court overlooked or misapprehended that Both Tommie Rae and the "Family" asked the Circuit Court to appoint Adele Pope as SA, and on March 7, 2007 the Court appointed Buchanan and Pope.

106. The Court overlooked or misapprehended that as SAs from March to November 2007 Buchanan and Pope stopped the massive stealing; prevented the Cannon PR/Trustees' attempt to move the 2000 Trust to Georgia to escape Court oversight; preserved 80 boxes of historical records from spoliation; uncovered the first $7 million of the $17 million Cannon took; secured the termination of Phil Farr,CPA, who had understated Brown's income by $3 million a year, and the appointment of CPA William Sellars; and (in November 2007) secured income tax returns from 2003 – 2006 in which Farr tried to change the ownership of all James Brown assets from James Brown to the 2000 Trust.

107. The Court overlooked or misapprehended that In September 2007 CPA Phil Farr filed amended tax returns for James Brown for 2003 – 2006, reported all income in

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Brown's JBE, Inc., and increasing the reported income in each case by about $3 million, showing taxable income at more than $4 million.

108. The Court overlooked or misapprehended that On October 12, 2007 TJBL, and investment group organized by Dr. Terry Cox, a branding executive, issued the first of three letters of intent to buy Brown's music empire, proposing $100 million plus a 5% "Royalty Legacy"

109. The Court overlooked or misapprehended that earlier in the year Cox had worked both with the Levenson clients and the Cannon PR/Trustees putting together TJBL, an investment group that would issue 3 letters of intent in 2007 and 2008. In 2007 Brown's grandson Forlando Brown became a part owner in TJBL, and in February and March 2008 Brown's son Terry was part of two letters of intent to buy both the Tangible Personal Property (TPP) and music empire for $92 - $102 million. By the spring of 2008 TJBL would be represented by Atlanta law firm Powell Goldstein (PG)

110. The Court overlooked or misapprehended that In November 2007 Buchanan and Pope, as SAs, asked the Circuit Court to approve a valuation method for Brown's estate tax return, which had been due September 25, 2007, but was under a 6-months' extension, for the value of Brown's 900 copyrights and right of publicity (image and Likeness).

111. The Court overlooked or misapprehended that the valuation method proposed by Buchanan and Pope was consistent with the non-professional valuation of the copyrights of songwriter Harlan Howard, done by his 5th wife, who worked with him, and CPA, and submitted to and accepted by the IRS in the estate tax proceeding after Howard died in 2002, and was a multiple, as approved by the CPA, of 12 ½ - 14 times .
Brown's annual revenues ($3 - $4 million) and ½ average annual royalties revenues ($18 million between 2003 and 2006)

112. The Court overlooked or misapprehended that, when added to the value of the Tangible Personal Property (TPP), the claims against GT, MS, the Cannon PR/Trustees the resulting approximately $99 million was consistent with the value placed on the assets by Cox, a brand executive, in connection with planning to secure the assets and issue and initial public offering (IPO), namely:

Image - $40 - $50 million
Copyrights - $36 - $45 million
"Property" $10 - $15 million

113. The Court overlooked or misapprehended that, as in the case of Harlan Howard, experts later confirmed that the $99 million was not high, as would be claimed, and the Howard 2009 case stands for the principle that a correct appraisal is appropriate.

114. The Court overlooked or misapprehended that in 2018 Defendants' expert Roger Miller's at-death value for the 900 copyrights, which he considered a "solid gold"

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catalogue was as high as $80 million (15 - 20 x revenues of $3 - $4 million), and Defendants' expert Laura Woolley testified the TPP could be worth $20 million.

115. The Court overlooked or misapprehended that R.B. Alexander should have been qualified as an expert with respect to both the total value and the value of Brown's image and likeness (Right of Publicity), but that the Michael Jackson litigation shows that the IRS and celebrities have valued image and likeness for a celebrity at extremes from $2,220 to more than $140 million.

116. The Court overlooked that Judge (Ret'd) Walter Williams, a philanthropist, member of the 2000 Trust's Advisory Board, and who knew Brown and has valued hundreds of estates, testified (deposition) that $100 million was conservative and the $7.8 million generated in 18 months, even with interference by the Attorney General and former PR/Trustees, supports that value.

117. The Court overlooked or misapprehended that as their efforts to cover up the $17 million Cannon had taken were being discovered, on November 20, 2007 Buchanan and Pope were elevated to the position of PR/Trustees by the Circuit Court, with the consent of Tommie Rae, her son, and the Levenson clients.

118. The Court overlooked or misapprehended that the 18 months of the PR/Trustee service of Buchanan and Pope is fully documented in a 56-page joint affidavit of Buchanan and Pope dated July 13, 2009, and 18 attachments, served on July 14, 2009 in support of their 2009 fee claim, the facts of which were not disputed at trial by any of Defendants' witnesses, and that none of the experts or witnesses appeared to have reviewed the joint affidavit or had any understanding of the role of the AG in the James Brown matters, including the plan on August 10, 2008 to stop the determination of heirs; give half of the assets to private individuals; and put the other half in a (New) charity the AG planned to create, but did not.

119. The Court overlooked or misapprehended that the Affidavit filed July 14, 2009 correctly describes each of the following categories of the service of Buchanan and Pope in detail: Relief Requested; Qualifications of Buchanan and Pope; 1st Thirty Days as PR/Trustees; Crisis at Beech Island Mansion; Estate and Income Tax Issue and 1 ½ years of"straightening out" the tax mess caused by Cannon, Dallas and Farr; Contacts with AG; November 2008 Declaratory Judgment Action; TPP; the Chrisitie's Sale; Engaging Entertainment and Exempt Organization Counsel; Royalties and Clearances; Defense of Claims Against Estate; Duty to Defend Estate Plan; Applying for IRS Recognitions of Brown's "I Feel Good" Charity; and others.

120. The Court overlooked or misapprehended that on the day after their appointment as PR/Trustees, November 21, 2007 the AG, through Senior Assistant AG Havird "Sonny" Jones, claimed (incorrectly) that it was improper for Buchanan and Pope to serve both as PRs and Trustees, and this was the first AG Jones' 6-year attempt to put the James Brown assets under the personal control of the AG, acting

though Jones.

121. The Court overlooked or misapprehended that AG Jones had officially entered Aiken County Case 2007-CP-02-0122 on October 11, 2007 at the invitation of Cannon & Dallas, who claimed that Buchanan and Pope were greedy and incompetent, and had ousted the innocent Cannon from his positions in order to get the $5 million commission payable on Brown $100 million estate.

122. The Court overlooked or misapprehended that AG Jones opposed Buchanan's and Pope's request, beginning when they were still SAs, for approval of the engagement of Kendall Few, Esq., and James Gilreath, Esq., to bring suit for recovery of the millions Cannon had taken between 1999 and 2007, but a Circuit Court Order of January 2008 authorized the engagement of Few & Gilreath.

123. The Court overlooked or misapprehended that the entire history of Buchanan's and Pope's service is well documented, and the facts virtually unchallenged, in the testimony of Pope and the 18 or more orders of the Circuit Court issued before the AG's Settlement was presented , in which the Circuit Court reviewed and approved their every action, all of which Orders are binding on Defendants, the AG, Tommie Rae and the former Levenson clients.

124. The Court overlooked or misapprehended that On November 27, 2007, a week after their appointment, Buchanan and Pope filed the first of many Petitions requesting the Circuit Court for guidance as to the administration of the Estate and 2000 Trust, a procedure that is both authorized by the Probate Code and encouraged by practitioners, particularly where, as in the James Brown case, there is extreme discord among parties.

125. The Court overlooked or misapprehended that because Buchanan and Pope were both attorneys and filed Petitions and requests for guidance without engagement of additional counsel, this procedure provided an important structure for gaining agreement, wherever possible, and court guidance where agreement could not be reached.

126. The Court overlooked or misapprehended that Buchanan and Pope, pro se, had used the procedure of petitioning for guidance and Court order from the Circuit Court successfully as SA, and they continued this procedure, obtaining more than 15 orders and a number of oral directives over their 18-month service.

127. The Court overlooked or misapprehended that, in addition, Buchanan and Pope asked the Circuit Court, because of the daily issues arising among the parties, to pre-set scheduled meeting each month so that notice would not be required, and this procedure worked well, with the Circuit Court often directing one or more of the lawyers to prepare and circulate an agenda and/or prepare and circulate orders.

128. The Court overlooked or misapprehended that on December 6, 2007 AG Jones inquired about the TJBL $100 million offer and said he had heard the sky would fall and

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it would go away if not accepted, but Buchanan and Pope explained that the Cannon PR/Trustees, GT, and Copsidas were seeking about $30 million from the sale under the October 18 Letter; financier David Pullman was seeking another 12 ½% under a clause in his 1999 contract; and a sale was not prudent just 3 weeks after their appointment.

129. The Court overlooked or misapprehended that by the time the 2d and 3d TJBL letters of intent were made in early 2008, challenges to the Will/2000 Trust filed by Tommie Rae and the Levenson clients, although without merit, temporarily prevented the Estate/2000 Trust from considering a contract in which they were required to certify good title.

130. The Court overlooked or misapprehended that despite the explanation, in 2010 the AG would claim in the complaint in Richland County Case 2010-CP-40-4900 that Buchanan and Pope should have accepted TJBL's 2007 $100 million offer.

131. The Court overlooked or misapprehended that by December 11, 2007 Buchanan and Pope were in contact with both the IRS and Rick Handel of the S.C. Department of Revenue seeking from both the appointment of a single agent to help solve the individual, corporate, and fiduciary tax mess in which the Cannon PR/Trustees and Phil Farr, CPA had left Brown's estate, including by understating income by $3 million or more each year; by reporting all income in Brown's wholly-owned company, JBE, Inc., rather than in separate entities, then on the 2006 amended income tax return (copy on file with the Court since Nov. 2007) of JBE, Inc, purporting to change the ownership of JBE, Inc. from Brown, individually, to the 2000 Trust.

132. The Court overlooked or misapprehended that virtually all of the Estate's income under Brown's estate plan – until the $4.7 million devaluation – was "paid or permanently set aside" for the "I Feel Good" Charity to educate needy students, and that Pope had an LLM in estate planning and was familiar with income taxation of estates and trusts, as well as charitable tax issues and estate tax issues.

133. The Court overlooked or misapprehended that in late December 2007 Dallas and Bradley, aided by PG, moved to have Judge Early recuse himself; made false claims against Judge Early; and supported the motion with the Affidavit of a former GA Supreme Court Judge.

134. The Court overlooked or misapprehended that the Early recusal motion was just one of many ruthless and improper tactics Dallas, Cannon, PG, Forlando Brown and David Bell would use over the coming years to deflect attention from the $17 million Cannon took and try to secure $10 million for Cannon and Dallas under the "October 18 Letter."

135. The Court overlooked or misapprehended that on January 2, 2008 Forlando Brown, through PG, Bell and two SC lawyers, filed in Federal District Ct. Case No. 3:08-cv-00014-WOB a scathing, false 50-page complaint claiming the Circuit Court's

appointment of Buchanan and Pope was illegal, and seeking to enjoin the 2000 Trust from taking any action until Cannon and Dallas were reinstated as Trustees.

136. The Court overlooked or misapprehended that on January 4, 2008, Buchanan and Pope asked the Circuit Court to conduct a hearing for a full review of both their appointment and service, and if both were not found to be proper, they asked the Court to allow them to resign under circumstances which would not allow Cannon and Dallas to return.

137. The Court overlooked or misapprehended that in the January 8, 2008 Order (Payment Order) the Circuit Court approved the service of Buchanan and Pope as SAs; praised their work; approved their PR/Trustee fee contract to work on a "time + costs" basis for themselves and their staffs; and directed that interest at the legal rate be paid on all amounts after 60 days.

138. The Court overlooked or misapprehended that at the December 21 hearing when the PR/Trustee commission contract had been presented, no objection was made from the polled Interested Parties, and counsel for Tommie Rae praised Buchanan and Pope for seeking Court approval where the Will and 2000 Trust allowed them to enter into a fee contract without seeking approval of the Court.

139. The Court overlooked or misapprehended that in a January 8, 2008 Order the Circuit Court approved Buchanan's and Pope's request to engage James Gilreath, Esq. and Kendall Few, Esq. to seek recovery of losses caused by the $17 million Cannon took, and by the spring of 2008 Few and Gilreath, with Buchanan and Pope, had investigated the takings and other wrongdoing and filed suit against Cannon, Dallas, GT, Morgan Stanley (MS), Farr and Enterprise Bank,

140. The Court overlooked or misapprehended that by February 7, 2008 Buchanan and had begun recovery of the $17 million Cannon took, and would shortly expand the recovery to suits against Morgan Stanley (MS), Farr, Enterprise Bank, but that Sr. Asst. AG Jones maintained an alliance with Cannon and Dallas which allowed them to continue to interfere in the operation of the Estate and 2000 Trust.

141. The Court overlooked or misapprehended that on February 7, 2008 now-Governor McMaster, then AG, gave a WIS-TV interview with Forlando Brown in which, based on incorrect information provided by AG Jones, claimed that Buchanan and Pope were improperly representing the family and the needy students.

142. The Court overlooked or misapprehended that by early 2008 Buchanan and Pope had also disallowed the $15 million frivolous PR/Trustee commission claims filed by the Cannon PR/Trustees; they had sued; and the cases were ready for summary judgment by the time Buchanan and Pope were replaced on May 26, 2009, but, controlled by the AG, through AG Jones, from 2009 – 2013, Russell Bauknight did not resolve the Cannon

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claim until 2012 and even allowed Dallas to change his $5 million claim after the Statute of Limitations passed from a PR/Trustee commission claim to a $5 million contract claim.

143. The Court overlooked or misapprehended that when AG Jones allied himself with Tommie Rae in August 2010, but continued his alliance with Cannon and Dallas, even naming them as witnesses in a 2010 suit he and Tommie Rae filed in the name of the State/AG he and Tommie Rae filed without knowledge of now-Governor Henry McMaster, it became extraordinarily difficult for Buchanan and Pope to try to prevent the State/AG from taking control of the James Brown assets; dismembering his "I Feel Good" Charity; giving away a quarter of the assets to Tommie Rae; and concealing through FOIA, the unauthorized suit and otherwise the weakness of Tommie Rae's claims and those of her son.

144. The Court overlooked or misapprehended that in February and March 2008 the Circuit Court issued two *ex parte* orders requested by counsel for Tommie Rae Brown, after Wayne Byrd, Esq., counsel for Dallas, mailed out copies to the AGs of Georgia and SC, and many others, the handwritten admissions of Tommie Rae that she was married, living with her husband in Texas, and possibly pregnant before she separated from her husband and became a companion to Brown.

145. The *ex parte* Orders purported to prevent anyone from discussing or disseminating the handwritten notes; contained no limitation and no findings of privilege or need; and did not address that the handwritten admissions and a typed transcription had been public and widely discussed for almost a full year.

146. The Court overlooked or misapprehended that AG Jones and other members of the AG's staff had full information about Tommie Rae's admission of her bigamous marriage and her begging James Brown to marry her after he discovered her marriage, but when AG Jones and Tommie Rae agreed on August 10, 2008 to "stipulate" that she was Brown's spouse, the two began a 10-year effort, paid for by James Brown's Charity – to shift between $750,000 and $1 million of income a year to Tommie Rae; give her a quarter of Brown's assets despite her weak claims; conceal the clear evidence of the weakness of her claim both by FOIA interference and the unauthorized lawsuit; and denigrate anyone who dared to challenge this decision.

147. The Court overlooked or misapprehended that from August 10, 2008 until May 8, 2013, the relevant period to be considered to determine Buchanan's and Pope's compensation, two AGs, through AG Jones, consistently breached their fiduciary duty of loyalty both to the "I Feel Good" Trust and Brown's 7 Grandchildren's Trust; Improperly delegated and failed to oversee Russell Bauknight and Beth Bauknight, who failed to file proper income tax returns, or even pick up the CPA's file; failed to Study and understand the impact of an improper heirs determination of the copyrights; damaged the copyrights by that failure; failed to exploit James Brown's Image and likeness, rejecting a contract scheduled to bring in at least $1 million a year,

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then valuing the image and likeness at zero to discredit Buchanan and Pope; failing to stop overstatement of James Brown's deductions by $3 million in the estate tax proceeding; accusing Buchanan and Pope of a the felony of overstating Brown's assets by $79 million to get a large fee without even reviewing the $4.7 million valuation; failing to consider the Estate of Harland Howard; and otherwise abusing the authority of the high office of the AG for the private benefit of AG Jones and Tommie Rae, and the facts supporting these actions are found within the testimony of Pope and the testimony (deposition) and documents of Governor McMaster, AG Wilson, Solicitor General Cook, and others in this case.

148. The Court overlooked or misapprehended that in Orders of February 20, April 1, July 14, 2008 the Circuit Court and Court of Appeals approved and directed the Christie's sale which took place on July 17, 2008, and the testimony, hearings and orders, along with the Estate/Trust's motion of August 24, 2008, detail propriety of the sale as well as the interference of the Levenson clients, advisors to Cannon and Dallas, Forlando Brown, Powell Goldstein (PG), Jacqueline Hollander, including the motion filed in the S.C. Court of Appeals by Dallas on July 9, 2008 to try to stop the sale, and efforts of Dallas and Darren Julien, who had made contact with the media about the claimed $20 million value of James Brown's 10,000 items of tangible personal property, to discredit Plaintiff.

149. The Court overlooked or misapprehended that in early 2008 Terry and Forlando Brown, with Romunzo Brown, and all aligned with Cannon and Dallas, filed 6 false grievances against Levenson in Georgia and SC, even claiming the Levenson forged a signature on his January 2008 contract with Forlando and other family, and also sought to disqualify Levenson in the Will/Trust challenges he had filed for family.

150. The Court overlooked or misapprehended that a March 2008 Circuit Court Order found that Forlando – not Levenson – had changed positions, and that the acknowledged family's $150,000 + 30% contract with Levenson executed on January 8, 2007 contemplated the Will/Trust contests he brought on December 26, 2009.

151. The Court overlooked or misapprehended that the testimony and documents of rebuttal witness AG auditor Sandra Matthews show that Darren Julien, then-co-worker of Laura Woolley, like Jacqueline Hollander and Forlando,, helped Cannon and Dallas fabricate complaints to chill the Christie's sale to deflect attention from the $17 million Cannon had taken from Brown, and other wrongdoing by Cannon and Dallas.

152. The Court overlooked or misapprehended that Julien submitted an affidavit claiming that Dallas was honest and Pope dishonest, which Dallas provided to AG Jones and AG Jones sent to AG Auditor Matthews.

153. The Court overlooked or misapprehended that like many Dallas documents, the Julien affidavit incorporated by reference an email dated the day after the affidavit was "signed."

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154. The Court overlooked or misapprehended that after a full hearing with all Interested Persons represented, in the Order of April 8, 2008, the Circuit Court detailed the entire history of the service of Buchanan and Pope as both SAs and PR/Trustees, and found both their appointment and all service from March 7, 2007 until April 8, 2008 to be both ethical and appropriate, and that nobody sought reconsideration of, or appealed, the findings and conclusions of the Circuit Court.

155. The Court overlooked or misapprehended that filings and orders of 2008 show that Buchanan and Pope projected a realistic budget for defending what they believed were extremely weak challenges to the estate plan; the Circuit Court discussed the deplorable condition in which the Cannon PR/Trustees had left the estate; and virtually every detail of the administration was reported to the Interested Parties; reviewed and approved by the Court; and never challenged, even within the 1-year statute of limitation, by the AG, Tommie Rae or the acknowledged family

156. The Court overlooked or misapprehended that, although tens of millions of dollars of legal fees have been unnecessarily wasted in the process, it is now clear that the Will/Trust challenge of the Levenson clients was wholly without merit, now settled for a "nuisance" payment of $37,500 each, instead of the $750,000 - $1 million per year and quarter of assets proposed by the August 10, 2008 settlement brokered by the AG, through AG Jones.

157. The Court overlooked or misapprehended that Tommie Rae's settlement in 2016 in which she gives up any claim at all to James Brown's estate and 65% of her Termination Rights, if she is finally determined to be Brown's spouse, make clear that the August 2008 proposal to give Tommie Rae $750,000 - $1 million per year and a quarter of the "I Feel Good" Charity's assets was unreasonable and properly rejected by the South Carolina Supreme Court in *Wilson v. Dallas.*

158. The Court overlooked or misapprehended that the record shows that the April 8 Order was prepared with the cooperation of Alan Medlin, Esq., one of Tommie Rae's lawyers, who, along with Levenson, had nominated Pope as SA; approved, with the Levenson clients, her appointment as PR/Trustee; and praised Buchanan and Pope for submitting their PR/Trustee contract to the Circuit Court for approval when the Will/2000 Trust would have allowed them to simply make the contract without Court approval.

159. The Court overlooked or misapprehended that in a March 2008 Order the Circuit Court (Heirs Determination Order) approved the plan of Buchanan and Pope, consented to by the 11 Levenson clients, to advertise for heirs and conduct a critical (and proper) heirs determination under both State and Federal law, the most critical first step for The James Brown "I Feel Good" Charity to create an heirs baseline to protect its 900 copyrights, and unpublished works when published, from unnecessary dissipation from improper and/or premature efforts by claimed heirs to exercise Termination Rights and take the U.S. royalties applicable to a particular copyright.

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160. The Court overlooked or misapprehended that, with the Estate's official DNA Protocol in place, 3 heirs under the Copyright Act already acknowledged, and DNA testing costing only $300 per person, the cost of a proper heirs determination under the Copyright Act, if not stopped by the AG in his August 10, 2008 agreement with Tommie Rae and 5 Levenson clients, could easily have been completed worldwide in less than a year.

161. The Court overlooked or misapprehended that in June 2008 Buchanan and Pope engaged of Clemson graduate, Georgetown law Graduate, former examiner at the U.S. Patent and Copyright Office, and lifelong music enthusiast Wm. Jeffrey Smith, Esq., to work with Pope, Ray Gonzalez, Esq., entertainment counsel, on Termination Rights issues which would come into play by 2012, and the engagement gave Brown's "I Feel Good" Charity at least two years to complete the ongoing proper heirs determination and implement its "DNA & Dignity" strategy to protect its 900 copyrights, including by "splitting heirs", a technique coined in 2011 by Smith and Pope in *Private Foundations, Copyright Heirs and Musical Millionaires: why the James Brown "I Feel Good" Trust doesn't...*

162. The Court overlooked or misapprehended that Pope was qualified without objection as an expert in the James Brown settlement hearings; has expertise in Estate, Probate, Fiduciary Litigation, Fiduciary Income Taxation, Estate Taxation, Creation and Operation of Charitable Foundations, including the filing of 990PFs, which require an annual valuation, and has, since at least 2011 expanded her expertise to include the protection of Charities and other entities in connection with Termination Rights, and the interrelationship between State Law and the Federal Copyright Act, and should have been qualified in each of these areas at trial.

163. The Court overlooked or misapprehended that Wm. Jeffrey Smith should have been qualified in the Termination Rights area, and that the testimony of IP Expert Wallace Lightsey, Esq., confirms that expertise in Termination Rights, especially the protection of Charities, is interdisciplinary, combining litigation skills, Probate skills and IP skills.

164. The Court overlooked or misapprehended that where a person has been engaged by and Estate and Trust his or her expertise; has exercise and expanded that expertise in the course of his or her fiduciary service; and is denied compensation for the services by the Estate and Trust, it would be manifestly unjust to rule that the expert could not demonstrate his or her expertise, and how it was used, in support of the unpaid fee and commission claim.

165. The Court overlooked or misapprehended that the Circuit Court Orders, Appellate briefs in the Cannon and Dallas appeals, prepared by Tressa Hayes, Esq., and the record and orders contained in those appeals, as well as the December 2008 attempt to force Judge Early to recuse himself, and the 7-year record in Federal Case No. 3;08-cv-00014-

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WOB, with the testimony and filings of Levenson, demonstrate just how powerful and skillful Dallas and Cannon, but especially Dallas, were in enlisting others, including the AGs of Georgia and SC, and a former Ga. Supreme Court Judge, with two powerful Atlanta firms, to launch meritless attacks on Judge Early, Buchanan, Pope and anyone standing in the way of their attempt to conduct a $100 million "fire sale" of Brown's music empire; cover up the $17 million Cannon took; and pay Dallas $5 million; Cannon $5 million; GT $5 Million and Frank Copsidas $15 Million, and they include the false Grammy© claim planted with an Atlanta law firm by Forlando and Bell in January 2011 and which was noted by the Supreme Court in 2013.

166. The Court overlooked or misapprehended that the Circuit Court orders and testimony of AG Jones (deposition) show that between March 2008 and August 2008 Buchanan and Pope, aided by Philanthropist John Rainey, repeatedly and respectfully urged now-Governor Henry McMaster, who was then AG, to address the alliance AG Jones had formed with advisors to the Cannon PR/Trustees, and Governor McMaster took certain action, including approving Buchanan and Pope as permanent Trustees of the 2000 Trust on July 30, 2008 and working with them to appoint a third Trustee, but AG Jones' problematic alliances continued, and increased, until long after May 8, 2013.

167. The Court overlooked or misapprehended that the failure of Bauknight and his spouse Beth Bauknight, CPA, both accountant and custodian of the Estate's records, to collect the file of resigned Court-appointed CPA, allowing it to be destroyed as unclaimed after more than six years, caused the loss of valuable information about the work of Buchanan and Pope to obtain IRS approval of the "I Feel Good" Trust, with minor amendments, prior to the September 2008 filing of the estate tax return, which was critical to the $80 million charitable deduction taken for assets passing to the "I Feel Good" Trust; the extensive work of Buchanan and Pope, with Bauknight, to secure an IRS liaison to address years income and corporate tax problems caused by Farr and Cannon, including understatement of Brown's income by more than $3 million a years, a substantial amount of which was corrected by the filing by Farr of amended tax returns for 2003 – 2006 which are in the ROA in *Wilson v. Dallas* and on file in the circuit court, and the entire file related to the James Brown estate tax return.

168. The Court overlooked or misapprehended that the record shows that immediately upon appointment, Buchanan and Pope asked both the SC Department of Revenue, Rick Handel, Esq., and IRS to assign a person to work with them to untangle the mess that had been caused by the underreporting and jumbled reporting; the IRS assigned Mr. Goodlett who was working with Buchanan and Pope when the "stand down" direction came from Tommie Rae and the AG on August 12, 2008 and still working with them after January 2009 when the Circuit Court limited the appointment of Bauknight to recommendations about the settlement, where the AG had wanted him to take over full operation of the estate, and that the fact that virtually all of James Brown's assets were now "paid or permanently set aside" for the "I Feel Good" Charity allowed Buchanan and Pope to present a persuasive case that the IRS had not been severely harmed by all of the underreporting and misreporting.

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169. The Court overlooked or misapprehended that the record shows that Buchanan and Pope hand-delivered their First Semi-Annual Report as PR/Trustees dated May 20, 2008 to AG McMaster and delivered it to all interested persons in May 2009, and that no complaint or objection was made to the Report by the AG or any other person within the 1-year Statute of Limitations.

170. The Court overlooked or misapprehended that The First semi-annual report recounted some of the Buchanan/Pope successes as SAs, including:

1. Central Location of 80+ boxes of James Brown records for review by all Interested Parties, preventing spoliation by the Cannon PR/Trustees

2. Prevention by Buchanan and Pope of a $100 millon "fire sale" of the music Empire under the "October 18 letter" which would have covered Up Cannon's takings and paid Cannon $5 million; Dallas $5 million' Frank Copsidas $15 Million and Greenberg Traurig (GT) $5 million

3. Immediate and Permanent Resignations of Cannon, Dallas and Bradley, all of whom challenged their resignations in appeals which Buchanan and Pope had to brief and which lasted until 2010 or later.

4. Return of $350,000 of the $900,000 taken by Cannon in 2006

171. The Court overlooked or misapprehended that while the resignations of Cannon and Dallas were accepted while Buchanan and Pope were SAs, the Cannon/Bradley attempt to withdraw its resignation began on November 30, 2007 and continued until 2010, and the full history of the that litigation, and the more than 40 filings which ended favorably for the Estate/2000 Trust in 2010 and later are contained in the Custody Receipt signed by Bauknight on June 22, 2009.

172. The Court overlooked or misapprehended that the projections in the first Semi-Annual Report were only partly tied to the sale of 350 items of James Brown's personal property on July 17, 2008, and when the funds came in in September 2008 the most critical problem facing the Estate/ 2000 Trust was the claim of the AG, through AG Jones, of the right to shift $1.5 million - $2 million a year of income and half of the assets Brown left the 'I Feel Good" Charity form Brown's Charity to Tommie Rae and 5 Levenson clients, and give the other ½ of the income and assets to the AG's (New) Charity which, by 2018 had not, according to public records, been established.

173. The Court overlooked or misapprehended that the First Semi-Annual Report noted, on May 20, 2008, that the Estate/2000 Trust had entered into a substantial contract for a Musical Tribute to James Brown, which was correct, because entertainment counsel Ray Gonzalez, Esq., with Neal Israel, had entered into the contract for a 75th Birthday Tribute to James Brown early in 2008, with the hope to fund the project in time for

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Brown's birthday, but the AG was supporting the Dallas/Cannon/Forlando challenges to Buchanan's and Pope's authority, as exhibited by the February 7, 2008 television appearance of AG McMaster with Forlando, and the producers asked for the AG's approval of the contract.

174. The Court overlooked or misapprehended that Buchanan and Pope urged AG Jones to give the AG's approval on this important project, but the AG did not approve the project until late April 2008, just days before the originally scheduled TV show.

175. The Court overlooked or misapprehended that when the First Semi-Annual Report was issued, the original date for the 75th birthday Tribute was clearly no longer available, but Buchanan and Pope were working with Gonzalez and Israel to conduct the James Brown Tribute at a later date.

176. The Court overlooked or misapprehended that On August 12, 2008, when the AG and Tommie Rae announced their settlement, directing Buchanan and Pope to "stand down" and "stop administering the estate", Buchanan and Pope urged the AG and Settling Parties to appoint Levenson or another person as liaison to take advantage of opportunities to exploit Publicity Rights opportunities, but they declined to work with Buchanan and Pope, as is shown by a voluminous record and the rejection by the AG of the Corbis/GreenLight 2-year Publicity Rights contract arranged by Buchanann, Pope and Martin Cribb, promoter of deceased celebrities, then with GreenLight, and which was projected to bring in $1 - $2 million a year between 2009 and 2011.

177. The Court overlooked or misapprehended that Eight years later Pope failed to recall that the project had actually been approved, but not funded, but Gonzalez, now head of WarnerMusic Legal, recalled the specific status of the contract in his 2017 deposition.

178. The Court overlooked or misapprehended that in the May 20, 2008 First Semi-Annual Report, Buchanan and Pope urged the Attorney General and Family to explore settlement of the issues they then had in dispute, which were:

1. Which of the 10,000 items of Tangible Personal Property (TPP) belonged to Brown's 2000 Trust and could not be claimed by The 6 named children as "personal and household effects"

2. For the Items of TPP owned by Brown, outright, which were Business Personal Property which would go to the "I Feel Good" Charity, and which were Personal & Household Effects which Would go to the 6 children if the Will was upheld, which they expected.

179. The Court overlooked or misapprehended that as testified to by Laura Woolley, the TPP had a value of up to $20 million, and the original PR/Trustees had claimed that

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virtually all TPP, even if owned outright by Brown, was business personal property, which would go into the 2000 Trust, and the AG had joined Dallas and Cannon in that position.

180. The Court overlooked or misapprehended that the May 2008 request that the Family (Levenson clients) and the AG explore settlement of matters as to which they disagreed related to the then-disputed items of TPP which might have belonged to the "I Feel Good" Trust and might have belonged to the Levenson clients, a substantial and contentious issue, and Buchanan and Pope hoped that the AG (for the Charitable beneficiaries) and the 6 original Levenson clients would be able to propose an agreement to this issue.

181. The Court overlooked or misapprehended that in addition to resolving the up-to-$20 million problem, an agreement between the AG and 6 Family members about the contentious TPP ownership issue would have been helpful in the estate tax proceeding, and the estate tax return, with no additional extensions, was due September 25, 2009, and the 6 children, under Brown's estate plan, were required to pay all of the estate taxes on the household goods devised to them.

182. The Court overlooked or misapprehended that although Tommie Rae and the Levenson clients had filed petitions to set aside Brown's Will and 2000 Trust at the time the First Semi-Annual Report was served, motions to dismiss Tommie Rae's Will/Trusts challenges were pending, and a March 2008 Circuit Court Order for a determination of heirs under both State and Federal (Copyright) Law had been issued; Brown's incarcerated son Michael Deon Brown and others were seeking DNA testing; and Tommie Rae's son James B. had declined to take the $300 paid-for DNA test.

183. The Court overlooked or misapprehended that despite the positive note of the Rainey meeting with now-Governor McMaster in May 2008, in the month of June AG Jones continued to sabotage the 2000 Trust, even filing a suit claiming that, because of a May 2008 ruling of the Court of Appeals in the Dallas appeal, the 2000 Trust had no Trustee, and Buchanan and Pope made repeated, respectful requests to now-Governor McMaster regarding the actions of AG Jones.

184. The Court overlooked or misapprehended that despite the work of Forlando, Dallas, GT, Bell, Cannon & others to sabotage the Christie's sale, with Levenson present, the Christie's sale of 350 of 10,000 of Brown's items generated close to $800,000, but Bauknight/Afterman would later tell the IRS and Supreme Court that the value of these 10,000 items was zero, or near zero, and the AG, through Jones, would repeat that claim to the Supreme Court.

185. The Court overlooked or misapprehended that, with Levenson present, the Grammy © which was properly entered into the Christie's sale, was withdrawn to prevent paying a legal fee of about $5,000 to defend a $20,000 sale, and was returned to the S.C. State museum, but a fraudulent act of Forlando – one of many – resulted in the Supreme

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Court's misunderstanding of what happened.

186. The Court overlooked or misapprehended that Levenson, with knowledge that older Grammys© could be sold, and had been, and with assurances from Christie's legal counsel of the propriety of the sale and urging that the item be left in, Buchanan and Pope had withdrawn it without penalty, years later the Levenson clients would join in the false claim – planted by Bell and Forlando on an Atlanta firm website – that Robert Potter, Esq. had "halted" the Grammy© sale.

187. The Court overlooked or misapprehended that Robert Potter did not know about the false Grammy© claim planted in January 2011 by Forlando and Bell on his firm's website, but it appears to have been through an Atlanta partner dealing with Forlando at the time, and who was also working on another case with AG Jones.

188. The Court overlooked or misapprehended that, pursuant to the February 2008 Order directing the Christie's sale, thousands of James Brown items were placed on loan in 4 museums for up to three years, where they were insured; cared for; cleaned; restored; and displayed, enhancing the name and likeness of James Brown.

189. The Court overlooked or misapprehended that especially significant were the two James Brown Exhibits at the I. P. Stanback Museum and Planetarium which received broad attention, and the exhibit at the Augusta Museum of History.

190. The Court overlooked or misapprehended that the July 13, 2009 joint affidavit of Buchanan and Pope, which contains a sworn, accurate statement of the facts as they existed in 2009 when it was prepared, and its exhibits, contain some of the filings of AG Jones and some of the communications with Gov. McMaster addressing concerns for AG Jones' actions.

191. The Court overlooked or misapprehended that on July 14, 2008 the S.C. Court of Appeals rejected Dallas' efforts to stop the Christie's sale set for the 17th, and confirmed Buchanan's and Pope's full authority to act, ending the 6-week claim the AG was making that there was no Trustee of the 2000 Trust.

192. The Court overlooked or misapprehended that on July 30, 2008 now-Governor McMaster wrote Buchanan and Pope confirming his support for Buchanan and Pope as permanent Trustees of the 2000 Trust.

193. The Court overlooked or misapprehended that without notifying Buchanan and Pope, the AG, Tommie Rae and 5 of Brown's 13 or more claimed children conducted a mediation on August 10, 2008 at which AG Havird "Sonny" Jones, who lacked any expertise in Copyright Law or Taxation, agreed to transfer about $1.5 - $2 million of income a year, and half of the assets, from Brown's "I Feel God" Charity for needy students to Tommie Rae and the 5 Levenson clients; stipulate that they, and Tommie Rae's son, were Brown's heirs "for all purposes"; and put their assets together for

collective investment in the James Brown Legacy Trust (Settlement Entity).

194. The Court overlooked or misapprehended that on August 10, 2008 when the AG reached an agreement to shift 50% of the assets and income, at least $1.5 - $2 million a year, out of the "I Feel Good" Charity and to Tommie Rae and 5 Levenson clients, this dramatically changed the entire income tax picture, and, if approved, would require amended income tax returns relating back to Brown's death, and Buchanan and Pope urged the AG and Settling parties to appoint a liaison to address these important issues, but they declined, as shown by the correspondent of Tax Lawyer Heyward Carter, confirming that their appointee would be responsible for these tax returns:.

195. The Court overlooked or misapprehended that if Buchanan and Pope had accepted without question the AG's settlement as reached on August 10, 2008, and the settlement had been put in place right away, by today (2019) between $15million and $20 million (½ of the $3 - $4 million income per year x 10) would have already been paid to Tommie Rae and 5 Levenson clients; the "I Feel Good" Charity would have no Assets; Tommie Rae and the 5 Levenson clients would own 50% of James Brown's assets, and the AG's (New) Charity would own the other half.

196. The Court overlooked or misapprehended that the likelihood that a "stipulation" that Tommie Rae would be considered to be Brown's spouse "for all purposes" would have gone unchallenged by the DNA-proven children and other children, and the grandchildren (children of deceased children) who did not get a piece of the $3 - $4 million annual royalty stream in the AG's settlement, was low and the current federal suit filed by DNA-proven heirs against Tommie Rae, James B. and Bauknight confirms the problem.

197. The Court overlooked or misapprehended that in August 2008 Buchanan and Pope obtained an Order, after notice to creditors, providing for education payments to Forlando and some of the older children from the Christie's proceeds, but Levenson objected to the Order; Forlando was asked to notify the Court if he needed funds; and he never did.

198. The Court overlooked or misapprehended that despite this ruling, to advance the smokescreen Cannon and Dallas set up, and their effort to get a $5 million commission each, Forlando continued until April 2012 to claim that he was an impoverished student merely seeking to carry out his grandfather's wishes.

199. The Court overlooked or misapprehended that on or about August 18, 2008 Buchanan and Pope filed a motion asking the Circuit Court to require the AG and Settling Parties to disclose the terms of the AG's settlement, which they had requested, but which were still secret, but it would be months before details were known.

200. The Court overlooked or misapprehended that in his September 2008 deposition

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Forlando Brown testified that offers of $150 million were still available for the James Brown assets.

201. The Court overlooked or misapprehended that on September 24, 2008 CPA William Sellars filed the Estate Tax Return of the Estate of James Brown, showing the "Music Empire" of Brown on Schedule F2 of the return at $84 million reflecting an approximately $99 million less the TIAA debt of about $15 million.

202. The Court overlooked or misapprehended that the "Music Empire" was reported unallocated between its parts, each of which was, and still is – subject to a fairly wide range of value, as follows:

a. ROYALTY INTERESTS – 900 copyrights spanning 6 decades; under
Harland Howard style formula: $37.5 Million to $56 million;
Roger Miller: $45 - $80 million
Dr. Terry Cox: $36 - $45 million
October Offer: $50 million
[Afterman/Bauknight: $23.7]

b. IMAGE AND PERSONA
Harlan Howard style formula: $37.5 Million to $56 million;
Dr. Terry Cox: $40 - $50 million
October Offer: $50 million
[Afterman/Bauknight: Zero, or near zero]

c. GERONIMO, LLC, JBE, INC., OTHER ENTITIES - included in above

d. CLAIMS AGAINST CANNON PR/TRUSTEES, GT, MS, RELATED TO $17 MILLION TAKEN BETWEEN 1999 AND 2007:
$1 - $10 million, as estimated on Extension Request

e. TANGIBLE PERSONAL PROPERTY, BUSINESS (CHARITY) & HOUSEHOLD (DEVISED TO 6 CHILDEREN):
$2 million to $10 million
Christie's valuation (partial) $1.4 million
Offers of Terry Brown: $2 million
Woolley Estimate $20 Million
[Afterman/Bauknight: Zero, or Near Zero]

203. The Court overlooked or misapprehended that The "Music Empire" was reported to the IRS unallocated by both Buchanan and Pope in 2008 and by Bauknight in the fall of 2010, two years later. In each case, the number on Schedule F was reduced by the TIAA debt, with the following result:

BUCHANAN & POPE:		$99 Million
	LESS	($15 Million) TIAA Debt
James Brown Music Empire		$84 Million

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AFTERMAN/BAUKNIGHT $23.7 Million
LESS ($ 19 Million) TIAA Debt
James Brown Music Empire $4.7 Million

204. The Court overlooked or misapprehended that the claimed $4.7 million value was not released by the AG/Bauknight until May 2011, and, according to Bauknight, nobody at the AG's office ever reviewed the claimed valuation for which Peter Afterman was the claimed music industry "expert."

205. The Court overlooked or misapprehended that it was not known until March 14, 2013, when James B., filed his Petition for Rehearing in *Wilson v. Dallas* that the claimed $19 million debt for the approximately $15 million TIAA debt was known.

206. The Court overlooked or misapprehended that Bauknight began moving to intervene in FOIA cases in 2011 to keep the $4.7 million claimed value from being seen, even though the South Carolina Probate Code (SCPC) required that he file the appraisal with the Amended Inventory & Appraisement (I&A) he filed in Brown's Estate in May 2011.

207. The Court overlooked or misapprehended that by November 25, 2008 the 5 Levenson clients and Tommie Rae had contributed the proceeds of their rights under Sections 203 and 304 of the U.S. Copyright Act (Termination Rights), which rights, if any, relate only to U.S. royalties, which make up only half of Brown's $3 - $4 million annual copyrights, because the non-U.S.royalties make up the other half.

208. The Court overlooked or misapprehended that Neither AG Jones nor anyone in the AG's office had any knowledge of Termination Rights, or the importance of completing the heirs determination under State and Federal Law, and which, at the request of Buchanan and Pope, had been authorized by Circuit Court Order just 4 months earlier.

209. The Court overlooked or misapprehended that one important fact about Termination Rights was that they would never apply to the non-US royalties from James Brown's 900 copyrights, which make up about half of Brown's $3 - $4 million annual royalty income, and they do not apply to Brown's Publicity Rights, the right to exploit his famous name and persona and other rights.

210. The Court overlooked or misapprehended that In August 2008 it would be 4 years before the first proceeds from Termination Rights would come in, and they would not be vested in Tommie Rae, her son, or the 5 Levenson clients unless and until a proper Termination Notice was made, usually two years in advance.

211. The Court overlooked or misapprehended that Termination Rights would slowly

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come into play and the "I Feel Good" Charity had available to it in 2008, and today, many strategies to curb the impact, such as "splitting heirs", as described by Wm. Jeffrey Smith and Pope in their 2011 article *Private Foundation, Copyright Heirs and Musical Millionaires: why the James Brown "I Feel Good" Trust doesn't....*

212. The Court overlooked or misapprehended that as testified by Pope, and in rebuttal by IP expert Wallace Lightsey, Esq., a proper determination of heirs is a critical first step to the protection of a Charity's copyrights from dissipation by Termination Rights, and the AG's settlement halted that important process, causing problems which have not been resolved more than 10 years later.

213. The Court overlooked or misapprehended that in August 2008 there was substantial evidence the Tommie Rae was not Brown's spouse, including Brown's death certificate and her own handwritten admissions, which had been reviewed by the AG, but sealed under the two *ex parte* Circuit Court orders.

214. The Court overlooked or misapprehended that at the August 10, 2008 settlement the AG declared Deanna Thomas, and Yamma, Venisha, Daryl, Larry Brown, who were acknowledged by Brown in his Will, along with James B., as Brown's children, but James B. had refused a paid-for $300 DNA test and there were other potential challenges to the claims of Tommie Rae the other 5 settling parties which AG Jones failed to take into account before proposing to give the $1.5 - $2 milion a year and half of the Charity's assets.

215. The Court overlooked or misapprehended that by 2018 Deanna and Yamma were suing to confirm that Tommie Rae was not Brown's spouse; had rejected Brown's acknowledgment of Larry and Daryl claiming they were not-DNA-proven children, and Venisha died in 2018.

216. The Court overlooked or misapprehended that in a 2015 Order, filed in 2018, the Circuit Court found James B. to be a child of James Brown because the SA/ST who was defending Brown's Estate/2000 Trust in the James B. claims failed to present evidence of James Brown's vasectomy from the 1980s, even though Levenson had the vasectomy records.

217. The Court overlooked or misapprehended that the value of the contribution of Tommie Rae and the 5 Levenson clients to the James Brown Legacy Trust (Settlement) was both minimal and speculative in 2008; Roger Miller leaves the valuation of individual Termination Rights to lawyers, who must evaluate the chances of success, other heirs, etc., and Pope valued the Termination Rights of Tommie Rae and the Levenson clients at less than 5% of the total, worldwide copyright value as of Brown' death, and there is no evidence that the Legacy Trust, which has owned these proceeds since 2008 has ever valued them.

218. The Court overlooked or misapprehended that while the Settling Parties

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confirmed to the Circuit Court in 2008 that they had put their Termination Rights proceeds in the Legacy Trust, in 2016 Tommie Rae testified that she had been paid $1 million for the "sale" of three songs, which did not go into the Legacy Trust, and the same is true for about $70,000 each paid to Deanna, Yamma and Venisha.

219. The Court overlooked or misapprehended that the ownership and voting control of the Legacy Trust (Settlement) after Terry Brown joined the AG's settlement in January 2009 was:

VOTING CONTROL: AG & Tommie Rae, 75% (50/25)
(Others under 5%)

OWNERSHIP OF INCOME/ASSETS: AG's (New) Charity 47.5%
Tommie Rae 23 /%
Others: Under 5% each

220. The Court overlooked or misapprehended that The AG's Settlement of August 10, 2008 provided for the replacement of Buchanan and Pope with a Trustee selected by the AG and Settling Parties

221. The Court overlooked or misapprehended that On August 12, 2008 Tommie Rae and the AG announced the settlement and directed Buchanan and Pope to "stand down" and stop administering the estate because a settlement had been reached.

222. The Court overlooked or misapprehended that the record shows that immediately after August 12, 2008, with knowledge that the AG's settlement (if properly disclosed to the IRS) generated millions of dollars of estate taxes, Buchanan and Pope urged the AG and Settling Parties to have their accountant prepare the estate tax return in draft for their review, but the AG and settling parties declined, saying they had no accountant.

223. The Court overlooked or misapprehended that William Sellars, CPA, who had been appointed by the Court in 2007 before Buchanan and Pope became PR/Trustees, agreed to complete the Estate Tax Return, which was filed September 24, 2008, but advised the Court that since Bauknight, a CPA and his former Partner, was involved, he would resign after the September 2008 filing of the Estate Tax Return.

224. The Court overlooked or misapprehended that in September 2008 the AG asked that Buchanan and Pope join the AG in a Probate Court suit to get rid of Cannon and Dallas, but that they declined because of jurisdictional issues because they were defending attempts by Cannon and Dallas in the Court of Appeals to void their resignations as Trustees of the 2000 Trust.

225. The Court overlooked or misapprehended that in September 2008 the AG filed suit to terminate the appointments of Dallas and Cannon, duplicating what the

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Estate/2000 Trust was doing in the Appellate Court; mentioning the AG's 2008 Settlement, but not asking for approval; and not naming Buchanan and Pope as parties.

226. The Court overlooked or misapprehended that Buchanan and Pope moved to intervene and, within the 30-day period the AG amended his Petition in the Case which would become *Wilson v. Dallas*; adding other Settling Parties as Plaintiffs; and seeking, in addition to Cannon and Dallas, to remove Buchanan and Pope; and setting out some, but not all, of the allegations that would be made nearly 2 years later in Richland 4900.

227. The Court overlooked or misapprehended that by November 25, 2008 the AG had revealed the details of the settlement, which was not complete; were asking the Court to put the "independent" CPA Bauknight in full control of the operation of James Brown's assets pending approval of the settlement; and failed to disclose to the Court that Bauknight was already trustee of the Legacy Trust and holding the Termination Rights proceeds of Tommie Rae and the 5 Levenson Will/Trust contestants.

228. The Court overlooked or misapprehended that the Circuit Court announced in November 2008 that it would appoint Bauknight as SA, but did not indicate whether the appointment would put him in full control, as requested by the AG, and this uncertainty affected Buchanan's and Pope's ability to deal with royalty clearances until the SA appointment Order was issued January 2009, appointing Bauknight for the limited purpose of reviewing and recommending the AG's Settlement, and ruled that Buchanan and Pope would remain in control of the assets..

229. The Court overlooked or misapprehended that Bauknight was invited to look at the estate tax return in January 2009 immediately after his appointment, but refused, and was told about all of the income and estate tax issues, but there is no evidence that he filed a single tax return – including no amended returns relating back to Brown's death – to reflect that in May 2009 settlement shifted between $ 1.5 million and $3 million of income a year from being "paid or permanently set aside" for the "I Feel Good" Charity to being taxable income because it was going to Tommie Rae and the former Levenson clients.

230. The Court overlooked or misapprehended that Bauknight used his wife and partner Beth Bauknight, as CPA, and they failed to file the proper income tax returns and amended income tax returns, and, in addition, hired expert Mark Hobbs, CPA in 2010 and never told Hobbs of the failure to file these returns; never showed the Will and 2000 Trust to Hobbs; and never picked up the Sellars file, leaving Hobbs with the impression that Sellars had done only payrolls matters, rather than comprehensive service.

231. The Court overlooked or misapprehended that despite great uncertainty about their authority to act, Buchanan and Pope continued to stabilize the clearances; that they brought in $7.83 million of royalties during their 8-month service; and the TIAA debt was properly service at nearly 8% and reduced from about $15 million at Brown's death

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to $11.3 million, prior to application of the escrow account, on May 26, 2009 when, according to their final accounting, Buchanan and Pope delivered $99 million of assets to Bauknight.

232. The Court overlooked or misapprehended that despite the AG's announced intention to take over the operation of the James Brown assets in August 2008, that fall Buchanan and Pope were able to proceed with the claims cases, and resolved $35 million of claims in favor of the Estate/2000 Trust, and, in addition, before being replaced on May 26, 2009, they had the $5 million Cannon claim, the $5 million Dallas claim and the $5 million Bradley claim, all of which were baseless, in position for summary judgment.

233. The Court overlooked or misapprehended that Bauknight did not resolve the baseless Bradley claim until after his death, the Cannon claim until 2016, and allowed Dallas, after the passage of the statute of limitations, to change his $5 million claim from a PR/Trustee commission to a contract claim, which is still pending, and that the 2010 naming of Cannon and Dallas as witnesses in Richland 4900, with the modification of the Dallas claim, damaged Brown's Estate and 2000 trust.

234. The Court overlooked or misapprehended that at the September 9, 2009 hearing, the following was stated by Tommie Rae and the AG, through counsel:

> [p: 29 Counsel for Tommie Rae]
> WE'RE UNANIMOUS AS MR. WILKINS POINTED OUT ON THIS ISSUE, WE DO NOT WANT THEM [Buchanan and Pope] TO BE FIDUCIARIES AND IF THEY PREVAIL – IF THEY WIN ON APPEAL AND THEN WE GO BACK AND TRY THOSE WILL AND TRUST CONTESTS ... AND THEY WIN THOSE , THEN EVERYTHING GOES TO CHARITY WHICH YOU BELIEVE .ACCORDING TO YOU ORDER AND WE BELIEVE.. THE ATTORNEY GENERAL HAS THE AUTHORITY TO REPRESENT THE CHARITIES IN THAT CASE.
> THE ATTORNEY GENERAL DOESN'T WANT THEM. EVEN IF THEY WIN ALL THE WAY OUT, THE ATTORNEY GENERAL WOULD BE THE LAST PERSON STANDING AND THE ATTORNEY GENERAL'S OFFICE DOES NOT WANT THEM AS FIDUCIARIES.
> P. 33
> MR. NICHOLSON: YOUR HONOR, JASON NICHOLSON ON BEHALF OF THE ATTORNEY GENEERAL'S OFFICE... I WON'T PLOW THE SAME GROUND AS MR. WILKINS AND MR. MEDLIN...[P.38]..SO, LIKE I SAID, I DON'T WANT TO PLOW THE SAME GROUND.. BUT WE DO INCORPORATE THEIR ARGUMENTS.

The Circuit Court Overlooked Material Rebuttal Testimony of Governor McMaster, AG Alan Wilson, Solicitor General Robert Cook and Other AG Staff

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235. The Court overlooked or misapprehended that the testimony by deposition of Governor McMaster, AG Alan Wilson, Solicitor General Cook, Former Chief Deputy John McIntosh, Sr. Assistant AG Creighton Waters, AG Jones, AG auditor Sandra Matthews, and Asst. AG, with documents from those depositions, along with other depositions, were submitted to rebut the claims of Bauknight that he and Peter Afterman had benefitted James Brown's Estate/2000 Trust during and after his 4-year void appointment as PR/Trustee, and while he was serving the Legacy Trust.

236. The Court overlooked or misapprehended that the testimony was presented in conformity with the Court's ruling that witnesses from the Columbia area, including the AGs staff, could testify by deposition without prejudice to their right to appear if they elected, but no AG staff elected to appear.

237. The Court overlooked or misapprehended that, although their testimony will be referenced in later sections, a brief indication of the material statements of some follows:

Governor McMaster – knows that James Brown's image and likeness is of great value; met Brown; and is a fan of his music, but does not have, and never had, personal knowledge of the James Brown litigation; knows nothing about the James Brown Legacy Trust; never oversaw any action taken by AG Jones or other staff; and emphatically denied having authorized the law firm of Kenneth Wingate, Esq. (Wingate) to sue Buchanan and Pope in the name of the State/AG or authorizing Bauknight to sue in Richland 4900 "on behalf of the Attorney General of South Carolina. Learned that he was a Richland 4900 Plaintiff after leaving office in January 2011 and called the Office of AG Wilson to inquire. He was given some explanation by a person he does not recall, but took no further action. Relying on AG Jones, the Governor still believes that the Supreme Court was incorrect in *Wilson v. Dallas*, but knows nothing about Termination Rights; the justification for the 2008 settlement; or the amounts involved.

Attorney General Alan Wilson – Authorized the continuation of Richland 4900 when he took office on January 11, 2011 for the purpose of maintaining the "status quo;" but was not told at the time that Buchanan and Pope were asking the Court of Appeals to review the constitutionality of Wingate, as a private law firm, to be sole counsel for the State/AG, as well as Tommie Rae and others nonresidents; knows nothing about the operation of the James Brown Estate/2000 Trust 9 years, or the operation of the Legacy Trust over which the AG's office has had effective control since 2008; does not recall anything about the meeting with Pope on March 6, 2013, in which she advised of the reduction in charitable scholarships and other tax problems caused by Bauknight's $79 million devaluation of Brown's assets, and proposed quiet solutions to the problems, but does not dispute her recollection of the meeting; does not recall his March 2013 call to her to tell her almost six years ago to say he was getting out of Richland 4900 had not been shown the deposition of Governor McMaster where he emphatically denied authorizing Richland 4900 to be

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brought by the State/AG.

Former Chief Deputy McIntosh - Does not recall 2 meetings with Pope in March 2013, including attendance of Adam Silvernail, Esq., at second; did not and could not authorize Richland 4900.

Solicitor General Robert Cook - has never seen a case like Richland 4900 in his long career; although his name appears on many pleadings, he had no actual involvement in James Brown matters until the Petitions for Rehearing after the First Wilson v. Dallas decision; recalls meeting on March 6, 2013 with Attorney General Wilson, Pope and her concerns related to the IRS filings by Bauknight which reduced annual charitable scholarships under the IRS's 5% Rule by millions of dollars; believed Pope to be competent and concerned about the "I Feel Good" Charity, not greedy and incompetent as some of the documents which contain his name indicate. Prepared Petition for Rehearing for AG in Wilson v Dallas, relying on AG Mary Frances Jowers.

Sr. Asst. AG Havird "Sonny" Jones - Testified he shared a "Common Interest" privilege with Tommie Rae and her lawyers from August 10, 2008 until May 8, 2013, and continues to have a "Common Interest" with Bauknight despite public announcement on May 29, 2013 of Levenson clients and Tommie Rae of intention to disregard *Wilson v. Dallas* and reienstate AG's 2008 settlement; has exercised 75% control of Legacy Trust with Tommie Rae since 2009.

Sr. Asst. AG Creighton Waters - Testified about 2011 Cannon Alford plea and AG's and Bauknight's not seeking either jail time or restitution, and no presentation of Victim's Statement, and subsequent actions.

Hearings on the AG's 2008 Plan to Give Half of the "I Feel Good" Trust's Assets and $3 - $4 Million Annual Income to Tommie Rae and 5 Levenson Clients

238. The Court overlooked or misapprehended that the Circuit Court Orders, testimony, and filings of Buchanan and Pope between August 12, 2008 and the May 26, 2009 Order (Settlement Order), with the transcript, give a complete picture of the effort of Buchanan, Pope, Expert Harley Ruff, Esquire, to urge the AG and the Court to consider that shifting $1.5 - $2 million of income a year, and half of the James Brown assets to Tommie Rae and 5 Levenson clients not only dismembered James Brown's estate plan, but severely damaged the plan they had begun in March 2008 with the heirs Order and in June with Smith to protect the "I Feel Good" Trust's 900 copyrights from dissipation by Termination Rights claims asserted by claimed heirs.

239. The Court overlooked or misapprehended that in his rebuttal testimony (deposition), AG Jones testified that he shared a "common interest" privilege with Tommie Rae, the Settling Parties and their counsel from August 10, 2008 until May 8, 2013, and today shares a "common interest" privilege with Russell Bauknight, Trustee of

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the Legacy Trust, and that at the settlement hearings AG Jones violated the State/AG's assumed duty of loyalty to the 2000 Trust.

240. The Court overlooked or misapprehended that the testimony of Governor McMaster confirms that he knew nothing of the assurances made to the Circuit Court that, as AG, he would personally see to the proper management of the Legacy Trust, and he did not provide oversight of any kind from 2008 until January 11, 2011.

241. The Court overlooked or misapprehended that the Settlement Hearings which took place over 7 days were brought under the Summons and Complaint of AG McMaster and others, which later became *Wilson v. Dallas,* and that it was the burden of the AG and other Plaintiffs – not Buchanan and Pope – to demonstrate to the Court that the binding settlement agreement they had entered into qualified for approval under the facts and applicable law.

242. The Court overlooked or misapprehended that the day before the hearing Levenson called Buchanan and threatened him with Rule 11 sanctions and other problems if Buchanan and Pope did not go along with the AG's settlement.

243. The Court overlooked or misapprehended that the AG and Plaintiffs called Russell Bauknight as their first witness, and that he approved the settlement, including an agreement reached that morning to give Terry Brown a 10-year right of first refusal (ROFR).

244. The Court overlooked or misapprehended that Bauknight did not disclose that he was already holding the Termination Rights proceeds of Tommie Rae and the now-former Levenson clients in the Legacy Trust as its Trustee, and was presented as an "independent" reviewer of the settlement.

245. The Court overlooked or misapprehended that Bauknight, a CPA, had not looked at the income or estate tax returns; did not know Brown had brought in more than $8 million a year for at least 4 years before his death; did not know the value of Brown's assets, although he had "heard" $80 million; knew nothing about the music business, sampling revenues; Copyrights, Right of Publicity; or Termination Rights; knew nothing about James Brown's wishes as stated in two successive estate plan; knew nothing about the strength of the claims of Tommie Rae and the Levenson clients; but, nevertheless, recommended that the "I Feel Good" Trust be dismembered: 52½% of its $3 - $4 Million of income each year and 52 ½% of its assets be given to Tommie Rae and the 6 Will/Trust contestants; 47 ½% be given to a (New) Charity to be created by the AG; and that the AG, Tommie Rae and the 6 put their assets into the Legacy Trust (Settlement Entity) to be controlled *de facto* 75% by Tommie Rae and AG Jones

246. The Court overlooked or misapprehended that Plaintiff AG and the other Plaintiffs then called Pope, who had extensive knowledge regarding private foundations, fiduciary income tax issues, estate planning, heirs litigation and other relevant areas, and

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was qualified without objection by anyone as an expert.

247. The Court overlooked or misapprehended that Pope and Harley Ruff, Esq., both testified to the serious excise tax and estate tax problems to be caused by the AG's settlement, and presented pie charts to show the tax consequences, but that nobody addressed the massive income tax problem which would be caused if Brown's Music empire were worth only $4.7 million and the entire Estate and 2000 Trust were only $6.5 million because such a calculation would have been considered nonsensical at the time based on more than 100 representations in the record by counsel for Tommie Rae, and others, and because the Estate Tax Return had been fully explored in 2 days of Federal Court hearing in November and not a whisper of suggestion of the massive $79 million value was suggested.

248. The Court overlooked or misapprehended that Ruff was specifically engaged by Buchanan and Pope, who did not think it appropriate to spend funds to bring exempt organization counsel Alan Rothschild, and asked to review the tax consequences from a neutral point of view, not as an adversary of the settlement, which he did.

249. The Court overlooked or misapprehended that at some point, Buchanan and Pope did become aware of a July 2008 meeting in which Dr. Cox had stated to AG Jones and counsel for Tommie Rae that Brown's assets were worth only $65 million at death, but the Cox investors, in early 2009, were showing interest in a "Right of First Offer" which was stopped by Tommie Rae.

250. The Court overlooked or misapprehended that at some time after Terry Brown got the ROFR on January 30, 2009, Buchanan and Pope did hear rumors that Terry was considering a devaluation of the assets, and that was reported to the AG.

251. The Court overlooked or misapprehended that the Settling Parties did not present a Copyright Expert and AG Jones stated that he was the first to admit that he knew nothing about Termination Rights, and the only evidence presented by the AG and other Plaintiffs was an article about the Superman Case.

252. The Court overlooked or misapprehended that Pope vigorously studied about Termination Rights during the settlement hearings, but could only give the opinion that it was unwise to "stipulate" that a person was a spouse, or any other heir; that the AG's settlement was clearly leaving out heirs who had already been DNA-proven; and that completing the proper heirs determination was appropriate.

253. The Court overlooked or misapprehended that Buchanan and Pope urged the parties to take a short time to complete the heirs determination, then have a settlement, and Buchanan testified that the Agreement, as then-drafted had a number of problems, and that settlement is best after the parties have had a fair opportunity to evaluate the strength of the competing claims, which had not happened.

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254. The Court overlooked or misapprehended that the AG and Settling Parties either did not understand, or withheld from the Court, certain material facts about Termination Rights including: The Court overlooked or misapprehended that

f. A stipulation that they would not hurt 3 DNA-proven children by the Settlement.
[Incorrect, because stipulating Tommie Rae was the spouse threatened to cut their Termination Rights in half]

g. Termination Rights apply only to U.S. Copyright royalties, which are only about half of the $3 - $4 million annual James Brown royalties.
[This meant $1.4 - $2 million of the annual royalties would never be Subject to dissipation by Termination Rights election.]

255. The Court overlooked or misapprehended that the AG and other Plaintiffs were invited by the Court to present a tax expert to refute Pope and Ruff, but they declined, electing to pass up resumes of 5 tax lawyers who were advising them.

256. The Court overlooked or misapprehended that in April 2009 Bauknight confirmed to the Court that if appointed PR/Trustee under Brown's Will/2000 Trust he would be loyal to the Legacy Trust.

257. The Court overlooked or misapprehended that Baunight also claimed in April 2009 that he had gained expertise in Termination Rights but did not change his position.

258. The Court overlooked or misapprehended that as the hearings proceeded from January to May 2009, Buchanan and Pope urged the AG and Settling Parties to enter into a Publicity Rights contract with GreenLight which resulted from a settlement conference with Martin Cribb a high-profile promoter of deceased celebrities, under a 2-year Publicity Rights contract approved by Gonzalez and recommended by Brown's Chicago entertainment lawyer of 10 years or more, Jay Ross, Esq., but they declined.

259. The Court overlooked or misapprehended that although the GreenLight Publicity Rights contract was projected to bring in $1 - $2 million a year, on May 19, 2009 Tommie Rae filed a motion stating her rights under the settlement could be "destroyed"; the AG and Tommie Rae rejected the settlement, as did their Trustee, Bauknight.

260. The Court overlooked or misapprehended that Bauknight gave no reasonable excuse for rejecting the $1 - $2 million a year contract; Peter Afterman presented no Publicity Rights contracts between May 2009 and May 2011; and he even valued the Publicity Rights at zero, or near zero for Bauknight's IRS filings.

261. The Court overlooked or misapprehended that the Circuit Court, assured both by Bauknight, and by the AG, through AG Jones that giving away $1.5 - $2 million a year

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in income and half of the assets of the "I Feel Good" Charity, in exchange for half of the Termination Rights of some of the claimed heirs that only apply to half of the copyrights and will not even come into play until 2012, approved the settlement on May 26, 2009.

262. The Court overlooked or misapprehended that the recitations in the May 26, 2009 Settlement Order make clear that the Circuit Court was misinformed about Termination Rights, and that AG Jones had a view of the role of the AG which was greater than allowed by statute.

263. The Court overlooked or misapprehended that the Circuit Court specifically held that it did not hear the portion of the AG's and Plaintiffs' complaint seeking the removal of Buchanan and Pope, and that they were removed in accordance with the contract of the AG and Settling parties.

264. The Court overlooked or misapprehended that during the settlement hearings Buchanan and Pope served an Offer of Judgment that would have given about 15 percent of the Estate and 2000 Trust to the acknowledged children and James B; would have left their Termination Rights intact for future negotiations; would have given Tommie Rae over 5% of the Estate/2000 Trust, but no separate Termination Rights; and would have immediately begun the flow of education benefits to the 7 grandchildren.

265. The Court overlooked or misapprehended that the offer made by Buchanan and Pope, if accepted, would have prevented the waste of tens of millions of dollars of litigation costs over 10 years (and future costs), of which the Settling Parties would have had about 15%, which is more than the settlement reached by any of the parties to date.

266. The Court overlooked or misapprehended that the Buchanan/Pope settlement proposal was rejected, and a proposal in March 2010 to give the AG and Settling Parties everything they got in the settlement agreement if the minors had GALs and the Appellate Court approved the substitution of the AG's Judgment for theirs in a non-adversarial presentation was ignored.

267. The Court overlooked or misapprehended that within a week of May 26, 2009 Tommie Rae and the AG, through AG Jones, had assumed 75% control of the James Brown music empire; Levenson had moved into the sidelines; and the AG's appointee, Bauknight, had hired a dozen lawyers on a "deferred pay" basis to carry into effect the James Brown Legacy Trust; Buchanan and Pope had met with Bauknight and his tax lawyer and delivered the urgent tax and related files.

268. The Court overlooked or misapprehended that within another week or so, by Mid-June the GreenLight 2-year contract had been rejected, causing a loss of at least $1 million a year for two years; Few and Gilreath had been directed to have no confidential conversations with Buchanan and Pope, who had uncovered the $17 million takings; and Buchanan and Pope had offered, because of the numerous inquiries, to meet once a week with the Legacy Trust's lawyers to help in any way they could with the transition.

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269. The Court overlooked or misapprehended that within the month Buchanan and Pope had transferred $99 million dollars of assets to Bauknight; had fully accounted for the $7.83 million which had come in during the 18-month period; delivered all financial records, including the full TIAA copyright files; and Bauknight had signed a 95-page Custody Receipt showing that on or before June 22, 2009 he had received 145 boxes, and the Custody Receipt gave Bauknight detailed information about all pending litigation and all assets and activities of the Estate and 2000 Trust, and complete financial information, including the status of the action to get the PG and GT files

270. The Court overlooked or misapprehended that Plaintiff is qualified now, as a Termination Rights expert, to evaluate the numbers in the AG's settlement, which Roger Miller does not have, and confirm that the AG's 2008 settlement had dismembered not only Brown's estate plan, but the copyrights.

271. The Court overlooked or misapprehended that the case of *Brown-Thomas vs. Hynie*, Dist. Ct. 1:18-cv-02191-JMC demonstrates the problems caused and millions wasted by the AG's and Bauknight's failure to complete a proper heirs determination, which is the first step in the protection of the copyrights, as the Plaintiffs now include those excluded from the AG's 2008 Settlement, and Defendant Bauknight admits in that suit that tens of millions of dollars have been spent

The Joint Claim and Supporting Affidavits of Buchanan and Pope

272. The Court overlooked or misapprehended that on March 3, 2009, during the Settlement hearings, James B. served Buchanan and Pope with a Petition for Review of Compensation, and Buchanan and Pope responded.

273. The Court overlooked or misapprehended that immediately after the Settlement Order Tommie Rae, who had known in near-real-time everything Buchanan and Pope had done, sought discovery as to their fees, but Buchanan and Pope needed to turn their attention to what *pro bono publico* lead Appellate Counsel James B. Richardson, Esq, described as the most complicated appeal of his distinguished career.

274. The Court overlooked or misapprehended that in July 2009 Buchanan and Pope filed a timely Creditor's Claim against the Estate and 2000 Trust seeking both payment of the amount due them under the contract and a future discretionary commission, as well as future attorneys' fees and costs for the conduct of the appeal which became *Wilson v. Dallas.*

275. The Court overlooked or misapprehended that Buchanan's approximately $0.5 million in contract fees and additional $1.6 million, or a total of $2.1 million for 5 years of service was reasonable for Buchanan, as was Pope's $1.47 million due under the contract, and additional approximately $1.4 million discretionary request.

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276. The Court overlooked or misapprehended that the full court-approved SA fees, costs and partial PR/Trustee commission under the contract which Buchanan was paid before May 26, 2009 was proper, as was Pope's partial SA commission.

277. The Court overlooked or misapprehended that Buchanan's total $2.1 million commission request for the 5+ year of his service under these extraordinary circumstances was proper and the settlement he reached in 2012 was based on hardship, and, as the Court found in October 2012, does not diminish the fine quality of his extraordinary service.

278. The Court overlooked or misapprehended that Pope's $2.8 million commission for all of her years of service – not 18 months – was a reasonable request when $1.47 was already due under her court-approve contract.

279. The Court overlooked or misapprehended that Buchanan and Pope timely asked in June 2009 that the Court award the already due amounts under their Court-approved agreement with Defendants, which was a first priority expense, from the first monies to come in, and that the remainder be paid later, and that the consideration was delayed by Defendants' securing an order preventing any payment, then filing Richland 4900 and telling the Richland County Court that all matters in Aiken County were concluded.

280. The Court overlooked or misapprehended that at all times Plaintiff has desired to settle this matter, which should have been handled pursuant to the Wilson v. Dallas remand directions.

281. The Court overlooked that the more than 18 Orders in which this Court approved the actions of Buchanan and Plaintiff, with the participation of the AG and all Interested Parties, cannot 9 years later be discarded by testimony of non-lawyer experts who had no participation in the hearing.

282. The Court overlooked or misapprehended that the combined legal fee and PR/Trustee fees request of Buchanan and Plaintiff for their 5+ years of service are extraordinarily modest by comparison to the $1.4 million paid to the post-*Wilson v. Dallas* SA/ST and the $700,000 GAL/attorney fee award to James B., who has a maximum 1/20 interest on Brown's Estate which he valued at $5 million.

Overlooked Facts During Bauknight's 4-Year Void PR/Trustee Appointment (May 2008 – May 2013)

283. The Court overlooked or misapprehended that for the four-year period during Bauknight's void appointment as PR/Trustee from May 2009 until May 2013, both Tiffany Provence, Esq., and Plaintiff, experts in the area, testified that the person(s) who benefitted the Estate/2000 Trust should be paid, and only Buchanan and Pope did so.

284. The Court overlooked or misapprehended that the AG, through AG Jones, and

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Bauknight both continuously breached their fiduciary duty to the Estate/2000 Trust by engaging more than a dozen lawyers and experts to help dismember the 2000 Trust in favor of the Legacy Trust, and that – at a minimum --- Bauknight had a duty to be impartial as between the 2000 Trust and the Legacy Trust but failed to do so.

285. The Court overlooked or misapprehended that Governor McMaster, in his sworn rebuttal testimony, emphatically confirmed Pope's testimony that Richland 4900 was improper because as AG he never authorized the firm of Kenneth Wingate, Esq., to bring Richland 4900 in the name of the State/Attorney General; never authorized Bauknight to bring Richland 4900 "on behalf of the Attorney General"; never knew anything about the AG's Legacy Trust or its beneficiaries; and did not even know he was a named Plaintiff in Richland 4900 until after he left office in January 2011.

286. The Court overlooked or misapprehended that the sworn deposition testimony of Pope, AG Alan Wilson and Solicitor General Cook confirms that in March 2013 Pope and counsel provided competent evidence of the serious breaches of fiduciary duty of Bauknight and AG Jones, including the damage done to needy students by the $79 million devaluation, which reduced the annual required payments to needy students by $3 million or more a year; that Solicitor General Cook recalls that Pope was concerned with protecting the "I Feel Good" Trust, and not "greedy" as claimed by Bauknight, but the AG has since declined to curb the announced intention of Tommie Rae and the Levenson client , with the collusion of AG Jones, to give Tommie Rae $750,000 or more a year and a quarter of Brown's assets, and the same to the Levenson Will/Trust contestants.

287. The Court overlooked or misapprehended that from 2011 until 2015 the AG's office and Bauknight coordinated to interfere with both FOIA and discovery to prevent the release of several documents which, had they been timely released, would have made short work of Richland 4900 and the AG's attempts to give $2 million a year and half of the "I Feel Good" Trust's asset to Tommie Rae and the Levenson clients, namely:

a. The Wingate Litigation Retention Agreement, which confirms AG McMaster's testimony that he did not authorize SWB to bring Richland 4900 In the name of the State/AG, and did not authorize Bauknight to act "on behalf of" the AG, and which was released by a federal judge in the fall of 2013;

b. The handwritten admissions of Tommie Rae that she was married, living with her husband; and possibly pregnant before falsifying a marriage certificate and conducting a ceremony with Brown, and that she begged Brown to marry her when he learned of the marriage, but he refused;

c. The claimed $4.7 million valuation, which has been kept under lock and key while being used to lodge a false felony claim against Buchanan and Pope;

288. The Court overlooked or misapprehended that by 2011 Pope had become an expert in the Interplay of Termination Rights under Sections 203 and 304 of the

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U.S.Copyright Act, probate law and the protection of charities owning copyrights, which, according to IP expert Wallace Lightsey, Esq., and Pope, is interdisciplinary and draws as much from State probate law as from entertainment law, and that none of Brad Sharp, Jonas Herbsman,Esq.,; Tiffany Provence,Esq.; Mark Hobbs, Esq.; Bauknight;, AG Jones; AG Jowers; Afterman, Miller or any member of the AG's office had or has such expertise.

289. The Court overlooked or misapprehended that Wm Jeffrey Smith is qualified as an expert in the area of Termination Rights by virtue of his training at Georgetown Law Center, his work as an examiner at the U.S. Patent and Copyright Office, his lifelong interest in all genres of music, including having been a Deejay at Clemson and having attended Woodstock, and based on his 2011 co-authorship of *Private Foundations,Copyright Heirs and Musical Millionaires: why the James Brown "I Feel Good" Trust doesn't...*

290. The Court overlooked or misapprehended that after Tommie Rae sued Buchanan and Pope in 2010, in 2012 Pope asked the Aiken Circuit Court to void the two gag orders issued in 2008 preventing disclosure of Tommie Rae's handwritten admission about her bigamous marriage, and both Bauknight's and Tommie Rae's lawyers attacked the filings, claiming they were "works of fiction" and even tried to prevent a hearing.

291. The Court overlooked or misapprehended that in 2010 Bauknight, Tommie Rae and the AG, with others, named Cannon, Dallas, Katz and Copsidas as witnesses against Buchanan and Pope, and later allowed Dallas to change the nature of his $5 million claim from PR/Trustee commission to contract after the statute of limitations, a breach of duty, even though 4 of the 5 were being sued by Defendants; Copsidas was part of the coalition wanting a "fire sale' of the James Brown assets to get $15 million; and Few and Gilreath, for the Estate/2000 Trust had targeted Copsidas and Katz with respect to the "October 18 Letter" under which they were claiming exorbitant fees.

292. The Court overlooked or misapprehended that the rebuttal deposition testimony of Solicitor General Cook, Governor McMaster and AG Wilson, with the Pope testimony, confirms that Solicitor General Cook has never seen a case like Richland 4900; that it is unprecedented for a private law firm to be pursuing the interest of Tommie Rae and other nonresidents in the name of the State/AG with Bauknight claiming to act "on behalf of" the State/AG with no participation or control by the AG, and with no written contract for the 23% - 40% contingency.

293. The Court overlooked or misapprehended that the rebuttal depositions of Solicitor General Cooke and Governor McMaster confirm Pope's testimony that it was reckless and unnecessary for AG Jones and Bauknight, claiming to speak on behalf of the State/AG, to falsely accuse Buchanan and Pope of the federal felony of overstating the value of James Brown's assets on the federal estate tax return for the improper purpose of securing a large commission, especially where Bauknight claims that nobody but he, Afterman and 3 lawyers he engaged for the AG's Legacy Trust have seen the claimed

valuation, and nobody in the AG's office looked at it.

294. The Court overlooked or misapprehended that in 2011, after a meeting in the office of AG Jones, Cannon, who had stolen $17 million and uttered a 2008 forgery to cover it up, was allowed to plead guilty to only a small part of the charges, and neither restitution nor jail time was sought.

295. The Court overlooked or misapprehended that Ellison Thomas served as the State's criminal expert in the Cannon plea case; and gave Cannon credit for 5% of everything he stole as salary; failed to include the $5 million "check to nobody' Cannon stole in 1999; and concluded that Cannon had only stolen $7 million – instead of the correct $17 million.

296. The Court overlooked or misapprehended that Bauknight sought neither jail time nor restitution from Cannon until family members complained, and did not even file a victim's Statement for the $17 million Cannon had taken from needy students..

297. The Court overlooked or misapprehended that in September 2010 the Afterman $4.7 million appraisal arrived and Bauknight, Tommie Rae and AG Jones, without the knowledge of Solicitor General Cook, agreed to withhold it from the Supreme Court until after the final briefs were filed, "a time of our choosing," and that the appraisal was withheld from the Supreme Court for eight months, until the following May, 2011.

298. The Court overlooked or misapprehended that the appraisal was treated by the AG, Bauknight and Tommie Rae as not yet received in both their initial brief and a request to supplement the ROA before May 2011.

299. The Court overlooked or misapprehended that Solicitor General Cook was not informed of AG Jones' participation in withholding material from the Supreme Court for that period of time, and testified in rebuttal that it is always best to notify the Appellate Court as soon as reasonable about new material.

300. The Court overlooked or misapprehended that in January 2011 the IRS issued a closing letter to Bauknight, not catching the overstatement of the TIAA debt by about $3 million undisclosed within the $4.7 million valuation, along with the zero value of Brown's image and likeness; the zero value of Brown's Rolls Royce and 10,000 items of tangible personal property, and the zero value of his $17 million claim against Cannon, GT and others.

301. The Court overlooked or misapprehended that there is no evidence within the filings to indicate that Bauknight ever notified the IRS that 50% of Brown's assets were going to the AG's (New) Charity, and not to the "I Feel Good" Charity, and further, that $2 million of the $2.8 million charitable deduction Brown claimed as going to the AG's (New) Charity was actually going to grandchildren, and did not qualify for a charitable deduction.

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302. The Court overlooked or misapprehended that these matters were of no concern to Buchanan and Pope but for the fact in 2010 the AG and Bauknight "on behalf of the AG" has sued them for tens of millions of dollars claiming they should have accepted the $100 million offer, and that the James Brown assets were worth much less in 2010, and by 2011 was claiming to the Supreme Court that the assets were worth $4.7 million; there were never any offers; and Buchanan and Pope had committed the federal felony of overstating the value by $79 million to get a $5 million commission from a $5 million estate and $6.5 total assets.

303. The Court overlooked or misapprehended that while a fiduciary may expect false claims from disgruntled claimed heirs and devisees, Solicitor General Cook and Governor McMaster both confirm Pope's position that the name and mighty power of the State attached to such accusations, especially when the State official has not even reviewed the claimed valuation, are career-threatening because of the high credibility of the office.

304. The Court overlooked or misapprehended that during 2011, including in oral argument before the Supreme Court, in *Wilson v. Dallas* neither the AG nor Bauknight reported to the Supreme Court that Termination Rights will never affect Brown's non-U.S. royalties, about half of his $3 - $4 million income, and have no effect on Brown's image and persona, claims against GT and others, and other assets, and made misleading and incorrect representations to the Court about Termination Rights.

305. The Court overlooked or misapprehended that in May 2012 the Circuit Court conducted a hearing on the Tommie Rae gag order, but ruled that he lacked jurisdiction to address it because of the pending appeal in *Wilson v. Dallas.*

306. The Court overlooked or misapprehended that in 2012, with substantial hardship from years of dedicated service under Brown's Will and Trust, Buchanan had advised Pope that he needed the $500,000 he had earned under the contract by May 26, 2009 more than he would ever need a $2.1 million full commission which he had request at the conclusion of their service, and Pope fully supported his decision.

307. The Court overlooked or misapprehended that when the AG, Tommie Rae and Bauknight moved to enforce a settlement with Buchanan in May 2012, Pope opposed certain terms, asserting that it was improper for the AG to require Buchanan not to file a Petition for Rehearing in *Wilson v. Dallas,* if needed, and the motion for Buchanan's re-entry into Richland 4900 was pending in 2018 when Judge Early granted final summary judgment in that case before hearing the Buchanan motion.

308. The Court overlooked or misapprehended that in a deposition given in Federal District Court Case no. 3:08-cv-00014-WOB on August 20, 2013 Mr. Bauknight lodged vitriolic attacks on Plaintiff, defended the AG's settlement voided by *Wilson v. Dallas;* and even asserted that Forlando Brown, who now owns the interest of Terry Brown in the

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Legacy Trust, had done nothing wrong in his 4-year Federal Court attempt to reinstate felon David Cannon and his Co-Trustee Albert Dallas as trustee of Brown's 2000 Trust.

309. The Court overlooked or misapprehended that at the same deposition Bauknight claimed the transfer from Terry Brown to Forlando did not happen, although AG Jones had confirmed to the Settling Parties in January 2011 that it did; and revealed that Peter Afterman was the music industry "expert" who provided information to PBW on the claimed $4.7 million at-death valuation of James Brown's music empire.

310. The Court overlooked or misapprehended that Bauknight, through counsel, told the Supreme Court in 2011 that the $4.7 million value was correct; that James Brown's estate and 2000 Trust had no corpus to speak of; that Termination Rights were all this estate is about; and that Tommie Rae and her son controlled the Termination Rights and her elective share claim was a "slamdunk"; and represented to the Supreme Court that if Tommie Rae were not found to be Brown's wife, then the Levenson settling parties would get all of the Termination Rights.

311. The Court overlooked or misapprehended that the zeal of Bauknight and Afterman to assure that Tommie Rae is determined to be Brown's spouse has caused the waste of millions of dollars, and Bauknight had a duty to advise his counsel that Termination Right will never apply to Brown's Non-U.S. Royalties.

312. The Court overlooked or misapprehended that Bauknight, with knowledge that it was incorrect, allowed counsel he hired for the Legacy Trust, but paid for from the Estate/2000 Trust, to suggest to the Court that Termination Rights were automatic; that in 2012 Brown's "I Feel Good" Trust would automatically lose its royalties to "Please, Please, Please" and that by 2023 the "I Feel Good" Trust would have almost nothing if the AG's settlement giving $1.5 - $2 million a year and more than half the assets to Tommie Rae, Terry and the Levenson clients were not upheld.

313. The Court overlooked or misapprehended that Bauknight had known nothing about Termination Rights, the value of James Brown's assets, or James Brown's wishes when he recommended that Judge Early approve the AG's settlement deal in January 2009, but had re-appeared later in the settlement hearing asking the Court to allow him to testify about what he knew about Termination Rights.

314. The Court overlooked or misapprehended that Bauknight knew in 2011, or should have known, that Termination Rights apply only to U.S. Copyright, which make up only about half of James Brown's worldwide music royalties, so that $1.5 million - $2 million of the "I Feel Good" Trust's annual royalty stream will never be diminished by Terminations Rights, but Bauknight failed to tell his attorney, who failed to tell the Supreme Court, this important fact.

315. The Court overlooked or misapprehended that Bauknight, through counsel, told the Supreme Court that nobody was trying to buy the James Brown assets and that the

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Estate and 2000 Trust had no corpus to speak of, even though Defendants' expert Roger Miller testified that it was known in the industry that James Brown's 900-copyright catalog was "solid gold', and that "frothy" investors were seeking to purchase assets such as Brown's copyrights for 15 – 20 times revenues, as much as $80 million, or more, for the copyrights alone.

316. The Court overlooked or misapprehended that Bauknight, through counsel, also told the Supreme Court that a "closing letter" he got from the IRS was the result of an extensive audit, and that this IRS document proved that Buchanan and Pope were incorrect when they claimed that the AG's settlement would cause tax problems.

317. The Court overlooked or misapprehended that Bauknight withheld very valuable information from the Supreme Court that would not be known until after the first *Wilson v. Dallas* decision, namely that within the Afterman $4.7 million valuation of the music empire was an undisclosed claim that Brown's TIAA debt was $19 million when he died, a $3 million overstatement.

318. The Court overlooked or misapprehended that, in addition, to get the refund which Bauknight claimed proved that the AG's settlement saved taxes, Bauknight had claimed a $2.8 million charitable deduction for the funds which would pass to the AG's (New) Charity, which was a problem for two reasons: first, there is no evidence that the AG's (New) Charity even existed, and second – that the first $2 million going to the AG's (New) Charity, even if it existed, would probably have disqualified the AG's (New) Charity.

319. The Court overlooked or misapprehended that, in addition to the above problems, Bauknight, through counsel, failed to tell the Supreme Court that, under the Fractional Share formula of James Brown's 2000 Trust, devaluing James Brown's music empire from $84 million to just over $4.7 million shifted almost 1/3 of Brown's annual $3 - $4 million income and assets out of the "I Feel Good" Charity, depriving needy students of scholarships while trapping nearly $1 million a year of income a year in the 7 Grandchildren's Trust where it will be unnecessarily taxed at a high rate until slowly returning to the "I Feel Good" Charity as the 7 grandchildren reach age 35.

320. The Court overlooked or misapprehended that it is not known whether this shifting of about 31% out of the "I Feel Good" Charity into the 7 Grandchildren's Trust was reckless or intentional.

AG/Bauknight Damage to Copyrights by 5+-year Delay in Heirs Determination

321. The Court overlooked or misapprehended that a proper determination of heirs is required in any Will/Trust contest; whenever a pretermitted child makes a claim that might require payment, but the AG, through AG Jones, assumed the right to control the James Brown litigation without meeting this important SCPC requirement.

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322. The Court overlooked or misapprehended that, according both to Pope, IP lawyer Wallace Lightsey, Esq. and others, a proper determination of heirs is a critical first step for a charity to protect is copyrights from premature and/or defective attempts to exercise Termination Rights, and the AG, through AG Jones, and Bauknight breached their fiduciary duty to Brown's Estate and the James Brown's 2000 Trust by recklessly declaring heirs on August 10 2008; stopping the heirs determination from 2008 until May 2013; then entrusting the heirs determination to persons either with no understanding of the Copyright Act Termination Rights provisions or a commitment to reinstate the AG's arbitrary 2008 selection of heirs, or both.

323. The Court overlooked or misapprehended that Bauknight and AG Jones wasted millions of dollars James Brown gave his "I Feel Good" Charity and considerable taxpayer dollars in their effort to prevent disclosure, under FOIA or otherwise, of public materials that undermine the heir status of "heirs" the AG has determined to favor, including, for example, efforts to prevent disclosure of the handwritten admissions of Tommie Rae Hynie about her marriage.

324. The Court overlooked or misapprehended that the losses caused by the failure to properly determine heirs with simple procedures, such as requiring DNA testing of non-presumed heirs, and obtaining vasectomy records in possession of Levenson have resulted in large unnecessary losses, including a $700,000 legal/GAL award for the lawyer/GAL for James B., not a presumed heir, even though he refused paid-for $300 DNA testing

325. The Court overlooked or misapprehended that Bauknight's daily contact with a "music expert" who is both working for an employer who would like to control the James Brown catalog at the cheapest price and has helped two claimed heirs (James B. and Tommie Rae) siphon of more than $1 million, and has sought to gather others has wasted more than $2 million in payments to Peter Afterman and the 2 claimed heirs.

326. The Court overlooked or misapprehended that the AG/Bauknight's attempt, between 2008 and 2013, to shift between $7.5 million and $10 million of royalties, in addition to 52 ½% of the assets, from the "I Feel Good" Trust, although aborted by the decision in *Wilson v. Dallas*, was a breach of fiduciary duty.

327. The Court overlooked or misapprehended that Bauknight's support for Tommie Rae's attempt to reinstate the AG's 2008 settlement, giving nearly a quarter of the "I Feel Good" Trust income and assets to Tommie Rae has caused additional millions of damage because of the need to silence and discredit Pope and other with copyright expertise.

328. The Court overlooked or misapprehended that none of experts designated in By Defendants in 2016 in Aiken 1337, including Brad Sharp, Roger Miller, Mark Hobbs, Jonas Herbsman, Esq., Ellison Thomas, Nathan Crystal, Esq., or Tiffany Provence, Esq., had the adequate cross-disciplinary expertise or knowledge of the facts to address this failure of both the AG/Fiduciary and Bauknight to meet the standard of care required of

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fiduciaries..

The Court's Aid in Efforts of Defendants to Disregard *Wilson v. Dallas*

329. The Court overlooked or misapprehended that in March 2010 counsel for Tommie Rae threatened Buchanan with a suit by the AG if they did not drop the appeal which became *Wilson v. Dallas.*

330. The Court overlooked or misapprehended that Buchanan and Pope responded, offering to give the AG and Settling Parties the entire settlement if only the minors had a GAL and the Court of Appeals, in a non-adversarial presentation, allowed the AG to substituted his judgment for Buchanan and Pope in recommending the settlement, but the AG and Settling Parties refused to respond.

331. The Court overlooked or misapprehended that on May 19, 2010 the AG and Bauknight "on behalf of the AG" sued Buchanan and Pope for tens of millions of dollars for benefit of the Legacy Trust, but now-Governor McMaster testified under oath on rebuttal that he did not authorize Wingate to sue in name of State/AG, and did not authorize Bauknight to sue " on behalf of" AG, and only learn he is a Plaintiff after leaving office. Private Wingate firm is attorney for all Plaintiffs, including the AG, minors and respondents.

332. The Court overlooked or misapprehended that Solicitor General Robert Cook testified in rebuttal that he has never known a case like Richland 4900.

333. The Court overlooked or misapprehended that in January 2011 AG Wilson took office and authorized Richland 4900 to maintain the status quo, but knows nothing about suit and testified (rebuttal) that he doesn't know there was a challenge.

334. The Court overlooked or misapprehended that in 2011 Newberry County Court confers with Richland County Court and transfers FOIA case seeking Wingate contract to Richland County, consolidated with Richland 4900, making Richland 4900 even more unusual.

335. The Court overlooked or misapprehended that in 2012 Buchanan reached a settlement, and the AG required that he not file a Petition for Rehearing, if needed, in *Wilson v. Dallas*; and Pope objected to this condition.

336. The Court overlooked or misapprehended that in 2012 the Aiken Circuit Court declined to void 2008 gag orders preventing dissemination of Tommie Rae handwritten admissions about her first marriage.

337. The Court overlooked or misapprehended that in October 2012 minors and incarcerated Venisha were exempted from mediation in 4900 and from GALs.

338. The Court overlooked or misapprehended that on February 27, 2013 Supreme Court in first *Wilson v. Dallas* decision issued directive to AG to end Wingate Suit and FOIA "in the first instance."

339. The Court overlooked or misapprehended that after a visit from Pope to discuss the problems caused by the $4.7 million valuation, including the reduction of annual scholarships by more than $3 milion a year, AG Wilson notified the Supreme Court and Pope that he was getting out of Richland 4900, but he did not.

340. The Court overlooked or misapprehended that on May 10, 2013, two days after the *Wilson v. Dallas* decision, AG and Richland 4900 Plaintiffs asked the Court to stay the proceeding, deferring to the Aiken County Court, and it did so, not holding hearings in both the FOIA and main case.

341. The Court overlooked or misapprehended that on May 29, 2013 Tommie Rae and Levenson announced in open court to the Aiken Circuit Court their intention to disregard the *Wilson v. Dallas* decision; ask the Aiken Circuit Court to ban Buchanan and Pope from the proceedings, and they do. After the hearing, Defendants served the Notice of Disallowance, requiring Pope to file suit.

342. The Court overlooked or misapprehended that on June 13, 2013, 3 days after Aiken 1337 filed, Aiken Circuit Court excludes Buchanan and Pope, directing Clerk not to accept filings in any cases except their claims case.

343. The Court overlooked or misapprehended that on July 8, 2013 counsel for Bauknight files *ex parte* ethics opinons of Nathan Crystal which gives comfort to Aiken Circuit Court about Bauknights conflicts, but Bauknight and Crystal refuse to disclose to Pope.

344. The Court overlooked or misapprehended that the Aiken Circuit Court denied request for SA/ST to defend suit, even though Defendants' PR/Trustee still Trustee of Legacy Trust, and dismissed all claims except fee claim under Rule 12, even though compliant set out conflicts in detail.

345. The Court overlooked or misapprehended that in October 2013 the Aiken Circuit Court "double approves" and praises service of Buchanan, all of which was joint with Pope, and finds no disgorgement under *Wilson v. Dallas.*

346. The Court overlooked or misapprehended that in October 2013 Bauknight, nominated by 3 Levenson Will/Trust contestants seeking to disregard *Wilson v. Dallas,* and after questioning only by Circuit Court, is appointed PR, and Trustee by the Court, and SA/ST was appointed to defend Tommie Rae and James B. claims.

347. The Court overlooked or misapprehended that by August 2013 Peter Afterman helps Tommie Rae and James B. to file Termination Notices to terminate U.S. royalties

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to more than 90 copyrights between 2015 and 2023.

348. The Court overlooked or misapprehended that in September 2015 Peter Afterman solicited Levenson clients and DNA-proven clients to siphon of U.S. copyrights from "I Feel Good" Trust.

349. The Court overlooked or misapprehended that by 2015 SA/ST Sojourner has billed $1.4 million with law partner; taken one deposition; and allowed Tommie Rae to be declared spouse without proferring handwritten admissions about her marriage.

350. The Court overlooked or misapprehended that the South Carolina Supreme Court requested a Status Report and Judge Early, based on representations of Bauknight reported the Following:

a. Bauknight had brought Estate/2000 Trust from brink of insolvency, when he had actually rejected a Publicity Rights Contract slated to bring in $1 - $2 million a year, and then valued Publicity Rights at zero, or near zero.
b. Bauknight had properly filed all income tax returns, where there was no evidence he had properly filed any income tax returns, and he did not even pick up the Sellars tax file, allowing it to be destroyed.
c. Bauknight had reduced the TIAA debt by$14 million, when it was only $11.3 million before escrow.
d. Buchanan "settled the case against him" for $500,000, but he was paid, did not pay…
e. Pope seems to be asking for a $2 million SA fee, when the request was about $48,000
f. Pope seems to be asking for $5 million PR/Commission
g. Heirs Determination appeared to be complete

351. The Court overlooked or misapprehended that in 2015 the Aiken Circuit Court, after conferring *sua sponte* directed mediation of this case with Richland 4900, which has about 15 Plaintiffs not parties to this suit.

352. The Court overlooked or misapprehended that the Court declined to grant partial summary judgment in two separate requests, even for SA fee.

353. The Court overlooked or misapprehended that the Aiken Circuit Court issued a Rule to Show Cause to a journalist after the journalist published Tommie Rae's handwritten admissions, but the Supreme Court stopped the ruling.

354. The Court overlooked or misapprehended that by 2016 James B. had been determined to be a child and his GAL and lawyer awarded $700,000.00 even though he claimed estate was $5 million; had only 1/ 20 interest, or less; and had a contract with

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Tommie Rae.

355. The Court overlooked or misapprehended that by 2016 Tommie Rae's lawyer claimed that Bauknight should be knighted for what he had done for the James Brown Legacy Trust beneficiaries, but Bauknight told the Court in the FOIA case that the legacy Trust does not exist.

356. The Court overlooked or misapprehended that by 2016 $2 million or more in Termination Rights owned by James Brown Legacy Trust was distributed to Tommie Rae, James B. and 5 others, and Tommie Rae and James B. moved to London.

357. The Court overlooked or misapprehended that in 2017 Richland 4900 Court dismissed AG as a party under Rule 21, SCRCP 7 years after he sued Buchanan and Pope.

358. The Court overlooked or misapprehended that in Richland 4900 court finalized Summary Judgment against all Pope counterclaims while stay from earlier appeal pending.

359. The Court overlooked or misapprehended in 2015 Aiken Circuit Court determined Tommie Rae is spouse; declares James B. child; and confers with Richland Circuit Court to *sue sponte.*

The *Wilson v. Dallas* Decision and Delays of Defendants

360. The Court overlooked or misapprehended that, for good reason, the Supreme Court voided the AG's Settlement in its first, later substituted decision in *Wilson v. Dallas*

361. The Court overlooked or misapprehended that the fact that now Tommie Rae has given up all interest in the Estate/2000 Trust and all except 35% of her Termination Rights, if any, and other have settled for $37,500 make it clear there was no basis for the AG to have given them nearly $2 million a year in income and 52 ½ % all of the "I Feel Good" Trust's assets.

362. The Court overlooked or misapprehended that By August 24, 2013 Peter Afterman, with whom Bauknight testified he is in almost daily contact, had helped Tommie Rae and James B. filed public Termination Notices in the U.S. Copyright Office, attempting to siphon off U.S. royalties from 90 copyrights from the "I Feel Good" Trust.

363. The Court overlooked or misapprehended that by September 2013 Peter Afterman was soliciting not only Settling Parties, but LaRhonda, Jeanette and Nicole, to join Tommie Rae in siphoning off U.S. royalties from the "I Feel Good" Trust, as confirmed by Levenson in his 2016 deposition and public posts by these DNA-proven heirs.

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364. The Court overlooked or misapprehended that in September 2013 a letter was sent to the Circuit Court by counsel for some heirs protesting Peter Afterman's conflict of interest in helping Tommie Rae siphon off royalties, but Bauknight continued to pay him tens of thousands of dollars each month from Brown's Estate/2000 Trust.

365. The Court overlooked or misapprehended that Bauknight was nominated as PR/Trustee by 3 Levenson clients from among those those announcing their intention to disregard *Wilson v. Dallas* and reinstate the AG's 2008 settlement deal, and was interviewed for the PR/Trustee position with no person other then the Circuit Court allowed to ask questions.

366. The Court overlooked or misapprehended that on or about October 12, 2013, the Circuit Court convened a *Wilson v. Dallas* remand hearing for Buchanan, from which Plaintiff was excluded under the June 13 Administrative Orders, in which the Circuit Court, based on the Court's then-recollection, praised the work of Buchanan, all of which was joint with Plaintiff, based on the Court's personal recollection; "double approved" the full SA fees and approximately $550,000 of partial PR/Trustee commissions which had been paid Buchanan; and even left open the door for Buchanan's re-entry into Richland 4900.

367. The Court overlooked or misapprehended that Defendants stated that the payments were a settlement in Richland 4900 but presented no evidence that the Legacy Trust, the AG or any other Richland 4900 Plaintiff had paid Buchanan, and the Court directed counsel for Defendants to provide an order setting out its ruling, with input from Buchanan, but no Order was ever issued.

368. The Court overlooked or misapprehended that the only fee reported by Defendant in response to the *Wilson v. Dallas* mandate was the $500,000 paid to Buchanan, even though Bauknight had engaged more than a dozen lawyers on a "deferred pay" basis , as well as many experts, and by 2018 admitted to a Federal Court that tens of millions of dollars had been spent from funds Brown gave the "I Feel Good Charity since 2007.

369. The Court overlooked or misapprehended that the Circuit Court's memory about Buchanan's fine service, all of which was joint with Plaintiff, and Defendants' failure to claim any of the issues he paid experts to raised three years later suggests that Bauknight continues to apply millions of dollars of James Brown's money to carry out Tommie Rae's announced intention on May 29, 2013 to disregard *Wilson v. Dallas* and retake a quarter of the "I Feel Good" Charity even though she has relinquished her entire interest in the Estate and all but 35% of her Termination Rights, which will never apply to more than half of Brown's copyrights.

370. The Court overlooked or misapprehended that it would be manifestly unjust to allow the same Circuit Court to approve all of Buchanan's and Pope's service in 2008 and 2009; in 2013 vigorously approved Buchanan's 2009 joint claim with Plaintiff under the 2009 claim and based on a 2007 contract approved in 2008, then allow millions of

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dollars to be spent on experts hired in 2016 and later to advance the position of the James Brown Legacy Trust and the announced intention to disregard the *Wilson v. Dallas* decision.

371. The Court overlooked or misapprehended that while Plaintiff has no interest in the outcome of the current James Brown litigation among others, she has a distinct interest in establishing that her service was proper and that preventing the AG from giving away more than half of a charity she and Buchanan had a duty to defend, including $1.5 - $2 million of income a year based on lack of understanding or Misunderstanding of Termination Rights.

372. The Court overlooked or misapprehended that Defendants are bound as to the contract portion of Plaintiff's claim by the ruling of the Circuit Court in the Buchanan remand; by the unappealed Order approving her service; and by failure of the AG and Interested Parties to protest those orders.

373. The Court overlooked or misapprehended that the delay in the resolution of Plaintiff's claim is the direct result of Defendants filing Richland 4900; claiming for 4 years that there were no matters pending; securing an Order from the Circuit Court preventing payments; urging the Aiken Circuit Court not to conduct hearings; spending million of dollars for the James Brown Legacy Trust while not addressing Plaintiff's and Buchanan's claims; and the unnecessary Disallowance served on the day that Tommie Rae's counsel and Levenson announced their intention to disregard the *Wilson v. Dallas* ruling, when a *Wilson v. Dallas* remand hearing was adequate.

374. The Court overlooked or misapprehended that the May 29, 2013 announced intention of Tommie Rae and the Levenson clients to Judge Early of their intention to disregard Wilson v. Dallas and reinstate the AG's 2008 settlement for the benefit of the James Brown Legacy Trust, resulted in Bauknight's using James Brown's funds for the benefit of Tommie Rae and the Richland 4900 Plaintiffs, causing repeated delays.

375. The Court overlooked or misapprehended that Defendants' efforts to delay and combine this case with Richland 4900 , which has 17 Plaintiffs and has claimed there will be 91 witnesses, caused substantial delay.

The AG's August 2008 Settlement with Venisha Brown Illustrates the Damage Caused by the Failure of the AG to Complete Heirs Determination or Understand Termination Rights

376. The Court overlooked or misapprehended that Venisha Brown's actions and death in September 2018 illustrate the damage caused by the AG's giving her 5% of James Brown's assets on August 10, 2008 and Venisha's putting her Termination Rights and Household Goods in the Legacy Trust:

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Sept. 2008 – AG gives Venisha 5% of James Brown's 2000 Trust (900 copyrights; Image & likeness; TPP; claims against GT, etc.)
B+P do not oppose; Venisha puts Termination Rights proceeds in Legacy Trust
Legacy Trust gets nothing from Venisha

Sept. 2009 – Venisha gets equity increase, but no cash because TIAA debt being paid.
Legacy Trust gets nothing from Venisha

Sept. 2010 – Sept. 2011
Venisha gets increased equity but no cash because TIAA debt being paid off.
Legacy Trust gets nothing from Venisha

Sept. 2012 - Venisha gets $150,000 or more & owns 5% of James Brown assets
$2.4 million judgment against Venisha threatens Legacy Trust.
Legacy Trust gets nothing from Venisha

Sept. 2013 – Venisha gets $150,000 or more & owns 5% of James Brown assets
$2.4 million judgment against Venisha threatens Legacy Trust.
Legacy Trust gets nothing from Venisha

Sept. 2014 – Venisha gets $150,000 or more & owns 5% of James Brown assets; same as 2013

Sept. 2015 – Venisha gets $150,000 or more & owns 5% of James Brown assets –
Venisha & others put $70,000 each Termination Rights proceeds from 5 copyrights in Legacy Trust.
Tommie Rae 2015 election in Legacy Trust, Temination Rights U.S. royalties to 5 of 900 copyrights)

Sept. 2016 - Venisha gets $150,000 or more & owns 5% of
Venisha files Termination Notice to 246 songs U.S. royalties Only; payable from 2018 – 2026. Gets vested interest in about 1/20 of U.S. royalties which will go into Legacy Trust
Legacy Trust gets nothing from Venisha

Sept. 2017 - Venisha gets $150,000 or more & owns 5% of James Brown assets – same as 2013, 2014

Sept. 2018 - Venisha gets $150,000 then dies owning 5% of

Legacy Trust which has no TIAA debt; has $8 million in bank and owns 895 copyrights with 246 subject to losing U.S. royalties (about half of royalties) between 2018 and 2026; Image and likeness.

377. The Court overlooked or misapprehended that in 2011 Bauknight told the IRS and Supreme Court that the Personal and Household effects Venisha put in the Legacy Trust had a value of zero, and in 2018 Venisha's sister, Deanna Thomas, through counsel, told the Court that Venisha's Estate had little or no value, even though Venisha had a VESTED interest in the U.S. royalties and Termination Rights proceeds to 246 copyrights between now and 2026 which she put in the Legacy Trust in 2008.

378. The Court overlooked or misapprehended that Daryl (whose status as an heir under the Copyright Act is being challenged) demonstrates that what Venisha and her Estate would get from the Legacy Trust is multiples more than what the Legacy Trust gets from Venisha, and these same losses apply to Daryl and Larry (whose status as an heir under the Copyright Act is being challenged).

379. The Court overlooked or misapprehended that giving away between $15 million and $20 million of income and 50% of the assets over 10 years in exchange for Termination Rights proceeds of Tommie Rae and 6 others when 2 might not be children; Tommie Rae's spousal status could be challenged by excluded heirs based on "stipulation" not being binding; and Termination Rights of at least 6 outsiders will dilute Termination Rights proceeds.

380. The Court overlooked or misapprehended that Roger Miller testified that settlements are good, as Buchanan and Pope believed, but did not even know who Brown's heirs are, and was NOT speaking of a situation where, as here, the heirs have not even been determined and the persons who negotiated the settlement for the Charity had no knowledge or expertise and relied on parties directly adverse to the Charity to negotiate for the Charity.

The $2 Million Cost of the AG, Tommie Rae, Bauknight and Sojourner Not Rquiring James B. take a $300 Paid-for DNA Test

381. The Court overlooked or misapprehended that the AG declared James B. an heir of James Brown even though he had refused a $300 paid-for DNA testing and is the only claimed child born after Brown's vasectomy in the 1980s; refused DNA testing in 2004 when James Brown demanded it.

382. The Court overlooked or misapprehended that Levenson had James Brown's medical records, but was seeking to disregard *Wilson v. Dallas* and reinstate the AG's 2008 settlement as announced to Judge Early in open Court on May 29, 2013.

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383. The Court overlooked or misapprehended that James B's lawyer for his GAL Shahid failed to disclose that he was under contract with Tommie Rae, but was Also awarded $700,000.00 in legal and GAL fees in 2016 despite the refusal of James B. to take paid-for test 8 years earlier.

384. The Court overlooked or misapprehended that Bauknight paid SA/ST Sojourner $1.4 Million NOT to protect the copyrights in the James B. and Tommie Rae proceedings, but wanted high costs to make the "settlement" appear reasonable to the Court, and Sojourner claimed protecting the copyrights was beyond the scope of his representation.

385. The Court overlooked or misapprehended that a 2015 Order filed in the Aiken Court in 2018 found James B. to be child because Sojourner had not presented evidence of vasectomy.

Gonzalez was available to Work on Warner-Chappell and Other Matters, but Stopped by the Attorney General's Direct and Damaging Interference

386. The Court overlooked or misapprehended that Gonzalez was an entertainment lawyer of extraordinary ability, a former Warner Music executive, and now has returned to CA as the head of Warner Music Legal; worked well, efficiently and diligently for Buchanan and Pope; agreed to serve as a Successor Trustee, and was named with Ronald Stanley, Esq.; billed modestly, and was twice not paid by Bauknight, in 2009 and again in 2011 when Bauknight secured the Gonzalez file; did not pay Gonzalez, even though requested; and directed Gonzalez to retrieve from Buchanan and Pope any evidence that the file had been requested, but that both Buchanan and Pope refused to destroy this evidence because they had been sued; the AG had just claimed the at-death value of the music empire was $4.7 million; and the Gonzalez file was valuable evidence that there was no basis for the $4.7 million value.

387. The Court overlooked or misapprehended that the AG's interference with all normal operations of the music empire, which his deposition shows he still knows nothing about, began November 21, 2007 and continued until May 26, 2009.

The Waste of $10+ Million to "Prove" That James Brown's Music Empire Was Worth Less than $4.7 Million and Make Tommie Rae Brown's Spouse

388. The Court overlooked or misapprehended that James Brown brought in $9.4 million in 2001; $5.2 million in 2002; $13 million in 2003; $10.4 Million in 2004; $8.3 million in 2005; $9 Million in 2006; and that Buchanan and Pope averaged more than $5 million per year in the 18 months that they served as PR/Trustees, and that if Bauknight had brought in even $4 Million per year for the next 9 years, by the time of his trial testimony he should have accounted for, or been able to account for, $36 Million dollars, but has never done so; has not even filed an accounting since 2016; yet he testified in this

claims case that his service during his void appointment was superior to that of Buchanan and Pope; they were not entitled to any commission; the $4.7 million value was correct and that he and Peter Afterman had increased the value of the Estate/2000 Trust, but he did not know the size of the Estate/2000 Trust for any period since death, or now, except that there is $8 million after a settlement last year of Buchanan/Pope's suit against GT and others, made more difficult for Few and Gilreath by Afterman's "expert" sampling testimony which had to be withdrawn.

Unnecessary Delays Caused by Defendants in Resolving Plaintiff's Claim

389. The Court overlooked or misapprehended that in 2012 Plaintiff offered to let the AG, Bauknight "on behalf of" the AG and Defendants out of Richland 4900, but they refused, and have delayed the resolution of Richland 4900 since that time, and the resolution of this case – for the benefit of Richland 4900 – since 2013.

390. The Court overlooked or misapprehended that Summary judgment as to the $1.47 million should have been granted in BOTH summary judgment motions, as the liquidated amount, with interest and costs, including attorneys' fees, as set out in the joint claim.

Conduct of the Trial

391. The Court overlooked or misapprehended that because Plaintiff was allowed to testify fully about the actions of Buchanan, Pope and others on direct, there was no need on direct to present the evidence of Governor McMaster, AG Jones, AG Jowers, Solicitor General Cook, former Chief Deputy John McIntosh, James Hardin III, Wallace Lightsey, Esq., Thomas Pope III, Rita Caughman, Esq, David Sojourner, Esq., Buchanan or others to corroborate her still-largely-undisputed testimony, which was recounted and supported by contemporaneous time records and a showing of the modest legal and other fees that are contained in the Claim and supporting documents.

392. Only when Bauknight -- speaking for Defendants while simultaneously serving the James Brown Legacy Trust and its beneficiaries: Tommie Rae, the AG's (New) Charity, Deanna, Yamma, Daryl, Terry, Larry and the Estate of Venisha – asserted unnecessary false claims about Buchanan and Pope; Louis Levenson, Esq.,a lawyer for Will/Trust contestants with little memory appeared as a fact witness, and seven experts hired in 2016 to help Tommie Rae and Bauknight in the unauthorized 4900 Case with virtually no understanding of the role of the AG in the disruption and dismembering of the 2000 Trust, and not even knowing who Brown's heirs were, or reviewing his estate plan; Fractional Share formula; or Bauknight's tax returns, testified that rebuttal testimony became necessary.

The Rebuttal Witnesses Confirm the Extraordinary Work of Buchanan& Pope From August 2008 Until May 2013 During the Void Bauknight Appointment

393. The Court overlooked or misapprehended that all of the witnesses presented on

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rebuttal, including those legally "hostile" confirm that Buchanan's and Pope's service as PR/Trustees and in the Wilson v. Dallas appeal; their modest legal fees, including *pro bono publico* lead counsel; their own tireless contributions of time and money; and the resulting saving of the 2000 Trust from a settlement which not only dismembered the Estate Plan but gutted the plan to protect the "I Feel Good"charity's 900 copyrights was extraordinary.

The $84 Million Value Was Correct & $4.7 Million Incorrect & Damaging

394. The Court overlooked or misapprehended that the value of $24 million or less was not a professional appraisal, but from an August 2009 email of Tommie Rae's lawyer who also proposed to value the Publicity Rights at zero, or near zero, which happened.

395. The Court overlooked or misapprehended that in the midst of the devaluation Defendants sued Buchanan in Richland 4900 for not accepting a $100 million offer and are estopped to deny that there was a $100 million offer within a year of Brown's death.

396. The Court overlooked or misapprehended that the $42 million appraisal of 800 copyrights by RBS in 2006 supports the $99 million value.

397. The Court overlooked or misapprehended that AG Jones, led by Tommie Rae, and without properly reading the Harlan Howard case, misused it to damage Buchanan and Pope where, after Howard's death in 2002 the IRS had accepted a non-professional valuation of his copyrights by Hoawrd's 5th wife and CPA which was nearly identical to the valuation formula presented to Judge Early by Buchanan and Pope as SAs on November 14 and 15, 2007, for the estate tax valuation, and produced a result for James Brown's 900 copyrights which was in line with a professional appraisal of 800 of the copyrights at $42 million or more completed by the Royal Bank of Scotland (RBS) in the spring of 2006, the year of Brown's death.

398. The Court overlooked or misapprehended that, instead of engaging a Termination Rights expert such as Roger Miller, who was modestly priced, Bauknight hired Peter Afterman, who was found by the sister of Tommie Rae's lawyer, and who would position himself to represent Tommie Rae and her son, James B., beginning in 2013, in their attempt to siphon off royalties belonging to the "I Feel Good" Trust.

399. The Court overlooked or misapprehended that Peter Afterman had no qualifications for the valuation job, especially the valuation of Termination Rights, and the resulting $4.7 million claimed value, as reported to the Supreme Court in 2011 and explained by James B. to the Supreme Court in his Petition for Rehearing in *Wilson v. Dallas* March 2013, valued James Brown's worldwide music empire, Schedule F on the Estate Tax Return, as follows:

900 Copyrights	$23.7 million
Image and Likeness	ZERO or near zero
Claims against GT, Etc.	ZERO, or near zero

Iconic Tangible Personal Property	ZERO, or near zero
Sampling Revenues	ZERO, or near zero of the s and income of the
LESS: Claimed Value of TIAA Debt	$19 million (approx. $3 million overstmt)
CLAIMED VALUE OF MUSIC EMPIRE	$4.7 million

400. The Court overlooked or misapprehended that while valuing the entire music empire at $4.7 million, Peter Afterman was simultaneously claiming to be an expert on "sampling" valuation in Defendants' case against Greenberg Traurig (GT) and Joel Katz, Esq.; valued the uncollected sampling revenues at more than $10 million, which he did not add to the $4.7 million; but was withdrawn as an "expert" after challenges.

401. The Court overlooked or misapprehended that the PBW valuation was indefensible, and that nobody testified to support or defend it for that reason.

The State/Attorney General's Unauthorized Suit Against Buchanan and Pope

402. The Court overlooked or misapprehended that Richland 4900 was unconstitutional, unauthorized and it was a breach of duty for Buaknight to claim to act on behalf of the AG.

403. The Court overlooked or misapprehended that Governor McMaster, Solicitor General Cook, former Chief Deputy John McIntosh cofirm that there was no legal authorization for Bauknight to act as Pr/Trustee.

Forlando's Alliance With the Legacy Trust After Forlando Given Terry's ROFR

404. The Court overlooked or misapprehended that the planting of the Grammy© was intended by Forlando and Bell to defaud the Court, and did so.

405. The Court overlooked or misapprehended Forlando and Bell conducted a plan for the entire period from January 2008 until today to deceive the Court to aid in the coverup of Cannon's takings, Dallas' improper acts and his own improper acts such as the false grievances against Levenson and other acts within the record.

Bauknight's FOIA Intervention and the Legacy Trust's Claims Not to Exist

406. The Court overlooked or misapprehended The FOIA intervention and evasion which began in 2011 and continues today has benefitted the James Brown Legacy Trust and caused damage.

The AG's Felony Claims Against Buchanan and Pope

407. The Court overlooked or misapprehended The AG breached his fiduciary duty by not reviewing the Bauknight/Afterman $79 million devaluation of the James Brown music empire, which is entirely unsupported by the facts, and by then using the $4.7

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million to falsely accuse Buchanan and Pope of a federal felony.

408. The Court overlooked or misapprehended Bauknight, claiming to act on behalf of the Attorney General also breached his fiduciary duty, when he had actual knowledge that the TPP could not be worth zero, or near zero, and that the TIAA debt was overstated within the appraisal.

Buchanan and Pope Did Not Need an Expert to Understand the TIAA Debt

409. The Court overlooked or misapprehended Buchanan and Pope properly managed the TIAA loan package, and were both lawyers capable of understanding it, and worked with TIAA to prevent an event of default over the Cannon $900,000 theft of 2006, and to secure a loan to begin investigation of recovery from Cannon,

410. The Court overlooked or misapprehended no income taxes were due that were appropriate to borrow from the TIAA loan until the AG shifted nearly $2 million of income to non-charities, nor were any estate taxes due from the TIAA asset until the AG's settlement was approved.

The Experts Hired in 2016 Lacked Expertise or Facts to Address Issues From 2009

411. The Court overlooked or misapprehended that none of the experts had the experience of the attempted State/Attorney General takeover of the operation of a Trust/Estate; unauthorized litigation and other fact-specific issues.

412. The Court overlooked or misapprehended the total return for the 18 months of service, in excess of $7.8 million was extraordinary in light of the interference, and the only two clearance pointed out as missed 9 years later were in periods where either the Court of Appeals or the Circuit Court had issued a stay or directive that Left Buchanan and Pope temporarily without clear authority to act.

413. The Court overlooked or misapprehended that neither accountant was shown the estate tax return and Provence lacked the skills to address the complex tax and accounting problems

For the foregoing reasons, Plaintiff respectfully requests that this Court alter, amend, reconsider and/or vacate its January 16, 2019 Order, and enter judgment in Plaintiff's favor on her claims herein as set out in her proposed order submitted on November 28, 2018. This motion is based on the entire record herein, including any memoranda and/or affidavit(s) submitted herein prior to the Court's ruling on this matter, as well as applicable case law an Rules,

especially Rule 59(e).

Respectfully submitted,

s/ Walter H. Bundy
Walter H. Bundy, Esquire
Bundy McDonald, LLC
1516 Old Trolley Road, 2nd Floor
Summerville, South Carolina 29485
(843) 212-0525 an
walter@bundymcdonald.com

s/ Adam T. Silvernail
Law Office of Adam T. Silvernail, LLC
1905 Marion Street (29201)
Post Office Box 7995
Columbia, South Carolina 29202-7995
(803) 779-1770
adam@silvernaillawfirm.com

Attorneys for Plaintiff

January 22, 2019

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STATE OF SOUTH CAROLINA)
)
COUNTY OF AIKEN)

COURT OF COMMON PLEAS
07-CP-02-122

IN RE: ESTATE OF JAMES BROWN)
A/K/A JAMES JOSEPH BROWN)
)
)
)

TRANSCRIPT OF RECORD

NOVEMBER 15 & 20, 2007
BAMBERG, SOUTH CAROLINA

B E F O R E:

THE HONORABLE D.A. EARLY, III, JUDGE.

A P P E A R A N C E S:

LOUIS LEVENSON, ESQ.
DAVID YOUNT, ESQ.
ATTORNEYS FOR THE HEIRS

KEITH M. BABCOCK, ESQ.
W. JONATHAN HARLING, ESQ.
ATTORNEYS FOR THE PERSONAL REPRESENTATIVES

ROBERT N. ROSEN, ESQ.
DAVID L. MICHEL, ESQ.
M. JEAN LEE, ESQ.
S. ALAN MEDLIN, ESQ.
ATTORNEYS FOR TOMI RAE HYNIE BROWN

ADELE J. POPE, ESQ.
ROBERT L. BUCHANAN, JR., ESQ.
SPECIAL ADMINISTRATORS

A. PETER SHAHID, JR., ESQ. (11/20)
ATTORNEY FOR THE GUARDIAN AD LITEM

STANLEY G. JACKSON, ESQ.
ATTORNEY FOR MR. DALLAS AND MR. BRADLEY

WAY OR THE OTHER BETWEEN NOW AND THE TIME THAT RETURN IS ACTUALLY HAS TO BE FILED IN MARCH, WE CAN FILE THAT RETURN BASED ON THE COURT'S DETERMINATION.

THE COURT: DETERMINATION OF WHO OWNS IT?

MR. JACKSON: YES, OF WHO OWNS IT AS FAR AS THE JAMES BROWN ENTERPRISES. THAT'S REALLY WHAT THE ISSUE IS AND THE IMAGE. SO, IF WE CAN GET THAT RESOLVED, THEN THAT GIVES US AS PERSONAL REPRESENTATIVES AND, YOU KNOW, THE WAY TO FILE THE RETURN, AND, ALSO, IT MIGHT BE THE WAY TO SIMPLIFY THIS WHOLE THING.

THE COURT: I AM NOT LOOKING AT A WAY TO SIMPLIFY IT. I AM LOOKING AT A WAY TO DO IT RIGHT.

MS. LEWIS: YOUR HONOR, WE'D LIKE TO BE PERMITTED TO BRIEF THE ISSUE.

THE COURT: WELL, YOU CAN BRIEF IT.

MS. LEWIS: LET ALL PARTIES BRIEF THE ISSUE BECAUSE --

THE COURT: YOU MEAN ON HOW TO VALUE THE IMAGE AND ROYALTIES AND PERSONA?

MS. LEWIS: NO, I'M TALKING ABOUT THE DETERMINATION OF JAMES BROWN ENTERPRISES.

THE COURT: WE'RE BEYOND THAT, MA'AM. YOU HAVE THE RIGHT TO BRIEF IT. I AM NOT MAKING ANY DETERMINATION ON IT TODAY. THAT IS -- WE'RE BEYOND THAT. WE'RE TRYING TO GET THE ESTATE TAX RETURN FILED. MRS. POPE IS CONCERNED

ABOUT HOW SHE'S GOING TO VALUE ROYALTIES, IMAGE, NAME, AND PERSONA WHICH THERE'S NOT A WHOLE LOT OF PRECEDENT ON HOW TO DO IT.

SO, MRS. POPE, I AM GOING TO GO ALONG WITH YOUR SUGGESTION UNLESS MR. LEVENSON OR MR. JACKSON CAN COME UP WITH A BETTER PROPOSAL.

MR. JACKSON: WELL, I DON'T WANT TO SAY HOW MUCH IT WOULD COST. WE DO HAVE A FIGURE WITH SOMEBODY COMPETENT TO DO THAT AND I DON'T MIND --

THE COURT: WELL, DISCUSS IT WITH HER.

MR. JACKSON: I WILL. I THINK THAT --

MRS. POPE: WELL, THEY DID, YOUR HONOR, AND WE PUT IN THERE THAT IT COULD COST 50 TO $100,000 THAT, HONESTLY, AND --

THE COURT: TO VALUE THE PERSONAL NAME --

MRS. POPE: NO, NO, NO --

THE COURT: AND ROYALTIES?

MRS. POPE: YEA, THE ROYALTIES, NAME, AND PERSONA AND WE BELIEVE BECAUSE OF THE UNIQUE FACTS HERE -- AND WE'VE SAID THAT THE P.R.'S SHOULD BE REQUIRED TO SIT DOWN WITH US AND WRITE OUT A DETAILED FINANCIAL AND FACTUAL HISTORY SO THAT I.R.S. WILL UNDERSTAND ALL THE CONTROVERSY AND ALL THE FACTS KNOWN. VALUATION OF ROYALTIES AND PERSONA IS VERY FACT-SPECIFIC AND THERE ARE JUST SO MANY FACTS. TO HIRE A NEW YORK LAWYER NOW A MONTHS AFTER THE TAX RETURN

IS DUE IS --

THE COURT: I AM NOT GOING TO HIRE A NEW YORK LAWYER. WE GOT ENOUGH LAWYERS NOW.

MRS. POPE: SO, WE'RE HOPING THAT THIS WILL SAVE $50,000 TO $100,000, BUT IF ANYBODY HAS A BETTER IDEA, WE'D LOVE IT.

THE COURT: MRS. POPE, I WANT YOUR IDEA YOU SUGGESTED. YOU CAN SHARE IT WITH MR. JACKSON. Y'ALL GET ME SOME TYPE OF PROPOSAL. WE GOT THANKSGIVING NEXT WEEK. WHAT WOULD BE FAIR TO YOU?

MRS. POPE: I CAN TALK TO HIM AFTER THE HEARING TODAY. I MEAN, THIS IS IMPORTANT, YOUR HONOR. I MEAN --

THE COURT: REPORT BACK TO ME ON TUESDAY.

MR. JONES: YOUR HONOR, CAN WE BE INCLUDED IN THAT, ALSO?

THE COURT: ABSOLUTELY, AS WELL AS MS. LEWIS AND SHE CAN BRIEF IT IF SHE'D LIKE. I AM NOT CUTTING YOU OFF, MA'AM. YOU'RE GOING TO BE PROTECTED ON THAT ISSUE. THAT IS A BIG ISSUE IN THE CASE. WE'RE NOT DECIDING --

MS. LEWIS: I GUESS WHAT I AM TRYING TO SAY TO YOU IS THAT THERE IS A DECISION LYNCH VERSUS LYNCH THAT IS RIGHT ON POINT WHICH AS A MATTER OF LAW WOULD ESTABLISH THAT JAMES BROWN ENTERPRISES IS IN THE TRUST AND ONCE THE COURT SEES THAT -- AND THERE ARE CASES THAT HAVE FOLLOWED IT. ONCE YOU SEE THAT, THEN THE QUESTION TO DECIDE IS WHAT IS

IN JAMES BROWN ENTERPRISES AND I AM ASKING THE COURT TO RULE ON THE ISSUE BEFORE WE GET WAY ON DOWN THE ROAD. IT ISN'T A DIFFICULT ONE --

THE COURT: WELL, I MAY.

MS. LEWIS: -- AS A MATTER OF LAW. AND I'LL BRIEF IT FOR YOU.

THE COURT: AND I'M SURE THAT MR. ROSEN AND MR. BABCOCK AND OTHERS ARE GOING TO DISAGREE WITH YOU, BUT YOU'LL BE PROTECTED. I AM NOT GOING TO DO IT TODAY. OKAY? YOU ARE PROTECTED.

MR. MEDLIN: YOUR HONOR, WE HEAR YOU, BUT I MIGHT JUST SAY TO THE ATTORNEY GENERAL FROM GEORGIA THERE IS A DIFFERENT OPINION ABOUT WHAT THAT CASE MIGHT DO AND WHAT THE LAW IN SOUTH CAROLINA MIGHT DO.

THE COURT: IT SHOCKS ME THAT WE HAVE TWO DIFFERENT OPINIONS.

MR. MEDLIN: I THOUGHT SO.

THE COURT: I'LL BET IT SHOCKS EVEN THE LAWYER FROM GEORGIA -- OUR ESTEEMED LAWYER FROM GEORGIA.

THE COURT: ALL RIGHT. MRS. POPE, WE'LL TALK ABOUT THE ROYALTIES, IMAGE, NAME, AND PERSONA ON TUESDAY AND COME TO SOME CONCLUSION ON THAT. WHAT ELSE?

MRS. POPE: OUR RECOMMENDATIONS WITH RESPECT TO THE TANGIBLE PERSONAL PROPERTY WAS SENT IN PRIOR TO RECEIVING MR. LEVENSON'S. SO, WE WOULD PREFER TO JUST SIT AND

STATE OF SOUTH CAROLINA)	COURT OF COMMON PLEAS
COUNTY OF AIKEN __)	08-CP-02-1647
	09-CP-02-1820
HENRY MCMASTER)	
PLAINTIFF)	
VS.)	TRANSCRIPT OF RECORD
)	
RUSSELL BAUKNIGHT, ET AL.)	
DEFENDANTS)	

SEPTEMBER 9, 2009
AIKEN, SOUTH CAROLINA

B E F O R E:
THE HONORABLE DOYET A. EARLY, III, JUDGE.

A P P E A R A N C E S:
LOUIS LEVENSON, ESQ.
ATTORNEY FOR THE THE HEIRS
ROBERT N. ROSEN, ESQ.
DAVID L. MICHEL, ESQ.
T. HEYWARD CARTER, ESQ.
S. ALAN MEDLIN, ESQ.
ATTORNEYS FOR TOMI RAE HYNIE BROWN
ADELE J. POPE, ESQ.
ROBERT L. BUCHANAN, JR., ESQ.
SPECIAL ADMINISTRATORS/PERSONAL REPRESENTATIVES
DAVID B. BELL, ESQ.
MATTHEW D. BODMAN, ESQ.
ATTORNEYS FOR TERRY BROWN, FORLANDO BROWN, AND ROMUNZO BROWN
MARY FRANCES JOWERS, ESQ.
JULIUS C. NICHOLSON,III, ESQ.
SOUTH CAROLINA ATTORNEY GENERAL'S OFFICE
JAMES B. RICHARDSON, ESQ.
JAMES D. BAILEY, ESQ.
TRESSA T. H. HAYES, ESQ.
ATTORNEYS FOR MRS. POPE AND MR. BUCHANAN
SONJA R. TATE, ESQ.
ATTORNEY FOR MR. DALLAS
KAYMANI D. WEST, ESQ.
ATTORNEY FOR GREENBERG TRAURIG
WILLIAM W. WILKINS, ESQ.
FRED L. KINGSMMORE, JR., ESQ.
ATTORNEY FOR RUSSELL L. BAUKNIGHT
RUSSELL L. BAUKNIGHT
SPECIAL ADMINISTRATOR/PERSONAL REPRESENTATIVE

Statement of Mr. Medlin

REMOVE FIDUCIARIES. WE'RE UNANIMOUS AS MR. WILKINS POINTED OUT ON THIS ISSUE. WE DO NOT WANT THEM TO BE FIDUCIARIES AND IF THEY PREVAIL -- IF THEY WIN ON APPEAL AND THEN WE GO BACK AND TRY THOSE WILL AND TRUST CONTESTS AND THEY WIN THOSE AND WE TRY THE OMITTED SPOUSE AND THE ELECTIVE SHARE AND THE PRETERMITTED CHILD CONTEST AND THEY WIN THOSE, THEN EVERYTHING GOES TO THE CHARITY WHICH YOU BELIEVE ACCORDING TO YOUR ORDER AND WE BELIEVE ACCORDING TO LAW THAT'S EXISTED SINCE THE BEGINNING OF COMMON LAW IN MY ESTIMATION THE ATTORNEY GENERAL HAS THE AUTHORITY TO REPRESENT THE CHARITIES IN THAT CASE.

THE ATTORNEY GENERAL DOESN'T WANT THEM. EVEN IF THEY WIN ALL THE WAY OUT, THE ATTORNEY GENERAL WOULD BE THE LAST PERSON STANDING AND THE ATTORNEY GENERAL'S OFFICE DOES NOT WANT THEM AS FIDUCIARIES.

DALLAS AND BRADLEY HAD EVEN A BETTER ARGUMENT THAN THEY DO WHICH, AGAIN, I REFUTE. I DON'T WANT DALLAS AND BRADLEY TO MAKE THE ARGUMENT AND I WILL ARGUE AGAINST IT. THEY ONLY RESIGNED. POPE AND BUCHANAN WERE REMOVED. THAT'S A MORE COMPELLING REASON TO SAY THAT THEY SHOULD NOT REMAIN. WE ASKED FOR YOU TO REMOVE THEM. MR. BROWN DIDN'T EVEN KNOW THEM. AT LEAST HE KNEW DALLAS AND BRADLEY. NOW, OF COURSE, WE TOOK THE POSITION – SOME OF THE SETTLING PARTIES TOOK THE POSITION THAT THEY UNDULY INFLUENCED MR. BROWN TO GET THERE, BUT AT LEAST THEIR

STATE OF SOUTH CAROLINA) IN THE COURT OF COMMON PLEAS
COUNTY OF RICHLAND) 2010-CP-40-4900

Russell Bauknight, et al., Plaintiffs, vs. Henry Dargan McMaster, et al., Defendants.	TRANSCRIPT OF RECORD

August 30, 2010
Columbia, South Carolina

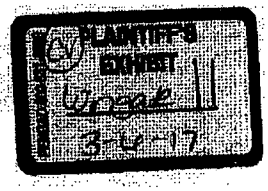
B E F O R E:

HONORABLE L. CASEY MANNING, JUDGE.

A P P E A R A N C E S:
KENNETH B. WINGATE, ESQUIRE
EVERETT A. KENDALL, II, ESQUIRE
Attorneys for Plaintiffs

DARYL L. WILLIAMS, ESQUIRE
J. CALHOUN WATSON, ESQUIRE
Attorneys for the Defendants

Crystal Holmes



Official Court Reporter

E X H I B I T S

NO.	DESCRIPTION	I.D.	EVD.

(REPORTER'S NOTE: NO EXHIBITS WERE INTRODUCED AT THE HEARING.)

I N D E X

WITNESS	DIRECT	CROSS	REDIRECT	RECROSS

(REPORTER'S NOTE: NO WITNESSES TESTIFIED AT THE HEARING.)

Statement of Mr. Wingate

MR. WINGATE: May it please the Court, Your Honor. Ken Wingate along with my partner, Rhett Kendall.

THE COURT: Yes, sir.

MR. WINGATE: And we are before you today in connection with the Irrevocable Charitable Trust established by the entertainer James Brown.

As Your Honor is aware from the pleadings, our firm represents the 15 or so Plaintiffs listed on the caption of the case which include globally all of the beneficiaries of this Irrevocable Trust, both the charitable and private individuals.

I would ask that Your Honor -- well, first, let me introduce -- we're here representing, as you're aware from the caption, an array of folks. I believe Your Honor knows Sonny Jones ---

THE COURT: Yes.

MR. WINGATE: --- an attorney with the South Carolina Attorney General's office, one of our clients. Also we represent Russell Bauknight who is very critically, Your Honor, the professional Trustee of this Trust. I'll just come back and address that in a moment. His counsel, Freddie Kingsmore is here with us today. And then one of the family members,

Deanna Brown Thomas, daughter of James Brown, with her husband ---

THE COURT: Let help me you all out. It might be logistical. We all work, we come to work early, we stay late sometimes. But we all eat in the middle of the day. And about 1:00 I'm going to eat. So this is the problem, it's a real one. You want to stop now and come back after lunch?

MR. WINGATE: Let's stop now and come back ---

THE COURT: Okay. Well, you know, I just -- it's just practical. It's a practical problem.

MR. WINGATE: Sure.

THE COURT: I'm going to eat, y'all need to eat regardless of this case or anything else. Let's stop now. I start back at 2 anyway, so.

MR. WINGATE: Perfect.

THE COURT: I've got other things scheduled but we'll pick up with you guys at 2. That will be the best way to do it, in my opinion. We'll break for lunch, come back at 2.

All right, thank you all.

MR. WINGATE: Thank you, Your Honor.

(The Court was in recess.)

THE COURT: All right, Mr. Wingate,

MR. WINGATE: Thank you, Your Honor, please the Court. I'll just sort of briefly start over. My name is Ken Wingate. I'm here with my partner, Rhett Kendall. And together we represent the 15 or so Plaintiffs, Your Honor, in this Charitable Irrevocable Trust action.

THE COURT: Yes, sir.

MR. WINGATE: I was starting to say before the lunch break that some of the clients are here. Of course Russell Bauknight, the Trustee, is the principal Plaintiff. His separate counsel, Freddie Kingsmore is with us today. I believe Your Honor knows Sonny Jones with the South Carolina Attorney General's office.

THE COURT: Clemson class of '70? Was it '70?

MR. JONES: 70, yes, sir.

MR. WINGATE: That's why he's behind ---

THE COURT: I understand.

MR. WINGATE: --- Your Honor. And also Deanna Brown Thomas, the daughter of James Brown is with us with her husband ---

THE COURT: I noticed she smiled when I said Bewildered, The Apollo 1963 Live. Go ahead.

MR. WINGATE: Well noted. Your Honor, we knew that exactly what did happen right before the lunch break would nappen.

THE COURT: Yes, sir.

MR. WINGATE: And that is there'd be a whole big bowl of spaghetti, all these lawsuits that have been filed, whip them up, stir them up, mix them up, throw out a quote, throw out a pleading, throw out a caption and try to confuse the matter and say only Jack Early could possibly sort through this mess.

This is real simple, Your Honor. There are two different things. There is the Last Will and Testament of James Brown. This is in Aiken County in the Probate Court -- well actually it's in Circuit Court in Jack Early's hands.

This, Your Honor, is the 2000 Irrevocable Charitable Trust of James Brown which was created as a separate entity prior to his death which was 2000, he died December of '06. Was funded prior to his death and is an entirely separate entity. And what we're here for, Your Honor, we're going to sort of split things. As you heard before lunch, counsel has been arguing both on their Motion to Dismiss the Plaintiffs' Complaint ---

THE COURT: And venue, right.

MR. WINGATE: --- and the transfer of venue and have said that they all sort of tie together. Well, that's again part of this stirring up a bowl of spaghetti, just trying to make it all sound too complex. It really is a pretty straightforward analysis.

We submitted, Your Honor, on Friday, a brief -- and I would just point out that at the bottom of page 2 and at the bottom of page 3 are two different diagrams of the estate plan of James Brown. And it really helps to show the flow of things.

THE COURT: I don't know whether it's made it to the file, let me doubt check. Do you have an extra copy?

MR. WINGATE: I don't -- I have one that's got a highlight on it if you don't mind that.

THE COURT: If they don't mind. Y'all have a copy of this, don't you?

MR. WATSON: Yes, Your Honor.

THE COURT: And at the bottom of page 2, Your Honor, is the estate plan which shows the Will, the document I showed you just a second ago, that's over there in Aiken, which pours over or gives the assets

upon James Browns' death to his Irrevocable Trust. And then that Irrevocable Trust splits into two parts, fifty percent of it was the I Feel Good Trust, a Charitable Trust for the education of students in South Carolina and Georgia, and then the other fifty percent for his family.

During the course of the last several years of litigation which has gotten so much attention, there was a settlement that was achieved, Your Honor, and this global settlement that brought all 15 of these people together on this caption into one group, rewrote the estate plan, rewrote the terms of the Trust. And the revised Trust is what Your Honor sees on page 3, the second diagram that's at the top of that chart.

THE COURT: All right.

MR. WINGATE: And again, Your Honor, you see that Will just sits over there in Aiken. The Estate administration is over in Aiken. But the Settlement Trust, the Charitable Trust that receives the royalties, the intangible assets, the intellectual property of James Brown, is then administered in Richland County, South Carolina by Russell Bauknight, the Trustee, for the purpose of, as you see on that

chart, a Charitable Trust that remains for education purposes, why the South Carolina Attorney General is in this case as one of our client Plaintiffs, and is about ---

THE COURT: The AG, they came in by agreement by everybody, the AG ---

MR. WINGATE: That is correct, Your Honor.

THE COURT: As it says here, sole authority to remove and replace Trustees, is that fair enough?

MR. WINGATE: (Affirmative response.)

THE COURT: Everybody?

MR. WILLIAMS: That is, as I ---

THE COURT: That's what it says.

MR. WILLIAMS: As I understand it, that is what the -- what is provided in the Settlement Agreement. That is not what was provided in the original estate plan ---

THE COURT: Okay.

MR. WILLIAMS: -- of Mr. Brown.

THE COURT: That's good enough. That's good enough.

MR. WILLIAMS: Just so you know.

THE COURT: Okay.

MR. WILLIAMS: It's not completely accurate.

State of South Carolina)	In the Court
)	Of Common Pleas
County of Aiken)	

Docket No. 2013CP0201337

Adele J. Pope, Plaintiff,)	
)	Transcript of Record
vs.)	Volume I
Estate of James Brown, Defendant.)	

September 5-7, 2018
Aiken, South Carolina

B E F O R E:

The Honorable Doyet A. Early, III, Judge.

A P P E A R A N C E S:

Walter Bundy, Esquire
Adam Silvernail, Esquire
Attorneys for the Plaintiff

Burl F. Williams, Esquire
William Newsome, Esquire
David Black, Esquire
Attorneys for the Defendant

Brenda J. Sigwald, Circuit Court Reporter
To The Honorable Doyet A. Early, III
P.O. Box 206, Jackson, South Carolina 29831

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