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21 Co-Conservator of the Estate

22 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
23 **FOR THE COUNTY OF LOS ANGELES**

24 In re the Conservatorship of the Person and
25 Estate of

26 **BRITNEY JEAN SPEARS,**

27 Conservatee.

Case No. BP 108 870

**PETITION FOR ORDER
ALLOWING AND APPROVING
PAYMENT OF:**

- 1) **COMPENSATION TO
CONSERVATORS AND ATTORNEYS
FOR CONSERVATORS; AND**
2) **REIMBURSEMENT OF COSTS**

(PROBATE CODE § 2641, et seq.)

Date: December 7, 2012
Time: 1:30 p.m.
Dept.: 9
Judge: Hon. Reva G. Goetz

FILED CONDITIONALLY UNDER SEAL

FILED
Superior Court of California
County of Los Angeles

NOV 13 2012

John A. Clarke, Executive Officer/Clerk
By T. Arismendez Deputy

DATE OF HEARING

12-07-12 Dept. 9
1:30 pm

REDACTED

CIT/CASE: BP108870
LEAD/DEF#:
RECEIPT #: FINE02922022
DATE PAID: 11/13/12 02:15 PM
AMOUNT: \$435.00
CHECK:
CASH:
DEBIT:
CREDIT:
\$435.00
\$0.00
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CASE NO. BP 108 870

OK to file and set
for 12-7-12 in D-9
@ 1:30 pm TA

HOFFMAN
SABBAN &
WATENMAKER

1964-1965

1 JAMES P. SPEARS ("Mr. Spears") as Conservator of the Person and Co-Conservator of
2 the Estate and ANDREW M. WALLET ("Mr. Wallet") of Hinojosa & Wallet, as Co-Conservator
3 of the Estate of Britney Jean Spears, Conservatee, (Collectively "Petitioners") present their
4 Petition for Order Allowing and Approving Payment of: 1) Compensation to Conservators and
5 Attorneys for Conservators; and 2) Reimbursement of Costs (Probate Code § 2641, *et seq*), as
6 follows:

7 1. Mr. Spears, Mr. Wallet and attorneys for the Petitioners, and each of them, have
8 performed the services set forth in this Petition, all of which were necessary, in good faith for the
9 benefit of Conservatee's person and estate. The declarations providing detailed information
10 describing the services will be lodged with this Court *in camera* along with the pertinent invoices.
11 The services for the periods set forth below, which addressed her personal, business and legal
12 interests, were in her best interest and benefited her person and estate.

13 2. Pursuant to the Order On Petition For Approval Of Attorneys Fees And For
14 Reimbursement Of Costs filed on November 3, 2009 (the "November 3, 2009 Order"), Mr. Wallet
15 and the law firm of Hoffman, Sabban & Watenmaker (the "Hoffman Firm") are allowed and
16 authorized to receive payment on account on a monthly basis of fifty percent (50%) of their
17 invoiced fees and one-hundred percent (100%) of advanced costs, with Mr. Wallet's and the
18 Hoffman Firm's fees and costs to be approved and allowed on a periodic basis.

19 3. Also pursuant to the November 3, 2009 Order, the Court initially authorized
20 Petitioners to make periodic payments on account to Bird, Marella, Boxer, Wolpert, Nessim,
21 Drooks & Lincenberg, PC (the "Bird Marella Firm"), in the amount of the lesser of \$30,000.00 per
22 month or the actual fees incurred, plus reimbursement for costs advanced. On December 19,
23 2011, the Court modified the November 3, 2009 Order authorizing Petitioners to pay the Bird
24 Marella Firm fifty percent (50%) of their invoiced fees on account and one hundred percent
25 (100%) of their costs advanced on account to be approved and allowed on a periodic basis.

26 4. Pursuant to the Minute Order on the Ex Parte Petition for Order Approving
27 Compensation for James P. Spears As Temporary and Permanent Conservator of The Person and
28 Temporary and Permanent Conservator of The Estate Of Britney Jean Spears for The Time Period

1 From January 31, 2008 Through November 30, 2008; Reimbursement Of Expenses Incurred By
2 Spears Management, Inc.; And Defrayment Of Office Expense, dated December 22, 2008 (the
3 "Minute Order re Compensation"), as well as the Court's March 16, 2010 Minute Order, the Co-
4 Conservators of the Estate are authorized and directed to pay to Mr. Spears on account \$16,000.00
5 monthly, plus \$1,200 monthly for his office space, beginning December 1, 2008, until further
6 order of this Court.

7 5. Pursuant to the Order Allowing and Approving Payment of: 1) Compensation to
8 Conservators and Attorneys for Conservators; and 2) Reimbursement of Costs filed on June 7,
9 2012, (the "June 7, 2012 Order") Kinsella Weitzman, Iser, Kump & Aldisert, LLP (the "Kinsella
10 Firm") is allowed and authorized to receive payment on account on a monthly basis of fifty
11 percent (50%) of their invoiced fees and one-hundred percent (100%) of advanced costs, with the
12 Kinsella Firm's fees and costs to be approved and allowed on a periodic basis.

13 [REDACTED]
14 [REDACTED]
15 [REDACTED]
16 [REDACTED]
17 [REDACTED]
18 [REDACTED]

19 COMPENSATION REQUESTS

20 7. To Hinojosa & Wallet, LLP: Andrew M. Wallet, of the law firm of Hinojosa &
21 Wallet, LLP ("Mr. Wallet"), the Co-Conservator of the Estate, has rendered services as co-
22 conservator of the Estate for the period from March 1, 2012, up to and including November 2,
23 2012, which are set forth in the Fee Declaration to be filed with this Court prior to the hearing on
24 this Petition.

25 8. During this period, Mr. Wallet has incurred a total of \$383,590.00 in fees and
26 \$2,240.61 in costs for which he seeks approval. Pursuant to the November 3, 2009 Order, Mr.
27 Wallet has been paid \$138,796.50 on account for fees and \$1,907.08 on account in costs, thereby
28 totaling \$140,703.58 in fees and costs. Mr. Wallet seeks further payment of \$244,793.50 in

1 outstanding fees and \$333.53 in outstanding costs for services rendered from March 1, 2012, to
2 November 2, 2012.

3 9. Petitioners request that the total fees charged in this matter by Mr. Wallet for the
4 period from March 1, 2012, up to and including November 2, 2012, in the amount of \$383,590.00,
5 and costs incurred in the amount of \$2,240.61 for a total of \$385,830.61, be allowed and
6 approved, and that Petitioners be authorized to pay outstanding fees of \$244,793.50 and costs of
7 \$333.53, for a total of \$245,127.03 to Mr. Wallet.

8 10. To Hoffman, Sabban & Watenmaker, APC: The law firm of Hoffman, Sabban &
9 Watenmaker, APC (the "Hoffman Firm") has represented Mr. Spears and has rendered legal
10 services relating to the Conservatorship of the Person and Estate for the period from March 1,
11 2012, up to and including November 2, 2012, which are set forth in the Fee Declaration to be filed
12 with this Court prior to the hearing on this Petition.

13 11. During this period, the Hoffman Firm has incurred a total of \$437,785.75 in fees
14 (reflecting a further discount of \$5,082.25 from Hoffman's already discounted fees) in fees and
15 \$4,939.12 in costs. Pursuant to the November 3, 2009 Order, the Hoffman Firm has been paid
16 \$90,902.76 in fees and \$3,586.50 in costs on account. The Hoffman Firm seeks further payment
17 of \$346,882.99 in outstanding fees and \$1,352.62 in outstanding costs for services rendered from
18 March 1, 2012 through November 2, 2012.

19 12. Petitioners request that the Hoffman Firm's fees in this matter for the period from
20 March 1, 2012, up to and including November 2, 2012, in the amount of \$437,785.75, and costs
21 incurred in the amount of \$4,939.12, in the total amount of \$442,724.84, be allowed and approved,
22 and that Petitioners be authorized to pay outstanding fees of \$346,882.99 and costs of \$1,352.62,
23 for a total of \$348,235.61 to the Hoffman Firm.

24 13. To Bird, Marella, Boxer, Wolpert, Nessim, Drooks & Lincenberg, PC: The law
25 firm of Bird, Marella, Boxer, Wolpert, Nessim, Drooks & Lincenberg, PC (the "Bird Marella
26 Firm") has represented Petitioners in connection with a lawsuit filed by Osama "Sam" Lutfi, Los
27 Angeles Superior Court Case No. BC 406904, and has rendered further legal services relating to
28 the Conservatorship of the Estate as litigation counsel in the Flores vs. Spears matter, as well as

2012.10

1 miscellaneous legal advice for the period from March 1, 2012, up to and including November 2,
2 2012, which will be set forth in detail in the Fee Declaration to be filed with this Court prior to the
3 hearing on this Petition.

4 14. During this period, the Bird Marella Firm has incurred a total of \$665,045.55
5 (reflecting a discount of \$58,642.45) in fees and \$37,478.25 in costs for which the Bird Marella
6 Firm seeks approval. Pursuant to the June 7, 2012 Order, the Bird Marella Firm has been paid
7 \$60,668.29 in fees and \$4,645.88 in costs on account. The Bird Marella Firm seeks further
8 payment of \$604,377.26 in outstanding fees and \$32,832.37 in outstanding costs for services
9 rendered from March 1, 2012 to November 2, 2012.

10 15. Petitioners request that the Bird Marella Firm's fees in this matter for the period
11 from March 1, 2012, up to and including November 2, 2012, in the amount of \$665,045.55 and
12 costs in the amount of \$37,478.25, in the total amount of \$702,523.80, be allowed and approved,
13 and that Petitioners be authorized to pay outstanding fees of \$604,377.26 and costs in the amount
14 of \$32,832.37, for a total of \$637,209.63 to the Bird Marella Firm.

15 16. To Wasser, Cooperman & Carter, PC: The law firm of Wasser, Cooperman &
16 Carter, P.C. (the "Wasser Firm") has rendered legal services relating to family law matters for the
17 Conservatorship of the Person and Estate for the period from March 1, 2012, up to and including
18 October 31, 2012, which are set forth in the Fee Declaration to be filed with this Court.

19 17. The Wasser Firm currently maintains in its client trust account on behalf of the
20 Conservators the amount of \$26,909.25, following deduction for the expenses it has incurred. The
21 Wasser Firm has incurred a total of \$6,375.00 in fees and \$318.77 in administrative expenses for
22 this period.

23 18. Petitioners request that the Wasser Firm's fees in this matter for the period from
24 February 1, 2012, up to and including October 31, 2012, in the amount of \$6,375.00 and
25 administrative expenses in the amount of \$318.77, in the total amount of \$6,693.77, be allowed
26 and approved.

27 19. To Kinsella, Weitzman, Iser, Kump & Aldisert, LLP: The law firm of Kinsella,
28 Weitzman, Iser, Kump & Aldisert, LLP (the "Kinsella Firm") has rendered legal services relating

1 to Ms. Spears' business interests for the Conservatorship of the Person and Estate for the period
2 from March 1, 2012, through and including November 2, 2012, which are set forth on the Fee
3 Declaration to be filed with this Court prior to the hearing on this Petition.

4 20. During this period, the Kinsella Firm has incurred a total of \$725.00 in fees with
5 regard to Ms. Spears' business interests. In addition, the Kinsella Firm now requests payment of
6 \$24,726.23 for services rendered from August 30, 2011 to February 29, 2012, which was withheld
7 pursuant to the Order dated, June 7, 2012 granting the prior Petition for Order Allowing and
8 Approving Payment of: (1) Compensation to Conservators and Attorneys for Conservators and
9 (2) Reimbursement of Costs for the period covering August 30, 2011, through February 29, 2012
10 (the "Prior Fee Petition"), in which the Court reserved the final payment of ten percent (10%) of
11 the Fees to the Kinsella Firm in the amount of \$24,726.23. That amount remains outstanding, and
12 Petitioners are informed and believe that Ms. Spears has reviewed the fees and does not object to
13 their payment. As well, the Kinsella Firm has determined that it did not invoice \$1,700.00 in
14 services performed prior to March 1, 2012, on behalf of Britney Brands, Inc. The Kinsella Firm
15 has not been paid any fees on account for the current period.

16 21. The Kinsella Firm seeks payment of \$725.00 in outstanding fees, for services
17 rendered from March 1, 2012, to November 2, 2012, and \$26,426.23 (consisting of \$24,726.23 in
18 reserved fees and an additional \$1,700.00 in fees for services not previously invoiced) for the
19 period of August 30, 2011, through February 29, 2012.

20 22. Petitioners request that the Kinsella Firm's fees in this matter for (a) the period
21 from March 1, 2012, up to and including November 2, 2012, in the amount of \$725.00, and (b) for
22 the period from August 30, 2011, through February 29, 2012, in the amount of \$26,426.23, be
23 allowed and approved.

24 23. Petitioners request authorization to pay to the Kinsella Firm fees in the amount of
25 \$725.00 for the current period; the reserved sum of \$24,726.23 pursuant to the Order granting the
26 Prior Fee Petition; and the additional sum of \$1,700.00 for services previously uninvoiced that
27 were rendered during the period of the Prior Fee Petition, totaling \$27,151.23.

1 24. To Law Offices of Alexandra Leichter: The Law Offices of Alexandra Leichter
2 (the "Leichter Office") has rendered legal services in connection with various orders relating to
3 Ms. Spears for the period from March 1, 2012, up to and including October 31, 2012, which
4 services are set forth in its Fee Declaration, to be filed with this Court prior to hearing on this
5 Petition.

6 25. During this period, the Leichter Office has incurred a total of \$11,250.00 in fees for
7 which the Leichter Office seeks approval. The Leichter Office has been paid \$11,451.75 in fees
8 and interest. Ms. Leichter has reversed the interest charge of \$201.75, and that amount has been
9 placed in her client trust account.

10 26. Petitioners request that the Leichter Office's fees in this matter for the period from
11 March 1, 2012, up to and including October 31, 2012, in the amount of \$11,250.00, be allowed
12 and approved, and further request an order authorizing Ms. Leichter to retain the sum of \$201.75
13 in her client trust account on behalf of the Conservators.

14 27. To Greines Martin, LLP: The law firm of Greines Martin, LLP (the "Greines
15 Firm") has represented Petitioners in connection with a lawsuit filed by Osama "Sam" Lutfi, Los
16 Angeles Superior Court Case No. BC 406904 for the period from March 1, 2012, up to and
17 including November 2, 2012, which services are set forth in its Fee Declaration, to be filed with
18 this Court prior to the hearing on this Petition.

19 28. During this period, the Greines Firm has incurred a total of \$175,000.00 (reflecting
20 a discount of \$38,960.00) in fees and \$3,753.25 in costs for which the Greines Firm seeks
21 approval. The Greines Firm has not been paid any fees or costs during this period.

22 29. Petitioners request that the Greines Firm's fees in this matter for the period from
23 March 1, 2012, up to and including November 2, 2012, in the amount of \$175,000.00 and costs in
24 the amount of \$3,753.25, in the total amount of \$178,753.25, be allowed and approved, and that
25 Petitioners be authorized to pay outstanding fees of \$175,000.00 and costs in the amount of
26 \$3,753.25, for a total of \$178,753.25 to the Greines Firm.

27 [REDACTED]
28 [REDACTED]

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[REDACTED]

36. To James P. Spears: Mr. Spears, the Conservator of the Person and the Co-Conservator of the Estate, has received compensation for services he has rendered in these capacities for the period from March 1, 2012, up to and including October 31, 2012. Mr. Spears will file a declaration with this Court. Pursuant to the December 22, 2008 Minute Order re

11/13/12
J. HOFFMAN
J. SABBAN &
J. WATENMAKER

1 Compensation and the Court's March 16, 2010 Minute Order, Mr. Spears has been paid \$16,000
2 monthly on account during that time period, the payment of which he seeks approval here.

3 37. Petitioners request approval of Mr. Spears' compensation for services he has
4 rendered for the period from March 1, 2012, up to and including October 31, 2012, in the amount
5 of \$16,000 per month, and confirmation that said amount shall be allowed and authorized on
6 account until further Court Order. Additionally, Petitioners request confirmation that Mr. Spears
7 be authorized to continue to expend from the Estate the sum of \$1,200 monthly for his office
8 space (which is in a secure location and is dedicated to the Conservatee's activities) until further
9 Court order, as set forth in the Minute Order re Compensation and the Court's March 16, 2010
10 Minute Order.

11 38. Persons Entitled to Notice. The names and addresses of the persons entitled to
12 notice of this Petition are as follows:

<u>NAME & ADDRESS</u>	<u>AGE</u>	<u>RELATIONSHIP</u>
14 15 Britney Jean Spears 16 c/o Samuel D. Ingham, III 17 9440 Santa Monica Blvd., Suite 510 18 Beverly Hills, CA 90210	Adult	Conservatee
18 Samuel D. Ingham, III 19 9440 Santa Monica Blvd., Suite 510 20 Beverly Hills, CA 90210	Adult	Court Appointed Counsel for Conservatee

21 39. Clark R. Byam of Hahn & Hahn, attorneys for the SJB Trust, whose address is 301
22 E. Colorado Boulevard, Ninth Floor, Pasadena, CA 91101, will also be provided with a copy of
23 this Petition.

24 40. No one has filed a request for special notice in this matter.

PRAYER

25 WHEREFORE, Petitioners request an Order of the Court as follows:

- 26 1. Finding that notice of hearing of this petition was given as required by law;
27 2. Finding that all services for which compensation is sought were rendered in good faith
28 and in the best interests of the Conservatee;

1 3. Allowing and approving the fees of Mr. Wallet in the amount of \$383,590.00, as
2 compensation for services rendered to the Conservatorship during the period from March 1, 2012,
3 through and including November 2, 2012, as well as the sum of \$2,240.61 as reimbursement for
4 reasonable costs that Mr. Wallet incurred;

5 4. Authorizing Petitioners to pay the outstanding unpaid balance of \$244,793.50 in fees
6 and \$333.53 in costs, for a total of \$245,127.03 to Mr. Wallet from the Conservatorship estate for
7 the outstanding unpaid fees and costs;

8 5. Allowing and approving the fees of the Hoffman Firm in the amount of \$437,785.75,
9 as compensation for services rendered to the Conservatorship during the period from March 1,
10 2012, through and including November 2, 2012, as well as the sum of \$4,939.12, as
11 reimbursement for reasonable costs that the Hoffman Firm incurred;

12 6. Authorizing Petitioners to pay the outstanding unpaid balance of \$346,882.99 in fees
13 and \$1,352.62 in costs, for a total of \$348,235.61 to the Hoffman Firm from the Conservatorship
14 estate;

15 7. Allowing and approving the fees of the Bird Marella Firm in the amount of
16 \$665,045.55 as compensation for services rendered to the Conservatorship during the period from
17 March 1, 2012, through and including November 2, 2012, as well as the sum of \$37,478.25, as
18 reimbursement for reasonable costs incurred;

19 8. Authorizing Petitioners to pay the outstanding unpaid balance of \$604,377.26 in fees
20 and \$32,832.37 in costs, for a total of \$637,209.63, to the Bird Marella Firm from the
21 Conservatorship estate;

22 9. Allowing and approving the fees of the Wasser Firm in the amount of \$6,375.00, as
23 compensation for services rendered to the Conservatorship during the period from February 1,
24 2012, through and including October 31, 2012, as well as reimbursement of the Wasser Firm's
25 administrative expenses in the amount of \$318.77;

26 10. Allowing and approving the fees of the Kinsella Firm in the amount of \$725.00, as
27 compensation for services rendered to the Conservatorship during the period from March 1, 2012,
28 through and including November 2, 2012; the sum of \$1,700.00 (previously unbilled) as

1 compensation for the period covered by the Prior Fee Petition; and the sum of \$24,726.23
2 previously reserved pursuant to the Order granting the Prior Fee Petition.

3 11. Authorizing Petitioners to pay the sum of \$26,426.23 in fees to the Kinsella Firm from
4 the Conservatorship estate for the period of August 30, 2011, through February 29, 2012, for
5 services rendered to the Conservatorship estate;

6 12. Authorizing Petitioners to pay the amount of \$725.00 to the Kinsella Firm from the
7 Conservatorship estate for the period from March 1, 2012, through and including November 2,
8 2012.

9 13. Allowing and approving the fees of the Leichter Office in the amount of \$11,250.00,
10 as compensation for services rendered to the Conservatorship during the period from March 1,
11 2012, through and including November 2, 2012 and authorizing the Conservators to leave the sum
12 of \$201.75 in Ms. Leichter's client trust account;

13 14. Allowing and approving the fees of the Greines Firm in the amount of \$175,000.00, as
14 compensation for services rendered to the Conservatorship during the period from March 1, 2012,
15 through and including November 2, 2012, as well as the sum of \$3,753.25, as reimbursement for
16 reasonable costs incurred;

17 15. Authorizing Petitioners to pay the outstanding unpaid balance of \$175,000.00 to the
18 Greines Firm from the Conservatorship estate for the outstanding unpaid fees, as well as
19 reimbursement for reasonable costs that the Greines Firm incurred during this period in the
20 amount of \$3,753.25;

21 [REDACTED]
22 [REDACTED]
23 [REDACTED]
24 [REDACTED]
25 [REDACTED]
26 [REDACTED]
27 [REDACTED]
28 [REDACTED]

1 [REDACTED]
2 [REDACTED]
3 [REDACTED]
4 20. Allowing and approving fees to Mr. Spears for the services he performed as Co-
5 Conservator of the Person and Co-Conservator of the Estate in the amount of \$16,000 monthly
6 and allowing and approving payment from the Estate for the cost of an office in the amount of
7 \$1,200 monthly;

8 21. Confirming that the November 3, 2009 Order remains in full force and effect, allowing
9 and authorizing Petitioners to pay Mr. Wallet and the Hoffman Firm fifty percent (50%) of their
10 monthly invoiced fees on account and one hundred percent (100%) of their advanced costs, on
11 account;

12 22. Confirming that the Minute Order re Compensation and the March 16, 2010 Minute
13 Order, and the authority to continue payment to Mr. Spears of \$16,000 per month on account plus
14 \$1,200 per month in office expenses that Mr. Spears continues to incur, remains in full force and
15 effect;

16 23. Confirming that the June 7, 2012 Order remains in full force and effect, allowing and
17 authorizing Petitioners to pay the Bird Marella Firm and the Kinsella Firm fifty percent (50%) of
18 their monthly invoiced fees on account and one hundred percent (100%) of their advanced costs,
19 on account; and

20 24. Such other and further relief as the Court considers just and proper.

21 DATED: November 13, 2012

Respectfully submitted,
HINOJOSA & WALLET, LLP
Andrew M. Wallet

HOFFMAN, SABBAN & WATENMAKER, APC
Geraldine A. Wyle
Jeryll S. Cohen

26 By: 

Geraldine A. Wyle, Attorneys for James P. Spears,
Co-Conservator of the Person and Co-Conservator of the
Estate