

**FILED**  
Superior Court of California  
County of Los Angeles

SEP 15 2011

John A. Clarke, Executive Officer/ Clerk  
By A. Waits, Deputy  
ANDRE WAITS

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Co-Conservator of the Estate

**DATE OF HEARING**

11-16-11 1:30 D-9

SUPERIOR COURT OF THE STATE OF CALIFORNIA  
FOR THE COUNTY OF LOS ANGELES  
CENTRAL DISTRICT

In re the Conservatorship of the Estate of

BRITNEY JEAN SPEARS,

Conservatee

Case No BP 108870

**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 November 16, 2011  
Time 1:30 pm  
Dept 9  
Judge Hon Reva Goetz

CIT/CASE: BP108870 LEA/REF:  
RECEIPT #: FIN221183001  
DATE PAID: 09/15/11 03:29:37 PM  
PAYMENT: \$395.00  
RECEIVED: 0310  
CHECK: 395.00  
CHANGE: 0.00  
CASH: 0.00

OK to set 11/16/2011 @ 1:30 pm - PLS

09/15/2011

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, which addressed her personal, business and legal interests, were in her best interest  
12 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 "Previous Fee Order") Mr Wallet and  
15 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 Previous Fee Order, the Court has authorized Petitioners to  
20 make periodic payments on account to Bird, Marella, Boxer, Wolpert, Nessim, Dooks &  
21 Lincenberg, PC (the "Bird Marella Firm"), in the amount of the lesser of \$30,000.00 per month or  
22 the actual fees incurred, plus reimbursement for costs advanced.

23 4 Pursuant to the Minute Order on the Ex Parte Petition For Order Approving  
24 Compensation For James P Spears As Temporary And Permanent Conservator Of The Person  
25 And Temporary And Permanent Conservator Of The Estate Of Britney Jean Spears For The Time  
26 Period From January 31, 2008 Through November 30, 2008, Reimbursement Of Expenses  
27 Incurred By Spears Management, Inc., And Defrayment Of Office Expense, dated December 22,  
28 2008 (the "Minute Order re Compensation"), as well as the Court's March 16, 2010 Minute Order,

1 the Co-Conservators of the Estate are authorized and directed to pay to Mr Spears on account  
2 \$16,000 00 monthly, plus \$1,200 monthly for his office space, beginning December 1, 2008, until  
3 further order of this Court

4 **COMPENSATION REQUESTS**

5       5       To Hinojosa & Wallet, LLP Andrew M Wallet, of the law firm of Hinojosa &  
6 Wallet, LLP ("Mr Wallet"), the Co-Conservator of the Estate, has rendered services as co-  
7 conservator of the Estate for the period from November 1, 2010, up to and including July 31,  
8 2011, which are set forth on the Fee Declaration to be lodged with this Court *in camera* Mr  
9 Wallet has incurred a total of \$251,933 00 in fees and \$2,475 46 in costs for which he seeks  
10 approval Mr Wallet seeks further payment of outstanding fees for services previously omitted  
11 from prior Court Orders in the amount of \$60,076 22, for a total of \$314,484 68 Pursuant to the  
12 Previous Fee Order, Mr Wallet has been paid \$151,409 36 on account for fees and costs

13       6       Petitioners request that the total fees charged in this matter by Mr Wallet for the  
14 period from November 1, 2010 up to and including July 31, 2011, in the amount of \$251,933 00,  
15 costs incurred in the amount of \$2,475 46, and outstanding fees for services previously omitted  
16 from prior Court Orders in the amount of \$60,076 22, for a total of \$314,484 68 be allowed and  
17 approved, and that Petitioners be authorized to pay to Mr Wallet the outstanding fees and costs in  
18 the amount of \$163,075 32

19       7       To Hoffman, Sabban & Watenmaker, APC The law firm of Hoffman, Sabban &  
20 Watenmaker, APC (the 'Hoffman Firm') has represented Mr Spears and has rendered legal  
21 services relating to the Conservatorship of the Person and Estate for the period from November 1,  
22 2010, up to and including July 31, 2011, which are set forth on the Fee Declaration to be lodged  
23 with this Court *in camera*

24       8       The Hoffman Firm has incurred a total of \$235,409 50 in fees and \$3,808 32 in  
25 costs for which the Hoffman Firm seeks approval Pursuant to the Previous Fee Order, the  
26 Hoffman Firm has been paid \$47,139 75 in fees and \$2,438 54 in costs on account The Hoffman  
27 Firm seeks further payment of \$188,269 75 in outstanding fees for services rendered from  
28 November 1, 2010 through July 31, 2011, and \$1,369 78 in outstanding costs, for a total of

1 \$189,639 53

2 9 Petitioners request that the Hoffman Firm's fees in this matter for the period from  
3 November 1, 2010, up to and including July 31, 2011, in the amount of \$235,409 50, and costs  
4 incurred in the amount of \$3,808 32, in the total amount of \$237,848 04, be allowed and approved,  
5 and that Petitioners be authorized to pay outstanding fees of \$188,269 75 and costs of \$1,369 78,  
6 for a total of \$189,639 53 to the Hoffman Firm

7 10 To Bird, Marella, Boxer, Wolpert, Nessim, Dooks & Lincenberg, PC The law  
8 firm of Bird, Marella, Boxer, Wolpert, Nessim, Dooks & Lincenberg, PC (the "Bird Marella  
9 Firm") has represented Petitioners in connection with a lawsuit filed by Osama "Sam" Lutfi, Los  
10 Angeles Superior Court Case No BC 406904 and has rendered further legal services relating to  
11 the Conservatorship of the Estate as litigation counsel in the Flores vs Spears matter, as well as  
12 miscellaneous legal advice for the period from November 1, 2010, up to and including July 31,  
13 2011, which will be set forth in detail in the Fee Declaration to be lodged with this Court *in*  
14 *camera*

15 11 The Bird Marella Firm has incurred a total of \$199,668 76 (reflecting a discount of  
16 \$13,744 74) in fees and \$8,057 22 in costs for which the Bird Marella Firm seeks approval

17 12 Petitioners request that the Bird Marella Firm's fees in this matter for the period  
18 from November 1, 2010, up to and including July 31, 2011, in the amount of \$199,668 76 and  
19 costs in the amount of \$8,057 27, in the total amount of \$207,726 03, be allowed and approved,  
20 and that Petitioners be authorized to pay fees of \$186,268 04 (this lower amount reflects a credit  
21 of \$13,400 77 for prior fees billed and paid on account but not approved by the Court on the  
22 previous fee application) and costs in the amount of \$8,057 22, for a total of \$194,343 21 to the  
23 Bird Marella Firm

24 13 To Wassel, Cooperman & Carter, PC The law firm of Wassel, Cooperman &  
25 Carter, P C (the "Wasser Firm") has rendered legal services relating to family law matters for the  
26 Conservatorship of the Person and Estate for the period from November 1, 2009, up to and  
27 including July 31, 2011, which are set forth on the Fee Declaration to be lodged with this Court *in*  
28 *camera*

1           14       The Wasser Firm holds a client trust account on behalf of the conservators in the  
2 amount of \$37,947 41 The Wasser Firm has incurred a total of \$5,875 00 in fees, \$293 76 in  
3 administrative expenses and \$44 50 in costs for which the Wasser Firm seeks approval

4           15       Petitioners request that the Wasser Firm's fees in this matter for the period from  
5 November 1, 2009, up to and including July 31, 2011, in the amount of \$5,875 00, administrative  
6 expenses in the amount of \$293 76 and costs incurred in the amount of \$44 50, in the total amount  
7 of \$6,213 26, be allowed and approved

8           16       To Greines, Martin, Stein & Richland, LLP The law firm of Greines, Martin,  
9 Stein & Richland, LLP (the "Greines Firm") has rendered legal services relating to appellate  
10 advice for the Conservatorship of the Person and Estate for the period from July 1, 2011, through  
11 and including July 31, 2001, which are set forth on the Fee Declaration to be lodged with this  
12 Court *in camera*

13           17       The Grienes Firm has incurred a total of \$23,595 00 in fees and \$117 98 in costs  
14 for which the Grienes Firm seeks approval

15           18       Petitioners request that the Greines Firm's fees in this matter for the period from  
16 July 1, 2011, up to and including July 31, 2011, in the amount of \$23,595 00, and costs incurred in  
17 the amount of \$117 98, in the total amount of \$23,712 98, be allowed and approved, and that  
18 Petitioners be authorized to pay outstanding fees of \$23,712 98 and costs of \$117 98, for a total of  
19 \$23,712 98, to the Grienes Firm

20           19       To Kinsella, Weitzman, Isei, Kump & Aldisert, LLP The law firm of Kinsella,  
21 Weitzman, Isei, Kump & Aldisert, LLP (the "Kinsella Firm") has rendered legal services relating  
22 to the Brand Sense Partners, LLC litigation matter for the Conservatorship of the Person and  
23 Estate for the period from May 1, 2011, through and including July 31, 2001, which are set forth  
24 on the Fee Declaration to be lodged with this Court *in camera*

25           20       The Kinsella Firm has incurred a total of \$94,247 50 in fees and \$2,746 18 in costs  
26 for which the Kinsella Firm seeks approval

27           21       Petitioners request that the Kinsella Firm's fees in this matter for the period from  
28 May 1, 2011, up to and including July 31, 2011, in the amount of \$94,247 50, and costs incurred

1 in the amount of \$2,746 18, in the total amount of \$96,993 68, be allowed and approved, and that  
2 Petitioners be authorized to pay outstanding fees of \$94,247 50 and costs of \$2,746 18, for a total  
3 of \$96,993 68, to the Kinsella Firm

4 22 To James P. Spears Mr Spears, the Conservator of the Person and the Co-  
5 Conservator of the Estate, has received compensation for services he has rendered in these  
6 capacities for the period from November 1, 2010, up to and including July 31, 2011 Mr Spears  
7 will lodge a declaration with this Court for *in camera* review in short order Pursuant to the  
8 December 22, 2008 Minute Order re Compensation and the Court's March 16, 2010 Minute  
9 Order, Mr Spears has been paid \$16,000 monthly on account during that time period, the payment  
10 of which he seeks approval here

11 23 Petitioners request approval of Mr Spears' compensation for services he has  
12 rendered for the period from November 1, 2010, up to and including July 31, 2011, in the amount  
13 of \$16,000 per month, and confirmation that said amount shall be allowed and authorized on  
14 account until further Court Order Additionally, Petitioners request confirmation that Mr Spears  
15 be authorized to continue to expend from the Estate the sum of \$1,200 monthly for his office  
16 space (which is in a secure location and is dedicated to the Conservatee's activities) until further  
17 Court order, as set forth in the Minute Order re Compensation and the Court's March 16, 2010  
18 Minute Order

19 24 Persons Entitled to Notice The names and addresses of the persons entitled to  
20 notice of this Petition are as follows

NAME & ADDRESS	AGE	RELATIONSHIP
James P. Spears 11136 Chandler Boulevard Loft 204 N Hollywood, CA 91601	Adult	Petitioner, Conservator of the Person, Co-Conservator of the Estate
Britney Jean Spears c/o Samuel D. Ingham, III 9440 Santa Monica Boulevard Suite 510 Beverly Hills, CA 90210	Adult	Conservatee

1 Samuel D. Ingham, III  
9440 Santa Monica Boulevard  
Suite 510  
2 Beverly Hills, CA 90210

Adult

Court Appointed Counsel  
for Conservatee

3 Andrew M. Wallet  
4 HINOJOSA & WALLET, LLP  
2215 Colby Avenue  
5 Los Angeles, CA 90064

Adult

Petitioner, Co-Conservator  
of the Estate

6 25 Clark R. Byam of Hahn & Hahn, attorneys for the SJB Trust, whose address is 301  
7 E Colorado Boulevard, Ninth Floor, Pasadena, CA 91101, will also be provided with a copy of  
8 this Petition

9 26. No one has filed a request for special notice in this matter

10 **PRAYER**

11 WHEREFORE, Petitioners request an Order of the Court as follows

12 1 That notice of hearing of this petition was given as required by law,

13 2 That all services for which compensation is sought were rendered in good faith and in  
14 the best interests of the Conservatee,

15 3 Allowing and approving the fees of Mr. Wallet in the amount of \$251,933.00, as  
16 compensation for services rendered to the Conservatorship during the period from November 1,  
17 2010, through and including July 31, 2011, reimbursement for reasonable costs in the amount of  
18 \$2,475.46, as well as the sum of \$60,076.22, for fees and costs omitted from prior Court Orders,

19 4 Authorizing Petitioners to pay the outstanding unpaid balance of \$163,075.32 to Mr.  
20 Wallet from the Conservatorship estate for the outstanding unpaid fees and costs,

21 5 Allowing and approving the fees of the Hoffman Firm in the amount of \$235,409.50,  
22 as compensation for services rendered to the Conservatorship during the period from November 1,  
23 2010, through and including July 31, 2011, as well as the sum of \$3,808.32, as reimbursement for  
24 reasonable costs incurred,

25 6 Authorizing Petitioners to pay the outstanding unpaid balance of \$188,269.75 in fees  
26 and \$1,369.78 in costs, for a total of \$189,639.53, to the Hoffman Firm from the Conservatorship  
27 estate,  
28

1           7   Allowing and approving the fees and costs of the Bird Marella Firm in the amount of  
2 \$194,343 21 for fees and \$8,057 22 as reimbursement for costs, as compensation for services  
3 rendered to the Conservatorship during the period from November 1, 2010, through and including  
4 July 31, 2011, which reflects a credit and includes an adjustment of \$13,400 77 for prior fees  
5 billed and paid on account but not approved by the Court on the previous fee application,

6           8   Authorizing Petitioners to pay the outstanding unpaid balance of \$186,268 04 in fees  
7 and \$8,057 22 in costs, for a total of \$194,343 21, to the Bird Marella Firm from the  
8 Conservatorship estate,

9   ///

10   ///

11           9   Allowing and approving the fees of the Wasser Firm in the amount of \$5,875 00, as  
12 compensation for services rendered to the Conservatorship during the period from October 1,  
13 2009, through and including July 31, 2011, reimbursement of administrative expenses in the  
14 amount of \$293 76 and costs in the amount of \$44 50,

15           10   Allowing and approving the fees of the Greines Firm in the amount of \$23,595 00, as  
16 compensation for services rendered to the Conservatorship during the period from July 1, 2001,  
17 through and including July 31, 2011, as well as the sum of \$117 98, as reimbursement for  
18 reasonable costs incurred,

19           11   Authorizing Petitioners to pay the outstanding unpaid balance of \$23,712 98 to the  
20 Greines Firm from the Conservatorship estate for the outstanding unpaid fees and costs,

21           12   Allowing and approving the fees of the Kinsella Firm in the amount of \$94,247 50, as  
22 compensation for services rendered to the Conservatorship during the period from July 1 2001,  
23 through and including July 31, 2011, as well as the sum of \$2,746 18, as reimbursement for  
24 reasonable costs incurred,

25           13   Authorizing Petitioners to pay the outstanding unpaid balance of \$96,993 68 to the  
26 Kinsella Firm from the Conservatorship estate for the outstanding unpaid fees and costs,

27           14   Allowing and approving fees to Mr. Spears for the services he performed as  
28 Conservator of the Person and Co-Conservator of the Estate in the amount of \$16,000 monthly



1 and allowing and approving payment from the Estate for the cost of an office in the amount of  
2 \$1,200 monthly,

3 15 Confirming that the Previous Fee Order remains in full force and effect, allowing and  
4 authorizing Petitioners to pay Mr Wallet and the Hoffman Firm fifty percent (50%) of their  
5 monthly invoiced fees on account and one hundred percent (100%) of their advanced costs, on  
6 account and allowing and authorizing Petitioners to pay the law firm of Bud. Marella, Boxer,  
7 Wolpert, Nessim, Dooks & Lincenberg, PC their invoiced fees on account, not to exceed  
8 \$30,000 00 per month plus advanced costs,

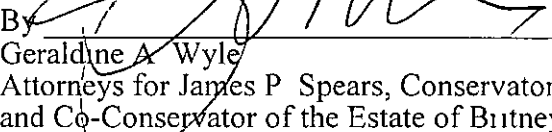
9 16 Confirming that the Minute Order re Compensation and the March 16, 2010 Minute  
10 Order, and the authority to continue payment to Mr Spears of \$16,000 per month on account plus  
11 \$1,200 per month in office expenses that Mr Spears continues to incur, remains in full force and  
12 effect, and

13 17 Such other and further relief as the Court considers just and proper  
14

15 DATED September 15, 2011

HINOJOSA & WALLET, LLP

16 HOFFMAN, SABBAN & WATENMAKER, APC  
17 Geraldine A Wyle  
18 Jeryll S Cohen

19 By   
20 Geraldine A Wyle  
21 Attorneys for James P Spears, Conservator of the Person  
22 and Co-Conservator of the Estate of Britney Jean Spears  
23  
24  
25  
26  
27  
28

**VERIFICATION**

I, ANDREW M WALLET, hereby certify under penalty of perjury under the laws of the state of California that I am a petitioner herein, that I have read the foregoing PETITION ALLOWING AND APPROVING PAYMENT OF 1) COMPENSATION TO CONSERVATORS AND ATTORNEYS FOR CONSERVATORS, AND 2) REIMBURSEMENT OF COSTS (PROBATE CODE §2641, *et seq* ) and know the contents thereof, that the same are true of my own knowledge except as to the matters therein stated on my information and belief and as to those matters I believe them to be true

Executed this 15 day of Sept, 2011, at Los Angeles,  
CA

  
\_\_\_\_\_  
ANDREW M WALLET