

ATTORNEY OR PARTY WITHOUT ATTORNEY STATE BAR NO.: NAME: Samuel D. Ingham III, Esq. 66279 FIRM NAME: LAW OFFICES OF SAMUEL D. INGHAM III STREET ADDRESS: 444 South Flower Street, Suite 4260 CITY: Los Angeles STATE: CA ZIP CODE: 90071-2966 TELEPHONE NO.: (310) 556-9751 FAX NO.: (310) 556-1311 E-MAIL ADDRESS: sam@inghamlaw.com ATTORNEY FOR (name): BRITNEY JEAN SPEARS (CAC)	FOR COURT USE ONLY
SUPERIOR COURT OF CALIFORNIA, COUNTY OF LOS ANGELES STREET ADDRESS: 111 North Hill Street MAILING ADDRESS: 111 North Hill Street CITY AND ZIP CODE: Los Angeles, California 90012 BRANCH NAME: Central District	
CONSERVATORSHIP OF (name): BRITNEY JEAN SPEARS (PROPOSED) CONSERVATEE	
PETITION FOR APPOINTMENT OF PROBATE CONSERVATOR OF THE <input type="checkbox"/> Limited Conservatorship	CASE NUMBER: BP 108 870 HEARING DATE AND TIME: 11/10/2020 1:30 PM DEPT.: 4
<input type="checkbox"/> SUCCESSOR <input type="checkbox"/> PERSON <input checked="" type="checkbox"/> ESTATE	

1. **Petitioner (name):** BRITNEY JEAN SPEARS

requests that

a. (Name):
(Address):

(Telephone):

be appointed successor conservator limited conservator
 of the PERSON of the (proposed) conservatee and Letters issue upon qualification.

b. (Name): BESSEMER TRUST COMPANY OF CALIFORNIA, N.A.
 (Address): 10250 Constellation Boulevard, Suite 2600
 Los Angeles, California 90067
 Attention: Jeff J. Glowacki, Western Regional Head

(Telephone): (213) 892-0900

be appointed successor conservator limited conservator
 of the ESTATE of the (proposed) conservatee and Letters issue upon qualification.

- c. (1) bond not be required because the proposed successor conservator is a corporate fiduciary or an exempt government agency. for the reasons stated in Attachment 1c.
- (2) bond be fixed at: \$ _____ to be furnished by an authorized surety company or as otherwise provided by law. (Specify reasons in Attachment 1c if the amount is different from the minimum required by Probate Code section 2320.)
- (3) \$ _____ in deposits in a blocked account be allowed. Receipts will be filed.
 (Specify institution and location):

d. orders authorizing independent exercise of powers under Probate Code section 2590 be granted. Granting the proposed successor conservator of the estate powers to be exercised independently under Probate Code section 2590 would be to the advantage and benefit and in the best interest of the conservatorship estate. (Specify orders, powers, and reasons in Attachment 1d.)

e. orders relating to the capacity of the (proposed) conservatee under Probate Code section 1873 or 1901 be granted. (Specify orders, facts, and reasons in Attachment 1e.)

f. orders relating to the powers and duties of the proposed successor conservator of the person under Probate Code sections 2351-2358 be granted. (Specify orders, facts, and reasons in Attachment 1f.)

g. the (proposed) conservatee be adjudged to lack the capacity to give informed consent for medical treatment or healing by prayer and that the proposed successor conservator of the person be granted the powers specified in Probate Code section 2355. (Complete item 9 on page 6.)

Do NOT use this form for a temporary conservatorship.

CONSERVATORSHIP OF
(name): BRITNEY JEAN SPEARS

CASE NUMBER:
BP 108 870

(PROPOSED) CONSERVATEE

1. h. (for limited conservatorship only) orders relating to the powers and duties of the proposed limited conservator of the person under Probate Code section 2351.5 be granted. (Specify orders, powers, and duties in Attachment 1h and complete item 1j.) successor*
- i. (for limited conservatorship only) orders relating to the powers and duties of the proposed limited conservator of the estate under Probate Code section 1830(b) be granted. (Specify orders, powers, and duties in Attachment 1i and complete item 1j.) successor*
- j. (for limited conservatorship only) orders limiting the civil and legal rights of the (proposed) limited conservatee be granted. (Specify limitations in Attachment 1j.)
- k. orders authorizing placement or treatment for a major neurocognitive disorder (such as dementia) as specified in the Attachment Requesting Special Orders Regarding a Major Neurocognitive Disorder (form GC-313) under Probate Code section 2356.5 be granted. A Capacity Declaration—Conservatorship (form GC-335) and Major Neurocognitive Disorder Attachment to Capacity Declaration—Conservatorship (form GC-335A), executed by a licensed physician or by a licensed psychologist acting within the scope of his or her license with at least two years experience diagnosing major neurocognitive disorders (including dementia), are filed herewith. will be filed before the hearing. (appointment of successor conservator only) will not be filed because an order relating to placement or treatment for a major neurocognitive disorder (such as dementia) was filed on (date): . That order has neither expired by its terms nor been revoked.
- l. other orders be granted. (Specify in Attachment 1l.)
2. (Proposed) conservatee is (name): BRITNEY JEAN SPEARS (Telephone): (310) 556-9751
(Current address): c/o Samuel D. Ingham III, Esq., Court Appointed Counsel
444 South Flower Street - Suite 4260
Los Angeles, California 90071
3. a. **Jurisdictional facts** (initial appointment only) The proposed conservatee has no conservator in California and is a
(1) resident of California and
(a) a resident of this county.
(b) not a resident of this county, but commencement of the conservatorship in this county is in the best interests of the proposed conservatee for the reasons specified in Attachment 3a.
(2) nonresident of California but
(a) is temporarily living in this county, or
(b) has property in this county, or
(c) commencement of the conservatorship in this county is in the best interest of the proposed conservatee for the reasons specified in Attachment 3a.
- b. **Petitioner** (answer items (1) and (2) and check all other items that apply)
(1) is is not a **creditor** or an agent of a creditor of the (proposed) conservatee.
(2) is is not a **debtor** or an agent of a debtor of the (proposed) conservatee.
(3) is the proposed successor conservator.
(4) is the (proposed) conservatee. (If this item is **not** checked, you must also complete item 3f.)
(5) is the spouse of the (proposed) conservatee. (You must also complete item 6.)
(6) is the domestic partner or former domestic partner of the (proposed) conservatee. (You must also complete item 7.)
(7) is a relative of the (proposed) conservatee as (specify relationship):
(8) is an interested person or friend of the (proposed) conservatee.
(9) is a state or local public entity, officer, or employee.
(10) is the guardian of the proposed conservatee.
(11) is a bank is another entity authorized to conduct the business of a trust company.
(12) is a professional fiduciary within the meaning of Business and Professions Code section 6501(f) who is licensed by the Professional Fiduciaries Bureau of the Department of Consumer Affairs. Petitioner's license number is provided in item 1 on page 1 of the attached Professional Fiduciary Attachment. (Use form GC-210(A-PF)/GC-310(A-PF) for this attachment. You must also complete item 2 on page 2 of that form and item 3d below.)

* See Item 5b on page 4.

CONSERVATORSHIP OF
(name): BRITNEY JEAN SPEARS

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(PROPOSED) CONSERVATEE

3. c. **Proposed** **successor conservator** is (check all that apply)

- (1) a nominee. (Affix nomination as Attachment 3c(1).)
 (2) the spouse of the (proposed) conservatee. (You must also complete item 6.)
 (3) the domestic partner or former domestic partner of the (proposed) conservatee. (You must also complete item 7.)
 (4) a relative of the (proposed) conservatee as (specify relationship):
 (5) a bank. another entity authorized to conduct the business of a trust company.
 (6) a nonprofit charitable corporation that meets the requirements of Probate Code section 2104.
 (7) a professional fiduciary, as defined in Business and Professions Code section 6501(f). His or her statement concerning licensure or exemption is provided in item 1 on page 1 of the attached *Professional Fiduciary Attachment*. (Use form GC-210(A-PF)/GC-310(A-PF) for this attachment.)
 (8) other (specify):

d. Engagement and prior relationship with petitioning professional fiduciary (complete this item if petitioner is licensed by the *Professional Fiduciaries Bureau*.)

- (1) Statements of who engaged petitioner, or how petitioner was engaged to file this petition, and a description of any prior relationship petitioner had with the (proposed) conservatee or his or her family or friends, are provided in item 2 on page 2 of the attached *Professional Fiduciary Attachment*. (Use form GC-210(A-PF)/GC-310(A-PF) for this attachment.)
 (2) A petition for appointment of a temporary conservator is filed with this petition. That petition contains statements of who engaged petitioner, how petitioner was engaged to file this petition, and a description of any prior relationship petitioner had with the (proposed) conservatee or his or her family and friends.

e. **Character and estimated value of the property of the estate** (complete items (1) or (2) and (3), (4), and (5)):

- (1) (For appointment of successor conservator only, if complete Inventory and Appraisal filed by predecessor):
 Personal property: \$ _____, per Inventory and Appraisal filed in this proceeding on
 (specify dates of filing of all inventories and appraisals):

- (2) Estimated value of personal property: \$ See attachmt 3e
 (3) Annual gross income from
 (a) real property: \$ _____
 (b) personal property: \$ _____
 (c) pensions: \$ _____
 (d) wages: \$ _____
 (e) public assistance benefits: \$ _____
 (f) other: \$ _____
 (4) **Total** of (1) or (2) and (3): \$ _____
 (5) Real property: \$ see attachmt 3e
 (a) per Inventory and Appraisal identified in item (1).
 (b) estimated value.

f. Due diligence (complete this item if the (proposed) conservatee is not a petitioner):

- (1) Efforts to find the (proposed) conservatee's relatives or reasons why it is not feasible to contact any of them are described on Attachment 3f(1).
 (2) Statements of the (proposed) conservatee's preferences concerning the appointment of any (successor) conservator and the appointment of the proposed (successor) conservator or reasons why it is not feasible to ascertain those preferences are contained on Attachment 3f(2).

CONSERVATORSHIP OF (name): BRITNEY JEAN SPEARS (PROPOSED) CONSERVATEE	CASE NUMBER: BP 108 870
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3. g. So far as known to petitioner, a conservatorship or equivalent proceeding concerning the proposed conservatee has not has been filed in another jurisdiction, including a court of a federally-recognized Indian tribe with jurisdiction (see Prob. Code, § 2031(b)).
 (If you answered "has," identify the jurisdiction and state the date the case was filed):

4. (Proposed) conservatee

a. is is not a patient in or on leave of absence from a state institution under the jurisdiction of the California Department of State Hospitals or the California Department of Developmental Services (specify state institution):

b. is receiving or entitled to receive is neither receiving nor entitled to receive benefits from the U.S. Department of Veterans Affairs (estimate amount of monthly benefit payable):

c. is is not, so far as is known to petitioner, a member of a federally recognized Indian tribe.
 (If you answered "is," complete items (1)–(4)):

(1) Name of tribe:

(2) Location of tribe (if the tribe is located in more than one state, the state that is the tribe's principal location):

(3) The proposed conservatee does does not reside on tribal land.*

(4) So far as known to petitioner, the proposed conservatee owns does not own property on tribal land.

5. a. Proposed conservatee (initial appointment of conservator only)

(1) is an adult.

(2) will be an adult on the effective date of the order (date):

(3) is a married minor.

(4) is a minor whose marriage has been dissolved.

b. Vacancy in office of conservator (appointment of successor conservator only. A petition for appointment of a limited conservator after the death of a predecessor is a petition for initial appointment. (Prob. Code, § 1860.5(a)(1).)

There is a vacancy in the office of conservator of the person estate for the reasons

specified in Attachment 5b. specified below.

* "Tribal land" is land that is, with respect to a specific Indian tribe and the members of that tribe, "Indian country", as defined in 18 U.S.C. § 1151.

CONSERVATORSHIP OF

(name): BRITNEY JEAN SPEARS

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(PROPOSED) CONSERVATEE

5. c. (Proposed) conservatee requires a conservator and is

(1) unable to properly provide for his or her personal needs for physical health, food, clothing, or shelter.Supporting facts are specified in Attachment 5c(1) as follows:(2) substantially unable to manage his or her financial resources or to resist fraud or undue influence.Supporting facts are specified in Attachment 5c(2) as follows:

This is a voluntary conservatorship. Conservatee wishes to exercise her right to nominate a conservator of the estate under Probate Code section 1810. A nomination signed personally by the conservatee is attached as Attachment 3 c (1).

CONSERVATORSHIP OF (name): BRITNEY JEAN SPEARS (PROPOSED) CONSERVATEE	CASE NUMBER: BP 108 870
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5. d. (Proposed) conservatee voluntarily requests the appointment of a successor conservator.
 (Specify facts showing good cause in Attachment 5(d).)
- e. Confidential Supplemental Information (form GC-312) is filed with this petition. (Initial appointment of conservator only. All petitioners must file this form except banks and other entities authorized to do business as a trust company.)
- f. **(Proposed) conservatee** does does not have a developmental disability as defined in Probate Code section 1420. Petitioner is aware of the requirements of Probate Code section 1827.5. (Specify the nature and degree of the alleged disability in Attachment 5f).
6. Petitioner or proposed successor conservator is the spouse of the (proposed) conservatee.
 (If this statement is true, you must answer a or b.)
- a. The (proposed) conservatee's spouse is not a party to any action or proceeding against the (proposed) conservatee for legal separation, dissolution of marriage, annulment, or adjudication of nullity of their marriage.
- b. Although the (proposed) conservatee's spouse is a party to an action or proceeding against the (proposed) conservatee for legal separation, dissolution, annulment, or adjudication of nullity of their marriage, or has obtained a judgment in one of these proceedings, it is in the best interest of the (proposed) conservatee that:
- (1) a successor conservator be appointed.
- (2) the spouse be appointed as the successor conservator.
 (if you checked item 6b(1) or (2) or both, specify the facts and reasons in Attachment 6b.)
7. Petitioner or proposed successor conservator is the domestic partner or former domestic partner of the (proposed) conservatee. (If this statement is true, you must answer a or b.)
- a. The domestic partner of the (proposed) conservatee has not terminated and does not intend to terminate the domestic partnership.
- b. Although the domestic partner or former domestic partner of the (proposed) conservatee intends to terminate or has terminated the domestic partnership, it is in the best interest of the (proposed) conservatee that:
- (1) a successor conservator be appointed.
- (2) the domestic partner or former domestic partner be appointed as the successor conservator.
 (if you checked item 7b(1) or (2) or both, specify the facts and reasons in Attachment 7b.)
8. **(Proposed) conservatee** (check all that apply)
- a. will attend the hearing AND is the petitioner is not the petitioner AND has has not nominated the proposed successor conservator.
- b. (initial appointment of conservator only) is able but unwilling to attend the hearing AND does does not wish to contest the establishment of a conservatorship, does does not object to the proposed conservator, AND does does not prefer that another person act as conservator.
- c. (initial appointment of conservator only): is unable to attend the hearing because of medical inability. A Capacity Declaration-Conservatorship (form GC-335), executed by a licensed medical practitioner or an accredited religious practitioner is filed with this petition. will be filed before the hearing.
- d. (initial appointment of conservator only) is not the petitioner, is out of state, and will not attend the hearing.
- e. (appointment of successor conservator only) will not attend the hearing.
9. **Medical treatment of (proposed) conservatee**
- a. There is no form of medical treatment for which the (proposed) conservatee has the capacity to give an informed consent.
- b. A Capacity Declaration-Conservatorship (form GC-335) executed by a licensed physician or by a licensed psychologist acting within the scope of his or her licensure, stating that the (proposed) conservatee lacks the capacity to give informed consent for any form of medical treatment and giving reasons and the factual basis for this conclusion, is filed with this petition. will be filed before the hearing. will not be filed for the reason stated in c.
- c. (appointment of successor conservator only) The conservatee's incapacity to consent to any form of medical treatment was determined by order filed in this matter on (date):
 That order has neither expired by its terms nor been revoked.
- d. (Proposed) conservatee is is not an adherent of a religion that relies on prayer alone for healing, as defined in Probate Code section 2355(b).

CONSERVATORSHIP OF (name): BRITNEY JEAN SPEARS (PROPOSED) CONSERVATEE	CASE NUMBER: BP 108 870
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10. **Temporary conservatorship**

Filed with this petition is a *Petition for Appointment of Temporary Conservator* (form GC-111).

11. **(Proposed) conservatee's relatives**

The names, residence addresses, and relationships of the spouse or registered domestic partner and the second-degree relatives of the (proposed) conservatee (his or her parents, grandparents, children, grandchildren, and brothers and sisters), so far as known to petitioner, are

- a. listed below.
- b. not known, or no longer living, so the (proposed) conservatee's deemed relatives under Probate Code section 1821(b) (1)-(4) are listed below.

<u>Name and relationship to conservatee</u>	<u>Residence address</u>
(1) See attachment 11	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
(12)	
(13)	
(14)	
(15)	
(16)	

Continued on Attachment 11.

CONSERVATORSHIP OF (name): BRITNEY JEAN SPEARS (PROPOSED) CONSERVATEE	CASE NUMBER: BP 108 870
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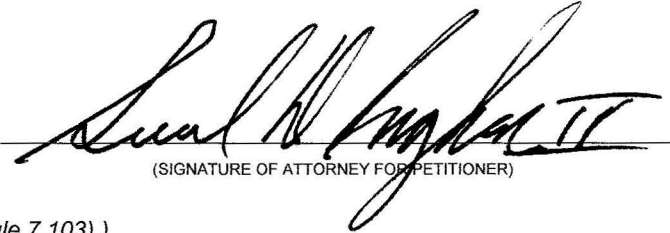
12. **Confidential conservator screening form**
Submitted with this petition is a *Confidential Conservator Screening Form* (form GC-314) completed and signed by the proposed successor conservator. (Required for all proposed conservators except banks and trust companies.)

13. **Court investigator**
Filed with this petition is a proposed *Order Appointing Court Investigator* (form GC-330).

14. Number of pages attached: 16

Date: August 31, 2020

SAMUEL D. INGHAM III
(TYPE OR PRINT NAME OF ATTORNEY FOR PETITIONER)


(SIGNATURE OF ATTORNEY FOR PETITIONER)

(All petitioners must also sign (Prob. Code, § 1020; Cal. Rules of Court, rule 7.103).)

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

Date: August 31, 2020

BRITNEY JEAN SPEARS by and through
(TYPE OR PRINT NAME OF PETITIONER)


(SIGNATURE OF PETITIONER)

SAMUEL D. INGHAM III, CAC
(TYPE OR PRINT NAME OF PETITIONER)


(SIGNATURE OF PETITIONER)

Attachment 1.d.

CONSERVATORSHIP OF BRITNEY JEAN SPEARS
Los Angeles Superior Court Case No. BP 108 870

Attachment To PETITION FOR APPOINTMENT OF PROBATE CONSERVATOR

1. d. Independent Powers

Petitioner requests that BESSEMER TRUST COMPANY OF CALIFORNIA, N.A. as conservator of the estate be granted the following independent powers as set forth in Probate Code §§2590 et seq., to be exercised jointly by BESSEMER TRUST COMPANY OF CALIFORNIA, N.A. together with any other currently qualified and acting co-conservator of the estate:

(1) The power to operate at the risk of the estate a business, farm, or enterprise constituting an asset of the estate.

(2) The power to pay, collect, compromise, or otherwise adjust claims, debts, or demands upon the conservatorship described in subdivision (a) of §2501, §2502 or §2504, or to arbitrate any dispute described in §2406.

Attachment 1.l.

1. 1. Additional Powers

Petitioner requests that BESSEMER TRUST COMPANY OF CALIFORNIA, N.A. as conservator of the estate be granted the following additional powers in addition to the powers otherwise provided by law, to be exercised jointly by BESSEMER TRUST COMPANY OF CALIFORNIA, N.A. together with any other qualified and acting co-conservator of the estate:

(1) The power to obtain all documents and records relating to the Conservatee and her assets, whether held in her name or in the name of another, all contracts, information relating to credit cards, bank statements, estate planning documents, receivables, and any and all powers of attorney.

(2) The power to take all actions necessary to secure the Conservatee's assets.

(3) The power to revoke all powers of attorney, including powers of attorney for making health care decisions and managing real estate, and to terminate any and all agencies.

(4) The power to commence and maintain litigation and participate in any litigation with respect to which the Conservatee is a party or has an interest, and the power to retain counsel and experts, and to pay same from the Conservatorship Estate, not only as to the family law case but for any other matter.

(5) The power to perform any and all acts that the Conservatee can perform (whether as an individual or in a representative capacity) with respect to the local, state, or federal tax liabilities of the Conservatee or any entity, trust or foundation in which the Conservatee acts in a representative or ownership capacity (collectively referred to as "Conservatee and related entities"), including but not limited to the power to receive and inspect confidential tax information, receive, and endorse or cash refund checks; sign any and all tax returns, whether income, corporate, employment, partnership, or otherwise; execute a Form 2848; represent the Conservatee and related entities before all taxing authorities, participate in audits; exercise the rights of the Conservatee and related entities to protest and appeal assessments; pay amounts due to the appropriate taxing authority, execute waivers, tax returns, consents, closing agreements, and similar documents related to the tax liability of the Conservatee and related entities; participate in all procedural matters connected with the tax liability of the Conservatee and related entities; exercise any elections that may be available to the Conservatee and related entities under applicable state or

federal tax laws or regulations; to substitute another representative; to request disclosure of tax returns or return information to a third party; and to perform any other acts described in California Probate Code §4463, except those acts that conflict with or are limited by a more specific provision in this Power.

(6) The power to prosecute civil harassment restraining orders deemed to be appropriate.

(7) The power and authorization to pursue opportunities related to professional commitments and activities including but not limited to performing, recording, videos, tours, TV shows, and other similar activities as long as they are approved by the conservator of the person and the Conservatee's medical team.

(8) The power to select, invest in and monitor the particular investment vehicles for the conservatorship estate, as well as the strategies utilized in the investment of the assets of the conservatorship estate, consistent with the prudent investor rule and applicable law, giving due consideration to, but not being bound by, the portfolio allocations of the Conservatorship estate as set forth in prior orders of this Court.

(9) The power to employ attorneys, accountants, agents, depositories, and employees and to pay the expenses.

(10) The power to contract for the conservatorship and perform outstanding contracts and thereby bind the estate, including asserting or waiving confidentiality agreements.

Attachment 3.c.(1)

1 SAMUEL D. INGHAM III
State Bar #66279
2 444 South Flower Street
Suite 4260
3 Los Angeles, California 90071-2966

4 Telephone: (310) 556-9751
Fax: (310) 556-1311
5 E-mail: sam@inghamlaw.com

6 Court-Appointed Counsel For
BRITNEY JEAN SPEARS, Conservatee

8 SUPERIOR COURT OF THE STATE OF CALIFORNIA
9 FOR THE COUNTY OF LOS ANGELES

10

11 In the Matter of the
12 Conservatorship of the Person
and Estate of

No. BP 108 870

NOMINATION OF CONSERVATOR

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BRITNEY JEAN SPEARS,

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Conservatee.

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BRITNEY JEAN SPEARS hereby nominates BESSEMER TRUST
COMPANY, N.A. to serve as conservator of her estate.

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Dated: August 27, 2020

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BRITNEY JEAN SPEARS

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Attachment 3.e.

3. e. Character and Estimated Value of the Property of The Estate

The following is a true and correct copy of Schedules 13a and 13b to the [REDACTED] "TWELFTH ACCOUNT CURRENT; REPORT OF JAMES P. SPEARS, CONSERVATOR OF THE ESTATE; PETITION FOR ITS SETTLEMENT AND FOR APPROVAL THEREOF" (the "12th Account Current") filed conditionally under seal on August 6, 2020 by JAMES P. SPEARS.

Note: these schedules as filed by JAMES P. SPEARS contain a typographical error which refers to the "Tenth Account Current", however Mr. SPEARS alleges that in fact they set forth the Property on Hand as of December 31, 2019, the closing date of the Twelfth Account Current.

**Property on Hand at the End of Account Period
December 31, 2019**

Cash Assets:

Description of Cash Asset	Value
City National Bank Co-Conservator Checking Account [REDACTED]	\$ 9,830.72
City National Bank -Conservator Checking Account [REDACTED]	\$ 72,493.26
City National Bank Money Market Account [REDACTED]	\$ 26,587.99
City National Bank Personal Spending Account [REDACTED]	\$ 1,233.09
City National Bank ATM Account [REDACTED]	\$ 429.00
City National Bank Domestic Checking Account [REDACTED]	\$ 506.93
City National Bank Automobile Checking Account [REDACTED]	\$ 4,742.82
RCH Shareholder Services	\$ 3,956.80
SEI Investment Account [REDACTED]	\$ 33.32
Southern Farm Bureau Annuity [REDACTED]	\$ 346,448.21
Total:	<u>\$ 466,262.14</u>

Merrill Lynch Investment Accounts (cash)

Core Account [REDACTED]	\$ 1,440,317.81
ML Income Account [REDACTED]	\$ 14,001.74
Nuveen Account [REDACTED]	\$ 103,578.18
Appleton Account [REDACTED]	\$ 17,700.00
DR Fixed Income [REDACTED]	\$ 513,626.72
Total:	<u>\$ 2,089,224.45</u>

Morgan Stanley Investment Accounts (cash)

Account [REDACTED]	\$ 8,508.52
Account [REDACTED]	\$ 7,789.04
Account [REDACTED]	\$ 10,792.07
Account [REDACTED]	\$ 5,900.95
Account [REDACTED]	\$ 13,647.93
Account [REDACTED]	\$ 36,533.90
Account [REDACTED]	\$ 4,461.08
Account [REDACTED]	\$ 12,264.60
Account [REDACTED]	\$ 12,230.40
Account [REDACTED]	\$ 14,328.99
Account [REDACTED]	\$ 40,910.73
Account [REDACTED]	\$ 7,599.35
Total:	<u>\$ 174,967.56</u>

Total Cash Assets: \$ 2,730,454.15

Non-Cash Assets:

Description of Non-Cash Asset	Estimated	
	Market Value	Carry Value
Merrill Lynch - Core Account - Mutual Funds [REDACTED]	\$ 13,467,730.85	\$ 11,905,224.86
Merrill Lynch - ML Income Account - Equities [REDACTED]	\$ 1,299,696.53	\$ 1,016,626.11
Merrill Lynch - Nuveen Account - Fixed Income [REDACTED]	\$ 3,693,724.60	\$ 3,604,153.00
Merrill Lynch - Appleton Account - Fixed Income [REDACTED]	\$ 3,061,807.55	\$ 3,002,914.22
Merrill Lynch - Appleton Account - Fixed Income [REDACTED]	\$ 2,958,444.87	\$ 2,901,369.84
Total:	\$ 24,481,404.40	\$ 22,430,288.03
Morgan Stanley - Investment Account [REDACTED]	\$ 649,548.65	\$ 590,720.57
Morgan Stanley - Investment Account [REDACTED]	\$ 1,011,432.19	\$ 653,660.55
Morgan Stanley - Investment Account [REDACTED]	\$ 1,187,612.66	\$ 741,854.05
Morgan Stanley - Investment Account [REDACTED]	\$ 2,576,922.86	\$ 2,349,882.72
Morgan Stanley - Investment Account [REDACTED]	\$ 2,879,940.40	\$ 1,881,626.50
Morgan Stanley - Investment Account [REDACTED]	\$ 1,580,607.52	\$ 1,544,498.52
Morgan Stanley - Investment Account [REDACTED]	\$ 545,722.57	\$ 524,637.54
Morgan Stanley - Investment Account [REDACTED]	\$ 2,028,567.07	\$ 1,958,025.55
Morgan Stanley - Investment Account [REDACTED]	\$ 555,771.69	\$ 408,374.09
Morgan Stanley - Investment Account [REDACTED]	\$ 2,295,842.60	\$ 2,196,046.34
Morgan Stanley - Investment Account [REDACTED]	\$ 1,555,475.92	\$ 1,488,091.42
Total:	\$ 16,867,444.13	\$ 14,337,417.85
Investment Business Assets† (at Appraisal Values)		
100% Interest in Entity No. 10	\$ 4,251,253.93	\$ 8,106,628.47
100% Interest in Entity No. 1	\$ 1,074.07	\$ 525,046.39
100% Interest in Entity No. 2	\$ 786.13	\$ 41,684.06
In State Real Property: [REDACTED]	\$ 8,455,583.54	\$ 7,409,319.50
Personal Property: [REDACTED]	\$ 2,062,723.96	\$ 1,551,025.91
	\$ 262,287.41	\$ 264,988.00
Total:	\$ 15,033,709.04	\$ 17,898,692.33
*Total Non-Cash Assets:	\$ 56,382,557.57	\$ 54,666,398.21

TOTAL PROPERTY ON HAND AT END OF ACCOUNT PERIOD: \$ 57,396,852.36

Out-of-State Real Property: [REDACTED] Kentwood, [REDACTED], See SCHEDULE I

* Due to the difficulties in valuing the Conservatee's Intellectual Property, including, without limitation, trademarks, royalties, copyrights, name and likeness, these assets are not valued at this time pursuant to Court Order filed 3/16/2010.

† This schedule reflects initial inventory values only. It does not reflect the actual balance of cash on hand at the beginning of the account period. See SCHEDULE F.

i With respect to values indicated for carry values and market values, the Co-Conservators are relying on the business manager's records and have not verified the values reflected.

Attachment 5.d.

5. d. Good Cause

Good cause exists for the appointment of BESSEMER TRUST COMPANY OF CALIFORNIA, N.A. as follows:

This is a voluntary conservatorship. Conservatee wishes to exercise her right to nominate a conservator of the estate under Probate Code section 1810. A nomination signed personally by the conservatee is attached as Attachment 3 c (1).

Conservatee's father, JAMES P. SPEARS, is serving alone as conservator of BRITNEY's estate. BRITNEY is strongly opposed to her father continuing as sole conservator of her estate. Rather, without in any way waiving her right to seek termination of this conservatorship in the future, she strongly prefers to have a qualified corporate fiduciary appointed to serve in this role.

Attachment 11

11. Conservatee's Relatives

The names, residence addresses, and relationships of the spouse or registered domestic partner and the second-degree relatives of the conservatee (her parents, grandparents, children, grandchildren, and brothers and sisters), so far as known to petitioner, all of whom are adults except as noted, are as follows:

Conservatee

Britney Jean Spears
c/o Samuel D. Ingham III, Esq.
444 South Flower Street
Suite 4260
Los Angeles, CA 90071

Conservatee's Siblings

Bryan Spears
[contact information withheld for privacy]

Jamie Lynn Spears
[contact information withheld for privacy]

Conservatee's Parents

Lynne Spears
[contact information withheld for privacy]

James P. Spears
[contact information withheld for privacy]

Conservatee's Children

Sean Preston Federline (minor)
[contact information withheld for privacy]

Jayden James Federline (minor)
[contact information withheld for privacy]

Kevin Federline [father of minor children]

Conservator of the Estate

James P. Spears
[contact information withheld for privacy]

Temporary Conservator of the Person

Jodi Pais Montgomery, CLPF
1443 East Washington Boulevard
Suite 644
Pasadena, CA 91104

Court-Appointed Counsel For Conservatee

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