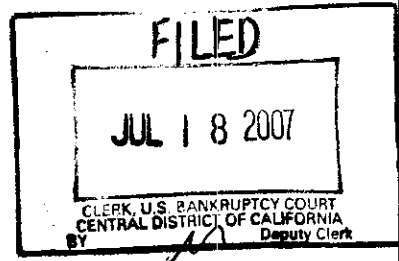


ORIGINAL



1 Baruch C. Cohen, Esq. (SBN 159455)
2 LAW OFFICE OF BARUCH C. COHEN
3 A Professional Law Corporation
4 4929 Wilshire Boulevard, Suite 940
5 Los Angeles, California 9001
6 (323) 937-4501 Fax (323) 937-4503
7 new email: BCC4929@aol.com

8 *Attorney for the William Preston Trust Dated December 1, 1999, by and Through Frederick Wilhelms, III,*
9 *Trustee*

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UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA DIVISION

In re
WILLIAM E. PRESTON TRUST aka
WILLIAM EVERETT PRESTON
Debtor.

Case No. SA-05-50128-TA
Chapter 7

NOTICE OF MOTION AND MOTION TO SET ASIDE ORDERS CONVERTING PROCEEDINGS FROM CHAPTER 11 TO CHAPTER 7; TO SET ASIDE ADDITIONAL ORDERS GRANTED TO THE BANKRUPTCY TRUSTEE; TO SET ASIDE CERTAIN ACTIONS OF THE BANKRUPTCY TRUSTEE; AND FOR TURNOVER OF DOCUMENTS AND ASSETS AND FURTHER RELIEF; MEMORANDUM OF POINTS AND AUTHORITIES; DECLARATIONS OF FREDERICK WILHELMS, III, JOYCE MOORE, & JANIS L. TURNER, IN SUPPORT THEREOF

Date: August 28, 2007
Time: 2:00 p.m.
Ctmm: 5B

TO R. TODD NIELSON, CHAPTER 7 TRUSTEE, AND TO THEIR ATTORNEYS OF RECORD HEREIN:

PLEASE TAKE NOTICE that on August 28, 2007, at 2:00 p.m. in the Courtroom of the Honorable Theodor C. Albert, United States Bankruptcy Judge, Courtroom 5B, located at 411 West Fourth Street, Santa Ana, CA 92701-4593, DEBTOR, THE WILLIAM PRESTON TRUST DATED December 1,


1 1999, BY AND THROUGH FREDERICK WILHELMS, III, TRUSTEE (hereinafter referred to as
2 "DEBTOR"), will and hereby does move this Court for orders setting aside (1) the Court's order of July 17,
3 2006, converting these proceedings from Chapter 11 to Chapter 7; (2) the Court's order appointing R.
4 TODD NEILSON, Bankruptcy Trustee (hereinafter referred to as "the TRUSTEE"); (3) the Court's orders
5 of relief granted to the TRUSTEE (including, but not limited to, orders changing title to property belonging
6 to DEBTOR, orders permitting sales of various assets, orders approving the TRUSTEE's retention of, and
7 compensation to, attorneys, accountants, paraprofessionals, real estate brokers, and other sale agents); and
8 (4) the TRUSTEE's actions in seizure and/or liquidation of assets. Additionally, DEBTOR requests that the
9 Court order the TRUSTEE to account for, and turnover, documents and assets obtained through the Chapter
10 7 administration, and any further relief as necessary to effectuate the Court's above orders.

11 The *Motion* will be based on this Notice, on the attached Memorandum of Points and Authorities,
12 and the attached Declarations of Frederick Wilhelms III, Joyce Moore, & Janis L. Turner on any
13 supplemental *Memoranda of Points and Authorities* as may hereafter be filed with the Court, on all the
14 papers and records on file in this action, and on such oral and documentary evidence as may be presented
15 at the hearing of the application.

16 Pursuant to Local Bankruptcy Rule 9013-1, any objection or response to this *Motion* must be stated
17 in writing, filed with the Clerk of the Court and served on Debtor and its counsel no later than fourteen days
18 prior to the hearing. Failure to so state, file and serve any opposition may result in the Court failing to
19 consider the same.

21 DATED: July 17, 2007

LAW OFFICE OF BARUCH C. COHEN

22 By 
23 Baruch C. Cohen, Esq.
24 *Attorney for the William Preston Trust Dated December 1,*
25 *1999, by and Through Frederick Wilhelms, III, Trustee*

28

REQUEST FOR JUDICIAL NOTICE

The DEBTOR hereby requests the Court to take judicial notice pursuant to Federal Rule of Evidence 201 of the following facts and pleadings:

1. VOLUNTARY PETITION, filed October 21, 2005
2. SCHEDULE B, filed January 19, 2006
3. OUST's Motion to Dismiss Chapter 11 Case, filed December 1, 2005 (pages 10-13, 2006)
4. BANKRUPTCY TRUSTEE'S Application to Employ Broker, filed March 17, 2006
5. BANKRUPTCY TRUSTEE'S Motion for Waiver of the Pre-Petition credit counseling requirements, filed April 19, 2006
6. BANKRUPTCY TRUSTEE's Status Report
7. BANKRUPTCY TRUSTEE's Memorandum Regarding Pending Conservatorship/Guardianship Proceeding
8. BANKRUPTCY TRUSTEE's Motion to Convert, filed June 22, 2006
9. WILLIAMS Opposition to the BANKRUPTCY TRUSTEE's Motion to Convert, filed July 3, 2006
10. BANKRUPTCY TRUSTEE's Reply to the Opposition to the Motion to Convert, filed July 7, 2006
11. BANKRUPTCY TRUSTEE's (Scott Lee's) Supplemental Declaration, filed July 7, 2006
12. BANKRUPTCY TRUSTEE's Opposition to Jan Turner's Motion to Withdraw as Counsel, filed July 7, 2006
13. BANKRUPTCY TRUSTEE's Order Converting the Case, lodged on July 17, 2006, order entered on July 20, 2006
14. BANKRUPTCY TRUSTEE's Stipulation re Trustee's Execution of Release by Performer's Estate, lodged on October 3, 2006 and order entered order October 3, 2006
15. BANKRUPTCY TRUSTEE's Motion for Authority to Correct Title, etc. and To Sell Real Property, filed August 7, 2006
16. BANKRUPTCY TRUSTEE's Motion to Sell Vehicles, filed May 15, 2007
17. PMGI's Turnover Motion, filed July 2, 2007
18. BANKRUPTCY TRUSTEE's Opposition to PMGI's Turnover Motion, filed July 11, 2007
19. BANKRUPTCY TRUSTEE'S CHART - Exhibit W to his Opposition to PMGI's Turnover Motion

DATED: July 17, 2007

LAW OFFICE OF BARUCH C. COHEN


By 
Baruch C. Cohen, Esq.
Attorney for the William Preston Trust Dated December 1, 1999, by and Through Frederick Wilhelms, III, Trustee

TABLE OF CONTENTS

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

MEMORANDUM OF POINTS AND AUTHORITIES 1

INTRODUCTION 1

STATEMENT OF FACTS 1

 BILLY PRESTON: THE ARTIST 1

 BILLY PRESTON’S ESTATE PLANNING, ILLNESS & TRAGIC DEATH 3

 THE WILLIAM PRESTON TRUST: THE TRUE “DEBTOR” 7

 PRESTON MUSIC GROUP, INC.: THE LEGACY 9

 MOORE AND WILHELMS: ENTRUSTED WITH THE LEGACY 9

 R. TODD NEILSON: “BANKRUPTCY TRUSTEE - TO THE (NO LONGER) RICH
 AND FAMOUS” 11

 RODNA WILLIAMS, *ET AL.*: BITTER AND DISOWNED 19

 THIS COURT: NO LONGER TO BE LED ASTRAY 24

ARGUMENT 27

 THE COURT IS EMPOWERED TO GRANT ALL RELIEF REQUESTED HEREIN
 27

 A TRUST CANNOT BE A DEBTOR IN BANKRUPTCY PROCEEDINGS 30

 THIS ENTIRE MATTER SHOULD HAVE BEEN DISMISSED 30

 THE BANKRUPTCY TRUSTEE COULD ONLY RETAIN THIS “FAMOUS” CASE
 IF HE CONVINCED THE COURT THAT NO TRUST EXISTED 31

 THE BANKRUPTCY TRUSTEE’S DECEPTION HAS TAINTED EVERY
 SUBSEQUENT ORDER AND ACTION, AND FRUSTRATED, IF NOT
 DESTROYED, EVERY ASPECT OF BILLY’S CAREFUL PLANNING . . . 33

 IF BILLY’S WISHES ARE HONORED, HIS ESTATE DOES NOT BELONG IN ANY
 COURT IN ANY STATE 36

 DEBTOR IS ENTITLED TO THE RELIEF REQUESTED: ALL ORDERS
 ADJUDICATED IN WILHELMS’ ABSENCE ARE PROPERLY VACATED
 36

CONCLUSION 37

TABLE OF AUTHORITIES

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

CASES

In re Center Wholesale, Inc., 759 F.2d 1440, 1448 (9th Cir.,1985) 27

In re Hunt, 1993, 160 B.R. 131 (9th Cir.BAP (Cal.) 30

In re Mosby, 46 B.R. 175 (1985) 30

In re Schwab, 83 F.2d 526, 529 (9th Cir., 1936) 36

In re Sung Soo Rim Irrevocable Intervivos Trust, 177 B.R. 673, 676 (Bankr. C.D. Cal 1995) 30

Memphis Light, Gas & Water Division v. Craft, 436 U.S. 1, 14 ... (1978) 27

Mullane v. Central Hanover Bank & Trust Co., 339 U.S. 306 .. (1950) 27

Winhoven v. United States, 201 F.2d 174, 175 (9th Cir.1952) 27

STATUTES

11 U.S.C. § 101(41) 30

11 U.S.C. § 101(9) 30

11 U.S.C. §109(a) 30

Federal Rules of Bankruptcy Procedure Rule 9024 27

Federal Rules of Bankruptcy Procedure, Rule 1016 30

Federal Rules of Civil Procedure, Rule 60 27

Federal Rules of Civil Procedure, Rule 60(b) 27

1 1. **MEMORANDUM OF POINTS AND AUTHORITIES**

2 a. **INTRODUCTION**

3 Such extraordinary, yet imperative, relief (as stated in the Notice) is sought principally on the
4 grounds that any and all relief obtained herein from the Court by the BANKRUPTCY TRUSTEE, and
5 all of the BANKRUPTCY TRUSTEE's actions herein, have been based upon the BANKRUPTCY
6 TRUSTEE's (1) willful concealment of his knowledge of DEBTOR; (2) misrepresentations to the Court
7 that DEBTOR did not exist (and that the debtor herein was the individual, William E. Preston (and after
8 his death, Mr. Preston's purported half-sister, "administrator," and "heir,"¹ Rodena Williams
9 (hereinafter referred to as "WILLIAMS"))); (3) false and misleading representations that, in requesting
10 such relief, the BANKRUPTCY TRUSTEE served proper notice upon the interested parties herein
11 (including DEBTOR and William E. Preston), thereby giving them the opportunity to object and/or
12 oppose such applications; and (4) false and misleading representations to the Court that it should grant
13 the relief requested by the BANKRUPTCY TRUSTEE because no one had objected or opposed the
14 application.

15 Below, and as more particularly detailed in the Declarations, DEBTOR provides the Court with
16 all appropriate background information necessary to understand this complex matter, as well as that
17 information and documentation which reveals the BANKRUPTCY TRUSTEE's duplicity. DEBTOR
18 submits, and the Court will appreciate, that much of this information is new to the Court, but should not
19 be, as it should have already been disclosed by the BANKRUPTCY TRUSTEE throughout these
20 proceedings. First and foremost, this case is about William E. Preston, p.k.a. BILLY PRESTON
21 (hereinafter referred to as "BILLY"), his wishes, and ultimately, his legacy.

22 b. **STATEMENT OF FACTS**

23 i. **BILLY PRESTON: THE ARTIST**

24 *"I Do Believe That God Has His Hands on Me and That He Has Work for Me to Do." - Billy Preston*

25 September 2, 1946: William Everett Preston, later to become professionally known as BILLY
26

27 _____
28 ¹All designations which the BANKRUPTCY TRUSTEE knows to be fictional and fraudulently maintained (see, *infra*).

1 PRESTON (hereinafter referred to as "BILLY"), is born in Houston, Texas. 1949-1950: At age 3,
2 BILLY starts playing the piano, sitting on his mother's lap. 1956-1957: At age 10, BILLY performs
3 with Mahalia Jackson James Cleveland. He also meets SAMUEL MOORE, of "Sam & Dave" fame;
4 they would remain best friends for life. 1958: At age 11, BILLY appears in Paramount Pictures' "St.
5 Louis Blues," portraying blues composer W.C. Handy as a young man (Nat "King" Cole played Handy
6 as an adult).

7 1961: At age 15, BILLY begins touring with Little Richard. He meets Richard's then-unknown
8 opening act, The Beatles. 1963: BILLY records his debut solo album, *Sixteen Year Old Soul*. 1969: BILLY
9 becomes the first, and only, artist ever to receive a credit on a Beatles' album, with "*Get Back*" attributed
10 to "*The Beatles with Billy Preston*." BILLY signs as the first artist on The Beatles' Apple label, releasing
11 the album "*That's the Way God Planned It*," produced by George Harrison. On the verge of going their
12 separate ways, BILLY plays on The Beatles' last album released, *Let It Be* (as well as *The White Album*,
13 and later, *Abbey Road*, released before *Let It Be*). John Lennon and George Harrison propose making
14 BILLY a group member (the official "Fifth Beatle"), but Paul McCartney rejects the idea, saying the group
15 is already near its end. BILLY performs with The Beatles at their last public performance on a London
16 rooftop.

17 1970: BILLY collaborates with Quincy Jones, scoring the feature film "*They Call Me Mr. Tibbs!*"
18 - the sequel to "*In the Heat of the Night*." 1971: BILLY meets me, the wife of childhood friend SAMUEL
19 MOORE, on the set of "Playboy After Dark." BILLY participates in the charity benefit *Concert for*
20 *Bangladesh*, and subsequently wins a Grammy Award for his contribution to the album. 1972-1974: In
21 1972, BILLY releases "*Outta Space*," and wins the Grammy Award for Best Pop Instrumental
22 Performance. In 1973, BILLY scores on the charts with "*Will It Go Round In Circles*" (Billboard #1)
23 and "*Space Race*" (Billboard #4). In 1974, BILLY releases "*Nothing From Nothing*" (Billboard #1), and
24 writes "*You Are So Beautiful*," made famous by Joe Cocker's 1975 recording. October 11, 1975: BILLY
25 appears as the first musical artist on the premiere episode of "Saturday Night Live." 1978: BILLY
26 appears in the title role of the film, *Sgt. Pepper's Lonely Hearts Club Band*.²

27
28

² For more historical information about BILLY, please refer to the Declaration of Joyce Moore.

1 ii. **BILLY PRESTON'S ESTATE PLANNING, ILLNESS & TRAGIC DEATH**

2 December 1, 1999: BILLY executes THE WILLIAM PRESTON TRUST (hereinafter referred to
3 as "DEBTOR," or "the TRUST"),³ other estate planning documents, and Quitclaim Deeds and other
4 transfer documents to fund the TRUST. Thereafter, BILLY transfers ownership of his vehicles to, and
5 purchases a vehicle in, the name of the Trust.⁴ March 7, 2000: BILLY incorporates PRESTON MUSIC
6 GROUP, INC., (hereinafter referred to as "PMGI"), as the original and sole shareholder.

7 June, 2000: BILLY joins the North American leg of the Eric Clapton Tour. May, 2001: BILLY
8 becomes ill while on tour, and is flown to Nashville, Tennessee, where FREDERICK WILHELMS III
9 (hereinafter referred to as "WILHELMS") arranges for BILLY to see his personal physician, who
10 diagnoses BILLY with complete and acute renal failure. No one from BILLY's family flies in to be at his
11 bedside; WILLIAMS tells MOORE that she is "too busy." After 10 days in the hospital, BILLY's
12 condition stabilizes, and he is flown back to Los Angeles, where MOORE arranges for him to the
13 Director of Nephrology and Transplantation for USC Medical Center, one of the finest kidney centers in
14 the United States. BILLY must thereafter have dialysis 3 times a week. June, 2001: BILLY returns to the
15 Eric Clapton Tour. MOORE arranges for BILLY to receive dialysis as necessary at each tour stop. 2002:
16 WILLIAMS, purporting to represent BILLY, changes his doctors, dialysis, and treatment facilities (not
17 USC) for her convenience. BILLY receives a kidney transplant. October, 2003: BILLY becomes
18 seriously ill, and upon checking into the hospital, discovers that his kidney transplant failed, & that he
19 will have to re-start dialysis.

20 November, 2003: While BILLY is being "managed" by his attorney, Gary Wishik (hereinafter
21 referred to as "WISHIK") and Leslie Scott (who WILLIAMS states is a drug dealer), BILLY relapses,
22 fails to obtain necessary dialysis, and suffers a near-fatal seizure. BILLY contacts MOORE. January,
23 2004: BILLY, with MOORE's assistance, is back in recovery and on dialysis.

24 February, 2004: BILLY terminates his association with Mr. Scott, and once again under
25

26 ³A true and correct copy of THE WILLIAM E. PRESTON TRUST and other estate planning documents, and
27 Quitclaim Deeds and other transfer documents is attached hereto as Exhibit "1" and is incorporated herein by this
28 reference.

⁴A true and correct copy of the DMV'S REGISTRATION IN THE NAME OF THE TRUST is attached hereto
as Exhibit "2" and is incorporated herein by this reference.

1 MOORE's management, BILLY joins the new Eric Clapton Tour. Peter Jackson, Mr. Clapton's tour
2 manager, will deal only with MOORE, not WISHIK or Mr. Scott, both of whom had lied to him about
3 BILLY's need for dialysis. BILLY takes SLOAN on tour, as his assistant. June 10, 2004: BILLY is
4 again seriously ill, and was transported by ambulance to an emergency room to a Dallas hospital because
5 he could not tolerate his dialysis. SLOAN has been lying to MOORE about the severity of BILLY's
6 condition. For nearly the entire tour, both in Europe and in the United States, SLOAN has been giving
7 BILLY substantial amounts of pain killers and sleeping pills to keep him to continue playing, instead of
8 insuring that BILLY receive proper medical attention. In fact, BILLY has developed a bacterial infection
9 that has become septic. MOORE has BILLY flown back from New Orleans to Los Angeles, where he
10 spends 3 weeks in Cedars-Sinai Hospital. After he pleads with her, MOORE stays with BILLY on a cot
11 in his room. Although BILLY's family lived within only a 15 minutes' drive from the hospital, no family
12 members (except a niece) visit BILLY for the duration of his stay. SLOAN, comes to the hospital asking
13 for money. WILLIAMS calls once. At the end of the month, BILLY receives a letter from WILLIAMS,
14 stating: "*Hereafter, I will not have anything to do for you or with you.*"

15 July, 2004: BILLY discovers that WILLIAMS has placed SLOAN on his bank account as a
16 signatory, and that a substantial amount of funds is missing (from unauthorized credit card charges and
17 cash withdrawals). BILLY again rejoins the Eric Clapton Tour, but with a new assistant. WILLIAMS,
18 and WILLIAMS's son-in-law attorney, Bill Hence (who had previously represented BILLY, hereinafter
19 referred to as "HENCE"), threatens to sue BILLY and MOORE over SLOAN's dismissal.

20 September, 2004: BILLY removes WILLIAMS and her daughter, Deborah Delcambra, as co-
21 successor Trustees of the TRUST, and names WILHELMS as the replacement Trustee for himself. He
22 executes other documents disinheriting WILLIAMS, her children, and all other family members except
23 his mother and sister Gwen. He also directs distribution of his property among several charities as well.
24 BILLY realizes that so long as he remains in his house in Los Angeles, which he maintains for his
25 mother, but which has become populated by his sisters, their adult children, and others (which he likened
26 to a "community center"), he risks being taken even further advantage of by his family, which in turn
27 only leads to deeper depression and relapse. He also wants a peaceful home where he can create his
28 music, and so decides to move to Scottsdale, Arizona. *See, Declaration of Joyce Moore.*

1 September 29, 2004: BILLY and MOORE execute the Amended Shareholder and Operating
2 Agreement for PMGI, wherein it provides that (1) BILLY is President, Secretary, Director, and owner
3 of 75% of corporate shares; (2) MOORE is Vice-President, Treasurer, Director, and owner of 25% of
4 corporate shares; (3) the First National Bank Account in the name of "Joyce Moore Client Disbursement
5 Account, Billy Preston" would serve as the corporation's bank account; and (4) upon BILLY's death,
6 MOORE is entitled to acquire BILLY's interests in the corporation. October 29, 2004: BILLY executes a
7 Durable Power of Attorney for Healthcare and Living Will, revoking all previous similar documents
8 (which had designated WILLIAMS as agent), and appointing MOORE to act as agent..

9 October-November, 2004: BILLY finds a home in Scottsdale, Arizona, and moves out of his Los
10 Angeles house. Now a resident of the State of Arizona, BILLY is able to work, and remains sober and
11 diligent with doctors' appointments and dialysis. *See, Declaration of Joyce Moore.*

12 December 4, 2004: BILLY assigns all of his rights, title, and interest to his intellectual property
13 to PMGI (including, but not limited to, published and unpublished copyrights and proceeds, registered
14 and unregistered sound recording copyrights, "life rights." name and likeness rights, trademarks, artist
15 royalties and rights (including recording and distribution agreements), and all claims and controversies
16 arising therefrom). *See, Declaration of Joyce Moore.*

17 January, 2005: BILLY's mother dies in the arms of Chenga Hicks, who was living at BILLY's
18 house with his family, who contacts him to inform him of her passing. WILLIAMS does not call BILLY;
19 she makes funeral arrangements, but does not communicate to tell BILLY when and where services will
20 be held. Not knowing the details of the funeral, BILLY sets out for Los Angeles with MOORE. On the
21 way, WILLIAMS finally takes a call from BILLY. She tells him that he doesn't need to participate in the
22 funeral, but just to show up. WILLIAMS calls him and asks BILLY for money; minutes later. Minutes
23 later WILLIAMS's daughter calls to ask for twice that amount. WILLIAMS then says to forget it and
24 becomes hostile with BILLY. Both continue to refuse to tell BILLY when and where the funeral is.
25 MOORE contacts Valerie Ervin, Ray Charles's assistant, who provides them with the funeral
26 information. MOORE also discovers that before the funeral, WILLIAMS has contacted people in the
27 industry, informing them that her intention was to "have [BILLY] committed in order to seize his assets
28 and take control of his affairs." While BILLY is relieved that his financial obligations to his family are

1 finished, he fears that, because WILLIAMS knew that he would not longer be maintaining the house in
2 Los Angeles, WILLIAMS is planning on obtaining a conservatorship while he is in town for his mother's
3 funeral⁵ ⁶ At BILLY's direction, Ms. Ervin and MOORE arrange for transportation, accommodations,
4 and most importantly, for security for himself, for the duration of their stay in Los Angeles.

5 February, 2005: BILLY appears at the Grammys in Los Angeles, registering at a hotel under an
6 alias so his family does not know how to find him. After returning home to Scottsdale, BILLY instructs
7 MOORE to sell his house in Los Angeles. While Glen Gooden's property is being removed from the
8 house, WILLIAMS and her family threaten to burglarize the house of BILLY's property, and to cause
9 harm to Ms. Ervin, who is in charge of the move. Ms. Ervin retains 24-hour security..

10 May, 2005: BILLY appears on the season finale of "American Idol," at which time he again
11 does not inform family that he is in Los Angeles.

12 October 21, 2005: BILLY files the instant Bankruptcy Petition, in Chapter 11, on behalf of the
13 TRUST, and in pro per. He is not represented by competent counsel to advise him that the TRUST
14 cannot file for bankruptcy. October 22, 2005: BILLY has a seizure while at dialysis and is admitted to
15 Mayo Hospital for 3 weeks. He again gives strict instructions to MOORE not to tell his family where or
16 how he is. MOORE arranges an intervention, and he agrees to go to rehab.

17 November 21, 2005: While at live-rehabilitative treatment, BILLY suffers from a one-time bout
18 with pericarditis (inflammation of the sac surrounding the heart which went untreated in Los Angeles),
19 goes into respiratory arrest, and lapses into a coma, from which he would not recover.

20 January, 2006: WILLIAMS learns that BILLY has amended the TRUST to disinherit all family
21 members except Gwen. She then commences conservatorship proceedings in California and receives a
22 temporary appointment (on an emergency basis, without notice), despite the fact that BILLY is a resident
23 of Arizona, is located in Arizona, and has revoked his previous designation of WILLIAMS as agent and
24 proposed conservator, and replaced her with MOORE. WILLIAMS is represented in the California

25 ⁵A true and correct copy of the DECLARATION OF RICHARD PERLMAN is attached hereto as Exhibit "3"
26 and is incorporated herein by this reference.

27 ⁶BILLY discussed these events with Dr. Kelley, including the fact that he no longer trusted WILLIAMS to
28 have his best interests at heart, didn't want any contact with her, and related a story which Dr. Kelley describes as "an
awful incident at his mother's funeral ... when Rodena ... began screaming and cursing and acting vulgar, hostile and
verbally combative towards him."

1 proceedings by HENCE. *See, Declaration of Joyce Moore.*

2 April, 2006: After MOORE reveals to the California Court that BILLY resides in Arizona, and
3 that WILLIAMS has perjured herself, WILLIAMS commences conservatorship proceedings in Arizona.
4 The Arizona Court recognizes MOORE's Durable Power of Attorney as controlling.

5 June 6, 2006: BILLY dies in Scottsdale, Arizona. In a macabre series of events chronicled in the
6 press, family members travel to Scottsdale to seize BILLY's remains, first demanding that his body,
7 already removed to the morgue, be brought back and placed in the bed in the intensive care unit where
8 he had died several hours before. WILLIAMS then orders an autopsy and transport back to California,
9 with which the hospital complies, despite BILLY's Durable Power of Attorney, which confers such
10 authority on MOORE alone. Once back in Los Angeles, BILLY's remains are stored for 2 weeks while
11 WILLIAMS arranges a widely-advertised, two day service on June 19-20, 2006. In the press, the blue
12 casket chosen by WILLIAMS is ridiculed ("that would have offended [BILLY] deeply," by Roger
13 Friedman, Foxnews.com, June 20, 2006, the services are described as "tacky," and horror is universally
14 expressed due to WILLIAMS's decision to lay BILLY's body out on both days, shaved of the hair and
15 mustache which had become a proud part of his famous image. The delay causes rumors that BILLY was
16 broke at the time of his death, and that a proper funeral could not take place unless and until the money
17 was raised first, all of which is untrue but not dispelled by WILLIAMS, who herself pleads with
18 BILLY's friends for contributions to attend the June 19, 2006 (musical) portion of the services. The truth
19 is that BILLY made certain that MOORE knew his wishes for funeral arrangements: a quick, quiet
20 service and burial next to his mother. BILLY expressly told MOORE what he did not want: exactly that
21 sort of vulgar spectacle orchestrated by WILLIAMS and the family. *See, Declaration of Joyce Moore.*

22 *"When you're doing it you're just trying to do the best you can. You don't know if you're doing something*
23 *important, and whether it will make history has yet to be seen. Just the fact of being able to do it, and striving to do*
24 *the best you can, was the accomplishment." - Billy Preston, 2001.*

25 **iii. THE WILLIAM PRESTON TRUST: THE TRUE "DEBTOR"**

26 On December 1, 1999, BILLY executed the TRUST. At the same time, BILLY also executed a
27 Last Will and Testament, Durable Powers of Attorney for property and for health care decisions.

28 Immediately thereafter, BILLY funded the TRUST, executing Quitclaim Deeds, designating a bank

1 account, changing title to those vehicles he owned personally, and executing an assignment of personal
2 property.

3 In 2004, BILLY amended the Trust, disinheriting all family members (except his mother, who
4 would predecease him, and one sister, Gwen): *"I do not want Mother to receive the 40% nor do I want
5 Rodena M. Preston Williams, Gwendolyn Gooden or Henry Sloan to each receive the balance 20% of my
6 trust estate as originally set forth when I first had the Trust created. I wish to specifically make it known
7 that I fully and totally disinherit Rodena Preston Williams and any and all of her children, grand-
8 children, in-laws and heirs. ... I also disinherit any and all of my sister Gwen's children, grandchildren
9 and heirs Any other "so called" relatives are also only to be given the sum of One Dollar (\$1.00) if
10 they contest the Trust and my wishes."*

11 BILLY wanted to ensure that his mother and sister Gwen: *"are not displaced from my home at
12 5410 W. 61st Street, Los Angeles, California for as long as my mother Robbie Williams lives. ... I want to
13 insure [sic] that ... the furniture and accessories that mother and Gwen use and enjoy as part of the
14 household are not taken, sold or otherwise removed by anyone especially Rodena Williams or any of her
15 children or son-in-laws [sic]. ... After Mother passes, the house is to immediately be sold ... and those
16 proceeds directed into The Trust."*

17 Lee Ann Kelley, M.D., attested to BILLY's changing his entire estate plan, and excluding and
18 disinheriting WILLIAMS and her family from any involvement in his estate. BILLY was explicit as to
19 the specific purpose and contents of the TRUST: *"The Trust is my household and certain other personal
20 effects only. ... As a general directive, any and all of my personal property, clothes, shoes, hats, etc.
21 needs to be counted as belonging to the Trust and not to any other individual or family member."*

22 Having in mind the property in the TRUST, BILLY clearly expresses the disposition of certain
23 items, and the liquidation, and distribution of proceeds, of others. He also removed himself and
24 WILLIAMS as successor Trustee, appointing WILHELMS to so serve as the replacement trustee.
25 Apparently, because BILLY had already placed all of his property in the TRUST, he filed the instant
26 Bankruptcy proceedings, in the name of the TRUST and in pro per, unaware that the TRUST, with
27 himself as Trustee, could not file, and appear in, the action.

28 ///

1 iv. **PRESTON MUSIC GROUP, INC.: THE LEGACY**

2 As BILLY wrote his attorneys instructing them to prepare the documents that would, for valuable
3 consideration, entitle MOORE to a 25% interest, plus other rights and obligations (including additional
4 interests upon BILLY's death): *"I want to insure [sic] that Joyce is given the authority to protect my life
5 rights and all of my life's intellectual property works including publishing, writing, recording, and
6 historic involvement."* BILLY was also unequivocal that: *"All of my studio gear, musical equipment, all
7 my pianos, all my organs, any and all masters and all of my intellectual property belong to "the
8 Corporation", Preston Music Group, Inc. not the Trust."* He stated further: *"All of my music, life rights,
9 biographies, royalties, income streams from all my work as a singer, songwriter and musician from my
10 entire career belong to and are being transferred and conveyed to the Corporation, Preston Music
11 Group, Inc. not to me personally or the Trust. It is imperative that this be known to all."* In so doing,
12 BILLY reveals his overall plan, the wisdom of which can only be the result of shrewd, decisive, and
13 deliberate thought and action.

14 v. **MOORE AND WILHELMS: ENTRUSTED WITH THE LEGACY**

15 *"The Trustee is to hire Joyce Moore for the express purpose of helping make the decisions as to
16 the uses of the income from The Corporation that's placed into the Trust to be given to the charities as
17 I've instructed her. ... The Trustee has a seat on the Board of The Corporation and I direct him to insure
18 [sic] those items go ONLY to The Corporation and do not fall into the hands of anyone other than the
19 owner of the shares of the company at my passing, Joyce Moore."* (Emphasis in original.) - Billy Preston

20 PMGI's Amended Shareholder and Operating Agreement also provides: *"William Preston and
21 Joyce Moore and the Trustee of the Trust shall be permanent members of the Board of Directors .. ."*

22 Although the BANKRUPTCY TRUSTEE, WILLIAMS, and other family members have tried, and no
23 doubt will continue to try, to discredit MOORE and WILHELMS, they do so in vain, and ultimately at
24 the peril of their own credibility. Their relationship to BILLY was cherished, and they were faithful and
25 there for him during the most difficult periods in his life (*i.e.*, assisting with his health problems and
26 recovery from addiction), and also helped him recover his image, work, and career opportunities right
27 out of prison and after a long addiction when others wouldn't (*i.e.*, finding him work and a pay, dealing
28 with the probation and parole agents to allow BILLY to leave the state to tour; and vouching for

1 BILLY's recovery to Eric Clapton (who has a zero tolerance drug policy)).⁷ Finally, neither of them
2 have ever been motivated to help BILLY, spend time with him, or to be his "foul-weathered" friend,
3 because of what he could do for them, although he did bring them great joy for the years he was in their
4 lives. Much like they were devoted to BILLY during his life, they are dedicated to the legacy that he
5 entrusted to them.

6 As is clearly established by the discussion above, BILLY was an incredibly talented and
7 resourceful person who, soon after he was released from prison, while he was sober, and before he
8 started battling illness, put into place a plan by which he would manage his assets during his lifetime, and
9 ensure the protection of his legacy thereafter. Carefully and deliberately, BILLY executed estate
10 planning documents, and immediately implemented them by funding the TRUST. His foresight in doing
11 a revocable trust, and appointing himself as Trustee, would be rewarded often in subsequent years. His
12 assets, interests, outlook, and relationships changed, as he discovered (often painfully) who he could
13 trust and who was there "for him" only because they were there for themselves, who he had given to and
14 what he had received in return, and who, frankly, saw him just as good to them dead as alive. With these
15 discoveries, he also discovered how he wanted to spend the remainder of his life, and how he wanted to
16 be remembered. He took his original, but malleable, plan, and reshaped his future.

17 To carry out his plan when he no longer could, he also carefully chose persons he could trust,
18 persons who had substantial knowledge, experience, and goodwill in the industry, persons unmotivated
19 by personal gain, and persons who would remember him, and would want others to remember him, as
20 we wanted to be remembered. Without hesitation: MOORE and WILHELMS.

21 *"Comfort me through all this madness ... Now there's you, there is no weakness ...*
22 *Don't you know, With you I'm born again." ("With You I'm Born Again")*

23 BILLY's wishes having been made clear, and his having placed his plan of action in capable
24 hands, why are those hands empty? Why are we here, so far removed from what BILLY had envisioned
25 and planned with such care? The answer lies in the following two factions: the BANKRUPTCY

26 _____
27 ⁷Ervin was present during a conversation between BILLY and Ringo Starr, in which BILLY (out of MOORE's
28 presence) expressed "how grateful and blessed he felt to finally have someone in his life he could trust." Mr. Chalk
recounts that BILLY had told him, on more than one occasion, that the MOORES "were more like family than his own,
that they were his family."

1 TRUSTEE and his counsel on one side, and WILLIAMS - but curiously, on the same side.

2 vi. **R. TODD NEILSON: "BANKRUPTCY TRUSTEE - TO THE (NO**
3 **LONGER) RICH AND FAMOUS"**

4 *"Who told them to mess with mine? Who gave them the right? ... They think they're so smart, they're not as smart*
5 *as they want to be." (Billy Preston, "I Wrote a Simple Song")*

6 Preliminarily, it is noted that the BANKRUPTCY TRUSTEE has had in his possession all
7 documents referred to herein, including BILLY's personal letters wherein he states which property
8 belongs to PMGI, which property has been transferred to DEBTOR, and the management of both PMGI
9 and DEBTOR, as well as his reasoning for having made these arrangements, and how he wished it all
10 carried out as he envisioned it.

11 The following sets forth the chronology of the BANKRUPTCY TRUSTEE's actions in this case,
12 which, when put together, demonstrates a deliberate and systematic manipulation of these proceedings by
13 the BANKRUPTCY TRUSTEE and his counsel, expropriating the Court's own decision making, as
14 evidenced by the Court's rulings herein. Chiefly, this was achieved by (1) misrepresentations, misleading
15 statements, and/or non-disclosures; and (2) failing to give proper notice to interested parties, such that
16 requests were not met with objection or opposition.

17 As the BANKRUPTCY TRUSTEE has always been aware, PMGI's business address is 7119
18 East Shea Boulevard, #109-436, Scottsdale, Arizona 85254 (hereinafter referred to as "the UPS Box").
19 Also known to the BANKRUPTCY TRUSTEE was the fact that this box belonged exclusively to
20 MOORE, and was used as MOORE's business address. When BILLY filed the Bankruptcy Petition, he
21 put "c/o PMG" as his mailing address. However, in all subsequent notices purportedly sent by the
22 BANKRUPTCY TRUSTEE to DEBTOR, as shown on each proof of service, the address is: "7119 East
23 Shea Boulevard, #109, Scottsdale, Arizona 85254" (hereinafter referred to as "the UPS Store").⁸ Thus,
24 the BANKRUPTCY TRUSTEE's service upon DEBTOR bearing this deficient address was invalid, as
25 would have soon been know to the BANKRUPTCY TRUSTEE, evidenced by the returned mail.

26
27 ⁸The difference is not insignificant: it is, in fact, the difference between delivery and return to sender. To
28 clarify, "7119" is the street address for the building, and "109" denotes the suite number, in which The UPS Store is
located; only "436," that part missing from the BANKRUPTCY TRUSTEE's proof, denotes the actual box, among
hundreds of others, within this UPS Store location. No mail is placed in the UPS Box unless it has the actual box
number, 436, on it. *See, Declaration of Joyce Moore.*

1 Paradoxically, however, the address did not change.⁹

2 December 1, 2005.¹⁰ The OUST filed its Motion to Dismiss the action, or in the alternative, for
3 appointment of a Chapter 11 Trustee. On November 18, 2005, Gary Baddin, the OUST Bankruptcy
4 Analyst, admitted, under penalty of perjury, that Richard Perlman, earlier that month, "*confirmed the*
5 *existence of the William E. Preston Trust ...*"¹¹ Mr. Baddin's attached correspondence to DEBTOR is
6 addressed to only the "William E. Preston Trust." The Court denies the dismissal, and appoints a
7 Chapter 11 Trustee, Mr. Neilson.

8 As early as January of 2006, MOORE was working with the BANKRUPTCY TRUSTEE,
9 providing information and documents pertinent to the proceedings.

10 March 17, 2006: The BANKRUPTCY TRUSTEE files his application for employment of real
11 estate broker. The document is served on both "William E. Preston" and "William E. Preston Trust" at
12 The UPS Store and at BILLY's former Los Angeles residence (one of the properties to be sold).¹²

13 April 19, 2006: The BANKRUPTCY TRUSTEE files a Motion for Waiver of the Pre-Petition
14 credit counseling requirements, in which counsel states, and the BANKRUPTCY TRUSTEE repeats in
15 his attached Declaration, that "[t]here is a potential dispute as to whether the William E. Preston Trust
16 [sic] is an individual trust or a business trust," an allowance that some TRUST did exist.¹³

17 June 6, 2006: The death of famed entertainer BILLY PRESTON is announced world-wide. June
18

19 ⁹As far as DEBTOR can tell, the BANKRUPTCY TRUSTEE finally ceased using this address in May of 2007,
20 in favor of: nothing. Nearly a year after BILLY's death, the BANKRUPTCY TRUSTEE's proof of service reads:
"William E. Preston Trust aka William Everett Preston (deceased therefore not served.)" (Emphasis in original.)

21 ¹⁰BILLY entered the hospital in Arizona one day after he filed the Bankruptcy Petition, then went into an
22 irreversible coma exactly one month after filing.

23 ¹¹Mr. Baddin also states that Mr. Perlman had doubts about the TRUST's validity, based on his uncertainty
24 as to whether the TRUST was formed to protect BILLY's assets during his incarceration. As set forth above, BILLY
25 did not execute the TRUST until after he had been released, putting all such doubts to rest.

26 ¹²Clearly, as the BANKRUPTCY TRUSTEE had already taken possession of the property and listed it for sale,
27 the BANKRUPTCY TRUSTEE would also have been receiving any mail posted to this address (or, had it redirected,
28 again without notice or Court order). The BANKRUPTCY TRUSTEE was also aware that BILLY had, at least a year
prior, established his residence in Arizona, and that at the time of service, was in a coma in a Scottsdale hospital.

¹³MOORE provided the BANKRUPTCY TRUSTEE with a Declaration in support of the Motion, before she
was represented by counsel herein, before the BANKRUPTCY TRUSTEE sued her, and before the BANKRUPTCY
TRUSTEE seized her mail, hijacked her business, and maligned her to business associates. At the time, however, the
BANKRUPTCY TRUSTEE did know and appreciate, quite correctly, that MOORE was the most honest and best (and,
as to some issues, the only) source of information about BILLY. She still is.

1 8, 2006: Upon the Court's request, the BANKRUPTCY TRUSTEE files a Status Report. Although
2 personally signed by the BANKRUPTCY TRUSTEE on June 7, 2006, and stating that he "hopes that the
3 foregoing report ... is helpful to the court," the 3-page pleading makes no mention of BILLY's death. It
4 is served only upon the OUST and the BANKRUPTCY TRUSTEE's own counsel. June 9, 2006: The
5 BANKRUPTCY TRUSTEE's counsel in the Arizona conservatorship proceedings states: "[T]he Trustee
6 is confused as to why Rodena apparently believes that Moore may not have fully cooperated with the
7 Trustee's administration of estate property Nothing could be further from the truth." The document
8 is served by mail on DEBTOR at The UPS Store.

9 June 22, 2006: The BANKRUPTCY TRUSTEE files his Motion to convert the proceedings.
10 Again, the BANKRUPTCY TRUSTEE fails to disclose the fact that BILLY died 16 days prior. The
11 BANKRUPTCY TRUSTEE promises, however, to serve the "Debtor's representative" by mail:
12 DEBTOR "aka William Everett Preston" is served "c/o PMG," at The UPS Store.

13 July 7, 2006: The BANKRUPTCY TRUSTEE files a Reply to Opposition filed by Derrick
14 Preston, Lettie Preston, and Gwen Gooden (who inform the Court of BILLY's death, in which he argues
15 that "*the Debtor's death should not affect such administration,*" and states that the BANKRUPTCY
16 TRUSTEE has proceeded in administering assets "*without any involvement of or assistance from the*
17 *Debtor,*"¹⁴ already referring to "Debtor" as BILLY, and not the TRUST. (Had the BANKRUPTCY
18 TRUSTEE acknowledged DEBTOR, neither representation could be made, as DEBTOR did not die;
19 DEBTOR'S original Trustee, BILLY, died, which only vested authority in WILHELMS as DEBTOR'S
20 Trustee.) The Reply asserts that "*no other party has filed any opposition to the Motion,*" but the proofs
21 of service attached show that both the original Motion and the Reply was mailed to DEBTOR, "c/o
22 PMG," at The UPS Store, such that DEBTOR never received either document.

23 July 7, 2006: The BANKRUPTCY TRUSTEE files an *Opposition* to Jan Turner's *Motion to*
24 *Withdraw as Counsel*, wherein Amy Goldman states: "*However, the Trustee vehemently disagrees with*
25 *Janis Turner's false representation that the William E. Preston Trust was created and Fred Wilhelms, the*
26

27 ¹⁴Other unfounded statements are made about BILLY as "Debtor" throughout the document, such as "*Debtor*
28 *filed his bankruptcy petition under great duress and despite physical (and potentially mental) incapacity,*" and "*Debtor*
apparently sought an orderly administration of his assets within the jurisdiction of the Bankruptcy Court"

1 Debtor's former attorney in Nashville, Tennessee, is the acting trustee of the Trust. Nothing could be
2 further from the truth. Both the Trustee's administrator and his general bankruptcy counsel contacted
3 Wilhelms at the inception of this case and confirmed that though the Debtor may have inquired about the
4 possibility of creating such a trust, to the best of Wilhelm's knowledge, none was created nor did he
5 assist the Debtor in creating one. Based upon the facts set forth herein and the declarations of Amy
6 Goldman and Fred Wilhelms attached hereto, it appears that no trust was ever created by the Debtor."¹⁵

7 July 12, 2006: At the hearing on the ill-fated and ill-advised *Motion to Convert*, Scott Lee
8 appeared and, contradicting his own statement in the Reply that "*the estate assets will likely be liquidated*
9 *regardless of whether the case is in Chapter 11 or Chapter 7,*" Mr. Lee states that "*the Trustee is hoping*
10 *... that after the administration of these three interests or assets [61st Street house, vehicles] we would*
11 *have enough money to pay all the known creditors and the admins so that we don't have to touch the*
12 *musical interest of the Debtor*" [RT 7:13-17],¹⁶ although counsel knew that the "Debtor" is the Trust,
13 and not the owner of the intellectual property (PMGI is). Notwithstanding such "hop[e]," the
14 BANKRUPTCY TRUSTEE's subsequent actions, and that of his counsel (including Mr. Lee), clearly
15 demonstrate that the BANKRUPTCY TRUSTEE at all times intended to liquidate all assets, without
16 regard to ownership or debt. July 20, 2006: Notice of Entry of the Court's order converting the action
17 was also served on DEBTOR, "c/o PMG," at The UPS Store.

18 August 7, 2006: The BANKRUPTCY TRUSTEE filed his *Motion to "Correct" Title To, and*
19 *Sell, the 61st Street Property*, wherein he attests in his Declaration signed August 3, 2006: "*It appears*
20 *that the Debtor attempted to transfer his interest in the Subject Property to "William Everett Preston*
21 *Trustee of The William Preston Trust dated" ("Preston Trust") on January 4, 2000¹⁷ via a Quitclaim*
22 *Deed"* (see paragraph 5) ... "*I believe the Preston Trust was never created and that neither the persons*
23 *associated with the Debtor nor his relatives have thus far been able to produce any documents evidencing*
24

25 ¹⁵A true and correct copy of TRUSTEE'S RESPONSE TO MOTION OF JANIS TURNER TO BE
26 RELIEVED AS COUNSEL is attached hereto as Exhibit "4" and is incorporated herein by this reference.

27 ¹⁶A true and correct copy of the REPORTER'S TRANSCRIPT ("RT") OF PROCEEDINGS OF JULY 12,
28 2006, is attached hereto as Exhibit "5" and incorporated herein by this reference. The page and line numbers are
referenced in the brackets following each quote (i.e., "[RT page:lines]").

¹⁷The Quitclaim Deed was executed by BILLY on December 1, 1999, immediately upon execution the TRUST
instruments, as evidenced by the Notary's journal entries for that date.

1 *the existence of the Preston Trust despite having ample opportunities to do so in the prior*
2 *guardianship/conservatorship proceedings in Phoenix and Los Angeles, the probate proceeding currently*
3 *pending in Los Angeles and this bankruptcy proceeding.” (See paragraph 6.)¹⁸*

4 August 15, 2006: The BANKRUPTCY TRUSTEE sends a letter to Mike Chavez of The UPS
5 Store, directing that mail delivered to the UPS Box,¹⁹ bearing the name “William E. Preston” be seized
6 and redirected to the BANKRUPTCY TRUSTEE’s office.²⁰ As reflected in the letter, the
7 BANKRUPTCY TRUSTEE had previously contacted Mr. Chavez, before receipt of the letter. MOORE,
8 the sole box holder, only became aware of the redirection when she ceased receiving mail pertaining to
9 BILLY, PMGI and the TRUST. The BANKRUPTCY TRUSTEE eventually would seize all mail
10 containing the name PRESTON in any form, addressed to the box, as evidenced by the BANKRUPTCY
11 TRUSTEE’s counsel’s later confirmations that even mail addressed to MOORE and PMGI was
12 redirected. Victoria Doran, of the BANKRUPTCY TRUSTEE’s office, also confirmed that she directed
13 The UPS Store to seize and redirect all mail containing the name PRESTON to the BANKRUPTCY
14 TRUSTEE, regardless of addressee, based on a phone call only.

15 August 22, 2006: Scott Lee’s files a supplemental declaration in support of the Motion stating
16 that, “[t]o date, neither the Trustee nor this office received any response or opposition to the Trustee’s
17 Sale Motion.” Mr. Lee also avers: “Moreover, no party has produced any evidence that the William
18 Everett Preston Trustee Of The William Preston Trust Dated [sic] (“Preston Trust”) or any other trust of
19 the Debtor for that matter, currently exists or has ever existed.” Also attached is WILHELMS’s

21 ¹⁸In fact, during the conservatorship proceedings in Arizona on March 31, 2006, the court ordered counsel
22 for the BANKRUPTCY TRUSTEE (who appeared) to produce a copy of the Trust documents, to which counsel did
23 not object, protest, or otherwise assert that he had no such documents. Instead, the issue was raised twice, the first time
24 the court issued its production order, and the second time the BANKRUPTCY TRUSTEE’s counsel asked only for
clarification that the BANKRUPTCY TRUSTEE was not required to produce any pleadings which were not public.
DEBTOR submits this as a tacit admission by BANKRUPTCY TRUSTEE’s counsel that he and/or the BANKRUPTCY
TRUSTEE were in possession of the TRUST instrument.

25 ¹⁹The BANKRUPTCY TRUSTEE’s letter to the UPS Store demonstrates the BANKRUPTCY TRUSTEE’s
26 clear understanding of the difference between The UPS Store and the UPS Box: the letter is addressed to The UPS
Store, the same address which the BANKRUPTCY TRUSTEE was using to give “notice” to DEBTOR (and/or BILLY),
while the letter requests the redirection of mail from the UPS Box, specifying “436.”

27 ²⁰Such redirection, without notice to MOORE (the box holder) and DEBTOR, and without obtaining a prior
28 Court order, is illegal, even when done by the BANKRUPTCY TRUSTEE. Likewise, The UPS Store acted unlawfully
in doing as the BANKRUPTCY TRUSTEE requested, as the BANKRUPTCY TRUSTEE presented only the letter and
order of appointment, not proof of notice or Court order. (*n re Benny*, 29 B.R. 754 (N.D. Cal.1983).)

1 Declaration, procured by Ms. Goldman, stating only that "I have no knowledge of the creation and/or
2 existence of any trust of the Debtor."²¹ Service was made by mail to DEBTOR at The UPS Store but was
3 returned, of course, to the BANKRUPTCY TRUSTEE.²²

4 May 15, 2007: The BANKRUPTCY TRUSTEE's Motion to sell vehicles shows, on the proof of
5 service, that it was not served on BILLY or DEBTOR. The mailing list states the following: "William E.
6 Preston Trust aka William Everett Preston (deceased therefore not served.)" (Emphasis added.)

7 June 6, 2007: The BANKRUPTCY TRUSTEE files his Reply to MOORE's Opposition to the
8 Motion, acknowledging that at least one of the vehicles sought to be sold is registered to PMGI (at page
9 3, lines 14-15). It also states: "*as previously stated in other pleadings filed with the Court in this
10 bankruptcy case, the Trustee respectfully believes that any and all parties remotely connected to this case
11 were given notice of the sale and served with pleadings in this case.*" Nonetheless, the BANKRUPTCY
12 TRUSTEE does not give notice to PMGI or DEBTOR.

13 June 12, 2007: At the hearing on the BANKRUPTCY TRUSTEE's Motion to sell vehicles, Mr.
14 Lee states that (1) "*I know that there was an issue regarding the Trust*" [RT 5:1-2]; (2) "*we [would]
15 resolve this issue by simply filing a motion and giving notice to all the parties who would even be
16 remotely interested ... which is Ms. Moore, the Preston family, relatives, all the creditors of the estate,
17 all of which that have been served with our motion or the notice thereof*" [RT 5:2-9]; (3) "*Not finding
18 that any other party came forward*" [RT 5:10];(4) "*Unfortunately for us, Debtor is not around*" [RT 6:8-
19 9]; (5) "*Obviously, if he were we could certainly ask him some questions of what he intended. He's not
20 around.*" [RT 6:10-11]; (6) "*It doesn't matter whether the Debtor passed away.*" [RT 15:22-23]; and (7)
21 "*we have this Debtor whose status [sic] of mind may come into question. He was ill. He was on drugs for
22 most of the time.*" [RT 16:24-17:1]

23 July 12, 2007: In the BANKRUPTCY TRUSTEE's Response to MOORE's turnover motion,
24 BANKRUPTCY TRUSTEE's counsel takes the liberty of stating that this Court had previously

25 ²¹The circumstances under which WILHELMS's Declaration was obtained are more particularly set forth in
26 his Declaration attached hereto and incorporated by this reference herein. Also explained therein is the BANKRUPTCY
27 TRUSTEE's counsel's deception in procuring the Declaration, which was so egregious as to render the Declaration a
nullity, as obtained by fraud.

28 ²²Also as stated in WILHELMS's Declaration attached hereto, this was the only document which was served
on him, despite the BANKRUPTCY TRUSTEE's representations to the contrary.

1 *“concluded that the Preston Trust was probably a fictitious trust and that it was a ‘d.b.a.’ of the*
2 *Debtor.”* (See page 4, lines 7-8.)²³ Counsel advances as a “fact” that “[n]o one asserted any interest in
3 *the ‘Preston Trust’ and/or PMGI nor did anyone produce any documents evidencing ownership or*
4 *beneficial interest therein relating to the L.A. Conservatorship Action.”* (See page 7, paragraph 3.)
5 Referring back to the BANKRUPTCY TRUSTEE’s Motion to convert, nowhere does the
6 BANKRUPTCY TRUSTEE argue that “the estate did not have assets to fund a viable Chapter 11 Plan of
7 Reorganization,” as counsel asserts here. (See page 9, lines 6-7.) Counsel also asserts that “[i]n an effort
8 *to obtain any available information regarding the ‘Preston Trust,’ the Trustee and his counsel contacted,*
9 *among other people, Joyce, Perlman and Fred Wilhelms ... who Joyce alleged was the trustee of the*
10 *Preston Trust. However, Wilhelm [sic] asserted that he had no knowledge of the creation of the Preston*
11 *Trust other than he had been contacted once by Billy Preston to discuss it, but never heard from him*
12 *again.”* (See page 10, paragraph 16.) Again, it has already been acknowledged that Mr. Perlman
13 confirmed existence of the Trust, back in November of 2005; MOORE told BANKRUPTCY
14 TRUSTEE’s counsel that the Trust existed, and that WILHELMS was Trustee. WILHELMS’s
15 Declaration was fraudulently procured by BANKRUPTCY TRUSTEE’s counsel; in any case, counsel’s
16 paraphrasing and embellishment of content of the Declaration is equally shameful.²⁴ BANKRUPTCY
17 TRUSTEE’s counsel also claims an “investigation and analysis” took place in reaching the conclusion
18 that the TRUST did not exist (see page 10, paragraph 17), which, it seems, consisted chiefly of the
19 BANKRUPTCY TRUSTEE expecting someone to bring him a copy of the TRUST, and when no one

21 ²³BANKRUPTCY TRUSTEE’s counsel also asserts that the Court should adjudicate “the issue regarding
22 Joyce’s interests, if any, in (a) the Preston Trust” (See page 5, lines 11-13.) MOORE’s name does not appear in
23 the original TRUST instrument, but she is mentioned in BILLY’s amendment to the TRUST, insofar as she heads
24 PMGI, and is responsible for administering all intellectual property interests to be distributed through the TRUST to
25 various charities. MOORE is neither a fiduciary nor a beneficiary of the TRUST (but she is a salaried employee of the
26 TRUST).

27 ²⁴As WILHELMS mentions in his attached Declaration, he notes that this Declaration is apparently the only
28 “proof” which the BANKRUPTCY TRUSTEE has in support of his claim that there is no TRUST (save for the
BANKRUPTCY TRUSTEE’s and his counsel’s own declarations). Because of this, WILHELMS is chagrined that his
Declaration has been reproduced and attached to so many of the BANKRUPTCY TRUSTEE’s documents in this matter.
This Response is a prime example: BANKRUPTCY TRUSTEE’s counsel cites the Declaration as a “fact” in paragraph
16, again in paragraph 26, and then asks the Court to take judicial notice of the Declaration. Ms. Goldman quotes the
Declaration in paragraph 8 of her Declaration, and Ms. Doran paraphrases WILHELMS at paragraph 5 of hers. The
5-paragraph Declaration (most of which is simply wrong) does not become 25 paragraphs of self-verifying “proof”
simply because it is cited 5 times. Even if the Declaration can be copied to appear to be many documents, WILHELMS
still cannot be cloned so as to orchestrate a chorus of agreeable witnesses.

1 did, the "investigation and analysis" produced the desired conclusion.

2 Finally, in pleadings as well as correspondence, the BANKRUPTCY TRUSTEE and his counsel
3 rarely hesitate to gratuitously propagandize by issuing proclamations such as those found in this
4 Response: "*As this Court is aware, the impeccable track records of professionalism and ethical conduct*
5 *of the TRUSTEE and his professionals speak for themselves.*" (See page 6, lines 3-5.) The mere utterance
6 that something is so beyond reproach so as to "*speak for itself*" only serves to emphasizes the conceit,
7 duplicity, and disdain of one operating under a delusion of infallibility.

8 As detailed in the attached Declaration of JOYCE MOORE, the BANKRUPTCY TRUSTEE and
9 his counsel were, from the earliest point in these proceedings, told by several people that DEBTOR
10 existed, the names of persons the BANKRUPTCY TRUSTEE could contact to verify its existence and
11 obtain a copy of the documentation. The BANKRUPTCY TRUSTEE had access to documentation,
12 names, addresses, and telephone numbers which would have confirmed DEBTOR's existence, including
13 the fact that BILLY himself had spoken of DEBTOR in business and personal documents in the
14 BANKRUPTCY TRUSTEE's possession, and had transferred his most valuable assets (real property,
15 vehicles) and most minuscule (a blanket transfer of all personal property) to DEBTOR.²⁵ In fact, the first
16 motion filed by the OUST (before the BANKRUPTCY TRUSTEE was appointed) acknowledged that the
17 OUST had verified existence of DEBTOR. DEBTOR submits that such a concession is binding on the
18 BANKRUPTCY TRUSTEE.

19 To date, the bad guy has been allowed to win more than once in a while: unnoticed and
20 unopposed, the BANKRUPTCY TRUSTEE obtained all relief requested. But this story does have a
21 moral: even the most pedigreed, bonded, attorney-fronted, firm-backed, fiduciary is not only capable of,
22 but perhaps best positioned to, an abuse of power.

23 ///

24 ///

25 ///

26

27 ²⁵The BANKRUPTCY TRUSTEE also would have appreciated that these were the most valuable of BILLY's
28 assets, as BILLY also made very clear, in these same documents, that all of his intellectual property, life rights, etc.,
and the income therefrom, were the property of PMGI.

"Notfin' from Nothin' Leaves Nothin'" - Billy Preston

"I am deeply concerned about protecting my property so that if I pass away, ... my mother and the people I want to help are protected from the clutches of Rodena and her children, son-in-law and others like Gary Wishik. ... I wish to specifically make it known that I fully and totally disinherit Rodena Preston Williams and any and all of her children, grand-children, in-laws and heirs." - Billy Preston.

BILLY was a child prodigy. Only much later, shortly in fact before the passing of his beloved mother, did he learn a family truth hidden only from him, the son, that WILLIAMS was not really a "Preston", she had a different father and was only a half-sister. WILLIAMS adopted the "Preston" name and waved it like a flag, constantly attaching herself to her famous brother, BILLY and his fame. He'd always known Lettie was a half-sister from his dad's side. He hardly knew Lettie barely ever saw her as she was from a father he had no relationship with. She grew up far away from his Los Angeles life in Houston, Texas. BILLY only ever acknowledged having two (2) sisters, Gwen and Rodena. When BILLY became comatose, Lettie suddenly catapulted herself to becoming the new and "finally famous" Preston kin. WILLIAMS worked as BILLY's "manager" for a number of years, leasing cars billed to PMGI; placing her son on BILLY's bank account, and issuing both of them credit cards; using his name to advance her own; neglecting him (stranded on tour), his health (drugs, kidney failure, other illnesses), his business and finances (redirecting funds, failing to file taxes resulting in enormous liens) and his general well-being (choosing over his best interests, not visiting or calling him in the hospital or in prison, attempting to keep him from having the opportunity to properly mourn at his own mother's funeral); and absconding with an unknown amount of funds and property during BILLY's incarceration and heavy drug use.²⁷

²⁶For simplicity, "WILLIAMS, et al." includes, but is not necessarily limited to WILLIAMS, her children (including SLOAN), her son-in-law/attorney (HENCE), and her grandchildren; Lettie Preston, her children, and her grandchildren; Gary Wishik, Derrick Preston

²⁷In fact, DEBTOR finds itself in this forum precisely because of their conduct, as BILLY's filing of this Bankruptcy was motivated by the tax liens on his home, all of which were caused when those he put in charge (principally, WILLIAMS and WISHIK) failed to account, failed even to provide him with 1099's, failed to see that his taxes were prepared and timely filed, and then failed to explain where BILLY's money had gone while he himself wasn't using it (i.e., while incarcerated). See, *Declaration of Richard Perlman*.

1 WILLIAMS also allied herself with other persons who BILLY had, at one time, trusted to be his
2 attorneys, such as WISHIK. For years, WISHIK collected all of BILLY's income, which (with
3 WILLIAMS') assistance, was routed through WISHIK's trust account, and from there, apparently back
4 to WILLIAMS, and various other business entities under WILLIAMS's control, set up by WISHIK and
5 HENCE. It is no wonder that BILLY's drug use went from bad to worse during WILLIAMS's and
6 WISHIK's tenure, and was a vicious circle he would find himself in until he landed in prison. As stated
7 in the Bankruptcy schedules, BILLY believed that he had a \$2.5 million malpractice action against
8 WISHIK for all of his bad acts during his representation of BILLY. The abuse, rejection, betrayal, and
9 loneliness inflicted upon him by family and those he mistakenly trusted, only fueled the addiction. The
10 drug use was exploited as an opportunity to inflict even greater injury, as was his incarceration, and
11 now, his death.

12 WILLIAMS's son, SLOAN, also distinguishes himself in BILLY's life: he was involved with the
13 insurance fraud scheme that got BILLY prison time and irrevocably harmed to his professional image
14 (because BILLY would not rat out on his nephew); BILLY almost died on his watch, as he was giving
15 prescription narcotic drugs to an addict, not getting sufficient medical attention or diagnosis for a man
16 who could not tolerate dialysis, and lying to apparently the only person who cared enough to do anything
17 about it - MOORE; he helped himself to funds from BILLY - while on tour - after WILLIAMS placed
18 him on a BILLY's trust account without BILLY's knowledge; he threatened to sue BILLY; he threatened
19 to beat BILLY up; and he was the only person to visit BILLY in the hospital (despite their living in
20 BILLY's house, only 15 minutes away), but only to ask for money (ironically, to buy a suit to wear to
21 the funeral for BILLY's beloved mentor, Ray Charles, which BILLY himself could not attend because he
22 was too ill).

23 The others? They turned BILLY's home in Los Angeles into what he called a "community
24 center," and looked to him to keep and take care of them. He received nothing in return, unless you
25 count hurt and emotional abuse as something. And they ally themselves with the eldest, WILLIAMS,
26 who has now assumed the position of "matriarch," and follow her unquestionably. Even Gwen, who was
27 semi-incapacitated from 3 strokes, the only family member who BILLY didn't disinherit and is BILLY's
28 only full sister, has surrendered to the insults, browbeating, and bullying that she grew up with at

1 WILLIAMS's hands. Each of them had a part in BILLY's abuse over the years, some more than others,
2 but they all broke his heart. After his mother died, BILLY was devastated, but was finally getting
3 completely free of Los Angeles, the house, and the family.

4 WILLIAMS has at all times known BILLY's wishes and plans, which is why she descended so
5 swiftly, desperately saying and doing anything to obtain control, denying every document existing,
6 knowing that each own consistently disowned her. And she didn't wait until BILLY was dead before she
7 implemented her plan. As soon as BILLY's mother died, WILLIAMS knew that her funding source for
8 her plush lifestyle, and through access to BILLY and his property, would be no more. It was a cash-flow
9 to which not only WILLIAMS, but WILLIAMS's children and grandchildren, as well as Gwen, some of
10 her children, and grandchildren, had become accustomed, such that there was extreme panic because
11 BILLY was actually more healthy, sober, and clear about what he wanted in his life (and what he didn't)
12 than he had been in decades when he finally decided to break ties with the family, during his life and
13 after. WILLIAMS was in a frenzy to get her clutches into BILLY at the funeral (which she knew would
14 disconnect and devastate him even more), and to solicit third parties to attest to BILLY being
15 incompetent so that she could gain "control." Fortunately for BILLY, she found only loyal friends who
16 reported back to BILLY and MOORE. BILLY was never incompetent, and he knew exactly who he
17 could trust and who he couldn't.

18 She eventually made a bid in the conservatorship proceedings, first in California, then pursuing
19 him to Arizona. She attempted to get control of BILLY's person and estate, committing perjury to do so
20 by not disclosing that she was his half-sister, that he resided in a different state and had executed a new
21 Durable Power of Attorney appointing MOORE, and asserting that theirs was a loving relationship in
22 which **she** took care of **him**. The parties to the Arizona conservatorship proceedings were placed under a
23 gag order on March 31, 2006. On April 2, 2006, Lettie Preston published a lengthy letter, internet-wide,
24 describing the proceedings and the dispute, and defaming MOORE. On April 9, 2006, WILLIAMS
25 provided an interview embellishing on the pleadings and the proceedings, which was entitled: "*Billy*
26
27
28

1 *Preston Clings to Life, His Sisters Fight White Couple for His Estate.*²⁸ Within 12 days, the article had
2 394,000 hits on Google.

3 And why WILLIAMS's unveiled, unrestrained, and unrepentant animosity toward MOORE? So
4 many reasons, among them: MOORE had a relationship with BILLY which WILLIAMS never could.
5 MOORE was successful in managing BILLY (and others), and MOORE enjoyed a lifestyle that
6 WILLIAMS wanted (except that MOORE had earned hers, a concept that never appealed to
7 WILLIAMS); BILLY trusted MOORE without reservation, and she never abused that trust; MOORE
8 didn't need BILLY the way WILLIAMS did, yet BILLY wanted MOORE, not WILLIAMS, to manage
9 him; BILLY left California to move closer to MOORE, while BILLY also left California to get away
10 from WILLIAMS, et al. Perhaps it was because BILLY would call MOORE "Joycie" and "Baby Sis."
11 But BILLY himself stated that certain family members resented MOORE simply because she is white.

12 Defeated but not down, WILLIAMS had to wait only a few months before another opportunity to
13 defraud the courts would arise: immediately upon BILLY's death, she again perjured herself by alleging
14 that BILLY died intestate so as to obtain an appointment, first as "special administrator," now
15 "administrator."

16 WILLIAMS and Hence, under penalty of perjury, alleged in the Petition that (1) BILLY died
17 intestate (paragraph 4.e.); (2) BILLY resided at the 61st Street house in Los Angeles at the time of death
18 (paragraph 4.b.) (also, as BILLY died in Arizona, no allegation concerning jurisdiction in California
19 could be made (paragraph 4.a.)); and (3) the estimated value of the estate is between 2-2.5 million
20 dollars (paragraph 3.a.) and was of the character described in paragraph 4.c.

21 Before this Court, in their Opposition to the BANKRUPTCY TRUSTEE's conversion motion,
22 counsel, Larry Watkins, appearing on behalf of purported "beneficiaries," Derrick Preston (nephew),
23 Lettie Preston (another purported half-sister), and Gwen Gooden (sister), asserted that "[t]he debts,
24

25 ²⁸Even the title is a bold, indefensible lie: Joyce Moore's Husband, Samuel Moore, of "Sam & Dave," the
26 Legendary Soul Man, Grammy Winner, and Rock & Roll Hall of Fame inductee, was as shocked as anyone to have
27 been named one-half of a "White Couple." A true and correct copy of the FoxNews's article dated April 11, 2006,
28 <http://foxnews.com/story/0,2933,191284,00.html>, is attached hereto as Exhibit "6" and is incorporated herein by this
reference. "Someone sent me a hilariously inaccurate reading of the Billy Preston story-covered in this column
extensively-from a blog called Black America web. My favorite part is the site's assertion that Sam and Joyce Moore
are a "white couple". Sam Moore, whose hits include "Soul Man" and "Hold on I'm Coming," has been a black man
for just about all of his 70 years."

1 benefits and Administration of the Estate of William Everett Preston now pass to his next of kin”
2 (See page 2, lines 21-22.) At the hearing on the Motion (June 12, 2006), Mr. Watkins continued to make
3 material misrepresentations to the Court: (1) “the death of Mr. Preston, is going to have to be litigated in
4 two forums in any case” [RT 2:10-11]; (2) “There was no trust and no Will.” [RT 2:11-12]; and (3)
5 “Billy had a stroke.” [RT 5:2] Mr. Watkins also erroneously argued to the Court that MOORE
6 “attempted to get a conservatorship” [RT 4:14-17], when in fact only WILLIAMS was interested in a
7 conservatorship. In actuality, MOORE only responded to WILLIAMS’s bid for a conservatorship in
8 Arizona in order to protect her authority under BILLY’s Durable Power of Attorney.

9 WILLIAMS also opposed the conversion motion. In his first pleading before this Court,
10 HENCE, consistent with his practices in other venues, made numerous misrepresentations, including: (1)
11 BILLY was in a coma at the time the Petition was filed on October 21, 2005 (p.2, l. 5-7); (2)
12 WILLIAMS was appointed Special Administrator by the California probate court on July 3, 2006 (p. 2,
13 l. 24; see footnote 32); (3) “Rodena is the only person with legal standing to speak and act on behalf of
14 Billy’s estate” (p. 2, l. 25-26); and (4) “there is some question as to whether the debtor [sic] actually
15 prepared and signed the petition.” (p. 5, l. 6-7)

16 To date, in these proceedings and in the California probate matter,²⁹ WILLIAMS continues to be
17 represented by son-in-law HENCE, who has an obvious, and clearly disqualifying, conflict of interest,
18 having previously represented BILLY. In fact, it was HENCE, who after a sitdown with Richard
19 Perlman who tried to mediate a truce between WILLIAMS and MOORE, at which time Mr. Perlman
20 informed HENCE of the TRUST amendment. The manner of use of confidential information obtained
21 from Perlman to mount these attacks against his estate and his wishes, as well as signing off on his own
22 mother-in-law’s perjury while committing his own, distinguishes HENCE as an important “cog” in the
23 malcontent machinery.³⁰

24 _____
25 ²⁹WILLIAMS and Lettie are represented by other counsel in their wrongful death/survival action, filed on
26 the eve of the first anniversary of BILLY’s death. A true and correct copy of WILLIAMS’ WRONGFUL DEATH
27 ACTION is attached hereto as Exhibit “7” and is incorporated herein by this reference.

28 ³⁰All in all, HENCE is a conflict nightmare. Having represented BILLY extensively, he also represented
brother-in-law SLOAN when he was a co-defendant in the insurance fraud case, and again when he directly threatened
BILLY with litigation on SLOAN’s behalf. HENCE also assisted in laundering BILLY’s income through WISHIK’s
trust account and other entities under the control of WILLIAMS, during his mother-in-law’s purported period of
“management.” HENCE represented WILLIAMS in the California conservatorship proceedings, and now before this

1 WILLIAMS presently keeps close company with the BANKRUPTCY TRUSTEE, and it is no
2 wonder why. It serves her purposes (much like those of the BANKRUPTCY TRUSTEE) to wrest
3 BILLY's assets from those which he so carefully planned and trusted to carry out his wishes. To
4 WILLIAMS, et al., BILLY's "legacy" is for his fame and money to support them for the rest of their
5 lives, and even better after his death than when he was alive. Now that he is gone, the future lies in
6 going to parties and waiting for royalty checks to arrive in the mail. They are not bereaved by the death
7 of their "brother," "uncle," "client," "meal ticket," nor have they ever mourned his passing. After all,
8 only BILLY died, not his money. They suffer no loss until BILLY's wishes are honored and his plans
9 implemented. *Lo*, that is when the wailing and gnashing shall commence.

10 Heard by many and documented by his own hand, BILLY clearly declared that he wanted
11 nothing to do with his family, save for his sister Gwen, after his mother died in January of 2005. And
12 everyone, including those he sought to escape, knew precisely why. During his lifetime, it was self-
13 preservation for him to get away. His careful planning revoked their first-class tickets on the gravy train
14 and made certain that after his death, what he had left behind would remain out of their reach (or
15 "clutches," as BILLY himself said). Looking back on his life with his family, all he could see was a
16 catalog of abuse and exploitation, but he had finally emancipated himself, and he remained hopeful. His
17 hope was his legacy; his legacy was his hope.

18 *"And then I go to my brother, and I say, 'Brother, won't you help me please,' but he winds up, he winds up,
19 knockin' me back down on my beggin' knees. ... It's been a long, long, long time coming, but I know a change is
20 gonna come, oh yes it will." (Sam Cooke, "A Change is Gonna Come")*

21 **viii. THIS COURT: NO LONGER TO BE LED ASTRAY**

22 At the recent hearing of June 12, 2007, the Court, finally having heard more than the
23 BANKRUPTCY TRUSTEE's one-sided, "unopposed" presentation of only selected information (some
24 factual, some not so much) necessary for the decisions which the Court was being asked to make, finally
25 rolled up the BANKRUPTCY TRUSTEE's red carpet.

26 Acknowledging that the BANKRUPTCY TRUSTEE, in requesting authority to sell PMGI's

27 _____
28 Court and in the California probate court. Finally, HENCE's wife and children, WILLIAMS's daughter and grandchildren, respectively, have an interest in the estate, if WILLIAMS is successful, which in turn conflicts with HENCE's own client, WILLIAMS, in both these and the probate proceedings.

1 vehicles, was “*pushing that envelope a bit far here*” [RT 17:20-21],³¹ the Court returned to the
2 fundamentals: “*The property is property of the estate or it isn’t. That’s your threshold. If it isn’t property*
3 *of the estate, it doesn’t matter how well you notice it or who doesn’t appear. You can’t sell what you*
4 *don’t own.*” [RT 18:1-4; emphasis added.] “... *I think the Trustee finds himself one step removed. He’s*
5 *actually attempting to sell someone else’s property. I don’t think the Code allows you to do that or at*
6 *least I haven’t seen case law that suggests that.*” [RT 18:8-11] “*But the other side doesn’t want you to*
7 *[sell its property]. I don’t see how you can sell their property. It matters not that it would be convenient.*
8 *It’s just not due process.*” [RT 19:6-9]

9 Most troubling to the Court, and of course to DEBTOR as well, the Court stated: “*There is also*
10 *an issue that has popped up in connection with this which also is of great concern to the Court and that*
11 *is despite early on some pretty clear declarations I thought that said that Preston or rather the William*
12 *Preston Trust doesn’t exist. Now it turns out that it may well exist. I’m very concerned that those lines*
13 *now need to be drawn. So the Trustee has got a huge issue here that I don’t know how to unravel it at*
14 *this point. I can only tell you that unraveling it is not a function of making it worse. I can’t continue to*
15 *wind this know tighter and expect you to be able to unravel it.*” [RT 18:15-19:1] (Emphasis added.)

16 At the hearing on a Motion for Orders Instructing the BANKRUPTCY TRUSTEE to Account
17 for and Turnover Movants’ Mail and Assets on July 12, 2007, the Court granted the Motion, and again
18 showing great restraint, the Court stated: [W]e all know that property is either property of the estate or
19 it’s not You don’t take what isn’t yours, it’s that simple. ... Even if [PMGI is] suspended it
20 doesn’t mean it doesn’t exist *We’re talking fortunately about amounts of money and property that*
21 *we can unwind the knot. I fear if this sort of approach goes any further we’ll get to something we can’t*
22 *unwind and then be in real trouble. ... [A]cting unilaterally like this is asking for trouble. ... [T]hings*
23 *that are obviously not property of the estate need to be given back. You have no right to hold them. You*
24 *never did have a right to hold them. ... It’s not the trustee’s province to grab everything that’s arguably*
25 *property of the estate ... and make people prove ... they’re entitled to it. ... I think the trustee until now*
26 *has not entirely done the right thing out of misguided zeal To the extent that he has damaged*

27
28 ³¹A true and correct copy of the REPORTER’S TRANSCRIPT OF PROCEEDINGS OF JUNE 12, 2006, is
attached hereto as Exhibit “8” and incorporated herein by this reference.

1 *somebody in his misguided zeal, the estate is liable for damages. To the extent that this case develops*
2 *into a monstrosity, don't expect any fat fees, so I don't know how much more direct I can be, other than*
3 *to say I'm going to give him an opportunity to do the right thing. ... Ms. Goldman, what I want you to*
4 *convey to the trustee is he is not a judicial officer. He does not have powers really that transcend the*
5 *rights of any person. ... But the way the trustee deals with it ... is not to say, 'eh, this looks like a*
6 *fraudulent conveyance or a preference, eh, 50-50, 60-40, so I'll just assume that it is and you guys do*
7 *something about it.' ... It's not done by self help, so if the trustee has been self-helping, to unwind what*
8 *is arguably an avoidable transfer, he had better reconsider. ... The shareholder agreement argument is*
9 *not persuasive to me because it's still a corporation and it's still a separate entity. ... And so, that's an*
10 *example of blurring the lines in self-help which I'm urging the trustee not to do. ... [I]f you are wrong and*
11 *it's not property of the estate, you are subjecting the estate to damages. There's not a good faith defense*
12 *here. If it's not your property, it's not your property, and it's that simple.*

13 Addressing DEBTOR'S counsel, the Court asked, "[t]his case has taken a bizarre turn because it
14 *now develops that there is in fact a separate entity called the William Preston Trust?"* DEBTOR's
15 counsel responded affirmatively. The Court reiterated its previous concerns: "*that's somewhat distressing*
16 *to the Court because early on in this case I remember reading several affidavits the effect of which is that*
17 *that was a dba and not merely an entity in its own rights and upon that showing the Court issued an*
18 *order, as I recall, selling property that was titled in the name of the Preston Trust Now we have a*
19 *situation where despite those assurances it turns out there is in fact two entities and perhaps the estate*
20 *has sold non-estate property."* The Court also lamented, "*It's an embarrassment to the courts, an*
21 *embarrassment to the estate, it's an embarrassment to the law firm representing the trustees, it's an*
22 *embarrassment to everybody."* The Court, in ordering the BANKRUPTCY TRUSTEE to comply with its
23 orders within 30 days of the hearing, set the matter for further hearing as to the BANKRUPTCY
24 TRUSTEE's compliance on August 28, 2007. For purposes of continuity, efficiency, and judicial
25 economy, DEBTOR has scheduled the instant Motion to be heard at the same time. At both hearings, the
26 Court gave all parties its assurances that it would "*unravel*" and "*untangle*" the mess created by the
27 BANKRUPTCY TRUSTEE. Now that it has seen the true state of affairs, the Court stated, "*Now, the*
28 *bigger problem is this case is headed off a cliff as far as I can see and I don't know what to do about it*

1 exactly but I think that something urgent needs to be done about it.” Now, by this Motion, DEBTOR
2 intends to unravel it, with the Court’s assistance, and DEBTOR has several suggestions, as discussed
3 herein, for a start. If only the BANKRUPTCY TRUSTEE would comply with the Court’s express
4 directives, and stop pulling the knots tighter.

5 c. ARGUMENT

6 i. THE COURT IS EMPOWERED TO GRANT ALL RELIEF REQUESTED
7 HEREIN

8 Federal Rules of Civil Procedure, Rule 60(b), provides, in pertinent part:

9 **Mistakes; Inadvertence; Excusable Neglect; Newly Discovered Evidence; Fraud, Etc.**

10 On motion and upon such terms as are just, the court may relieve a party or a party’s
11 legal representative from a final judgment, order, or proceeding for the following
12 reasons: (1) mistake, inadvertence, surprise, or excusable neglect; (2) newly discovered
13 evidence which by due diligence could not have been discovered in time to move for a
14 new trial under Rule 59(b); (3) fraud (whether heretofore denominated intrinsic or
15 extrinsic), misrepresentation, or other misconduct of an adverse party; (4) the judgment
16 is void; (5) the judgment is no longer equitable that the judgment should have prospective
17 application; or (6) any other reason justifying relief from the operation of the judgment.

18 Federal Rules of Civil Procedure, Rule 60, is incorporated into Bankruptcy matters through
19 Federal Rules of Bankruptcy Procedure Rule 9024.

20 In *In re Center Wholesale, Inc.*, 759 F.2d 1440, 1448 (9th Cir.,1985), the court held:
21 A judgment ... is void only if the court that rendered judgment lacked jurisdiction of the
22 subject matter, or of the parties, or if the court acted in a manner inconsistent with due
23 process of law. [Citations.] We have previously acknowledged that a judgment may be
24 set aside on voidness grounds under Rule 60(b)(4) for a violation of the due process
25 clause of the Fifth Amendment. *Winhoven v. United States*, 201 F.2d 174, 175 (9th
26 Cir.1952). The Supreme Court set forth the due process requirements for notice in
27 *Mullane v. Central Hanover Bank & Trust Co.*, 339 U.S. 306 .. (1950): “An elementary
28 and fundamental requirement of due process in any proceeding which is to be accorded
finality is notice reasonably calculated, under all the circumstances, to apprise interested
parties of the pendency of the action and to afford them an opportunity to present their
objections. The notice must be of such nature as reasonably to convey the required
information ... and it must afford a reasonable time for those interested to make their
appearance.” *Id.* at 314, (citations omitted). The Court later explained that “[t]he
purpose of notice under the Due Process Clause is to apprise the affected individual of,
and permit adequate preparation for, an impending ‘hearing.’” *Memphis Light, Gas &
Water Division v. Craft*, 436 U.S. 1, 14 ... (1978), (footnote omitted).

The BANKRUPTCY TRUSTEE and his counsel acknowledge that they knew about, and had
already contacted, WILHELMS as early as March of 2006. However, the BANKRUPTCY TRUSTEE
continued to give notice to DEBTOR at an incorrect address (the UPS Store) or BILLY’s vacant home in
Los Angeles (which the BANKRUPTCY TRUSTEE eventually sold). Later, the BANKRUPTCY

1 TRUSTEE gave no notice at all. Months before asserting that DEBTOR did not exist, the
2 BANKRUPTCY TRUSTEE knew about WILHELMS, who MOORE confirmed was the Trustee of the
3 TRUST, yet gave him no notice of any request made of the Court. Only one document was mailed to
4 WILHELMS, and it was neither a notice or a motion, only a copy of his own Declaration and sent to
5 him only in his individual capacity. DEBTOR submits that it is an interested party, that WILHELMS, as
6 its TRUSTEE, is an interested party, yet neither was given notice of any request sought the by
7 BANKRUPTCY TRUSTEE, and the Court granted the BANKRUPTCY TRUSTEE's requests largely
8 based upon a lack of objection or opposition (which the BANKRUPTCY TRUSTEE, order in hand, was
9 often quick to bring to the Court's attention).³² In essence, the BANKRUPTCY TRUSTEE gave the
10 Court a false sense of security, that due process had been satisfied and that the orders it made were
11 therefore valid. To the contrary, DEBTOR was denied due process, and the Court lacked jurisdiction to
12 make any order affecting DEBTOR. Each order challenged herein, of course, affects DEBTOR, is void,
13 and must be set aside.

14 Additionally, WILHELMS and DEBTOR are entitled to relief from the orders entered herein, on
15 the basis that each was fraudulently procured by the BANKRUPTCY TRUSTEE whether that be by
16 misrepresentations or failures to disclose to the Court directly, or to third parties (such as WILHELMS)
17 in procuring a Declaration then presented to the Court as the truth.

18 Setting aside these orders is also proper to relieve DEBTOR and WILHELMS of their own
19 mistake, inadvertence, surprise, or excusable neglect, in any delay or temporary inaction in recognizing
20 the extent of damage done, and the best manner of going about remedying such damage, which, as they
21 continue to realize, appears worse with every new fact, document, and player discovered. This is an
22 extremely complex matter, with many different parties, or groups of parties, conflicting, in many
23 different and diverse venues, and in any number of legal disciplines. As the Court can appreciate,
24

25 ³²Oftentimes, as pointed about above, the BANKRUPTCY TRUSTEE and his counsel would make affirmative
26 representations to the Court that they were actually giving more notice to more people than was actually required of
27 them, usually prefaced by, "in an abundance of caution . . ." Knowing about WILHELMS, having been told by at least
28 2 people that he was the Trustee, and, knowing how they obtained WILHELMS's Declaration, certainly could not in
their own minds, rely upon it. WILHELMS never stated that he was not the Trustee, only that he was unaware whether
a Trust was created; had WILHELMS known what the BANKRUPTCY TRUSTEE and his counsel knew, he would
have found what the BANKRUPTCY TRUSTEE had already been told: that DEBTOR existed, and WILHELMS was
its Trustee. Notice to WILHELMS as Trustee, then, would come well within the TRUSTEE's self-righteous
"abundance."

1 DEBTOR has done its best in compiling all information it could gather to present to the Court in this
2 comprehensive manner,³³ which could only have been done once WILHELMS became re-acquainted
3 with BILLY's business and personal life in his last 2 years, reviewed all available documentation, and
4 retained competent counsel. Considering the fact that without notice of anything the BANKRUPTCY
5 TRUSTEE was doing in this matter, everything presented to WILHELMS and the DEBTOR constituted
6 "newly discovered evidence."

7 Finally, under the unique circumstances of the instant matter, DEBTOR submits that it would be
8 inequitable to enforce the orders obtained by the BANKRUPTCY TRUSTEE, and to let stand the actions
9 taken by the BANKRUPTCY TRUSTEE, now that BILLY's wishes have been demonstrated to have
10 been thoughtfully and wisely devised and implemented during his lifetime, so that MOORE and
11 WILHELMS could carry them out to fruition after BILLY's death. DEBTOR, with PMGI, is an integral
12 and necessary part of these plans, which will be impossible to accomplish if these matters are not first set
13 aside.

14 As the Court has already acknowledged, the BANKRUPTCY TRUSTEE provided unequivocal
15 declarations from himself & his counsel, stating that DEBTOR did not exist. Now the Court knows that
16 such representations should not have been made, given the enormity of evidence which the
17 BANKRUPTCY TRUSTEE then had in his possession which indicated otherwise, as well as the
18 numerous sources of information available, which, had he carried out even the most cursory
19 investigation, would have led him to the DEBTOR. Based upon such misrepresentations, orders were
20 granted and actions taken by the BANKRUPTCY TRUSTEE, which the Court now knows must be
21 "untangled" or "unraveled." There exist a virtually infinite number of reasons for the Court to grant the
22 relief requested herein. DEBTOR must be afforded due process and an opportunity to participate herein,
23 for the sake of BILLY, his legacy, his beneficiaries, and throughout the world who enjoyed him - his
24 songs, his contributions to other artists, his films, his television appearances, his charitable work, his
25 awards, his boundless talent, his smile - and want to continue to do so.

27 ³³Which, DEBTOR also submits, is the first time the Court has been provided with such a comprehensive view
28 and perspective on this matter, as DEBTOR maintains that if the Court had been provided with this information, its actions,
and those of the TRUSTEE, would have been very different. Most of this information was already in the TRUSTEE's
possession, but was withheld; the remainder would have been presented to the Court earlier, had the TRUSTEE given
proper notice to DEBTOR.

1 ii. **A TRUST CANNOT BE A DEBTOR IN BANKRUPTCY PROCEEDINGS**

2 A person with sufficient nexus to the United States is allowed to be a debtor under title 11 (11
3 U.S.C. §109(a)), including individuals, partnerships, and corporations. (11 U.S.C. § 101(41).)
4 Corporations, in turn, encompasses business trusts (11 U.S.C. § 101(9)), which are not defined in the
5 Bankruptcy Code. Rather, “[t]he court must examine the nature, function, and form of entity to make the
6 appropriate determination.” *In re Sung Soo Rim Irrevocable Intervivos Trust*, 177 B.R. 673, 676 (Bankr.
7 C.D. Cal 1995). Neither a nonbusiness trust, nor its trustee, is a “person” eligible to file for Chapter 11
8 protection. (*In re Hunt*, 1993, 160 B.R. 131 (9th Cir.BAP (Cal.).)

9 Congress’ inclusion of all trusts within the definition of “entity” but only business trusts
10 within the definition of “person” and its decision to make only a “person”, rather than an
11 “entity”, eligible to be a Chapter 7 or 11 debtor, suggests that Congress in fact intended
12 to exclude non-business trusts from being eligible for bankruptcy protection. 160 B.R. at
13 134.

14 The holding in *In re Mosby*, 46 B.R. 175 (1985), provides that a trust such as DEBTOR,
15 established to protect and preserve assets to benefit settlor’s family members and beneficiaries, was a
16 typical family trust was not entitled to obtain bankruptcy relief and proceed as a debtor. DEBTOR is a
17 typical probate avoidance, or “family” trust, and is, in BILLY’s plan, separate and apart from any
18 ongoing business interests, which BILLY transferred to PMGI. DEBTOR, therefore, cannot proceed
19 herein as a Debtor.

20 iii. **THIS ENTIRE MATTER SHOULD HAVE BEEN DISMISSED**

21 One way or the other, this action should have been dismissed long ago. First, DEBTOR cannot
22 be a debtor in Bankruptcy. And, even if the BANKRUPTCY TRUSTEE’s fiction is to be entertained -
23 that DEBTOR did not exist and that BILLY was the debtor - the result, dismissal, is the same. In a
24 footnote in the BANKRUPTCY TRUSTEE’s Reply regarding his *Motion to Convert*, the
25 BANKRUPTCY TRUSTEE raises the latter issue, but only to dismiss it as a concept which purportedly
26 finds absolutely no support in the case law. However, support is found in statute:

27 Federal Rules of Bankruptcy Procedure, Rule 1016 provides:

28 Death ... of the debtor shall not abate a liquidation case under chapter 7 ... In such event
 the estate shall be administered and the case concluded in the same manner, so far as
 possible, as though the death ... had not occurred. If a reorganization ... case is pending
 under chapter 11 ... the case may be dismissed; or if further administration is possible
 and in the best interest of the parties, the case may proceed and be concluded in the same
 manner, so far as possible, as though the death ... had not occurred.

1 The BANKRUPTCY TRUSTEE, in his Motion to Convert, argued that it would be more cost-
2 efficient for the estate to proceed via Chapter 7 than Chapter 11. However, BANKRUPTCY
3 TRUSTEE's counsel just last week asserted that conversion was sought because there was insufficient
4 assets to fund a viable Chapter 11 plan. Or, perhaps the BANKRUPTCY TRUSTEE's true motivation
5 for the conversion was to prevent the matter from being dismissed pursuant to FRBP § 1016. This
6 ground, much like the new one raised only last week, escaped the BANKRUPTCY TRUSTEE's
7 arguments to the Court, in favor of a distracting footnote of admittedly inapplicable authority.

8 iv. **THE BANKRUPTCY TRUSTEE COULD ONLY RETAIN THIS**
9 **"FAMOUS" CASE IF HE CONVINCED THE COURT THAT NO TRUST**
10 **EXISTED**

11 As DEBTOR cannot seek Bankruptcy relief, this matter should have been dismissed, just as the
12 OUST itself argued back in December of 2005 (only days after BILLY went into a coma), when it
13 confirmed that DEBTOR did, in fact, exist. However, as soon as the BANKRUPTCY TRUSTEE was
14 appointed, he set out to prove otherwise, but for what reason? Consistent with his grounds for
15 conversion, **the BANKRUPTCY TRUSTEE wanted to keep this case.**

16 This case is special, involving an extremely special person - *a celebrity*. Although more than
17 that, for the BANKRUPTCY TRUSTEE, this is more than enough. With a catalog of achievements
18 comes a catalog of assets - *lucrative assets*. And a headline. It is plain to see in all of his actions that the
19 BANKRUPTCY TRUSTEE's approach to this matter has always been a celebrity with assets. A man
20 with a legacy just unnecessarily complicates things, particularly where that legacy doesn't involve you.

21 And kindred spirits the BANKRUPTCY TRUSTEE found in WILLIAMS, et al., who, although
22 they knew the man very well, still saw only a celebrity, with assets that they were entitled to, just as they
23 always thought when BILLY was alive, and had always looked forward to having after he was dead. The
24 legacy completely excluded them as well, so as far as they were concerned, it also didn't exist.

25 The BANKRUPTCY TRUSTEE and WILLIAMS, et al. have a symbiotic relationship, and
26 neither pretends otherwise. By way of denying the TRUST and insisting that the "Debtor" is BILLY, the
27 BANKRUPTCY TRUSTEE has accepted WILLIAMS as the acting "Debtor," as she has (also
28 committing perjury to deny the TRUST) fraudulently obtained appointment as Administrator of BILLY's

1 purported probate estate.³⁴ In this respect, the BANKRUPTCY TRUSTEE has ventured where he should
2 have fled: knowing WILLIAMS's self-interest (even to the exclusion of her own children and siblings),³⁵
3 well-documented history as an opportunist, mercenary, and parasite (established so soundly, and so long
4 ago, that BILLY himself speaks of it in amending his TRUST), and a fearless and unhesitating gift for
5 deception, they have "bonded" over their mutual dedication to the cause of defeating the TRUST. No
6 doubt for their own reasons, but strength in numbers appears to lend credence to a ludicrous conviction,
7 even when buried some six feet under evidence to the contrary.

8 Neither can see the legacy forest for the money trees. The interests of both, it is clear, are
9 completely dependent upon there being no TRUST. With a TRUST, neither has any business here, and
10 would be best advised to just move along. It certainly is a cynical prospect, but the facts simply demand
11 its consideration. Although the BANKRUPTCY TRUSTEE maintains that he acts in the best interests of
12 the estate to maximize recovery for creditors, the BANKRUPTCY TRUSTEE's actions reveal, that this
13 is not his motivation, nor does he consider BILLY and his legacy. The losses suffered by BILLY's
14 legacy to date are enormous (see discussion, *infra*), and those are only the losses which WILHELMS,
15 PMGI, MOORE, and DEBTOR have discovered. If the BANKRUPTCY TRUSTEE is not concerned
16 with the estate, or the creditors, or BILLY, who is he concerned about? Not WILLIAMS, et al., as the
17 BANKRUPTCY TRUSTEE knows that even if something remains after he is done, it will not go to
18 WILLIAMS, et al., who BILLY soberly and deliberately disinherited (save for \$1.00 apiece for
19 contestants). Who is left?

20 As more particularly detailed in the MOORE's Declaration, the BANKRUPTCY TRUSTEE had
21 a wealth - it could be said, an *embarrassment* - of information on which to base the reasonable
22 conclusion that DEBTOR did exist: all of BILLY's property was titled to DEBTOR; BILLY spoke to
23

24 ³⁴Ms. Doran previously wrote to Mr. Perlman: "*Rodena Preston has been granted the opportunity to stand*
25 *in the shoes of the debtor, and I do not wish to have the 'debtor' and her counsel questioning the BANKRUPTCY*
26 *TRUSTEE's administration of the estate.*" A true and correct copy of MS. DORAN'S E-MAIL TO MR. PERLMAN
27 DATED JULY 18, 2006 is attached hereto as Exhibit "9" and incorporated herein by this reference. Mr. Perlman
28 responds: "*I am neither surprised nor disappointed to see that Rodena Preston has insinuated herself in a negative way*
in the Bankruptcy. ... I would be disappointed to discover that your communications of threatened 'turnover' litigation
are based upon her hopes and dreams to find a 'smoking gun' against Joyce or a 'pot of gold' at the end of the legal
rainbow. Alas, ... I am sure that she will also find that [BILLY] left nothing to her." A true and correct copy of MR.
PERLMAN'S E-MAIL TO MS. DORAN DATED JULY 27, 2006 is attached hereto as Exhibit "10" and incorporated
herein by this reference.

³⁵The wrongful death action which WILLIAMS and Lettie filed names Gwen and Derrick as Defendants.

1 third parties, and wrote in documents, about DEBTOR; and MOORE, Janis Turner, Richard Perlman,
2 and likely others told the BANKRUPTCY TRUSTEE and his counsel unequivocally that DEBTOR
3 existed. To reach the BANKRUPTCY TRUSTEE's conclusion, all had to be ignored, just as rational
4 thinking, deduction, and common sense had to be disregarded. Never has the BANKRUPTCY
5 TRUSTEE disclosed to the Court the information in his possession, let alone the extent of his
6 investigation, or some other justification for discarding it in order to reach a contrary conclusion.
7 Although the BANKRUPTCY TRUSTEE has, of late, started using words such as, "analyze" and
8 "investigate," this is meaningless when the only "action" the BANKRUPTCY TRUSTEE actually
9 described throughout is that, basically, no one came to him with a copy of the TRUST, which hardly
10 qualifies as a description of a verb.

11 As WILHELMS discusses in his Declaration, perhaps the worst part about having been duped by
12 BANKRUPTCY TRUSTEE's counsel is the fact that, with the exception of the declarations of the
13 BANKRUPTCY TRUSTEE and counsel themselves, his Declaration is the only "proof" that the
14 BANKRUPTCY TRUSTEE can cite to support his assertion that DEBTOR does not exist. Whenever
15 even remotely applicable, the BANKRUPTCY TRUSTEE and his counsel never miss an opportunity to
16 attach yet another copy of those same 5 tattered, tired paragraphs. But, most of it is false, the entire
17 document was obtain fraudulently, and the whole enterprise constituted a shameless deception upon the
18 Court, in which he unwittingly participated.

19 v. **THE BANKRUPTCY TRUSTEE'S DECEPTION HAS TAINTED EVERY**
20 **SUBSEQUENT ORDER AND ACTION, AND FRUSTRATED, IF NOT**
21 **DESTROYED, EVERY ASPECT OF BILLY'S CAREFUL PLANNING**

22 The BANKRUPTCY TRUSTEE's actions to date have already hampered, in some instances,
23 prevented, the administration of BILLY's estate in accordance with his wishes, not only by taking over
24 DEBTOR's assets and documents but also invading the very separate corporate interests of PMGI. The
25 BANKRUPTCY TRUSTEE's actions in marketing and liquidating the property claimed to be assets of
26 the estate has already caused substantial damage to DEBTOR and PMGI, as they are not property of the
27 estate, and the BANKRUPTCY TRUSTEE does not possess adequate knowledge and experience with the
28 music and entertainment industry, as do WILHELMS and MOORE.

1 As it concerns DEBTOR: (1) the BANKRUPTCY TRUSTEE sold DEBTOR's 2005 Cadillac
2 XLR Convertible for \$43,000 (low blue book is over \$48,000)³⁶, netting only \$30,059.42 for the estate,
3 when BANKRUPTCY TRUSTEE's counsel had been advised by Mr. Perlman,³⁷ and MOORE that
4 offers had been made by a number of BILLY's friends, including Eric Clapton, of \$100,000.00 or more;
5 (2) the BANKRUPTCY TRUSTEE sold DEBTOR's 61st Street house³⁸ without first obtaining an
6 appraisal to verify the BANKRUPTCY TRUSTEE's asserted fair market value; (3) DEBTOR is
7 informed and believes that the BANKRUPTCY TRUSTEE has already sold the vehicle which BILLY
8 earmarked to be contributed to the Billy Preston section of the Ray Charles Museum, a bequest which it
9 will now be impossible to honor; and (4) the disposition of the contents of the 61st Street house, or
10 BILLY's home in Arizona, all of which was seized by the BANKRUPTCY TRUSTEE, including
11 valuable pieces and memorabilia which were in the TRUST, is unknown, and the BANKRUPTCY
12 TRUSTEE, again, does not know how to preserve and market such items, and lacked the right authority
13 to seize them in the first place.

14 The BANKRUPTCY TRUSTEE's unjustified intrusions and seizures with regard to PMGI have
15 been even more egregious and detrimental. Again, it is clear that the BANKRUPTCY TRUSTEE could
16 have easily verified that PMGI owns all of the intellectual property interests. After all, the royalty checks
17 which the BANKRUPTCY TRUSTEE has illegally seized from PMGI's mail are made payable to
18 "PMGI."³⁹ Very early in these proceedings, and clearly without doing any research, the BANKRUPTCY
19 TRUSTEE released PMGI's rights in a rare clip of BILLY performing on the December 3, 1967 Ed
20

21 ³⁶A true and correct copy of the KELLEY BLUE BOOK REPORT is attached hereto as Exhibit "11" and is
22 incorporated herein by this reference.

23 ³⁷A true and correct copy of the PERLMAN E-MAIL DATED 04-05-06 is attached hereto as Exhibit "12"
24 and is incorporated herein by this reference.

25 ³⁸To which BILLY, in his capacity as Trustee of the TRUST, immediately changed title upon his execution
26 of the TRUST instrument in 1999. This deed was also the key to verification that the TRUST existed: by contacting
27 the notary using information obtained from the California Secretary of State, MOORE was able to obtain a copy of the
28 notary journal page from December 1, 1999, showing that BILLY executed the TRUST immediately prior.

³⁹DEBTOR believes that the BANKRUPTCY TRUSTEE also has in his possession a copy of the very
document by which BILLY transferred all of his interests to the TRUST (the Assignment). And, similar to the Deed,
one telephone call would have verified PMGI's interest: one question, "Why is this check made payable to PMGI?"
would have prompted only one answer: "Because PMGI owns the rights." In fact, DEBTOR is informed and believes
that the BANKRUPTCY TRUSTEE has made many such calls, demanding that the payee is changed from PMGI to
BILLY, so that the BANKRUPTCY TRUSTEE can negotiate these checks, as shown on his recent accounting. See,
the BANKRUPTCY TRUSTEE'S CHART - Exhibit W to his Opposition to PMGI's Turnover Motion.

1 Sullivan Show with Ray Charles, his idol and mentor,⁴⁰ to a film company *gratis* (although the
2 BANKRUPTCY TRUSTEE did collect a fee of \$750.00, for his (or his counsel's) trouble). As discussed
3 more fully in MOORE's Declaration, the breadth of knowledge necessary to fully exploit such rights,
4 and to negotiate terms, is specialized and specific to this industry (precisely why BILLY entrusted such
5 rights and decisions to PMGI, with MOORE at its helm). In MOORE's opinion, and from speaking with
6 a representative of Mr. Charles's, based upon the rarity and historical significance of this single clip, and
7 the fact that it was the first release of the clip, it should have garnered at least \$50,000.00, up to
8 \$100,000.00, for PMGI, the sole owner of such rights. Even if the clip could be exploited now, for a
9 first release price is forever lost, as the BANKRUPTCY TRUSTEE allowed its first use and release for
10 free, without any regard or benefit to the estate or its creditors. This amount does not include the value
11 of the release of other rights, such as the use of BILLY's name on DVD covers, advertising, etc., which,
12 is generally a right separately negotiated and compensated. Without any return or other justification (save
13 for the BANKRUPTCY TRUSTEE now fancying himself as a music (and now film!) mogul), the
14 BANKRUPTCY TRUSTEE's actions were both reckless and wholly gratuitous. And, unless stopped by
15 the Court, the BANKRUPTCY TRUSTEE would have sold PMGI's 1975 Rolls Royce Corniche for a
16 net \$28,122.22, and 1997 Lincoln Limousine for a net \$175.00.

17 All of this pales, however, to the harm to PMGI's goodwill which the BANKRUPTCY
18 TRUSTEE has caused by seizing its mail, bank account, and other documents in order to harass persons
19 and entities with whom PMGI does business, threaten litigation, implying mismanagement by MOORE.
20 The extent of such harm, although substantial, may never be fully appreciated, at least not for now.

21 As with his hasty conclusions about DEBTOR, the BANKRUPTCY TRUSTEE has acted
22 irrevocably without first even investigating whether a particular action is at all prudent. The
23 BANKRUPTCY TRUSTEE certainly cannot claim any exigency for liquidation, save for the
24 BANKRUPTCY TRUSTEE's interests in doing as much damage as possible before the Court discovers
25 what has been kept from it, and (much like WILHELMS) obtaining its unsuspecting approval.

26
27 ⁴⁰This was Mr. Sullivan's 19th season. The clip released by the BANKRUPTCY TRUSTEE was the entire
28 performance of "Agent Double O Soul," with BILLY singing and dancing, and Mr. Charles accompanying BILLY on
piano (an uncommon reversal of their usual arrangement, with BILLY accompanying Mr. Charles). BILLY and Mr.
Charles also sang "Yesterday" BILLY and "What'd I say." Also appearing on the show was O.J. Simpson, Gordon
McRae, Carol Lawrence, David Merrick, Bill Dana, Frankie Finelli, and Postmaster John Strong.

1 vi. **IF BILLY'S WISHES ARE HONORED, HIS ESTATE DOES NOT**
2 **BELONG IN ANY COURT IN ANY STATE**

3 There is a TRUST, which cannot be a debtor in Bankruptcy. There is a TRUST, which holds all
4 of BILLY's property, so that even if BILLY were substituted as debtor, there would be no estate to
5 administer. Without an estate to administer, there is no need for a Bankruptcy TRUSTEE. There is a
6 TRUST, meaning also that there is no probate estate; without a probate estate, there is no need for an
7 administrator. There is a TRUST, which was amended to remove family members as successor trustees,
8 and to disinherit all family members surviving BILLY (except his only full sister, Gwen). Having been
9 disinherited, one cannot be an heir (and, as amended, the TRUST provides that any contestant shall be
10 entitled to a single dollar).

11 Despite the pretext and protestations, those who seek to keep BILLY's estate before a court,
12 including this Court, must be doing so for reasons other than to honor BILLY and his legacy. Only by
13 denying DEBTOR - committing perjury before at least *five* courts to do so - have the BANKRUPTCY
14 TRUSTEE and WILLIAMS, et al. been allowed to collude and enjoy their pillage with a badge of
15 "authority," all to the detriment of BILLY's legacy and true beneficiaries. Again, the care and planning
16 is simply falling by the wayside as if it no longer matters, because this "monstrous" thing, driven by
17 equally monstrous persons and monstrous motives, has arisen. Well, such care was taken, and such
18 planning painstakingly done, precisely to avoid what has occurred. If only this was about BILLY, not
19 BILLY's money and music and fame. If only...

20 vii. **DEBTOR IS ENTITLED TO THE RELIEF REQUESTED: ALL ORDERS**
21 **ADJUDICATED IN WILHELMS' ABSENCE ARE PROPERLY VACATED**

22 In *In re Schwab*, 83 F.2d 526, 529 (9th Cir., 1936), the court held:

23 The Bankruptcy Act specially provides ... that the death of a bankrupt shall not abate the
24 proceedings, "but the same shall be conducted and concluded in the same manner, so far
25 as possible, as though he (the bankrupt) had not died." This of course does not mean that
26 the proceedings shall go forward before adjudication without any one representing the
27 estate of the deceased. ... As was held by the Circuit Court of Appeals for the Eighth
28 Circuit in *Shute v. Patterson*, 147 F. 509, it is necessary to bring in the representatives
of the decedent by appropriate proceeding. An adjudication of the bankruptcy in the
absence of such personal representatives, it is held, should be vacated. ... It is clear that
such representative is entitled to be heard upon the question of the adjudication of
bankruptcy of the decedent and such an adjudication in the absence of such a
representation, if not wholly void for lack of jurisdiction over the personal
representative, is at least erroneous and **must be corrected on proper application by**

1 **the representative** of the decedent. ...

2 Again, although WILLIAMS has been “accepted,” or “adopted,” by the BANKRUPTCY
3 TRUSTEE as the “debtor,” DEBTOR is aware of no motion or other application for such an
4 appointment being brought (although if it was, no notice was given). The true “debtor,” however, has
5 been shown to be DEBTOR TRUST. WILLIAMS is not TRUSTEE; WILHELMS is. WILLIAMS has
6 been designated as administrator, which may have had some bearing, were it not for the fact that (1)
7 BILLY executed a TRUST for the express purpose of “probate avoidance,” such that probate
8 proceedings contradict his express wishes; (2) BILLY unequivocally and forever banished WILLIAMS
9 from having any involvement in his life or estate; (3) BILLY wanted his representative to be
10 WILHELMS on behalf of the TRUST, expressly removing WILLIAMS because she could not be
11 trusted; and (4) WILLIAMS only obtained the appointment by committing perjury and fraudulently
12 maintaining not only that DEBTOR did not exist, but that BILLY died intestate. Assuming, *arguendo*,
13 that such an application for substitution had been sought, it would have been a miscarriage for this Court
14 to have appointed her to the post, as she cannot serve in a fiduciary capacity.

15 As WILHELMS attests, he received only one document from the BANKRUPTCY TRUSTEE
16 during these entire proceedings, notwithstanding the fact that he was known to the BANKRUPTCY
17 TRUSTEE and his counsel early in these proceedings. Had he received notice of any of the
18 BANKRUPTCY TRUSTEE’s requests or proposed actions, he would have objected and/or opposed
19 them (just as he would have refused to cooperate with, the BANKRUPTCY TRUSTEE and his counsel
20 had he know their true intentions). As the true and proper representative, usurped by an unworthy,
21 unentitled, pretender, WILHELMS is entitled to the relief requested herein.


22 d. **CONCLUSION**

23 Those who would forget who Billy Preston was, will be reminded by those who would never let
24 him go; those who only thought they knew him would finally discover him, but too late; and those who
25 believed they could live comfortably without him will have to seek their comfort elsewhere.

26 DEBTOR and WILHELMS respectfully request that the Court grant the relief requested in this
27 matter, use all of its best judgment and resources to turn the clock back, cure that harm that can be
28 cured, and restore order, fairness, justice - and peace - to BILLY PRESTON.

1 DATED: July 17, 2007

LAW OFFICE OF BARUCH C. COHEN

2
3 By 

Baruch C. Cohen, Esq.

4 *Attorney for the William Preston Trust Dated December*
5 *1, 1999, by and Through Frederick Wilhelms, III,*
6 *Trustee*

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DECLARATION OF FREDERICK WILHELMS III

I, FREDERICK WILHELMS III, hereby declare as follows:

2. I am an individual over the age of 18, and am the Trustee of The William Preston Trust (hereinafter referred to as "the Trust"). I have personal knowledge of the facts set forth in this Declaration and, if called as a witness, could and would testify competently thereto.
3. I am submitting this Declaration in support of the Motion of Debtor, The William Preston Trust, to Set Aside the Court's Orders converting this action from Chapter 11 to Chapter 7; to set aside other orders obtained, and actions taken, by the Bankruptcy Trustee; and for turnover and other relief.
4. I am an attorney at law of the State of Tennessee. I have also practiced law in the State of New Jersey. My practice, located in Nashville, is exclusively/primarily dedicated to the representation of recording artists and songwriters. In 1989, I became the National Director of the American Federation of Television and Radio Artists ("AFTRA") Health & Retirement Funds, a multi-employer ERISA Fund covering over 700,000 active and 4,000 retired performers in radio, television, commercials and recorded music. In 1992, I left AFTRA to return to private practice in New Jersey, focusing on royalty and rights recovery, and on benefit issues faced by veteran performers. In 1997, I relocated to Nashville to perform duties as counsel/manager for Barbara Orbison Productions, the company representing the rights and interests of the late Roy Orbison, then reopened my private practice in Nashville, again concentrating on royalty and rights recovery. My clients include several members of the Rock and Roll Hall of Fame, Grammy Award winners, and the holders of hundreds of gold and platinum records.
5. I never have practiced Bankruptcy law, nor do I otherwise have knowledge and experience to competently represent myself, or anyone else, in this area of the law.
6. I first met William Everett Preston, p.k.a. Billy Preston in May of 2001, when Mr. Preston became severely ill while on tour with Eric Clapton. On May 21, 2001, Joyce Moore contacted me to advise me that Mr. Preston had become too ill to perform in Florida, and that she and Mr. Clapton had arranged for Mr. Preston to be flown from Florida to Nashville (where the tour would perform on May 24, 2001), so that he could seek medical advice and treatment in advance

1 of the Nashville show. It is my recollection that Mr. Preston arrived on May 22, 2001, and Mrs.
2 Moore and I met him on the private side of the Nashville airport. Mr. Preston was unable to
3 leave the airplane under his own power, and had to be carried to Mrs. Moore's car. He was
4 conscious and coherent, but physically completely incapacitated, and had to be transported
5 everywhere by wheelchair.

6 7. I had arranged for Mr. Preston to see my personal physician, Dr. John Major, at Summit
7 Medical Group in Hermitage, Tennessee. At Dr. Major's office, I was present during most of his
8 initial examination of Mr. Preston, and I recall the difficulty which Dr. Major had in drawing
9 blood, only managing to draw several drops. As a result of the examination, Dr. Major directed
10 that Mr. Preston be immediately take to Summit Hospital for intensive tests to determine the
11 source of his illness. Mrs. Moore and I took Mr. Preston to the hospital, where I accompanied
12 him during various tests. He was admitted to the hospital with a diagnosis of kidney failure. I
13 was advised by one of the nurses that had Mr. Preston not been admitted to the hospital, it was
14 likely that he would have died from kidney failure within seventy-two (72) hours. Dr. Major
15 later confirmed this prognosis to me, in a conversation in front of Mr. Preston in his hospital
16 room. During the period when Mr. Preston was hospitalized, I visited him every day. We had a
17 number of long conversations which centered on his professional career and his experiences with
18 mutual friends, including a number of clients of mine. Mrs. Moore remained in Nashville the
19 entire time Mr. Preston was in the hospital, and when I went to visit him, Mrs. Moore was
20 present. Mr. Preston was in the hospital for 10 days before returning to Los Angeles.

21 8. During his hospital stay and while I was in his room, I recall Mr. Preston speaking to his alleged
22 half-sister, Rodena Williams, on the telephone on a number of occasions. Mrs. Moore also spoke
23 to Ms. Williams by telephone at least once when I was present. At no time did Mrs. Moore
24 prevent Ms. Williams from communicating with Mr. Preston. Ms. Williams only spoke to Mr.
25 Preston on the telephone, and although she knew his condition, including how close to death he
26 had come, she did not visit him. To the best of my knowledge, Ms. Williams did not discuss Mr.
27 Preston's condition with anyone at the hospital, including his attending physicians.

28 9. From my observations of Mr. Preston and Mrs. Moore's relationship during that critical time