UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
FORT MYERS DIVISION

VETERANS CAPITAL CORP. and
ASC LEASE INCOME, LLC,

Plaintiffs,

v. Case No.: 2:22-cv-463-SPC-NPM

FUTURE FARM
TECHNOLOGIES, INC.,

Defendant.
_____/

ORDER[1]

Before the Court is Plaintiffs Veterans Capital Corp. and ASC Lease Income, LLC's Complaint (Doc. 1). Plaintiffs brings this diversity action, so they have the burden on jurisdiction. *Morrison v. Allstate Indem. Co.*, 228 F.3d 1255, 1273 (11th Cir. 2000). Proceeding in federal court, they must show the parties are completely diverse with an amount in controversy exceeding $75,000. 28 U.S.C. § 1332(a); *Exxon Mobil Corp. v. Allapattah Servs., Inc.*, 545 U.S. 546, 552 (2005). And district courts are "obligated to inquire into subject matter jurisdiction *sua sponte* whenever it may be lacking." *Univ. of S. Ala. v. Am. Tobacco Co.*, 168 F.3d 405, 410 (11th Cir. 1999).

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Here, Plaintiffs did not satisfy the requirements for diversity jurisdiction. Specifically, they failed to properly plead the citizenship of ASC. An LLC (like ASC) is a citizen of every state in which one of its members is a citizen. *Rolling Greens MHP, L.P. v. Comcast SCH Holdings L.L.C.*, 374 F.3d 1020, 1022 (11th Cir. 2004). So each LLC member must be diverse. *Americold Realty Tr. v. Conagra Foods, Inc.*, 577 U.S. 378, 381-82 (2016).

Since an LLC is a citizen of every member's state, the Complaint must identify each of the members and their citizenship. *Rolling Greens*, 374 F.3d at 1022 (A "party must list the citizenships of all the members of the" LLC.). In other words, a party with the burden on jurisdiction must trace down the citizenship of all members. *E.g.*, *CityPlace Retail, LLC v. Wells Fargo Bank N.A.*, No. 20-11748, 2021 WL 3486168, at *3 (11th Cir. July 15, 2021) ("The district court must do the same kind of tracing in this case, through however many layers of members or partners there may be, to determine the identity and citizenship of [LLC's] members."); *Mullins v. TestAmerica, Inc.*, 564 F.3d 386, 397 (5th Cir. 2009).

While Plaintiffs say the parties are diverse, they identify neither ASC's members nor their domiciles. Instead, the Complaint merely states ASC is a Florida LLC with its principal place of business here. Without identifying ASC's members and their domiciles, the Court cannot conclude diversity exists. *See Travaglio v. Am. Express Co.*, 735 F.3d 1266, 1269 (11th Cir. 2013)

(explaining difference between residence and citizenship (i.e., domicile)). So the Court dismisses without prejudice. Plaintiffs can amend to adequately plead subject-matter jurisdiction. *See* 28 U.S.C § 1653.

Accordingly, it is now

ORDERED:

1. Plaintiffs Complaint (Doc. 1) is **DISMISSED without prejudice**.
2. Plaintiffs may **FILE** an amended complaint **on or before August 8, 2022**. **If Plaintiffs fail to file amended complaint, the Court will close this case without further notice**.

DONE and **ORDERED** in Fort Myers, Florida on July 29, 2022.

SHERI POLSTER CHAPPELL
UNITED STATES DISTRICT JUDGE

Copies: All Parties of Record