

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF KENTUCKY
LOUISVILLE DIVISION

BRENDA BROOKS AND JENNY HEINE,
CO-ADMINISTRATRIX FOR THE
ESTATE OF DAVID K. DICKSON

Plaintiff

v.

Civil Action No. 3:22-cv-498-RGJ

THORNTONS, LLC, et al.

Defendants

* * * * *

MEMORANDUM OPINION & ORDER

Plaintiffs move to remand this case for lack of subject matter jurisdiction. [DE 11]. Defendant Alert Patrol, Inc. (“Alert Patrol”) filed a response and Plaintiffs replied. [DE 13, DE 14]. For the reasons below, Plaintiffs’ motion is DENIED.

Defendant Alert Patrol’s notice of removal was deficient in alleging the citizenship of Defendants for purposes of establishing this Court’s subject matter jurisdiction. This Court *sua sponte* ordered Alert Patrol to make a suitable curative filing or the case would be dismissed without prejudice for lack of jurisdiction. [DE 5]. Alert Patrol supplemented its notice of removal. [DE 10]. The supplement attached records from the Kentucky Secretary of State and stated:

Alert Patrol, Inc. states it is incorporated in the state of Florida and has its principal place of business in Margate, Florida. Thorntons LLC is a Delaware limited liability company. Its sole member is TLK Operating Company LLC, which is a Delaware limited liability company. TLK Operating Company LLC’s sole member is TLK Intermediate Holding Company LLC, which is a Delaware limited liability company. TLK Intermediate Holding Company LLC’s sole member is TLK Holding Company LLC, which is a Delaware limited liability company. TLK Holding Company LLC’s [sic] is BP Products North America Inc., which is a Maryland corporation with its principal place of business in Chicago, Illinois . . . [a]ccordingly, none of the Defendants or the applicable limited liability company members or sub-members are citizens of Kentucky and there is complete diversity of citizenship.


[DE 10 at 112-23]. Although the supplement failed to state the citizenship of Thorntons LLC it is implicit from the supplement and its attachments that Thorntons LLC is a citizen of Maryland and Illinois because “a limited liability company has the citizenship of each of its members.” *Delay v. Rosenthal Collins Grp., LLC*, 585 F.3d 1003, 1005 (6th Cir. 2009) citing *Homfeld II, L.L.C. v. Comair Holdings, Inc.*, 53 F. App’x 731, 732–33 (6th Cir. 2002). This rule applies to the citizenship of Thorntons LLC’s members and any sub-members. *Id.*

Plaintiffs argue that diversity jurisdiction is destroyed because the sole member of Thorntons LLC, TLK Operating Company LLC, has a principal place of business in Kentucky. [DE 11]. But Alert Patrol is correct that the principal place of TLK Operating Company LLC’s business is irrelevant for purposes of its citizenship for subject matter jurisdiction. Instead, the citizenship of TLK Operating Company’s member or members is what matters.

TLK Operating Company has one member: TLK Intermediate Holding Company LLC. Thus, we must know the citizenship of TLK Intermediate Holding Company LLC’s member or members. TLK Intermediate Holding Company LLC has one member: TLK Holding Company LLC. Thus, we must know the citizenship of TLK Holding Company LLC’s member or members. TLK Holding Company LLC has one member: BP Products North America Inc. Because BP Products North America Inc. is a corporation, its citizenship is determined by its principal place of business and state of incorporation. 28 U.S.C. § 1332(c)(1). BP Products North America Inc.’s principal place of business is in Illinois and it is incorporated in Maryland. [DE 10]. Thus, it is a citizen of Illinois and Maryland. And as a result, Thorntons LLC, TLK Operating Company LLC, TLK Intermediate Holding Company LLC, and TLK Holding Company LLC are citizens of Illinois and Maryland. This was not explicitly stated in Alert Patrol’s supplement to its notice of

removal, but it was implicit. [DE 10]. TLK Operating Company is not a citizen of Kentucky and the parties are completely diverse.

Accordingly, the Plaintiffs' Motion to Remand [DE 11] is **DENIED**. The Court will refer this case to the Magistrate Judge for a Rule 16 planning conference by separate order.



Rebecca Grady Jennings, District Judge
United States District Court

October 26, 2022