

1
2
3
4
5 UNITED STATES DISTRICT COURT
6 WESTERN DISTRICT OF WASHINGTON
7 AT SEATTLE

8 HUGO MACIAS TORRES aka
9 HUGO MACIAS,

10 Plaintiff,

11 v.

12 SN SERVICING CORPORATION,
13 and NP162, LLC,

14 Defendants.

C18-380 TSZ

MINUTE ORDER

15 The following Minute Order is made by direction of the Court, the Honorable
16 Thomas S. Zilly, United States District Judge:

17 (1) Plaintiff brought this action under state law, namely RCW 7.28.300, to
18 quiet title, alleging diversity jurisdiction. *See* Compl. (docket no. 1). The Complaint,
19 however, fails to allege sufficient jurisdictional facts to establish complete diversity. The
20 Court has twice directed defendant NP162, LLC to provide information from which its
21 citizenship can be determined. *See* Minute Orders (docket nos. 13 & 15). The Court is
22 still not satisfied with NP162, LLC's disclosures. NP162, LLC has indicated that it has
23 three members, each of which is a limited liability company ("LLC"). Corp. Discl. Stmt.
(docket no. 14). NP162, LLC has also provided an uncaptioned, unsigned document
disclosing that (i) one of its members, Prospect Mountain Capital, LLC ("Prospect"), has
as its sole member a trust, namely the BNS Family Irrevocable Grantor Trust; (ii) another
of its members, Shelving Rock Capital, LLC ("Shelving Rock"), has as its sole member
an individual residing in Florida; and (iii) yet another member, SRP 2016-E, LLC, is
comprised of two LLCs, namely Prospect and Shelving Rock, five individuals who reside
in either Connecticut or New York, and two Individual Retirement Accounts ("IRAs").
Schedule of States of Formation and Residency (docket no. 16). Within twenty-eight
(28) days of the date of this Minute Order, NP162, LLC shall file an amended corporate

1 disclosure statement, **signed by counsel of record**, that identifies (i) all members of
2 NP162, LLC, (ii) all owners, members, or beneficiaries of any member (or any member
3 of a member, or any member of a member of a member, and so forth) of NP162, LLC
4 that is itself an LLC, a trust, a partnership, an association, or some other non-corporate
5 entity, and (iii) the citizenship of each disclosed owner, member, and beneficiary. *See*
6 *Johnson v. Columbia Props. Anchorage, LP*, 437 F.3d 894, 899 (9th Cir. 2006) (holding
7 that LLCs, like partnerships, are citizens of every state in which their owners or members
8 are citizens); *see also GBForefront, L.P. v. Forefront Mgmt. Group, LLC*, 888 F.3d 29,
9 37-41 (3d Cir. 2018) (distinguishing between a traditional trust, the citizenship of which
10 is based on the citizenship of each trustee, and a business trust, the citizenship of which
11 is based on the citizenship of each constituent owner, member, or beneficiary (citing
12 *Americold Realty Trust v. Conagra Foods, Inc.*, 136 S. Ct. 1012 (2016))). In addition, in
13 its amended corporate disclosure statement, NP162, LLC shall (i) describe the structure
14 of the IRAs listed as members of SRP 2016-E, LLC, and (ii) identify the law under which
15 the IRAs are authorized to act and/or capable of acting as members of an LLC. Absent a
16 timely and satisfactory response to this Minute Order, the Court will consider imposing
17 appropriate sanctions.

18 (2) The Clerk is directed to send a copy of this Minute Order to all counsel of
19 record.

20 Dated this 7th day of August, 2018.

21 William M. McCool
22 Clerk

23 s/Karen Dews
Deputy Clerk