

UNITED STATES DISTRICT COURT FOR THE EASTERN DISTRICT OF
MISSOURI, EASTERN DIVISION

Ashland Ventures Holdings, LLC, et al. v. West Pine Lofts, LLC, et
al.

Ashland Ventures · No. 4:26 CV 364 CDP · Decided March 17, 2026

SUMMARY

The court reviews its subject-matter jurisdiction over a removed Missouri state-court action involving disputed earnest money from a terminated real estate transaction. Because the removing defendant did not adequately plead the citizenship of the members of the LLC parties, the court orders an amended notice of removal within ten days and warns that failure to comply may result in remand.

CASE DETAILS

COURT	United States District Court for the Eastern District of Missouri, Eastern Division
WRITING FOR THE COURT	Catherine D. Perry
JURISDICTION	United States District Court for the Eastern District of Missouri, Eastern Division
DECIDED	March 17, 2026
DOCKET	4:26 CV 364 CDP
DISPOSITION	other
PROCEDURAL POSTURE	Defendant removed a Missouri state-court action to federal court based on diversity jurisdiction. On the court's sua sponte review of subject-matter jurisdiction, the court found the notice of removal and state-court petition inadequate and ordered defendant to file an amended notice of removal.
STANDARD OF REVIEW	The court independently reviewed the state-court petition and notice of removal to determine whether subject-matter jurisdiction was adequately alleged.
PRECEDENTIAL VALUE	Unknown

TOPICS

- subject matter jurisdiction
- civil procedure
- pleadings
- breach of contract
- commercial litigation

PRACTICE AREAS

civil procedure

contracts

real estate

commercial litigation

QUESTIONS PRESENTED

1. Whether the notice of removal adequately established diversity subject-matter jurisdiction under 28 U.S.C. § 1332.
2. Whether a notice of removal adequately alleges an LLC's citizenship when it does not identify each member and each member's state of citizenship.
3. Whether the removing defendant should be given an opportunity to amend the notice of removal before the case is remanded.

HOLDINGS

1. The notice of removal did not adequately allege diversity jurisdiction because it failed to identify the members of the LLC parties and the states of citizenship of those members.
2. The citizenship of Kensington Vanguard National Land Services, LLC, as a nominal party, may be disregarded when determining whether diversity jurisdiction exists.
3. The removing defendant was given ten days to file an amended notice of removal properly alleging the court's subject-matter jurisdiction.

KEY QUOTATIONS

“Because neither the notice of removal nor the state-court petition contains an adequate statement of citizenship with respect to any of the parties in the case, I will order West Pine to file an amended notice of removal to properly allege this Court’s subject-matter jurisdiction.”

“As the party invoking this Court’s jurisdiction, West Pine must identify each individual member of each LLC and specifically plead the State of their citizenship.”

FACTUAL BACKGROUND

Plaintiffs Ashland Ventures Holdings, LLC and Integrity Holdings Group, LLC alleged that West Pine Lofts, LLC refused to return earnest money associated with a terminated real estate transaction. Plaintiffs asserted claims for declaratory judgment, breach of contract, breach of the covenant of good faith and fair dealing, and unjust enrichment. Kensington Vanguard National Land Services, LLC was named as a nominal defendant because it held the disputed earnest money in escrow. The notice of removal generally alleged that West Pine's members were Ohio citizens and that plaintiffs' members were not Ohio citizens, without identifying the LLC members or their specific states of citizenship.

PROCEDURAL HISTORY

Plaintiffs filed state-law claims in the Circuit Court of St. Louis City, Missouri, concerning the return of earnest money from a terminated real estate transaction. West Pine Lofts, LLC removed the action under 28 U.S.C. § 1332. The federal court determined that the pleadings did not adequately allege the citizenship of the members

of the plaintiff and defendant LLCs and allowed West Pine ten days to amend its notice of removal, warning that failure to comply may result in remand.

DISPOSITION

other

REMAND INSTRUCTIONS

West Pine Lofts, LLC must file an amended notice of removal within ten days of the March 17, 2026 order, identifying each individual member of each LLC and specifically pleading each member's state of citizenship. Failure to comply may result in remand to state court for lack of federal subject-matter jurisdiction.

CASES CITED

- Sanders v. Clemco Indus., 823 F.2d 214, 216 (8th Cir. 1987)
- In re Prempro Prods. Liab. Litig., 591 F.3d 613, 619 (8th Cir. 2010)
- Phipps v. FDIC, 417 F.3d 1006, 1010 (8th Cir. 2005)
- Cleek v. Ameristar Casino Kansas City, LLC, 47 F.4th 629, 635 (8th Cir. 2022)
- Reece v. Bank of New York Mellon, 760 F.3d 771, 777-78 (8th Cir. 2014)
- Moore v. Kansas City Pub. Sch., 828 F.3d 687, 691 (8th Cir. 2016)
- GMAC Com. Credit LLC v. Dillard Dep't Stores, Inc., 357 F.3d 827, 829 (8th Cir. 2004)
- James v. Moore, No. 1:23-CV-115-SNLJ, 2023 WL 4350944, at *1 (E.D. Mo. July 5, 2023)
- Gunapt Dev., L.L.C. v. Peine Lakes, L.P., No. 4:20-CV-01778-MTS, 2021 WL 3737273, at *1 (E.D. Mo. Aug. 24, 2021)
- Howard v. Newrez, LLC, No. 4:21-CV-522 JAR, 2021 WL 2949535, at *5 (E.D. Mo. July 14, 2021)
- Slater v. Republic-Vanguard Ins. Co., 650 F.3d 1132, 1134 (8th Cir. 2011)

OPINION

UNITED STATES DISTRICT COURT EASTERN DISTRICT OF MISSOURI EASTERN DIVISION ASHLAND VENTURES HOLDINGS,) LLC, et al.,)) Plaintiffs,)) v.) No. 4:26 CV 364 CDP) WEST PINE LOFTS, LLC, et al.,)) Defendants.) MEMORANDUM AND ORDER
This removed case is before me for review of subject-matter jurisdiction. Plaintiffs Ashland Ventures Holdings, LLC and Integrity Holdings Group, LLC filed this action in the Circuit Court of St. Louis City, Missouri, alleging that defendant West Pine Lofts, LLC refuses to return earnest money to plaintiffs in relation to a terminated real estate transaction.

In addition to seeking declaratory judgment, plaintiffs bring state-law claims of breach of contract, breach of covenant of good faith and fair dealing, and unjust enrichment against West Pine. Plaintiffs name Kensington Vanguard National Land Services, LLC as a nominal defendant, as it is

the entity that holds the disputed earnest money in escrow. West Pine removed the action to this Court, invoking this Court's diversity jurisdiction under 28 U.S.C. § 1332.

Because neither the notice of removal nor the state-court petition contains an adequate statement of citizenship with respect to any of the parties in the case, I will order West Pine to file an amended notice of removal to properly allege this Court's subject-matter jurisdiction.

The Eighth Circuit has admonished district courts to "be attentive to a satisfaction of jurisdictional requirements in all cases." *Sanders v. Clemco Indus.*, 823 F.2d 214, 216 (8th Cir. 1987). "A defendant may remove a state law claim to federal court only if the action originally could have been filed there." *In re Prempro Prods. Liab. Litig.*, 591 F.3d 613, 619 (8th Cir.

2010) (citing *Phipps v. FDIC*, 417 F.3d 1006, 1010 (8th Cir. 2005)). Diversity jurisdiction under 28 U.S.C. § 1332 requires an amount in controversy greater than \$75,000 and complete diversity of citizenship among the litigants. 28 U.S.C. § 1332(a).

In removed cases, diversity of citizenship is determined at the time the suit is filed and upon its removal. *Cleek v. Ameristar Casino Kansas City, LLC*, 47 F.4th 629, 635 (8th Cir. 2022). See also *Reece v. Bank of New York Mellon*, 760 F.3d 771, 777 (8th Cir. 2014) (parties must be diverse both when plaintiff initiates action in state court and defendant files notice of removal in federal court).

The removing defendant, as the party invoking jurisdiction, bears the burden of proving that all prerequisites to jurisdiction are satisfied. *Moore v. Kansas City Pub. Sch.*, 828 F.3d 687, 691 (8th Cir. 2016). In addition to plaintiffs' state-court petition, I review the defendant's notice of removal to determine the existence of subject-matter jurisdiction.

Reece, 760 F.3d at 777-78 (court looked to notice of removal for satisfaction of jurisdictional requirements). All real parties of interest in this case are limited liability companies. An LLC's citizenship, for purposes of diversity jurisdiction, is the citizenship of each of its members. *GMAC Com. Credit LLC v. Dillard Dep't Stores, Inc.*, 357 F.3d 827, 829 (8th Cir.

2004). Here, neither the notice of removal nor the petition identifies the members of any LLC and thereby fails to allege any identified member's State of citizenship. Instead, the notice of removal merely states, generally, that all members and sub-members of defendant West Pine "are citizens of Ohio" and that all members and sub-members of plaintiffs Ashland and Integrity are "not citizens of Ohio." (ECF 1 at ¶¶ 5, 7.)¹ "This catch-all recitation does not satisfy the requirements for showing that this Court has jurisdiction over this matter." *James v. Moore*, No. 1:23-CV-115-SNLJ, 2023 WL 4350944, at *1 (E.D.

Mo. July 5, 2023). Merely averring that a party is not a citizen of a particular State does not set forth with specificity that party's citizenship for purposes of establishing diversity jurisdiction.

Gunapt Dev., L.L.C. v. Peine Lakes, L.P., No. 4:20-CV-01778-MTS, 2021 WL 3737273, at *1 (E.D. Mo. Aug. 24, 2021) (citing cases). Cf. Howard v. Newrez, LLC, No. 4:21-CV-522 JAR, 2021 WL 2949535, at *5 (E.D.

Mo. July 14, 2021) (party invoking diversity jurisdiction must identify the parties' States of 1 As defendant Kensington is a nominal party, its citizenship may be ignored in determining whether diversity jurisdiction exists. Slater v. Republic-Vanguard Ins. Co., 650 F.3d 1132, 1134 (8th Cir. 2011). citizenship).

As the party invoking this Court's jurisdiction, West Pine must identify each individual member of each LLC and specifically plead the State of their citizenship. James, 2023 WL 4350944, at *1. I will give West Pine an opportunity to do so and direct it to amend its notice of removal within ten (10) days to properly allege this Court's subject-matter jurisdiction.

Failure to timely comply with this Order may result in this action being remanded to state court for lack of federal subject-matter jurisdiction. Accordingly, IT IS HEREBY ORDERED that within ten (10) days of the date of this Order, defendant West Pine Lofts, LLC shall file an amended notice of removal properly alleging this Court's subject-matter jurisdiction.

Failure to timely comply with this Order may result in this action being remanded to state court for lack of federal subject-matter jurisdiction. CATHERINE D.PrRRY UNITED STATES DISTRICT JUDGE Dated this 17th day of March, 2026. -4-