

IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

PIOTR NOWAK : CIVIL ACTION  
 :  
 v. :  
 :  
 MAJOR LEAGUE SOCCER, LLC, :  
 et al. : NO. 14-3503

ORDER

AND NOW, this 20<sup>th</sup> day of July, 2015, upon consideration of Defendant Major League Soccer, LLC's ("MLS") Motion to Dismiss (Docket #23), plaintiff's opposition, a letter dated June 29, 2015, from plaintiff's counsel forwarding the Court a copy of a California case regarding jurisdiction and venue, a letter dated July 16, 2015, from counsel for the defendant enclosing an affidavit of Nick Sakiewicz, and after an on-the-record telephone conference with counsel on June 19, 2015, IS HEREBY ORDERED that said motion is GRANTED. This case is DISMISSED for lack of subject matter jurisdiction.<sup>1</sup>

There is no complete diversity in this case. The plaintiff, Peter Nowak, is a citizen of Pennsylvania. The defendant, "MLS", is a citizen of Pennsylvania because at least one of it's members is a citizen of Pennsylvania. Under Third Circuit law, "the citizenship of an LLC is determined by the citizenship of each of its members." Zambelli Fireworks Mfg. Co.

---

<sup>1</sup> Defendant Major League Soccer Players Union was dismissed on February 5, 2015.

V. Wood, 592 F.3d 412, 418 (3d Cir. 2010). Each team within the MLS is owned by MLS but is operated by an owner-operator that is a member of MLS. Pennsylvania Professional Soccer, LLC, ("PPS") is the owner-operator that operates the Philadelphia Union MLS team, and is a member of MLS. PPS, itself, is a Delaware Limited Liability Company and has its principal place of business at 2501 Seaport Drive, Switch House Suite 500, Chester, Pennsylvania. Nick Sakiewicz is a citizen of the Commonwealth of Pennsylvania. Keystone Sports and Entertainment LLC ("Keystone), a Delaware Limited Liability Company, is the sole "Unitholder" of PPS. Mr. Sakiewicz holds 50% of the Class B Units in Keystone. PPS is a citizen of Pennsylvania because Mr. Sakiewicz is a citizen of Pennsylvania. Accordingly, MLS is, itself, a citizen of Pennsylvania.

The plaintiff argues that Zambelli is inapplicable to this case because athletic leagues are corporations for the purpose of determining citizenship based on American Needle, Inc. v. NFL, 560 U.S. 183 (2010). The plaintiff's reliance on American Needle is misplaced for several reasons. First, because the Supreme Court in that case examined the structure of the National Football League to determine whether its teams are subject to § 1 of the Sherman Antitrust Act, not to establish the citizenship of the League for diversity purposes. Am. Needle, 560 U.S. at 183. Second, the plaintiff disregards the distinct

structure of MLS as compared to other professional sports leagues. See Fraser, 284 F.3d at 52 (“MLS has, to say the least, a unique structure, even for a sports league.”) Third, the plaintiff’s argument conflicts with the Supreme Court’s ruling that the rules governing a corporation’s citizenship should not be extended to an LLC. Carden v. Arkoma Assocs., 494 U.S. 815, 200 (1990).

Nor does National Football League v. Fireman’s Fund Ins. Co., 216 Cal.App.4<sup>th</sup> 902 (2013) support the plaintiff’s argument that this Court has subject matter jurisdiction over this claims because the court in that case discussed the structure of the National Football League to determine the residence of the National Football League, not to determine its citizenship for diversity purposes. See Id. at 920-21.

BY THE COURT:

/s/ Mary A. McLaughlin\_\_\_\_\_  
MARY A. McLAUGHLIN, J.