

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEBRASKA**

BAYER US LLC,)	
)	Case No. 8:22-cv-82
Plaintiff,)	
)	
v.)	COMPLAINT AND DEMAND FOR
)	JURY TRIAL
ALTEN, LLC; MEAD CATTLE)	
COMPANY, LLC; GREEN DISPOSAL)	
MEAD, LLC; PLATTE RIVER GREEN)	
FUELS, LLC; and TANNER SHAW, in his)	
individual and official capacities,)	
)	
Defendants.)	

Plaintiff Bayer US LLC, for its Complaint against the above-named Defendants, states and alleges as follows:

NATURE OF THE CASE

1. Plaintiff Bayer US LLC (“Bayer”) brings this action seeking indemnification, contribution, and contract and other damages from the parties responsible for both the environmental conditions at the site of the AltEn ethanol plant in Mead, Nebraska and the costs Bayer has been incurring to respond to those conditions and stabilize the site.

2. Defendants AltEn, LLC (“AltEn”), Mead Cattle Company, LLC (“Mead Cattle”), and Green Disposal Mead, LLC (“Green Disposal”) operated at the site of the AltEn plant and worked together as a “closed-loop” system comprising an ethanol plant, cattle feedlot, and bio-char production unit. Defendant Tanner Shaw is the President of AltEn, Mead Cattle, Green Disposal and Platte River, and all are under his direction and control.

3. In June 2016, Monsanto Company—now an affiliate company of Bayer (collectively referred to as “Bayer”)¹—and AltEn entered into a Renewable Resource Material Agreement that governed the sale of Bayer’s treated and untreated seed (“RRM”) to AltEn for its use in ethanol production. Under the Agreement, AltEn was obligated to handle and store RRM safely; segregate RRM from other seed whose by-product might be used for livestock feed or agronomic purposes; convert all solid by-products derived from RRM into bio-char; recycle any liquid by-products derived from RRM within the facility; pay Bayer for the RRM; indemnify Bayer; return any unused seed to Bayer; and provide insurance coverage to Bayer as an additional insured under AltEn’s liability policies. The Agreement also required AltEn to comply with all applicable environmental laws and regulations and to notify Bayer about environmental incidents and non-compliance at the facility. AltEn was also prohibited from utilizing its relationship with Bayer in promotional or marketing efforts without Bayer’s explicit written permission.

4. AltEn failed to properly handle, store, and otherwise manage the RMM and the by-products from the ethanol manufacturing process in violation of federal and state laws and AltEn’s contractual commitments to Bayer. AltEn did not inform Bayer about the numerous notices of non-compliance and violations issued by state regulators. AltEn also failed to pay Bayer for the RRM as AltEn was obligated, and improperly referenced Bayer and/or Monsanto in promotional and marketing efforts without permission. These and other failures led to the release of untreated thin stillage and manure from a tank at the AltEn plant that flowed onto neighboring properties, the stockpiling of thousands of tons of wet cake by-product, and the mismanagement of millions

¹ In June 2018, an indirect and wholly owned subsidiary of Bayer AG merged with Monsanto Company with Monsanto surviving the merger. At that time, Monsanto became an indirect and wholly owned subsidiary of Bayer AG. Bayer US LLC and Monsanto Company are indirect and wholly-owned subsidiaries of Bayer AG.

of gallons of wastewater in lagoons that were, under AltEn's management, perilously close to failure.

5. Instead of complying with numerous emergency orders, notices of violations and other directives issued by the Nebraska Department of Environment and Energy ("NDEE") and engaging in remediation efforts, AltEn and its officers and affiliates – led by Tanner Shaw – have (i) abandoned the site, (ii) sold off their assets to prevent their creditors (including the State and Bayer) from having access to assets necessary to perform remediation and reimburse Bayer for the costs it has incurred to respond at the site, (iii) hindered the response and stabilization efforts performed by Bayer and other seed companies, (iv) refused to undertake or participate in any way in those response and stabilization activities, (v) interfered with Bayer's right to obtain insurance proceeds under AltEn's pollution liability policy and (vi) dissipated assets to avoid any responsibility for the environmental problems that Defendants caused.

6. At the request of Federal and State authorities, Bayer conducted extensive emergency response stabilization activities at the site beginning in February 2021.

7. To date, Bayer and other seed companies have spent millions of dollars to stabilize the site and to ensure that the materials abandoned by AltEn were stable and contained so they would not be the source of a potential release from the site. Efforts to date include:

- Reduce water levels in the lagoons below safe operating levels;
- Consolidate and temporarily cover wet cake to eliminate storm water runoff and decrease odor;
- Construct new water storage ponds to hold treated water during the winter weather;
- Treat more than 13 million gallons of contaminated water;
- Develop land-application water-quality standards for treated water;
- Empty and reconstruct the emergency spill basin;
- Remove material from both digesters; and
- Winterize the AltEn physical plant.

8. As a result of Defendants' abandonment of the site, Bayer and other seed companies have also been forced to pay site utility bills and equipment lease payments in order to facilitate their emergency response efforts.

9. Despite AltEn's contractual obligations to Bayer, AltEn has failed to reimburse Bayer for the costs it is incurring to respond to the conditions at the AltEn facility, and has interfered with its insurance carrier's attempts to investigate and resolve Bayer's coverage claim.

10. Bayer seeks relief against AltEn, Mead Cattle, Green Disposal, Platte River and potentially other related entities to contribute to the costs they caused, are responsible for, and have thus far willfully avoided and prevented from being paid.

PARTIES

11. Plaintiff Bayer US LLC is a Delaware limited liability company with its principal place of business in New Jersey and its sole member is Bayer Corporation which is an Indiana corporation with a principal place of business in New Jersey.

12. Defendant Tanner Shaw ("Shaw") is an individual who, upon information and belief is domiciled in Kansas. Shaw is the individual at the center of a complex web of companies related to the AltEn ethanol plant in Mead, Nebraska. Shaw's relations to the entity defendants are as set out hereinafter. Until at least 2021, Shaw listed 5225 Renner Road, Lake Quivira, Kansas ("the Quivira Mansion") as his mailing address and that of many of the entity defendants.

13. Defendant AltEn, LLC is a Kansas limited liability company with its principal office in Shawnee, Kansas. AltEn is registered as a foreign limited liability company in Nebraska. AltEn owned and operated an ethanol manufacturing plant located at 1344 County Rd. 10, Mead, Nebraska 68041 ("AltEn Facility").

14. Defendant Mead Cattle Company, LLC (“Mead Cattle”) is a Nebraska limited liability company. Mead Cattle owned and operated a cattle feedlot located adjacent to the AltEn Facility property at times relevant to this action.

15. Defendant Green Disposal Mead, LLC is a Nebraska limited liability company. Green Disposal owned and operated a bio-char production unit on the AltEn Facility property.

16. Defendant Platte River Green Fuels, LLC is a Kansas limited liability company with its principal office last located at the Quivira Mansion address.

JURISDICTION AND VENUE

17. This Court has diversity jurisdiction over the claims in this case pursuant to 28 U.S.C. § 1332. The parties are citizens of different states, and the amount in controversy exceeds \$75,000.00, exclusive of interest and costs.

18. Bayer US LLC is a Delaware limited liability company with its principal place of business in New Jersey and its sole member is Bayer Corporation which is an Indiana corporation with a principal place of business in New Jersey. Therefore, Bayer US LLC is a citizen of Indiana and New Jersey for purposes of diversity jurisdiction. Upon review of information publicly available to Bayer US LLC, and as explained in the following paragraphs, none of the named Defendants or their respective members or submembers are citizens of Indiana or New Jersey.

19. AltEn is a Kansas limited liability company with its principal office last located at the Quivira Mansion, 5225 Renner Road, Shawnee, Kansas 66217. Upon information and belief, AltEn’s known member is Platte River Green Fuels, LLC. Platte River Green Fuels, LLC’s known members are E3 Platte River, LLC, and Falcon Energy, LLC. E3 Platte River, LLC’s known members are Falcon Energy, LLC and E3 Bio Fuels, LLC. Falcon Energy, LLC is a forfeited Kansas for-profit corporation. E3 Bio Fuels, LLC’s known member is Earth, Energy & Environment, LLC. Earth, Energy & Environment, LLC has two members, Dennis Langley

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