

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

KRISTEN ALISON HALL,

Plaintiff

v.

**JENNIFER NETTLES and
KRISTIAN BUSH,**

Defendants

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Civil Action No. 1:08-CV-2437-TCB

FIRST AMENDED COMPLAINT

Comes Now Plaintiff Kristen Alison Hall, for her causes of action against Defendants Jennifer Nettles and Kristian Bush and prior to the filing of any responsive pleadings, hereby amends her Complaint and states and alleges as follows:

JURISDICTION AND VENUE

1. The jurisdiction of this court is authorized under 28 U.S.C. § 1332 as Plaintiff and Defendants are citizens of different states and the amount in controversy exceeds \$75,000, exclusive of interest and costs.

2. Venue is proper in this district as one or more of the Defendants reside in this district, all Defendants reside in the State of Georgia and the partnership that is the subject of this action was formed and is located in the State of Georgia.

THE PARTIES

3. Plaintiff Kristen Alison Hall was a resident of Georgia at times relevant to the claims in this action and is currently a resident of Tennessee. Hall is the founder of country music act known as “Sugarland.” Hall was a performer and principal songwriter for Sugarland.

4. Defendant Jennifer Nettles was a resident of Georgia at times relevant to the claims in this action. Nettles was and remains a member and performer in Sugarland.

5. Defendant Kristian Bush was a resident of Georgia at times relevant to the claims in this action. Bush was and remains a member and performer in Sugarland.

FACTUAL BACKGROUND

6. In and around January 2002, Hall created the name “Sugarland” for a prospective musical act, and Hall auditioned potential band members for positions in the musical act that would come to be known as Sugarland.

7. Later in 2002, Hall contacted Bush and invited him to join Sugarland and subsequently auditioned and hired Nettles for a position in Sugarland, and Hall and Defendants agreed to associate as co-owners in a business for profit and

entered into a partnership in connection with the pursuit of creative and commercial success as a musical act using the name Sugarland.

8. Hall, Nettles and Bush each contributed time, money and effort to the partnership and as partners, Hall, Nettles and Bush had and continue to have fiduciary duties to each other relative to the business and success of Sugarland.

9. Hall contributed creative expertise in writing songs for Sugarland and performing music and agreed, in connection with the partnership, to contribute the trade name, trademark and service mark “Sugarland” to the partnership.

10. Hall’s contribution of the trade name, trademark and service mark included allowing her partners, Nettles and Bush, to obtain equal co-ownership in the trademark and service mark, “Sugarland,” as evidenced by the registration of the trade and service mark with the United States Patent and Trademark Office. (Service mark registration #2747326, registered August 5, 2003 in IC 41 for entertainment services [filed September 9, 2002] & trademark registration #3250679, registered June 12, 2007 in IC 25 for clothing [filed October 5, 2005]).

11. In entering into the partnership, Hall, Nettles and Bush agreed to equally share and did share profits and losses incurred in connection with the partnership business including, but not limited to, the use and exploitation of the “Sugarland” trade name, trademark and service mark to generate publicity and

goodwill and touring, appearance and merchandise revenues as the country musical act professionally known as Sugarland.

12. In connection with the partnership, Hall, Nettles and Bush entered into a recording contract with MCA Recordings, Inc., a division of UMG Recordings, Inc., on or about September 16, 2003 using the professional name “Sugarland” for purposes of recording music and promoting Sugarland as a musical and recording act nationally and internationally.

13. From approximately mid-2002 until December 20, 2005, Hall, Nettles and Bush jointly endeavored to make the band Sugarland a creative and commercial success, and Hall contributed significant time, effort, energy and passion toward the creative and commercial success of Sugarland, including, on the band's behalf, re-recording its debut, breakthrough single, “Baby Girl,” after two versions were received poorly by the band’s label. “Baby Girl,” as re-recorded by Hall, became one of the longest charting debut singles in the history of country music.

14. In addition to conceiving the name and creative concept for the band and allowing the band to use her personal credit cards to pay the expenses of its touring, recording, merchandising and promotional activities, Hall initially acted

as Sugarland's manager, booking agent and tour organizer and created and designed the band's promotional materials and merchandising.

15. As part of her contribution to the partnership, Hall collaborated generously with Bush and Nettles on the songs for Sugarland's first album, titled "Twice The Speed Of Life."

16. Hall wrote or co-wrote every song on "Twice The Speed Of Life," which was commercially released on October 26, 2004. Since its release "Twice The Speed of Life" has been certified Double Platinum (two million units sold) by Recording Industry Association of America ("RIAA") and rose to the number 16 position on the Billboard 200 Chart in 2005. In 2005 Sugarland was awarded "Breakthrough Favorite New Artist" at the American Music Awards.

17. To build recognition for the band, its music and the "Sugarland" brand and to develop the band's goodwill in the music industry, Hall and the band performed for free on numerous occasions throughout 2004 and 2005, and these efforts set the stage for and were integral to the band's commercial and financial success after December 20, 2005.

18. After December 20, 2005, Nettles and Bush have excluded Hall from all aspects of the partnership business including, but not limited to, failing to account for and pay her a share of the partnership profits and failing to allow her

access to and participation in the management and conduct of the partnership's business affairs.

19. Since excluding Hall from all aspects of the partnership's business, Nettles and Bush have continued to utilize and exploit partnership property and Hall's individual property and contributions to the partnership including, but not limited to, her interest in the Sugarland trade name, trademark and service mark and her intellectual property and creative efforts.

20. Building on the publicity, goodwill and commercial success of the partnership created with Hall's significant contributions, Sugarland released its second album titled "Enjoy the Ride" on or about November 7, 2006. "Enjoy the Ride" was also certified Double Platinum by RIAA and contained the song titled "Sugarland", which was an early songwriting collaboration between Hall and Bush.

21. Through the use of partnership property, Hall's share of the partnership property and Hall's individual property since approximately December 20, 2005, Nettles and Bush have obtained significant professional and commercial success as the musical act Sugarland and have not paid Hall any profits resulting from the partnership business, the partnership assets or accounted to Hall for any of her share of the profits generated from the partnership.

22. Despite excluding Hall from all aspects of the partnership business, Nettles and Bush have not compensated Hall for her interest in the partnership property, brand or good will or her individual property interest in the Sugarland trade name, trademark and service mark.

CAUSES OF ACTION

Count I - Breach of Partnership Agreement

23. Hall restates and realleges the foregoing paragraphs 1 through 22.

24. In entering into a partnership, Hall and Defendants agreed to be equal co-owners in a business for profit and to jointly pursue creative and commercial success as the musical act Sugarland.

25. Hall and Defendants agreed to equally share in the partnership assets and the profits generated by the partnership, and to equally benefit in the creative and commercial success of Sugarland.

26. Hall and Defendants agreed that all parties would have a right to participate in the management and conduct of the partnership's affairs.

27. After approximately December 20, 2005, Defendants have failed to account for and pay to Hall an equal share of the profits generated by the partnership as required under the parties' agreement and under Georgia law.

28. Defendants have excluded Hall from all aspects of the management and conduct of the partnership's affairs in violation of the parties' agreement and Georgia law.

29. Defendants have continued to use and exploit the property of the partnership and Hall's individual property without accounting for or compensating Hall for her partnership interest in Sugarland in violation of the parties' agreements and Georgia law.

30. Defendants' willful breach of the parties' agreements regarding the partnership has caused Hall to suffer monetary damages in excess of \$1,500,000.

Count II - Breach of Fiduciary Duty

31. Hall restates and realleges the foregoing paragraphs 1 through 30.

32. As partners in a partnership, Defendants owed Hall a fiduciary duty, which includes a duty of fidelity and disclosure regarding all matters relating to the partnership's business.

33. Defendants fiduciary duty required them, among other things, to fully account for and pay to Hall an equal share of the profits generated by the partnership.

34. Defendants' fiduciary duty required them to disclose all information relevant to the interests and business of the partnership to Hall.

35. After approximately December 20, 2005, Defendants have been in continual breach of their fiduciary duties to Hall by, *inter alia*, failing to account for and pay her an equal share of the profits generated by their partnership and by failing to disclose to Hall all information relevant to the interests and business of the partnership.

36. Defendants' breach of their fiduciary duties to Hall has damaged Hall in amount in excess of \$1,500,000.

Count III - Accounting

37. Hall restates and realleges the foregoing paragraphs 1 through 36.

38. As partners, Defendants have a duty to properly account to Hall and hold one-third of any profits that they derived from the business of the partnership as trustee for Hall pursuant to O.C.G.A. §14-8-21.

39. Defendants wrongful exclusion of Hall from the partnership business and their use and exploitation of the partnership property to their own use after Hall's exclusion entitles Hall to a formal accounting of all partnership affairs pursuant to O.C.G.A. §14-8-22 and O.C.G.A. §14-8-43 .

40. In addition and/or as an alternative to an accounting, Hall has a right to request that the partnership affairs be wound up and settled pursuant to

O.C.G.A. §14-8-40 and is entitled to damages for Defendants' wrongful defacto dissolution of the partnership O.C.G.A. §14-8-38.

Count IV – Attorneys Fees

41. Hall restates and realleges the foregoing paragraphs 1 through 40.

42. In excluding Hall from the Sugarland partnership and in failing to provide to Plaintiff an accounting and payment of her share of the partnership income and profits, Defendants have acted in bad faith, have been stubbornly litigious and have caused Plaintiff unnecessary trouble and expense within the meaning of O.C.G.A. §13-6-11, thereby authorizing an award of attorney's fees and costs to Plaintiff in an amount to be determined by the Court or at trial.

WHEREFORE, Plaintiff Hall requests the following relief:

1. For judgment against Defendants in a sum in excess of One Million Five Hundred Thousand (\$1,500,000) Dollars for Hall's share of the profits derived from the business and property of the partnership since December 20, 2005, together with interest, costs, and disbursements herein;

2. For judgment against Defendants for the damages suffered by Hall as a result of Defendants' defacto dissolution of the partnership due to their wrongful exclusion of Hall from all business of the partnership;

3. For an order directing Defendants to provide Hall a formal accounting of all partnership affairs and business;

4. Alternatively, for an order dissolving the partnership and settling the affairs of the partnership as between the partners;

5. For judgment against Defendants awarding Plaintiff attorneys' fees and litigation expenses pursuant to the provisions of O.C.G.A. §13-6-11; and

6. For such other and further relief as the Court may deem just, equitable and proper.

TRIAL BY JURY IS DEMANDED.

Certificate of Compliance

It is hereby certified that the foregoing **First Amended Complaint** has been prepared in a Times New Roman, 14 point font, as approved by this Court pursuant to Local Rule 5.1(B).

CIVIL COVER SHEET

The JS44 civil cover sheet and the information contained herein neither replace nor supplement the filing and service of pleadings or other papers as required by law, except as provided by local rules of court. This form is required for the use of the Clerk of Court for the purpose of initiating the civil docket record. (SEE INSTRUCTIONS ATTACHED)

I. (a) PLAINTIFF(S)

KRISTEN ALISON HALL

DEFENDANT(S)

JENNIFER NETTLES and KRISTIAN BUSH

(b) COUNTY OF RESIDENCE OF FIRST LISTED

PLAINTIFF Davidson, Tennessee

(EXCEPT IN U.S. PLAINTIFF CASES)

COUNTY OF RESIDENCE OF FIRST LISTED

DEFENDANT _____

(IN U.S. PLAINTIFF CASES ONLY)

NOTE: IN LAND CONDEMNATION CASES, USE THE LOCATION OF THE TRACT OF LAND INVOLVED

(c) ATTORNEYS

(FIRM NAME, ADDRESS, TELEPHONE NUMBER, AND E-MAIL ADDRESS)

Barry A. O'Neil, Esq. Scott D. Sanders, Esq.
 2000 IDS Center 21 Eighth Street, N.E.
 80 South Eighth Street Atlanta, Georgia 30309
 Minneapolis, MN 55402 (404) 873-4422
 (612) 339-8131 scott@entlaw.com
 barry@lommen.com

ATTORNEYS (IF KNOWN)

II. BASIS OF JURISDICTION

(PLACE AN "X" IN ONE BOX ONLY)

- 1 U.S. GOVERNMENT PLAINTIFF
- 2 U.S. GOVERNMENT DEFENDANT
- 3 FEDERAL QUESTION (U.S. GOVERNMENT NOT A PARTY)
- 4 DIVERSITY (INDICATE CITIZENSHIP OF PARTIES IN ITEM III)

III. CITIZENSHIP OF PRINCIPAL PARTIES

(PLACE AN "X" IN ONE BOX FOR PLAINTIFF AND ONE BOX FOR DEFENDANT) (FOR DIVERSITY CASES ONLY)

- | PLF | DEF | | PLF | DEF | |
|---------------------------------------|---------------------------------------|---|----------------------------|----------------------------|---|
| <input type="checkbox"/> 1 | <input checked="" type="checkbox"/> 1 | CITIZEN OF THIS STATE | <input type="checkbox"/> 4 | <input type="checkbox"/> 4 | INCORPORATED OR PRINCIPAL PLACE OF BUSINESS IN THIS STATE |
| <input checked="" type="checkbox"/> 2 | <input type="checkbox"/> 2 | CITIZEN OF ANOTHER STATE | <input type="checkbox"/> 5 | <input type="checkbox"/> 5 | INCORPORATED AND PRINCIPAL PLACE OF BUSINESS IN ANOTHER STATE |
| <input type="checkbox"/> 3 | <input type="checkbox"/> 3 | CITIZEN OR SUBJECT OF A FOREIGN COUNTRY | <input type="checkbox"/> 6 | <input type="checkbox"/> 6 | FOREIGN NATION |

IV. ORIGIN

(PLACE AN "X" IN ONE BOX ONLY)

- 1 ORIGINAL PROCEEDING
- 2 REMOVED FROM STATE COURT
- 3 REMANDED FROM APPELLATE COURT
- 4 REINSTATED OR REOPENED
- 5 TRANSFERRED FROM ANOTHER DISTRICT (Specify District)
- 6 MULTIDISTRICT LITIGATION
- 7 APPEAL TO DISTRICT JUDGE FROM MAGISTRATE JUDGE JUDGMENT

V. CAUSE OF ACTION

(CITE THE U.S. CIVIL STATUTE UNDER WHICH YOU ARE FILING AND WRITE A BRIEF STATEMENT OF CAUSE - DO NOT CITE JURISDICTIONAL STATUTES UNLESS DIVERSITY)

Breach of Contract and Breach of Fiduciary Duty

(IF COMPLEX, CHECK REASON BELOW)

- 1. Unusually large number of parties.
- 2. Unusually large number of claims or defenses.
- 3. Factual issues are exceptionally complex
- 4. Greater than normal volume of evidence.
- 5. Extended discovery period is needed.
- 6. Problems locating or preserving evidence
- 7. Pending parallel investigations or actions by government.
- 8. Multiple use of experts.
- 9. Need for discovery outside United States boundaries.
- 10. Existence of highly technical issues and proof.

CONTINUED ON REVERSE

FOR OFFICE USE ONLY

RECEIPT # _____ AMOUNT \$ _____ APPLYING IFP _____ MAG. JUDGE (IFP) _____
 JUDGE _____ MAG. JUDGE _____ NATURE OF SUIT _____ CAUSE OF ACTION _____
 (Referral)

VI. NATURE OF SUIT (PLACE AN "X" IN ONE BOX ONLY)

CONTRACT - "0" MONTHS DISCOVERY TRACK

- 150 RECOVERY OF OVERPAYMENT & ENFORCEMENT OF JUDGMENT
- 152 RECOVERY OF DEFAULTED STUDENT LOANS (Excl. Veterans)
- 153 RECOVERY OF OVERPAYMENT OF VETERAN'S BENEFITS

CONTRACT - "4" MONTHS DISCOVERY TRACK

- 110 INSURANCE
- 120 MARINE
- 130 MILLER ACT
- 140 NEGOTIABLE INSTRUMENT
- 151 MEDICARE ACT
- 160 STOCKHOLDERS' SUITS
- 190 OTHER CONTRACT
- 195 CONTRACT PRODUCT LIABILITY
- 196 FRANCHISE

REAL PROPERTY - "4" MONTHS DISCOVERY TRACK

- 210 LAND CONDEMNATION
- 220 FORECLOSURE
- 230 RENT LEASE & EJECTMENT
- 240 TORTS TO LAND
- 245 TORT PRODUCT LIABILITY
- 290 ALL OTHER REAL PROPERTY

TORTS - PERSONAL INJURY - "4" MONTHS DISCOVERY TRACK

- 310 AIRPLANE
- 315 AIRPLANE PRODUCT LIABILITY
- 320 ASSAULT, LIBEL & SLANDER
- 330 FEDERAL EMPLOYERS' LIABILITY
- 340 MARINE
- 345 MARINE PRODUCT LIABILITY
- 350 MOTOR VEHICLE
- 355 MOTOR VEHICLE PRODUCT LIABILITY
- 360 OTHER PERSONAL INJURY
- 362 PERSONAL INJURY - MEDICAL MALPRACTICE
- 365 PERSONAL INJURY - PRODUCT LIABILITY
- 368 ASBESTOS PERSONAL INJURY PRODUCT LIABILITY

TORTS - PERSONAL PROPERTY - "4" MONTHS DISCOVERY TRACK

- 370 OTHER FRAUD
- 371 TRUTH IN LENDING
- 380 OTHER PERSONAL PROPERTY DAMAGE
- 385 PROPERTY DAMAGE PRODUCT LIABILITY

BANKRUPTCY - "0" MONTHS DISCOVERY TRACK

- 422 APPEAL 28 USC 158
- 423 WITHDRAWAL 28 USC 157

CIVIL RIGHTS - "4" MONTHS DISCOVERY TRACK

- 441 VOTING
- 442 EMPLOYMENT
- 443 HOUSING/ ACCOMMODATIONS
- 444 WELFARE
- 440 OTHER CIVIL RIGHTS
- 445 AMERICANS with DISABILITIES - Employment
- 446 AMERICANS with DISABILITIES - Other

IMMIGRATION - "0" MONTHS DISCOVERY TRACK

- 462 NATURALIZATION APPLICATION
- 463 HABEAS CORPUS- Alien Detainee
- 465 OTHER IMMIGRATION ACTIONS

PRISONER PETITIONS - "0" MONTHS DISCOVERY TRACK

- 510 MOTIONS TO VACATE SENTENCE
- 530 HABEAS CORPUS
- 535 HABEAS CORPUS DEATH PENALTY
- 540 MANDAMUS & OTHER
- 550 CIVIL RIGHTS - Filed Pro se
- 555 PRISON CONDITION(S) - Filed Pro se

PRISONER PETITIONS - "4" MONTHS DISCOVERY TRACK

- 550 CIVIL RIGHTS - Filed by Counsel
- 555 PRISON CONDITION(S) - Filed by Counsel

FORFEITURE/PENALTY - "4" MONTHS DISCOVERY TRACK

- 610 AGRICULTURE
- 620 FOOD & DRUG
- 625 DRUG RELATED SEIZURE OF PROPERTY 21 USC 881
- 630 LIQUOR LAWS
- 640 R.R. & TRUCK
- 650 AIRLINE REGS.
- 660 OCCUPATIONAL SAFETY / HEALTH
- 690 OTHER

LABOR - "4" MONTHS DISCOVERY TRACK

- 710 FAIR LABOR STANDARDS ACT
- 720 LABOR/MGMT. RELATIONS
- 730 LABOR/MGMT. REPORTING & DISCLOSURE ACT
- 740 RAILWAY LABOR ACT
- 790 OTHER LABOR LITIGATION
- 791 EMPL. RET. INC. SECURITY ACT

PROPERTY RIGHTS - "4" MONTHS DISCOVERY TRACK

- 820 COPYRIGHTS
- 840 TRADEMARK

PROPERTY RIGHTS - "8" MONTHS DISCOVERY TRACK

- 830 PATENT

SOCIAL SECURITY - "0" MONTHS DISCOVERY TRACK

- 861 HIA (1395f)
- 862 BLACK LUNG (923)
- 863 DIWC (405(g))
- 863 DIWW (405(g))
- 864 SSID TITLE XVI
- 865 RSI (405(g))

FEDERAL TAX SUITS - "4" MONTHS DISCOVERY TRACK

- 870 TAXES (U.S. Plaintiff or Defendant)
- 871 IRS - THIRD PARTY 26 USC 7609

OTHER STATUTES - "4" MONTHS DISCOVERY TRACK

- 400 STATE REAPPORTIONMENT
- 430 BANKS AND BANKING
- 450 COMMERCE/ICC RATES/ETC.
- 460 DEPORTATION
- 470 RACKETEER INFLUENCED AND CORRUPT ORGANIZATIONS
- 480 CONSUMER CREDIT
- 490 CABLE/SATELLITE TV
- 810 SELECTIVE SERVICE
- 875 CUSTOMER CHALLENGE 12 USC 3410
- 891 AGRICULTURAL ACTS
- 892 ECONOMIC STABILIZATION ACT
- 893 ENVIRONMENTAL MATTERS
- 894 ENERGY ALLOCATION ACT
- 895 FREEDOM OF INFORMATION ACT
- 900 APPEAL OF FEE DETERMINATION UNDER EQUAL ACCESS TO JUSTICE
- 950 CONSTITUTIONALITY OF STATE STATUTES
- 890 OTHER STATUTORY ACTIONS

OTHER STATUTES - "8" MONTHS DISCOVERY TRACK

- 410 ANTI TRUST
- 850 SECURITIES / COMMODITIES / EXCHANGE

OTHER STATUTES - "0" MONTHS DISCOVERY TRACK

- ARBITRATION (Confirm / Vacate / Order / Modify)

(Note: Mark underlying Nature of Suit as well)

*** PLEASE NOTE DISCOVERY TRACK FOR EACH CASE TYPE. SEE LOCAL RULE 26.3**

VII. REQUESTED IN COMPLAINT:

CHECK IF CLASS ACTION UNDER F.R.Cv.P. 23 DEMAND \$ _____

JURY DEMAND YES NO (CHECK YES ONLY IF DEMANDED IN COMPLAINT)

VIII. RELATED/REFILED CASE(S) IF ANY

JUDGE _____ DOCKET NO. _____

CIVIL CASES ARE DEEMED RELATED IF THE PENDING CASE INVOLVES: (CHECK APPROPRIATE BOX)

- 1. PROPERTY INCLUDED IN AN EARLIER NUMBERED PENDING SUIT.
- 2. SAME ISSUE OF FACT OR ARISES OUT OF THE SAME EVENT OR TRANSACTION INCLUDED IN AN EARLIER NUMBERED PENDING SUIT.
- 3. VALIDITY OR INFRINGEMENT OF THE SAME PATENT, COPYRIGHT OR TRADEMARK INCLUDED IN AN EARLIER NUMBERED PENDING SUIT.
- 4. APPEALS ARISING OUT OF THE SAME BANKRUPTCY CASE AND ANY CASE RELATED THERETO WHICH HAVE BEEN DECIDED BY THE SAME BANKRUPTCY JUDGE.
- 5. REPETITIVE CASES FILED BY PRO SE LITIGANTS.
- 6. COMPANION OR RELATED CASE TO CASE(S) BEING SIMULTANEOUSLY FILED (INCLUDE ABBREVIATED STYLE OF OTHER CASE(S)):
- 7. EITHER SAME OR ALL OF THE PARTIES AND ISSUES IN THIS CASE WERE PREVIOUSLY INVOLVED IN CASE NO. _____, WHICH WAS DISMISSED. This case IS IS NOT (check one box) SUBSTANTIALLY THE SAME CASE.

SIGNATURE OF ATTORNEY OF RECORD

DATE