



FEDERAL ELECTION COMMISSION
Washington, DC 20463

June 15, 2011

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Marc E. Elias, Esq.
Jonathan S. Berkon, Esq.
Rebecca H. Gordon, Esq.
Perkins Coie LLP
700 Thirteenth Street, N.W., Suite 600
Washington, D.C. 20005-3960

RE: Advisory Opinion Request 2011-09

Dear Messrs. Elias and Berkon and Ms. Gordon:

This letter responds to your letter received on April 26, 2011 and your email received on May 6, 2011, requesting an advisory opinion on behalf of Facebook. The purpose of this letter is to inform you that the Commission has concluded its consideration of your advisory opinion request without issuing an advisory opinion.

The Commission released three public drafts of an advisory opinion in response to your request. On June 9, 2011, the Commission released for public comment Agenda Document No. 11-32, containing one of the drafts, on June 10, 2011, the Commission released Agenda Document No. 11-32-A, containing a second draft advisory opinion, and on June 15, 2011, the Commission released Agenda Document No. 11-32-B, containing a third draft advisory opinion.

At its Open Meeting of June 15, 2011, the Commission considered but did not approve any draft. Under the Federal Election Campaign Act of 1971, as amended, the affirmative vote of four members of the Commission is required for the Commission to render an advisory opinion. *See* 2 U.S.C. 437c(c) and 437d(a)(7); *see also* 11 CFR 112.4(a). The Commission voted 3-3 on Agenda Document Nos. 11-32-A and 11-32-B and did not vote on Agenda Document 11-32. Thus, the Commission was unable to render an opinion in this matter.

Agenda Document Nos. 11-32, 11-32-A, and 11-32-B are enclosed for your information and convenience. Please keep in mind that none of these documents is an advisory opinion under the Federal Election Campaign Act, because no document was approved by the affirmative vote of at least four Commissioners.

Letter to Marc E. Elias, Esq., Jonathan S. Berkon, Esq., and Rebecca H. Gordon, Esq.
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If you have any questions, please contact Jessica Selinkoff, an attorney in this Office, at 202/694-1650.

Sincerely,

(signed)
Rosemary C. Smith
Associate General Counsel

Enclosures