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August 2, 2016

Jeff S. Jordan, Esquire
Assistant General Counsel
Federal Election Commission
999 E Street, N.W.
Washington, D.C. 20463

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FEDERAL ELECTION
COMMISSION

Re: MUR 7101 -- Sheldon G. Adelson

Dear Mr. Jordan:

This will respond on behalf of Sheldon G. Adelson to the above-captioned Matter Under Review.

At the outset, we note that Mr. Adelson is not listed as a Respondent in the complaint, has not violated the Federal Election Campaign Act and is mentioned apparently only as an attempt by Complainants to dampen permissible activity in the political process with which Complainants do not agree.

The activity in which Mr. Adelson engaged is making contributions in amounts explicitly permitted by federal case law and the Federal Election Commission in multiple Advisory Opinions as well as its own guidance. For example, the Commission said in Advisory Opinion 2012-34 at 3:

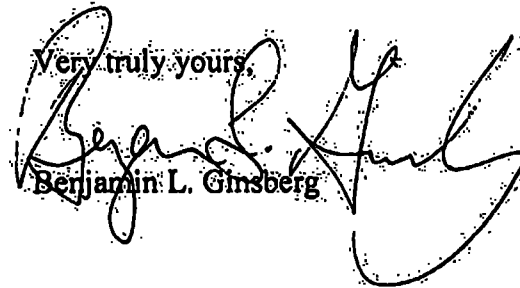
Contributions to nonconnected political committees [such as the ones sited in MUR 7101 as recipients of Mr. Adelson's contributions] are limited under the Act to \$5,000 per year. 2 U.S.C. 441a(a)(1). **Courts have held, however, that the Act's amount limitations are generally unconstitutional as applied to contributions that will be used to finance independent activity.** See *SpeechNow.org v. FEC*, 599 F.3d 686, 696 (D.C. Cir. 2010) (en banc); *EMILY's List v. FEC*, 581 F.3d 1, 11 (D.C. Cir. 2009); see also Advisory Opinion 2010-11 (Commonsense Ten) (concluding that political committees may make unlimited contributions to independent expenditure-only committees). (emphasis added)

Similarly, the Commission's own model Form 1 Statement of Organization for Super PACs such as the ones to which Mr. Adelson contributed advises those Super PACs to use the following language: "This committee intends to make independent expenditures, and consistent

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with the U.S. Court of Appeals for the District of Columbia Circuit decision in *SpeechNow v. FEC*, it therefore **intends to raise funds in unlimited amounts**. This committee will not use those funds to make contributions, whether direct, in-kind, or via coordinated communications, to federal candidates or committees." http://www.fec.gov/pdf/forms/ie_only_letter.pdf (emphasis added).

In conclusion, the Complaint itself does not allege any violation of the Act or Commission Regulations by Mr. Adelson. Therefore, there is no factual or legal basis for the Commission to find reason to believe Mr. Adelson that violated the Federal Election Campaign Act for activity the Commission itself says is permissible.

Very truly yours,

Benjamin L. Ginsberg

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FEDERAL ELECTION COMMISSION
 999 E. Street, NW
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STATEMENT OF DESIGNATION OF COUNSEL
Please use one form for each Respondent/Entity/Treasurer.
 FAX (202) 219-3923

MUR # 7101

NAME OF COUNSEL: Benjamin L. Ginsberg

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The above-named individual and/or firm is hereby designated as my counsel and is authorized to receive any notifications and other communications from the Commission and to act on my behalf before the Commission.

8-3-16

Date

Sheldon G. Adelson
 Respondent/Agent Signature

Title (Treasurer/Candidate/Owner)

RESPONDENT: Sheldon G. Adelson

(Committee Name, Company Name, or Individual Named in Notification Letter)

MAILING ADDRESS: 3355 Las Vegas Boulevard, South

(Please Print)

Las Vegas, NV

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This form relates to a Federal Election Commission matter that is subject to the confidentiality provisions of 52 U.S.C. § 30109(a)(12)(A). This section prohibits making public any notification or investigation conducted by the Federal Election Commission without the express written consent of the person under investigation.