

1 **FEDERAL ELECTION COMMISSION**

2 **FIRST GENERAL COUNSEL'S REPORT**

3 **MUR 8082**

4 DATE COMPLAINT FILED: Oct. 27, 2022

5 DATE OF NOTIFICATIONS: Nov. 03, 2022

6 LAST RESPONSE RECEIVED: Apr. 25, 2023

7 DATE ACTIVATED: Apr. 25, 2023

8 EXPIRATION OF SOL: Mar. 31, 2025 -

9 Dec. 8, 2025

10 ELECTION CYCLE: 2020

11 **COMPLAINANTS:**

12 Noah Bookbinder

13 Citizens for Responsibility and Ethics in Washington

14 **RESPONDENTS:**

15 Alleged Undisclosed Contributors

16 Unknown Respondents

17 Florida Power & Light Company

18 Alleged Higher-Level Conduits

19 SUN Marketing & Advertising LLC

20 Let's Preserve the American Dream, Inc.

21 Alleged Lower-Level Conduits and their Officers

22 Florida Promise, Inc.

23 Center for Advancement of Integrity and Justice, Inc.

24 Grow United, Inc.

25 Broken Promises

26 Stand Up for Justice

27 Richard Alexander

28 Sean J. Anderson

29 Recipient IEOPCs and Treasurers

30 Senate Leadership Fund and Caleb Crosby in his

31 official capacity as treasurer and in his personal
32 capacity

33 American Valor PAC and Lisa Lisker in her official
34 capacity as treasurer and in her personal capacity

35 Conservative Action Fund (f/k/a Wingman PAC) and

36 Charles Gantt in his official capacity as treasurer

37 Abby Dupree in her personal capacity as the former
38 treasurer of Wingman PAC

39 Concerned Conservatives, Inc., and Nancy H. Watkins

40 in her official capacity as treasurer and in her personal
41 capacity

1 South Florida Residents First and Paul Kilgore in his
 2 official capacity as treasurer and in his personal
 3 capacity

4 **RELEVANT STATUTES** 52 U.S.C. § 30122
 5 **AND REGULATIONS:** 11 C.F.R. § 110.4(b)

6
 7 **INTERNAL REPORTS CHECKED:** Disclosure Reports

8 **FEDERAL AGENCIES CHECKED:** None

9 **I. INTRODUCTION**

10 The Complaint alleges that Unknown Respondents, possibly including Florida Power and
 11 Light Company (“FPL”), made five contributions in the name of another, totaling \$1.27 million,
 12 through a network of conduits associated with a political consulting firm called Matrix LLC
 13 (“Matrix”), to five federal independent expenditure-only political committees (“IEOPCs”).¹ The
 14 specific contributions identified in the Complaint are as follows:

- 15 • a \$1,000,000 contribution reportedly from Florida Promise, Inc. (“Florida Promise”)
 16 to Senate Leadership Fund, dated December 8, 2020;²
- 17 • a \$100,000 contribution reportedly from the Center for Advancement of Integrity and
 18 Justice, Inc. (“CAIJ”) to American Valor PAC, dated October 27, 2020;³
- 19 • a \$100,000 contribution reportedly from Grow United, Inc. (“Grow United”) to
 20 Conservative Action Fund (f/k/a Wingman PAC), also dated October 27, 2020;⁴

¹ Compl. ¶¶ 2, 5, 27, 42, 89-93 (Oct. 27, 2022).

² Senate Leadership Fund, Amended 2020 Year End Report at 72 (Mar. 18, 2021), <https://docquery.fec.gov/pdf/807/202103189441299807/202103189441299807.pdf>; *see also* Compl. ¶¶ 49-50.

³ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf>; *see also* Compl. ¶¶ 47-48.

⁴ Wingman PAC, 2020 30-Day Post Election Report at 1, 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting a \$100,000 contribution from Grow United, Inc., on October 27, 2020, and the committee’s FEC identification number of C00742296); Conservative Action Fund, Amended Statement of Organization at 1 (May 20, 2022), <https://docquery.fec.gov/pdf/048/202205209512421048/202205209512421048.pdf> (reflecting that its name has changed to Conservative Action Fund and that its FEC identification number is C00742296); *see also* Compl. ¶¶ 43-44.

- 1 • a \$20,000 contribution reportedly from Broken Promises to Concerned
2 Conservatives, Inc., dated July 14, 2020;⁵ and
- 3 • a \$50,000 contribution reportedly from Stand Up for Justice to South Florida
4 Residents First, dated March 31, 2020.⁶

5 The Complaint relies on news articles regarding a 2019 email and two accompanying
6 memoranda sent from Jeff Pitts, Matrix's former CEO, to Eric Silagy, FPL's former CEO,
7 reportedly proposing a method for FPL to make anonymous contributions to federal and state
8 political committees by transferring funds through multiple levels of conduits.⁷ The proposal
9 called for funds to be first sent to and passed through higher-level Matrix-associated conduits,
10 including SUN Marketing & Advertising LLC ("SUN") and Let's Preserve the American Dream,
11 Inc. ("LPAD"), before being sent to various lower-level Matrix-controlled conduits, including
12 Florida Promise, that would be reported as the source of the contributions. Thus, the Complaint
13 alleges that each of the five alleged lower-level Matrix-controlled conduits (referred to herein as
14 the "Conduit Corporations") permitted their names to be used to effect contributions in the name
15 of another pursuant to Pitts's and Matrix's proposal.

16 To support its central allegation, the Complaint alleges that all five of the alleged Conduit
17 Corporations had ties to Pitts or Matrix through having either Richard Alexander or Sean J.
18 Anderson as a director or officer.⁸ Citing news articles, the Complaint alleges that Alexander's

⁵ Concerned Conservatives, Inc., 2020 12-Day Pre-Primary Election Report at 6 (Aug. 6, 2020), <https://docquery.fec.gov/pdf/823/202008069261263823/202008069261263823.pdf>; *see also* Compl. ¶¶ 51-52.

⁶ South Florida Residents First, 2020 April Quarterly Report at 11 (Apr. 13, 2020), <https://docquery.fec.gov/pdf/294/202004159216942294/202004159216942294.pdf>; *see also* Compl. ¶¶ 53-54.

⁷ Compl. ¶¶ 3-4, 28-41; *see, e.g.*, Jason Garcia & Annie Martin, *Florida's Dark Money Playbook: How 'Ghost' Candidate Scheme Revealed Secretive Political Tactics*, ORLANDO SENTINEL (Dec. 30, 2021), <https://www.orlandosentinel.com/news/os-ne-dark-money-ghost-candidates-tactics-20211230-7zelkoadffclde3z76ax3cgx3m-htmlstory.html> [hereinafter *Dark Money Playbook*].

⁸ Compl. ¶¶ 13, 16; *see also* Alexander & Anderson Resp. at 2 (Jan. 18, 2023) (conceding that Alexander served either as director or officer of Grow United, Florida Promise, and CAIJ, while Anderson served either as director or officer of Broken Promises and Stand Up for Justice).

1 sister was a Matrix contractor at the time of the allegations⁹ and that Anderson was a former
 2 Matrix employee and a good friend of Pitts.¹⁰ The Complaint also alleges, without providing a
 3 specific basis, that each of the five recipient IEOPCs and their treasurers accepted the
 4 contributions with the knowledge that they came from another source.¹¹

5 Respondents generally deny the allegations. They make a variety of factual and legal
 6 arguments, summarized as follows:

- 7 • FPL's Response states that the news articles relied on by the Complaint were from
 8 anonymous sources, that Matrix's proposal pertained to legal activity only, and that
 9 FPL did not contribute funds to LPAD with the understanding that the funds would
 10 ultimately be contributed to federal IEOPCs.¹² FPL also provided a sworn
 11 declaration from its former CEO denying that FPL funds donated to nonprofits during
 12 2020 were earmarked to make federal political contributions.¹³
- 13 • Alexander and Anderson, who were collectively either a director or officer of the five
 14 alleged Conduit Corporations, state in their joint Response that the Complaint fails to
 15 present any information suggesting that they accepted any funds earmarked for
 16 making specific political contributions and argue that Matrix's proposal did not
 17 address making federal political contributions.¹⁴
- 18 • None of the five alleged Conduit Corporations, which were reported by the IEOPCs
 19 as contributors and are now defunct, submitted any response for the Commission to
 20 consider.
- 21 • LPAD's Response states that it was unaware of Matrix's proposal and provides a
 22 sworn declaration from its executive director stating that it is vested with the sole

⁹ Compl ¶ 13; *see* Dark Money Playbook, *supra* note 7 (reporting that Alexander's sister, April Odom, was a Matrix employee at the time of the allegations, and that she worked on matters relating to Grow United and CAIJ).

¹⁰ Compl ¶ 16; *see* John Archibald, *Archibald: 'Bachelor party' Makes For Strange Bedfellows*, AL.COM (Nov. 14, 2010), https://www.al.com/archiblog/2010/11/archibald_bachelor_party_makes.html [hereinafter "Bachelor Party"] (reporting that Pitts attended Anderson's bachelor party and that they were both employed by Matrix at the time); Mary Ellen Klas, *et al.*, 'Nightmare Scenario': How FPL Secretly Manipulated a Florida State Senate Election, MIAMI HERALD (Aug. 29, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article264196761.html> [hereinafter "Nightmare Scenario"] (reporting that Pitts texted FPL vice president Daniel Martell that Anderson was an old friend of his and that Pitts was in control of the nonprofits run by Anderson).

¹¹ Compl. ¶¶ 5, 73-87.

¹² FPL Resp. at 1, 4-5, 7 (Feb. 22, 2023).

¹³ *Id.*, Ex. B ¶ 5 (sworn declaration of Eric E. Silagy dated February 22, 2023) [hereinafter Silagy Decl.].

¹⁴ Alexander & Anderson Resp. at 3.

1 discretion to spend the funds it receives; that it relinquishes control of any funds it
2 donates to other organizations; and that Pitts has never contacted LPAD about a
3 proposal to route contributions from FPL through LPAD with the intention to make
4 political contributions.¹⁵

- 5 • SUN's Response states that it did not make any payments to a political candidate,
6 campaign, or committee, or to any section 501(c)(4) entity.¹⁶
- 7 • The five recipient IEOPCs and their treasurers state that they were unaware of
8 Matrix's proposal, and/or lacked information suggesting that the contributions were
9 made in the name of another.¹⁷

10 As discussed below, the five contributions purportedly made by the alleged Conduit
11 Corporations as identified by the Complaint appear to be consistent with the conduit
12 contributions proposed by Pitts and Matrix to FPL to anonymize its political contributions. In
13 addition, all five of the alleged Conduit Corporations appear to be controlled by or associated
14 with Pitts and Matrix. While FPL denies participating in the proposed scheme, it appears likely
15 that Unknown Respondents, who were likely clients of Pitts and/or Matrix, funded the
16 contributions made through the network of conduits described in the Matrix memo.

17 Accordingly, we recommend that the Commission find reason to believe that Unknown
18 Respondents violated 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b) by making contributions in
19 the name of another, and reason to believe that the five alleged Conduit Corporations, Florida
20 Promise, CAIJ, Grow United, Broken Promises, and Stand Up for Justice, violated 52 U.S.C.
21 § 30122 and 11 C.F.R. § 110.4(b) by knowingly permitting their names to be used to effect
22 contributions in the name of another. As for the remaining Respondents, including FPL, Richard

¹⁵ LPAD Resp. at 1-2 (Dec. 21, 2022); *id.*, Ex. A ¶¶ 4-7, 13 (sworn declaration of Ryan Tyson dated December 20, 2022) [hereinafter "Tyson Decl."].

¹⁶ SUN Resp. at 1 (Nov. 23, 2022).

¹⁷ *See generally* Concerned Conservatives Inc. Resp. at 2 (Apr. 21, 2023); Dupree Resp. at 3 (Dec. 30, 2022); American Valor PAC Resp. at 1-2 (Dec. 21, 2022); Conservative Action Fund Resp. at 2 (Dec. 21, 2022); South Florida Residents First Resp. at 1 (Nov. 18, 2022); Senate Leadership Fund Resp. at 2 (Nov. 17, 2022).

1 Alexander, Sean J. Anderson, LPAD, SUN, and the five recipient IEOPCs and their treasurers,
2 we recommend that the Commission take no action at this time, pending results of the proposed
3 investigation.

4 II. FACTUAL BACKGROUND

5 A. Jeff Pitts of Matrix Appears to Have Created a Plan to Anonymize Federal 6 Political Contributions Using a Network of Conduits Controlled by or 7 Associated with Pitts or Matrix

8 Matrix is a “strategic communications firm” based in Alabama.¹⁸ According to the
9 *Orlando Sentinel*, it received a cache of internal documents from Matrix, “includ[ing] checks,
10 bank statements, emails, text messages, invoices, internal ledgers and more, all apparently
11 unearthed during an internal investigation Matrix launched after its former employees left the
12 firm at the end of 2020.”¹⁹ These internal records included a copy of a November 26, 2019
13 email sent from former Matrix CEO, Jeff Pitts, to former FPL CEO, Eric Silagy, stating,
14 “Attached is an updated funding memo along with a separate legal memo on federal elections
15 support.”²⁰ The “funding memo” noted goals such as making “federal campaign contributions”
16 and “minimiz[ing] all public reporting of entities and activities.”²¹ It also included a flowchart
17 depicting money flowing from FPL through a network of conduits before being contributed to
18 federal and state political committees, as reproduced below:²²

¹⁸ *Matrix, LLC, v. Canopy Partners, LLC, et al*, 2021 WL 3127729 (Ala. Cir. Ct.).

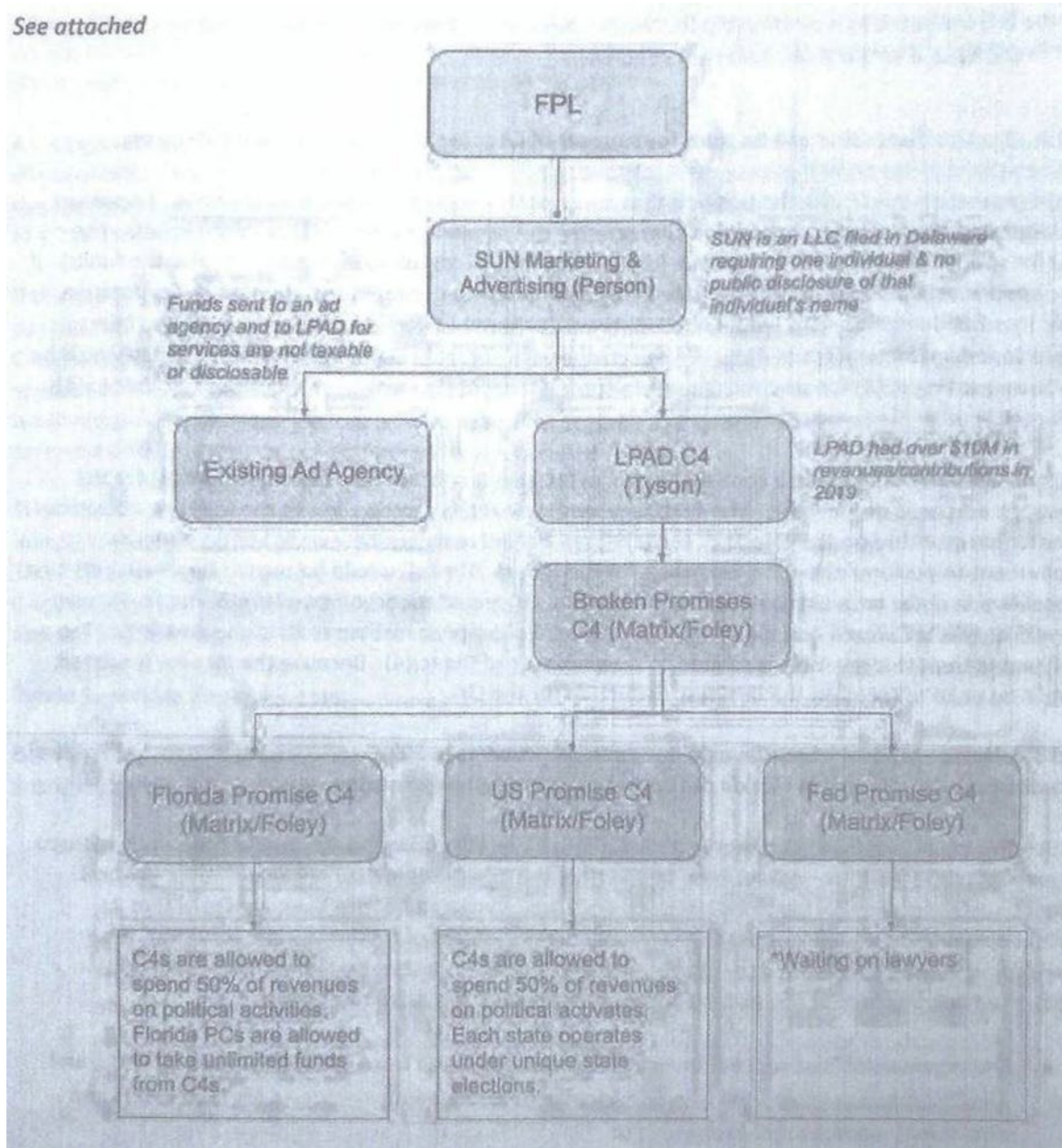
¹⁹ Jason Garcia & Annie Martin, *Operative Pitched Secretive Political Spending Plan to FPL Exec's Email Alias, Records Reveal*, ORLANDO SENTINEL (Jan. 24, 2022), <https://www.orlandosentinel.com/politics/os-ne-florida-power-and-light-matrix-dark-money-20211217-v64274eytjeb5hnstdognvqds4-story.html> [hereinafter “Secretive Political Spending Plan”].

²⁰ *Id.*; see also Compl. ¶¶ 3, 31-38.

²¹ See Secretive Political Spending Plan, *supra* note 19; Compl. ¶ 32.

²² See Secretive Political Spending Plan, *supra* note 19; Compl. ¶ 33 Fig. 1.

See attached



- 1 Notably, next to or below the name of each conduit is a parenthetical, which may indicate the
- 2 person or entity controlling or associating with that conduit. Specifically, the flowchart
- 3 identifies a “LPAD C4 (Tyson),” which appears to refer to LPAD and its executive director Ryan

1 Tyson.²³ The flowchart also identifies “Matrix/Foley” in a parenthetical next to or below the
2 names of the following conduits: “Broken Promises,” “Florida Promise C4,” “US Promise C4,”
3 and “Fed Promise C4,” suggesting that these conduits are directly associated with and/or
4 controlled by Matrix and its legal counsel, Foley and Lardner, LLP (“Foley”).²⁴

5 According to the flowchart, money could flow to a “Florida Promise C4,” which could
6 “spend 50% of revenues on political activities” due to its tax status as a section 501(c)(4)
7 corporation, and be used to contribute to Florida state political committees on the basis that
8 “Florida PCs are allowed to take unlimited funds from C4s.”²⁵ Money could also flow to a “US
9 Promise C4,” which similarly could “spend 50% of revenues on political activities” due to its tax
10 status, and be used to contribute to other states’ political committees on the basis that “[e]ach
11 state operates under unique state elections.”²⁶ Lastly, the flowchart indicates that money could
12 flow to a “Fed Promise C4,” but because Matrix was “[w]aiting on lawyers,” it could not state
13 the purpose of this proposed funding.²⁷

14 The legal memo attached to the email, which was drafted by Foley attorney Erika Alba,
15 addressed “the legalities of using nonprofits to spend money on federal elections.”²⁸ The memo
16 states that “a nonprofit might have to disclose its donors if it spent money directly supporting a
17 candidate,” but that “the nonprofit would not have to disclose its donors if it gave money to a

²³ See LPAD Resp. at 1 (stating that it is a section 501(c)(4) organization and that its executive director is Ryan Tyson); *see also* Compl. ¶ 35.

²⁴ See Secretive Political Spending Plan, *supra* note 19 (noting that Erika Alba of Foley & Lardner LLP drafted a legal memo attached to the email); *see also* Compl. ¶ 38 (alleging the same).

²⁵ Secretive Political Spending Plan, *supra* note 19; *see also* Compl. ¶¶ 33 Fig. 1, 37.

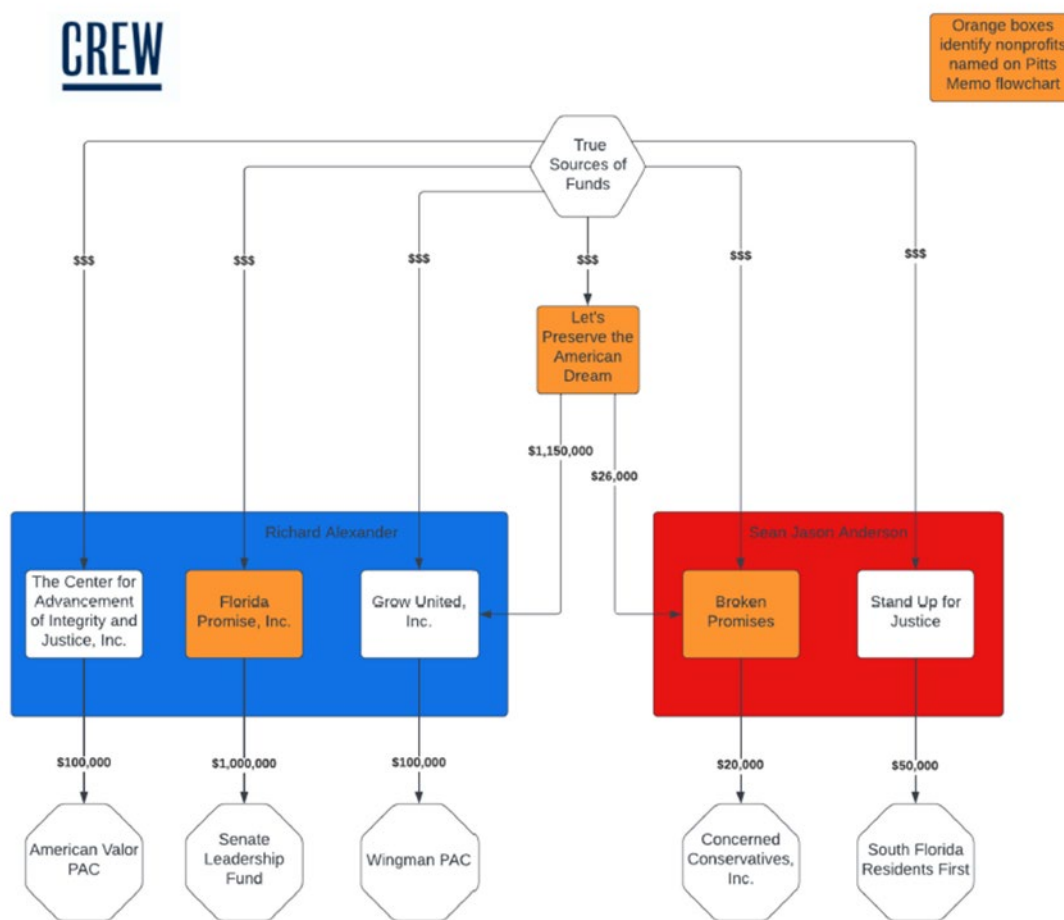
²⁶ Secretive Political Spending Plan, *supra* note 19; *see also* Compl. ¶ 33 Fig. 1.

²⁷ Secretive Political Spending Plan, *supra* note 19; *see also* Compl. ¶ 33 Fig. 1.

²⁸ Secretive Political Spending Plan, *supra* note 19; *see also* Compl. ¶ 38.

1 type of political committee known as a “Super PAC” (i.e., an IEOPC) “that then spent money
 2 supporting the candidate.”²⁹ The legal memo then concluded: “Thus, it could be strategic for a
 3 [nonprofit] who wishes to make Independent Expenditures to do so via a Super PAC.”³⁰

4 Based on the record of contributions disclosed by the recipient IEOPCs and news articles
 5 reporting that LPAD provided funding to Grow United and Broken Promises, the Complaint
 6 depicts the implementation of the Matrix plan as taking the following altered form:³¹



²⁹ Secretive Political Spending Plan, *supra* note 19; *see also* Compl. ¶ 38.

³⁰ Secretive Political Spending Plan, *supra* note 19 (alteration in original); *see also* Compl. ¶ 38.

³¹ Compl. ¶¶ 42 Fig. 2, 45, 52.

1 In its Response, FPL denies that it contributed funds to LPAD with the understanding
2 that the funds would be contributed to federal IEOPCs,³² and attaches a sworn declaration from
3 its former CEO, Silagy, denying that he directed any nonprofit organizations to make
4 contributions to federal political committees using FPL funds during 2020, or that he otherwise
5 exercised control over how any nonprofit organizations used their FPL funds that year.³³ The
6 Complaint, however, also alleges that Matrix pitched the above-referenced plan to Unknown
7 Respondent clients other than FPL, noting that FPL's spokesperson, David Reuter, stated, "We
8 are aware of the proposed structure as the legal memo was shared with us, and as we understand
9 it, Joe Perkins'[s] team at Matrix created a proposal to fund their *clients'* communication and
10 outreach activities during 2020."³⁴

11 **B. The Alleged Conduit Corporations Appear to Have Been Controlled by or**
12 **Associated with Pitts and/or Matrix**

13 The Complaint alleges that five alleged Conduit Corporations, Florida Promise, CAIJ,
14 Grow United, Broken Promises, and Stand Up for Justice, permitted their names to effect the
15 \$1.27 million in contributions that they purportedly made to IEOPCs on behalf of Unknown
16 Respondents.³⁵ Richard Alexander served as a director or officer of the first three alleged
17 Conduit Corporations, while Sean J. Anderson was a director or officer of the latter two.³⁶

18 According to news reports, both Alexander and Anderson had close ties to Matrix.
19 Alexander's sister, April Odom, was a Matrix contractor at the time of the allegations and

³² FPL Resp. at 1.

³³ Silagy Decl. ¶ 5.

³⁴ Secretive Political Spending Plan, *supra* note 19 (emphasis added); Compl. ¶ 40 (emphasis added).

³⁵ Compl. ¶¶ 5, 43-54.

³⁶ Alexander & Anderson Resp. at 2.

1 reportedly worked on behalf of Matrix regarding CAIJ and Grow United, which were entities
2 associated with Alexander.³⁷ Anderson, on the other hand, was a former Matrix employee, and
3 reportedly a close friend of Pitts.³⁸ Anderson also has a history of working with Pitts, as Pitts
4 reportedly texted FPL Vice President Daniel Martell in 2016, four years prior to the alleged
5 contributions, as follows: “Bottom line is we are the ones with the check books and in control
6 100 percent” of the nonprofits purportedly run by Anderson.³⁹

7 Without denying that the events as alleged in the Complaint occurred, Alexander and
8 Anderson argue in their joint Response that the Complaint fails to include any evidence that
9 Matrix's plan involved making federal political contributions or that the Conduit Corporations
10 received funds with the direction that the funds be used to make any specific political
11 contribution.⁴⁰ Alexander and Anderson also do not provide any insight as to whether the
12 Conduit Corporations engaged in any activities other than making federal and Florida state
13 political contributions, or explain why the Conduit Corporations made the contributions at issue
14 here. The discussion below sets out the available information about each of the alleged Conduit
15 Corporations and their relationships with Pitts and/or Matrix.

16 1. Florida Promise, Inc.

17 Florida Promise is a corporation identified in Matrix's proposal to FPL that could be used
18 as a conduit to make contributions to Florida political committees,⁴¹ and it was incorporated on

³⁷ Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson's sister and was a former Matrix employee); *see also* Compl. ¶¶ 13, 48.

³⁸ Bachelor Party, *supra* note 10; Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his); *see also* Compl. ¶ 16.

³⁹ Nightmare Scenario, *supra* note 10; *see also* Compl. ¶ 16.

⁴⁰ Alexander & Anderson Resp. at 3.

⁴¹ *See* Secretive Political Spending Plan, *supra* note 19; *see also* Compl. ¶¶ 33 Fig. 1, 50.

1 December 18, 2018.⁴² According to Florida Promise's 2018 federal tax return, it is a 501(c)(4)
2 corporation; its mission is to "develop and advocate for legislation, regulations, and government
3 programs related to policies to benefit Floridians"; Alexander was its chairman; it did not have a
4 website; and it did not have any expenses or revenue that year.⁴³

5 On December 8, 2020, Florida Promise made a \$1,000,000 contribution to the Senate
6 Leadership Fund.⁴⁴ In addition, consistent with Matrix's proposal to use Florida Promise to
7 make Florida political contributions, Florida Promise also made contributions to Florida political
8 committees on June 12, 2019, and January 27, 2021, totaling \$230,000.⁴⁵ Other than making the
9 \$1,230,000 in federal and Florida state political contributions, there is no publicly available
10 information regarding Florida Promise's activities.

⁴² *Division of Corporations*, DEL. SEC'Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name "Florida Promise"); *see also* Compl. ¶ 12.

⁴³ IRS Form 990-EZ, Florida Promise, Inc., 2018 Short Form Return of Organization Exempt from Income Tax at 2-3, 6 (Nov. 13, 2019), https://apps.irs.gov/pub/epostcard/cor/832961305_201812_990EO_2020060117168825.pdf [hereinafter Florida Promise 2018 Tax Return].

⁴⁴ Senate Leadership Fund, Amended 2020 Year End Report at 72 (Mar. 18, 2021), <https://docquery.fec.gov/pdf/807/202103189441299807/202103189441299807.pdf>; *see also* Compl. ¶ 49.

⁴⁵ *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching "all" election years with contributor's last name starting with "Florida Promise"); *see also* Compl. ¶ 50.

1 Florida political committees totaling \$307,000, starting in November 2018 and through
2 December 2020.⁵²

3 While CAIJ was not referenced by name in Matrix's proposal to FPL, news reports
4 suggest that it was controlled by Matrix. Specifically, Matrix's internal files reportedly include a
5 September 23, 2020 text message from Odom, Alexander's sister and a Matrix contractor at the
6 time of the allegations, stating that she procured access to CAIJ's bank account.⁵³ In addition,
7 on October 16, 2018, just 15 days after CAIJ's incorporation, CAIJ made a \$25,000 contribution
8 to House Majority PAC.⁵⁴ According to news reports, FPL directed Matrix to make this
9 contribution on its behalf to support Lauren Baer, who was seeking election in Florida's 18th
10 Congressional District, and asked Matrix to ensure that House Majority PAC "do[es]n't
11 triangulate this donation to others we have done."⁵⁵ Other than making the \$432,000 in federal
12 and Florida state political contributions, there is no publicly available information regarding
13 CAIJ's activities.

⁵² Campaign Finance Database, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited July 25, 2023) (searching "all" election years with contributor's last name starting with "center for advancement").

⁵³ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right-hand corner of the article's sixth picture); *see also* Compl. ¶ 48.

⁵⁴ House Majority PAC, 2018 Amended 12-Day Pre-Election Report at 655 (Dec. 3, 2018), <https://docquery.fec.gov/pdf/085/201812069135107085/201812069135107085.pdf>.

⁵⁵ Jason Garcia & Annie Martin, *Florida Power & Light Execs Worked Closely with Consultants Behind 'Ghost' Candidate Scheme, Records Reveal*, ORLANDO SENTINEL (Apr. 14, 2022), <https://www.orlandosentinel.com/politics/os-ne-florida-power-and-light-senate-ghost-candidates-20211202-szjhv7ox6vcmpm6pgd437y52i-htmlstory.html> [hereinafter "FPL Execs"] (reporting that Silagy forwarded Pitts instructions to make a contribution to House Majority PAC to support Lauren Baer and to make sure that "they don't triangulate this donation to others we have done"); *November 6, 2018 General Election*, FL DEP'T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/6/2018&DATAMODE=> (last visited Sept. 25, 2023) (reflecting that Lauren Baer was the democratic nominee in Florida's 18th Congressional District).

1 nomination.⁶¹ Earlier that month, from October 3, 2020, through October 20, 2020, Grow
 2 United made contributions to Florida state political committees totaling \$1,462,500.⁶²
 3 Grow United appears to have been created and controlled by Pitts and Matrix. Ryan
 4 Tyson, the executive director of LPAD — which contributed \$1,150,000 to Grow United in
 5 2020⁶³ — was deposed by the Miami-Dade State Attorney's Office in a criminal matter
 6 regarding a former LPAD contractor's creation of fake Florida state senate candidates during the
 7 2020 election cycle.⁶⁴ Tyson testified in the deposition that he understood that Jeff Pitts started
 8 and ran Grow United.⁶⁵ In addition, FPL reportedly asserted that Grow United was created by
 9 Matrix.⁶⁶

⁶¹ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00742296&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting Wingman PAC's independent expenditures in the 2020 election cycle); *November 3, 2020 General Election*, FL DEP'T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting "Federal Offices") (reflecting that Scott Franklin was the Republican nominee and Alan Cohn was the Democratic nominee in Florida's 15th Congressional District); *August 18, 2020 Primary Election Republican Primary*, FL DEP'T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=8/18/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting "Federal Offices" in the Republican Primary section) (reflecting that both Scott Franklin and Ross Spano were seeking the Republican nomination in Florida's 15th Congressional District).

⁶² *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (selecting election year "all" and searching contributor last name starting with "grow united"); *see also* Compl. ¶ 46.

⁶³ LPAD Resp. at 3; *see also* Compl. ¶ 45.

⁶⁴ *See* FPL Resp., Ex. A (deposition of Ryan Tyson conducted by the Miami-Dade State Attorney's Office on September 30, 2021) [hereinafter "Tyson Dep."].

⁶⁵ Tyson Dep. at 16:18-23 (Tyson testifying that Pitts told him that he was starting Grow United), *id.* at 18:4-9 (Tyson testifying that his understanding was that Pitts "was running Grow United").

⁶⁶ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Dec. 10, 2021, updated Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. Joe Perkins, owner of Matrix, denies that Matrix created Grow United, and Perkins's attorney asserts that "[t]o the extent any rogue Matrix employees were involved in those activities, they were undertaken in secret, without Dr. Perkins'[s] knowledge or consent." *Id.*

1 Matrix's internal records also reportedly indicate that it had control of Grow United.
2 According to news reports, Matrix's internal ledger reflect an August 7, 2019 entry billed to FPL
3 for "Grow United SOS Fees," which likely referred to the fees charged by the Delaware
4 Secretary of State for incorporating Grow United a few weeks prior.⁶⁷ Matrix's internal records
5 also reportedly include a September 23, 2020 message from Odom stating that she procured
6 access to Grow United's bank account.⁶⁸ In addition, as part of her duties at Matrix, Odom
7 reportedly sent checks from Grow United to make contributions to Florida committees, asked the
8 committees to confirm their receipt of the checks,⁶⁹ and emailed a \$12,813.54 invoice to Matrix
9 with the subject line, "FPL Expenses for Grow United c4," for expenses that included traveling
10 to Colorado to update the nonprofit's mailbox at a UPS Store in Denver.⁷⁰

11 News articles also report that, in the summer of 2019, Matrix used Grow United to offer a
12 job to a Jacksonville City Councilmember on behalf of FPL.⁷¹ Furthermore, Foley attorney
13 Erika Alba reportedly billed Matrix in the fall of 2020 for her work on IRS submission forms for
14 Grow United.⁷² Other than making the \$1,562,500 in political contributions, there is no publicly
15 available information regarding Grow United's activities.

⁶⁷ FPL Execs, *supra* note 55.

⁶⁸ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right corner of the article's sixth picture); *see also* Compl. ¶ 48.

⁶⁹ Dark Money Playbook, *supra* note 7.

⁷⁰ FPL Execs, *supra* note 55.

⁷¹ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. FPL reportedly confirmed that Matrix employees came up with an idea to offer the City Council member a job, but that it rejected the idea. *Id.*

⁷² Nate Monroe, *Law Firm that Advised on Botched JEA Sale Also Helped Former FPL Consultants On Dark-Money Projects*, FL TIMES-UNION (Dec. 17, 2021), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/17/jea-privatization-law-firm-foley-lardner-also-helped-former-fpl-consultants-political-giving/8850686002/>. There are no publicly available tax forms from Grow United, Inc., however. *See Tax Exempt*

1 4. Broken Promises

2 Broken Promises is referenced by name in Matrix's proposal to FPL as a middleman that
3 would receive funds and send them to conduits, including Florida Promise, that would in turn
4 make political contributions.⁷³ Broken Promises was incorporated on August 29, 2018, along
5 with Stand Up for Justice.⁷⁴ According to Broken Promises's federal tax return for the 2018
6 calendar year, it is a 501(c)(4) corporation; its purpose is to "develop[] and advocat[e] for
7 legislation, regulations, and government programs to improve social environmental, economy
8 and social environment"; Sean J. Anderson is its president and chairman; it did not have a
9 website; and it received \$200,000 of funding that year.⁷⁵ In addition, according to news reports,
10 Broken Promises reportedly received \$26,000 from LPAD on July 9, 2020.⁷⁶

11 On July 14, 2020, five days after reportedly receiving the \$26,000 from LPAD, Broken
12 Promises made a \$20,000 contribution to Concerned Conservatives, Inc., an IEOPC.⁷⁷ During
13 the 2020 election cycle, Concerned Conservatives, Inc., made independent expenditures only in
14 Florida's 19th Congressional District to support Dane Eagle, who unsuccessfully ran for the
15 Republican nomination, and oppose his competitors, William Matthew Figlesthler, Byron

Organization Search, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (reflecting that there are no results when searching Grow United's name or its EIN number identified in the Complaint, 84-2546999).

⁷³ See Secretive Political Spending Plan, *supra* note 19; Compl. ¶¶ 33 Fig. 1, 52.

⁷⁴ *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name "Broken Promises" and "Stand Up for Justice").

⁷⁵ See IRS Form 990, Broken Promises, 2018 Return of Organization Exempt from Income Tax at 1, 7 (Nov. 15, 2019), https://apps.irs.gov/pub/epostcard/cor/831745117_201812_990O_2020012317057600.pdf [hereinafter Broken Promises 2018 Tax Return] (reflecting an unfilled line for the organization's website).

⁷⁶ Jeff Weiner & Annie Martin, *Bank Records Shed Light on Dark-Money Group in 'Ghost' Candidate Scandal*, ORLANDO SENTINEL (Apr. 18, 2022), <https://www.orlandosentinel.com/2022/04/18/bank-records-shed-light-on-dark-money-group-in-ghost-candidate-scandal/>; see also LPAD Resp. at 3 (conceding it donated \$26,000 to Broken Promises in 2020); Compl. ¶ 52.

⁷⁷ Concerned Conservatives, Inc., 2020 12-Day Pre-Primary Election Report at 6 (Aug. 6, 2020), <https://docquery.fec.gov/pdf/823/202008069261263823/202008069261263823.pdf>; see also Compl. ¶ 51.

1 Donalds, and Casey Askar.⁷⁸ In addition, in 2018, Broken Promises made \$160,470 in Florida
2 state political contributions, and in 2019, it made \$21,500 in Florida state political
3 contributions.⁷⁹ Thus, it appears that Broken Promises made at least \$201,970 in political
4 contributions during its existence.

5 According to Broken Promises's federal tax returns and LPAD's Response, it received a
6 total of \$226,000 to \$300,000 in funding during its existence: \$200,000 in 2018,⁸⁰ \$50,000 or
7 less in 2019, and \$26,000 to \$50,000 in 2020 before terminating later that year.⁸¹ Broken
8 Promises's 2018 federal tax return also indicates that it spent \$500 on legal expenses and \$40 on
9 management and general expenses that year.⁸² Although Broken Promises characterized
10 spending \$45,000 on lobbying and \$115,470 on "other" program expenses in its 2018 federal tax
11 return, this sum of \$160,470 corresponds precisely to the dollar with its 2018 Florida state
12 political contributions also totaling \$160,470.⁸³ Thus, Broken Promises spent at least 67% to
13 89% of its total funding on making political contributions.

⁷⁸ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00728402&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting Concerned Conservatives, Inc.'s, independent expenditures during the 2020 election cycle); *August 18, 2020 Primary Election Republican Primary*, FL DEP'T OF STATE DIV. OF ELECTIONS, https://results.elections.myflorida.com/Index.asp?ElectionDate=8/18/2020&DATA_MODE= (last visited Sept. 25, 2023) (selecting "Federal Offices" in the Republican Primary section) (reflecting that Dane Eagle, William Figlesthaler, Byron Donalds, and Casey Askgar were seeking the Republican nomination in Florida's 19th Congressional District).

⁷⁹ *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year "all" and contributor last name "Broken Promises").

⁸⁰ Broken Promises 2018 Tax Return at 1, *supra* note 75.

⁸¹ LPAD Resp. at 3 (conceding it donated \$26,000 to Broken Promises in 2020). For 2019 and 2020, Broken Promises filed an IRS Form 990-N, indicating that its gross receipts were \$50,000 or less in those years. *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (searching organization name "Broken Promises").

⁸² Broken Promises 2018 Tax Return at 10, *supra* note 75.

⁸³ *Id.*; see also *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year "all" and contributor last name

1 According to the *Miami Herald*, Broken Promises's entire \$200,000 of funding in 2018
2 was from FPL.⁸⁴ Specifically, the *Miami Herald* claims it received an internal Matrix ledger
3 showing how, in 2018, Matrix distributed \$200,000 of funds labeled as coming from FPL to
4 Broken Promises.⁸⁵ The ledger reportedly shows that Matrix sent \$100,000 of FPL funds to
5 Broken Promises on September 26, 2018, and again on October 16, 2018, totaling \$200,000.⁸⁶
6 This money was likely transmitted through other Matrix-controlled corporations before coming
7 to Broken Promises, because federal tax records show that the Alliance for Consumer Protection
8 Inc., donated \$100,000 to Broken Promises in 2018.⁸⁷ According to a news report regarding a
9 text message between Pitts and FPL Vice President Martell, the director of the Alliance for
10 Consumer Protection Inc., David Calvert, is Pitts's former college roommate.⁸⁸

"Broken Promises") (reflecting that Broken Promises made \$160,470 in Florida state political contributions in 2018, of which \$45,000 were cash contributions and \$115,470 were in-kind contributions in the forms of direct mail and advertising).

⁸⁴ Nicholas Nehamas & Mary Ellen Klas, *DeSantis '18 Campaign Got \$25,000 From Nonprofit Secretly Funded by FPL Cash, Records Show*, MIAMI HERALD (Sept. 9, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article265213541.html>.

⁸⁵ *Id.* FPL spokesperson Reuter called the ledger "fake" and stated, "We have no record of FPL, or any NextEra Energy entity for that matter, ever having paid Broken Promises." *Id.*

⁸⁶ Nightmare Scenario, *supra* note 10; *see also* Nicholas Nehamas & Mary Ellen Klas, *DeSantis '18 Campaign Got \$25,000 From Nonprofit Secretly Funded by FPL Cash, Records Show*, MIAMI HERALD (Sept. 9, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article265213541.html>.

⁸⁷ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_990O_2021102019109756.pdf.

⁸⁸ Nightmare Scenario, *supra* note 10.

1 committee in October 2018, totaling \$300,000,⁹⁴ which Stand Up for Justice characterized as
2 “lobbying” on its 2018 federal tax return.⁹⁵ Thus, it appears that Stand Up for Justice made at
3 least \$350,000 in political contributions during its existence.

4 According to Stand Up for Justice’s federal tax returns, it received \$350,000 to \$450,000
5 during its existence: \$350,000 in 2018,⁹⁶ and \$50,000 or less per year in each of 2019 and 2020
6 before terminating.⁹⁷ Stand Up for Justice’s federal tax returns also state that it spent \$20,577 on
7 legal fees and \$100 on bank service charges in 2018,⁹⁸ indicating that its total funding was at
8 least \$370,677 to cover its lifetime spending. Thus, Stand Up for Justice spent at least 78% to
9 94% of its total funding on making political contributions.

10 Federal tax records show that Alliance for Consumer Protection Inc., contributed
11 \$150,000 to Stand Up for Justice in 2018.⁹⁹ As indicated above, the Alliance for Consumer
12 Protection Inc. also contributed \$100,000 to Broken Promises in 2018, and its executive director
13 is reportedly Pitts’s former college roommate.¹⁰⁰

⁹⁴ Campaign Finance Database, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited July 25, 2023) (searching election year “all” and contributor last name starting with “Stand Up for Justice”).

⁹⁵ Stand Up for Justice 2018 Tax Return at 10, *supra* note 91.

⁹⁶ *Id.* at 1.

⁹⁷ For 2019 and 2020, Stand Up for Justice filed an IRS Form 990-N, and indicated that its gross receipts were not greater than \$50,000 in those years. *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (searching organization name “Stand Up for Justice”).

⁹⁸ Stand Up for Justice 2018 Tax Return at 10, *supra* note 91.

⁹⁹ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_990O_2021102019109756.pdf.

¹⁰⁰ *Id.*; Nightmare Scenario, *supra* note 10.

1 **C. Let's Preserve the American Dream, Inc., was Associated with Pitts and**
2 **Matrix**

3 Relying on news reports of Matrix's proposal to FPL, which reference LPAD as a higher-
4 level Matrix-associated conduit that would receive funds and transmit them to other entities in
5 Matrix's network, and news reports indicating that LPAD made donations to Grow United and
6 Broken Promises, the Complaint alleges that Unknown Respondents used LPAD as a middleman
7 to make contributions using the names of Grow United and Broken Promises.¹⁰¹ While LPAD
8 admits that, in 2020, it donated \$1.15 million to Grow United and \$26,000 to Broken
9 Promises,¹⁰² it denies having knowledge or involvement in Pitts's and Matrix's proposed plan to
10 make conduit contributions.¹⁰³ LPAD also states in its Response that "LPAD exercises total
11 discretion over how to spend the funds it receives" and that "LPAD never conferred with any of
12 the Respondents named in the Complaint concerning how it should spend or donate its funds, nor
13 did it otherwise seek their input when making those decisions."¹⁰⁴ LPAD's executive director,
14 Ryan Tyson, similarly declared, "Neither Mr. Pitts nor any other individual has ever suggested to
15 me that LPAD should contribute to a particular cause or political candidate."¹⁰⁵

16 However, in a deposition conducted by the Miami-Dade State Attorney's Office
17 regarding a former LPAD contractor's creation of fake Florida state senate candidates, Tyson
18 stated that he discussed LPAD's donation to Grow United with Matrix's former CEO, Jeff Pitts,

¹⁰¹ Compl. ¶¶ 33 Fig. 1, 35, 37, 42 Fig. 2, 45, 52; *see also* Secretive Political Spending Plan, *supra* note 19.

¹⁰² LPAD Resp. at 3.

¹⁰³ *Id.* at 1-2; *see also* Tyson Decl. ¶¶ 10-11, 13-14.

¹⁰⁴ LPAD Resp. at 1.

¹⁰⁵ Tyson Decl. ¶ 14.

1 and that it was actually Pitts who proposed for LPAD to make that donation.¹⁰⁶ Specifically,

2 Tyson testified:

3 Well, as best as I can recall, I called [Pitts] up and I said, “Do you
4 have any social welfare groups that are interested in working on
5 issues that are amenable to my organizational narrative? Are they
6 interested in supporting other interests in other committees around
7 the country, in Florida specifically too, that would focus purely on
8 the center left spectrum and on issues that are center left?”¹⁰⁷

9 According to Tyson, Pitts “said he did,” referring to Grow United, and so Tyson “said we’d be
10 happy to support them.”¹⁰⁸

11 In addition, LPAD states in its Response that when it makes a donation to another
12 organization, including when it made the donations to Grow United and Broken Promises, it
13 signs an assurance letter stating that the recipient is vested with the sole discretion as to the use
14 of the donation.¹⁰⁹ Tyson further declared, “LPAD has no further discussions with the recipient
15 concerning the disposition or use of any of the funds LPAD has donated to other 501(c)(4)
16 nonprofit organizations or political committees.”¹¹⁰ However, in the same above-referenced
17 deposition, Tyson testified that in fact he spoke with Pitts about how Grow United should use
18 LPAD’s donation.¹¹¹ Specifically, in response to whether Tyson knew that Alex Alvarado’s
19 Florida state political committees received their funding from Grow United, Tyson stated, “I told
20 you earlier I knew it came from Grow United. There was a story about it. And I knew, *I*

¹⁰⁶ See Tyson Dep. at 16:18-17:14.

¹⁰⁷ *Id.* at 17:10-14 (in response to the question, “So give me your best recollection of the content of the conversation that you had with Jeff Pitts that caused you to want to send the money to Grow United.”).

¹⁰⁸ *Id.* at 17:14.

¹⁰⁹ LPAD Resp. at 4; *see also* Tyson Decl. ¶ 7 (stating that LPAD signs an assurance letter relinquishing control over its funds when it donates them).

¹¹⁰ Tyson Decl. ¶ 8.

¹¹¹ Tyson Dep. at 25:8-17.

1 *actually told Grow United that Alvarado would probably call them and ask, raise money.*¹¹²
2 Tyson further explained that the person he spoke with was Jeff Pitts.¹¹³ According to text
3 messages obtained by the *Orlando Sentinel*, on September 24, 2020, just five days prior to LPAD
4 making its first \$600,000 donation to Grow United on September 29, 2020, Tyson communicated
5 with Pitts and Abigail MacIver, another former Matrix employee, regarding the Florida state
6 senate races that the Alvarado committees were seeking to impact.¹¹⁴

7 When further queried as to whether Tyson “did not authorize the money, the \$600,000
8 [from LPAD], to go to Grow United so they can then turn around and send it to Alex Alvarado’s
9 two political campaigns,” Tyson testified that he “can’t tell [Grow United] how to spend their
10 money” and that he “do[es]n’t have the ability to restrain how they spend their funds.”¹¹⁵
11 However, when asked, “Did you know when this \$600,000 [from LPAD] was sent to Grow
12 United, that it was going to [—] that 550,000 of it was going to go to Alex Alvarado’s two
13 political committees,” Tyson testified that he “had a hunch” that Grow United would be
14 supportive of the Alvarado committees and that he was “not testifying it’s a coincidence.”¹¹⁶
15 Tyson further stated, “I knew [Grow United] would likely be supportive, but I also didn’t know
16 when, I mean, we made other contributions to them as well. We were supporting a lot of what
17 they were doing.”¹¹⁷ Tyson then testified that he “assume[d] [Grow United would] probably be

¹¹² *Id.* at 25:5-10 (emphasis added); *see also id.* at 27:21-24 (Tyson testifying that he assumed that Alvarado would call Grow United for funding when asked again whether he knew about the source of the Alvarado committees’ funding).

¹¹³ *Id.* at 25:11-12.

¹¹⁴ FPL Execs, *supra* note 55; Tyson Dep., Ex. A (reflecting that Grow United received a \$600,000 donation from LPAD on September 29, 2020).

¹¹⁵ Tyson Dep. at 29:19-23.

¹¹⁶ *Id.* at 29:24-30:05.

¹¹⁷ *Id.* at 30:05-:07.

1 supported [*sic*] if Alex called, but I had no way to know if they actually would. Because once I
2 make a contribution to an entity, I lose control of how they spend that money.”¹¹⁸

3 **D. SUN Marketing & Advertising LLC Appears to be Associated with Matrix**

4 SUN Marketing & Advertising LLC is another conduit identified in Matrix's proposal to
5 FPL,¹¹⁹ and it appears to have been created by Matrix after the memo was circulated.¹²⁰
6 Specifically, SUN was formed on December 13, 2019, about two weeks after Pitts reportedly
7 emailed the above-referenced proposal to Silagy on November 26, 2019.¹²¹ However, despite
8 the proposal's flowchart depicting that money would flow from FPL to SUN before passing
9 through a network of corporations controlled by Matrix,¹²² SUN states in its Response that it did
10 not make any payments or contributions to any 501(c)(4) entity, or to any political candidate,
11 campaign, or committee, and that it only provided marketing and communications consulting
12 services.¹²³ FPL spokesman Reuter reportedly confirmed that FPL gave \$250,000 to SUN in
13 December 2019, but stated that the purpose was to purchase advertising related to a proposed
14 constitutional amendment that FPL opposed.¹²⁴ According to Reuter, FPL believes that SUN is

¹¹⁸ *Id.* at 31:15-20 (Tyson answering in response to a question asking if he “kn[e]w with certainty” that Grow United would send funds to Alvarado).

¹¹⁹ Secretive Political Spending Plan, *supra* note 19; *see also* Compl. ¶ 32 Fig. 1.

¹²⁰ SUN Resp. at 1.

¹²¹ *Id.*; Division of Corporations, DEL. SEC'Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “SUN Marketing & Advertising”).

¹²² Compl. ¶ 32 Fig. 1.

¹²³ SUN Resp. at 1.

¹²⁴ Secretive Political Spending Plan, *supra* note 19.

1 owned by Matrix.¹²⁵ News reports indicate that SUN was used to create favorable press for
 2 FPL.¹²⁶ SUN's former sole member, Tim Fitzpatrick, was a former FPL officer.¹²⁷

3 **E. The Complaint Alleges that the Recipient IEOPCs Were Aware of the**
 4 **Alleged Conduit Scheme and Knowingly Accepted Contributions Made in**
 5 **the Name of Another**

6 The Complaint also alleges, without providing a specific basis, that each of the five
 7 recipient IEOPCs and their treasurers accepted the contributions with the knowledge that they
 8 were made in the name of another.¹²⁸

9 The five recipient IEOPCs and their treasurers deny the allegations.¹²⁹ According to
 10 Dupree, who was the treasurer of Wingman PAC at the time of the allegations, while she was
 11 made aware that Wingman PAC received a contribution via wire transfer from Grow United, she
 12 found “nothing unusual about th[e] transaction.”¹³⁰ Senate Leadership Fund similarly stated that,
 13 while one of its representatives spoke with a Florida Promise representative who completed a
 14 donor form, its own “representatives had no reason to think that the donation was from anyone
 15 other than Florida Promise.”¹³¹

¹²⁵ *Id.*

¹²⁶ Sarah Blaskey, *Powerbrokers: How FPL Secretly Took Over a Florida News Site and Used It to Bash Critics*, MIAMI HERALD (Aug. 13, 2022), <https://www.miamiherald.com/article263757423.html>.

¹²⁷ SUN Resp. at 1; *PG&E Names Tim Fitzpatrick As Vice President And Chief Communications Officer*, CISION PR NEWSWIRE (Mar. 11, 2013), <https://www.prnewswire.com/news-releases/pg-e-names-tim-fitzpatrick-as-vice-president-and-chief-communications-officer-197098061.html> (“Fitzpatrick joined NextEra Energy in January 2008, serving as Vice President of Marketing and Corporate Communications and as an officer of Florida Power & Light Company (FPL).”).

¹²⁸ Compl. ¶¶ 5, 73-87.

¹²⁹ *See generally* Concerned Conservatives Inc. Resp.; Dupree Resp.; American Valor PAC Resp.; Conservative Action Fund Resp.; South Florida Residents First Resp.; Senate Leadership Fund Resp.

¹³⁰ Dupree Resp. at 2-3.

¹³¹ Senate Leadership Fund Resp. at 2.

1 **III. LEGAL ANALYSIS**

2 **A. The Commission Should Find Reason to Believe that the 2020 Contributions**
 3 **Reported as Having Been Made By the Alleged Conduit Corporations Were**
 4 **Contributions Made In the Name of Another**

5 The Act and the Commission's regulations prohibit a person from (1) making a
 6 contribution in the name of another person, (2) knowingly permitting his or her name to be used
 7 to effect such a contribution, and (3) knowingly accepting such a contribution.¹³² The term
 8 "person" in this context includes partnerships, corporations, and "any other organization or group
 9 of persons."¹³³ In its regulations, the Commission has illustrated examples of activities that
 10 constitute making a contribution in the name of another, as follows:

- 11 (i) Giving money or anything of value, all or part of which was
 12 provided to the contributor by another person (the true contributor)
 13 without disclosing the source of money or the thing of value to the
 14 recipient candidate or committee at the time the contribution is
 15 made; or
- 16 (ii) Making a contribution of money or anything of value and
 17 attributing as the source of the money or thing of value another
 18 person when in fact the contributor is the source.¹³⁴

19 Because a primary purpose of the Act's disclosure provisions is to reveal the true source from
 20 which a contribution to a candidate or committee originates, regardless of the mechanism by
 21 which the funds are transmitted,¹³⁵ the Commission examines the structure of the transaction

¹³² 52 U.S.C. § 30122; *see also* 11 C.F.R. § 110.4(b).

¹³³ 52 U.S.C. § 30101(11); 11 C.F.R. § 100.10.

¹³⁴ 11 C.F.R. § 110.4(b)(2)(i)-(ii).

¹³⁵ *See Campaign Legal Ctr. v. FEC*, 952 F.3d 352, 354 (D.C. Cir. 2020) ("As the Supreme Court has repeatedly declared, the electorate has an interest in knowing where political campaign money comes from and how it is spent by the candidate. To that end, the [Act] imposes disclosure requirements on those who give and spend money to influence elections. The straw donor provision, 52 U.S.C. § 30122, is designed to ensure accurate disclosure of contributor information.") (internal citations and quotation marks omitted).

1 itself and the arrangement between the parties to determine who in fact “made” a given
2 contribution.¹³⁶

3 In prior matters, the Commission has found reason to believe that a contribution was
4 made in the name of another where the available information indicates that another person
5 provided the funds for the purpose of making the contribution and his or her identity was not
6 disclosed to the recipient committee or candidate at the time of the contribution.¹³⁷ Absent direct
7 evidence as to the purpose of providing the funds, the Commission considers the overall record
8 to determine its purpose. In the context of contributions made by limited liability companies
9 (“LLCs”), the Commission has addressed whether the LLC “had the means to make the
10 contribution absent an infusion of funds provided for that purpose,” the “temporal proximity
11 between the LLC’s formation date and the contribution,” “the amount of the contribution relative
12 to [the LLC’s] other activities, the LLC’s known activities prior to making the contribution, and
13 whether any other information suggests an attempt to circumvent the Act’s disclosure
14 requirements.”¹³⁹

¹³⁶ Cf. 11 C.F.R. § 110.6(a) (“All contributions by a person made on behalf of or to a candidate, including contributions which are in any way earmarked or otherwise directed to the candidate through an intermediary or conduit, are contributions from the person to the candidate.”).

¹³⁷ See, e.g., Factual and Legal Analysis (“F&LA”) at 5, MUR 7903 (Tomfoolery, LLC, *et al.*) (“[T]he contributions made in Tomfoolery’s name were, in fact, actually made by Thomas A. Chavez, when Chavez furnished Tomfoolery with funds for the purpose of having the LLC make the contributions.”); F&LA at 1-2, MUR 6920 (American Conservative Union) (finding reason to believe that the contribution was made in the name of another where the organization who was reported as the contributor later indicated that it was not the true source of the contribution, and instead merely delivered the contribution upon receipt of the funds from another person); see also 11 C.F.R. § 110.4(b)(2)(i)-(ii).

¹³⁹ *Id.*; see also F&LA at 11, MUR 7464 (LZP, LLC) (explaining that the two days between the LLC’s formation and its contribution, in conjunction with the absence of any public information regarding the LLC’s activities other than making the contribution, indicated that funds were provided to the LLC for the purpose of making a contribution). The Commission ultimately split 3-3 in its votes to find probable cause and to dismiss the allegations that the LLC in MUR 7464 made a contribution in the name of another. Certification (“Cert.”) ¶¶ 1-2 (Apr. 6, 2023), MUR 7464 (LZP, LLC, *et al.*).

1 Here, the available information indicates that the five 2020 political contributions
2 purportedly made by the alleged Conduit Corporations — Florida Promise, Broken Promises,
3 Grow United, CAIJ, and Stand Up for Justice — were actually made on behalf of Unknown
4 Respondents. The overall record indicates that there was plan whose purpose was “to
5 circumvent the Act’s disclosure requirements” by using the names of the Conduit Corporations
6 to make contributions and that this plan was implemented in largely the way the blueprint set
7 out. In addition, the overall record of the Conduit Corporations’ known activities indicate that
8 they may have been formed for the purpose of making conduit contributions.

9 Specifically, news articles indicate that, during the 2020 election cycle, Matrix invited
10 FPL to anonymize its political activities by funneling money through several layers of conduits,
11 including Florida Promise and Broken Promises, and then using those funds to make federal and
12 state political contributions.¹⁴² The articles report that Jeff Pitts, former CEO of Matrix, emailed
13 Eric Silagy, former CEO of FPL, a ““funding memo”” with goals such as making “federal
14 campaign contributions” and ““minimiz[ing] all public reporting of entities and activities,”” and a
15 ““legal memo on federal elections support.””¹⁴³ According to the *Orlando Sentinel*, the funding
16 memo included a flowchart depicting FPL’s funds flowing through several layers of conduits
17 controlled by Pitts and Matrix, including Florida Promise and Broken Promises, before being
18 contributed to federal and state political committees.¹⁴⁴ While the specific plan reported by the
19 news articles did not directly identify CAIJ, Grow United, or Stand Up for Justice, the proposal

¹⁴² Secretive Political Spending Plan, *supra* note 19; *see also* Compl. ¶¶ 3, 31-38.

¹⁴³ Secretive Political Spending Plan, *supra* note 19; *see also* Compl. ¶¶ 3, 31-32.

¹⁴⁴ Secretive Political Spending Plan, *supra* note 19; *see also* Compl. ¶ 33 Fig. 1.

1 establishes the preexisting idea of making conduit contributions with entities just like these,
2 which as discussed below, was ultimately carried out using the five alleged Conduit
3 Corporations.

4 Although FPL argues that Matrix's proposal was limited to activity "where laws
5 allow,"¹⁴⁵ it does not deny that Matrix shared with it such a proposal to make anonymous
6 conduit contributions as reported in the news articles. Similarly, while Alexander and Anderson
7 contend that Pitts's and Matrix's proposal did not include making federal political contributions,
8 and that the Complaint lacks evidence that they, or the Conduit Corporations, received funds
9 with the explicit request or suggestion that the funds be used to make specific federal political
10 contributions,¹⁴⁶ they also do not contend that the news articles' description of Pitts's and
11 Matrix's plan to anonymize political activities was incorrect. Moreover, contrary to FPL's
12 argument that the news articles describing the proposal relied on anonymous sources,¹⁴⁷ the news
13 articles stated that the sources of the documents were from Matrix itself, noting that the
14 documents were internal Matrix documents.¹⁴⁸ FPL's spokesperson, David Reuter, reportedly
15 confirmed that the proposal as reported was indeed shared with its CEO, stating, "We are aware
16 of the proposed structure as the legal memo was shared with us, and as we understand it, Joe
17 Perkins'[s] team at Matrix created a proposal to fund their clients' communication and outreach
18 activities during 2020."¹⁴⁹ Thus, there is no available information indicating that the news

¹⁴⁵ See FPL Resp. at 1, 4.

¹⁴⁶ Alexander & Anderson Resp. at 3.

¹⁴⁷ See FPL Resp. at 5.

¹⁴⁸ See Secretive Political Spending Plan, *supra* note 19 (stating that the *Orlando Sentinel* received records "includ[ing] checks, bank statements, emails, text messages, invoices, internal ledgers and more, all apparently unearthed during an internal investigation Matrix launched after its former employees left the firm at the end of 2020.>").

¹⁴⁹ *Id.*

1 articles' report that Pitts and Matrix created and shared a proposal to anonymize political
2 contributions was inaccurate or not credible.

3 Moreover, the weight of the available information does not support FPL's argument that
4 the proposal was limited to acting solely within the legal bounds of minimizing public reporting
5 of political activities.¹⁵⁰ Specifically, the proposal did not indicate that Pitts and Matrix were
6 soliciting funds from FPL on behalf of nonprofit corporations that would *independently* decide to
7 make political contributions. Rather, the proposal indicated that funds would flow from FPL,
8 through several layers of conduits controlled or associated with Matrix, before landing at
9 "Florida Promise C4," "US Promise C4" and "Fed Promise C4," which would also be controlled
10 by Matrix, to make contributions to state and federal political committees.¹⁵¹

11 Notably, there is no available information indicating that Pitts or Matrix presented the
12 purposes or goals of the conduits referenced in its flowchart, besides being able to making
13 political contributions, to explain why FPL's funds would be expected to flow from one
14 corporation to another.¹⁵² There is also no available information indicating that Pitts and Matrix
15 presented any information as to why "Florida Promise C4," "US Promise C4" and "Fed Promise
16 C4," would be expected to engage in political activity that FPL would support. Instead, Pitts's
17 and Matrix's flowchart simply noted "Matrix" in a parenthetical below the names of "Broken
18 Promises," "Florida Promise C4," "US Promise C4" and "Fed Promise C4," similar to how
19 Tyson, the executive director of LPAD, was included in a parenthetical under LPAD, suggesting

¹⁵⁰ See FPL Resp. at 4.

¹⁵¹ Secretive Political Spending Plan, *supra* note 19; *see also* Compl. ¶¶ 33 Fig. 1, 36-37.

¹⁵² See Secretive Political Spending Plan, *supra* note 19 (noting that, for example, "Florida Promise C4" would "allowed to spend 50% of revenues on political activities" and that "Florida PCs are allowed to take unlimited funds from C4s"); *see also* Compl. ¶ 33 Fig. 1 (same).

1 that these entities are controlled by “Matrix,” similar to how Tyson controlled LPAD.¹⁵³

2 Moreover, the conduits depicted on the flowchart appear to have been in fact controlled
3 by or associated with Matrix. Of the conduits mentioned, only Florida Promise, Broken
4 Promises, LPAD, and SUN existed or eventually came into existence, and they all have ties to
5 Pitts and/or Matrix. As explained above, Richard Alexander was the chairman of Florida
6 Promise, and his sister, April Odom, was a Matrix contractor at the time of the allegations.¹⁵⁴
7 Sean J. Anderson, who was the president and chairman of Broken Promises, was also a former
8 Matrix employee, a close friend of Pitts, and has a history of allowing Pitts to control the
9 nonprofits that he purportedly ran.¹⁵⁵ Tyson, the executive director of LPAD, reportedly
10 associated with Pitts and Abigail MacIver, another former Matrix employee, as they
11 communicated via text messages regarding Florida state senate races.¹⁵⁶ Finally, as for SUN —
12 FPL, which reportedly gave \$250,000 to SUN in December 2019, states that it believes that SUN
13 is owned by Matrix.¹⁵⁷ Thus, the layers of corporations depicted on the flowchart appear to be
14 linked together because they are controlled by persons associated with Pitts or Matrix.
15 Therefore, in contrast to FPL’s argument, the available information indicates that Pitts’s and
16 Matrix’s proposal was not solely limited to acting within the legal bounds of minimizing public

¹⁵³ See Secretive Political Spending Plan, *supra* note 19; see also Compl. ¶ 33 Fig. 1. While the term “person” appears in the parenthetical next to SUN, SUN had not yet been formed when Pitts sent the memo, and thus this denotation appears to suggest that they were looking for a “person” to be in control of SUN at that time. See SUN Resp. at 1 (stating that it was formed on December 13, 2019); Secretive Political Spending Plan, *supra* note 19 (reporting that Pitts sent the memo to Silagy on November 26, 2019).

¹⁵⁴ Florida Promise 2018 Tax Return at 3, *supra* note 43; Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson’s sister and was a former Matrix employee).

¹⁵⁵ Broken Promises, 2018 Tax Return at 1, 7, *supra* note 75; Bachelor Party, *supra* note 10 (reporting Pitts as having attended Anderson’s bachelor party); Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his and that he was “in control 100 percent” of the nonprofits purportedly run by Mr. Anderson).

¹⁵⁶ FPL Execs, *supra* note 55.

¹⁵⁷ Secretive Political Spending Plan, *supra* note 19.

1 reporting, and instead included the making of prohibited conduit contributions.

2 The available information also does not support Alexander and Anderson's argument that
3 the proposal did not include references to making federal political contributions.¹⁵⁸ According to
4 news articles, Pitts's email to Silagy included a "funding memo" noting making "federal
5 campaign contributions" as one of its goals.¹⁵⁹ Pitts's email to Silagy also included "a separate
6 legal memo on federal elections support" explaining that "a nonprofit might have to disclose its
7 donors if it spent money directly supporting a candidate" but that "the nonprofit would not have
8 to disclose its donors if it gave money to a type of political action committee known as a 'Super
9 PAC,'" ¹⁶⁰ which is a colloquial reference to federal independent expenditure-only committees.¹⁶¹
10 Moreover, this legal memo appears to provide the missing explanation as to the purpose of
11 providing funds to the "Fed Promise C4" entity in the funding memo's flowchart, indicating that
12 this purpose would be to make federal political contributions.¹⁶² The name, "*Fed Promise C4*,"
13 also suggests that this conduit would be used to make federal political contributions, as this
14 would be consistent with and parallel to the flowchart's statements that "*Florida Promise C4*"
15 would be used to fund "Florida PCs" and that "US Promise C4" would be used to fund other
16 state-level political activities.¹⁶³ Thus, the available information indicates that the Pitts/Matrix
17 proposal included making federal political contributions.

¹⁵⁸ See Alexander & Anderson Resp. at 3.

¹⁵⁹ Secretive Political Spending Plan, *supra* note 19; see also Compl. ¶ 32.

¹⁶⁰ Secretive Political Spending Plan, *supra* note 19; see also Compl. ¶ 38.

¹⁶¹ See *McCutcheon v. FEC*, 572 U.S. 185, 193 (2014) ("A so-called 'Super PAC' is a PAC that makes only independent expenditures and cannot contribute to candidates. The base and aggregate limits govern contributions to traditional PACs, but not to independent expenditure PACs.").

¹⁶² See Secretive Political Spending Plan, *supra* note 19; see also Compl. ¶ 33 Fig. 1 (noting that it was "[w]aiting on lawyers" to explain the purpose of Fed Promise C4).

¹⁶³ Secretive Political Spending Plan, *supra* note 19; see also Compl. ¶ 33 Fig. 1.

1 Although Alexander and Anderson argue that the Complaint fails to include evidence that
2 neither they, nor the alleged Conduit Corporations that they controlled, received funds with the
3 direction that they be used for federal contribution purposes,¹⁶⁴ federal courts have stated that a
4 donor's intent can be inferred from the donee's solicitations. Specifically, in the context of
5 interpreting 52 U.S.C. § 30104(c)(1) of the Act, which courts have held to require not-political
6 committees to disclose donations received for political purposes,¹⁶⁵ a district court in Wisconsin
7 observed that "whether a contribution is earmarked for political purposes and tied to an election
8 can depend on whether the contribution is received in response to a solicitation and the way the
9 solicitation is worded."¹⁶⁶ As explained above, Pitts's and Matrix's proposal clearly implicated
10 the making of federal contributions, and thus the Complaint adequately alleged that the alleged
11 Conduit Corporations' received donations for the purposes of making federal contributions in
12 response to that proposal.

13 In addition to conceiving of and sharing the plan, Pitts and Matrix were also in a position
14 to carry it out using the names of alleged Conduit Corporations to make the contributions. As
15 discussed above, the persons nominally in charge of the alleged Conduit Corporations,
16 Alexander and Anderson, had close relationships with Pitts and Matrix. Alexander, who served
17 as a director or officer of Florida Promise, CAIJ, and Grow United, is apparently the brother of
18 April Odom, who was a Matrix contractor at the time of the contributions and worked on matters
19 relating to CAIJ and Grow United on behalf of Matrix.¹⁶⁷ Anderson, who was the chairman and

¹⁶⁴ See Alexander & Anderson Resp. at 3.

¹⁶⁵ *Citizens for Resp. & Ethics in Washington v. FEC*, 316 F. Supp. 3d 349, 389 (D.D.C. 2018), *aff'd*, 971 F.3d 340 (D.C. Cir. 2020).

¹⁶⁶ *Wisconsin Fam. Action v. FEC*, No. 21-C-1373, 2022 WL 844436, at *11 (E.D. Wis. Mar. 22, 2022).

¹⁶⁷ Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson's sister and was a former Matrix contractor); see also Compl. ¶¶ 13, 48.

1 president of Broken Promises and a director and president of Stand Up for Justice, was also
2 former Matrix employee, and a close friend of Pitts.¹⁶⁸ Pitts and Matrix also has a history of
3 working with Anderson's nonprofit corporations, as Pitts reportedly texted FPL Vice President
4 Daniel Martell in 2016, four years prior to the contributions at issue here, "Bottom line is we are
5 the ones with the check books and in control 100 percent" of the nonprofits purportedly run by
6 Anderson.¹⁶⁹

7 Pitts and Matrix also reportedly used the names of CAIJ and Grow United in other
8 operations,¹⁷⁰ and had access to CAIJ's and Grow United's bank accounts,¹⁷¹ further indicating
9 that they had control over these corporations. Specifically, news reports indicate that, in October
10 2018, Pitts used CAIJ to make a contribution to House Majority PAC on behalf of Matrix.¹⁷²
11 News reports also indicate that in the summer of 2019, Matrix used Grow United to offer a job to
12 a Jacksonville City Council member on behalf of FPL.¹⁷³ In addition, according to the *Orlando*

¹⁶⁸ Bachelor Party, *supra* note 10 (reporting Pitts as having attended Anderson's bachelor party); Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his); *see also* Compl. ¶¶ 16, 52.

¹⁶⁹ Nightmare Scenario, *supra* note 10; *see also* Compl. ¶¶ 16, 52.

¹⁷⁰ FPL Execs, *supra* note 55 (reporting that Matrix made a conduit contribution using CAIJ's name on behalf of FPL); Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/> (reporting that Matrix offered a city councilman a job on behalf of FPL using Grow United's name).

¹⁷¹ Dark Money Playbook, *supra* note 7 (reporting that internal Matrix records included a text message from Odom stating that she procured access to the bank accounts of CAIJ and Grow United).

¹⁷² FPL Execs, *see supra* note 55 (reporting that Silagy, former CEO of FPL, emailed Pitts, former CEO of Matrix, to make a contribution to House Majority PAC to support Lauren Baer, and to make sure that "they don't triangulate this donation to others we have done"); *see also* House Majority PAC, 2018 Amended 12-Day Pre-Election Report at 655 (Dec. 3, 2018), <https://docquery.fec.gov/pdf/085/201812069135107085/201812069135107085.pdf> (reflecting CAIJ's contribution to House Majority PAC on October 16, 2018).

¹⁷³ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. FPL reportedly confirmed that Matrix employees came up with an idea to offer the City Council member a job, but that it rejected the idea. *Id.*

1 *Sentinel*, it received internal Matrix documents reflecting a September 23, 2020 text message
2 from Odom stating that she procured access to CAIJ's and Grow United's bank accounts.¹⁷⁴
3 Finally, Tyson, the executive director of LPAD who donated \$1,150,000 of LPAD funds to
4 Grow United, testified that he understood that Pitts created and ran Grow United.¹⁷⁵ Therefore,
5 not only did Pitts and Matrix conceive of a plan for the making of conduit contributions, they
6 also had sufficient control over the alleged Conduit Corporations to cause them to permit their
7 names to be used to make contributions on behalf of Unknown Respondents.

8 Although all five of the alleged Conduit Corporations were formed more than a year prior
9 to making the contributions, the overall record of their known activities indicate that they were
10 formed for the purpose of making conduit contributions.

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¹⁷⁴ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right-hand corner of the article's sixth picture); *see also* Compl. ¶ 48.

¹⁷⁵ Tyson Dep. at 16:18-22, 18:4-9.

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Here, the overall information similarly and strongly supports a finding that the contributions at issue here were made in the name of another. The only available information as to the five alleged Conduit Corporations' activities was that they made federal and Florida state political contributions.¹⁸¹ Broken Promises and Stand Up for Justice spent at least 67% to 89% and 78% to 94%, respectively, of their total funding on making federal and Florida state political contributions, indicating that they were created for the primary purpose of making political contributions.¹⁸² Moreover, consistent with the Pitts's and Matrix's proposal, federal tax records show that their funding was first transmitted through another Matrix-associated conduit, the

¹⁸¹ Although Matrix reportedly used Grow United to offer a job to a Jacksonville council member, that never came to fruition as the council member rejected the offer. Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>.

¹⁸² See *supra* pages 18-19, 21-22.

1 Alliance for Consumer Protection Inc., which was reportedly controlled by Pitts's former college
2 roommate.¹⁸³ While the available information does not indicate the total funding received by
3 Florida Promise, CAIJ, or Grow United, the only known activities by these corporations are that
4 they made an aggregate of \$3,224,500 in federal and Florida state political contributions.¹⁸⁴

5 Alexander and Anderson, who were directors or officers of the alleged Conduit
6 Corporations, similarly did not provide any insight or explanation as to the activities of the
7 Conduit Corporations in their Response. Only Florida Promise, Broken Promises, and Stand Up
8 for Justice appeared to have filed federal tax returns, and these returns do not indicate that they
9 engaged in any activity other than making political contributions, including through lobbying.¹⁸⁵
10 In addition, the purpose statements in these tax returns indicate that Florida Promise, Broken
11 Promises, and Stand Up for Justice were formed for political purposes, further suggesting they
12 only engaged in political activities.¹⁸⁶

13 Furthermore, there are various organizational aspects of the alleged Conduit Corporations
14 that suggest they were formed to serve as conduits. Specifically, despite the fact that CAIJ and

¹⁸³ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_9900_20211020_19109756.pdf; Nightmare Scenario, *supra* note 10.

¹⁸⁴ See *supra* notes 44-45 and accompanying text (reflecting that Florida Promise made \$1,230,000 in federal and Florida state contributions); *supra* notes 50, 52, 54 and accompanying text (reflecting that CAIJ made \$432,000 in federal and Florida state contributions); *supra* notes 59, 62 and accompanying text (reflecting that Grow United made \$1,562,500 in federal and Florida state contributions).

¹⁸⁵ See generally Florida Promise 2018 Tax Return, *supra* note 43; Broken Promises 2018 Tax Return, *supra* note 75; Stand Up for Justice 2018 Tax Return, *supra* note 91. As indicated above, while Broken Promises and Stand Up for Justice indicated in their 2018 federal tax returns that they spent funding on “lobbying” and “other” program expenses in 2018, the amounts they reportedly spent correspond to the same amounts that they spent on making Florida state political contributions. See *supra* pages 19, 22.

¹⁸⁶ Florida Promise 2018 Tax Return at 6, *supra* note 43 (stating that its purpose is to “develop and advocate for legislation, regulations, and government programs related to policies to benefit Floridians”); Broken Promises 2018 Tax Return at 2, *supra* note 75 (stating that its purpose is to “develop[] and advocat[e] for legislation, regulations, and government programs to improve social environmental, economy and social environment”); Stand Up for Justice 2018 Tax Return at 2, *supra* note 91 (stating that its purpose is to “develop[] and advocat[e] for legislation [*sic*], regulations, and government programs to improve social environment, economy & society”).

1 Stand Up for Justice were incorporated in different states and do not share any officers, both
2 entities reported having the same mailing address in Washington, D.C.¹⁸⁷ In addition, despite
3 both Broken Promises and Stand Up for Justice having the same three officers and nearly
4 identical mission statements, both entities were incorporated on the same day in the same
5 state.¹⁸⁸ Finally, Broken Promises's federal tax return suggests that it was trying to conceal that
6 it made political contributions. Specifically, Broken Promises characterized on its 2018 federal
7 tax return that it spent \$115,470 on "other" program service expenses, when that amount was
8 actually used to make in-kind contributions to Florida state committees.¹⁸⁹

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14 In sum, the available information indicates that there was a plan to illegally disguise or
15 withhold public reporting of political activities, and that this plan included making contributions

¹⁸⁷ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ's address was at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006); *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name "Stand Up for Justice") (reflecting that Stand Up for Justice's business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006).

¹⁸⁸ See *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization names "Broken Promises" and "Stand Up For Justice") (reflecting that both Broken Promises and Stand Up for Justice were incorporated on August 29, 2018); Broken Promises 2018 Tax Return at 1, 7, *supra* note 75; Stand Up for Justice 2018 Tax Return at 1, 7, *supra* note 91.

¹⁸⁹ Compare Broken Promises 2018 Tax Return at 10, *supra* note 75 (stating that it spent \$115,470 in "other" program service expenses), with *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year "all" and contributor last name "Broken Promises") (reflecting that Broken Promises Broken Promises made \$115,470 in in-kind Florida state political contributions in 2018).

1 through conduits and in a manner that closely matches what the available information shows had
2 subsequently occurred. In addition, pursuant to this plan, the alleged Conduit Corporations
3 permitted their names to be used to make federal political contributions on behalf of Unknown
4 Respondents. Finally, the only known activities of the alleged Conduit Corporations were that
5 they made federal and Florida state political contributions, indicating that their purpose was to
6 serve as conduits. Thus, we recommend that the Commission find reason to believe that
7 Unknown Respondents, which are likely Pitts and/or Matrix clients, violated 52 U.S.C. § 30122
8 and 11 C.F.R. § 110.4(b) by making contributions in the name of another, and reason to believe
9 that Florida Promise, CAIJ, Grow United, Broken Promises, and Stand Up for Justice violated 52
10 U.S.C. § 30122 and 11 C.F.R. § 110.4(b) by knowingly permitting their names to be used to
11 effect contributions in the name of another.¹⁹¹

12 **B. The Commission Should Take No Action at this Time as to FPL, LPAD,**
13 **SUN, the recipient IEOPCs, Alexander, and Anderson**

14 Pending the investigation of the Conduit Corporations, we recommend that the
15 Commission take no action at this time as to FPL, the Conduit Corporations' officers, Alexander
16 and Anderson, LPAD, SUN, and the recipient IEOPCs and their treasurers.

17 Although the available information indicates that Pitts and Matrix shared their proposal to
18 make conduit contributions with FPL's former CEO, Eric Silagy, FPL's Response denies the
19 allegations and includes a sworn declaration from Silagy denying that FPL used any of their

¹⁹¹ Although the available information regarding the alleged Conduit Corporations and the conduit network described in the Matrix funding memo could support the conclusion that the violations were a knowing and willful attempt to circumvent the Act's reporting requirements, we are not recommending that the Commission make any knowing and willful findings at this time. If more information arises as a result of the investigation, we will make appropriate recommendations in the future.

1 funds to make conduit contributions through nonprofit organizations in 2020.¹⁹² However, given
2 that Silagy's declaration is limited to "FPL's 2020 political activities," and that FPL appears to
3 have provided funding to the Conduit Corporations prior to 2020, including for the purpose of
4 making a contribution to House Majority PAC through CAIJ in 2018,¹⁹³ it is possible that FPL
5 may have been one of the sources of the alleged contributions at issue here. Moreover, Grow
6 United did not identify itself as a nonprofit corporation.¹⁹⁴ In addition, it appears that FPL did
7 implement at least some part of Matrix's proposal, as it admitted to funding SUN, an entity that
8 had not yet been formed at the time it was mentioned in Matrix's proposal.¹⁹⁵ Therefore, we
9 recommend that the Commission take no action at this time as to FPL.

10 With respect to Richard Alexander and Sean J. Anderson, the available information does
11 not indicate that they are either the true source of the contributions, or that they personally acted
12 as conduits. However, the investigation could reveal new information indicating that they are the
13 true sources of the funds. Therefore, we recommend that the Commission take no action as to
14 them at this time.

15 As for LPAD, LPAD similarly denies any knowledge or involvement with Matrix's
16 proposal.¹⁹⁶ According to a sworn declaration from Ryan Tyson, LPAD's executive director,
17 "any decision concerning the ultimate use of the funds [donated to LPAD] is left to the sole

¹⁹² FPL Resp. at 1 (denying that it made a donation to LPAD with the understanding that it would be contributed to an IEOPC), *id.* at 10 (noting that Silagy denied knowledge of making a campaign finance violation), Silagy Decl. ¶ 5 (describing his personal knowledge of FPL's 2020 political activities and denying making contributions using nonprofit organizations as conduits).

¹⁹³ FPL Execs, *supra* note 55.

¹⁹⁴ See *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (reflecting that there are no results when searching Grow United's name or its EIN number identified in the Complaint, 84-2546999).

¹⁹⁵ See *supra* Part II(D).

¹⁹⁶ LPAD Resp. at 1-2; see also Tyson Decl. ¶¶ 10-11, 17.

1 discretion of LPAD;” “[n]either Mr. Pitts nor any other individual has ever suggested to [Tyson]
2 that LPAD should contribute to a particular cause or political candidate;” and “LPAD has no
3 further discussions with the recipient concerning the disposition or use of any of the funds LPAD
4 has donated to other 501(c)(4) nonprofit organizations or political committees.”¹⁹⁷

5 Tyson’s sworn testimony in a deposition conducted by the Miami-Dade State Attorney’s
6 Office, however, undercuts LPAD’s Response and the accompanying sworn declaration from
7 Tyson. Specifically, Tyson testified that he did in fact speak to Pitts, who he understood to be
8 running Grow United, about donating LPAD funds, stating,

9 Well as best as I can recall, I called [Pitts] up and I said, “Do you
10 have any social welfare groups that are interested in working on
11 issues that are amenable to my organizational narrative? Are they
12 interested in supporting other interests in other committees around
13 the country, in Florida specifically too, that would focus purely on
14 the center left spectrum and on issues that are center left.”¹⁹⁸

15 According to Tyson, Pitts answered this question and “said he did,” referring to Grow United,
16 and so Tyson “said we’d be happy to support them.”¹⁹⁹ In addition, Tyson testified that he
17 discussed with Pitts about how he should use the funds Grow United would be receiving from
18 LPAD, stating, “I told you earlier I knew [the funds from the Alvarado committees] came from
19 Grow United. There was a story about it. And I knew, *I actually told Grow United that*
20 *Alvarado would probably call them and ask, raise money.*”²⁰⁰ Thus, notwithstanding Tyson’s

¹⁹⁷ Tyson Decl. ¶¶ 5, 8, 14; *see also* LPAD Resp. at 1-2, 4.

¹⁹⁸ Tyson Dep. at 17:10-14 (in response to the question “So give me your best recollection of the content of the conversation that you had with Jeff Pitts that caused you to want to send the money to Grow United.”).

¹⁹⁹ *Id.* at 17:14.

²⁰⁰ *Id.* at 28:5-10 (emphasis added) (Tyson’s response to a question asking if Tyson discussed with Alvarado about the source of the Alvarado committees’ funding); *see also id.* at 27:21-24 (Tyson testifying that he assumed that Alvarado would call Grow United for funding when asked again whether he knew about the source of the Alvarado committees’ funding).

1 sworn statement that “LPAD has no further discussions with the recipient concerning the
2 disposition or use of any of the funds LPAD has donated to other 501(c)(4) nonprofit
3 organizations or political committees,”²⁰¹ it appears that Tyson did have discussions with Grow
4 United about how to use LPAD’s funding, suggesting that he may have also communicated with
5 other recipients of LPAD funding to discuss how that money should be spent. While LPAD
6 would not be appear to be violating the Act if its actions were limited to merely helping to
7 facilitate a contribution in the name of another, LPAD’s statements regarding how it is vested
8 with the sole discretion as to how to spend its fund could also mean that it was a true source of
9 the contributions.²⁰² Thus, we recommend that the Commission take no action at this time as to
10 LPAD.

11 As for SUN, while the available information indicates that SUN was created and
12 controlled by Matrix, SUN does not appear to have been used for the making conduit
13 contributions.²⁰³ However, the results from the investigation could indicate otherwise. Thus, we
14 recommend that the Commission take no action at this time as to SUN.

15 Finally, with respect to the recipient committees and their treasurers, the Complaint’s
16 allegations are not particularly compelling at this stage because of the general lack of
17 information indicating that the recipient committees and their treasurers accepted the
18 contributions knowing that they were actually made in the name of another. While there is some
19 suggestive information in the available record, it is limited. For example, Senate Leadership
20 Fund states that one of its representatives “spoke with a representative of Florida Promise, who

²⁰¹ Tyson Decl. ¶ 8.

²⁰² *See id.* ¶ 5.

²⁰³ *See supra* Part II(D).

1 completed a donor information form.”²⁰⁴ In addition, internal Matrix records reportedly show
2 that, when Silagy requested that Pitts make a contribution to House Majority PAC, both Silagy
3 and Pitts communicated with an employee of the committee prior to making the contribution.²⁰⁵
4 Thus, the results from an investigation could reveal new information that Alexander, Anderson,
5 the alleged Conduit Corporations, or the Unknown Respondents communicated with the
6 recipient committees while making the contributions and in a manner that indicated that they
7 would be making conduit contributions. Therefore, we recommend that the Commission take no
8 action at this time as to the recipient committees and their treasurers.

9 **IV. INVESTIGATION**

10 While the current record establishes reason to believe that the Conduit Corporations made
11 contributions in the name of another, the identities of the true sources of the contributions are
12 unknown. The investigation would seek to obtain further information from the now-defunct
13 Conduit Corporations and their representatives, including Richard Alexander and Sean J.
14 Anderson, regarding all communications with Matrix and their representatives, including Jeff
15 Pitts, Abigail MacIver, and April Odom; with LPAD and their representatives, including Ryan
16 Tyson; with FPL and their representatives, including Eric Silagy; and with the recipient IEOPCs
17 and their representatives.

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²⁰⁴ Senate Leadership Fund Resp. at 2.

²⁰⁵ FPL Execs, *supra* at 55.

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While the Office of General Counsel will seek to obtain these responses and materials via voluntary means, we also recommend that the Commission authorize the use of compulsory process, including the issuance of appropriate interrogatories, document subpoenas, and deposition subpoenas, should that become necessary. Such interrogatories and subpoenas would be directed to the Conduit Corporations and/or their representatives, including but not limited to Alexander and Anderson. We anticipate that the use of compulsory process is likely necessary in this matter.

19 **V. RECOMMENDATIONS**

- 20 1. Find reason to believe that Unknown Respondents violated 52 U.S.C. § 30122 and
21 11 C.F.R. § 110.4(b) by making contributions in the name of another;
- 22 2. Find reason to believe that Florida Promise, Inc., violated 52 U.S.C. § 30122 and
23 11 C.F.R. § 110.4(b) by knowingly permitting its name to be used to effect
24 contributions in the name of another;

- 1 3. Find reason to believe that the Center for Advancement of Integrity and Justice, Inc.,
2 violated 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b) by knowingly permitting its
3 name to be used to effect contributions in the name of another;
- 4 4. Find reason to believe that Grow United, Inc., violated 52 U.S.C. § 30122 and
5 11 C.F.R. § 110.4(b) by knowingly permitting its name to be used to effect
6 contributions in the name of another;
- 7 5. Find reason to believe that Broken Promises violated 52 U.S.C. § 30122 and
8 11 C.F.R. § 110.4(b) by knowingly permitting its name to be used to effect
9 contributions in the name of another;
- 10 6. Find reason to believe that Stand Up for Justice violated 52 U.S.C. § 30122 and
11 11 C.F.R. § 110.4(b) by knowingly permitting its name to be used to effect
12 contributions in the name of another;
- 13 7. Take no action at this time as to Florida Light & Power Company, Let's Preserve the
14 American Dream, Inc., SUN Marketing & Advertising LLC, Richard Alexander, and
15 Sean J. Anderson;
- 16
17 8. Take no action at this time as to Conservative Action Fund (f/k/a Wingman PAC) and
18 Charles Gantt in his official capacity as treasurer; Abby Dupree, in her former official
19 capacity as treasurer of Wingman PAC and in her personal capacity; American Valor
20 PAC and Lisa Lisker in her official capacity as treasurer and in her personal capacity;
21 Senate Leadership Fund and Caleb Crosby in his official capacity as treasurer and in
22 his personal capacity; Concerned Conservatives, Inc., and Nancy H. Watkins in her
23 official capacity as treasurer and in her personal capacity; and South Florida
24 Residents First and Paul Kilgore in his official capacity as treasurer and in his
25 personal capacity
- 26 9. Approve the attached Factual and Legal Analysis;
- 27 10. Authorize the use of compulsory process; and

1 11. Approve the appropriate letter.

2
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4

Lisa J. Stevenson
Acting General Counsel

5

6 September 29, 2023

7 Date

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Charles Kitcher

Charles Kitcher
Associate General Counsel for Enforcement

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10
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Mark Shonkwiler

Mark Shonkwiler
Assistant General Counsel

12
13
14

Crystal Liu

Crystal Liu
Attorney

15 Attachments

- 16 1. Factual and Legal Analysis – Unknown Respondents
17 2. Factual and Legal Analysis – Florida Promise, Inc.
18 3. Factual and Legal Analysis – Center for Advancement of Integrity and Justice, Inc.
19 4. Factual and Legal Analysis – Grow United, Inc.
20 5. Factual and Legal Analysis – Broken Promises
21 6. Factual and Legal Analysis – Stand Up for Justice

1 FEDERAL ELECTION COMMISSION

2 FACTUAL AND LEGAL ANALYSIS

3 **RESPONDENT:** Unknown Respondents

MUR 8082

4 **I. INTRODUCTION**

5 The Complaint alleges that Unknown Respondents made five contributions in the name
6 of another, totaling \$1.27 million, through a network of conduits associated with a political
7 consulting firm called Matrix LLC (“Matrix”), to five federal independent expenditure-only
8 political committees (“IEOPCs”).¹ The specific contributions identified in the Complaint are as
9 follows:

- 10 • a \$1,000,000 contribution reportedly from Florida Promise, Inc. (“Florida Promise”) to Senate Leadership Fund, dated December 8, 2020;²
- 11
- 12 • a \$100,000 contribution reportedly from the Center for Advancement of Integrity and Justice, Inc. (“CAIJ”) to American Valor PAC, dated October 27, 2020;³
- 13
- 14 • a \$100,000 contribution reportedly from Grow United, Inc. (“Grow United”) to Conservative Action Fund (f/k/a Wingman PAC), also dated October 27, 2020;⁴
- 15
- 16 • a \$20,000 contribution reportedly from Broken Promises to Concerned Conservatives, Inc., dated July 14, 2020;⁵ and
- 17

¹ Compl. ¶¶ 2, 5, 27, 42, 89-93 (Oct. 27, 2022).

² Senate Leadership Fund, Amended 2020 Year End Report at 72 (Mar. 18, 2021), <https://docquery.fec.gov/pdf/807/202103189441299807/202103189441299807.pdf>; *see also* Compl. ¶¶ 49-50.

³ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf>; *see also* Compl. ¶¶ 47-48.

⁴ Wingman PAC, 2020 30-Day Post Election Report at 1, 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting a \$100,000 contribution from Grow United, Inc., on October 27, 2020, and the committee’s FEC identification number of C00742296); Conservative Action Fund, Amended Statement of Organization at 1 (May 20, 2022), <https://docquery.fec.gov/pdf/048/202205209512421048/202205209512421048.pdf> (reflecting that its name has changed to Conservative Action Fund and that its FEC identification number is C00742296); *see also* Compl. ¶¶ 43-44.

⁵ Concerned Conservatives, Inc., 2020 12-Day Pre-Primary Election Report at 6 (Aug. 6, 2020), <https://docquery.fec.gov/pdf/823/202008069261263823/202008069261263823.pdf>; *see also* Compl. ¶¶ 51-52.

- 1 • a \$50,000 contribution reportedly from Stand Up for Justice to South Florida
2 Residents First, dated March 31, 2020.⁶

3 The Complaint relies on news articles regarding a 2019 email and two accompanying
4 memoranda sent from Jeff Pitts, Matrix’s former CEO, to Eric Silagy, Florida Power & Light
5 Company’s (FPL) former CEO, reportedly proposing a method for FPL to make anonymous
6 contributions to federal and state political committees by transferring funds through multiple
7 levels of conduits.⁷ The proposal called for funds to be first sent to and passed through higher-
8 level Matrix-associated conduits, including SUN Marketing & Advertising LLC (“SUN”) and
9 Let’s Preserve the American Dream, Inc. (“LPAD”), before being sent to various lower-level
10 Matrix-controlled conduits, including Florida Promise, that would be reported as the source of
11 the contributions. Thus, the Complaint alleges that each of the five alleged lower-level Matrix-
12 controlled conduits (referred to herein as the “Conduit Corporations”) permitted their names to
13 be used to effect contributions in the name of another pursuant to Pitts’s and Matrix’s proposal.

14 To support its central allegation, the Complaint alleges that all five of the alleged Conduit
15 Corporations had ties to Pitts or Matrix through having either Richard Alexander or Sean J.
16 Anderson as a director or officer.⁸ Citing news articles, the Complaint alleges that Alexander’s

⁶ South Florida Residents First, 2020 April Quarterly Report at 11 (Apr. 13, 2020), <https://docquery.fec.gov/pdf/294/202004159216942294/202004159216942294.pdf>; see also Compl. ¶¶ 53-54.

⁷ Compl. ¶¶ 3-4, 28-41; see, e.g., Jason Garcia & Annie Martin, *Florida’s Dark Money Playbook: How ‘Ghost’ Candidate Scheme Revealed Secretive Political Tactics*, ORLANDO SENTINEL (Dec. 30, 2021), <https://www.orlandosentinel.com/news/os-ne-dark-money-ghost-candidates-tactics-20211230-7zelkoadffclde3z76ax3cgx3m-htmlstory.html> [hereinafter Dark Money Playbook].

⁸ Compl. ¶¶ 13, 16.

1 sister was a Matrix contractor at the time of the allegations⁹ and that Anderson was a former
2 Matrix employee and a good friend of Pitts.¹⁰

3 As discussed below, the five contributions purportedly made by the alleged Conduit
4 Corporations as identified by the Complaint appear to be consistent with the conduit
5 contributions proposed by Pitts and Matrix to FPL to anonymize its political contributions. In
6 addition, all five of the alleged Conduit Corporations appear to be controlled by or associated
7 with Pitts and Matrix. Thus, it appears likely that Unknown Respondents, who were likely
8 clients of Pitts and/or Matrix, funded the contributions made through the network of conduits
9 described in the Matrix memo. Accordingly, the Commission finds reason to believe that
10 Unknown Respondents violated 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b) by making
11 contributions in the name of another.

12 II. FACTUAL BACKGROUND

13 A. Jeff Pitts of Matrix Appears to Have Created a Plan to Anonymize Federal 14 Political Contributions Using a Network of Conduits Controlled by or 15 Associated with Pitts or Matrix

16 Matrix is a “strategic communications firm” based in Alabama.¹¹ According to the
17 *Orlando Sentinel*, it received a cache of internal documents from Matrix, “includ[ing] checks,
18 bank statements, emails, text messages, invoices, internal ledgers and more, all apparently

⁹ *Id.* ¶ 13; see Dark Money Playbook, *supra* note 7 (reporting that Alexander’s sister, April Odom, was a Matrix employee at the time of the allegations, and that she worked on matters relating to Grow United and CAIJ).

¹⁰ Compl ¶ 16; see John Archibald, *Archibald: ‘Bachelor party’ Makes For Strange Bedfellows*, AL.COM (Nov. 14, 2010), https://www.al.com/archiblog/2010/11/archibald_bachelor_party_makes.html [hereinafter “Bachelor Party”] (reporting that Pitts attended Anderson’s bachelor party and that they were both employed by Matrix at the time); Mary Ellen Klas, *et al.*, ‘Nightmare Scenario’: How FPL Secretly Manipulated a Florida State Senate Election, MIAMI HERALD (Aug. 29, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article264196761.html> [hereinafter “Nightmare Scenario”] (reporting that Pitts texted FPL vice president Daniel Martell that Anderson was an old friend of his and that Pitts was in control of the nonprofits run by Anderson).

¹¹ *Matrix, LLC, v. Canopy Partners, LLC, et al*, 2021 WL 3127729 (Ala. Cir. Ct.).

1 unearthed during an internal investigation Matrix launched after its former employees left the
2 firm at the end of 2020.”¹² These internal records included a copy of a November 26, 2019
3 email sent from former Matrix CEO, Jeff Pitts, to former FPL CEO, Eric Silagy, stating,
4 ““Attached is an updated funding memo along with a separate legal memo on federal elections
5 support.””¹³ The “funding memo” noted goals such as making “federal campaign contributions”
6 and ““minimiz[ing] all public reporting of entities and activities.””¹⁴ It also included a flowchart
7 depicting money flowing from FPL through a network of conduits before being contributed to
8 federal and state political committees, as reproduced below:¹⁵

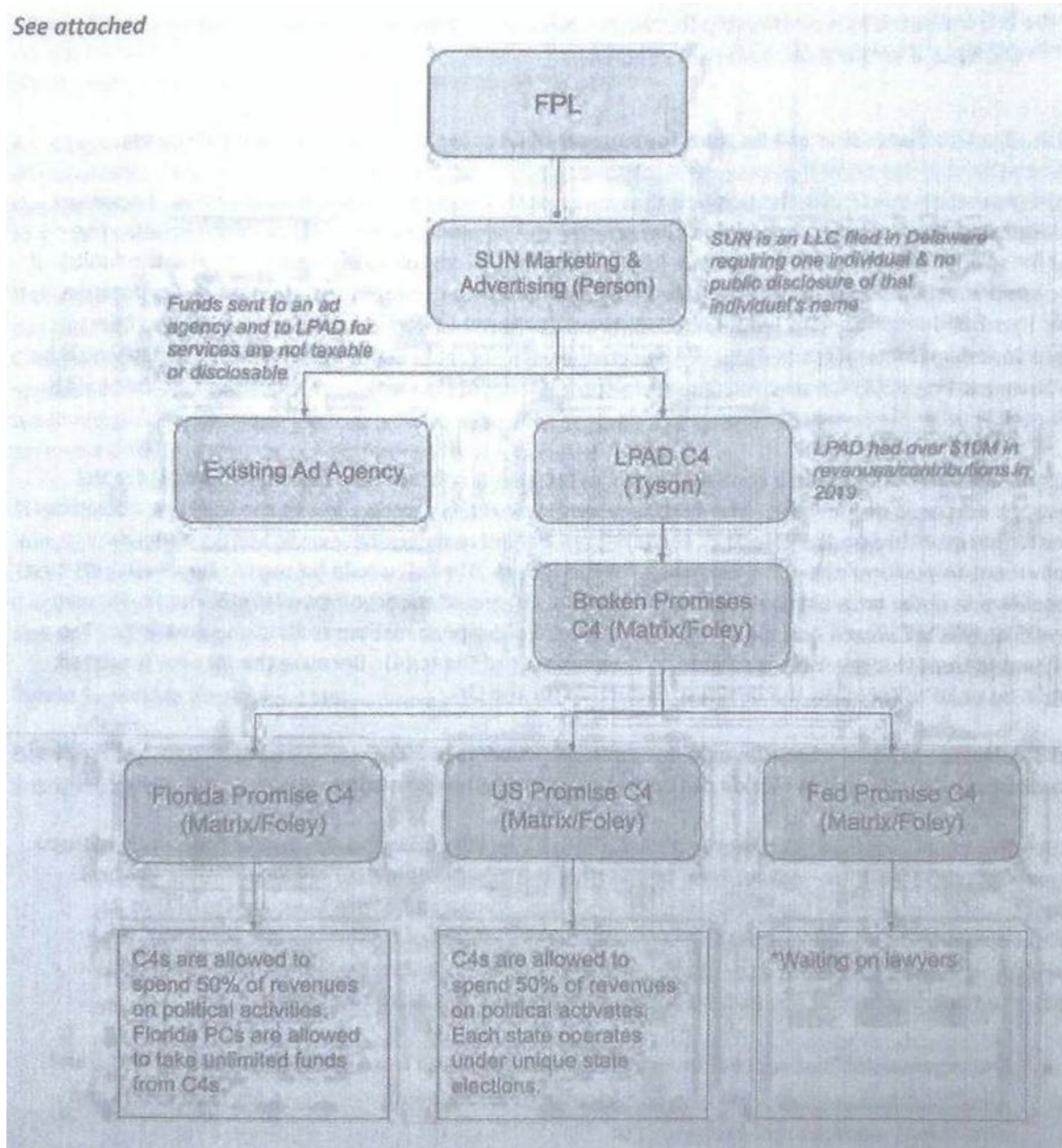
¹² Jason Garcia & Annie Martin, *Operative Pitched Secretive Political Spending Plan to FPL Exec’s Email Alias, Records Reveal*, ORLANDO SENTINEL (Jan. 24, 2022), <https://www.orlandosentinel.com/politics/os-ne-florida-power-and-light-matrix-dark-money-20211217-v64274eytjeb5hnstdognvqds4-story.html> [hereinafter “Secretive Political Spending Plan”].

¹³ *Id.*; see also Compl. ¶¶ 3, 31-38.

¹⁴ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶ 32.

¹⁵ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶ 33 Fig. 1.

See attached



- 1 Notably, next to or below the name of each conduit is a parenthetical, which may indicate the
- 2 person or entity controlling or associating with that conduit. Specifically, the flowchart
- 3 identifies a “LPAD C4 (Tyson),” which appears to refer to LPAD and its executive director Ryan
- 4 Tyson.¹⁶ The flowchart also identifies “Matrix/Foley” in a parenthetical next to or below the

¹⁶ See Compl. ¶ 35.

1 names of the following conduits: “Broken Promises,” “Florida Promise C4,” “US Promise C4,”
2 and “Fed Promise C4,” suggesting that these conduits are directly associated with and/or
3 controlled by Matrix and its legal counsel, Foley and Lardner, LLP (“Foley”).¹⁷

4 According to the flowchart, money could flow to a “Florida Promise C4,” which could
5 “spend 50% of revenues on political activities” due to its tax status as a section 501(c)(4)
6 corporation, and be used to contribute to Florida state political committees on the basis that
7 “Florida PCs are allowed to take unlimited funds from C4s.”¹⁸ Money could also flow to a “US
8 Promise C4,” which similarly could “spend 50% of revenues on political activities” due to its tax
9 status, and be used to contribute to other states’ political committees on the basis that “[e]ach
10 state operates under unique state elections.”¹⁹ Lastly, the flowchart indicates that money could
11 flow to a “Fed Promise C4,” but because Matrix was “[w]aiting on lawyers,” it could not state
12 the purpose of this proposed funding.²⁰

13 The legal memo attached to the email, which was drafted by Foley attorney Erika Alba,
14 addressed “the legalities of using nonprofits to spend money on federal elections.”²¹ The memo
15 states that “a nonprofit might have to disclose its donors if it spent money directly supporting a
16 candidate,” but that “the nonprofit would not have to disclose its donors if it gave money to a
17 type of political committee known as a ““Super PAC”” (*i.e.*, an IEOPC) “that then spent money
18 supporting the candidate.”²² The legal memo then concluded: ““Thus, it could be strategic for a

¹⁷ See Secretive Political Spending Plan, *supra* note 12 (noting that Erika Alba of Foley & Lardner LLP drafted a legal memo attached to the email); *see also* Compl. ¶ 38 (alleging the same).

¹⁸ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 33 Fig. 1, 37.

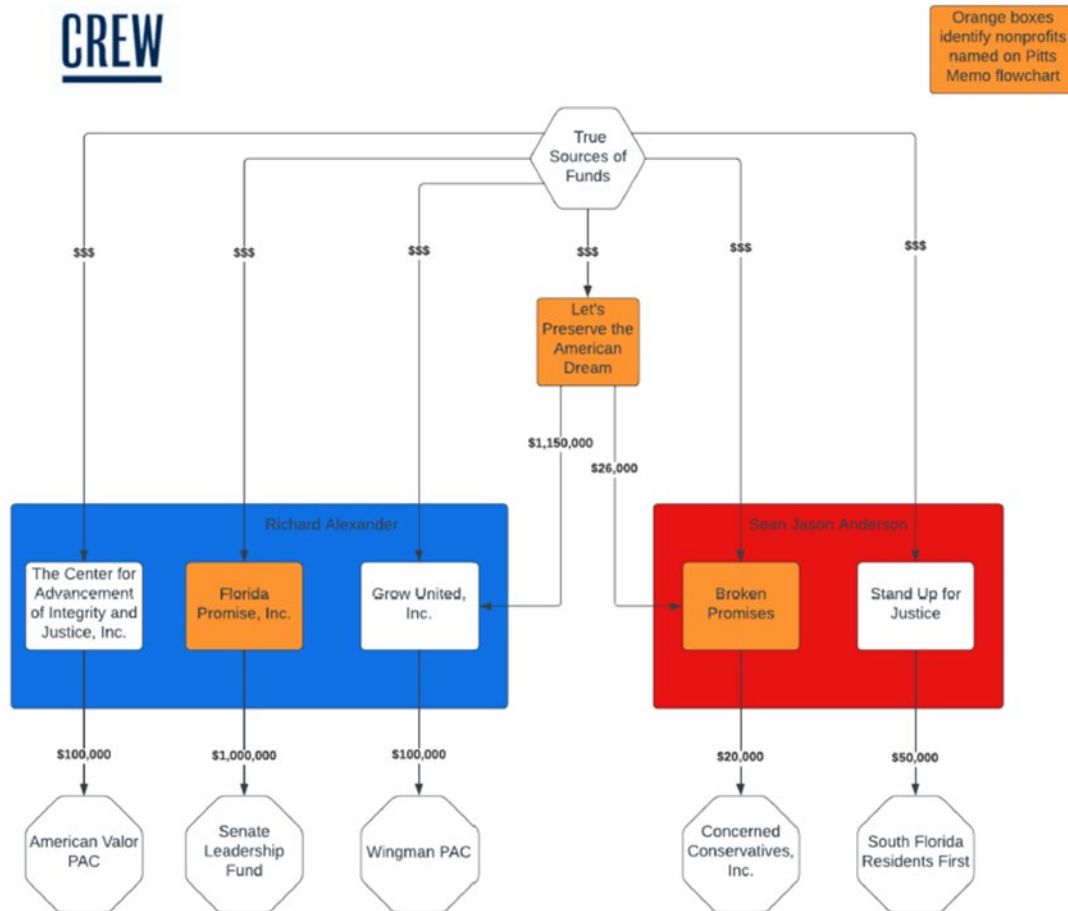
¹⁹ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

²⁰ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

²¹ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

²² Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

- 1 [nonprofit] who wishes to make Independent Expenditures to do so via a Super PAC.”²³
- 2 Based on the record of contributions disclosed by the recipient IEOPCs and news articles
- 3 reporting that LPAD provided funding to Grow United and Broken Promises, the Complaint
- 4 depicts the implementation of the Matrix plan as taking the following altered form:²⁴



- 5
- 6 The Complaint alleges that Matrix pitched the above-referenced plan to Unknown
- 7 Respondent clients, noting that FPL’s spokesperson, David Reuter, stated, ““We are aware of the
- 8 proposed structure as the legal memo was shared with us, and as we understand it, Joe

²³ Secretive Political Spending Plan, *supra* note 12 (alteration in original); *see also* Compl. ¶ 38.

²⁴ Compl. ¶¶ 42 Fig. 2, 45, 52.

1 Perkins'[s] team at Matrix created a proposal to fund their *clients'* communication and outreach
2 activities during 2020.”²⁵

3 **B. The Alleged Conduit Corporations Appear to Have Been Controlled by or**
4 **Associated with Pitts and/or Matrix**

5 The Complaint alleges that five alleged Conduit Corporations, Florida Promise, CAIJ,
6 Grow United, Broken Promises, and Stand Up for Justice, permitted their names to effect the
7 \$1.27 million in contributions that they purportedly made to IEOPCs on behalf of Unknown
8 Respondents.²⁶ Richard Alexander served as a director or officer of the first three alleged
9 Conduit Corporations, while Sean J. Anderson was a director or officer of the latter two.

10 According to news reports, both Alexander and Anderson had close ties to Matrix.
11 Alexander's sister, April Odom, was a Matrix contractor at the time of the allegations and
12 reportedly worked on behalf of Matrix regarding CAIJ and Grow United, which were entities
13 associated with Alexander.²⁷ Anderson, on the other hand, was a former Matrix employee, and
14 reportedly a close friend of Pitts.²⁸ Anderson also has a history of working with Pitts, as Pitts
15 reportedly texted FPL Vice President Daniel Martell in 2016, four years prior to the alleged
16 contributions, as follows: “Bottom line is we are the ones with the check books and in control
17 100 percent” of the nonprofits purportedly run by Anderson.²⁹ The discussion below sets out
18 the available information about each of the alleged Conduit Corporations and their relationships
19 with Pitts and/or Matrix.

²⁵ Secretive Political Spending Plan, *supra* note 12 (emphasis added); Compl. ¶ 40 (emphasis added).

²⁶ Compl. ¶¶ 5, 43-54.

²⁷ Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson's sister and was a former Matrix employee); *see also* Compl. ¶¶ 13, 48.

²⁸ Bachelor Party, *supra* note 10; Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his); *see also* Compl. ¶ 16.

²⁹ Nightmare Scenario, *supra* note 10; *see also* Compl. ¶ 16.

1 1. Florida Promise, Inc.

2 Florida Promise is a corporation identified in Matrix’s proposal to FPL that could be used
3 as a conduit to make contributions to Florida political committees,³⁰ and it was incorporated on
4 December 18, 2018.³¹ According to Florida Promise’s 2018 federal tax return, it is a 501(c)(4)
5 corporation; its mission is to “develop and advocate for legislation, regulations, and government
6 programs related to policies to benefit Floridians”; Alexander was its chairman; it did not have a
7 website; and it did not have any expenses or revenue that year.³²

8 On December 8, 2020, Florida Promise made a \$1,000,000 contribution to the Senate
9 Leadership Fund.³³ In addition, consistent with Matrix’s proposal to use Florida Promise to
10 make Florida political contributions, Florida Promise also made contributions to Florida political
11 committees on June 12, 2019, and January 27, 2021, totaling \$230,000.³⁴ Other than making the
12 \$1,230,000 in federal and Florida state political contributions, there is no publicly available
13 information regarding Florida Promise’s activities.

³⁰ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶¶ 33 Fig. 1, 50.

³¹ Division of Corporations, DEL. SEC’Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “Florida Promise”); see also Compl. ¶ 12.

³² IRS Form 990-EZ, Florida Promise, Inc., 2018 Short Form Return of Organization Exempt from Income Tax at 2-3, 6 (Nov. 13, 2019), https://apps.irs.gov/pub/epostcard/cor/832961305_201812_990EO_2020060117168825.pdf [hereinafter Florida Promise 2018 Tax Return].

³³ Senate Leadership Fund, Amended 2020 Year End Report at 72 (Mar. 18, 2021), <https://docquery.fec.gov/pdf/807/202103189441299807/202103189441299807.pdf>; see also Compl. ¶ 49.

³⁴ Campaign Finance Database, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching “all” election years with contributor’s last name starting with “Florida Promise”); see also Compl. ¶ 50.

2. Center for Advancement of Integrity and Justice, Inc.

CAIJ was incorporated on October 1, 2018,³⁵ and shared a mailing address with Stand Up for Justice.³⁶ There are no publicly available CAIJ federal tax returns.³⁷ Alexander served as either a director or officer of CAIJ.

On October 27, 2020, CAIJ made a \$100,000 contribution to American Valor PAC,³⁸ an IEOPC that made independent expenditures during the 2020 election cycle solely in Florida's 13th Congressional District, which supported Anna Paulina Luna, the Republican nominee, and opposed Charlie Joseph Crist, the Democratic nominee.³⁹ CAIJ also made contributions to Florida political committees totaling \$307,000, starting in November 2018 and through December 2020.⁴⁰

³⁵ *Division of Corporations*, DEL. SEC'Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name "Center for Advancement of Integrity and Justice"); *see also* Compl. ¶ 11.

³⁶ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ's address was at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006); *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name "Stand Up for Justice") (reflecting that Stand Up for Justice's business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006).

³⁷ On May 15, 2021, the IRS automatically revoked CAIJ's 501(c)(4) status for not filing a Form 990s-series return for three consecutive years, suggesting that CAIJ has not filed any tax returns. *See Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited July 25, 2023) (searching the organization name "center for advancement of integrity" which reflect that CAIJ's federal tax exempt status was automatically revoked on May 15, 2021 for not filing a Form 990-series return or notice for three consecutive years).

³⁸ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf>; *see also* Compl. ¶ 47.

³⁹ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00757179&is_notice=false&most_recent=true (last visited Aug. 18, 2023) (reflecting independent expenditures made by American Valor PAC); *November 3, 2020 General Election*, FL DEP'T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting "Federal Offices") (reflecting that Anna Luna was the Republican nominee and that Charlie Crist was the Democratic nominee in Florida's 13th Congressional District).

⁴⁰ *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited July 25, 2023) (searching "all" election years with contributor's last name starting with "center for advancement").

1 While CAIJ was not referenced by name in Matrix’s proposal to FPL, news reports
2 suggest that it was controlled by Matrix. Specifically, Matrix’s internal files reportedly include a
3 September 23, 2020 text message from Odom, Alexander’s sister and a Matrix contractor at the
4 time of the allegations, stating that she procured access to CAIJ’s bank account.⁴¹ In addition,
5 on October 16, 2018, just 15 days after CAIJ’s incorporation, CAIJ made a \$25,000 contribution
6 to House Majority PAC.⁴² According to news reports, FPL directed Matrix to make this
7 contribution on its behalf to support Lauren Baer, who was seeking election in Florida’s 18th
8 Congressional District, and asked Matrix to ensure that House Majority PAC “do[es]n’t
9 triangulate this donation to others we have done.”⁴³ Other than making the \$432,000 in federal
10 and Florida state political contributions, there is no publicly available information regarding
11 CAIJ’s activities.

⁴¹ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right-hand corner of the article’s sixth picture); *see also* Compl. ¶ 48.

⁴² House Majority PAC, 2018 Amended 12-Day Pre-Election Report at 655 (Dec. 3, 2018), <https://docquery.fec.gov/pdf/085/201812069135107085/201812069135107085.pdf>.

⁴³ Jason Garcia & Annie Martin, *Florida Power & Light Execs Worked Closely with Consultants Behind ‘Ghost’ Candidate Scheme, Records Reveal*, ORLANDO SENTINEL (Apr. 14, 2022), <https://www.orlandosentinel.com/politics/os-ne-florida-power-and-light-senate-ghost-candidates-20211202-szjhv7ox6vcmpm6pgd437y52i-htmlstory.html> [hereinafter “FPL Execs”] (reporting that Silagy forwarded Pitts instructions to make a contribution to House Majority PAC to support Lauren Baer and to make sure that “they don’t triangulate this donation to others we have done”); *November 6, 2018 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/6/2018&DATAMODE=> (last visited Sept. 25, 2023) (reflecting that Lauren Baer was the democratic nominee in Florida’s 18th Congressional District).

1 3. Grow United, Inc.
2 Grow United was incorporated on July 24, 2019.⁴⁴ There are no publicly available Grow
3 United federal tax records and it did not identify itself as a nonprofit organization to the Internal
4 Revenue Service.⁴⁵ Alexander served either as a director or officer of Grow United.
5 On October 27, 2020, Grow United made a \$100,000 contribution to Wingman PAC,⁴⁶
6 now known as the Conservative Action Fund.⁴⁷ Wingman PAC made independent expenditures
7 during the 2020 election cycle solely in Florida’s 15th Congressional District, which supported
8 Scott Franklin, the Republican nominee; opposed Alan Michael Cohn, the Democratic nominee;
9 and opposed Vincent Spano Ross, who competed against Franklin for the Republican

⁴⁴ Division of Corporations, DEL. SEC’Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “Grow United”).

⁴⁵ See *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (reflecting that there are no results when searching Grow United’s name or its EIN number identified in the Complaint, 84-2546999).

⁴⁶ Wingman PAC, 2020 30-Day Post Election Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/423/202012039338666423/202012039338666423.pdf> (reflecting a \$100,000 contribution from Grow United on October 27, 2020).

⁴⁷ *Id.* at 1 (reflecting an FEC identification number of C00742296); Conservative Action Fund, Amended Statement of Organization at 1 (May 20, 2022), <https://docquery.fec.gov/pdf/048/202205209512421048/202205209512421048.pdf> (reflecting that its name has changed to Conservative Action Fund and its FEC identification number is C00742296).

1 nomination.⁴⁸ Earlier that month, from October 3, 2020, through October 20, 2020, Grow
 2 United made contributions to Florida state political committees totaling \$1,462,500.⁴⁹

3 Grow United appears to have been created and controlled by Pitts and Matrix. Ryan
 4 Tyson, the executive director of LPAD — which contributed \$1,150,000 to Grow United in
 5 2020⁵⁰ — was deposed by the Miami-Dade State Attorney’s Office in a criminal matter
 6 regarding a former LPAD contractor’s creation of fake Florida state senate candidates during the
 7 2020 election cycle. Tyson testified in the deposition that he understood that Jeff Pitts started
 8 and ran Grow United. In addition, FPL reportedly asserted that Grow United was created by
 9 Matrix.⁵¹

10 Matrix’s internal records also reportedly indicate that it had control of Grow United.
 11 According to news reports, Matrix’s internal ledger reflect an August 7, 2019 entry billed to FPL
 12 for ““Grow United SOS Fees,”” which likely referred to the fees charged by the Delaware

⁴⁸ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00742296&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting Wingman PAC’s independent expenditures in the 2020 election cycle); *November 3, 2020 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices”) (reflecting that Scott Franklin was the Republican nominee and Alan Cohn was the Democratic nominee in Florida’s 15th Congressional District); *August 18, 2020 Primary Election Republican Primary*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=8/18/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices” in the Republican Primary section) (reflecting that both Scott Franklin and Ross Spano were seeking the Republican nomination in Florida’s 15th Congressional District).

⁴⁹ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (selecting election year “all” and searching contributor last name starting with “grow united”); *see also* Compl. ¶ 46.

⁵⁰ *See* Compl. ¶ 45.

⁵¹ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Dec. 10, 2021, updated Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. Joe Perkins, owner of Matrix, denies that Matrix created Grow United, and Perkins’s attorney asserts that “[t]o the extent any rogue Matrix employees were involved in those activities, they were undertaken in secret, without Dr. Perkins’[s] knowledge or consent.” *Id.*

1 Secretary of State for incorporating Grow United a few weeks prior.⁵² Matrix’s internal records
2 also reportedly include a September 23, 2020 message from Odom stating that she procured
3 access to Grow United’s bank account.⁵³ In addition, as part of her duties at Matrix, Odom
4 reportedly sent checks from Grow United to make contributions to Florida committees, asked the
5 committees to confirm their receipt of the checks,⁵⁴ and emailed a \$12,813.54 invoice to Matrix
6 with the subject line, “FPL Expenses for Grow United c4,” for expenses that included traveling
7 to Colorado to update the nonprofit’s mailbox at a UPS Store in Denver.⁵⁵

8 News articles also report that, in the summer of 2019, Matrix used Grow United to offer a
9 job to a Jacksonville City Councilmember on behalf of FPL.⁵⁶ Furthermore, Foley attorney
10 Erika Alba reportedly billed Matrix in the fall of 2020 for her work on IRS submission forms for
11 Grow United.⁵⁷ Other than making the \$1,562,500 in political contributions, there is no publicly
12 available information regarding Grow United’s activities.

⁵² FPL Execs, *supra* note 43.

⁵³ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right corner of the article’s sixth picture); *see also* Compl. ¶ 48.

⁵⁴ Dark Money Playbook, *supra* note 7.

⁵⁵ FPL Execs, *supra* note 43.

⁵⁶ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. FPL reportedly confirmed that Matrix employees came up with an idea to offer the City Council member a job, but that it rejected the idea. *Id.*

⁵⁷ Nate Monroe, *Law Firm that Advised on Botched JEA Sale Also Helped Former FPL Consultants On Dark-Money Projects*, FL TIMES-UNION (Dec. 17, 2021), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/17/jea-privatization-law-firm-foley-lardner-also-helped-former-fpl-consultants-political-giving/8850686002/>. There are no publicly available tax forms from Grow United, Inc., however. *See Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (reflecting that there are no results when searching Grow United’s name or its EIN number identified in the Complaint, 84-2546999).

1 4. Broken Promises

2 Broken Promises is referenced by name in Matrix’s proposal to FPL as a middleman that
3 would receive funds and send them to conduits, including Florida Promise, that would in turn
4 make political contributions.⁵⁸ Broken Promises was incorporated on August 29, 2018, along
5 with Stand Up for Justice.⁵⁹ According to Broken Promises’s federal tax return for the 2018
6 calendar year, it is a 501(c)(4) corporation; its purpose is to “develop[] and advocat[e] for
7 legislation, regulations, and government programs to improve social environmental, economy
8 and social environment”; Sean J. Anderson is its president and chairman; it did not have a
9 website; and it received \$200,000 of funding that year.⁶⁰ In addition, according to news reports,
10 Broken Promises reportedly received \$26,000 from LPAD on July 9, 2020.⁶¹

11 On July 14, 2020, five days after reportedly receiving the \$26,000 from LPAD, Broken
12 Promises made a \$20,000 contribution to Concerned Conservatives, Inc., an IEOPC.⁶² During
13 the 2020 election cycle, Concerned Conservatives, Inc., made independent expenditures only in
14 Florida’s 19th Congressional District to support Dane Eagle, who unsuccessfully ran for the
15 Republican nomination, and oppose his competitors, William Matthew Figlethaler, Byron

⁵⁸ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶¶ 33 Fig. 1, 52.

⁵⁹ *CorpOnline*, DC.GOV, <https://corponline.dhra.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name “Broken Promises” and “Stand Up for Justice”).

⁶⁰ See IRS Form 990, Broken Promises, 2018 Return of Organization Exempt from Income Tax at 1, 7 (Nov. 15, 2019), https://apps.irs.gov/pub/epostcard/cor/831745117_201812_990O_2020012317057600.pdf [hereinafter Broken Promises 2018 Tax Return] (reflecting an unfilled line for the organization’s website).

⁶¹ Jeff Weiner & Annie Martin, *Bank Records Shed Light on Dark-Money Group in ‘Ghost’ Candidate Scandal*, ORLANDO SENTINEL (Apr. 18, 2022), <https://www.orlandosentinel.com/2022/04/18/bank-records-shed-light-on-dark-money-group-in-ghost-candidate-scandal/>; see Compl. ¶ 52.

⁶² Concerned Conservatives, Inc., 2020 12-Day Pre-Primary Election Report at 6 (Aug. 6, 2020), <https://docquery.fec.gov/pdf/823/202008069261263823/202008069261263823.pdf>; see also Compl. ¶ 51.

1 Donalds, and Casey Askar.⁶³ In addition, in 2018, Broken Promises made \$160,470 in Florida
2 state political contributions, and in 2019, it made \$21,500 in Florida state political
3 contributions.⁶⁴ Thus, it appears that Broken Promises made at least \$201,970 in political
4 contributions during its existence.

5 According to Broken Promises's federal tax returns and other information received by the
6 Commission, it received a total of \$226,000 to \$300,000 in funding during its existence:
7 \$200,000 in 2018,⁶⁵ \$50,000 or less in 2019, and \$26,000 to \$50,000 in 2020 before terminating
8 later that year.⁶⁶ Broken Promises's 2018 federal tax return also indicates that it spent \$500 on
9 legal expenses and \$40 on management and general expenses that year.⁶⁷ Although Broken
10 Promises characterized spending \$45,000 on lobbying and \$115,470 on "other" program
11 expenses in its 2018 federal tax return, this sum of \$160,470 corresponds precisely to the dollar
12 with its 2018 Florida state political contributions also totaling \$160,470.⁶⁸ Thus, Broken
13 Promises spent at least 67% to 89% of its total funding on making political contributions.

⁶³ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00728402&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting Concerned Conservatives, Inc.'s, independent expenditures during the 2020 election cycle); *August 18, 2020 Primary Election Republican Primary*, FL DEP'T OF STATE DIV. OF ELECTIONS, https://results.elections.myflorida.com/Index.asp?ElectionDate=8/18/2020&DATA_MODE= (last visited Sept. 25, 2023) (selecting "Federal Offices" in the Republican Primary section) (reflecting that Dane Eagle, William Figlesthaler, Byron Donalds, and Casey Askgar were seeking the Republican nomination in Florida's 19th Congressional District).

⁶⁴ *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year "all" and contributor last name "Broken Promises").

⁶⁵ Broken Promises 2018 Tax Return at 1, *supra* note 60.

⁶⁶ For 2019 and 2020, Broken Promises filed an IRS Form 990-N, indicating that its gross receipts were \$50,000 or less in those years. *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (searching organization name "Broken Promises").

⁶⁷ Broken Promises 2018 Tax Return at 10, *supra* note 60.

⁶⁸ *Id.*; see also *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year "all" and contributor last name "Broken Promises") (reflecting that Broken Promises made \$160,470 in Florida state political contributions in 2018,

1 According to the *Miami Herald*, Broken Promises’s entire \$200,000 of funding in 2018
 2 was from FPL.⁶⁹ Specifically, the *Miami Herald* claims it received an internal Matrix ledger
 3 showing how, in 2018, Matrix distributed \$200,000 of funds labeled as coming from FPL to
 4 Broken Promises.⁷⁰ The ledger reportedly shows that Matrix sent \$100,000 of FPL funds to
 5 Broken Promises on September 26, 2018, and again on October 16, 2018, totaling \$200,000.⁷¹
 6 This money was likely transmitted through other Matrix-controlled corporations before coming
 7 to Broken Promises, because federal tax records show that the Alliance for Consumer Protection
 8 Inc., donated \$100,000 to Broken Promises in 2018.⁷² According to a news report regarding a
 9 text message between Pitts and FPL Vice President Martell, the director of the Alliance for
 10 Consumer Protection Inc., David Calvert, is Pitts’s former college roommate.⁷³

11 5. Stand Up for Justice

12 As discussed above, Stand Up for Justice was incorporated on August 29, 2018,⁷⁴ the
 13 same day as Broken Promises, and it shared a mailing address with CAIJ.⁷⁵ According to its

of which \$45,000 were cash contributions and \$115,470 were in-kind contributions in the forms of direct mail and advertising).

⁶⁹ Nicholas Nehamas & Mary Ellen Klas, *DeSantis ’18 Campaign Got \$25,000 From Nonprofit Secretly Funded by FPL Cash, Records Show*, MIAMI HERALD (Sept. 9, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article265213541.html>.

⁷⁰ *Id.* FPL spokesperson Reuter called the ledger “fake” and stated, “We have no record of FPL, or any NextEra Energy entity for that matter, ever having paid Broken Promises.” *Id.*

⁷¹ Nightmare Scenario, *supra* note 10; see also Nicholas Nehamas & Mary Ellen Klas, *DeSantis ’18 Campaign Got \$25,000 From Nonprofit Secretly Funded by FPL Cash, Records Show*, MIAMI HERALD (Sept. 9, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article265213541.html>.

⁷² IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_9900_20211020_19109756.pdf.

⁷³ Nightmare Scenario, *supra* note 10.

⁷⁴ *CorpOnline*, DC.GOV, <https://corponline.dcr.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization names “Stand Up for Justice” and “Broken Promises”).

⁷⁵ *Id.* (searching the organization name “Stand Up for Justice”) (reflecting that Stand Up for Justice’s business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006); American Valor PAC, 2020

1 2018 federal tax return, Stand Up for Justice is a 501(c)(4) corporation; its purpose is to
2 “develop[] and advocat[e] for legislation [*sic*], regulations and government programs to improve
3 social environment, economy & society”; Anderson was a director and its president; it did not
4 have a website; and it received \$350,000 in funding that year.⁷⁶

5 On March 31, 2020, Stand Up for Justice made a \$50,000 contribution to South Florida
6 Residents First,⁷⁷ an IEOPC that made independent expenditures during the 2020 election cycle
7 only in Florida’s 26th Congressional District, which supported Republican nominee Carlos
8 Gimenez and opposed Democratic nominee Debbie Mucarsel-Powell.⁷⁸ In addition, just two
9 months after it was incorporated, Stand Up for Justice made contributions to a Florida political
10 committee in October 2018, totaling \$300,000,⁷⁹ which Stand Up for Justice characterized as
11 “lobbying” on its 2018 federal tax return.⁸⁰ Thus, it appears that Stand Up for Justice made at
12 least \$350,000 in political contributions during its existence.

Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ’s address is at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006).

⁷⁶ IRS Form 990, Stand Up for Justice, 2018 Return of Organization Exempt from Income Tax at 1-2, 7 (Nov. 15, 2019), https://apps.irs.gov/pub/epostcard/cor/831749759_201812_990O_2020021317141891.pdf [hereinafter Stand Up for Justice 2018 Tax Return].

⁷⁷ South Florida Residents First, 2020 April Quarterly Report at 11 (April 13, 2020), <https://docquery.fec.gov/pdf/294/202004159216942294/202004159216942294.pdf>; see also Compl. ¶ 53.

⁷⁸ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00733402&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting South Florida Residents First’s independent expenditures in the 2020 election cycle); *November 3, 2020 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices”) (reflecting that Carlos Gimenez was the Republican nominee and Debbie Mucarsel-Powell was the Democratic nominee in Florida’s 26th Congressional District); see Compl. ¶ 53.

⁷⁹ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited July 25, 2023) (searching election year “all” and contributor last name starting with “Stand Up for Justice”).

⁸⁰ Stand Up for Justice 2018 Tax Return at 10, *supra* note 76.

1 According to Stand Up for Justice’s federal tax returns, it received \$350,000 to \$450,000
2 during its existence: \$350,000 in 2018,⁸¹ and \$50,000 or less per year in each of 2019 and 2020
3 before terminating.⁸² Stand Up for Justice’s federal tax returns also state that it spent \$20,577 on
4 legal fees and \$100 on bank service charges in 2018,⁸³ indicating that its total funding was at
5 least \$370,677 to cover its lifetime spending. Thus, Stand Up for Justice spent at least 78% to
6 94% of its total funding on making political contributions.

7 Federal tax records show that Alliance for Consumer Protection Inc., contributed
8 \$150,000 to Stand Up for Justice in 2018.⁸⁴ As indicated above, the Alliance for Consumer
9 Protection Inc. also contributed \$100,000 to Broken Promises in 2018, and its executive director
10 is reportedly Pitts’s former college roommate.⁸⁵

11 **C. Let’s Preserve the American Dream, Inc., was Associated with Pitts and**
12 **Matrix**

13 Relying on news reports of Matrix’s proposal to FPL, which reference LPAD as a higher-
14 level Matrix-associated conduit that would receive funds and transmit them to other entities in
15 Matrix’s network, and news reports indicating that LPAD made donations to Grow United and
16 Broken Promises, the Complaint alleges that Unknown Respondents used LPAD as a middleman
17 to make contributions using the names of Grow United and Broken Promises.⁸⁶

⁸¹ *Id.* at 1.

⁸² For 2019 and 2020, Stand Up for Justice filed an IRS Form 990-N, and indicated that its gross receipts were not greater than \$50,000 in those years. *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (searching organization name “Stand Up for Justice”).

⁸³ Stand Up for Justice 2018 Tax Return at 10, *supra* note 76.

⁸⁴ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_990O_2021102019109756.pdf.

⁸⁵ *Id.*; Nightmare Scenario, *supra* note 10.

⁸⁶ Compl. ¶¶ 33 Fig. 1, 35, 37, 42 Fig. 2, 45, 52; *see also* Secretive Political Spending Plan, *supra* note 12.

1 In a deposition conducted by the Miami-Dade State Attorney's Office regarding a former
2 LPAD contractor's creation of fake Florida state senate candidates, Tyson stated that he
3 discussed LPAD's donation to Grow United with Matrix's former CEO, Jeff Pitts, and that it was
4 actually Pitts who proposed for LPAD to make that donation. Specifically, Tyson testified:

5 Well, as best as I can recall, I called [Pitts] up and I said, "Do you
6 have any social welfare groups that are interested in working on
7 issues that are amenable to my organizational narrative? Are they
8 interested in supporting other interests in other committees around
9 the country, in Florida specifically too, that would focus purely on
10 the center left spectrum and on issues that are center left?"⁸⁷

11 According to Tyson, Pitts "said he did," referring to Grow United, and so Tyson "said we'd be
12 happy to support them."

13 In the same above-referenced deposition, Tyson also testified that he spoke with Pitts
14 about how Grow United should use LPAD's donation. Specifically, in response to whether
15 Tyson knew that Alex Alvarado's Florida state political committees received their funding from
16 Grow United, Tyson stated, "I told you earlier I knew it came from Grow United. There was a
17 story about it. And I knew, *I actually told Grow United that Alvarado would probably call them*
18 *and ask, raise money.*"⁸⁸ Tyson further explained that the person he spoke with was Jeff Pitts.
19 According to text messages obtained by the *Orlando Sentinel*, on September 24, 2020, just five
20 days prior to LPAD making its first \$600,000 donation to Grow United on September 29, 2020,
21 Tyson communicated with Pitts and Abigail MacIver, another former Matrix employee,
22 regarding the Florida state senate races that the Alvarado committees were seeking to impact.⁸⁹

⁸⁷ Tyson testified in response to the question, "So give me your best recollection of the content of the conversation that you had with Jeff Pitts that caused you to want to send the money to Grow United."

⁸⁸ Emphasis was added to the original transcription.

⁸⁹ FPL Execs, *supra* note 43.

1 When further queried as to whether Tyson “did not authorize the money, the \$600,000
2 [from LPAD], to go to Grow United so they can then turn around and send it to Alex Alvarado’s
3 two political campaigns,” Tyson testified that he “can’t tell [Grow United] how to spend their
4 money” and that he “do[es]n’t have the ability to restrain how they spend their funds.” However,
5 when asked, “Did you know when this \$600,000 [from LPAD] was sent to Grow United, that it
6 was going to [—] that 550,000 of it was going to go to Alex Alvarado’s two political
7 committees,” Tyson testified that he “had a hunch” that Grow United would be supportive of the
8 Alvarado committees and that he was “not testifying it’s a coincidence.” Tyson further stated, “I
9 knew [Grow United] would likely be supportive, but I also didn’t know when, I mean, we made
10 other contributions to them as well. We were supporting a lot of what they were doing.” Tyson
11 then testified that he “assume[d] [Grow United would] probably be supported [*sic*] if Alex
12 called, but I had no way to know if they actually would. Because once I make a contribution to
13 an entity, I lose control of how they spend that money.”

14 **D. SUN Marketing & Advertising LLC Appears to be Associated with Matrix**

15 SUN Marketing & Advertising LLC is another conduit identified in Matrix’s proposal to
16 FPL,⁹⁰ and it appears to have been created by Matrix after the memo was circulated.
17 Specifically, SUN was formed on December 13, 2019, about two weeks after Pitts reportedly
18 emailed the above-referenced proposal to Silagy on November 26, 2019.⁹¹ FPL spokesman
19 Reuter reportedly confirmed that FPL gave \$250,000 to SUN in December 2019, but stated that
20 the purpose was to purchase advertising related to a proposed constitutional amendment that FPL

⁹⁰ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 32 Fig. 1.

⁹¹ Division of Corporations, DEL. SEC’Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “SUN Marketing & Advertising”).

1 opposed.⁹² According to Reuter, FPL believes that SUN is owned by Matrix.⁹³ News reports
2 indicate that SUN was used to create favorable press for FPL.⁹⁴ SUN's former sole member,
3 Tim Fitzpatrick, was a former FPL officer.⁹⁵

4 III. LEGAL ANALYSIS

5 A. The Commission Finds Reason to Believe that the 2020 Contributions 6 Reported as Having Been Made By the Alleged Conduit Corporations Were 7 Contributions Made In the Name of Another

8 The Act and the Commission's regulations prohibit a person from (1) making a
9 contribution in the name of another person, (2) knowingly permitting his or her name to be used
10 to effect such a contribution, and (3) knowingly accepting such a contribution.⁹⁶ The term
11 "person" in this context includes partnerships, corporations, and "any other organization or group
12 of persons."⁹⁷ In its regulations, the Commission has illustrated examples of activities that
13 constitute making a contribution in the name of another, as follows:

- 14 (i) Giving money or anything of value, all or part of which was
15 provided to the contributor by another person (the true contributor)
16 without disclosing the source of money or the thing of value to the
17 recipient candidate or committee at the time the contribution is
18 made; or

⁹² Secretive Political Spending Plan, *supra* note 12.

⁹³ *Id.*

⁹⁴ Sarah Blaskey, *Powerbrokers: How FPL Secretly Took Over a Florida News Site and Used It to Bash Critics*, MIAMI HERALD (Aug. 13, 2022), <https://www.miamiherald.com/article263757423.html>.

⁹⁵ *PG&E Names Tim Fitzpatrick As Vice President And Chief Communications Officer*, CISION PR NEWSWIRE (Mar. 11, 2013), <https://www.prnewswire.com/news-releases/pg-e-names-tim-fitzpatrick-as-vice-president-and-chief-communications-officer-197098061.html> ("Fitzpatrick joined NextEra Energy in January 2008, serving as Vice President of Marketing and Corporate Communications and as an officer of Florida Power & Light Company (FPL).").

⁹⁶ 52 U.S.C. § 30122; *see also* 11 C.F.R. § 110.4(b).

⁹⁷ 52 U.S.C. § 30101(11); 11 C.F.R. § 100.10.

1 (ii) Making a contribution of money or anything of value and
2 attributing as the source of the money or thing of value another
3 person when in fact the contributor is the source.⁹⁸

4 Because a primary purpose of the Act’s disclosure provisions is to reveal the true source from
5 which a contribution to a candidate or committee originates, regardless of the mechanism by
6 which the funds are transmitted,⁹⁹ the Commission examines the structure of the transaction
7 itself and the arrangement between the parties to determine who in fact “made” a given
8 contribution.¹⁰⁰

9 In prior matters, the Commission has found reason to believe that a contribution was
10 made in the name of another where the available information indicates that another person
11 provided the funds for the purpose of making the contribution and his or her identity was not
12 disclosed to the recipient committee or candidate at the time of the contribution.¹⁰¹ Absent direct
13 evidence as to the purpose of providing the funds, the Commission considers the overall record
14 to determine its purpose. In the context of contributions made by limited liability companies
15 (“LLCs”), the Commission has addressed whether the LLC “had the means to make the
16 contribution absent an infusion of funds provided for that purpose,” the “temporal proximity

⁹⁸ 11 C.F.R. § 110.4(b)(2)(i)-(ii).

⁹⁹ *See Campaign Legal Ctr. v. FEC*, 952 F.3d 352, 354 (D.C. Cir. 2020) (“As the Supreme Court has repeatedly declared, the electorate has an interest in knowing where political campaign money comes from and how it is spent by the candidate. To that end, the [Act] imposes disclosure requirements on those who give and spend money to influence elections. The straw donor provision, 52 U.S.C. § 30122, is designed to ensure accurate disclosure of contributor information.”) (internal citations and quotation marks omitted).

¹⁰⁰ *Cf.* 11 C.F.R. § 110.6(a) (“All contributions by a person made on behalf of or to a candidate, including contributions which are in any way earmarked or otherwise directed to the candidate through an intermediary or conduit, are contributions from the person to the candidate.”).

¹⁰¹ *See, e.g.*, Factual and Legal Analysis (“F&LA”) at 5, MUR 7903 (Tomfoolery, LLC, *et al.*) (“[T]he contributions made in Tomfoolery’s name were, in fact, actually made by Thomas A. Chavez, when Chavez furnished Tomfoolery with funds for the purpose of having the LLC make the contributions.”); F&LA at 1-2, MUR 6920 (American Conservative Union) (finding reason to believe that the contribution was made in the name of another where the organization who was reported as the contributor later indicated that it was not the true source of the contribution, and instead merely delivered the contribution upon receipt of the funds from another person); *see also* 11 C.F.R. § 110.4(b)(2)(i)-(ii).

1 between the LLC’s formation date and the contribution,” “the amount of the contribution relative
2 to [the LLC’s] other activities, the LLC’s known activities prior to making the contribution, and
3 whether any other information suggests an attempt to circumvent the Act’s disclosure
4 requirements.”

5 Here, the available information indicates that the five 2020 political contributions
6 purportedly made by the alleged Conduit Corporations — Florida Promise, Broken Promises,
7 Grow United, CAIJ, and Stand Up for Justice — were actually made on behalf of Unknown
8 Respondents. The overall record indicates that there was plan whose purpose was “to
9 circumvent the Act’s disclosure requirements” by using the names of the Conduit Corporations
10 to make contributions and that this plan was implemented in largely the way the blueprint set
11 out. In addition, the overall record of the Conduit Corporations’ known activities indicate that
12 they may have been formed for the purpose of making conduit contributions.

13 Specifically, news articles indicate that, during the 2020 election cycle, Matrix invited
14 FPL to anonymize its political activities by funneling money through several layers of conduits,
15 including Florida Promise and Broken Promises, and then using those funds to make federal and
16 state political contributions.¹⁰² The articles report that Jeff Pitts, former CEO of Matrix, emailed
17 Eric Silagy, former CEO of FPL, a ““funding memo”” with goals such as making “federal
18 campaign contributions” and ““minimiz[ing] all public reporting of entities and activities,”” and a
19 ““legal memo on federal elections support.””¹⁰³ According to the *Orlando Sentinel*, the funding
20 memo included a flowchart depicting FPL’s funds flowing through several layers of conduits
21 controlled by Pitts and Matrix, including Florida Promise and Broken Promises, before being

¹⁰² Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 3, 31-38.

¹⁰³ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 3, 31-32.

1 contributed to federal and state political committees.¹⁰⁴ While the specific plan reported by the
2 news articles did not directly identify CAIJ, Grow United, or Stand Up for Justice, the proposal
3 establishes the preexisting idea of making conduit contributions with entities just like these,
4 which as discussed below, was ultimately carried out using the five alleged Conduit
5 Corporations.

6 News articles stated that the sources of the documents were from Matrix itself, noting
7 that the documents were internal Matrix documents.¹⁰⁵ FPL’s spokesperson, David Reuter,
8 reportedly confirmed that the proposal as reported was indeed shared with its CEO, stating, ““We
9 are aware of the proposed structure as the legal memo was shared with us, and as we understand
10 it, Joe Perkins’[s] team at Matrix created a proposal to fund their clients’ communication and
11 outreach activities during 2020.”¹⁰⁶ Thus, there is no available information indicating that the
12 news articles’ report that Pitts and Matrix created and shared a proposal to anonymize political
13 contributions was inaccurate or not credible.

14 Moreover, the available information does not indicate that the proposal was limited to
15 acting solely within the legal bounds of minimizing public reporting of political activities.
16 Specifically, the proposal did not indicate that Pitts and Matrix were soliciting funds from FPL
17 on behalf of nonprofit corporations that would *independently* decide to make political
18 contributions. Rather, the proposal indicated that funds would flow from FPL, through several
19 layers of conduits controlled or associated with Matrix, before landing at “Florida Promise C4,”

¹⁰⁴ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

¹⁰⁵ *See* Secretive Political Spending Plan, *supra* note 12 (stating that the *Orlando Sentinel* received records “includ[ing] checks, bank statements, emails, text messages, invoices, internal ledgers and more, all apparently unearthed during an internal investigation Matrix launched after its former employees left the firm at the end of 2020.”).

¹⁰⁶ *Id.*

1 “US Promise C4” and “Fed Promise C4,” which would also be controlled by Matrix, to make
2 contributions to state and federal political committees.¹⁰⁷

3 Notably, there is no available information indicating that Pitts or Matrix presented the
4 purposes or goals of the conduits referenced in its flowchart, besides being able to making
5 political contributions, to explain why FPL’s funds would be expected to flow from one
6 corporation to another.¹⁰⁸ There is also no available information indicating that Pitts and Matrix
7 presented any information as to why “Florida Promise C4,” “US Promise C4” and “Fed Promise
8 C4,” would be expected to engage in political activity that FPL would support. Instead, Pitts’s
9 and Matrix’s flowchart simply noted “Matrix” in a parenthetical below the names of “Broken
10 Promises,” “Florida Promise C4,” “US Promise C4” and “Fed Promise C4,” similar to how
11 Tyson, the executive director of LPAD, was included in a parenthetical under LPAD, suggesting
12 that these entities are controlled by “Matrix,” similar to how Tyson controlled LPAD.¹⁰⁹

13 Moreover, the conduits depicted on the flowchart appear to have been in fact controlled
14 by or associated with Matrix. Of the conduits mentioned, only Florida Promise, Broken
15 Promises, LPAD, and SUN existed or eventually came into existence, and they all have ties to
16 Pitts and/or Matrix. As explained above, Richard Alexander was the chairman of Florida
17 Promise, and his sister, April Odom, was a Matrix contractor at the time of the allegations.¹¹⁰

¹⁰⁷ *Id.*; see also Compl. ¶¶ 33 Fig. 1, 36-37.

¹⁰⁸ See Secretive Political Spending Plan, *supra* note 12 (noting that, for example, “Florida Promise C4” would “allowed to spend 50% of revenues on political activities” and that “Florida PCs are allowed to take unlimited funds from C4s”); see also Compl. ¶ 33 Fig. 1 (same).

¹⁰⁹ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1. While the term “person” appears in the parenthetical next to SUN, SUN had not yet been formed when Pitts sent the memo, and thus this denotation appears to suggest that they were looking for a “person” to be in control of SUN at that time. See Secretive Political Spending Plan, *supra* note 12 (reporting that Pitts sent the memo to Silagy on November 26, 2019).

¹¹⁰ Florida Promise 2018 Tax Return at 3, *supra* note 32; Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson’s sister and was a former Matrix employee).

1 Sean J. Anderson, who was the president and chairman of Broken Promises, was also a former
2 Matrix employee, a close friend of Pitts, and has a history of allowing Pitts to control the
3 nonprofits that he purportedly ran.¹¹¹ Tyson, the executive director of LPAD, reportedly
4 associated with Pitts and Abigail MacIver, another former Matrix employee, as they
5 communicated via text messages regarding Florida state senate races.¹¹² Finally, as for SUN —
6 FPL, which reportedly gave \$250,000 to SUN in December 2019, states that it believes that SUN
7 is owned by Matrix.¹¹³ Thus, the layers of corporations depicted on the flowchart appear to be
8 linked together because they are controlled by persons associated with Pitts or Matrix.

9 The available information also indicates that Pitts’s and Matrix’s proposal included the
10 making of federal political contributions. According to news articles, Pitts’s email to Silagy
11 included a “funding memo” noting making “federal campaign contributions” as one of its
12 goals.¹¹⁴ Pitts’s email to Silagy also included “a separate legal memo on federal elections
13 support” explaining that “a nonprofit might have to disclose its donors if it spent money directly
14 supporting a candidate” but that “the nonprofit would not have to disclose its donors if it gave
15 money to a type of political action committee known as a ‘Super PAC,’”¹¹⁵ which is a colloquial
16 reference to federal independent expenditure-only committees.¹¹⁶ Moreover, this legal memo

¹¹¹ Broken Promises, 2018 Tax Return at 1, 7, *supra* note 60; Bachelor Party, *supra* note 10 (reporting Pitts as having attended Anderson’s bachelor party); Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his and that he was “in control 100 percent” of the nonprofits purportedly run by Mr. Anderson).

¹¹² FPL Execs, *supra* note 43.

¹¹³ Secretive Political Spending Plan, *supra* note 12.

¹¹⁴ *Id.*; *see also* Compl. ¶ 32.

¹¹⁵ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

¹¹⁶ *See McCutcheon v. FEC*, 572 U.S. 185, 193 (2014) (“A so-called ‘Super PAC’ is a PAC that makes only independent expenditures and cannot contribute to candidates. The base and aggregate limits govern contributions to traditional PACs, but not to independent expenditure PACs.”).

1 appears to provide the missing explanation as to the purpose of providing funds to the “Fed
2 Promise C4” entity in the funding memo’s flowchart, indicating that this purpose would be to
3 make federal political contributions.¹¹⁷ The name, “*Fed* Promise C4,” also suggests that this
4 conduit would be used to make federal political contributions, as this would be consistent with
5 and parallel to the flowchart’s statements that “*Florida* Promise C4” would be used to fund
6 “Florida PCs” and that “US Promise C4” would be used to fund other state-level political
7 activities.¹¹⁸ Thus, the available information indicates that the Pitts/Matrix proposal included
8 making federal political contributions.

9 The available information also indicates that the alleged Conduit Corporations received
10 funds with the direction that they be used for federal contribution purposes as federal courts have
11 stated that a donor’s intent can be inferred from the donee’s solicitations. Specifically, in the
12 context of interpreting 52 U.S.C. § 30104(c)(1) of the Act, which courts have held to require not-
13 political committees to disclose donations received for political purposes,¹¹⁹ a district court in
14 Wisconsin observed that “whether a contribution is earmarked for political purposes and tied to
15 an election can depend on whether the contribution is received in response to a solicitation and
16 the way the solicitation is worded.”¹²⁰ As explained above, Pitts’s and Matrix’s proposal clearly
17 implicated the making of federal contributions, and the alleged Conduit Corporations appear to
18 have received donations in response to that proposal.

19 In addition to conceiving of and sharing the plan, Pitts and Matrix were also in a position

¹¹⁷ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1 (noting that it was “[w]aiting on lawyers” to explain the purpose of Fed Promise C4).

¹¹⁸ Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1.

¹¹⁹ *Citizens for Resp. & Ethics in Washington v. FEC*, 316 F. Supp. 3d 349, 389 (D.D.C. 2018), *aff’d*, 971 F.3d 340 (D.C. Cir. 2020).

¹²⁰ *Wisconsin Fam. Action v. FEC*, No. 21-C-1373, 2022 WL 844436, at *11 (E.D. Wis. Mar. 22, 2022).

1 to carry it out using the names of alleged Conduit Corporations to make the contributions. As
2 discussed above, the persons nominally in charge of the alleged Conduit Corporations,
3 Alexander and Anderson, had close relationships with Pitts and Matrix. Alexander, who served
4 as a director or officer of Florida Promise, CAIJ, and Grow United, is apparently the brother of
5 April Odom, who was a Matrix contractor at the time of the contributions and worked on matters
6 relating to CAIJ and Grow United on behalf of Matrix.¹²¹ Anderson, who was the chairman and
7 president of Broken Promises and a director and president of Stand Up for Justice, was also
8 former Matrix employee, and a close friend of Pitts.¹²² Pitts and Matrix also has a history of
9 working with Anderson’s nonprofit corporations, as Pitts reportedly texted FPL Vice President
10 Daniel Martell in 2016, four years prior to the contributions at issue here, ““Bottom line is we are
11 the ones with the check books and in control 100 percent”” of the nonprofits purportedly run by
12 Anderson.¹²³

13 Pitts and Matrix also reportedly used the names of CAIJ and Grow United in other
14 operations,¹²⁴ and had access to CAIJ’s and Grow United’s bank accounts,¹²⁵ further indicating
15 that they had control over these corporations. Specifically, news reports indicate that, in October

¹²¹ Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson’s sister and was a former Matrix contractor); *see also* Compl. ¶¶ 13, 48.

¹²² Bachelor Party, *supra* note 10 (reporting Pitts as having attended Anderson’s bachelor party); Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his); *see also* Compl. ¶¶ 16, 52.

¹²³ Nightmare Scenario, *supra* note 10; *see also* Compl. ¶¶ 16, 52.

¹²⁴ FPL Execs, *supra* note 43 (reporting that Matrix made a conduit contribution using CAIJ’s name on behalf of FPL); Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/> (reporting that Matrix offered a city councilman a job on behalf of FPL using Grow United’s name).

¹²⁵ Dark Money Playbook, *supra* note 7 (reporting that internal Matrix records included a text message from Odom stating that she procured access to the bank accounts of CAIJ and Grow United).

1 2018, Pitts used CAIJ to make a contribution to House Majority PAC on behalf of Matrix.¹²⁶
 2 News reports also indicate that in the summer of 2019, Matrix used Grow United to offer a job to
 3 a Jacksonville City Council member on behalf of FPL.¹²⁷ In addition, according to the *Orlando*
 4 *Sentinel*, it received internal Matrix documents reflecting a September 23, 2020 text message
 5 from Odom stating that she procured access to CAIJ's and Grow United's bank accounts.¹²⁸
 6 Finally, Tyson, the executive director of LPAD who donated \$1,150,000 of LPAD funds to
 7 Grow United, testified that he understood that Pitts created and ran Grow United. Therefore, not
 8 only did Pitts and Matrix conceive of a plan for the making of conduit contributions, they also
 9 had sufficient control over the alleged Conduit Corporations to cause them to permit their names
 10 to be used to make contributions on behalf of Unknown Respondents.

11 Although all five of the alleged Conduit Corporations were formed more than a year prior
 12 to making the contributions, the overall record of their known activities indicate that they were
 13 formed for the purpose of making conduit contributions. The only available information as to
 14 the five alleged Conduit Corporations' activities was that they made federal and Florida state
 15 political contributions.¹²⁹ Broken Promises and Stand Up for Justice spent at least 67% to 89%

¹²⁶ FPL Execs, *see supra* note 43 (reporting that Silagy, former CEO of FPL, emailed Pitts, former CEO of Matrix, to make a contribution to House Majority PAC to support Lauren Baer, and to make sure that "they don't triangulate this donation to others we have done"); *see also* House Majority PAC, 2018 Amended 12-Day Pre-Election Report at 655 (Dec. 3, 2018), <https://docquery.fec.gov/pdf/085/201812069135107085/201812069135107085.pdf> (reflecting CAIJ's contribution to House Majority PAC on October 16, 2018).

¹²⁷ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. FPL reportedly confirmed that Matrix employees came up with an idea to offer the City Council member a job, but that it rejected the idea. *Id.*

¹²⁸ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right-hand corner of the article's sixth picture); *see also* Compl. ¶ 48.

¹²⁹ Although Matrix reportedly used Grow United to offer a job to a Jacksonville council member, that never came to fruition as the council member rejected the offer. Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL

1 and 78% to 94%, respectively, of their total funding on making federal and Florida state political
2 contributions, indicating that they were created for the primary purpose of making political
3 contributions.¹³⁰ Moreover, consistent with the Pitts's and Matrix's proposal, federal tax records
4 show that their funding was first transmitted through another Matrix-associated conduit, the
5 Alliance for Consumer Protection Inc., which was reportedly controlled by Pitts's former college
6 roommate.¹³¹ While the available information does not indicate the total funding received by
7 Florida Promise, CAIJ, or Grow United, the only known activities by these corporations are that
8 they made an aggregate of \$3,224,500 in federal and Florida state political contributions.¹³²

9 In addition, only Florida Promise, Broken Promises, and Stand Up for Justice appeared to
10 have filed federal tax returns, and these returns do not indicate that they engaged in any activity
11 other than making political contributions, including through lobbying.¹³³ The purpose
12 statements in these tax returns indicate that Florida Promise, Broken Promises, and Stand Up for
13 Justice were formed for political purposes, further suggesting they only engaged in political

TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>.

¹³⁰ See *supra* pages 15-16, 18-19.

¹³¹ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_990O_2021102019109756.pdf; Nightmare Scenario, *supra* note 10.

¹³² See *supra* notes 33-34 and accompanying text (reflecting that Florida Promise made \$1,230,000 in federal and Florida state contributions); *supra* notes 38, 40, 38 and accompanying text (reflecting that CAIJ made \$432,000 in federal and Florida state contributions); *supra* notes 46, 49 and accompanying text (reflecting that Grow United made \$1,562,500 in federal and Florida state contributions).

¹³³ See generally Florida Promise 2018 Tax Return, *supra* note 32; Broken Promises 2018 Tax Return, *supra* note 60; Stand Up for Justice 2018 Tax Return, *supra* note 76. As indicated above, while Broken Promises and Stand Up for Justice indicated in their 2018 federal tax returns that they spent funding on "lobbying" and "other" program expenses in 2018, the amounts they reportedly spent correspond to the same amounts that they spent on making Florida state political contributions. See *supra* pages 16, 18.

1 activities.¹³⁴

2 Furthermore, there are various organizational aspects of the alleged Conduit Corporations
3 that suggest they were formed to serve as conduits. Specifically, despite the fact that CAIJ and
4 Stand Up for Justice were incorporated in different states and do not share any officers, both
5 entities reported having the same mailing address in Washington, D.C.¹³⁵ In addition, despite
6 both Broken Promises and Stand Up for Justice having the same three officers and nearly
7 identical mission statements, both entities were incorporated on the same day in the same
8 state.¹³⁶ Finally, Broken Promises’s federal tax return suggests that it was trying to conceal that
9 it made political contributions. Specifically, Broken Promises characterized on its 2018 federal
10 tax return that it spent \$115,470 on “other” program service expenses, when that amount was
11 actually used to make in-kind contributions to Florida state committees.¹³⁷ Thus, the available
12 information as to the activities, stated purpose, and creation of the Conduit Corporations suggests
13 that they were created for making conduit contributions.

¹³⁴ Florida Promise 2018 Tax Return at 6, *supra* note 32 (stating that its purpose is to “develop and advocate for legislation, regulations, and government programs related to policies to benefit Floridians”); Broken Promises 2018 Tax Return at 2, *supra* note 60 (stating that its purpose is to “develop[] and advocat[e] for legislation, regulations, and government programs to improve social environmental, economy and social environment”); Stand Up for Justice 2018 Tax Return at 2, *supra* note 76 (stating that its purpose is to “develop[] and advocat[e] for legislation [*sic*], regulations, and government programs to improve social environment, economy & society”).

¹³⁵ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ’s address was at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006); *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name “Stand Up for Justice”) (reflecting that Stand Up for Justice’s business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006).

¹³⁶ See *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization names “Broken Promises” and “Stand Up For Justice”) (reflecting that both Broken Promises and Stand Up for Justice were incorporated on August 29, 2018); Broken Promises 2018 Tax Return at 1, 7, *supra* note 60; Stand Up for Justice 2018 Tax Return at 1, 7, *supra* note 76.

¹³⁷ Compare Broken Promises 2018 Tax Return at 10, *supra* note 60 (stating that it spent \$115,470 in “other” program service expenses), with *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year “all” and contributor last name “Broken Promises”) (reflecting that Broken Promises Broken Promises made \$115,470 in in-kind Florida state political contributions in 2018).

1 In sum, the available information indicates that there was a plan to illegally disguise or
2 withhold public reporting of political activities, and that this plan included making contributions
3 through conduits and in a manner that closely matches what the available information shows had
4 subsequently occurred. In addition, pursuant to this plan, the alleged Conduit Corporations
5 permitted their names to be used to make federal political contributions on behalf of Unknown
6 Respondents. Finally, the only known activities of the alleged Conduit Corporations were that
7 they made federal and Florida state political contributions, indicating that their purpose was to
8 serve as conduits. Thus, the Commission finds reason to believe that Unknown Respondents,
9 which are likely Pitts and/or Matrix clients, violated 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b)
10 by making contributions in the name of another.

1 **FEDERAL ELECTION COMMISSION**

2 **FACTUAL AND LEGAL ANALYSIS**

3 **RESPONDENT:** Florida Promise, Inc.

MUR 8082

4 **I. INTRODUCTION**

5 The Complaint alleges that Unknown Respondents made contributions in the name of
6 another through a network of conduits associated with a political consulting firm called Matrix
7 LLC (“Matrix”), to five federal independent expenditure-only political committees (“IEOPCs”).¹

8 The specific contributions identified in the Complaint are as follows:

- 9 • a \$1,000,000 contribution reportedly from Florida Promise, Inc. (“Florida Promise”) to Senate Leadership Fund, dated December 8, 2020;²
- 10
- 11 • a \$100,000 contribution reportedly from the Center for Advancement of Integrity and
12 Justice, Inc. (“CAIJ”) to American Valor PAC, dated October 27, 2020;³
- 13 • a \$100,000 contribution reportedly from Grow United, Inc. (“Grow United”) to
14 Conservative Action Fund (f/k/a Wingman PAC), also dated October 27, 2020;⁴
- 15 • a \$20,000 contribution reportedly from Broken Promises to Concerned
16 Conservatives, Inc., dated July 14, 2020;⁵ and
- 17 • a \$50,000 contribution reportedly from Stand Up for Justice to South Florida
18 Residents First, dated March 31, 2020.⁶

¹ Compl. ¶¶ 2, 5, 27, 42, 89-93 (Oct. 27, 2022).

² Senate Leadership Fund, Amended 2020 Year End Report at 72 (Mar. 18, 2021), <https://docquery.fec.gov/pdf/807/202103189441299807/202103189441299807.pdf>; see also Compl. ¶¶ 49-50.

³ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf>; see also Compl. ¶¶ 47-48.

⁴ Wingman PAC, 2020 30-Day Post Election Report at 1, 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting a \$100,000 contribution from Grow United, Inc., on October 27, 2020, and the committee’s FEC identification number of C00742296); Conservative Action Fund, Amended Statement of Organization at 1 (May 20, 2022), <https://docquery.fec.gov/pdf/048/202205209512421048/202205209512421048.pdf> (reflecting that its name has changed to Conservative Action Fund and that its FEC identification number is C00742296); see also Compl. ¶¶ 43-44.

⁵ Concerned Conservatives, Inc., 2020 12-Day Pre-Primary Election Report at 6 (Aug. 6, 2020), <https://docquery.fec.gov/pdf/823/202008069261263823/202008069261263823.pdf>; see also Compl. ¶¶ 51-52.

⁶ South Florida Residents First, 2020 April Quarterly Report at 11 (Apr. 13, 2020), <https://docquery.fec.gov/pdf/294/202004159216942294/202004159216942294.pdf>; see also Compl. ¶¶ 53-54.

1 The Complaint relies on news articles regarding a 2019 email and two accompanying
2 memoranda sent from Jeff Pitts, Matrix’s former CEO, to Eric Silagy, Florida Power & Light
3 Company’s (FPL) former CEO, reportedly proposing a method for FPL to make anonymous
4 contributions to federal and state political committees by transferring funds through multiple
5 levels of conduits.⁷ The proposal called for funds to be first sent to and passed through higher-
6 level Matrix-associated conduits, including SUN Marketing & Advertising LLC (“SUN”) and
7 Let’s Preserve the American Dream, Inc. (“LPAD”), before being sent to various lower-level
8 Matrix-controlled conduits, including Florida Promise, that would be reported as the source of
9 the contributions. Thus, the Complaint alleges that each of the five alleged lower-level Matrix-
10 controlled conduits (referred to herein as the “Conduit Corporations”) permitted their names to
11 be used to effect contributions in the name of another pursuant to Pitts’s and Matrix’s proposal.

12 To support its central allegation, the Complaint alleges that all five of the alleged Conduit
13 Corporations had ties to Pitts or Matrix through having either Richard Alexander or Sean J.
14 Anderson as a director or officer.⁸ Citing news articles, the Complaint alleges that Alexander’s
15 sister was a Matrix contractor at the time of the allegations⁹ and that Anderson was a former
16 Matrix employee and a good friend of Pitts.¹⁰

⁷ Compl. ¶¶ 3-4, 28-41; *see, e.g.*, Jason Garcia & Annie Martin, *Florida’s Dark Money Playbook: How ‘Ghost’ Candidate Scheme Revealed Secretive Political Tactics*, ORLANDO SENTINEL (Dec. 30, 2021), <https://www.orlandosentinel.com/news/os-ne-dark-money-ghost-candidates-tactics-20211230-7zelkoadffclde3z76ax3cgx3m-htmlstory.html> [hereinafter *Dark Money Playbook*].

⁸ Compl. ¶¶ 13, 16.

⁹ *Id.* ¶ 13; *see* *Dark Money Playbook*, *supra* note 7 (reporting that Alexander’s sister, April Odom, was a Matrix employee at the time of the allegations, and that she worked on matters relating to Grow United and CAIJ).

¹⁰ Compl. ¶ 16; *see* John Archibald, *Archibald: ‘Bachelor party’ Makes For Strange Bedfellows*, AL.COM (Nov. 14, 2010), https://www.al.com/archiblog/2010/11/archibald_bachelor_party_makes.html [hereinafter “Bachelor Party”] (reporting that Pitts attended Anderson’s bachelor party and that they were both employed by Matrix at the time); Mary Ellen Klas, *et al.*, *‘Nightmare Scenario’: How FPL Secretly Manipulated a Florida State Senate Election*, MIAMI HERALD (Aug. 29, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article264196761.html> [hereinafter “Nightmare Scenario”] (reporting that Pitts texted FPL vice president

1 As discussed below, the five contributions purportedly made by the alleged Conduit
2 Corporations as identified by the Complaint appear to be consistent with the conduit
3 contributions proposed by Pitts and Matrix to FPL to anonymize its political contributions. In
4 addition, all five of the alleged Conduit Corporations appear to be controlled by or associated
5 with Pitts and Matrix. Accordingly, the Commission finds reason to believe that Florida
6 Promise, Inc., violated 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b) by knowingly permitting its
7 name to be used to effect contributions in the name of another.

8 II. FACTUAL BACKGROUND

9 A. Jeff Pitts of Matrix Appears to Have Created a Plan to Anonymize Federal 10 Political Contributions Using a Network of Conduits Controlled by or 11 Associated with Pitts or Matrix

12 Matrix is a “strategic communications firm” based in Alabama.¹¹ According to the
13 *Orlando Sentinel*, it received a cache of internal documents from Matrix, “includ[ing] checks,
14 bank statements, emails, text messages, invoices, internal ledgers and more, all apparently
15 unearthed during an internal investigation Matrix launched after its former employees left the
16 firm at the end of 2020.”¹² These internal records included a copy of a November 26, 2019
17 email sent from former Matrix CEO, Jeff Pitts, to former FPL CEO, Eric Silagy, stating,
18 “Attached is an updated funding memo along with a separate legal memo on federal elections
19 support.”¹³ The “funding memo” noted goals such as making “federal campaign contributions”

Daniel Martell that Anderson was an old friend of his and that Pitts was in control of the nonprofits run by Anderson).

¹¹ *Matrix, LLC, v. Canopy Partners, LLC, et al*, 2021 WL 3127729 (Ala. Cir. Ct.).

¹² Jason Garcia & Annie Martin, *Operative Pitched Secretive Political Spending Plan to FPL Exec’s Email Alias, Records Reveal*, ORLANDO SENTINEL (Jan. 24, 2022), <https://www.orlandosentinel.com/politics/os-ne-florida-power-and-light-matrix-dark-money-20211217-v64274eytjeb5hnstdognvqds4-story.html> [hereinafter “Secretive Political Spending Plan”].

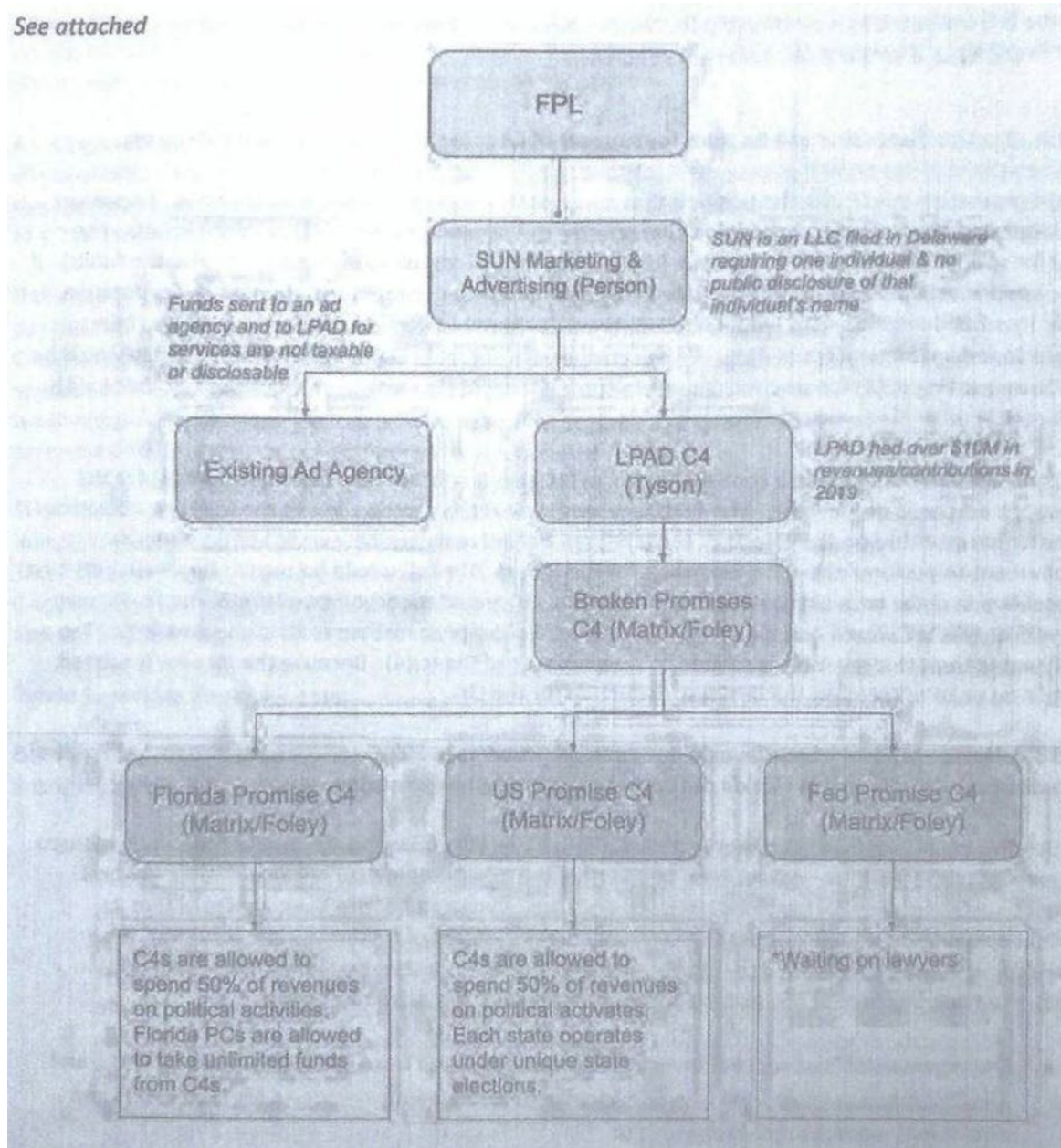
¹³ *Id.*; see also Compl. ¶¶ 3, 31-38.

- 1 and ““minimiz[ing] all public reporting of entities and activities.””¹⁴ It also included a flowchart
- 2 depicting money flowing from FPL through a network of conduits before being contributed to
- 3 federal and state political committees, as reproduced below:¹⁵

¹⁴ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶ 32.

¹⁵ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶ 33 Fig. 1.

See attached



- 1 Notably, next to or below the name of each conduit is a parenthetical, which may indicate the
- 2 person or entity controlling or associating with that conduit. Specifically, the flowchart
- 3 identifies a “LPAD C4 (Tyson),” which appears to refer to LPAD and its executive director Ryan
- 4 Tyson.¹⁶ The flowchart also identifies “Matrix/Foley” in a parenthetical next to or below the

¹⁶ See Compl. ¶ 35.

1 names of the following conduits: “Broken Promises,” “Florida Promise C4,” “US Promise C4,”
2 and “Fed Promise C4,” suggesting that these conduits are directly associated with and/or
3 controlled by Matrix and its legal counsel, Foley and Lardner, LLP (“Foley”).¹⁷

4 According to the flowchart, money could flow to a “Florida Promise C4,” which could
5 “spend 50% of revenues on political activities” due to its tax status as a section 501(c)(4)
6 corporation, and be used to contribute to Florida state political committees on the basis that
7 “Florida PCs are allowed to take unlimited funds from C4s.”¹⁸ Money could also flow to a “US
8 Promise C4,” which similarly could “spend 50% of revenues on political activities” due to its tax
9 status, and be used to contribute to other states’ political committees on the basis that “[e]ach
10 state operates under unique state elections.”¹⁹ Lastly, the flowchart indicates that money could
11 flow to a “Fed Promise C4,” but because Matrix was “[w]aiting on lawyers,” it could not state
12 the purpose of this proposed funding.²⁰

13 The legal memo attached to the email, which was drafted by Foley attorney Erika Alba,
14 addressed “the legalities of using nonprofits to spend money on federal elections.”²¹ The memo
15 states that “a nonprofit might have to disclose its donors if it spent money directly supporting a
16 candidate,” but that “the nonprofit would not have to disclose its donors if it gave money to a
17 type of political committee known as a ““Super PAC”” (*i.e.*, an IEOPC) “that then spent money
18 supporting the candidate.”²² The legal memo then concluded: ““Thus, it could be strategic for a

¹⁷ See Secretive Political Spending Plan, *supra* note 12 (noting that Erika Alba of Foley & Lardner LLP drafted a legal memo attached to the email); *see also* Compl. ¶ 38 (alleging the same).

¹⁸ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 33 Fig. 1, 37.

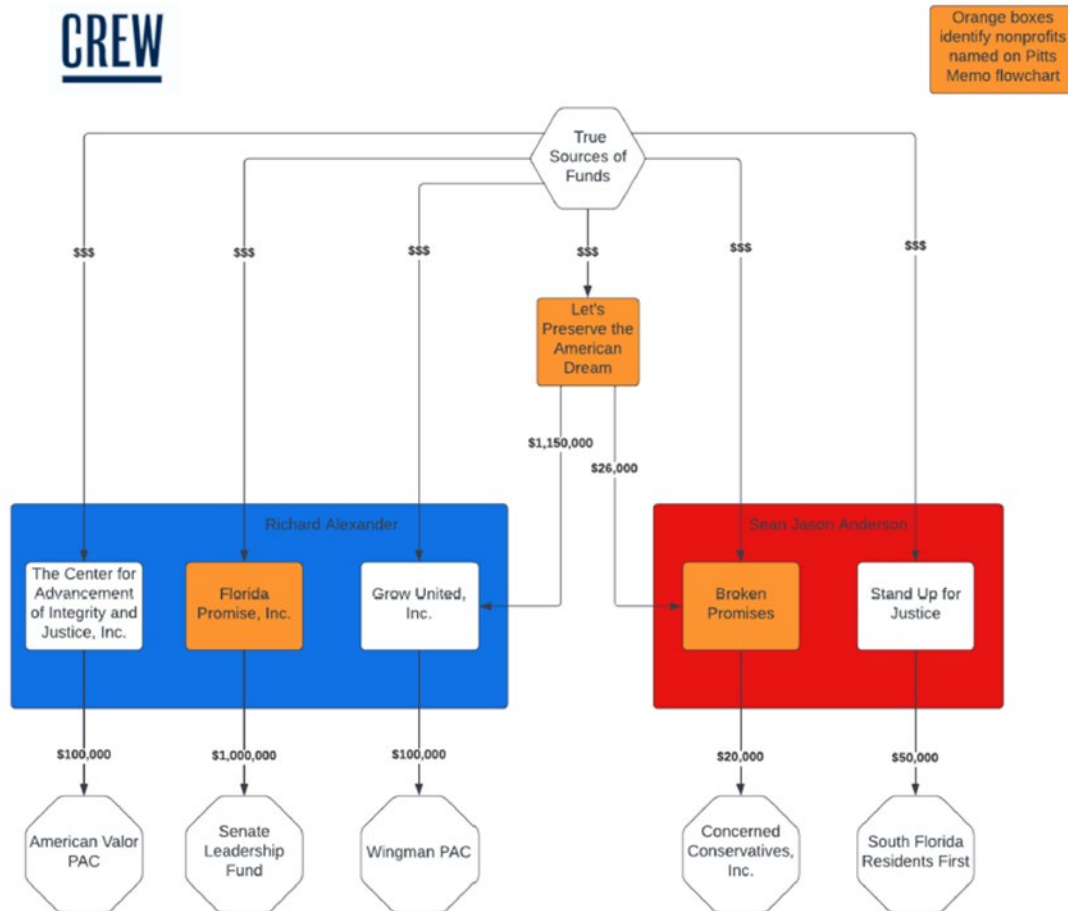
¹⁹ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

²⁰ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

²¹ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

²² Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

- 1 [nonprofit] who wishes to make Independent Expenditures to do so via a Super PAC.”²³
- 2 Based on the record of contributions disclosed by the recipient IEOPCs and news articles
- 3 reporting that LPAD provided funding to Grow United and Broken Promises, the Complaint
- 4 depicts the implementation of the Matrix plan as taking the following altered form:²⁴



- 5
- 6 The Complaint alleges that Matrix pitched the above-referenced plan to Unknown
- 7 Respondent clients, noting that FPL’s spokesperson, David Reuter, stated, ““We are aware of the
- 8 proposed structure as the legal memo was shared with us, and as we understand it, Joe

²³ Secretive Political Spending Plan, *supra* note 12 (alteration in original); *see also* Compl. ¶ 38.

²⁴ Compl. ¶¶ 42 Fig. 2, 45, 52.

1 Perkins'[s] team at Matrix created a proposal to fund their *clients'* communication and outreach
2 activities during 2020."²⁵

3 **B. The Alleged Conduit Corporations Appear to Have Been Controlled by or**
4 **Associated with Pitts and/or Matrix**

5 The Complaint alleges that five alleged Conduit Corporations, Florida Promise, CAIJ,
6 Grow United, Broken Promises, and Stand Up for Justice, permitted their names to effect the
7 \$1.27 million in contributions that they purportedly made to IEOPCs on behalf of Unknown
8 Respondents.²⁶ Richard Alexander served as a director or officer of the first three alleged
9 Conduit Corporations, while Sean J. Anderson was a director or officer of the latter two.

10 According to news reports, both Alexander and Anderson had close ties to Matrix.
11 Alexander's sister, April Odom, was a Matrix contractor at the time of the allegations and
12 reportedly worked on behalf of Matrix regarding CAIJ and Grow United, which were entities
13 associated with Alexander.²⁷ Anderson, on the other hand, was a former Matrix employee, and
14 reportedly a close friend of Pitts.²⁸ Anderson also has a history of working with Pitts, as Pitts
15 reportedly texted FPL Vice President Daniel Martell in 2016, four years prior to the alleged
16 contributions, as follows: "Bottom line is we are the ones with the check books and in control
17 100 percent" of the nonprofits purportedly run by Anderson.²⁹ The discussion below sets out
18 the available information about each of the alleged Conduit Corporations and their relationships
19 with Pitts and/or Matrix.

²⁵ Secretive Political Spending Plan, *supra* note 12 (emphasis added); Compl. ¶ 40 (emphasis added).

²⁶ Compl. ¶¶ 5, 43-54.

²⁷ Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson's sister and was a former Matrix employee); *see also* Compl. ¶¶ 13, 48.

²⁸ Bachelor Party, *supra* note 10; Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his); *see also* Compl. ¶ 16.

²⁹ Nightmare Scenario, *supra* note 10; *see also* Compl. ¶ 16.

1 1. Florida Promise, Inc.

2 Florida Promise is a corporation identified in Matrix’s proposal to FPL that could be used
3 as a conduit to make contributions to Florida political committees,³⁰ and it was incorporated on
4 December 18, 2018.³¹ According to Florida Promise’s 2018 federal tax return, it is a 501(c)(4)
5 corporation; its mission is to “develop and advocate for legislation, regulations, and government
6 programs related to policies to benefit Floridians”; Alexander was its chairman; it did not have a
7 website; and it did not have any expenses or revenue that year.³²

8 On December 8, 2020, Florida Promise made a \$1,000,000 contribution to the Senate
9 Leadership Fund.³³ In addition, consistent with Matrix’s proposal to use Florida Promise to
10 make Florida political contributions, Florida Promise also made contributions to Florida political
11 committees on June 12, 2019, and January 27, 2021, totaling \$230,000.³⁴ Other than making the
12 \$1,230,000 in federal and Florida state political contributions, there is no publicly available
13 information regarding Florida Promise’s activities.

³⁰ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶¶ 33 Fig. 1, 50.

³¹ Division of Corporations, DEL. SEC’Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “Florida Promise”); see also Compl. ¶ 12.

³² IRS Form 990-EZ, Florida Promise, Inc., 2018 Short Form Return of Organization Exempt from Income Tax at 2-3, 6 (Nov. 13, 2019), https://apps.irs.gov/pub/epostcard/cor/832961305_201812_990EO_2020060117168825.pdf [hereinafter Florida Promise 2018 Tax Return].

³³ Senate Leadership Fund, Amended 2020 Year End Report at 72 (Mar. 18, 2021), <https://docquery.fec.gov/pdf/807/202103189441299807/202103189441299807.pdf>; see also Compl. ¶ 49.

³⁴ Campaign Finance Database, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching “all” election years with contributor’s last name starting with “Florida Promise”); see also Compl. ¶ 50.

2. Center for Advancement of Integrity and Justice, Inc.

CAIJ was incorporated on October 1, 2018,³⁵ and shared a mailing address with Stand Up for Justice.³⁶ There are no publicly available CAIJ federal tax returns.³⁷ Alexander served as either a director or officer of CAIJ.

On October 27, 2020, CAIJ made a \$100,000 contribution to American Valor PAC,³⁸ an IEOPC that made independent expenditures during the 2020 election cycle solely in Florida's 13th Congressional District, which supported Anna Paulina Luna, the Republican nominee, and opposed Charlie Joseph Crist, the Democratic nominee.³⁹ CAIJ also made contributions to Florida political committees totaling \$307,000, starting in November 2018 and through December 2020.⁴⁰

³⁵ *Division of Corporations*, DEL. SEC'Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name "Center for Advancement of Integrity and Justice"); *see also* Compl. ¶ 11.

³⁶ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ's address was at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006); *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name "Stand Up for Justice") (reflecting that Stand Up for Justice's business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006).

³⁷ On May 15, 2021, the IRS automatically revoked CAIJ's 501(c)(4) status for not filing a Form 990s-series return for three consecutive years, suggesting that CAIJ has not filed any tax returns. *See Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited July 25, 2023) (searching the organization name "center for advancement of integrity" which reflect that CAIJ's federal tax exempt status was automatically revoked on May 15, 2021 for not filing a Form 990-series return or notice for three consecutive years).

³⁸ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf>; *see also* Compl. ¶ 47.

³⁹ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00757179&is_notice=false&most_recent=true (last visited Aug. 18, 2023) (reflecting independent expenditures made by American Valor PAC); *November 3, 2020 General Election*, FL DEP'T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting "Federal Offices") (reflecting that Anna Luna was the Republican nominee and that Charlie Crist was the Democratic nominee in Florida's 13th Congressional District).

⁴⁰ *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited July 25, 2023) (searching "all" election years with contributor's last name starting with "center for advancement").

1 While CAIJ was not referenced by name in Matrix’s proposal to FPL, news reports
2 suggest that it was controlled by Matrix. Specifically, Matrix’s internal files reportedly include a
3 September 23, 2020 text message from Odom, Alexander’s sister and a Matrix contractor at the
4 time of the allegations, stating that she procured access to CAIJ’s bank account.⁴¹ In addition,
5 on October 16, 2018, just 15 days after CAIJ’s incorporation, CAIJ made a \$25,000 contribution
6 to House Majority PAC.⁴² According to news reports, FPL directed Matrix to make this
7 contribution on its behalf to support Lauren Baer, who was seeking election in Florida’s 18th
8 Congressional District, and asked Matrix to ensure that House Majority PAC “do[es]n’t
9 triangulate this donation to others we have done.”⁴³ Other than making the \$432,000 in federal
10 and Florida state political contributions, there is no publicly available information regarding
11 CAIJ’s activities.

⁴¹ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right-hand corner of the article’s sixth picture); *see also* Compl. ¶ 48.

⁴² House Majority PAC, 2018 Amended 12-Day Pre-Election Report at 655 (Dec. 3, 2018), <https://docquery.fec.gov/pdf/085/201812069135107085/201812069135107085.pdf>.

⁴³ Jason Garcia & Annie Martin, *Florida Power & Light Execs Worked Closely with Consultants Behind ‘Ghost’ Candidate Scheme, Records Reveal*, ORLANDO SENTINEL (Apr. 14, 2022), <https://www.orlandosentinel.com/politics/os-ne-florida-power-and-light-senate-ghost-candidates-20211202-szjhv7ox6vcmpm6pgd437y52i-htmlstory.html> [hereinafter “FPL Execs”] (reporting that Silagy forwarded Pitts instructions to make a contribution to House Majority PAC to support Lauren Baer and to make sure that “they don’t triangulate this donation to others we have done”); *November 6, 2018 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/6/2018&DATAMODE=> (last visited Sept. 25, 2023) (reflecting that Lauren Baer was the democratic nominee in Florida’s 18th Congressional District).

1 nomination.⁴⁸ Earlier that month, from October 3, 2020, through October 20, 2020, Grow
 2 United made contributions to Florida state political committees totaling \$1,462,500.⁴⁹

3 Grow United appears to have been created and controlled by Pitts and Matrix. Ryan
 4 Tyson, the executive director of LPAD — which contributed \$1,150,000 to Grow United in
 5 2020⁵⁰ — was deposed by the Miami-Dade State Attorney’s Office in a criminal matter
 6 regarding a former LPAD contractor’s creation of fake Florida state senate candidates during the
 7 2020 election cycle. Tyson testified in the deposition that he understood that Jeff Pitts started
 8 and ran Grow United. In addition, FPL reportedly asserted that Grow United was created by
 9 Matrix.⁵¹

10 Matrix’s internal records also reportedly indicate that it had control of Grow United.
 11 According to news reports, Matrix’s internal ledger reflect an August 7, 2019 entry billed to FPL
 12 for ““Grow United SOS Fees,”” which likely referred to the fees charged by the Delaware

⁴⁸ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00742296&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting Wingman PAC’s independent expenditures in the 2020 election cycle); *November 3, 2020 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices”) (reflecting that Scott Franklin was the Republican nominee and Alan Cohn was the Democratic nominee in Florida’s 15th Congressional District); *August 18, 2020 Primary Election Republican Primary*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=8/18/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices” in the Republican Primary section) (reflecting that both Scott Franklin and Ross Spano were seeking the Republican nomination in Florida’s 15th Congressional District).

⁴⁹ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (selecting election year “all” and searching contributor last name starting with “grow united”); *see also* Compl. ¶ 46.

⁵⁰ *See* Compl. ¶ 45.

⁵¹ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Dec. 10, 2021, updated Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. Joe Perkins, owner of Matrix, denies that Matrix created Grow United, and Perkins’s attorney asserts that “[t]o the extent any rogue Matrix employees were involved in those activities, they were undertaken in secret, without Dr. Perkins’[s] knowledge or consent.” *Id.*

1 Secretary of State for incorporating Grow United a few weeks prior.⁵² Matrix’s internal records
2 also reportedly include a September 23, 2020 message from Odom stating that she procured
3 access to Grow United’s bank account.⁵³ In addition, as part of her duties at Matrix, Odom
4 reportedly sent checks from Grow United to make contributions to Florida committees, asked the
5 committees to confirm their receipt of the checks,⁵⁴ and emailed a \$12,813.54 invoice to Matrix
6 with the subject line, “FPL Expenses for Grow United c4,” for expenses that included traveling
7 to Colorado to update the nonprofit’s mailbox at a UPS Store in Denver.⁵⁵

8 News articles also report that, in the summer of 2019, Matrix used Grow United to offer a
9 job to a Jacksonville City Councilmember on behalf of FPL.⁵⁶ Furthermore, Foley attorney
10 Erika Alba reportedly billed Matrix in the fall of 2020 for her work on IRS submission forms for
11 Grow United.⁵⁷ Other than making the \$1,562,500 in political contributions, there is no publicly
12 available information regarding Grow United’s activities.

⁵² FPL Execs, *supra* note 43.

⁵³ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right corner of the article’s sixth picture); *see also* Compl. ¶ 48.

⁵⁴ Dark Money Playbook, *supra* note 7.

⁵⁵ FPL Execs, *supra* note 43.

⁵⁶ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. FPL reportedly confirmed that Matrix employees came up with an idea to offer the City Council member a job, but that it rejected the idea. *Id.*

⁵⁷ Nate Monroe, *Law Firm that Advised on Botched JEA Sale Also Helped Former FPL Consultants On Dark-Money Projects*, FL TIMES-UNION (Dec. 17, 2021), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/17/jea-privatization-law-firm-foley-lardner-also-helped-former-fpl-consultants-political-giving/8850686002/>. There are no publicly available tax forms from Grow United, Inc., however. *See Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (reflecting that there are no results when searching Grow United’s name or its EIN number identified in the Complaint, 84-2546999).

1 Donalds, and Casey Askar.⁶³ In addition, in 2018, Broken Promises made \$160,470 in Florida
2 state political contributions, and in 2019, it made \$21,500 in Florida state political
3 contributions.⁶⁴ Thus, it appears that Broken Promises made at least \$201,970 in political
4 contributions during its existence.

5 According to Broken Promises’s federal tax returns and other information received by the
6 Commission, it received a total of \$226,000 to \$300,000 in funding during its existence:
7 \$200,000 in 2018,⁶⁵ \$50,000 or less in 2019, and \$26,000 to \$50,000 in 2020 before terminating
8 later that year.⁶⁶ Broken Promises’s 2018 federal tax return also indicates that it spent \$500 on
9 legal expenses and \$40 on management and general expenses that year.⁶⁷ Although Broken
10 Promises characterized spending \$45,000 on lobbying and \$115,470 on “other” program
11 expenses in its 2018 federal tax return, this sum of \$160,470 corresponds precisely to the dollar
12 with its 2018 Florida state political contributions also totaling \$160,470.⁶⁸ Thus, Broken
13 Promises spent at least 67% to 89% of its total funding on making political contributions.

⁶³ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00728402&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting Concerned Conservatives, Inc.’s, independent expenditures during the 2020 election cycle); *August 18, 2020 Primary Election Republican Primary*, FL DEP’T OF STATE DIV. OF ELECTIONS, https://results.elections.myflorida.com/Index.asp?ElectionDate=8/18/2020&DATA_MODE= (last visited Sept. 25, 2023) (selecting “Federal Offices” in the Republican Primary section) (reflecting that Dane Eagle, William Figlesthaler, Byron Donalds, and Casey Askgar were seeking the Republican nomination in Florida’s 19th Congressional District).

⁶⁴ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year “all” and contributor last name “Broken Promises”).

⁶⁵ Broken Promises 2018 Tax Return at 1, *supra* note 60.

⁶⁶ For 2019 and 2020, Broken Promises filed an IRS Form 990-N, indicating that its gross receipts were \$50,000 or less in those years. *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (searching organization name “Broken Promises”).

⁶⁷ Broken Promises 2018 Tax Return at 10, *supra* note 60.

⁶⁸ *Id.*; see also *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year “all” and contributor last name “Broken Promises”) (reflecting that Broken Promises made \$160,470 in Florida state political contributions in 2018,

1 According to the *Miami Herald*, Broken Promises’s entire \$200,000 of funding in 2018
 2 was from FPL.⁶⁹ Specifically, the *Miami Herald* claims it received an internal Matrix ledger
 3 showing how, in 2018, Matrix distributed \$200,000 of funds labeled as coming from FPL to
 4 Broken Promises.⁷⁰ The ledger reportedly shows that Matrix sent \$100,000 of FPL funds to
 5 Broken Promises on September 26, 2018, and again on October 16, 2018, totaling \$200,000.⁷¹
 6 This money was likely transmitted through other Matrix-controlled corporations before coming
 7 to Broken Promises, because federal tax records show that the Alliance for Consumer Protection
 8 Inc., donated \$100,000 to Broken Promises in 2018.⁷² According to a news report regarding a
 9 text message between Pitts and FPL Vice President Martell, the director of the Alliance for
 10 Consumer Protection Inc., David Calvert, is Pitts’s former college roommate.⁷³

11 5. Stand Up for Justice

12 As discussed above, Stand Up for Justice was incorporated on August 29, 2018,⁷⁴ the
 13 same day as Broken Promises, and it shared a mailing address with CAIJ.⁷⁵ According to its

of which \$45,000 were cash contributions and \$115,470 were in-kind contributions in the forms of direct mail and advertising).

⁶⁹ Nicholas Nehamas & Mary Ellen Klas, *DeSantis ’18 Campaign Got \$25,000 From Nonprofit Secretly Funded by FPL Cash, Records Show*, MIAMI HERALD (Sept. 9, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article265213541.html>.

⁷⁰ *Id.* FPL spokesperson Reuter called the ledger “fake” and stated, “We have no record of FPL, or any NextEra Energy entity for that matter, ever having paid Broken Promises.” *Id.*

⁷¹ Nightmare Scenario, *supra* note 10; *see also* Nicholas Nehamas & Mary Ellen Klas, *DeSantis ’18 Campaign Got \$25,000 From Nonprofit Secretly Funded by FPL Cash, Records Show*, MIAMI HERALD (Sept. 9, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article265213541.html>.

⁷² IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_9900_20211020_19109756.pdf.

⁷³ Nightmare Scenario, *supra* note 10.

⁷⁴ *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization names “Stand Up for Justice” and “Broken Promises”).

⁷⁵ *Id.* (searching the organization name “Stand Up for Justice”) (reflecting that Stand Up for Justice’s business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006); American Valor PAC, 2020

1 2018 federal tax return, Stand Up for Justice is a 501(c)(4) corporation; its purpose is to
2 “develop[] and advocat[e] for legislation [*sic*], regulations and government programs to improve
3 social environment, economy & society”; Anderson was a director and its president; it did not
4 have a website; and it received \$350,000 in funding that year.⁷⁶

5 On March 31, 2020, Stand Up for Justice made a \$50,000 contribution to South Florida
6 Residents First,⁷⁷ an IEOPC that made independent expenditures during the 2020 election cycle
7 only in Florida’s 26th Congressional District, which supported Republican nominee Carlos
8 Gimenez and opposed Democratic nominee Debbie Mucarsel-Powell.⁷⁸ In addition, just two
9 months after it was incorporated, Stand Up for Justice made contributions to a Florida political
10 committee in October 2018, totaling \$300,000,⁷⁹ which Stand Up for Justice characterized as
11 “lobbying” on its 2018 federal tax return.⁸⁰ Thus, it appears that Stand Up for Justice made at
12 least \$350,000 in political contributions during its existence.

Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ’s address is at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006).

⁷⁶ IRS Form 990, Stand Up for Justice, 2018 Return of Organization Exempt from Income Tax at 1-2, 7 (Nov. 15, 2019), https://apps.irs.gov/pub/epostcard/cor/831749759_201812_990O_2020021317141891.pdf [hereinafter Stand Up for Justice 2018 Tax Return].

⁷⁷ South Florida Residents First, 2020 April Quarterly Report at 11 (April 13, 2020), <https://docquery.fec.gov/pdf/294/202004159216942294/202004159216942294.pdf>; see also Compl. ¶ 53.

⁷⁸ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00733402&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting South Florida Residents First’s independent expenditures in the 2020 election cycle); *November 3, 2020 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices”) (reflecting that Carlos Gimenez was the Republican nominee and Debbie Mucarsel-Powell was the Democratic nominee in Florida’s 26th Congressional District); see Compl. ¶ 53.

⁷⁹ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited July 25, 2023) (searching election year “all” and contributor last name starting with “Stand Up for Justice”).

⁸⁰ Stand Up for Justice 2018 Tax Return at 10, *supra* note 76.

1 According to Stand Up for Justice’s federal tax returns, it received \$350,000 to \$450,000
2 during its existence: \$350,000 in 2018,⁸¹ and \$50,000 or less per year in each of 2019 and 2020
3 before terminating.⁸² Stand Up for Justice’s federal tax returns also state that it spent \$20,577 on
4 legal fees and \$100 on bank service charges in 2018,⁸³ indicating that its total funding was at
5 least \$370,677 to cover its lifetime spending. Thus, Stand Up for Justice spent at least 78% to
6 94% of its total funding on making political contributions.

7 Federal tax records show that Alliance for Consumer Protection Inc., contributed
8 \$150,000 to Stand Up for Justice in 2018.⁸⁴ As indicated above, the Alliance for Consumer
9 Protection Inc. also contributed \$100,000 to Broken Promises in 2018, and its executive director
10 is reportedly Pitts’s former college roommate.⁸⁵

11 **C. Let’s Preserve the American Dream, Inc., was Associated with Pitts and**
12 **Matrix**

13 Relying on news reports of Matrix’s proposal to FPL, which reference LPAD as a higher-
14 level Matrix-associated conduit that would receive funds and transmit them to other entities in
15 Matrix’s network, and news reports indicating that LPAD made donations to Grow United and
16 Broken Promises, the Complaint alleges that Unknown Respondents used LPAD as a middleman
17 to make contributions using the names of Grow United and Broken Promises.⁸⁶

⁸¹ *Id.* at 1.

⁸² For 2019 and 2020, Stand Up for Justice filed an IRS Form 990-N, and indicated that its gross receipts were not greater than \$50,000 in those years. *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (searching organization name “Stand Up for Justice”).

⁸³ Stand Up for Justice 2018 Tax Return at 10, *supra* note 76.

⁸⁴ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_990O_2021102019109756.pdf.

⁸⁵ *Id.*; Nightmare Scenario, *supra* note 10.

⁸⁶ Compl. ¶¶ 33 Fig. 1, 35, 37, 42 Fig. 2, 45, 52; *see also* Secretive Political Spending Plan, *supra* note 12.

1 In a deposition conducted by the Miami-Dade State Attorney's Office regarding a former
2 LPAD contractor's creation of fake Florida state senate candidates, Tyson stated that he
3 discussed LPAD's donation to Grow United with Matrix's former CEO, Jeff Pitts, and that it was
4 actually Pitts who proposed for LPAD to make that donation. Specifically, Tyson testified:

5 Well, as best as I can recall, I called [Pitts] up and I said, "Do you
6 have any social welfare groups that are interested in working on
7 issues that are amenable to my organizational narrative? Are they
8 interested in supporting other interests in other committees around
9 the country, in Florida specifically too, that would focus purely on
10 the center left spectrum and on issues that are center left?"⁸⁷

11 According to Tyson, Pitts "said he did," referring to Grow United, and so Tyson "said we'd be
12 happy to support them."

13 In the same above-referenced deposition, Tyson also testified that he spoke with Pitts
14 about how Grow United should use LPAD's donation. Specifically, in response to whether
15 Tyson knew that Alex Alvarado's Florida state political committees received their funding from
16 Grow United, Tyson stated, "I told you earlier I knew it came from Grow United. There was a
17 story about it. And I knew, *I actually told Grow United that Alvarado would probably call them*
18 *and ask, raise money.*"⁸⁸ Tyson further explained that the person he spoke with was Jeff Pitts.
19 According to text messages obtained by the *Orlando Sentinel*, on September 24, 2020, just five
20 days prior to LPAD making its first \$600,000 donation to Grow United on September 29, 2020,
21 Tyson communicated with Pitts and Abigail MacIver, another former Matrix employee,
22 regarding the Florida state senate races that the Alvarado committees were seeking to impact.⁸⁹

⁸⁷ Tyson testified in response to the question, "So give me your best recollection of the content of the conversation that you had with Jeff Pitts that caused you to want to send the money to Grow United."

⁸⁸ Emphasis was added to the original transcription.

⁸⁹ FPL Execs, *supra* note 43.

1 When further queried as to whether Tyson “did not authorize the money, the \$600,000
2 [from LPAD], to go to Grow United so they can then turn around and send it to Alex Alvarado’s
3 two political campaigns,” Tyson testified that he “can’t tell [Grow United] how to spend their
4 money” and that he “do[es]n’t have the ability to restrain how they spend their funds.” However,
5 when asked, “Did you know when this \$600,000 [from LPAD] was sent to Grow United, that it
6 was going to [—] that 550,000 of it was going to go to Alex Alvarado’s two political
7 committees,” Tyson testified that he “had a hunch” that Grow United would be supportive of the
8 Alvarado committees and that he was “not testifying it’s a coincidence.” Tyson further stated, “I
9 knew [Grow United] would likely be supportive, but I also didn’t know when, I mean, we made
10 other contributions to them as well. We were supporting a lot of what they were doing.” Tyson
11 then testified that he “assume[d] [Grow United would] probably be supported [*sic*] if Alex
12 called, but I had no way to know if they actually would. Because once I make a contribution to
13 an entity, I lose control of how they spend that money.”

14 **D. SUN Marketing & Advertising LLC Appears to be Associated with Matrix**

15 SUN Marketing & Advertising LLC is another conduit identified in Matrix’s proposal to
16 FPL,⁹⁰ and it appears to have been created by Matrix after the memo was circulated.
17 Specifically, SUN was formed on December 13, 2019, about two weeks after Pitts reportedly
18 emailed the above-referenced proposal to Silagy on November 26, 2019.⁹¹ FPL spokesman
19 Reuter reportedly confirmed that FPL gave \$250,000 to SUN in December 2019, but stated that
20 the purpose was to purchase advertising related to a proposed constitutional amendment that FPL

⁹⁰ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 32 Fig. 1.

⁹¹ Division of Corporations, DEL. SEC’Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “SUN Marketing & Advertising”).

1 opposed.⁹² According to Reuter, FPL believes that SUN is owned by Matrix.⁹³ News reports
2 indicate that SUN was used to create favorable press for FPL.⁹⁴ SUN's former sole member,
3 Tim Fitzpatrick, was a former FPL officer.⁹⁵

4 III. LEGAL ANALYSIS

5 A. The Commission Finds Reason to Believe that the \$1,000,000 Contribution 6 Reported as Having Been Made by Florida Promise, Inc., Was a 7 Contribution Made In the Name of Another

8 The Act and the Commission's regulations prohibit a person from (1) making a
9 contribution in the name of another person, (2) knowingly permitting his or her name to be used
10 to effect such a contribution, and (3) knowingly accepting such a contribution.⁹⁶ The term
11 "person" in this context includes partnerships, corporations, and "any other organization or group
12 of persons."⁹⁷ In its regulations, the Commission has illustrated examples of activities that
13 constitute making a contribution in the name of another, as follows:

- 14 (i) Giving money or anything of value, all or part of which was
15 provided to the contributor by another person (the true contributor)
16 without disclosing the source of money or the thing of value to the
17 recipient candidate or committee at the time the contribution is
18 made; or

⁹² Secretive Political Spending Plan, *supra* note 12.

⁹³ *Id.*

⁹⁴ Sarah Blaskey, *Powerbrokers: How FPL Secretly Took Over a Florida News Site and Used It to Bash Critics*, MIAMI HERALD (Aug. 13, 2022), <https://www.miamiherald.com/article263757423.html>.

⁹⁵ *PG&E Names Tim Fitzpatrick As Vice President And Chief Communications Officer*, CISION PR NEWSWIRE (Mar. 11, 2013), <https://www.prnewswire.com/news-releases/pg-e-names-tim-fitzpatrick-as-vice-president-and-chief-communications-officer-197098061.html> ("Fitzpatrick joined NextEra Energy in January 2008, serving as Vice President of Marketing and Corporate Communications and as an officer of Florida Power & Light Company (FPL).").

⁹⁶ 52 U.S.C. § 30122; *see also* 11 C.F.R. § 110.4(b).

⁹⁷ 52 U.S.C. § 30101(11); 11 C.F.R. § 100.10.

1 (ii) Making a contribution of money or anything of value and
2 attributing as the source of the money or thing of value another
3 person when in fact the contributor is the source.⁹⁸

4 Because a primary purpose of the Act’s disclosure provisions is to reveal the true source from
5 which a contribution to a candidate or committee originates, regardless of the mechanism by
6 which the funds are transmitted,⁹⁹ the Commission examines the structure of the transaction
7 itself and the arrangement between the parties to determine who in fact “made” a given
8 contribution.¹⁰⁰

9 In prior matters, the Commission has found reason to believe that a contribution was
10 made in the name of another where the available information indicates that another person
11 provided the funds for the purpose of making the contribution and his or her identity was not
12 disclosed to the recipient committee or candidate at the time of the contribution.¹⁰¹ Absent direct
13 evidence as to the purpose of providing the funds, the Commission considers the overall record
14 to determine its purpose. In the context of contributions made by limited liability companies
15 (“LLCs”), the Commission has addressed whether the LLC “had the means to make the
16 contribution absent an infusion of funds provided for that purpose,” the “temporal proximity

⁹⁸ 11 C.F.R. § 110.4(b)(2)(i)-(ii).

⁹⁹ *See Campaign Legal Ctr. v. FEC*, 952 F.3d 352, 354 (D.C. Cir. 2020) (“As the Supreme Court has repeatedly declared, the electorate has an interest in knowing where political campaign money comes from and how it is spent by the candidate. To that end, the [Act] imposes disclosure requirements on those who give and spend money to influence elections. The straw donor provision, 52 U.S.C. § 30122, is designed to ensure accurate disclosure of contributor information.”) (internal citations and quotation marks omitted).

¹⁰⁰ *Cf.* 11 C.F.R. § 110.6(a) (“All contributions by a person made on behalf of or to a candidate, including contributions which are in any way earmarked or otherwise directed to the candidate through an intermediary or conduit, are contributions from the person to the candidate.”).

¹⁰¹ *See, e.g.,* Factual and Legal Analysis (“F&LA”) at 5, MUR 7903 (Tomfoolery, LLC, *et al.*) (“[T]he contributions made in Tomfoolery’s name were, in fact, actually made by Thomas A. Chavez, when Chavez furnished Tomfoolery with funds for the purpose of having the LLC make the contributions.”); F&LA at 1-2, MUR 6920 (American Conservative Union) (finding reason to believe that the contribution was made in the name of another where the organization who was reported as the contributor later indicated that it was not the true source of the contribution, and instead merely delivered the contribution upon receipt of the funds from another person); *see also* 11 C.F.R. § 110.4(b)(2)(i)-(ii).

1 between the LLC’s formation date and the contribution,” “the amount of the contribution relative
2 to [the LLC’s] other activities, the LLC’s known activities prior to making the contribution, and
3 whether any other information suggests an attempt to circumvent the Act’s disclosure
4 requirements.”

5 Here, the available information indicates that the five 2020 political contributions
6 purportedly made by the alleged Conduit Corporations — Florida Promise, Broken Promises,
7 Grow United, CAIJ, and Stand Up for Justice — were actually made on behalf of Unknown
8 Respondents. The overall record indicates that there was plan whose purpose was “to
9 circumvent the Act’s disclosure requirements” by using the names of the Conduit Corporations
10 to make contributions and that this plan was implemented in largely the way the blueprint set
11 out. In addition, the overall record of the Conduit Corporations’ known activities indicate that
12 they may have been formed for the purpose of making conduit contributions.

13 Specifically, news articles indicate that, during the 2020 election cycle, Matrix invited
14 FPL to anonymize its political activities by funneling money through several layers of conduits,
15 including Florida Promise and Broken Promises, and then using those funds to make federal and
16 state political contributions.¹⁰² The articles report that Jeff Pitts, former CEO of Matrix, emailed
17 Eric Silagy, former CEO of FPL, a ““funding memo”” with goals such as making “federal
18 campaign contributions” and ““minimiz[ing] all public reporting of entities and activities,”” and a
19 ““legal memo on federal elections support.””¹⁰³ According to the *Orlando Sentinel*, the funding
20 memo included a flowchart depicting FPL’s funds flowing through several layers of conduits
21 controlled by Pitts and Matrix, including Florida Promise and Broken Promises, before being

¹⁰² Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 3, 31-38.

¹⁰³ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 3, 31-32.

1 contributed to federal and state political committees.¹⁰⁴ While the specific plan reported by the
2 news articles did not directly identify CAIJ, Grow United, or Stand Up for Justice, the proposal
3 establishes the preexisting idea of making conduit contributions with entities just like these,
4 which as discussed below, was ultimately carried out using the five alleged Conduit
5 Corporations.

6 News articles stated that the sources of the documents were from Matrix itself, noting
7 that the documents were internal Matrix documents.¹⁰⁵ FPL’s spokesperson, David Reuter,
8 reportedly confirmed that the proposal as reported was indeed shared with its CEO, stating, ““We
9 are aware of the proposed structure as the legal memo was shared with us, and as we understand
10 it, Joe Perkins’[s] team at Matrix created a proposal to fund their clients’ communication and
11 outreach activities during 2020.”¹⁰⁶ Thus, there is no available information indicating that the
12 news articles’ report that Pitts and Matrix created and shared a proposal to anonymize political
13 contributions was inaccurate or not credible.

14 Moreover, the available information does not indicate that the proposal was limited to
15 acting solely within the legal bounds of minimizing public reporting of political activities.
16 Specifically, the proposal did not indicate that Pitts and Matrix were soliciting funds from FPL
17 on behalf of nonprofit corporations that would *independently* decide to make political
18 contributions. Rather, the proposal indicated that funds would flow from FPL, through several
19 layers of conduits controlled or associated with Matrix, before landing at “Florida Promise C4,”

¹⁰⁴ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

¹⁰⁵ *See* Secretive Political Spending Plan, *supra* note 12 (stating that the *Orlando Sentinel* received records “includ[ing] checks, bank statements, emails, text messages, invoices, internal ledgers and more, all apparently unearthed during an internal investigation Matrix launched after its former employees left the firm at the end of 2020.”).

¹⁰⁶ *Id.*

1 “US Promise C4” and “Fed Promise C4,” which would also be controlled by Matrix, to make
2 contributions to state and federal political committees.¹⁰⁷

3 Notably, there is no available information indicating that Pitts or Matrix presented the
4 purposes or goals of the conduits referenced in its flowchart, besides being able to making
5 political contributions, to explain why FPL’s funds would be expected to flow from one
6 corporation to another.¹⁰⁸ There is also no available information indicating that Pitts and Matrix
7 presented any information as to why “Florida Promise C4,” “US Promise C4” and “Fed Promise
8 C4,” would be expected to engage in political activity that FPL would support. Instead, Pitts’s
9 and Matrix’s flowchart simply noted “Matrix” in a parenthetical below the names of “Broken
10 Promises,” “Florida Promise C4,” “US Promise C4” and “Fed Promise C4,” similar to how
11 Tyson, the executive director of LPAD, was included in a parenthetical under LPAD, suggesting
12 that these entities are controlled by “Matrix,” similar to how Tyson controlled LPAD.¹⁰⁹

13 Moreover, the conduits depicted on the flowchart appear to have been in fact controlled
14 by or associated with Matrix. Of the conduits mentioned, only Florida Promise, Broken
15 Promises, LPAD, and SUN existed or eventually came into existence, and they all have ties to
16 Pitts and/or Matrix. As explained above, Richard Alexander was the chairman of Florida
17 Promise, and his sister, April Odom, was a Matrix contractor at the time of the allegations.¹¹⁰

¹⁰⁷ *Id.*; see also Compl. ¶¶ 33 Fig. 1, 36-37.

¹⁰⁸ See Secretive Political Spending Plan, *supra* note 12 (noting that, for example, “Florida Promise C4” would “allowed to spend 50% of revenues on political activities” and that “Florida PCs are allowed to take unlimited funds from C4s”); see also Compl. ¶ 33 Fig. 1 (same).

¹⁰⁹ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1. While the term “person” appears in the parenthetical next to SUN, SUN had not yet been formed when Pitts sent the memo, and thus this denotation appears to suggest that they were looking for a “person” to be in control of SUN at that time. See Secretive Political Spending Plan, *supra* note 12 (reporting that Pitts sent the memo to Silagy on November 26, 2019).

¹¹⁰ Florida Promise 2018 Tax Return at 3, *supra* note 32; Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson’s sister and was a former Matrix employee).

1 Sean J. Anderson, who was the president and chairman of Broken Promises, was also a former
2 Matrix employee, a close friend of Pitts, and has a history of allowing Pitts to control the
3 nonprofits that he purportedly ran.¹¹¹ Tyson, the executive director of LPAD, reportedly
4 associated with Pitts and Abigail MacIver, another former Matrix employee, as they
5 communicated via text messages regarding Florida state senate races.¹¹² Finally, as for SUN —
6 FPL, which reportedly gave \$250,000 to SUN in December 2019, states that it believes that SUN
7 is owned by Matrix.¹¹³ Thus, the layers of corporations depicted on the flowchart appear to be
8 linked together because they are controlled by persons associated with Pitts or Matrix.

9 The available information also indicates that Pitts’s and Matrix’s proposal included the
10 making of federal political contributions. According to news articles, Pitts’s email to Silagy
11 included a “funding memo” noting making “federal campaign contributions” as one of its
12 goals.¹¹⁴ Pitts’s email to Silagy also included “a separate legal memo on federal elections
13 support” explaining that “a nonprofit might have to disclose its donors if it spent money directly
14 supporting a candidate” but that “the nonprofit would not have to disclose its donors if it gave
15 money to a type of political action committee known as a ‘Super PAC,’”¹¹⁵ which is a colloquial
16 reference to federal independent expenditure-only committees.¹¹⁶ Moreover, this legal memo

¹¹¹ Broken Promises, 2018 Tax Return at 1, 7, *supra* note 60; Bachelor Party, *supra* note 10 (reporting Pitts as having attended Anderson’s bachelor party); Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his and that he was “in control 100 percent” of the nonprofits purportedly run by Mr. Anderson).

¹¹² FPL Execs, *supra* note 43.

¹¹³ Secretive Political Spending Plan, *supra* note 12.

¹¹⁴ *Id.*; *see also* Compl. ¶ 32.

¹¹⁵ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

¹¹⁶ *See McCutcheon v. FEC*, 572 U.S. 185, 193 (2014) (“A so-called ‘Super PAC’ is a PAC that makes only independent expenditures and cannot contribute to candidates. The base and aggregate limits govern contributions to traditional PACs, but not to independent expenditure PACs.”).

1 appears to provide the missing explanation as to the purpose of providing funds to the “Fed
2 Promise C4” entity in the funding memo’s flowchart, indicating that this purpose would be to
3 make federal political contributions.¹¹⁷ The name, “*Fed* Promise C4,” also suggests that this
4 conduit would be used to make federal political contributions, as this would be consistent with
5 and parallel to the flowchart’s statements that “*Florida* Promise C4” would be used to fund
6 “Florida PCs” and that “US Promise C4” would be used to fund other state-level political
7 activities.¹¹⁸ Thus, the available information indicates that the Pitts/Matrix proposal included
8 making federal political contributions.

9 The available information also indicates that the alleged Conduit Corporations received
10 funds with the direction that they be used for federal contribution purposes as federal courts have
11 stated that a donor’s intent can be inferred from the donee’s solicitations. Specifically, in the
12 context of interpreting 52 U.S.C. § 30104(c)(1) of the Act, which courts have held to require not-
13 political committees to disclose donations received for political purposes,¹¹⁹ a district court in
14 Wisconsin observed that “whether a contribution is earmarked for political purposes and tied to
15 an election can depend on whether the contribution is received in response to a solicitation and
16 the way the solicitation is worded.”¹²⁰ As explained above, Pitts’s and Matrix’s proposal clearly
17 implicated the making of federal contributions, and the alleged Conduit Corporations appear to
18 have received donations in response to that proposal.

19 In addition to conceiving of and sharing the plan, Pitts and Matrix were also in a position

¹¹⁷ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1 (noting that it was “[w]aiting on lawyers” to explain the purpose of Fed Promise C4).

¹¹⁸ Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1.

¹¹⁹ *Citizens for Resp. & Ethics in Washington v. FEC*, 316 F. Supp. 3d 349, 389 (D.D.C. 2018), *aff’d*, 971 F.3d 340 (D.C. Cir. 2020).

¹²⁰ *Wisconsin Fam. Action v. FEC*, No. 21-C-1373, 2022 WL 844436, at *11 (E.D. Wis. Mar. 22, 2022).

1 to carry it out using the names of alleged Conduit Corporations to make the contributions. As
2 discussed above, the persons nominally in charge of the alleged Conduit Corporations,
3 Alexander and Anderson, had close relationships with Pitts and Matrix. Alexander, who served
4 as a director or officer of Florida Promise, CAIJ, and Grow United, is apparently the brother of
5 April Odom, who was a Matrix contractor at the time of the contributions and worked on matters
6 relating to CAIJ and Grow United on behalf of Matrix.¹²¹ Anderson, who was the chairman and
7 president of Broken Promises and a director and president of Stand Up for Justice, was also
8 former Matrix employee, and a close friend of Pitts.¹²² Pitts and Matrix also has a history of
9 working with Anderson’s nonprofit corporations, as Pitts reportedly texted FPL Vice President
10 Daniel Martell in 2016, four years prior to the contributions at issue here, ““Bottom line is we are
11 the ones with the check books and in control 100 percent”” of the nonprofits purportedly run by
12 Anderson.¹²³

13 Pitts and Matrix also reportedly used the names of CAIJ and Grow United in other
14 operations,¹²⁴ and had access to CAIJ’s and Grow United’s bank accounts,¹²⁵ further indicating
15 that they had control over these corporations. Specifically, news reports indicate that, in October

¹²¹ Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson’s sister and was a former Matrix contractor); *see also* Compl. ¶¶ 13, 48.

¹²² Bachelor Party, *supra* note 10 (reporting Pitts as having attended Anderson’s bachelor party); Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his); *see also* Compl. ¶¶ 16, 52.

¹²³ Nightmare Scenario, *supra* note 10; *see also* Compl. ¶¶ 16, 52.

¹²⁴ FPL Execs, *supra* note 43 (reporting that Matrix made a conduit contribution using CAIJ’s name on behalf of FPL); Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/> (reporting that Matrix offered a city councilman a job on behalf of FPL using Grow United’s name).

¹²⁵ Dark Money Playbook, *supra* note 7 (reporting that internal Matrix records included a text message from Odom stating that she procured access to the bank accounts of CAIJ and Grow United).

1 2018, Pitts used CAIJ to make a contribution to House Majority PAC on behalf of Matrix.¹²⁶
 2 News reports also indicate that in the summer of 2019, Matrix used Grow United to offer a job to
 3 a Jacksonville City Council member on behalf of FPL.¹²⁷ In addition, according to the *Orlando*
 4 *Sentinel*, it received internal Matrix documents reflecting a September 23, 2020 text message
 5 from Odom stating that she procured access to CAIJ's and Grow United's bank accounts.¹²⁸
 6 Finally, Tyson, the executive director of LPAD who donated \$1,150,000 of LPAD funds to
 7 Grow United, testified that he understood that Pitts created and ran Grow United. Therefore, not
 8 only did Pitts and Matrix conceive of a plan for the making of conduit contributions, they also
 9 had sufficient control over the alleged Conduit Corporations to cause them to permit their names
 10 to be used to make contributions on behalf of Unknown Respondents.

11 Although all five of the alleged Conduit Corporations were formed more than a year prior
 12 to making the contributions, the overall record of their known activities indicate that they were
 13 formed for the purpose of making conduit contributions. The only available information as to
 14 the five alleged Conduit Corporations' activities was that they made federal and Florida state
 15 political contributions.¹²⁹ Broken Promises and Stand Up for Justice spent at least 67% to 89%

¹²⁶ FPL Execs, *see supra* note 43 (reporting that Silagy, former CEO of FPL, emailed Pitts, former CEO of Matrix, to make a contribution to House Majority PAC to support Lauren Baer, and to make sure that "they don't triangulate this donation to others we have done"); *see also* House Majority PAC, 2018 Amended 12-Day Pre-Election Report at 655 (Dec. 3, 2018), <https://docquery.fec.gov/pdf/085/201812069135107085/201812069135107085.pdf> (reflecting CAIJ's contribution to House Majority PAC on October 16, 2018).

¹²⁷ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. FPL reportedly confirmed that Matrix employees came up with an idea to offer the City Council member a job, but that it rejected the idea. *Id.*

¹²⁸ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right-hand corner of the article's sixth picture); *see also* Compl. ¶ 48.

¹²⁹ Although Matrix reportedly used Grow United to offer a job to a Jacksonville council member, that never came to fruition as the council member rejected the offer. Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL

1 and 78% to 94%, respectively, of their total funding on making federal and Florida state political
2 contributions, indicating that they were created for the primary purpose of making political
3 contributions.¹³⁰ Moreover, consistent with the Pitts's and Matrix's proposal, federal tax records
4 show that their funding was first transmitted through another Matrix-associated conduit, the
5 Alliance for Consumer Protection Inc., which was reportedly controlled by Pitts's former college
6 roommate.¹³¹ While the available information does not indicate the total funding received by
7 Florida Promise, CAIJ, or Grow United, the only known activities by these corporations are that
8 they made an aggregate of \$3,224,500 in federal and Florida state political contributions.¹³²

9 In addition, only Florida Promise, Broken Promises, and Stand Up for Justice appeared to
10 have filed federal tax returns, and these returns do not indicate that they engaged in any activity
11 other than making political contributions, including through lobbying.¹³³ The purpose
12 statements in these tax returns indicate that Florida Promise, Broken Promises, and Stand Up for
13 Justice were formed for political purposes, further suggesting they only engaged in political

TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>.

¹³⁰ See *supra* pages 15-16, 18-19.

¹³¹ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_990O_2021102019109756.pdf; Nightmare Scenario, *supra* note 10.

¹³² See *supra* notes 33-34 and accompanying text (reflecting that Florida Promise made \$1,230,000 in federal and Florida state contributions); *supra* notes 38, 40, 38 and accompanying text (reflecting that CAIJ made \$432,000 in federal and Florida state contributions); *supra* notes 46, 49 and accompanying text (reflecting that Grow United made \$1,562,500 in federal and Florida state contributions).

¹³³ See generally Florida Promise 2018 Tax Return, *supra* note 32; Broken Promises 2018 Tax Return, *supra* note 60; Stand Up for Justice 2018 Tax Return, *supra* note 76. As indicated above, while Broken Promises and Stand Up for Justice indicated in their 2018 federal tax returns that they spent funding on "lobbying" and "other" program expenses in 2018, the amounts they reportedly spent correspond to the same amounts that they spent on making Florida state political contributions. See *supra* pages 16, 18.

1 activities.¹³⁴

2 Furthermore, there are various organizational aspects of the alleged Conduit Corporations
3 that suggest they were formed to serve as conduits. Specifically, despite the fact that CAIJ and
4 Stand Up for Justice were incorporated in different states and do not share any officers, both
5 entities reported having the same mailing address in Washington, D.C.¹³⁵ In addition, despite
6 both Broken Promises and Stand Up for Justice having the same three officers and nearly
7 identical mission statements, both entities were incorporated on the same day in the same
8 state.¹³⁶ Finally, Broken Promises’s federal tax return suggests that it was trying to conceal that
9 it made political contributions. Specifically, Broken Promises characterized on its 2018 federal
10 tax return that it spent \$115,470 on “other” program service expenses, when that amount was
11 actually used to make in-kind contributions to Florida state committees.¹³⁷ Thus, the available
12 information as to the activities, stated purpose, and creation of the Conduit Corporations suggests
13 that they were created for making conduit contributions.

¹³⁴ Florida Promise 2018 Tax Return at 6, *supra* note 32 (stating that its purpose is to “develop and advocate for legislation, regulations, and government programs related to policies to benefit Floridians”); Broken Promises 2018 Tax Return at 2, *supra* note 60 (stating that its purpose is to “develop[] and advocat[e] for legislation, regulations, and government programs to improve social environmental, economy and social environment”); Stand Up for Justice 2018 Tax Return at 2, *supra* note 76 (stating that its purpose is to “develop[] and advocat[e] for legislation [*sic*], regulations, and government programs to improve social environment, economy & society”).

¹³⁵ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ’s address was at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006); *CorpOnline*, DC.GOV, <https://corponline.dera.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name “Stand Up for Justice”) (reflecting that Stand Up for Justice’s business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006).

¹³⁶ See *CorpOnline*, DC.GOV, <https://corponline.dera.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization names “Broken Promises” and “Stand Up For Justice”) (reflecting that both Broken Promises and Stand Up for Justice were incorporated on August 29, 2018); Broken Promises 2018 Tax Return at 1, 7, *supra* note 60; Stand Up for Justice 2018 Tax Return at 1, 7, *supra* note 76.

¹³⁷ Compare Broken Promises 2018 Tax Return at 10, *supra* note 60 (stating that it spent \$115,470 in “other” program service expenses), with *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year “all” and contributor last name “Broken Promises”) (reflecting that Broken Promises Broken Promises made \$115,470 in in-kind Florida state political contributions in 2018).

1 In sum, the available information indicates that there was a plan to illegally disguise or
2 withhold public reporting of political activities, and that this plan included making contributions
3 through conduits and in a manner that closely matches what the available information shows had
4 subsequently occurred. In addition, pursuant to this plan, the alleged Conduit Corporations
5 permitted their names to be used to make federal political contributions on behalf of Unknown
6 Respondents. Finally, the only known activities of the alleged Conduit Corporations were that
7 they made federal and Florida state political contributions, indicating that their purpose was to
8 serve as conduits. Thus, the Commission finds reason to believe that Florida Promise, Inc.,
9 violated 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b) by knowingly permitting its name to be
10 used to effect contributions in the name of another.

1 **FEDERAL ELECTION COMMISSION**

2 **FACTUAL AND LEGAL ANALYSIS**

3 **RESPONDENT:** Center for Advancement of Integrity and Justice, Inc. MUR 8082

4 **I. INTRODUCTION**

5 The Complaint alleges that Unknown Respondents made contributions in the name of
6 another through a network of conduits associated with a political consulting firm called Matrix
7 LLC (“Matrix”), to five federal independent expenditure-only political committees (“IEOPCs”).¹

8 The specific contributions identified in the Complaint are as follows:

- 9 • a \$1,000,000 contribution reportedly from Florida Promise, Inc. (“Florida Promise”) to Senate Leadership Fund, dated December 8, 2020;²
- 10
- 11 • a \$100,000 contribution reportedly from the Center for Advancement of Integrity and Justice, Inc. (“CAIJ”) to American Valor PAC, dated October 27, 2020;³
- 12
- 13 • a \$100,000 contribution reportedly from Grow United, Inc. (“Grow United”) to Conservative Action Fund (f/k/a Wingman PAC), also dated October 27, 2020;⁴
- 14
- 15 • a \$20,000 contribution reportedly from Broken Promises to Concerned Conservatives, Inc., dated July 14, 2020;⁵ and
- 16
- 17 • a \$50,000 contribution reportedly from Stand Up for Justice to South Florida Residents First, dated March 31, 2020.⁶
- 18

¹ Compl. ¶¶ 2, 5, 27, 42, 89-93 (Oct. 27, 2022).

² Senate Leadership Fund, Amended 2020 Year End Report at 72 (Mar. 18, 2021), <https://docquery.fec.gov/pdf/807/202103189441299807/202103189441299807.pdf>; see also Compl. ¶¶ 49-50.

³ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf>; see also Compl. ¶¶ 47-48.

⁴ Wingman PAC, 2020 30-Day Post Election Report at 1, 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting a \$100,000 contribution from Grow United, Inc., on October 27, 2020, and the committee’s FEC identification number of C00742296); Conservative Action Fund, Amended Statement of Organization at 1 (May 20, 2022), <https://docquery.fec.gov/pdf/048/202205209512421048/202205209512421048.pdf> (reflecting that its name has changed to Conservative Action Fund and that its FEC identification number is C00742296); see also Compl. ¶¶ 43-44.

⁵ Concerned Conservatives, Inc., 2020 12-Day Pre-Primary Election Report at 6 (Aug. 6, 2020), <https://docquery.fec.gov/pdf/823/202008069261263823/202008069261263823.pdf>; see also Compl. ¶¶ 51-52.

⁶ South Florida Residents First, 2020 April Quarterly Report at 11 (Apr. 13, 2020), <https://docquery.fec.gov/pdf/294/202004159216942294/202004159216942294.pdf>; see also Compl. ¶¶ 53-54.

1 The Complaint relies on news articles regarding a 2019 email and two accompanying
2 memoranda sent from Jeff Pitts, Matrix’s former CEO, to Eric Silagy, Florida Power & Light
3 Company’s (FPL) former CEO, reportedly proposing a method for FPL to make anonymous
4 contributions to federal and state political committees by transferring funds through multiple
5 levels of conduits.⁷ The proposal called for funds to be first sent to and passed through higher-
6 level Matrix-associated conduits, including SUN Marketing & Advertising LLC (“SUN”) and
7 Let’s Preserve the American Dream, Inc. (“LPAD”), before being sent to various lower-level
8 Matrix-controlled conduits, including Florida Promise, that would be reported as the source of
9 the contributions. Thus, the Complaint alleges that each of the five alleged lower-level Matrix-
10 controlled conduits (referred to herein as the “Conduit Corporations”) permitted their names to
11 be used to effect contributions in the name of another pursuant to Pitts’s and Matrix’s proposal.

12 To support its central allegation, the Complaint alleges that all five of the alleged Conduit
13 Corporations had ties to Pitts or Matrix through having either Richard Alexander or Sean J.
14 Anderson as a director or officer.⁸ Citing news articles, the Complaint alleges that Alexander’s
15 sister was a Matrix contractor at the time of the allegations⁹ and that Anderson was a former
16 Matrix employee and a good friend of Pitts.¹⁰

⁷ Compl. ¶¶ 3-4, 28-41; *see, e.g.*, Jason Garcia & Annie Martin, *Florida’s Dark Money Playbook: How ‘Ghost’ Candidate Scheme Revealed Secretive Political Tactics*, ORLANDO SENTINEL (Dec. 30, 2021), <https://www.orlandosentinel.com/news/os-ne-dark-money-ghost-candidates-tactics-20211230-7zelkoadffclde3z76ax3cgx3m-htmlstory.html> [hereinafter *Dark Money Playbook*].

⁸ Compl. ¶¶ 13, 16.

⁹ *Id.* ¶ 13; *see* *Dark Money Playbook*, *supra* note 7 (reporting that Alexander’s sister, April Odom, was a Matrix employee at the time of the allegations, and that she worked on matters relating to Grow United and CAIJ).

¹⁰ Compl. ¶ 16; *see* John Archibald, *Archibald: ‘Bachelor party’ Makes For Strange Bedfellows*, AL.COM (Nov. 14, 2010), https://www.al.com/archiblog/2010/11/archibald_bachelor_party_makes.html [hereinafter “Bachelor Party”] (reporting that Pitts attended Anderson’s bachelor party and that they were both employed by Matrix at the time); Mary Ellen Klas, *et al.*, *‘Nightmare Scenario’: How FPL Secretly Manipulated a Florida State Senate Election*, MIAMI HERALD (Aug. 29, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article264196761.html> [hereinafter “Nightmare Scenario”] (reporting that Pitts texted FPL vice president

1 As discussed below, the five contributions purportedly made by the alleged Conduit
2 Corporations as identified by the Complaint appear to be consistent with the conduit
3 contributions proposed by Pitts and Matrix to FPL to anonymize its political contributions. In
4 addition, all five of the alleged Conduit Corporations appear to be controlled by or associated
5 with Pitts and Matrix. Accordingly, the Commission finds reason to believe that the Center for
6 Advancement of Integrity and Justice, Inc., violated 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b)
7 by knowingly permitting its name to be used to effect contributions in the name of another.

8 II. FACTUAL BACKGROUND

9 A. Jeff Pitts of Matrix Appears to Have Created a Plan to Anonymize Federal 10 Political Contributions Using a Network of Conduits Controlled by or 11 Associated with Pitts or Matrix

12 Matrix is a “strategic communications firm” based in Alabama.¹¹ According to the
13 *Orlando Sentinel*, it received a cache of internal documents from Matrix, “includ[ing] checks,
14 bank statements, emails, text messages, invoices, internal ledgers and more, all apparently
15 unearthed during an internal investigation Matrix launched after its former employees left the
16 firm at the end of 2020.”¹² These internal records included a copy of a November 26, 2019
17 email sent from former Matrix CEO, Jeff Pitts, to former FPL CEO, Eric Silagy, stating,
18 “Attached is an updated funding memo along with a separate legal memo on federal elections
19 support.”¹³ The “funding memo” noted goals such as making “federal campaign contributions”

Daniel Martell that Anderson was an old friend of his and that Pitts was in control of the nonprofits run by Anderson).

¹¹ *Matrix, LLC, v. Canopy Partners, LLC, et al*, 2021 WL 3127729 (Ala. Cir. Ct.).

¹² Jason Garcia & Annie Martin, *Operative Pitched Secretive Political Spending Plan to FPL Exec’s Email Alias, Records Reveal*, ORLANDO SENTINEL (Jan. 24, 2022), <https://www.orlandosentinel.com/politics/os-ne-florida-power-and-light-matrix-dark-money-20211217-v64274eytjeb5hnstdognvqds4-story.html> [hereinafter “Secretive Political Spending Plan”].

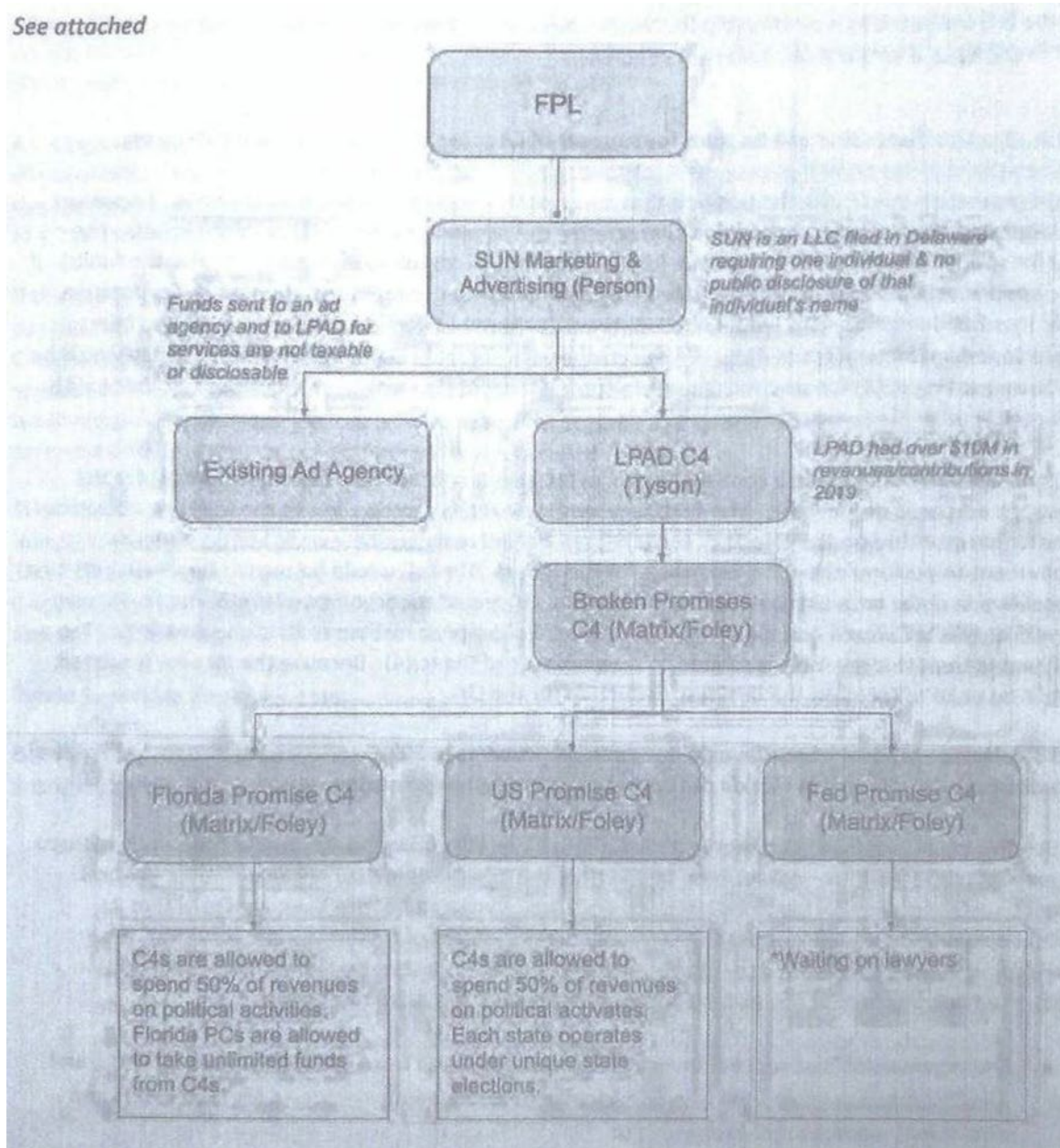
¹³ *Id.*; see also Compl. ¶¶ 3, 31-38.

- 1 and ““minimiz[ing] all public reporting of entities and activities.””¹⁴ It also included a flowchart
- 2 depicting money flowing from FPL through a network of conduits before being contributed to
- 3 federal and state political committees, as reproduced below:¹⁵

¹⁴ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶ 32.

¹⁵ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶ 33 Fig. 1.

See attached



- 1 Notably, next to or below the name of each conduit is a parenthetical, which may indicate the
- 2 person or entity controlling or associating with that conduit. Specifically, the flowchart
- 3 identifies a “LPAD C4 (Tyson),” which appears to refer to LPAD and its executive director Ryan
- 4 Tyson.¹⁶ The flowchart also identifies “Matrix/Foley” in a parenthetical next to or below the

¹⁶ See Compl. ¶ 35.

1 names of the following conduits: “Broken Promises,” “Florida Promise C4,” “US Promise C4,”
2 and “Fed Promise C4,” suggesting that these conduits are directly associated with and/or
3 controlled by Matrix and its legal counsel, Foley and Lardner, LLP (“Foley”).¹⁷

4 According to the flowchart, money could flow to a “Florida Promise C4,” which could
5 “spend 50% of revenues on political activities” due to its tax status as a section 501(c)(4)
6 corporation, and be used to contribute to Florida state political committees on the basis that
7 “Florida PCs are allowed to take unlimited funds from C4s.”¹⁸ Money could also flow to a “US
8 Promise C4,” which similarly could “spend 50% of revenues on political activities” due to its tax
9 status, and be used to contribute to other states’ political committees on the basis that “[e]ach
10 state operates under unique state elections.”¹⁹ Lastly, the flowchart indicates that money could
11 flow to a “Fed Promise C4,” but because Matrix was “[w]aiting on lawyers,” it could not state
12 the purpose of this proposed funding.²⁰

13 The legal memo attached to the email, which was drafted by Foley attorney Erika Alba,
14 addressed “the legalities of using nonprofits to spend money on federal elections.”²¹ The memo
15 states that “a nonprofit might have to disclose its donors if it spent money directly supporting a
16 candidate,” but that “the nonprofit would not have to disclose its donors if it gave money to a
17 type of political committee known as a ““Super PAC”” (*i.e.*, an IEOPC) “that then spent money
18 supporting the candidate.”²² The legal memo then concluded: ““Thus, it could be strategic for a

¹⁷ See Secretive Political Spending Plan, *supra* note 12 (noting that Erika Alba of Foley & Lardner LLP drafted a legal memo attached to the email); *see also* Compl. ¶ 38 (alleging the same).

¹⁸ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 33 Fig. 1, 37.

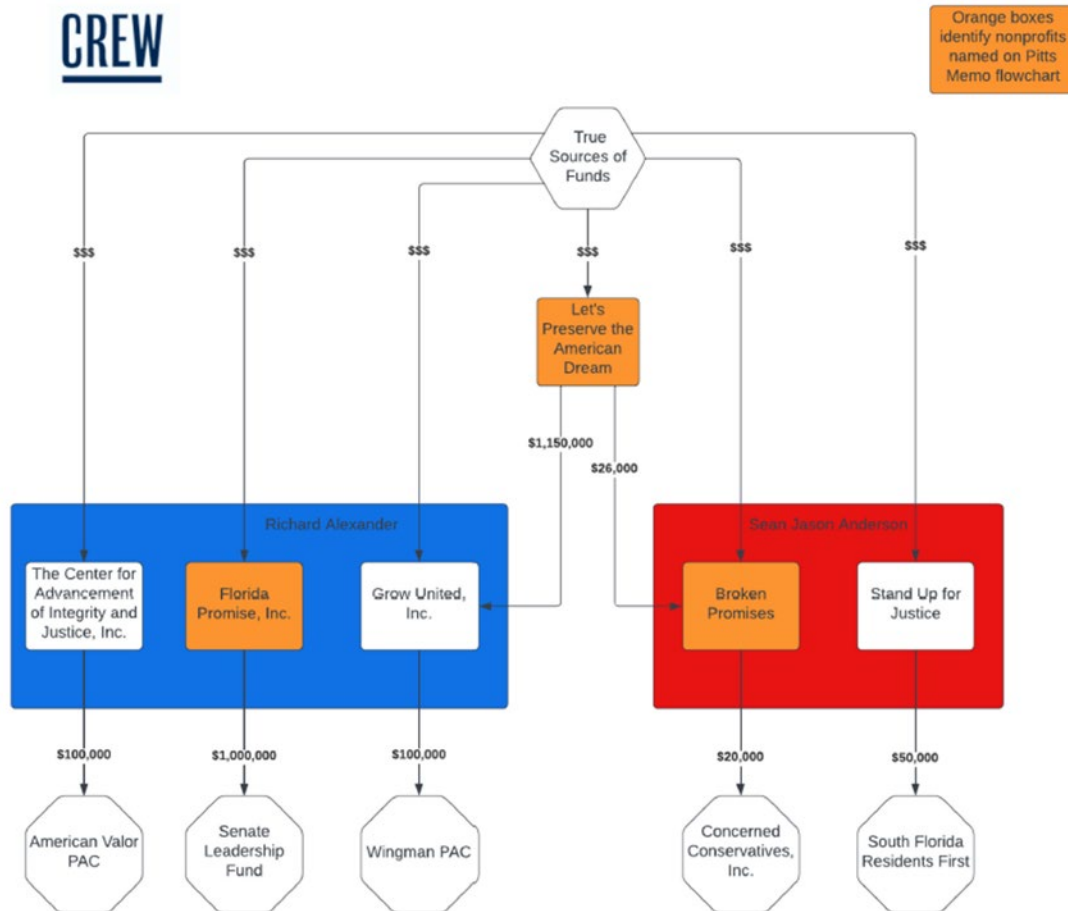
¹⁹ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

²⁰ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

²¹ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

²² Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

- 1 [nonprofit] who wishes to make Independent Expenditures to do so via a Super PAC.”²³
- 2 Based on the record of contributions disclosed by the recipient IEOPCs and news articles
- 3 reporting that LPAD provided funding to Grow United and Broken Promises, the Complaint
- 4 depicts the implementation of the Matrix plan as taking the following altered form:²⁴



- 5
- 6 The Complaint alleges that Matrix pitched the above-referenced plan to Unknown
- 7 Respondent clients, noting that FPL’s spokesperson, David Reuter, stated, ““We are aware of the
- 8 proposed structure as the legal memo was shared with us, and as we understand it, Joe

²³ Secretive Political Spending Plan, *supra* note 12 (alteration in original); *see also* Compl. ¶ 38.

²⁴ Compl. ¶¶ 42 Fig. 2, 45, 52.

1 Perkins'[s] team at Matrix created a proposal to fund their *clients'* communication and outreach
2 activities during 2020.”²⁵

3 **B. The Alleged Conduit Corporations Appear to Have Been Controlled by or**
4 **Associated with Pitts and/or Matrix**

5 The Complaint alleges that five alleged Conduit Corporations, Florida Promise, CAIJ,
6 Grow United, Broken Promises, and Stand Up for Justice, permitted their names to effect the
7 \$1.27 million in contributions that they purportedly made to IEOPCs on behalf of Unknown
8 Respondents.²⁶ Richard Alexander served as a director or officer of the first three alleged
9 Conduit Corporations, while Sean J. Anderson was a director or officer of the latter two.

10 According to news reports, both Alexander and Anderson had close ties to Matrix.
11 Alexander's sister, April Odom, was a Matrix contractor at the time of the allegations and
12 reportedly worked on behalf of Matrix regarding CAIJ and Grow United, which were entities
13 associated with Alexander.²⁷ Anderson, on the other hand, was a former Matrix employee, and
14 reportedly a close friend of Pitts.²⁸ Anderson also has a history of working with Pitts, as Pitts
15 reportedly texted FPL Vice President Daniel Martell in 2016, four years prior to the alleged
16 contributions, as follows: “Bottom line is we are the ones with the check books and in control
17 100 percent” of the nonprofits purportedly run by Anderson.²⁹ The discussion below sets out
18 the available information about each of the alleged Conduit Corporations and their relationships
19 with Pitts and/or Matrix.

²⁵ Secretive Political Spending Plan, *supra* note 12 (emphasis added); Compl. ¶ 40 (emphasis added).

²⁶ Compl. ¶¶ 5, 43-54.

²⁷ Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson's sister and was a former Matrix employee); *see also* Compl. ¶¶ 13, 48.

²⁸ Bachelor Party, *supra* note 10; Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his); *see also* Compl. ¶ 16.

²⁹ Nightmare Scenario, *supra* note 10; *see also* Compl. ¶ 16.

1 1. Florida Promise, Inc.

2 Florida Promise is a corporation identified in Matrix’s proposal to FPL that could be used
3 as a conduit to make contributions to Florida political committees,³⁰ and it was incorporated on
4 December 18, 2018.³¹ According to Florida Promise’s 2018 federal tax return, it is a 501(c)(4)
5 corporation; its mission is to “develop and advocate for legislation, regulations, and government
6 programs related to policies to benefit Floridians”; Alexander was its chairman; it did not have a
7 website; and it did not have any expenses or revenue that year.³²

8 On December 8, 2020, Florida Promise made a \$1,000,000 contribution to the Senate
9 Leadership Fund.³³ In addition, consistent with Matrix’s proposal to use Florida Promise to
10 make Florida political contributions, Florida Promise also made contributions to Florida political
11 committees on June 12, 2019, and January 27, 2021, totaling \$230,000.³⁴ Other than making the
12 \$1,230,000 in federal and Florida state political contributions, there is no publicly available
13 information regarding Florida Promise’s activities.

³⁰ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶¶ 33 Fig. 1, 50.

³¹ Division of Corporations, DEL. SEC’Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “Florida Promise”); see also Compl. ¶ 12.

³² IRS Form 990-EZ, Florida Promise, Inc., 2018 Short Form Return of Organization Exempt from Income Tax at 2-3, 6 (Nov. 13, 2019), https://apps.irs.gov/pub/epostcard/cor/832961305_201812_990EO_2020060117168825.pdf [hereinafter Florida Promise 2018 Tax Return].

³³ Senate Leadership Fund, Amended 2020 Year End Report at 72 (Mar. 18, 2021), <https://docquery.fec.gov/pdf/807/202103189441299807/202103189441299807.pdf>; see also Compl. ¶ 49.

³⁴ Campaign Finance Database, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching “all” election years with contributor’s last name starting with “Florida Promise”); see also Compl. ¶ 50.

2. Center for Advancement of Integrity and Justice, Inc.

CAIJ was incorporated on October 1, 2018,³⁵ and shared a mailing address with Stand Up for Justice.³⁶ There are no publicly available CAIJ federal tax returns.³⁷ Alexander served as either a director or officer of CAIJ.

On October 27, 2020, CAIJ made a \$100,000 contribution to American Valor PAC,³⁸ an IEOPC that made independent expenditures during the 2020 election cycle solely in Florida's 13th Congressional District, which supported Anna Paulina Luna, the Republican nominee, and opposed Charlie Joseph Crist, the Democratic nominee.³⁹ CAIJ also made contributions to Florida political committees totaling \$307,000, starting in November 2018 and through December 2020.⁴⁰

³⁵ *Division of Corporations*, DEL. SEC'Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name "Center for Advancement of Integrity and Justice"); *see also* Compl. ¶ 11.

³⁶ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ's address was at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006); *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name "Stand Up for Justice") (reflecting that Stand Up for Justice's business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006).

³⁷ On May 15, 2021, the IRS automatically revoked CAIJ's 501(c)(4) status for not filing a Form 990s-series return for three consecutive years, suggesting that CAIJ has not filed any tax returns. *See Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited July 25, 2023) (searching the organization name "center for advancement of integrity" which reflect that CAIJ's federal tax exempt status was automatically revoked on May 15, 2021 for not filing a Form 990-series return or notice for three consecutive years).

³⁸ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf>; *see also* Compl. ¶ 47.

³⁹ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00757179&is_notice=false&most_recent=true (last visited Aug. 18, 2023) (reflecting independent expenditures made by American Valor PAC); *November 3, 2020 General Election*, FL DEP'T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting "Federal Offices") (reflecting that Anna Luna was the Republican nominee and that Charlie Crist was the Democratic nominee in Florida's 13th Congressional District).

⁴⁰ *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited July 25, 2023) (searching "all" election years with contributor's last name starting with "center for advancement").

1 While CAIJ was not referenced by name in Matrix’s proposal to FPL, news reports
2 suggest that it was controlled by Matrix. Specifically, Matrix’s internal files reportedly include a
3 September 23, 2020 text message from Odom, Alexander’s sister and a Matrix contractor at the
4 time of the allegations, stating that she procured access to CAIJ’s bank account.⁴¹ In addition,
5 on October 16, 2018, just 15 days after CAIJ’s incorporation, CAIJ made a \$25,000 contribution
6 to House Majority PAC.⁴² According to news reports, FPL directed Matrix to make this
7 contribution on its behalf to support Lauren Baer, who was seeking election in Florida’s 18th
8 Congressional District, and asked Matrix to ensure that House Majority PAC “do[es]n’t
9 triangulate this donation to others we have done.”⁴³ Other than making the \$432,000 in federal
10 and Florida state political contributions, there is no publicly available information regarding
11 CAIJ’s activities.

⁴¹ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right-hand corner of the article’s sixth picture); *see also* Compl. ¶ 48.

⁴² House Majority PAC, 2018 Amended 12-Day Pre-Election Report at 655 (Dec. 3, 2018), <https://docquery.fec.gov/pdf/085/201812069135107085/201812069135107085.pdf>.

⁴³ Jason Garcia & Annie Martin, *Florida Power & Light Execs Worked Closely with Consultants Behind ‘Ghost’ Candidate Scheme, Records Reveal*, ORLANDO SENTINEL (Apr. 14, 2022), <https://www.orlandosentinel.com/politics/os-ne-florida-power-and-light-senate-ghost-candidates-20211202-szjhv7ox6vcmpm6pgd437y52i-htmlstory.html> [hereinafter “FPL Execs”] (reporting that Silagy forwarded Pitts instructions to make a contribution to House Majority PAC to support Lauren Baer and to make sure that “they don’t triangulate this donation to others we have done”); *November 6, 2018 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/6/2018&DATAMODE=> (last visited Sept. 25, 2023) (reflecting that Lauren Baer was the democratic nominee in Florida’s 18th Congressional District).

1 nomination.⁴⁸ Earlier that month, from October 3, 2020, through October 20, 2020, Grow
 2 United made contributions to Florida state political committees totaling \$1,462,500.⁴⁹

3 Grow United appears to have been created and controlled by Pitts and Matrix. Ryan
 4 Tyson, the executive director of LPAD — which contributed \$1,150,000 to Grow United in
 5 2020⁵⁰ — was deposed by the Miami-Dade State Attorney’s Office in a criminal matter
 6 regarding a former LPAD contractor’s creation of fake Florida state senate candidates during the
 7 2020 election cycle. Tyson testified in the deposition that he understood that Jeff Pitts started
 8 and ran Grow United. In addition, FPL reportedly asserted that Grow United was created by
 9 Matrix.⁵¹

10 Matrix’s internal records also reportedly indicate that it had control of Grow United.
 11 According to news reports, Matrix’s internal ledger reflect an August 7, 2019 entry billed to FPL
 12 for ““Grow United SOS Fees,”” which likely referred to the fees charged by the Delaware

⁴⁸ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00742296&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting Wingman PAC’s independent expenditures in the 2020 election cycle); *November 3, 2020 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices”) (reflecting that Scott Franklin was the Republican nominee and Alan Cohn was the Democratic nominee in Florida’s 15th Congressional District); *August 18, 2020 Primary Election Republican Primary*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=8/18/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices” in the Republican Primary section) (reflecting that both Scott Franklin and Ross Spano were seeking the Republican nomination in Florida’s 15th Congressional District).

⁴⁹ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (selecting election year “all” and searching contributor last name starting with “grow united”); *see also* Compl. ¶ 46.

⁵⁰ *See* Compl. ¶ 45.

⁵¹ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Dec. 10, 2021, updated Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. Joe Perkins, owner of Matrix, denies that Matrix created Grow United, and Perkins’s attorney asserts that “[t]o the extent any rogue Matrix employees were involved in those activities, they were undertaken in secret, without Dr. Perkins’[s] knowledge or consent.” *Id.*

1 Secretary of State for incorporating Grow United a few weeks prior.⁵² Matrix’s internal records
2 also reportedly include a September 23, 2020 message from Odom stating that she procured
3 access to Grow United’s bank account.⁵³ In addition, as part of her duties at Matrix, Odom
4 reportedly sent checks from Grow United to make contributions to Florida committees, asked the
5 committees to confirm their receipt of the checks,⁵⁴ and emailed a \$12,813.54 invoice to Matrix
6 with the subject line, “FPL Expenses for Grow United c4,” for expenses that included traveling
7 to Colorado to update the nonprofit’s mailbox at a UPS Store in Denver.⁵⁵

8 News articles also report that, in the summer of 2019, Matrix used Grow United to offer a
9 job to a Jacksonville City Councilmember on behalf of FPL.⁵⁶ Furthermore, Foley attorney
10 Erika Alba reportedly billed Matrix in the fall of 2020 for her work on IRS submission forms for
11 Grow United.⁵⁷ Other than making the \$1,562,500 in political contributions, there is no publicly
12 available information regarding Grow United’s activities.

⁵² FPL Execs, *supra* note 43.

⁵³ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right corner of the article’s sixth picture); *see also* Compl. ¶ 48.

⁵⁴ Dark Money Playbook, *supra* note 7.

⁵⁵ FPL Execs, *supra* note 43.

⁵⁶ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. FPL reportedly confirmed that Matrix employees came up with an idea to offer the City Council member a job, but that it rejected the idea. *Id.*

⁵⁷ Nate Monroe, *Law Firm that Advised on Botched JEA Sale Also Helped Former FPL Consultants On Dark-Money Projects*, FL TIMES-UNION (Dec. 17, 2021), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/17/jea-privatization-law-firm-foley-lardner-also-helped-former-fpl-consultants-political-giving/8850686002/>. There are no publicly available tax forms from Grow United, Inc., however. *See Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (reflecting that there are no results when searching Grow United’s name or its EIN number identified in the Complaint, 84-2546999).

1 Donalds, and Casey Askar.⁶³ In addition, in 2018, Broken Promises made \$160,470 in Florida
2 state political contributions, and in 2019, it made \$21,500 in Florida state political
3 contributions.⁶⁴ Thus, it appears that Broken Promises made at least \$201,970 in political
4 contributions during its existence.

5 According to Broken Promises's federal tax returns and other information received by the
6 Commission, it received a total of \$226,000 to \$300,000 in funding during its existence:
7 \$200,000 in 2018,⁶⁵ \$50,000 or less in 2019, and \$26,000 to \$50,000 in 2020 before terminating
8 later that year.⁶⁶ Broken Promises's 2018 federal tax return also indicates that it spent \$500 on
9 legal expenses and \$40 on management and general expenses that year.⁶⁷ Although Broken
10 Promises characterized spending \$45,000 on lobbying and \$115,470 on "other" program
11 expenses in its 2018 federal tax return, this sum of \$160,470 corresponds precisely to the dollar
12 with its 2018 Florida state political contributions also totaling \$160,470.⁶⁸ Thus, Broken
13 Promises spent at least 67% to 89% of its total funding on making political contributions.

⁶³ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00728402&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting Concerned Conservatives, Inc.'s, independent expenditures during the 2020 election cycle); *August 18, 2020 Primary Election Republican Primary*, FL DEP'T OF STATE DIV. OF ELECTIONS, https://results.elections.myflorida.com/Index.asp?ElectionDate=8/18/2020&DATA_MODE= (last visited Sept. 25, 2023) (selecting "Federal Offices" in the Republican Primary section) (reflecting that Dane Eagle, William Figlesthaler, Byron Donalds, and Casey Askar were seeking the Republican nomination in Florida's 19th Congressional District).

⁶⁴ *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year "all" and contributor last name "Broken Promises").

⁶⁵ Broken Promises 2018 Tax Return at 1, *supra* note 60.

⁶⁶ For 2019 and 2020, Broken Promises filed an IRS Form 990-N, indicating that its gross receipts were \$50,000 or less in those years. *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (searching organization name "Broken Promises").

⁶⁷ Broken Promises 2018 Tax Return at 10, *supra* note 60.

⁶⁸ *Id.*; see also *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year "all" and contributor last name "Broken Promises") (reflecting that Broken Promises made \$160,470 in Florida state political contributions in 2018,

1 According to the *Miami Herald*, Broken Promises’s entire \$200,000 of funding in 2018
2 was from FPL.⁶⁹ Specifically, the *Miami Herald* claims it received an internal Matrix ledger
3 showing how, in 2018, Matrix distributed \$200,000 of funds labeled as coming from FPL to
4 Broken Promises.⁷⁰ The ledger reportedly shows that Matrix sent \$100,000 of FPL funds to
5 Broken Promises on September 26, 2018, and again on October 16, 2018, totaling \$200,000.⁷¹
6 This money was likely transmitted through other Matrix-controlled corporations before coming
7 to Broken Promises, because federal tax records show that the Alliance for Consumer Protection
8 Inc., donated \$100,000 to Broken Promises in 2018.⁷² According to a news report regarding a
9 text message between Pitts and FPL Vice President Martell, the director of the Alliance for
10 Consumer Protection Inc., David Calvert, is Pitts’s former college roommate.⁷³

11 5. Stand Up for Justice

12 As discussed above, Stand Up for Justice was incorporated on August 29, 2018,⁷⁴ the
13 same day as Broken Promises, and it shared a mailing address with CAIJ.⁷⁵ According to its

of which \$45,000 were cash contributions and \$115,470 were in-kind contributions in the forms of direct mail and advertising).

⁶⁹ Nicholas Nehamas & Mary Ellen Klas, *DeSantis ’18 Campaign Got \$25,000 From Nonprofit Secretly Funded by FPL Cash, Records Show*, MIAMI HERALD (Sept. 9, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article265213541.html>.

⁷⁰ *Id.* FPL spokesperson Reuter called the ledger “fake” and stated, “We have no record of FPL, or any NextEra Energy entity for that matter, ever having paid Broken Promises.” *Id.*

⁷¹ Nightmare Scenario, *supra* note 10; see also Nicholas Nehamas & Mary Ellen Klas, *DeSantis ’18 Campaign Got \$25,000 From Nonprofit Secretly Funded by FPL Cash, Records Show*, MIAMI HERALD (Sept. 9, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article265213541.html>.

⁷² IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_9900_20211020_19109756.pdf.

⁷³ Nightmare Scenario, *supra* note 10.

⁷⁴ *CorpOnline*, DC.GOV, <https://corponline.dcr.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization names “Stand Up for Justice” and “Broken Promises”).

⁷⁵ *Id.* (searching the organization name “Stand Up for Justice”) (reflecting that Stand Up for Justice’s business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006); American Valor PAC, 2020

1 2018 federal tax return, Stand Up for Justice is a 501(c)(4) corporation; its purpose is to
2 “develop[] and advocat[e] for legislation [*sic*], regulations and government programs to improve
3 social environment, economy & society”; Anderson was a director and its president; it did not
4 have a website; and it received \$350,000 in funding that year.⁷⁶

5 On March 31, 2020, Stand Up for Justice made a \$50,000 contribution to South Florida
6 Residents First,⁷⁷ an IEOPC that made independent expenditures during the 2020 election cycle
7 only in Florida’s 26th Congressional District, which supported Republican nominee Carlos
8 Gimenez and opposed Democratic nominee Debbie Mucarsel-Powell.⁷⁸ In addition, just two
9 months after it was incorporated, Stand Up for Justice made contributions to a Florida political
10 committee in October 2018, totaling \$300,000,⁷⁹ which Stand Up for Justice characterized as
11 “lobbying” on its 2018 federal tax return.⁸⁰ Thus, it appears that Stand Up for Justice made at
12 least \$350,000 in political contributions during its existence.

Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ’s address is at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006).

⁷⁶ IRS Form 990, Stand Up for Justice, 2018 Return of Organization Exempt from Income Tax at 1-2, 7 (Nov. 15, 2019), https://apps.irs.gov/pub/epostcard/cor/831749759_201812_990O_2020021317141891.pdf [hereinafter Stand Up for Justice 2018 Tax Return].

⁷⁷ South Florida Residents First, 2020 April Quarterly Report at 11 (April 13, 2020), <https://docquery.fec.gov/pdf/294/202004159216942294/202004159216942294.pdf>; see also Compl. ¶ 53.

⁷⁸ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00733402&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting South Florida Residents First’s independent expenditures in the 2020 election cycle); *November 3, 2020 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices”) (reflecting that Carlos Gimenez was the Republican nominee and Debbie Mucarsel-Powell was the Democratic nominee in Florida’s 26th Congressional District); see Compl. ¶ 53.

⁷⁹ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited July 25, 2023) (searching election year “all” and contributor last name starting with “Stand Up for Justice”).

⁸⁰ Stand Up for Justice 2018 Tax Return at 10, *supra* note 76.

1 According to Stand Up for Justice’s federal tax returns, it received \$350,000 to \$450,000
2 during its existence: \$350,000 in 2018,⁸¹ and \$50,000 or less per year in each of 2019 and 2020
3 before terminating.⁸² Stand Up for Justice’s federal tax returns also state that it spent \$20,577 on
4 legal fees and \$100 on bank service charges in 2018,⁸³ indicating that its total funding was at
5 least \$370,677 to cover its lifetime spending. Thus, Stand Up for Justice spent at least 78% to
6 94% of its total funding on making political contributions.

7 Federal tax records show that Alliance for Consumer Protection Inc., contributed
8 \$150,000 to Stand Up for Justice in 2018.⁸⁴ As indicated above, the Alliance for Consumer
9 Protection Inc. also contributed \$100,000 to Broken Promises in 2018, and its executive director
10 is reportedly Pitts’s former college roommate.⁸⁵

11 **C. Let’s Preserve the American Dream, Inc., was Associated with Pitts and**
12 **Matrix**

13 Relying on news reports of Matrix’s proposal to FPL, which reference LPAD as a higher-
14 level Matrix-associated conduit that would receive funds and transmit them to other entities in
15 Matrix’s network, and news reports indicating that LPAD made donations to Grow United and
16 Broken Promises, the Complaint alleges that Unknown Respondents used LPAD as a middleman
17 to make contributions using the names of Grow United and Broken Promises.⁸⁶

⁸¹ *Id.* at 1.

⁸² For 2019 and 2020, Stand Up for Justice filed an IRS Form 990-N, and indicated that its gross receipts were not greater than \$50,000 in those years. *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (searching organization name “Stand Up for Justice”).

⁸³ Stand Up for Justice 2018 Tax Return at 10, *supra* note 76.

⁸⁴ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_990O_2021102019109756.pdf.

⁸⁵ *Id.*; Nightmare Scenario, *supra* note 10.

⁸⁶ Compl. ¶¶ 33 Fig. 1, 35, 37, 42 Fig. 2, 45, 52; *see also* Secretive Political Spending Plan, *supra* note 12.

1 In a deposition conducted by the Miami-Dade State Attorney's Office regarding a former
2 LPAD contractor's creation of fake Florida state senate candidates, Tyson stated that he
3 discussed LPAD's donation to Grow United with Matrix's former CEO, Jeff Pitts, and that it was
4 actually Pitts who proposed for LPAD to make that donation. Specifically, Tyson testified:

5 Well, as best as I can recall, I called [Pitts] up and I said, "Do you
6 have any social welfare groups that are interested in working on
7 issues that are amenable to my organizational narrative? Are they
8 interested in supporting other interests in other committees around
9 the country, in Florida specifically too, that would focus purely on
10 the center left spectrum and on issues that are center left?"⁸⁷

11 According to Tyson, Pitts "said he did," referring to Grow United, and so Tyson "said we'd be
12 happy to support them."

13 In the same above-referenced deposition, Tyson also testified that he spoke with Pitts
14 about how Grow United should use LPAD's donation. Specifically, in response to whether
15 Tyson knew that Alex Alvarado's Florida state political committees received their funding from
16 Grow United, Tyson stated, "I told you earlier I knew it came from Grow United. There was a
17 story about it. And I knew, *I actually told Grow United that Alvarado would probably call them*
18 *and ask, raise money.*"⁸⁸ Tyson further explained that the person he spoke with was Jeff Pitts.
19 According to text messages obtained by the *Orlando Sentinel*, on September 24, 2020, just five
20 days prior to LPAD making its first \$600,000 donation to Grow United on September 29, 2020,
21 Tyson communicated with Pitts and Abigail MacIver, another former Matrix employee,
22 regarding the Florida state senate races that the Alvarado committees were seeking to impact.⁸⁹

⁸⁷ Tyson testified in response to the question, "So give me your best recollection of the content of the conversation that you had with Jeff Pitts that caused you to want to send the money to Grow United."

⁸⁸ Emphasis was added to the original transcription.

⁸⁹ FPL Execs, *supra* note 43.

1 When further queried as to whether Tyson “did not authorize the money, the \$600,000
2 [from LPAD], to go to Grow United so they can then turn around and send it to Alex Alvarado’s
3 two political campaigns,” Tyson testified that he “can’t tell [Grow United] how to spend their
4 money” and that he “do[es]n’t have the ability to restrain how they spend their funds.” However,
5 when asked, “Did you know when this \$600,000 [from LPAD] was sent to Grow United, that it
6 was going to [—] that 550,000 of it was going to go to Alex Alvarado’s two political
7 committees,” Tyson testified that he “had a hunch” that Grow United would be supportive of the
8 Alvarado committees and that he was “not testifying it’s a coincidence.” Tyson further stated, “I
9 knew [Grow United] would likely be supportive, but I also didn’t know when, I mean, we made
10 other contributions to them as well. We were supporting a lot of what they were doing.” Tyson
11 then testified that he “assume[d] [Grow United would] probably be supported [*sic*] if Alex
12 called, but I had no way to know if they actually would. Because once I make a contribution to
13 an entity, I lose control of how they spend that money.”

14 **D. SUN Marketing & Advertising LLC Appears to be Associated with Matrix**

15 SUN Marketing & Advertising LLC is another conduit identified in Matrix’s proposal to
16 FPL,⁹⁰ and it appears to have been created by Matrix after the memo was circulated.
17 Specifically, SUN was formed on December 13, 2019, about two weeks after Pitts reportedly
18 emailed the above-referenced proposal to Silagy on November 26, 2019.⁹¹ FPL spokesman
19 Reuter reportedly confirmed that FPL gave \$250,000 to SUN in December 2019, but stated that
20 the purpose was to purchase advertising related to a proposed constitutional amendment that FPL

⁹⁰ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 32 Fig. 1.

⁹¹ Division of Corporations, DEL. SEC’Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “SUN Marketing & Advertising”).

1 opposed.⁹² According to Reuter, FPL believes that SUN is owned by Matrix.⁹³ News reports
2 indicate that SUN was used to create favorable press for FPL.⁹⁴ SUN's former sole member,
3 Tim Fitzpatrick, was a former FPL officer.⁹⁵

4 III. LEGAL ANALYSIS

5 A. The Commission Finds Reason to Believe that the \$100,000 Contribution 6 Reported as Having Been Made by the Center for Advancement of Integrity 7 and Justice, Inc., Was a Contribution Made In the Name of Another

8 The Act and the Commission's regulations prohibit a person from (1) making a
9 contribution in the name of another person, (2) knowingly permitting his or her name to be used
10 to effect such a contribution, and (3) knowingly accepting such a contribution.⁹⁶ The term
11 "person" in this context includes partnerships, corporations, and "any other organization or group
12 of persons."⁹⁷ In its regulations, the Commission has illustrated examples of activities that
13 constitute making a contribution in the name of another, as follows:

- 14 (i) Giving money or anything of value, all or part of which was
15 provided to the contributor by another person (the true contributor)
16 without disclosing the source of money or the thing of value to the
17 recipient candidate or committee at the time the contribution is
18 made; or

⁹² Secretive Political Spending Plan, *supra* note 12.

⁹³ *Id.*

⁹⁴ Sarah Blaskey, *Powerbrokers: How FPL Secretly Took Over a Florida News Site and Used It to Bash Critics*, MIAMI HERALD (Aug. 13, 2022), <https://www.miamiherald.com/article263757423.html>.

⁹⁵ *PG&E Names Tim Fitzpatrick As Vice President And Chief Communications Officer*, CISION PR NEWSWIRE (Mar. 11, 2013), <https://www.prnewswire.com/news-releases/pg-e-names-tim-fitzpatrick-as-vice-president-and-chief-communications-officer-197098061.html> ("Fitzpatrick joined NextEra Energy in January 2008, serving as Vice President of Marketing and Corporate Communications and as an officer of Florida Power & Light Company (FPL).").

⁹⁶ 52 U.S.C. § 30122; *see also* 11 C.F.R. § 110.4(b).

⁹⁷ 52 U.S.C. § 30101(11); 11 C.F.R. § 100.10.

1 (ii) Making a contribution of money or anything of value and
2 attributing as the source of the money or thing of value another
3 person when in fact the contributor is the source.⁹⁸

4 Because a primary purpose of the Act’s disclosure provisions is to reveal the true source from
5 which a contribution to a candidate or committee originates, regardless of the mechanism by
6 which the funds are transmitted,⁹⁹ the Commission examines the structure of the transaction
7 itself and the arrangement between the parties to determine who in fact “made” a given
8 contribution.¹⁰⁰

9 In prior matters, the Commission has found reason to believe that a contribution was
10 made in the name of another where the available information indicates that another person
11 provided the funds for the purpose of making the contribution and his or her identity was not
12 disclosed to the recipient committee or candidate at the time of the contribution.¹⁰¹ Absent direct
13 evidence as to the purpose of providing the funds, the Commission considers the overall record
14 to determine its purpose. In the context of contributions made by limited liability companies
15 (“LLCs”), the Commission has addressed whether the LLC “had the means to make the
16 contribution absent an infusion of funds provided for that purpose,” the “temporal proximity

⁹⁸ 11 C.F.R. § 110.4(b)(2)(i)-(ii).

⁹⁹ *See Campaign Legal Ctr. v. FEC*, 952 F.3d 352, 354 (D.C. Cir. 2020) (“As the Supreme Court has repeatedly declared, the electorate has an interest in knowing where political campaign money comes from and how it is spent by the candidate. To that end, the [Act] imposes disclosure requirements on those who give and spend money to influence elections. The straw donor provision, 52 U.S.C. § 30122, is designed to ensure accurate disclosure of contributor information.”) (internal citations and quotation marks omitted).

¹⁰⁰ *Cf.* 11 C.F.R. § 110.6(a) (“All contributions by a person made on behalf of or to a candidate, including contributions which are in any way earmarked or otherwise directed to the candidate through an intermediary or conduit, are contributions from the person to the candidate.”).

¹⁰¹ *See, e.g.*, Factual and Legal Analysis (“F&LA”) at 5, MUR 7903 (Tomfoolery, LLC, *et al.*) (“[T]he contributions made in Tomfoolery’s name were, in fact, actually made by Thomas A. Chavez, when Chavez furnished Tomfoolery with funds for the purpose of having the LLC make the contributions.”); F&LA at 1-2, MUR 6920 (American Conservative Union) (finding reason to believe that the contribution was made in the name of another where the organization who was reported as the contributor later indicated that it was not the true source of the contribution, and instead merely delivered the contribution upon receipt of the funds from another person); *see also* 11 C.F.R. § 110.4(b)(2)(i)-(ii).

1 between the LLC’s formation date and the contribution,” “the amount of the contribution relative
2 to [the LLC’s] other activities, the LLC’s known activities prior to making the contribution, and
3 whether any other information suggests an attempt to circumvent the Act’s disclosure
4 requirements.”

5 Here, the available information indicates that the five 2020 political contributions
6 purportedly made by the alleged Conduit Corporations — Florida Promise, Broken Promises,
7 Grow United, CAIJ, and Stand Up for Justice — were actually made on behalf of Unknown
8 Respondents. The overall record indicates that there was plan whose purpose was “to
9 circumvent the Act’s disclosure requirements” by using the names of the Conduit Corporations
10 to make contributions and that this plan was implemented in largely the way the blueprint set
11 out. In addition, the overall record of the Conduit Corporations’ known activities indicate that
12 they may have been formed for the purpose of making conduit contributions.

13 Specifically, news articles indicate that, during the 2020 election cycle, Matrix invited
14 FPL to anonymize its political activities by funneling money through several layers of conduits,
15 including Florida Promise and Broken Promises, and then using those funds to make federal and
16 state political contributions.¹⁰² The articles report that Jeff Pitts, former CEO of Matrix, emailed
17 Eric Silagy, former CEO of FPL, a ““funding memo”” with goals such as making “federal
18 campaign contributions” and ““minimiz[ing] all public reporting of entities and activities,”” and a
19 ““legal memo on federal elections support.””¹⁰³ According to the *Orlando Sentinel*, the funding
20 memo included a flowchart depicting FPL’s funds flowing through several layers of conduits
21 controlled by Pitts and Matrix, including Florida Promise and Broken Promises, before being

¹⁰² Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 3, 31-38.

¹⁰³ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 3, 31-32.

1 contributed to federal and state political committees.¹⁰⁴ While the specific plan reported by the
2 news articles did not directly identify CAIJ, Grow United, or Stand Up for Justice, the proposal
3 establishes the preexisting idea of making conduit contributions with entities just like these,
4 which as discussed below, was ultimately carried out using the five alleged Conduit
5 Corporations.

6 News articles stated that the sources of the documents were from Matrix itself, noting
7 that the documents were internal Matrix documents.¹⁰⁵ FPL’s spokesperson, David Reuter,
8 reportedly confirmed that the proposal as reported was indeed shared with its CEO, stating, ““We
9 are aware of the proposed structure as the legal memo was shared with us, and as we understand
10 it, Joe Perkins’[s] team at Matrix created a proposal to fund their clients’ communication and
11 outreach activities during 2020.”¹⁰⁶ Thus, there is no available information indicating that the
12 news articles’ report that Pitts and Matrix created and shared a proposal to anonymize political
13 contributions was inaccurate or not credible.

14 Moreover, the available information does not indicate that the proposal was limited to
15 acting solely within the legal bounds of minimizing public reporting of political activities.
16 Specifically, the proposal did not indicate that Pitts and Matrix were soliciting funds from FPL
17 on behalf of nonprofit corporations that would *independently* decide to make political
18 contributions. Rather, the proposal indicated that funds would flow from FPL, through several
19 layers of conduits controlled or associated with Matrix, before landing at “Florida Promise C4,”

¹⁰⁴ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

¹⁰⁵ *See* Secretive Political Spending Plan, *supra* note 12 (stating that the *Orlando Sentinel* received records “includ[ing] checks, bank statements, emails, text messages, invoices, internal ledgers and more, all apparently unearthed during an internal investigation Matrix launched after its former employees left the firm at the end of 2020.”).

¹⁰⁶ *Id.*

1 “US Promise C4” and “Fed Promise C4,” which would also be controlled by Matrix, to make
2 contributions to state and federal political committees.¹⁰⁷

3 Notably, there is no available information indicating that Pitts or Matrix presented the
4 purposes or goals of the conduits referenced in its flowchart, besides being able to making
5 political contributions, to explain why FPL’s funds would be expected to flow from one
6 corporation to another.¹⁰⁸ There is also no available information indicating that Pitts and Matrix
7 presented any information as to why “Florida Promise C4,” “US Promise C4” and “Fed Promise
8 C4,” would be expected to engage in political activity that FPL would support. Instead, Pitts’s
9 and Matrix’s flowchart simply noted “Matrix” in a parenthetical below the names of “Broken
10 Promises,” “Florida Promise C4,” “US Promise C4” and “Fed Promise C4,” similar to how
11 Tyson, the executive director of LPAD, was included in a parenthetical under LPAD, suggesting
12 that these entities are controlled by “Matrix,” similar to how Tyson controlled LPAD.¹⁰⁹

13 Moreover, the conduits depicted on the flowchart appear to have been in fact controlled
14 by or associated with Matrix. Of the conduits mentioned, only Florida Promise, Broken
15 Promises, LPAD, and SUN existed or eventually came into existence, and they all have ties to
16 Pitts and/or Matrix. As explained above, Richard Alexander was the chairman of Florida
17 Promise, and his sister, April Odom, was a Matrix contractor at the time of the allegations.¹¹⁰

¹⁰⁷ *Id.*; see also Compl. ¶¶ 33 Fig. 1, 36-37.

¹⁰⁸ See Secretive Political Spending Plan, *supra* note 12 (noting that, for example, “Florida Promise C4” would “allowed to spend 50% of revenues on political activities” and that “Florida PCs are allowed to take unlimited funds from C4s”); see also Compl. ¶ 33 Fig. 1 (same).

¹⁰⁹ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1. While the term “person” appears in the parenthetical next to SUN, SUN had not yet been formed when Pitts sent the memo, and thus this denotation appears to suggest that they were looking for a “person” to be in control of SUN at that time. See Secretive Political Spending Plan, *supra* note 12 (reporting that Pitts sent the memo to Silagy on November 26, 2019).

¹¹⁰ Florida Promise 2018 Tax Return at 3, *supra* note 32; Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson’s sister and was a former Matrix employee).

1 Sean J. Anderson, who was the president and chairman of Broken Promises, was also a former
2 Matrix employee, a close friend of Pitts, and has a history of allowing Pitts to control the
3 nonprofits that he purportedly ran.¹¹¹ Tyson, the executive director of LPAD, reportedly
4 associated with Pitts and Abigail MacIver, another former Matrix employee, as they
5 communicated via text messages regarding Florida state senate races.¹¹² Finally, as for SUN —
6 FPL, which reportedly gave \$250,000 to SUN in December 2019, states that it believes that SUN
7 is owned by Matrix.¹¹³ Thus, the layers of corporations depicted on the flowchart appear to be
8 linked together because they are controlled by persons associated with Pitts or Matrix.

9 The available information also indicates that Pitts’s and Matrix’s proposal included the
10 making of federal political contributions. According to news articles, Pitts’s email to Silagy
11 included a “funding memo” noting making “federal campaign contributions” as one of its
12 goals.¹¹⁴ Pitts’s email to Silagy also included “a separate legal memo on federal elections
13 support” explaining that “a nonprofit might have to disclose its donors if it spent money directly
14 supporting a candidate” but that “the nonprofit would not have to disclose its donors if it gave
15 money to a type of political action committee known as a ‘Super PAC,’”¹¹⁵ which is a colloquial
16 reference to federal independent expenditure-only committees.¹¹⁶ Moreover, this legal memo

¹¹¹ Broken Promises, 2018 Tax Return at 1, 7, *supra* note 60; Bachelor Party, *supra* note 10 (reporting Pitts as having attended Anderson’s bachelor party); Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his and that he was “in control 100 percent” of the nonprofits purportedly run by Mr. Anderson).

¹¹² FPL Execs, *supra* note 43.

¹¹³ Secretive Political Spending Plan, *supra* note 12.

¹¹⁴ *Id.*; *see also* Compl. ¶ 32.

¹¹⁵ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

¹¹⁶ *See McCutcheon v. FEC*, 572 U.S. 185, 193 (2014) (“A so-called ‘Super PAC’ is a PAC that makes only independent expenditures and cannot contribute to candidates. The base and aggregate limits govern contributions to traditional PACs, but not to independent expenditure PACs.”).

1 appears to provide the missing explanation as to the purpose of providing funds to the “Fed
2 Promise C4” entity in the funding memo’s flowchart, indicating that this purpose would be to
3 make federal political contributions.¹¹⁷ The name, “*Fed* Promise C4,” also suggests that this
4 conduit would be used to make federal political contributions, as this would be consistent with
5 and parallel to the flowchart’s statements that “*Florida* Promise C4” would be used to fund
6 “Florida PCs” and that “US Promise C4” would be used to fund other state-level political
7 activities.¹¹⁸ Thus, the available information indicates that the Pitts/Matrix proposal included
8 making federal political contributions.

9 The available information also indicates that the alleged Conduit Corporations received
10 funds with the direction that they be used for federal contribution purposes as federal courts have
11 stated that a donor’s intent can be inferred from the donee’s solicitations. Specifically, in the
12 context of interpreting 52 U.S.C. § 30104(c)(1) of the Act, which courts have held to require not-
13 political committees to disclose donations received for political purposes,¹¹⁹ a district court in
14 Wisconsin observed that “whether a contribution is earmarked for political purposes and tied to
15 an election can depend on whether the contribution is received in response to a solicitation and
16 the way the solicitation is worded.”¹²⁰ As explained above, Pitts’s and Matrix’s proposal clearly
17 implicated the making of federal contributions, and the alleged Conduit Corporations appear to
18 have received donations in response to that proposal.

19 In addition to conceiving of and sharing the plan, Pitts and Matrix were also in a position

¹¹⁷ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1 (noting that it was “[w]aiting on lawyers” to explain the purpose of Fed Promise C4).

¹¹⁸ Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1.

¹¹⁹ *Citizens for Resp. & Ethics in Washington v. FEC*, 316 F. Supp. 3d 349, 389 (D.D.C. 2018), *aff’d*, 971 F.3d 340 (D.C. Cir. 2020).

¹²⁰ *Wisconsin Fam. Action v. FEC*, No. 21-C-1373, 2022 WL 844436, at *11 (E.D. Wis. Mar. 22, 2022).

1 to carry it out using the names of alleged Conduit Corporations to make the contributions. As
2 discussed above, the persons nominally in charge of the alleged Conduit Corporations,
3 Alexander and Anderson, had close relationships with Pitts and Matrix. Alexander, who served
4 as a director or officer of Florida Promise, CAIJ, and Grow United, is apparently the brother of
5 April Odom, who was a Matrix contractor at the time of the contributions and worked on matters
6 relating to CAIJ and Grow United on behalf of Matrix.¹²¹ Anderson, who was the chairman and
7 president of Broken Promises and a director and president of Stand Up for Justice, was also
8 former Matrix employee, and a close friend of Pitts.¹²² Pitts and Matrix also has a history of
9 working with Anderson's nonprofit corporations, as Pitts reportedly texted FPL Vice President
10 Daniel Martell in 2016, four years prior to the contributions at issue here, "Bottom line is we are
11 the ones with the check books and in control 100 percent" of the nonprofits purportedly run by
12 Anderson.¹²³

13 Pitts and Matrix also reportedly used the names of CAIJ and Grow United in other
14 operations,¹²⁴ and had access to CAIJ's and Grow United's bank accounts,¹²⁵ further indicating
15 that they had control over these corporations. Specifically, news reports indicate that, in October

¹²¹ Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson's sister and was a former Matrix contractor); *see also* Compl. ¶¶ 13, 48.

¹²² Bachelor Party, *supra* note 10 (reporting Pitts as having attended Anderson's bachelor party); Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his); *see also* Compl. ¶¶ 16, 52.

¹²³ Nightmare Scenario, *supra* note 10; *see also* Compl. ¶¶ 16, 52.

¹²⁴ FPL Execs, *supra* note 43 (reporting that Matrix made a conduit contribution using CAIJ's name on behalf of FPL); Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/> (reporting that Matrix offered a city councilman a job on behalf of FPL using Grow United's name).

¹²⁵ Dark Money Playbook, *supra* note 7 (reporting that internal Matrix records included a text message from Odom stating that she procured access to the bank accounts of CAIJ and Grow United).

1 2018, Pitts used CAIJ to make a contribution to House Majority PAC on behalf of Matrix.¹²⁶
 2 News reports also indicate that in the summer of 2019, Matrix used Grow United to offer a job to
 3 a Jacksonville City Council member on behalf of FPL.¹²⁷ In addition, according to the *Orlando*
 4 *Sentinel*, it received internal Matrix documents reflecting a September 23, 2020 text message
 5 from Odom stating that she procured access to CAIJ's and Grow United's bank accounts.¹²⁸
 6 Finally, Tyson, the executive director of LPAD who donated \$1,150,000 of LPAD funds to
 7 Grow United, testified that he understood that Pitts created and ran Grow United. Therefore, not
 8 only did Pitts and Matrix conceive of a plan for the making of conduit contributions, they also
 9 had sufficient control over the alleged Conduit Corporations to cause them to permit their names
 10 to be used to make contributions on behalf of Unknown Respondents.

11 Although all five of the alleged Conduit Corporations were formed more than a year prior
 12 to making the contributions, the overall record of their known activities indicate that they were
 13 formed for the purpose of making conduit contributions. The only available information as to
 14 the five alleged Conduit Corporations' activities was that they made federal and Florida state
 15 political contributions.¹²⁹ Broken Promises and Stand Up for Justice spent at least 67% to 89%

¹²⁶ FPL Execs, *see supra* note 43 (reporting that Silagy, former CEO of FPL, emailed Pitts, former CEO of Matrix, to make a contribution to House Majority PAC to support Lauren Baer, and to make sure that "they don't triangulate this donation to others we have done"); *see also* House Majority PAC, 2018 Amended 12-Day Pre-Election Report at 655 (Dec. 3, 2018), <https://docquery.fec.gov/pdf/085/201812069135107085/201812069135107085.pdf> (reflecting CAIJ's contribution to House Majority PAC on October 16, 2018).

¹²⁷ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. FPL reportedly confirmed that Matrix employees came up with an idea to offer the City Council member a job, but that it rejected the idea. *Id.*

¹²⁸ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right-hand corner of the article's sixth picture); *see also* Compl. ¶ 48.

¹²⁹ Although Matrix reportedly used Grow United to offer a job to a Jacksonville council member, that never came to fruition as the council member rejected the offer. Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL

1 and 78% to 94%, respectively, of their total funding on making federal and Florida state political
2 contributions, indicating that they were created for the primary purpose of making political
3 contributions.¹³⁰ Moreover, consistent with the Pitts's and Matrix's proposal, federal tax records
4 show that their funding was first transmitted through another Matrix-associated conduit, the
5 Alliance for Consumer Protection Inc., which was reportedly controlled by Pitts's former college
6 roommate.¹³¹ While the available information does not indicate the total funding received by
7 Florida Promise, CAIJ, or Grow United, the only known activities by these corporations are that
8 they made an aggregate of \$3,224,500 in federal and Florida state political contributions.¹³²

9 In addition, only Florida Promise, Broken Promises, and Stand Up for Justice appeared to
10 have filed federal tax returns, and these returns do not indicate that they engaged in any activity
11 other than making political contributions, including through lobbying.¹³³ The purpose
12 statements in these tax returns indicate that Florida Promise, Broken Promises, and Stand Up for
13 Justice were formed for political purposes, further suggesting they only engaged in political

TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>.

¹³⁰ See *supra* pages 15-16, 18-19.

¹³¹ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_990O_2021102019109756.pdf; Nightmare Scenario, *supra* note 10.

¹³² See *supra* notes 33-34 and accompanying text (reflecting that Florida Promise made \$1,230,000 in federal and Florida state contributions); *supra* notes 38, 40, 38 and accompanying text (reflecting that CAIJ made \$432,000 in federal and Florida state contributions); *supra* notes 46, 49 and accompanying text (reflecting that Grow United made \$1,562,500 in federal and Florida state contributions).

¹³³ See generally Florida Promise 2018 Tax Return, *supra* note 32; Broken Promises 2018 Tax Return, *supra* note 60; Stand Up for Justice 2018 Tax Return, *supra* note 76. As indicated above, while Broken Promises and Stand Up for Justice indicated in their 2018 federal tax returns that they spent funding on "lobbying" and "other" program expenses in 2018, the amounts they reportedly spent correspond to the same amounts that they spent on making Florida state political contributions. See *supra* pages 16, 18.

1 activities.¹³⁴

2 Furthermore, there are various organizational aspects of the alleged Conduit Corporations
3 that suggest they were formed to serve as conduits. Specifically, despite the fact that CAIJ and
4 Stand Up for Justice were incorporated in different states and do not share any officers, both
5 entities reported having the same mailing address in Washington, D.C.¹³⁵ In addition, despite
6 both Broken Promises and Stand Up for Justice having the same three officers and nearly
7 identical mission statements, both entities were incorporated on the same day in the same
8 state.¹³⁶ Finally, Broken Promises’s federal tax return suggests that it was trying to conceal that
9 it made political contributions. Specifically, Broken Promises characterized on its 2018 federal
10 tax return that it spent \$115,470 on “other” program service expenses, when that amount was
11 actually used to make in-kind contributions to Florida state committees.¹³⁷ Thus, the available
12 information as to the activities, stated purpose, and creation of the Conduit Corporations suggests
13 that they were created for making conduit contributions.

¹³⁴ Florida Promise 2018 Tax Return at 6, *supra* note 32 (stating that its purpose is to “develop and advocate for legislation, regulations, and government programs related to policies to benefit Floridians”); Broken Promises 2018 Tax Return at 2, *supra* note 60 (stating that its purpose is to “develop[] and advocat[e] for legislation, regulations, and government programs to improve social environmental, economy and social environment”); Stand Up for Justice 2018 Tax Return at 2, *supra* note 76 (stating that its purpose is to “develop[] and advocat[e] for legislation [*sic*], regulations, and government programs to improve social environment, economy & society”).

¹³⁵ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ’s address was at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006); *CorpOnline*, DC.GOV, <https://corponline.dera.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name “Stand Up for Justice”) (reflecting that Stand Up for Justice’s business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006).

¹³⁶ See *CorpOnline*, DC.GOV, <https://corponline.dera.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization names “Broken Promises” and “Stand Up For Justice”) (reflecting that both Broken Promises and Stand Up for Justice were incorporated on August 29, 2018); Broken Promises 2018 Tax Return at 1, 7, *supra* note 60; Stand Up for Justice 2018 Tax Return at 1, 7, *supra* note 76.

¹³⁷ Compare Broken Promises 2018 Tax Return at 10, *supra* note 60 (stating that it spent \$115,470 in “other” program service expenses), with *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year “all” and contributor last name “Broken Promises”) (reflecting that Broken Promises Broken Promises made \$115,470 in in-kind Florida state political contributions in 2018).

1 In sum, the available information indicates that there was a plan to illegally disguise or
2 withhold public reporting of political activities, and that this plan included making contributions
3 through conduits and in a manner that closely matches what the available information shows had
4 subsequently occurred. In addition, pursuant to this plan, the alleged Conduit Corporations
5 permitted their names to be used to make federal political contributions on behalf of Unknown
6 Respondents. Finally, the only known activities of the alleged Conduit Corporations were that
7 they made federal and Florida state political contributions, indicating that their purpose was to
8 serve as conduits. Thus, the Commission finds reason to believe that the Center for
9 Advancement of Integrity and Justice, Inc., violated 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b)
10 by knowingly permitting its name to be used to effect contributions in the name of another.

1 **FEDERAL ELECTION COMMISSION**2 **FACTUAL AND LEGAL ANALYSIS**3 **RESPONDENT:** Grow United, Inc.

MUR 8082

4 **I. INTRODUCTION**

5 The Complaint alleges that Unknown Respondents made contributions in the name of
6 another through a network of conduits associated with a political consulting firm called Matrix
7 LLC (“Matrix”), to five federal independent expenditure-only political committees (“IEOPCs”).¹

8 The specific contributions identified in the Complaint are as follows:

- 9 • a \$1,000,000 contribution reportedly from Florida Promise, Inc. (“Florida Promise”) to Senate Leadership Fund, dated December 8, 2020;²
- 10
- 11 • a \$100,000 contribution reportedly from the Center for Advancement of Integrity and
12 Justice, Inc. (“CAIJ”) to American Valor PAC, dated October 27, 2020;³
- 13 • a \$100,000 contribution reportedly from Grow United, Inc. (“Grow United”) to
14 Conservative Action Fund (f/k/a Wingman PAC), also dated October 27, 2020;⁴
- 15 • a \$20,000 contribution reportedly from Broken Promises to Concerned
16 Conservatives, Inc., dated July 14, 2020;⁵ and
- 17 • a \$50,000 contribution reportedly from Stand Up for Justice to South Florida
18 Residents First, dated March 31, 2020.⁶

¹ Compl. ¶¶ 2, 5, 27, 42, 89-93 (Oct. 27, 2022).

² Senate Leadership Fund, Amended 2020 Year End Report at 72 (Mar. 18, 2021), <https://docquery.fec.gov/pdf/807/202103189441299807/202103189441299807.pdf>; see also Compl. ¶¶ 49-50.

³ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf>; see also Compl. ¶¶ 47-48.

⁴ Wingman PAC, 2020 30-Day Post Election Report at 1, 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting a \$100,000 contribution from Grow United, Inc., on October 27, 2020, and the committee’s FEC identification number of C00742296); Conservative Action Fund, Amended Statement of Organization at 1 (May 20, 2022), <https://docquery.fec.gov/pdf/048/202205209512421048/202205209512421048.pdf> (reflecting that its name has changed to Conservative Action Fund and that its FEC identification number is C00742296); see also Compl. ¶¶ 43-44.

⁵ Concerned Conservatives, Inc., 2020 12-Day Pre-Primary Election Report at 6 (Aug. 6, 2020), <https://docquery.fec.gov/pdf/823/202008069261263823/202008069261263823.pdf>; see also Compl. ¶¶ 51-52.

⁶ South Florida Residents First, 2020 April Quarterly Report at 11 (Apr. 13, 2020), <https://docquery.fec.gov/pdf/294/202004159216942294/202004159216942294.pdf>; see also Compl. ¶¶ 53-54.

1 The Complaint relies on news articles regarding a 2019 email and two accompanying
2 memoranda sent from Jeff Pitts, Matrix’s former CEO, to Eric Silagy, Florida Power & Light
3 Company’s (FPL) former CEO, reportedly proposing a method for FPL to make anonymous
4 contributions to federal and state political committees by transferring funds through multiple
5 levels of conduits.⁷ The proposal called for funds to be first sent to and passed through higher-
6 level Matrix-associated conduits, including SUN Marketing & Advertising LLC (“SUN”) and
7 Let’s Preserve the American Dream, Inc. (“LPAD”), before being sent to various lower-level
8 Matrix-controlled conduits, including Florida Promise, that would be reported as the source of
9 the contributions. Thus, the Complaint alleges that each of the five alleged lower-level Matrix-
10 controlled conduits (referred to herein as the “Conduit Corporations”) permitted their names to
11 be used to effect contributions in the name of another pursuant to Pitts’s and Matrix’s proposal.

12 To support its central allegation, the Complaint alleges that all five of the alleged Conduit
13 Corporations had ties to Pitts or Matrix through having either Richard Alexander or Sean J.
14 Anderson as a director or officer.⁸ Citing news articles, the Complaint alleges that Alexander’s
15 sister was a Matrix contractor at the time of the allegations⁹ and that Anderson was a former
16 Matrix employee and a good friend of Pitts.¹⁰

⁷ Compl. ¶¶ 3-4, 28-41; *see, e.g.*, Jason Garcia & Annie Martin, *Florida’s Dark Money Playbook: How ‘Ghost’ Candidate Scheme Revealed Secretive Political Tactics*, ORLANDO SENTINEL (Dec. 30, 2021), <https://www.orlandosentinel.com/news/os-ne-dark-money-ghost-candidates-tactics-20211230-7zelkoadffclde3z76ax3cgx3m-htmlstory.html> [hereinafter *Dark Money Playbook*].

⁸ Compl. ¶¶ 13, 16.

⁹ *Id.* ¶ 13; *see* *Dark Money Playbook*, *supra* note 7 (reporting that Alexander’s sister, April Odom, was a Matrix employee at the time of the allegations, and that she worked on matters relating to Grow United and CAIJ).

¹⁰ Compl. ¶ 16; *see* John Archibald, *Archibald: ‘Bachelor party’ Makes For Strange Bedfellows*, AL.COM (Nov. 14, 2010), https://www.al.com/archiblog/2010/11/archibald_bachelor_party_makes.html [hereinafter “Bachelor Party”] (reporting that Pitts attended Anderson’s bachelor party and that they were both employed by Matrix at the time); Mary Ellen Klas, *et al.*, *‘Nightmare Scenario’: How FPL Secretly Manipulated a Florida State Senate Election*, MIAMI HERALD (Aug. 29, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article264196761.html> [hereinafter “Nightmare Scenario”] (reporting that Pitts texted FPL vice president

1 As discussed below, the five contributions purportedly made by the alleged Conduit
2 Corporations as identified by the Complaint appear to be consistent with the conduit
3 contributions proposed by Pitts and Matrix to FPL to anonymize its political contributions. In
4 addition, all five of the alleged Conduit Corporations appear to be controlled by or associated
5 with Pitts and Matrix. Accordingly, the Commission finds reason to believe that Grow United,
6 Inc., violated 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b) by knowingly permitting its name to
7 be used to effect contributions in the name of another.

8 II. FACTUAL BACKGROUND

9 A. Jeff Pitts of Matrix Appears to Have Created a Plan to Anonymize Federal 10 Political Contributions Using a Network of Conduits Controlled by or 11 Associated with Pitts or Matrix

12 Matrix is a “strategic communications firm” based in Alabama.¹¹ According to the
13 *Orlando Sentinel*, it received a cache of internal documents from Matrix, “includ[ing] checks,
14 bank statements, emails, text messages, invoices, internal ledgers and more, all apparently
15 unearthed during an internal investigation Matrix launched after its former employees left the
16 firm at the end of 2020.”¹² These internal records included a copy of a November 26, 2019
17 email sent from former Matrix CEO, Jeff Pitts, to former FPL CEO, Eric Silagy, stating,
18 “Attached is an updated funding memo along with a separate legal memo on federal elections
19 support.”¹³ The “funding memo” noted goals such as making “federal campaign contributions”

Daniel Martell that Anderson was an old friend of his and that Pitts was in control of the nonprofits run by Anderson).

¹¹ *Matrix, LLC, v. Canopy Partners, LLC, et al*, 2021 WL 3127729 (Ala. Cir. Ct.).

¹² Jason Garcia & Annie Martin, *Operative Pitched Secretive Political Spending Plan to FPL Exec’s Email Alias, Records Reveal*, ORLANDO SENTINEL (Jan. 24, 2022), <https://www.orlandosentinel.com/politics/os-ne-florida-power-and-light-matrix-dark-money-20211217-v64274eytjeb5hnstdognvqds4-story.html> [hereinafter “Secretive Political Spending Plan”].

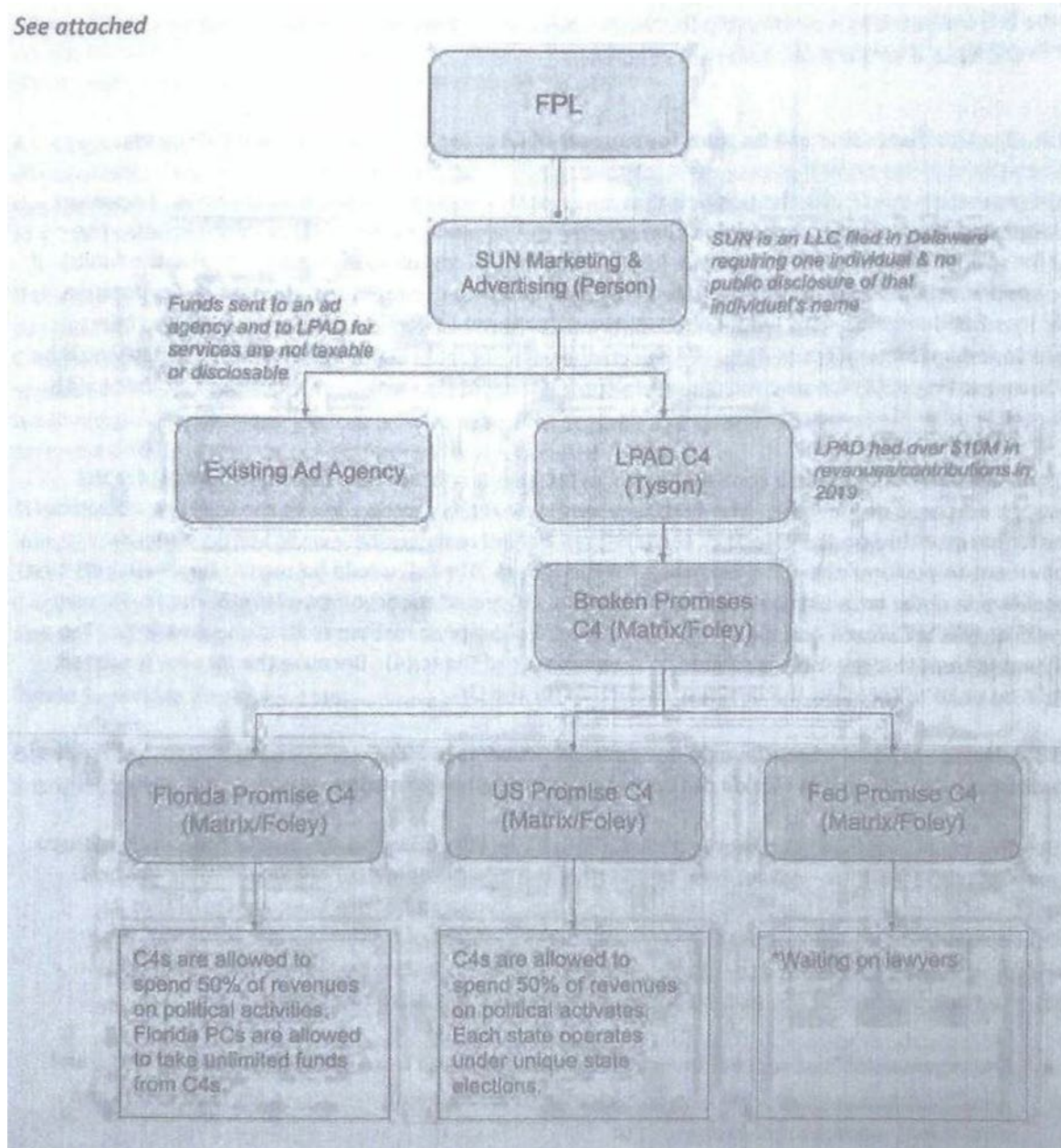
¹³ *Id.*; see also Compl. ¶¶ 3, 31-38.

- 1 and ““minimiz[ing] all public reporting of entities and activities.””¹⁴ It also included a flowchart
- 2 depicting money flowing from FPL through a network of conduits before being contributed to
- 3 federal and state political committees, as reproduced below:¹⁵

¹⁴ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶ 32.

¹⁵ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶ 33 Fig. 1.

See attached



- 1 Notably, next to or below the name of each conduit is a parenthetical, which may indicate the
- 2 person or entity controlling or associating with that conduit. Specifically, the flowchart
- 3 identifies a "LPAD C4 (Tyson)," which appears to refer to LPAD and its executive director Ryan
- 4 Tyson.¹⁶ The flowchart also identifies "Matrix/Foley" in a parenthetical next to or below the

¹⁶ See Compl. ¶ 35.

1 names of the following conduits: “Broken Promises,” “Florida Promise C4,” “US Promise C4,”
2 and “Fed Promise C4,” suggesting that these conduits are directly associated with and/or
3 controlled by Matrix and its legal counsel, Foley and Lardner, LLP (“Foley”).¹⁷

4 According to the flowchart, money could flow to a “Florida Promise C4,” which could
5 “spend 50% of revenues on political activities” due to its tax status as a section 501(c)(4)
6 corporation, and be used to contribute to Florida state political committees on the basis that
7 “Florida PCs are allowed to take unlimited funds from C4s.”¹⁸ Money could also flow to a “US
8 Promise C4,” which similarly could “spend 50% of revenues on political activities” due to its tax
9 status, and be used to contribute to other states’ political committees on the basis that “[e]ach
10 state operates under unique state elections.”¹⁹ Lastly, the flowchart indicates that money could
11 flow to a “Fed Promise C4,” but because Matrix was “[w]aiting on lawyers,” it could not state
12 the purpose of this proposed funding.²⁰

13 The legal memo attached to the email, which was drafted by Foley attorney Erika Alba,
14 addressed “the legalities of using nonprofits to spend money on federal elections.”²¹ The memo
15 states that “a nonprofit might have to disclose its donors if it spent money directly supporting a
16 candidate,” but that “the nonprofit would not have to disclose its donors if it gave money to a
17 type of political committee known as a ““Super PAC”” (*i.e.*, an IEOPC) “that then spent money
18 supporting the candidate.”²² The legal memo then concluded: ““Thus, it could be strategic for a

¹⁷ See Secretive Political Spending Plan, *supra* note 12 (noting that Erika Alba of Foley & Lardner LLP drafted a legal memo attached to the email); *see also* Compl. ¶ 38 (alleging the same).

¹⁸ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 33 Fig. 1, 37.

¹⁹ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

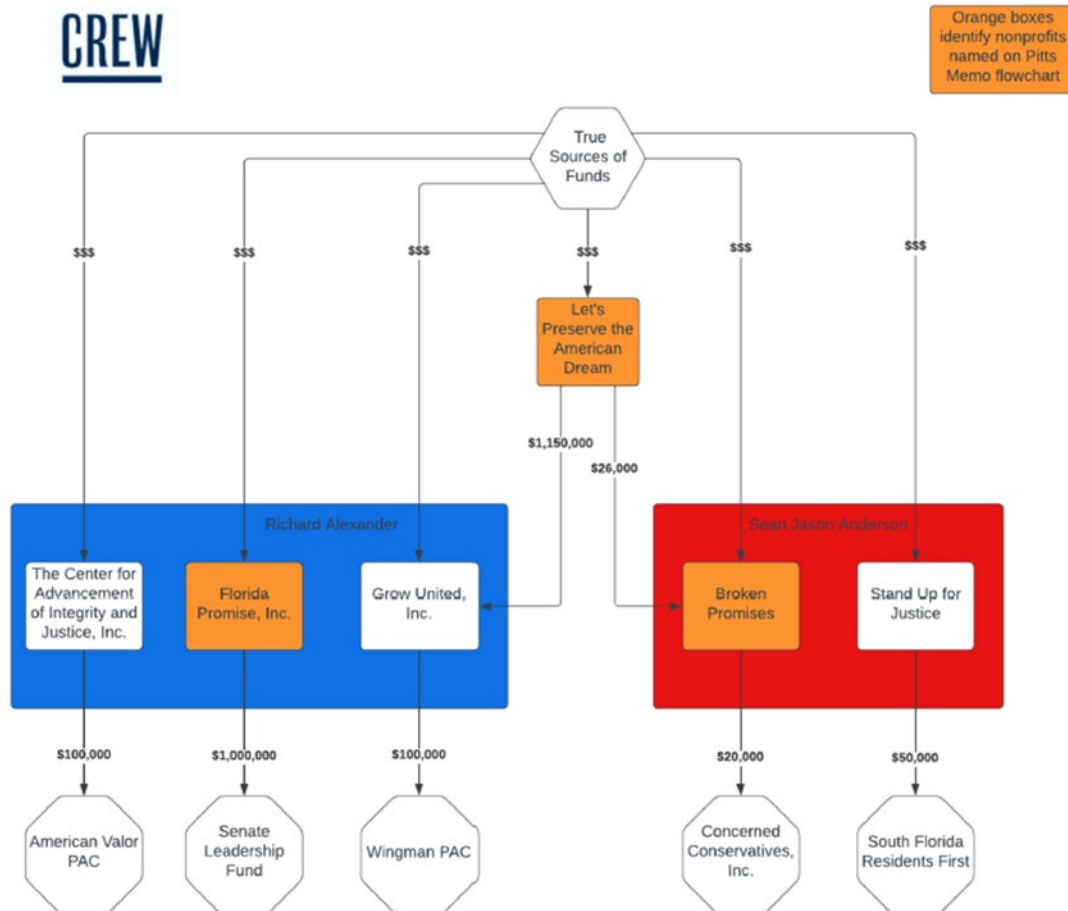
²⁰ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

²¹ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

²² Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

1 [nonprofit] who wishes to make Independent Expenditures to do so via a Super PAC.”²³

2 Based on the record of contributions disclosed by the recipient IEOPCs and news articles
3 reporting that LPAD provided funding to Grow United and Broken Promises, the Complaint
4 depicts the implementation of the Matrix plan as taking the following altered form:²⁴



5
6 The Complaint alleges that Matrix pitched the above-referenced plan to Unknown
7 Respondent clients, noting that FPL’s spokesperson, David Reuter, stated, ““We are aware of the
8 proposed structure as the legal memo was shared with us, and as we understand it, Joe

²³ Secretive Political Spending Plan, *supra* note 12 (alteration in original); *see also* Compl. ¶ 38.

²⁴ Compl. ¶¶ 42 Fig. 2, 45, 52.

1 Perkins'[s] team at Matrix created a proposal to fund their *clients'* communication and outreach
2 activities during 2020."²⁵

3 **B. The Alleged Conduit Corporations Appear to Have Been Controlled by or**
4 **Associated with Pitts and/or Matrix**

5 The Complaint alleges that five alleged Conduit Corporations, Florida Promise, CAIJ,
6 Grow United, Broken Promises, and Stand Up for Justice, permitted their names to effect the
7 \$1.27 million in contributions that they purportedly made to IEOPCs on behalf of Unknown
8 Respondents.²⁶ Richard Alexander served as a director or officer of the first three alleged
9 Conduit Corporations, while Sean J. Anderson was a director or officer of the latter two.

10 According to news reports, both Alexander and Anderson had close ties to Matrix.
11 Alexander's sister, April Odom, was a Matrix contractor at the time of the allegations and
12 reportedly worked on behalf of Matrix regarding CAIJ and Grow United, which were entities
13 associated with Alexander.²⁷ Anderson, on the other hand, was a former Matrix employee, and
14 reportedly a close friend of Pitts.²⁸ Anderson also has a history of working with Pitts, as Pitts
15 reportedly texted FPL Vice President Daniel Martell in 2016, four years prior to the alleged
16 contributions, as follows: "Bottom line is we are the ones with the check books and in control
17 100 percent" of the nonprofits purportedly run by Anderson.²⁹ The discussion below sets out
18 the available information about each of the alleged Conduit Corporations and their relationships
19 with Pitts and/or Matrix.

²⁵ Secretive Political Spending Plan, *supra* note 12 (emphasis added); Compl. ¶ 40 (emphasis added).

²⁶ Compl. ¶¶ 5, 43-54.

²⁷ Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson's sister and was a former Matrix employee); *see also* Compl. ¶¶ 13, 48.

²⁸ Bachelor Party, *supra* note 10; Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his); *see also* Compl. ¶ 16.

²⁹ Nightmare Scenario, *supra* note 10; *see also* Compl. ¶ 16.

1 1. Florida Promise, Inc.

2 Florida Promise is a corporation identified in Matrix’s proposal to FPL that could be used
3 as a conduit to make contributions to Florida political committees,³⁰ and it was incorporated on
4 December 18, 2018.³¹ According to Florida Promise’s 2018 federal tax return, it is a 501(c)(4)
5 corporation; its mission is to “develop and advocate for legislation, regulations, and government
6 programs related to policies to benefit Floridians”; Alexander was its chairman; it did not have a
7 website; and it did not have any expenses or revenue that year.³²

8 On December 8, 2020, Florida Promise made a \$1,000,000 contribution to the Senate
9 Leadership Fund.³³ In addition, consistent with Matrix’s proposal to use Florida Promise to
10 make Florida political contributions, Florida Promise also made contributions to Florida political
11 committees on June 12, 2019, and January 27, 2021, totaling \$230,000.³⁴ Other than making the
12 \$1,230,000 in federal and Florida state political contributions, there is no publicly available
13 information regarding Florida Promise’s activities.

³⁰ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶¶ 33 Fig. 1, 50.

³¹ *Division of Corporations*, DEL. SEC’Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “Florida Promise”); see also Compl. ¶ 12.

³² IRS Form 990-EZ, Florida Promise, Inc., 2018 Short Form Return of Organization Exempt from Income Tax at 2-3, 6 (Nov. 13, 2019), https://apps.irs.gov/pub/epostcard/cor/832961305_201812_990EO_2020060117168825.pdf [hereinafter Florida Promise 2018 Tax Return].

³³ Senate Leadership Fund, Amended 2020 Year End Report at 72 (Mar. 18, 2021), <https://docquery.fec.gov/pdf/807/202103189441299807/202103189441299807.pdf>; see also Compl. ¶ 49.

³⁴ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching “all” election years with contributor’s last name starting with “Florida Promise”); see also Compl. ¶ 50.

2. Center for Advancement of Integrity and Justice, Inc.

CAIJ was incorporated on October 1, 2018,³⁵ and shared a mailing address with Stand Up for Justice.³⁶ There are no publicly available CAIJ federal tax returns.³⁷ Alexander served as either a director or officer of CAIJ.

On October 27, 2020, CAIJ made a \$100,000 contribution to American Valor PAC,³⁸ an IEOPC that made independent expenditures during the 2020 election cycle solely in Florida's 13th Congressional District, which supported Anna Paulina Luna, the Republican nominee, and opposed Charlie Joseph Crist, the Democratic nominee.³⁹ CAIJ also made contributions to Florida political committees totaling \$307,000, starting in November 2018 and through December 2020.⁴⁰

³⁵ *Division of Corporations*, DEL. SEC'Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name "Center for Advancement of Integrity and Justice"); *see also* Compl. ¶ 11.

³⁶ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ's address was at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006); *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name "Stand Up for Justice") (reflecting that Stand Up for Justice's business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006).

³⁷ On May 15, 2021, the IRS automatically revoked CAIJ's 501(c)(4) status for not filing a Form 990s-series return for three consecutive years, suggesting that CAIJ has not filed any tax returns. *See Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited July 25, 2023) (searching the organization name "center for advancement of integrity" which reflect that CAIJ's federal tax exempt status was automatically revoked on May 15, 2021 for not filing a Form 990-series return or notice for three consecutive years).

³⁸ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf>; *see also* Compl. ¶ 47.

³⁹ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00757179&is_notice=false&most_recent=true (last visited Aug. 18, 2023) (reflecting independent expenditures made by American Valor PAC); *November 3, 2020 General Election*, FL DEP'T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting "Federal Offices") (reflecting that Anna Luna was the Republican nominee and that Charlie Crist was the Democratic nominee in Florida's 13th Congressional District).

⁴⁰ *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited July 25, 2023) (searching "all" election years with contributor's last name starting with "center for advancement").

1 While CAIJ was not referenced by name in Matrix’s proposal to FPL, news reports
2 suggest that it was controlled by Matrix. Specifically, Matrix’s internal files reportedly include a
3 September 23, 2020 text message from Odom, Alexander’s sister and a Matrix contractor at the
4 time of the allegations, stating that she procured access to CAIJ’s bank account.⁴¹ In addition,
5 on October 16, 2018, just 15 days after CAIJ’s incorporation, CAIJ made a \$25,000 contribution
6 to House Majority PAC.⁴² According to news reports, FPL directed Matrix to make this
7 contribution on its behalf to support Lauren Baer, who was seeking election in Florida’s 18th
8 Congressional District, and asked Matrix to ensure that House Majority PAC “do[es]n’t
9 triangulate this donation to others we have done.”⁴³ Other than making the \$432,000 in federal
10 and Florida state political contributions, there is no publicly available information regarding
11 CAIJ’s activities.

⁴¹ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right-hand corner of the article’s sixth picture); *see also* Compl. ¶ 48.

⁴² House Majority PAC, 2018 Amended 12-Day Pre-Election Report at 655 (Dec. 3, 2018), <https://docquery.fec.gov/pdf/085/201812069135107085/201812069135107085.pdf>.

⁴³ Jason Garcia & Annie Martin, *Florida Power & Light Execs Worked Closely with Consultants Behind ‘Ghost’ Candidate Scheme, Records Reveal*, ORLANDO SENTINEL (Apr. 14, 2022), <https://www.orlandosentinel.com/politics/os-ne-florida-power-and-light-senate-ghost-candidates-20211202-szjhv7ox6vcmpm6pgd437y52i-htmlstory.html> [hereinafter “FPL Execs”] (reporting that Silagy forwarded Pitts instructions to make a contribution to House Majority PAC to support Lauren Baer and to make sure that “they don’t triangulate this donation to others we have done”); *November 6, 2018 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/6/2018&DATAMODE=> (last visited Sept. 25, 2023) (reflecting that Lauren Baer was the democratic nominee in Florida’s 18th Congressional District).

1 3. Grow United, Inc.

2 Grow United was incorporated on July 24, 2019.⁴⁴ There are no publicly available Grow
3 United federal tax records and it did not identify itself as a nonprofit organization to the Internal
4 Revenue Service.⁴⁵ Alexander served either as a director or officer of Grow United.

5 On October 27, 2020, Grow United made a \$100,000 contribution to Wingman PAC,⁴⁶
6 now known as the Conservative Action Fund.⁴⁷ Wingman PAC made independent expenditures
7 during the 2020 election cycle solely in Florida's 15th Congressional District, which supported
8 Scott Franklin, the Republican nominee; opposed Alan Michael Cohn, the Democratic nominee;
9 and opposed Vincent Spano Ross, who competed against Franklin for the Republican

⁴⁴ *Division of Corporations*, DEL. SEC'Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “Grow United”).

⁴⁵ *See Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (reflecting that there are no results when searching Grow United’s name or its EIN number identified in the Complaint, 84-2546999).

⁴⁶ Wingman PAC, 2020 30-Day Post Election Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/423/202012039338666423/202012039338666423.pdf> (reflecting a \$100,000 contribution from Grow United on October 27, 2020).

⁴⁷ *Id.* at 1 (reflecting an FEC identification number of C00742296); Conservative Action Fund, Amended Statement of Organization at 1 (May 20, 2022), <https://docquery.fec.gov/pdf/048/202205209512421048/202205209512421048.pdf> (reflecting that its name has changed to Conservative Action Fund and its FEC identification number is C00742296).

1 nomination.⁴⁸ Earlier that month, from October 3, 2020, through October 20, 2020, Grow
2 United made contributions to Florida state political committees totaling \$1,462,500.⁴⁹

3 Grow United appears to have been created and controlled by Pitts and Matrix. Ryan
4 Tyson, the executive director of LPAD — which contributed \$1,150,000 to Grow United in
5 2020⁵⁰ — was deposed by the Miami-Dade State Attorney’s Office in a criminal matter
6 regarding a former LPAD contractor’s creation of fake Florida state senate candidates during the
7 2020 election cycle. Tyson testified in the deposition that he understood that Jeff Pitts started
8 and ran Grow United. In addition, FPL reportedly asserted that Grow United was created by
9 Matrix.⁵¹

10 Matrix’s internal records also reportedly indicate that it had control of Grow United.
11 According to news reports, Matrix’s internal ledger reflect an August 7, 2019 entry billed to FPL
12 for ““Grow United SOS Fees,”” which likely referred to the fees charged by the Delaware

⁴⁸ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00742296&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting Wingman PAC’s independent expenditures in the 2020 election cycle); *November 3, 2020 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices”) (reflecting that Scott Franklin was the Republican nominee and Alan Cohn was the Democratic nominee in Florida’s 15th Congressional District); *August 18, 2020 Primary Election Republican Primary*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=8/18/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices” in the Republican Primary section) (reflecting that both Scott Franklin and Ross Spano were seeking the Republican nomination in Florida’s 15th Congressional District).

⁴⁹ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (selecting election year “all” and searching contributor last name starting with “grow united”); *see also* Compl. ¶ 46.

⁵⁰ *See* Compl. ¶ 45.

⁵¹ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Dec. 10, 2021, updated Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. Joe Perkins, owner of Matrix, denies that Matrix created Grow United, and Perkins’s attorney asserts that “[t]o the extent any rogue Matrix employees were involved in those activities, they were undertaken in secret, without Dr. Perkins’[s] knowledge or consent.” *Id.*

1 Secretary of State for incorporating Grow United a few weeks prior.⁵² Matrix’s internal records
2 also reportedly include a September 23, 2020 message from Odom stating that she procured
3 access to Grow United’s bank account.⁵³ In addition, as part of her duties at Matrix, Odom
4 reportedly sent checks from Grow United to make contributions to Florida committees, asked the
5 committees to confirm their receipt of the checks,⁵⁴ and emailed a \$12,813.54 invoice to Matrix
6 with the subject line, “FPL Expenses for Grow United c4,” for expenses that included traveling
7 to Colorado to update the nonprofit’s mailbox at a UPS Store in Denver.⁵⁵

8 News articles also report that, in the summer of 2019, Matrix used Grow United to offer a
9 job to a Jacksonville City Councilmember on behalf of FPL.⁵⁶ Furthermore, Foley attorney
10 Erika Alba reportedly billed Matrix in the fall of 2020 for her work on IRS submission forms for
11 Grow United.⁵⁷ Other than making the \$1,562,500 in political contributions, there is no publicly
12 available information regarding Grow United’s activities.

⁵² FPL Execs, *supra* note 43.

⁵³ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right corner of the article’s sixth picture); *see also* Compl. ¶ 48.

⁵⁴ Dark Money Playbook, *supra* note 7.

⁵⁵ FPL Execs, *supra* note 43.

⁵⁶ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. FPL reportedly confirmed that Matrix employees came up with an idea to offer the City Council member a job, but that it rejected the idea. *Id.*

⁵⁷ Nate Monroe, *Law Firm that Advised on Botched JEA Sale Also Helped Former FPL Consultants On Dark-Money Projects*, FL TIMES-UNION (Dec. 17, 2021), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/17/jea-privatization-law-firm-foley-lardner-also-helped-former-fpl-consultants-political-giving/8850686002/>. There are no publicly available tax forms from Grow United, Inc., however. *See Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (reflecting that there are no results when searching Grow United’s name or its EIN number identified in the Complaint, 84-2546999).

1 Donalds, and Casey Askar.⁶³ In addition, in 2018, Broken Promises made \$160,470 in Florida
2 state political contributions, and in 2019, it made \$21,500 in Florida state political
3 contributions.⁶⁴ Thus, it appears that Broken Promises made at least \$201,970 in political
4 contributions during its existence.

5 According to Broken Promises’s federal tax returns and other information received by the
6 Commission, it received a total of \$226,000 to \$300,000 in funding during its existence:
7 \$200,000 in 2018,⁶⁵ \$50,000 or less in 2019, and \$26,000 to \$50,000 in 2020 before terminating
8 later that year.⁶⁶ Broken Promises’s 2018 federal tax return also indicates that it spent \$500 on
9 legal expenses and \$40 on management and general expenses that year.⁶⁷ Although Broken
10 Promises characterized spending \$45,000 on lobbying and \$115,470 on “other” program
11 expenses in its 2018 federal tax return, this sum of \$160,470 corresponds precisely to the dollar
12 with its 2018 Florida state political contributions also totaling \$160,470.⁶⁸ Thus, Broken
13 Promises spent at least 67% to 89% of its total funding on making political contributions.

⁶³ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00728402&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting Concerned Conservatives, Inc.’s, independent expenditures during the 2020 election cycle); *August 18, 2020 Primary Election Republican Primary*, FL DEP’T OF STATE DIV. OF ELECTIONS, https://results.elections.myflorida.com/Index.asp?ElectionDate=8/18/2020&DATA_MODE= (last visited Sept. 25, 2023) (selecting “Federal Offices” in the Republican Primary section) (reflecting that Dane Eagle, William Figlesthaler, Byron Donalds, and Casey Askgar were seeking the Republican nomination in Florida’s 19th Congressional District).

⁶⁴ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year “all” and contributor last name “Broken Promises”).

⁶⁵ Broken Promises 2018 Tax Return at 1, *supra* note 60.

⁶⁶ For 2019 and 2020, Broken Promises filed an IRS Form 990-N, indicating that its gross receipts were \$50,000 or less in those years. *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (searching organization name “Broken Promises”).

⁶⁷ Broken Promises 2018 Tax Return at 10, *supra* note 60.

⁶⁸ *Id.*; see also *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year “all” and contributor last name “Broken Promises”) (reflecting that Broken Promises made \$160,470 in Florida state political contributions in 2018,

1 According to the *Miami Herald*, Broken Promises’s entire \$200,000 of funding in 2018
 2 was from FPL.⁶⁹ Specifically, the *Miami Herald* claims it received an internal Matrix ledger
 3 showing how, in 2018, Matrix distributed \$200,000 of funds labeled as coming from FPL to
 4 Broken Promises.⁷⁰ The ledger reportedly shows that Matrix sent \$100,000 of FPL funds to
 5 Broken Promises on September 26, 2018, and again on October 16, 2018, totaling \$200,000.⁷¹
 6 This money was likely transmitted through other Matrix-controlled corporations before coming
 7 to Broken Promises, because federal tax records show that the Alliance for Consumer Protection
 8 Inc., donated \$100,000 to Broken Promises in 2018.⁷² According to a news report regarding a
 9 text message between Pitts and FPL Vice President Martell, the director of the Alliance for
 10 Consumer Protection Inc., David Calvert, is Pitts’s former college roommate.⁷³

11 5. Stand Up for Justice

12 As discussed above, Stand Up for Justice was incorporated on August 29, 2018,⁷⁴ the
 13 same day as Broken Promises, and it shared a mailing address with CAIJ.⁷⁵ According to its

of which \$45,000 were cash contributions and \$115,470 were in-kind contributions in the forms of direct mail and advertising).

⁶⁹ Nicholas Nehamas & Mary Ellen Klas, *DeSantis ’18 Campaign Got \$25,000 From Nonprofit Secretly Funded by FPL Cash, Records Show*, MIAMI HERALD (Sept. 9, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article265213541.html>.

⁷⁰ *Id.* FPL spokesperson Reuter called the ledger “fake” and stated, “We have no record of FPL, or any NextEra Energy entity for that matter, ever having paid Broken Promises.” *Id.*

⁷¹ Nightmare Scenario, *supra* note 10; *see also* Nicholas Nehamas & Mary Ellen Klas, *DeSantis ’18 Campaign Got \$25,000 From Nonprofit Secretly Funded by FPL Cash, Records Show*, MIAMI HERALD (Sept. 9, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article265213541.html>.

⁷² IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_9900_20211020_19109756.pdf.

⁷³ Nightmare Scenario, *supra* note 10.

⁷⁴ *CorpOnline*, DC.GOV, <https://corponline.dcrea.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization names “Stand Up for Justice” and “Broken Promises”).

⁷⁵ *Id.* (searching the organization name “Stand Up for Justice”) (reflecting that Stand Up for Justice’s business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006); American Valor PAC, 2020

1 2018 federal tax return, Stand Up for Justice is a 501(c)(4) corporation; its purpose is to
2 “develop[] and advocat[e] for legislation [*sic*], regulations and government programs to improve
3 social environment, economy & society”; Anderson was a director and its president; it did not
4 have a website; and it received \$350,000 in funding that year.⁷⁶

5 On March 31, 2020, Stand Up for Justice made a \$50,000 contribution to South Florida
6 Residents First,⁷⁷ an IEOPC that made independent expenditures during the 2020 election cycle
7 only in Florida’s 26th Congressional District, which supported Republican nominee Carlos
8 Gimenez and opposed Democratic nominee Debbie Mucarsel-Powell.⁷⁸ In addition, just two
9 months after it was incorporated, Stand Up for Justice made contributions to a Florida political
10 committee in October 2018, totaling \$300,000,⁷⁹ which Stand Up for Justice characterized as
11 “lobbying” on its 2018 federal tax return.⁸⁰ Thus, it appears that Stand Up for Justice made at
12 least \$350,000 in political contributions during its existence.

Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ’s address is at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006).

⁷⁶ IRS Form 990, Stand Up for Justice, 2018 Return of Organization Exempt from Income Tax at 1-2, 7 (Nov. 15, 2019), https://apps.irs.gov/pub/epostcard/cor/831749759_201812_990O_2020021317141891.pdf [hereinafter Stand Up for Justice 2018 Tax Return].

⁷⁷ South Florida Residents First, 2020 April Quarterly Report at 11 (April 13, 2020), <https://docquery.fec.gov/pdf/294/202004159216942294/202004159216942294.pdf>; see also Compl. ¶ 53.

⁷⁸ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00733402&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting South Florida Residents First’s independent expenditures in the 2020 election cycle); *November 3, 2020 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices”) (reflecting that Carlos Gimenez was the Republican nominee and Debbie Mucarsel-Powell was the Democratic nominee in Florida’s 26th Congressional District); see Compl. ¶ 53.

⁷⁹ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited July 25, 2023) (searching election year “all” and contributor last name starting with “Stand Up for Justice”).

⁸⁰ Stand Up for Justice 2018 Tax Return at 10, *supra* note 76.

1 According to Stand Up for Justice’s federal tax returns, it received \$350,000 to \$450,000
2 during its existence: \$350,000 in 2018,⁸¹ and \$50,000 or less per year in each of 2019 and 2020
3 before terminating.⁸² Stand Up for Justice’s federal tax returns also state that it spent \$20,577 on
4 legal fees and \$100 on bank service charges in 2018,⁸³ indicating that its total funding was at
5 least \$370,677 to cover its lifetime spending. Thus, Stand Up for Justice spent at least 78% to
6 94% of its total funding on making political contributions.

7 Federal tax records show that Alliance for Consumer Protection Inc., contributed
8 \$150,000 to Stand Up for Justice in 2018.⁸⁴ As indicated above, the Alliance for Consumer
9 Protection Inc. also contributed \$100,000 to Broken Promises in 2018, and its executive director
10 is reportedly Pitts’s former college roommate.⁸⁵

11 **C. Let’s Preserve the American Dream, Inc., was Associated with Pitts and**
12 **Matrix**

13 Relying on news reports of Matrix’s proposal to FPL, which reference LPAD as a higher-
14 level Matrix-associated conduit that would receive funds and transmit them to other entities in
15 Matrix’s network, and news reports indicating that LPAD made donations to Grow United and
16 Broken Promises, the Complaint alleges that Unknown Respondents used LPAD as a middleman
17 to make contributions using the names of Grow United and Broken Promises.⁸⁶

⁸¹ *Id.* at 1.

⁸² For 2019 and 2020, Stand Up for Justice filed an IRS Form 990-N, and indicated that its gross receipts were not greater than \$50,000 in those years. *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (searching organization name “Stand Up for Justice”).

⁸³ Stand Up for Justice 2018 Tax Return at 10, *supra* note 76.

⁸⁴ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_990O_2021102019109756.pdf.

⁸⁵ *Id.*; Nightmare Scenario, *supra* note 10.

⁸⁶ Compl. ¶¶ 33 Fig. 1, 35, 37, 42 Fig. 2, 45, 52; *see also* Secretive Political Spending Plan, *supra* note 12.

1 In a deposition conducted by the Miami-Dade State Attorney's Office regarding a former
2 LPAD contractor's creation of fake Florida state senate candidates, Tyson stated that he
3 discussed LPAD's donation to Grow United with Matrix's former CEO, Jeff Pitts, and that it was
4 actually Pitts who proposed for LPAD to make that donation. Specifically, Tyson testified:

5 Well, as best as I can recall, I called [Pitts] up and I said, "Do you
6 have any social welfare groups that are interested in working on
7 issues that are amenable to my organizational narrative? Are they
8 interested in supporting other interests in other committees around
9 the country, in Florida specifically too, that would focus purely on
10 the center left spectrum and on issues that are center left?"⁸⁷

11 According to Tyson, Pitts "said he did," referring to Grow United, and so Tyson "said we'd be
12 happy to support them."

13 In the same above-referenced deposition, Tyson also testified that he spoke with Pitts
14 about how Grow United should use LPAD's donation. Specifically, in response to whether
15 Tyson knew that Alex Alvarado's Florida state political committees received their funding from
16 Grow United, Tyson stated, "I told you earlier I knew it came from Grow United. There was a
17 story about it. And I knew, *I actually told Grow United that Alvarado would probably call them*
18 *and ask, raise money.*"⁸⁸ Tyson further explained that the person he spoke with was Jeff Pitts.
19 According to text messages obtained by the *Orlando Sentinel*, on September 24, 2020, just five
20 days prior to LPAD making its first \$600,000 donation to Grow United on September 29, 2020,
21 Tyson communicated with Pitts and Abigail MacIver, another former Matrix employee,
22 regarding the Florida state senate races that the Alvarado committees were seeking to impact.⁸⁹

⁸⁷ Tyson testified in response to the question, "So give me your best recollection of the content of the conversation that you had with Jeff Pitts that caused you to want to send the money to Grow United."

⁸⁸ Emphasis was added to the original transcription.

⁸⁹ FPL Execs, *supra* note 43.

1 When further queried as to whether Tyson “did not authorize the money, the \$600,000
2 [from LPAD], to go to Grow United so they can then turn around and send it to Alex Alvarado’s
3 two political campaigns,” Tyson testified that he “can’t tell [Grow United] how to spend their
4 money” and that he “do[es]n’t have the ability to restrain how they spend their funds.” However,
5 when asked, “Did you know when this \$600,000 [from LPAD] was sent to Grow United, that it
6 was going to [—] that 550,000 of it was going to go to Alex Alvarado’s two political
7 committees,” Tyson testified that he “had a hunch” that Grow United would be supportive of the
8 Alvarado committees and that he was “not testifying it’s a coincidence.” Tyson further stated, “I
9 knew [Grow United] would likely be supportive, but I also didn’t know when, I mean, we made
10 other contributions to them as well. We were supporting a lot of what they were doing.” Tyson
11 then testified that he “assume[d] [Grow United would] probably be supported [*sic*] if Alex
12 called, but I had no way to know if they actually would. Because once I make a contribution to
13 an entity, I lose control of how they spend that money.”

14 **D. SUN Marketing & Advertising LLC Appears to be Associated with Matrix**

15 SUN Marketing & Advertising LLC is another conduit identified in Matrix’s proposal to
16 FPL,⁹⁰ and it appears to have been created by Matrix after the memo was circulated.
17 Specifically, SUN was formed on December 13, 2019, about two weeks after Pitts reportedly
18 emailed the above-referenced proposal to Silagy on November 26, 2019.⁹¹ FPL spokesman
19 Reuter reportedly confirmed that FPL gave \$250,000 to SUN in December 2019, but stated that
20 the purpose was to purchase advertising related to a proposed constitutional amendment that FPL

⁹⁰ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 32 Fig. 1.

⁹¹ Division of Corporations, DEL. SEC’Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “SUN Marketing & Advertising”).

1 opposed.⁹² According to Reuter, FPL believes that SUN is owned by Matrix.⁹³ News reports
2 indicate that SUN was used to create favorable press for FPL.⁹⁴ SUN's former sole member,
3 Tim Fitzpatrick, was a former FPL officer.⁹⁵

4 III. LEGAL ANALYSIS

5 A. The Commission Finds Reason to Believe that the \$100,000 Contribution 6 Reported as Having Been Made by Grow United, Inc., Was a Contribution 7 Made In the Name of Another

8 The Act and the Commission's regulations prohibit a person from (1) making a
9 contribution in the name of another person, (2) knowingly permitting his or her name to be used
10 to effect such a contribution, and (3) knowingly accepting such a contribution.⁹⁶ The term
11 "person" in this context includes partnerships, corporations, and "any other organization or group
12 of persons."⁹⁷ In its regulations, the Commission has illustrated examples of activities that
13 constitute making a contribution in the name of another, as follows:

- 14 (i) Giving money or anything of value, all or part of which was
15 provided to the contributor by another person (the true contributor)
16 without disclosing the source of money or the thing of value to the
17 recipient candidate or committee at the time the contribution is
18 made; or

⁹² Secretive Political Spending Plan, *supra* note 12.

⁹³ *Id.*

⁹⁴ Sarah Blaskey, *Powerbrokers: How FPL Secretly Took Over a Florida News Site and Used It to Bash Critics*, MIAMI HERALD (Aug. 13, 2022), <https://www.miamiherald.com/article263757423.html>.

⁹⁵ *PG&E Names Tim Fitzpatrick As Vice President And Chief Communications Officer*, CISION PR NEWSWIRE (Mar. 11, 2013), <https://www.prnewswire.com/news-releases/pg-e-names-tim-fitzpatrick-as-vice-president-and-chief-communications-officer-197098061.html> ("Fitzpatrick joined NextEra Energy in January 2008, serving as Vice President of Marketing and Corporate Communications and as an officer of Florida Power & Light Company (FPL).").

⁹⁶ 52 U.S.C. § 30122; *see also* 11 C.F.R. § 110.4(b).

⁹⁷ 52 U.S.C. § 30101(11); 11 C.F.R. § 100.10.

1 (ii) Making a contribution of money or anything of value and
2 attributing as the source of the money or thing of value another
3 person when in fact the contributor is the source.⁹⁸

4 Because a primary purpose of the Act’s disclosure provisions is to reveal the true source from
5 which a contribution to a candidate or committee originates, regardless of the mechanism by
6 which the funds are transmitted,⁹⁹ the Commission examines the structure of the transaction
7 itself and the arrangement between the parties to determine who in fact “made” a given
8 contribution.¹⁰⁰

9 In prior matters, the Commission has found reason to believe that a contribution was
10 made in the name of another where the available information indicates that another person
11 provided the funds for the purpose of making the contribution and his or her identity was not
12 disclosed to the recipient committee or candidate at the time of the contribution.¹⁰¹ Absent direct
13 evidence as to the purpose of providing the funds, the Commission considers the overall record
14 to determine its purpose. In the context of contributions made by limited liability companies
15 (“LLCs”), the Commission has addressed whether the LLC “had the means to make the
16 contribution absent an infusion of funds provided for that purpose,” the “temporal proximity

⁹⁸ 11 C.F.R. § 110.4(b)(2)(i)-(ii).

⁹⁹ *See Campaign Legal Ctr. v. FEC*, 952 F.3d 352, 354 (D.C. Cir. 2020) (“As the Supreme Court has repeatedly declared, the electorate has an interest in knowing where political campaign money comes from and how it is spent by the candidate. To that end, the [Act] imposes disclosure requirements on those who give and spend money to influence elections. The straw donor provision, 52 U.S.C. § 30122, is designed to ensure accurate disclosure of contributor information.”) (internal citations and quotation marks omitted).

¹⁰⁰ *Cf.* 11 C.F.R. § 110.6(a) (“All contributions by a person made on behalf of or to a candidate, including contributions which are in any way earmarked or otherwise directed to the candidate through an intermediary or conduit, are contributions from the person to the candidate.”).

¹⁰¹ *See, e.g.*, Factual and Legal Analysis (“F&LA”) at 5, MUR 7903 (Tomfoolery, LLC, *et al.*) (“[T]he contributions made in Tomfoolery’s name were, in fact, actually made by Thomas A. Chavez, when Chavez furnished Tomfoolery with funds for the purpose of having the LLC make the contributions.”); F&LA at 1-2, MUR 6920 (American Conservative Union) (finding reason to believe that the contribution was made in the name of another where the organization who was reported as the contributor later indicated that it was not the true source of the contribution, and instead merely delivered the contribution upon receipt of the funds from another person); *see also* 11 C.F.R. § 110.4(b)(2)(i)-(ii).

1 between the LLC’s formation date and the contribution,” “the amount of the contribution relative
2 to [the LLC’s] other activities, the LLC’s known activities prior to making the contribution, and
3 whether any other information suggests an attempt to circumvent the Act’s disclosure
4 requirements.”

5 Here, the available information indicates that the five 2020 political contributions
6 purportedly made by the alleged Conduit Corporations — Florida Promise, Broken Promises,
7 Grow United, CAIJ, and Stand Up for Justice — were actually made on behalf of Unknown
8 Respondents. The overall record indicates that there was plan whose purpose was “to
9 circumvent the Act’s disclosure requirements” by using the names of the Conduit Corporations
10 to make contributions and that this plan was implemented in largely the way the blueprint set
11 out. In addition, the overall record of the Conduit Corporations’ known activities indicate that
12 they may have been formed for the purpose of making conduit contributions.

13 Specifically, news articles indicate that, during the 2020 election cycle, Matrix invited
14 FPL to anonymize its political activities by funneling money through several layers of conduits,
15 including Florida Promise and Broken Promises, and then using those funds to make federal and
16 state political contributions.¹⁰² The articles report that Jeff Pitts, former CEO of Matrix, emailed
17 Eric Silagy, former CEO of FPL, a ““funding memo”” with goals such as making “federal
18 campaign contributions” and ““minimiz[ing] all public reporting of entities and activities,”” and a
19 ““legal memo on federal elections support.””¹⁰³ According to the *Orlando Sentinel*, the funding
20 memo included a flowchart depicting FPL’s funds flowing through several layers of conduits
21 controlled by Pitts and Matrix, including Florida Promise and Broken Promises, before being

¹⁰² Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 3, 31-38.

¹⁰³ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 3, 31-32.

1 contributed to federal and state political committees.¹⁰⁴ While the specific plan reported by the
2 news articles did not directly identify CAIJ, Grow United, or Stand Up for Justice, the proposal
3 establishes the preexisting idea of making conduit contributions with entities just like these,
4 which as discussed below, was ultimately carried out using the five alleged Conduit
5 Corporations.

6 News articles stated that the sources of the documents were from Matrix itself, noting
7 that the documents were internal Matrix documents.¹⁰⁵ FPL’s spokesperson, David Reuter,
8 reportedly confirmed that the proposal as reported was indeed shared with its CEO, stating, ““We
9 are aware of the proposed structure as the legal memo was shared with us, and as we understand
10 it, Joe Perkins’[s] team at Matrix created a proposal to fund their clients’ communication and
11 outreach activities during 2020.””¹⁰⁶ Thus, there is no available information indicating that the
12 news articles’ report that Pitts and Matrix created and shared a proposal to anonymize political
13 contributions was inaccurate or not credible.

14 Moreover, the available information does not indicate that the proposal was limited to
15 acting solely within the legal bounds of minimizing public reporting of political activities.
16 Specifically, the proposal did not indicate that Pitts and Matrix were soliciting funds from FPL
17 on behalf of nonprofit corporations that would *independently* decide to make political
18 contributions. Rather, the proposal indicated that funds would flow from FPL, through several
19 layers of conduits controlled or associated with Matrix, before landing at “Florida Promise C4,”

¹⁰⁴ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

¹⁰⁵ *See* Secretive Political Spending Plan, *supra* note 12 (stating that the *Orlando Sentinel* received records “includ[ing] checks, bank statements, emails, text messages, invoices, internal ledgers and more, all apparently unearthed during an internal investigation Matrix launched after its former employees left the firm at the end of 2020.”).

¹⁰⁶ *Id.*

1 “US Promise C4” and “Fed Promise C4,” which would also be controlled by Matrix, to make
2 contributions to state and federal political committees.¹⁰⁷

3 Notably, there is no available information indicating that Pitts or Matrix presented the
4 purposes or goals of the conduits referenced in its flowchart, besides being able to making
5 political contributions, to explain why FPL’s funds would be expected to flow from one
6 corporation to another.¹⁰⁸ There is also no available information indicating that Pitts and Matrix
7 presented any information as to why “Florida Promise C4,” “US Promise C4” and “Fed Promise
8 C4,” would be expected to engage in political activity that FPL would support. Instead, Pitts’s
9 and Matrix’s flowchart simply noted “Matrix” in a parenthetical below the names of “Broken
10 Promises,” “Florida Promise C4,” “US Promise C4” and “Fed Promise C4,” similar to how
11 Tyson, the executive director of LPAD, was included in a parenthetical under LPAD, suggesting
12 that these entities are controlled by “Matrix,” similar to how Tyson controlled LPAD.¹⁰⁹

13 Moreover, the conduits depicted on the flowchart appear to have been in fact controlled
14 by or associated with Matrix. Of the conduits mentioned, only Florida Promise, Broken
15 Promises, LPAD, and SUN existed or eventually came into existence, and they all have ties to
16 Pitts and/or Matrix. As explained above, Richard Alexander was the chairman of Florida
17 Promise, and his sister, April Odom, was a Matrix contractor at the time of the allegations.¹¹⁰

¹⁰⁷ *Id.*; see also Compl. ¶¶ 33 Fig. 1, 36-37.

¹⁰⁸ See Secretive Political Spending Plan, *supra* note 12 (noting that, for example, “Florida Promise C4” would “allowed to spend 50% of revenues on political activities” and that “Florida PCs are allowed to take unlimited funds from C4s”); see also Compl. ¶ 33 Fig. 1 (same).

¹⁰⁹ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1. While the term “person” appears in the parenthetical next to SUN, SUN had not yet been formed when Pitts sent the memo, and thus this denotation appears to suggest that they were looking for a “person” to be in control of SUN at that time. See Secretive Political Spending Plan, *supra* note 12 (reporting that Pitts sent the memo to Silagy on November 26, 2019).

¹¹⁰ Florida Promise 2018 Tax Return at 3, *supra* note 32; Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson’s sister and was a former Matrix employee).

1 Sean J. Anderson, who was the president and chairman of Broken Promises, was also a former
2 Matrix employee, a close friend of Pitts, and has a history of allowing Pitts to control the
3 nonprofits that he purportedly ran.¹¹¹ Tyson, the executive director of LPAD, reportedly
4 associated with Pitts and Abigail MacIver, another former Matrix employee, as they
5 communicated via text messages regarding Florida state senate races.¹¹² Finally, as for SUN —
6 FPL, which reportedly gave \$250,000 to SUN in December 2019, states that it believes that SUN
7 is owned by Matrix.¹¹³ Thus, the layers of corporations depicted on the flowchart appear to be
8 linked together because they are controlled by persons associated with Pitts or Matrix.

9 The available information also indicates that Pitts’s and Matrix’s proposal included the
10 making of federal political contributions. According to news articles, Pitts’s email to Silagy
11 included a “funding memo” noting making “federal campaign contributions” as one of its
12 goals.¹¹⁴ Pitts’s email to Silagy also included “a separate legal memo on federal elections
13 support” explaining that “a nonprofit might have to disclose its donors if it spent money directly
14 supporting a candidate” but that “the nonprofit would not have to disclose its donors if it gave
15 money to a type of political action committee known as a ‘Super PAC,’”¹¹⁵ which is a colloquial
16 reference to federal independent expenditure-only committees.¹¹⁶ Moreover, this legal memo

¹¹¹ Broken Promises, 2018 Tax Return at 1, 7, *supra* note 60; Bachelor Party, *supra* note 10 (reporting Pitts as having attended Anderson’s bachelor party); Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his and that he was “in control 100 percent” of the nonprofits purportedly run by Mr. Anderson).

¹¹² FPL Execs, *supra* note 43.

¹¹³ Secretive Political Spending Plan, *supra* note 12.

¹¹⁴ *Id.*; *see also* Compl. ¶ 32.

¹¹⁵ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

¹¹⁶ *See McCutcheon v. FEC*, 572 U.S. 185, 193 (2014) (“A so-called ‘Super PAC’ is a PAC that makes only independent expenditures and cannot contribute to candidates. The base and aggregate limits govern contributions to traditional PACs, but not to independent expenditure PACs.”).

1 appears to provide the missing explanation as to the purpose of providing funds to the “Fed
2 Promise C4” entity in the funding memo’s flowchart, indicating that this purpose would be to
3 make federal political contributions.¹¹⁷ The name, “*Fed* Promise C4,” also suggests that this
4 conduit would be used to make federal political contributions, as this would be consistent with
5 and parallel to the flowchart’s statements that “*Florida* Promise C4” would be used to fund
6 “Florida PCs” and that “US Promise C4” would be used to fund other state-level political
7 activities.¹¹⁸ Thus, the available information indicates that the Pitts/Matrix proposal included
8 making federal political contributions.

9 The available information also indicates that the alleged Conduit Corporations received
10 funds with the direction that they be used for federal contribution purposes as federal courts have
11 stated that a donor’s intent can be inferred from the donee’s solicitations. Specifically, in the
12 context of interpreting 52 U.S.C. § 30104(c)(1) of the Act, which courts have held to require not-
13 political committees to disclose donations received for political purposes,¹¹⁹ a district court in
14 Wisconsin observed that “whether a contribution is earmarked for political purposes and tied to
15 an election can depend on whether the contribution is received in response to a solicitation and
16 the way the solicitation is worded.”¹²⁰ As explained above, Pitts’s and Matrix’s proposal clearly
17 implicated the making of federal contributions, and the alleged Conduit Corporations appear to
18 have received donations in response to that proposal.

19 In addition to conceiving of and sharing the plan, Pitts and Matrix were also in a position

¹¹⁷ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1 (noting that it was “[w]aiting on lawyers” to explain the purpose of Fed Promise C4).

¹¹⁸ Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1.

¹¹⁹ *Citizens for Resp. & Ethics in Washington v. FEC*, 316 F. Supp. 3d 349, 389 (D.D.C. 2018), *aff’d*, 971 F.3d 340 (D.C. Cir. 2020).

¹²⁰ *Wisconsin Fam. Action v. FEC*, No. 21-C-1373, 2022 WL 844436, at *11 (E.D. Wis. Mar. 22, 2022).

1 to carry it out using the names of alleged Conduit Corporations to make the contributions. As
2 discussed above, the persons nominally in charge of the alleged Conduit Corporations,
3 Alexander and Anderson, had close relationships with Pitts and Matrix. Alexander, who served
4 as a director or officer of Florida Promise, CAIJ, and Grow United, is apparently the brother of
5 April Odom, who was a Matrix contractor at the time of the contributions and worked on matters
6 relating to CAIJ and Grow United on behalf of Matrix.¹²¹ Anderson, who was the chairman and
7 president of Broken Promises and a director and president of Stand Up for Justice, was also
8 former Matrix employee, and a close friend of Pitts.¹²² Pitts and Matrix also has a history of
9 working with Anderson’s nonprofit corporations, as Pitts reportedly texted FPL Vice President
10 Daniel Martell in 2016, four years prior to the contributions at issue here, ““Bottom line is we are
11 the ones with the check books and in control 100 percent”” of the nonprofits purportedly run by
12 Anderson.¹²³

13 Pitts and Matrix also reportedly used the names of CAIJ and Grow United in other
14 operations,¹²⁴ and had access to CAIJ’s and Grow United’s bank accounts,¹²⁵ further indicating
15 that they had control over these corporations. Specifically, news reports indicate that, in October

¹²¹ Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson’s sister and was a former Matrix contractor); *see also* Compl. ¶¶ 13, 48.

¹²² Bachelor Party, *supra* note 10 (reporting Pitts as having attended Anderson’s bachelor party); Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his); *see also* Compl. ¶¶ 16, 52.

¹²³ Nightmare Scenario, *supra* note 10; *see also* Compl. ¶¶ 16, 52.

¹²⁴ FPL Execs, *supra* note 43 (reporting that Matrix made a conduit contribution using CAIJ’s name on behalf of FPL); Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/> (reporting that Matrix offered a city councilman a job on behalf of FPL using Grow United’s name).

¹²⁵ Dark Money Playbook, *supra* note 7 (reporting that internal Matrix records included a text message from Odom stating that she procured access to the bank accounts of CAIJ and Grow United).

1 2018, Pitts used CAIJ to make a contribution to House Majority PAC on behalf of Matrix.¹²⁶
 2 News reports also indicate that in the summer of 2019, Matrix used Grow United to offer a job to
 3 a Jacksonville City Council member on behalf of FPL.¹²⁷ In addition, according to the *Orlando*
 4 *Sentinel*, it received internal Matrix documents reflecting a September 23, 2020 text message
 5 from Odom stating that she procured access to CAIJ's and Grow United's bank accounts.¹²⁸
 6 Finally, Tyson, the executive director of LPAD who donated \$1,150,000 of LPAD funds to
 7 Grow United, testified that he understood that Pitts created and ran Grow United. Therefore, not
 8 only did Pitts and Matrix conceive of a plan for the making of conduit contributions, they also
 9 had sufficient control over the alleged Conduit Corporations to cause them to permit their names
 10 to be used to make contributions on behalf of Unknown Respondents.

11 Although all five of the alleged Conduit Corporations were formed more than a year prior
 12 to making the contributions, the overall record of their known activities indicate that they were
 13 formed for the purpose of making conduit contributions. The only available information as to
 14 the five alleged Conduit Corporations' activities was that they made federal and Florida state
 15 political contributions.¹²⁹ Broken Promises and Stand Up for Justice spent at least 67% to 89%

¹²⁶ FPL Execs, *see supra* note 43 (reporting that Silagy, former CEO of FPL, emailed Pitts, former CEO of Matrix, to make a contribution to House Majority PAC to support Lauren Baer, and to make sure that "they don't triangulate this donation to others we have done"); *see also* House Majority PAC, 2018 Amended 12-Day Pre-Election Report at 655 (Dec. 3, 2018), <https://docquery.fec.gov/pdf/085/201812069135107085/201812069135107085.pdf> (reflecting CAIJ's contribution to House Majority PAC on October 16, 2018).

¹²⁷ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. FPL reportedly confirmed that Matrix employees came up with an idea to offer the City Council member a job, but that it rejected the idea. *Id.*

¹²⁸ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right-hand corner of the article's sixth picture); *see also* Compl. ¶ 48.

¹²⁹ Although Matrix reportedly used Grow United to offer a job to a Jacksonville council member, that never came to fruition as the council member rejected the offer. Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL

1 and 78% to 94%, respectively, of their total funding on making federal and Florida state political
2 contributions, indicating that they were created for the primary purpose of making political
3 contributions.¹³⁰ Moreover, consistent with the Pitts's and Matrix's proposal, federal tax records
4 show that their funding was first transmitted through another Matrix-associated conduit, the
5 Alliance for Consumer Protection Inc., which was reportedly controlled by Pitts's former college
6 roommate.¹³¹ While the available information does not indicate the total funding received by
7 Florida Promise, CAIJ, or Grow United, the only known activities by these corporations are that
8 they made an aggregate of \$3,224,500 in federal and Florida state political contributions.¹³²

9 In addition, only Florida Promise, Broken Promises, and Stand Up for Justice appeared to
10 have filed federal tax returns, and these returns do not indicate that they engaged in any activity
11 other than making political contributions, including through lobbying.¹³³ The purpose
12 statements in these tax returns indicate that Florida Promise, Broken Promises, and Stand Up for
13 Justice were formed for political purposes, further suggesting they only engaged in political

TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>.

¹³⁰ See *supra* pages 15-16, 18-19.

¹³¹ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_990O_2021102019109756.pdf; Nightmare Scenario, *supra* note 10.

¹³² See *supra* notes 33-34 and accompanying text (reflecting that Florida Promise made \$1,230,000 in federal and Florida state contributions); *supra* notes 38, 40, 38 and accompanying text (reflecting that CAIJ made \$432,000 in federal and Florida state contributions); *supra* notes 46, 49 and accompanying text (reflecting that Grow United made \$1,562,500 in federal and Florida state contributions).

¹³³ See generally Florida Promise 2018 Tax Return, *supra* note 32; Broken Promises 2018 Tax Return, *supra* note 60; Stand Up for Justice 2018 Tax Return, *supra* note 76. As indicated above, while Broken Promises and Stand Up for Justice indicated in their 2018 federal tax returns that they spent funding on "lobbying" and "other" program expenses in 2018, the amounts they reportedly spent correspond to the same amounts that they spent on making Florida state political contributions. See *supra* pages 16, 18.

1 activities.¹³⁴

2 Furthermore, there are various organizational aspects of the alleged Conduit Corporations
3 that suggest they were formed to serve as conduits. Specifically, despite the fact that CAIJ and
4 Stand Up for Justice were incorporated in different states and do not share any officers, both
5 entities reported having the same mailing address in Washington, D.C.¹³⁵ In addition, despite
6 both Broken Promises and Stand Up for Justice having the same three officers and nearly
7 identical mission statements, both entities were incorporated on the same day in the same
8 state.¹³⁶ Finally, Broken Promises’s federal tax return suggests that it was trying to conceal that
9 it made political contributions. Specifically, Broken Promises characterized on its 2018 federal
10 tax return that it spent \$115,470 on “other” program service expenses, when that amount was
11 actually used to make in-kind contributions to Florida state committees.¹³⁷ Thus, the available
12 information as to the activities, stated purpose, and creation of the Conduit Corporations suggests
13 that they were created for making conduit contributions.

¹³⁴ Florida Promise 2018 Tax Return at 6, *supra* note 32 (stating that its purpose is to “develop and advocate for legislation, regulations, and government programs related to policies to benefit Floridians”); Broken Promises 2018 Tax Return at 2, *supra* note 60 (stating that its purpose is to “develop[] and advocat[e] for legislation, regulations, and government programs to improve social environmental, economy and social environment”); Stand Up for Justice 2018 Tax Return at 2, *supra* note 76 (stating that its purpose is to “develop[] and advocat[e] for legislation [*sic*], regulations, and government programs to improve social environment, economy & society”).

¹³⁵ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ’s address was at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006); *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name “Stand Up for Justice”) (reflecting that Stand Up for Justice’s business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006).

¹³⁶ See *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization names “Broken Promises” and “Stand Up For Justice”) (reflecting that both Broken Promises and Stand Up for Justice were incorporated on August 29, 2018); Broken Promises 2018 Tax Return at 1, 7, *supra* note 60; Stand Up for Justice 2018 Tax Return at 1, 7, *supra* note 76.

¹³⁷ Compare Broken Promises 2018 Tax Return at 10, *supra* note 60 (stating that it spent \$115,470 in “other” program service expenses), with *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year “all” and contributor last name “Broken Promises”) (reflecting that Broken Promises Broken Promises made \$115,470 in in-kind Florida state political contributions in 2018).

1 In sum, the available information indicates that there was a plan to illegally disguise or
2 withhold public reporting of political activities, and that this plan included making contributions
3 through conduits and in a manner that closely matches what the available information shows had
4 subsequently occurred. In addition, pursuant to this plan, the alleged Conduit Corporations
5 permitted their names to be used to make federal political contributions on behalf of Unknown
6 Respondents. Finally, the only known activities of the alleged Conduit Corporations were that
7 they made federal and Florida state political contributions, indicating that their purpose was to
8 serve as conduits. Thus, the Commission finds reason to believe that Grow United, Inc., violated
9 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b) by knowingly permitting its name to be used to
10 effect contributions in the name of another.

1 **FEDERAL ELECTION COMMISSION**

2 **FACTUAL AND LEGAL ANALYSIS**

3 **RESPONDENT:** Broken Promises

MUR 8082

4 **I. INTRODUCTION**

5 The Complaint alleges that Unknown Respondents made contributions in the name of
6 another through a network of conduits associated with a political consulting firm called Matrix
7 LLC (“Matrix”), to five federal independent expenditure-only political committees (“IEOPCs”).¹

8 The specific contributions identified in the Complaint are as follows:

- 9 • a \$1,000,000 contribution reportedly from Florida Promise, Inc. (“Florida Promise”) to Senate Leadership Fund, dated December 8, 2020;²
- 10
- 11 • a \$100,000 contribution reportedly from the Center for Advancement of Integrity and Justice, Inc. (“CAIJ”) to American Valor PAC, dated October 27, 2020;³
- 12
- 13 • a \$100,000 contribution reportedly from Grow United, Inc. (“Grow United”) to Conservative Action Fund (f/k/a Wingman PAC), also dated October 27, 2020;⁴
- 14
- 15 • a \$20,000 contribution reportedly from Broken Promises to Concerned Conservatives, Inc., dated July 14, 2020;⁵ and
- 16
- 17 • a \$50,000 contribution reportedly from Stand Up for Justice to South Florida Residents First, dated March 31, 2020.⁶
- 18

¹ Compl. ¶¶ 2, 5, 27, 42, 89-93 (Oct. 27, 2022).

² Senate Leadership Fund, Amended 2020 Year End Report at 72 (Mar. 18, 2021), <https://docquery.fec.gov/pdf/807/202103189441299807/202103189441299807.pdf>; see also Compl. ¶¶ 49-50.

³ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf>; see also Compl. ¶¶ 47-48.

⁴ Wingman PAC, 2020 30-Day Post Election Report at 1, 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting a \$100,000 contribution from Grow United, Inc., on October 27, 2020, and the committee’s FEC identification number of C00742296); Conservative Action Fund, Amended Statement of Organization at 1 (May 20, 2022), <https://docquery.fec.gov/pdf/048/202205209512421048/202205209512421048.pdf> (reflecting that its name has changed to Conservative Action Fund and that its FEC identification number is C00742296); see also Compl. ¶¶ 43-44.

⁵ Concerned Conservatives, Inc., 2020 12-Day Pre-Primary Election Report at 6 (Aug. 6, 2020), <https://docquery.fec.gov/pdf/823/202008069261263823/202008069261263823.pdf>; see also Compl. ¶¶ 51-52.

⁶ South Florida Residents First, 2020 April Quarterly Report at 11 (Apr. 13, 2020), <https://docquery.fec.gov/pdf/294/202004159216942294/202004159216942294.pdf>; see also Compl. ¶¶ 53-54.

1 The Complaint relies on news articles regarding a 2019 email and two accompanying
2 memoranda sent from Jeff Pitts, Matrix’s former CEO, to Eric Silagy, Florida Power & Light
3 Company’s (FPL) former CEO, reportedly proposing a method for FPL to make anonymous
4 contributions to federal and state political committees by transferring funds through multiple
5 levels of conduits.⁷ The proposal called for funds to be first sent to and passed through higher-
6 level Matrix-associated conduits, including SUN Marketing & Advertising LLC (“SUN”) and
7 Let’s Preserve the American Dream, Inc. (“LPAD”), before being sent to various lower-level
8 Matrix-controlled conduits, including Florida Promise, that would be reported as the source of
9 the contributions. Thus, the Complaint alleges that each of the five alleged lower-level Matrix-
10 controlled conduits (referred to herein as the “Conduit Corporations”) permitted their names to
11 be used to effect contributions in the name of another pursuant to Pitts’s and Matrix’s proposal.

12 To support its central allegation, the Complaint alleges that all five of the alleged Conduit
13 Corporations had ties to Pitts or Matrix through having either Richard Alexander or Sean J.
14 Anderson as a director or officer.⁸ Citing news articles, the Complaint alleges that Alexander’s
15 sister was a Matrix contractor at the time of the allegations⁹ and that Anderson was a former
16 Matrix employee and a good friend of Pitts.¹⁰

⁷ Compl. ¶¶ 3-4, 28-41; *see, e.g.*, Jason Garcia & Annie Martin, *Florida’s Dark Money Playbook: How ‘Ghost’ Candidate Scheme Revealed Secretive Political Tactics*, ORLANDO SENTINEL (Dec. 30, 2021), <https://www.orlandosentinel.com/news/os-ne-dark-money-ghost-candidates-tactics-20211230-7zelkoadffclde3z76ax3cgx3m-htmlstory.html> [hereinafter Dark Money Playbook].

⁸ Compl. ¶¶ 13, 16.

⁹ *Id.* ¶ 13; *see* Dark Money Playbook, *supra* note 7 (reporting that Alexander’s sister, April Odom, was a Matrix employee at the time of the allegations, and that she worked on matters relating to Grow United and CAIJ).

¹⁰ Compl ¶ 16; *see* John Archibald, *Archibald: ‘Bachelor party’ Makes For Strange Bedfellows*, AL.COM (Nov. 14, 2010), https://www.al.com/archiblog/2010/11/archibald_bachelor_party_makes.html [hereinafter “Bachelor Party”] (reporting that Pitts attended Anderson’s bachelor party and that they were both employed by Matrix at the time); Mary Ellen Klas, *et al.*, *‘Nightmare Scenario’: How FPL Secretly Manipulated a Florida State Senate Election*, MIAMI HERALD (Aug. 29, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article264196761.html> [hereinafter “Nightmare Scenario”] (reporting that Pitts texted FPL vice president

1 As discussed below, the five contributions purportedly made by the alleged Conduit
2 Corporations as identified by the Complaint appear to be consistent with the conduit
3 contributions proposed by Pitts and Matrix to FPL to anonymize its political contributions. In
4 addition, all five of the alleged Conduit Corporations appear to be controlled by or associated
5 with Pitts and Matrix. Accordingly, the Commission finds reason to believe that Broken
6 Promises violated 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b) by knowingly permitting its name
7 to be used to effect contributions in the name of another.

8 II. FACTUAL BACKGROUND

9 A. Jeff Pitts of Matrix Appears to Have Created a Plan to Anonymize Federal 10 Political Contributions Using a Network of Conduits Controlled by or 11 Associated with Pitts or Matrix

12 Matrix is a “strategic communications firm” based in Alabama.¹¹ According to the
13 *Orlando Sentinel*, it received a cache of internal documents from Matrix, “includ[ing] checks,
14 bank statements, emails, text messages, invoices, internal ledgers and more, all apparently
15 unearthed during an internal investigation Matrix launched after its former employees left the
16 firm at the end of 2020.”¹² These internal records included a copy of a November 26, 2019
17 email sent from former Matrix CEO, Jeff Pitts, to former FPL CEO, Eric Silagy, stating,
18 “Attached is an updated funding memo along with a separate legal memo on federal elections
19 support.”¹³ The “funding memo” noted goals such as making “federal campaign contributions”

Daniel Martell that Anderson was an old friend of his and that Pitts was in control of the nonprofits run by Anderson).

¹¹ *Matrix, LLC, v. Canopy Partners, LLC, et al*, 2021 WL 3127729 (Ala. Cir. Ct.).

¹² Jason Garcia & Annie Martin, *Operative Pitched Secretive Political Spending Plan to FPL Exec’s Email Alias, Records Reveal*, ORLANDO SENTINEL (Jan. 24, 2022), <https://www.orlandosentinel.com/politics/os-ne-florida-power-and-light-matrix-dark-money-20211217-v64274eytjeb5hnstdognvqds4-story.html> [hereinafter “Secretive Political Spending Plan”].

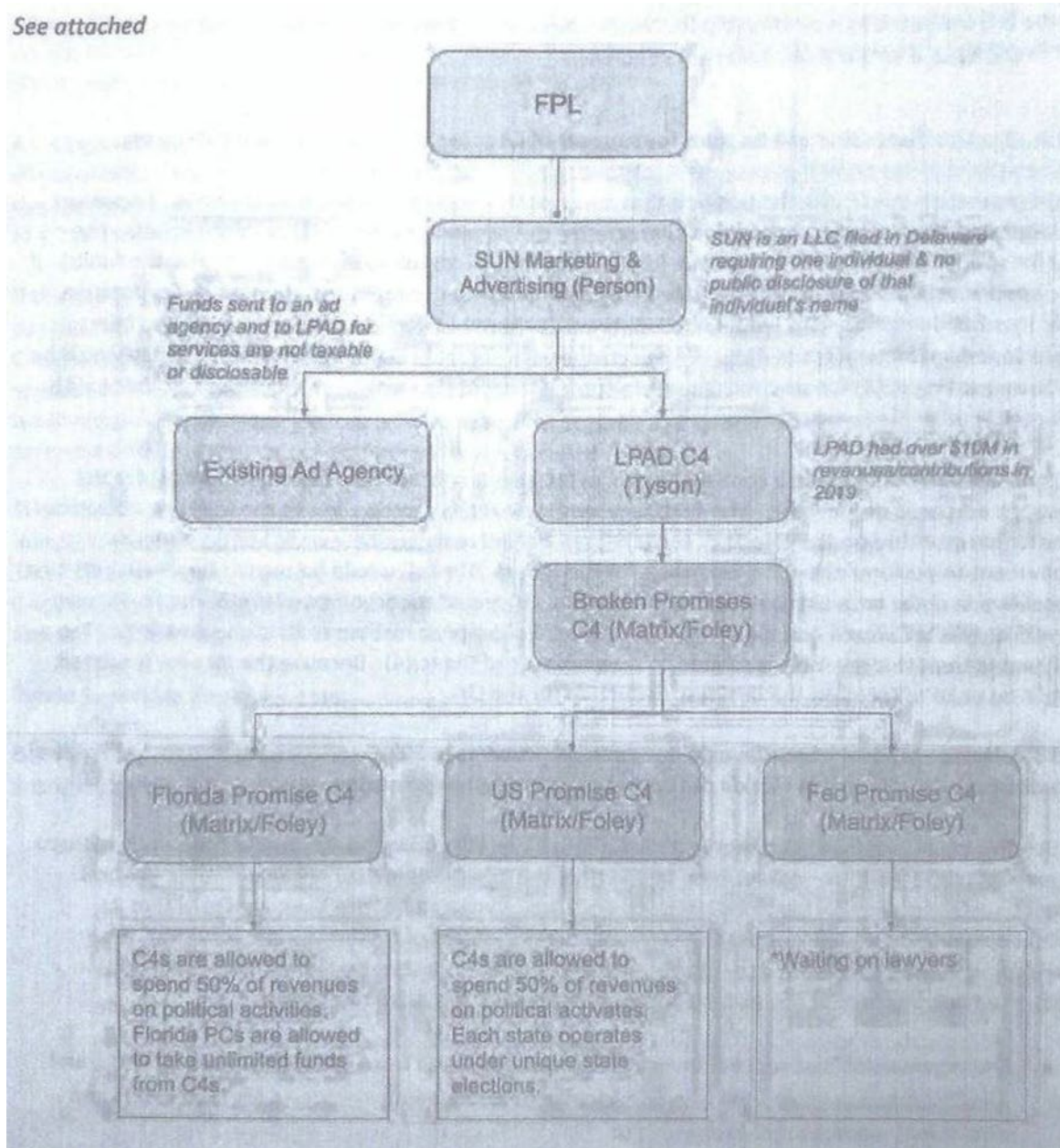
¹³ *Id.*; see also Compl. ¶¶ 3, 31-38.

- 1 and ““minimiz[ing] all public reporting of entities and activities.””¹⁴ It also included a flowchart
- 2 depicting money flowing from FPL through a network of conduits before being contributed to
- 3 federal and state political committees, as reproduced below:¹⁵

¹⁴ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶ 32.

¹⁵ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶ 33 Fig. 1.

See attached



- 1 Notably, next to or below the name of each conduit is a parenthetical, which may indicate the
- 2 person or entity controlling or associating with that conduit. Specifically, the flowchart
- 3 identifies a “LPAD C4 (Tyson),” which appears to refer to LPAD and its executive director Ryan
- 4 Tyson.¹⁶ The flowchart also identifies “Matrix/Foley” in a parenthetical next to or below the

¹⁶ See Compl. ¶ 35.

1 names of the following conduits: “Broken Promises,” “Florida Promise C4,” “US Promise C4,”
2 and “Fed Promise C4,” suggesting that these conduits are directly associated with and/or
3 controlled by Matrix and its legal counsel, Foley and Lardner, LLP (“Foley”).¹⁷

4 According to the flowchart, money could flow to a “Florida Promise C4,” which could
5 “spend 50% of revenues on political activities” due to its tax status as a section 501(c)(4)
6 corporation, and be used to contribute to Florida state political committees on the basis that
7 “Florida PCs are allowed to take unlimited funds from C4s.”¹⁸ Money could also flow to a “US
8 Promise C4,” which similarly could “spend 50% of revenues on political activities” due to its tax
9 status, and be used to contribute to other states’ political committees on the basis that “[e]ach
10 state operates under unique state elections.”¹⁹ Lastly, the flowchart indicates that money could
11 flow to a “Fed Promise C4,” but because Matrix was “[w]aiting on lawyers,” it could not state
12 the purpose of this proposed funding.²⁰

13 The legal memo attached to the email, which was drafted by Foley attorney Erika Alba,
14 addressed “the legalities of using nonprofits to spend money on federal elections.”²¹ The memo
15 states that “a nonprofit might have to disclose its donors if it spent money directly supporting a
16 candidate,” but that “the nonprofit would not have to disclose its donors if it gave money to a
17 type of political committee known as a ““Super PAC”” (*i.e.*, an IEOPC) “that then spent money
18 supporting the candidate.”²² The legal memo then concluded: ““Thus, it could be strategic for a

¹⁷ See Secretive Political Spending Plan, *supra* note 12 (noting that Erika Alba of Foley & Lardner LLP drafted a legal memo attached to the email); *see also* Compl. ¶ 38 (alleging the same).

¹⁸ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 33 Fig. 1, 37.

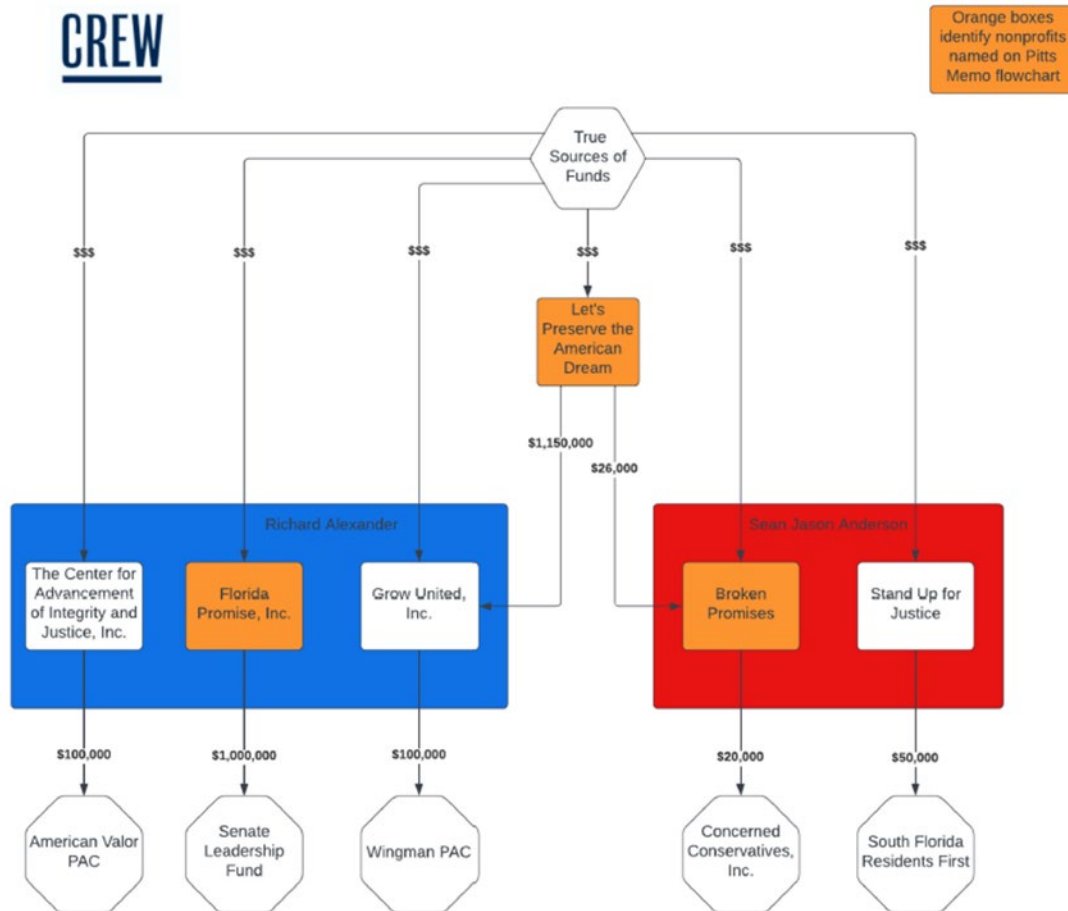
¹⁹ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

²⁰ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

²¹ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

²² Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

- 1 [nonprofit] who wishes to make Independent Expenditures to do so via a Super PAC.”²³
- 2 Based on the record of contributions disclosed by the recipient IEOPCs and news articles
- 3 reporting that LPAD provided funding to Grow United and Broken Promises, the Complaint
- 4 depicts the implementation of the Matrix plan as taking the following altered form:²⁴



- 5
- 6 The Complaint alleges that Matrix pitched the above-referenced plan to Unknown
- 7 Respondent clients, noting that FPL’s spokesperson, David Reuter, stated, ““We are aware of the
- 8 proposed structure as the legal memo was shared with us, and as we understand it, Joe

²³ Secretive Political Spending Plan, *supra* note 12 (alteration in original); *see also* Compl. ¶ 38.

²⁴ Compl. ¶¶ 42 Fig. 2, 45, 52.

1 Perkins'[s] team at Matrix created a proposal to fund their *clients'* communication and outreach
2 activities during 2020.”²⁵

3 **B. The Alleged Conduit Corporations Appear to Have Been Controlled by or**
4 **Associated with Pitts and/or Matrix**

5 The Complaint alleges that five alleged Conduit Corporations, Florida Promise, CAIJ,
6 Grow United, Broken Promises, and Stand Up for Justice, permitted their names to effect the
7 \$1.27 million in contributions that they purportedly made to IEOPCs on behalf of Unknown
8 Respondents.²⁶ Richard Alexander served as a director or officer of the first three alleged
9 Conduit Corporations, while Sean J. Anderson was a director or officer of the latter two.

10 According to news reports, both Alexander and Anderson had close ties to Matrix.
11 Alexander's sister, April Odom, was a Matrix contractor at the time of the allegations and
12 reportedly worked on behalf of Matrix regarding CAIJ and Grow United, which were entities
13 associated with Alexander.²⁷ Anderson, on the other hand, was a former Matrix employee, and
14 reportedly a close friend of Pitts.²⁸ Anderson also has a history of working with Pitts, as Pitts
15 reportedly texted FPL Vice President Daniel Martell in 2016, four years prior to the alleged
16 contributions, as follows: “Bottom line is we are the ones with the check books and in control
17 100 percent” of the nonprofits purportedly run by Anderson.²⁹ The discussion below sets out
18 the available information about each of the alleged Conduit Corporations and their relationships
19 with Pitts and/or Matrix.

²⁵ Secretive Political Spending Plan, *supra* note 12 (emphasis added); Compl. ¶ 40 (emphasis added).

²⁶ Compl. ¶¶ 5, 43-54.

²⁷ Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson's sister and was a former Matrix employee); *see also* Compl. ¶¶ 13, 48.

²⁸ Bachelor Party, *supra* note 10; Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his); *see also* Compl. ¶ 16.

²⁹ Nightmare Scenario, *supra* note 10; *see also* Compl. ¶ 16.

1 1. Florida Promise, Inc.

2 Florida Promise is a corporation identified in Matrix’s proposal to FPL that could be used
3 as a conduit to make contributions to Florida political committees,³⁰ and it was incorporated on
4 December 18, 2018.³¹ According to Florida Promise’s 2018 federal tax return, it is a 501(c)(4)
5 corporation; its mission is to “develop and advocate for legislation, regulations, and government
6 programs related to policies to benefit Floridians”; Alexander was its chairman; it did not have a
7 website; and it did not have any expenses or revenue that year.³²

8 On December 8, 2020, Florida Promise made a \$1,000,000 contribution to the Senate
9 Leadership Fund.³³ In addition, consistent with Matrix’s proposal to use Florida Promise to
10 make Florida political contributions, Florida Promise also made contributions to Florida political
11 committees on June 12, 2019, and January 27, 2021, totaling \$230,000.³⁴ Other than making the
12 \$1,230,000 in federal and Florida state political contributions, there is no publicly available
13 information regarding Florida Promise’s activities.

³⁰ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶¶ 33 Fig. 1, 50.

³¹ Division of Corporations, DEL. SEC’Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “Florida Promise”); see also Compl. ¶ 12.

³² IRS Form 990-EZ, Florida Promise, Inc., 2018 Short Form Return of Organization Exempt from Income Tax at 2-3, 6 (Nov. 13, 2019), https://apps.irs.gov/pub/epostcard/cor/832961305_201812_990EO_2020060117168825.pdf [hereinafter Florida Promise 2018 Tax Return].

³³ Senate Leadership Fund, Amended 2020 Year End Report at 72 (Mar. 18, 2021), <https://docquery.fec.gov/pdf/807/202103189441299807/202103189441299807.pdf>; see also Compl. ¶ 49.

³⁴ Campaign Finance Database, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching “all” election years with contributor’s last name starting with “Florida Promise”); see also Compl. ¶ 50.

2. Center for Advancement of Integrity and Justice, Inc.

CAIJ was incorporated on October 1, 2018,³⁵ and shared a mailing address with Stand Up for Justice.³⁶ There are no publicly available CAIJ federal tax returns.³⁷ Alexander served as either a director or officer of CAIJ.

On October 27, 2020, CAIJ made a \$100,000 contribution to American Valor PAC,³⁸ an IEOPC that made independent expenditures during the 2020 election cycle solely in Florida's 13th Congressional District, which supported Anna Paulina Luna, the Republican nominee, and opposed Charlie Joseph Crist, the Democratic nominee.³⁹ CAIJ also made contributions to Florida political committees totaling \$307,000, starting in November 2018 and through December 2020.⁴⁰

³⁵ *Division of Corporations*, DEL. SEC'Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name "Center for Advancement of Integrity and Justice"); *see also* Compl. ¶ 11.

³⁶ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ's address was at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006); *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name "Stand Up for Justice") (reflecting that Stand Up for Justice's business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006).

³⁷ On May 15, 2021, the IRS automatically revoked CAIJ's 501(c)(4) status for not filing a Form 990s-series return for three consecutive years, suggesting that CAIJ has not filed any tax returns. *See Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited July 25, 2023) (searching the organization name "center for advancement of integrity" which reflect that CAIJ's federal tax exempt status was automatically revoked on May 15, 2021 for not filing a Form 990-series return or notice for three consecutive years).

³⁸ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf>; *see also* Compl. ¶ 47.

³⁹ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00757179&is_notice=false&most_recent=true (last visited Aug. 18, 2023) (reflecting independent expenditures made by American Valor PAC); *November 3, 2020 General Election*, FL DEP'T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting "Federal Offices") (reflecting that Anna Luna was the Republican nominee and that Charlie Crist was the Democratic nominee in Florida's 13th Congressional District).

⁴⁰ *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited July 25, 2023) (searching "all" election years with contributor's last name starting with "center for advancement").

1 While CAIJ was not referenced by name in Matrix’s proposal to FPL, news reports
2 suggest that it was controlled by Matrix. Specifically, Matrix’s internal files reportedly include a
3 September 23, 2020 text message from Odom, Alexander’s sister and a Matrix contractor at the
4 time of the allegations, stating that she procured access to CAIJ’s bank account.⁴¹ In addition,
5 on October 16, 2018, just 15 days after CAIJ’s incorporation, CAIJ made a \$25,000 contribution
6 to House Majority PAC.⁴² According to news reports, FPL directed Matrix to make this
7 contribution on its behalf to support Lauren Baer, who was seeking election in Florida’s 18th
8 Congressional District, and asked Matrix to ensure that House Majority PAC “do[es]n’t
9 triangulate this donation to others we have done.”⁴³ Other than making the \$432,000 in federal
10 and Florida state political contributions, there is no publicly available information regarding
11 CAIJ’s activities.

⁴¹ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right-hand corner of the article’s sixth picture); *see also* Compl. ¶ 48.

⁴² House Majority PAC, 2018 Amended 12-Day Pre-Election Report at 655 (Dec. 3, 2018), <https://docquery.fec.gov/pdf/085/201812069135107085/201812069135107085.pdf>.

⁴³ Jason Garcia & Annie Martin, *Florida Power & Light Execs Worked Closely with Consultants Behind ‘Ghost’ Candidate Scheme, Records Reveal*, ORLANDO SENTINEL (Apr. 14, 2022), <https://www.orlandosentinel.com/politics/os-ne-florida-power-and-light-senate-ghost-candidates-20211202-szjhv7ox6vcmpm6pgd437y52i-htmlstory.html> [hereinafter “FPL Execs”] (reporting that Silagy forwarded Pitts instructions to make a contribution to House Majority PAC to support Lauren Baer and to make sure that “they don’t triangulate this donation to others we have done”); *November 6, 2018 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/6/2018&DATAMODE=> (last visited Sept. 25, 2023) (reflecting that Lauren Baer was the democratic nominee in Florida’s 18th Congressional District).

1 3. Grow United, Inc.

2 Grow United was incorporated on July 24, 2019.⁴⁴ There are no publicly available Grow
3 United federal tax records and it did not identify itself as a nonprofit organization to the Internal
4 Revenue Service.⁴⁵ Alexander served either as a director or officer of Grow United.

5 On October 27, 2020, Grow United made a \$100,000 contribution to Wingman PAC,⁴⁶
6 now known as the Conservative Action Fund.⁴⁷ Wingman PAC made independent expenditures
7 during the 2020 election cycle solely in Florida's 15th Congressional District, which supported
8 Scott Franklin, the Republican nominee; opposed Alan Michael Cohn, the Democratic nominee;
9 and opposed Vincent Spano Ross, who competed against Franklin for the Republican

⁴⁴ Division of Corporations, DEL. SEC'Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name "Grow United").

⁴⁵ See *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (reflecting that there are no results when searching Grow United's name or its EIN number identified in the Complaint, 84-2546999).

⁴⁶ Wingman PAC, 2020 30-Day Post Election Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/423/202012039338666423/202012039338666423.pdf> (reflecting a \$100,000 contribution from Grow United on October 27, 2020).

⁴⁷ *Id.* at 1 (reflecting an FEC identification number of C00742296); Conservative Action Fund, Amended Statement of Organization at 1 (May 20, 2022), <https://docquery.fec.gov/pdf/048/202205209512421048/202205209512421048.pdf> (reflecting that its name has changed to Conservative Action Fund and its FEC identification number is C00742296).

1 nomination.⁴⁸ Earlier that month, from October 3, 2020, through October 20, 2020, Grow
 2 United made contributions to Florida state political committees totaling \$1,462,500.⁴⁹

3 Grow United appears to have been created and controlled by Pitts and Matrix. Ryan
 4 Tyson, the executive director of LPAD — which contributed \$1,150,000 to Grow United in
 5 2020⁵⁰ — was deposed by the Miami-Dade State Attorney’s Office in a criminal matter
 6 regarding a former LPAD contractor’s creation of fake Florida state senate candidates during the
 7 2020 election cycle. Tyson testified in the deposition that he understood that Jeff Pitts started
 8 and ran Grow United. In addition, FPL reportedly asserted that Grow United was created by
 9 Matrix.⁵¹

10 Matrix’s internal records also reportedly indicate that it had control of Grow United.
 11 According to news reports, Matrix’s internal ledger reflect an August 7, 2019 entry billed to FPL
 12 for ““Grow United SOS Fees,”” which likely referred to the fees charged by the Delaware

⁴⁸ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00742296&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting Wingman PAC’s independent expenditures in the 2020 election cycle); *November 3, 2020 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices”) (reflecting that Scott Franklin was the Republican nominee and Alan Cohn was the Democratic nominee in Florida’s 15th Congressional District); *August 18, 2020 Primary Election Republican Primary*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=8/18/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices” in the Republican Primary section) (reflecting that both Scott Franklin and Ross Spano were seeking the Republican nomination in Florida’s 15th Congressional District).

⁴⁹ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (selecting election year “all” and searching contributor last name starting with “grow united”); *see also* Compl. ¶ 46.

⁵⁰ *See* Compl. ¶ 45.

⁵¹ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Dec. 10, 2021, updated Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. Joe Perkins, owner of Matrix, denies that Matrix created Grow United, and Perkins’s attorney asserts that “[t]o the extent any rogue Matrix employees were involved in those activities, they were undertaken in secret, without Dr. Perkins’[s] knowledge or consent.” *Id.*

1 Secretary of State for incorporating Grow United a few weeks prior.⁵² Matrix’s internal records
2 also reportedly include a September 23, 2020 message from Odom stating that she procured
3 access to Grow United’s bank account.⁵³ In addition, as part of her duties at Matrix, Odom
4 reportedly sent checks from Grow United to make contributions to Florida committees, asked the
5 committees to confirm their receipt of the checks,⁵⁴ and emailed a \$12,813.54 invoice to Matrix
6 with the subject line, “FPL Expenses for Grow United c4,” for expenses that included traveling
7 to Colorado to update the nonprofit’s mailbox at a UPS Store in Denver.⁵⁵

8 News articles also report that, in the summer of 2019, Matrix used Grow United to offer a
9 job to a Jacksonville City Councilmember on behalf of FPL.⁵⁶ Furthermore, Foley attorney
10 Erika Alba reportedly billed Matrix in the fall of 2020 for her work on IRS submission forms for
11 Grow United.⁵⁷ Other than making the \$1,562,500 in political contributions, there is no publicly
12 available information regarding Grow United’s activities.

⁵² FPL Execs, *supra* note 43.

⁵³ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right corner of the article’s sixth picture); *see also* Compl. ¶ 48.

⁵⁴ Dark Money Playbook, *supra* note 7.

⁵⁵ FPL Execs, *supra* note 43.

⁵⁶ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. FPL reportedly confirmed that Matrix employees came up with an idea to offer the City Council member a job, but that it rejected the idea. *Id.*

⁵⁷ Nate Monroe, *Law Firm that Advised on Botched JEA Sale Also Helped Former FPL Consultants On Dark-Money Projects*, FL TIMES-UNION (Dec. 17, 2021), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/17/jea-privatization-law-firm-foley-lardner-also-helped-former-fpl-consultants-political-giving/8850686002/>. There are no publicly available tax forms from Grow United, Inc., however. *See Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (reflecting that there are no results when searching Grow United’s name or its EIN number identified in the Complaint, 84-2546999).

1 4. Broken Promises

2 Broken Promises is referenced by name in Matrix’s proposal to FPL as a middleman that
3 would receive funds and send them to conduits, including Florida Promise, that would in turn
4 make political contributions.⁵⁸ Broken Promises was incorporated on August 29, 2018, along
5 with Stand Up for Justice.⁵⁹ According to Broken Promises’s federal tax return for the 2018
6 calendar year, it is a 501(c)(4) corporation; its purpose is to “develop[] and advocat[e] for
7 legislation, regulations, and government programs to improve social environmental, economy
8 and social environment”; Sean J. Anderson is its president and chairman; it did not have a
9 website; and it received \$200,000 of funding that year.⁶⁰ In addition, according to news reports,
10 Broken Promises reportedly received \$26,000 from LPAD on July 9, 2020.⁶¹

11 On July 14, 2020, five days after reportedly receiving the \$26,000 from LPAD, Broken
12 Promises made a \$20,000 contribution to Concerned Conservatives, Inc., an IEOPC.⁶² During
13 the 2020 election cycle, Concerned Conservatives, Inc., made independent expenditures only in
14 Florida’s 19th Congressional District to support Dane Eagle, who unsuccessfully ran for the
15 Republican nomination, and oppose his competitors, William Matthew Figlesthler, Byron

⁵⁸ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶¶ 33 Fig. 1, 52.

⁵⁹ CorpOnline, DC.GOV, <https://corponline.dhra.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name “Broken Promises” and “Stand Up for Justice”).

⁶⁰ See IRS Form 990, Broken Promises, 2018 Return of Organization Exempt from Income Tax at 1, 7 (Nov. 15, 2019), https://apps.irs.gov/pub/epostcard/cor/831745117_201812_990O_2020012317057600.pdf [hereinafter Broken Promises 2018 Tax Return] (reflecting an unfilled line for the organization’s website).

⁶¹ Jeff Weiner & Annie Martin, *Bank Records Shed Light on Dark-Money Group in ‘Ghost’ Candidate Scandal*, ORLANDO SENTINEL (Apr. 18, 2022), <https://www.orlandosentinel.com/2022/04/18/bank-records-shed-light-on-dark-money-group-in-ghost-candidate-scandal/>; see Compl. ¶ 52.

⁶² Concerned Conservatives, Inc., 2020 12-Day Pre-Primary Election Report at 6 (Aug. 6, 2020), <https://docquery.fec.gov/pdf/823/202008069261263823/202008069261263823.pdf>; see also Compl. ¶ 51.

1 Donalds, and Casey Askar.⁶³ In addition, in 2018, Broken Promises made \$160,470 in Florida
2 state political contributions, and in 2019, it made \$21,500 in Florida state political
3 contributions.⁶⁴ Thus, it appears that Broken Promises made at least \$201,970 in political
4 contributions during its existence.

5 According to Broken Promises’s federal tax returns and other information received by the
6 Commission, it received a total of \$226,000 to \$300,000 in funding during its existence:
7 \$200,000 in 2018,⁶⁵ \$50,000 or less in 2019, and \$26,000 to \$50,000 in 2020 before terminating
8 later that year.⁶⁶ Broken Promises’s 2018 federal tax return also indicates that it spent \$500 on
9 legal expenses and \$40 on management and general expenses that year.⁶⁷ Although Broken
10 Promises characterized spending \$45,000 on lobbying and \$115,470 on “other” program
11 expenses in its 2018 federal tax return, this sum of \$160,470 corresponds precisely to the dollar
12 with its 2018 Florida state political contributions also totaling \$160,470.⁶⁸ Thus, Broken
13 Promises spent at least 67% to 89% of its total funding on making political contributions.

⁶³ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00728402&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting Concerned Conservatives, Inc.’s, independent expenditures during the 2020 election cycle); *August 18, 2020 Primary Election Republican Primary*, FL DEP’T OF STATE DIV. OF ELECTIONS, https://results.elections.myflorida.com/Index.asp?ElectionDate=8/18/2020&DATA_MODE= (last visited Sept. 25, 2023) (selecting “Federal Offices” in the Republican Primary section) (reflecting that Dane Eagle, William Figlesthaler, Byron Donalds, and Casey Askar were seeking the Republican nomination in Florida’s 19th Congressional District).

⁶⁴ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year “all” and contributor last name “Broken Promises”).

⁶⁵ Broken Promises 2018 Tax Return at 1, *supra* note 60.

⁶⁶ For 2019 and 2020, Broken Promises filed an IRS Form 990-N, indicating that its gross receipts were \$50,000 or less in those years. *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (searching organization name “Broken Promises”).

⁶⁷ Broken Promises 2018 Tax Return at 10, *supra* note 60.

⁶⁸ *Id.*; see also *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year “all” and contributor last name “Broken Promises”) (reflecting that Broken Promises made \$160,470 in Florida state political contributions in 2018,

1 According to the *Miami Herald*, Broken Promises’s entire \$200,000 of funding in 2018
2 was from FPL.⁶⁹ Specifically, the *Miami Herald* claims it received an internal Matrix ledger
3 showing how, in 2018, Matrix distributed \$200,000 of funds labeled as coming from FPL to
4 Broken Promises.⁷⁰ The ledger reportedly shows that Matrix sent \$100,000 of FPL funds to
5 Broken Promises on September 26, 2018, and again on October 16, 2018, totaling \$200,000.⁷¹
6 This money was likely transmitted through other Matrix-controlled corporations before coming
7 to Broken Promises, because federal tax records show that the Alliance for Consumer Protection
8 Inc., donated \$100,000 to Broken Promises in 2018.⁷² According to a news report regarding a
9 text message between Pitts and FPL Vice President Martell, the director of the Alliance for
10 Consumer Protection Inc., David Calvert, is Pitts’s former college roommate.⁷³

11 5. Stand Up for Justice

12 As discussed above, Stand Up for Justice was incorporated on August 29, 2018,⁷⁴ the
13 same day as Broken Promises, and it shared a mailing address with CAIJ.⁷⁵ According to its

of which \$45,000 were cash contributions and \$115,470 were in-kind contributions in the forms of direct mail and advertising).

⁶⁹ Nicholas Nehamas & Mary Ellen Klas, *DeSantis ’18 Campaign Got \$25,000 From Nonprofit Secretly Funded by FPL Cash, Records Show*, MIAMI HERALD (Sept. 9, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article265213541.html>.

⁷⁰ *Id.* FPL spokesperson Reuter called the ledger “fake” and stated, “We have no record of FPL, or any NextEra Energy entity for that matter, ever having paid Broken Promises.” *Id.*

⁷¹ Nightmare Scenario, *supra* note 10; *see also* Nicholas Nehamas & Mary Ellen Klas, *DeSantis ’18 Campaign Got \$25,000 From Nonprofit Secretly Funded by FPL Cash, Records Show*, MIAMI HERALD (Sept. 9, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article265213541.html>.

⁷² IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_9900_20211020_19109756.pdf.

⁷³ Nightmare Scenario, *supra* note 10.

⁷⁴ *CorpOnline*, DC.GOV, <https://corponline.dcrec.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization names “Stand Up for Justice” and “Broken Promises”).

⁷⁵ *Id.* (searching the organization name “Stand Up for Justice”) (reflecting that Stand Up for Justice’s business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006); American Valor PAC, 2020

1 2018 federal tax return, Stand Up for Justice is a 501(c)(4) corporation; its purpose is to
2 “develop[] and advocat[e] for legislation [*sic*], regulations and government programs to improve
3 social environment, economy & society”; Anderson was a director and its president; it did not
4 have a website; and it received \$350,000 in funding that year.⁷⁶

5 On March 31, 2020, Stand Up for Justice made a \$50,000 contribution to South Florida
6 Residents First,⁷⁷ an IEOPC that made independent expenditures during the 2020 election cycle
7 only in Florida’s 26th Congressional District, which supported Republican nominee Carlos
8 Gimenez and opposed Democratic nominee Debbie Mucarsel-Powell.⁷⁸ In addition, just two
9 months after it was incorporated, Stand Up for Justice made contributions to a Florida political
10 committee in October 2018, totaling \$300,000,⁷⁹ which Stand Up for Justice characterized as
11 “lobbying” on its 2018 federal tax return.⁸⁰ Thus, it appears that Stand Up for Justice made at
12 least \$350,000 in political contributions during its existence.

Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ’s address is at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006).

⁷⁶ IRS Form 990, Stand Up for Justice, 2018 Return of Organization Exempt from Income Tax at 1-2, 7 (Nov. 15, 2019), https://apps.irs.gov/pub/epostcard/cor/831749759_201812_990O_2020021317141891.pdf [hereinafter Stand Up for Justice 2018 Tax Return].

⁷⁷ South Florida Residents First, 2020 April Quarterly Report at 11 (April 13, 2020), <https://docquery.fec.gov/pdf/294/202004159216942294/202004159216942294.pdf>; see also Compl. ¶ 53.

⁷⁸ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00733402&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting South Florida Residents First’s independent expenditures in the 2020 election cycle); *November 3, 2020 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices”) (reflecting that Carlos Gimenez was the Republican nominee and Debbie Mucarsel-Powell was the Democratic nominee in Florida’s 26th Congressional District); see Compl. ¶ 53.

⁷⁹ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited July 25, 2023) (searching election year “all” and contributor last name starting with “Stand Up for Justice”).

⁸⁰ Stand Up for Justice 2018 Tax Return at 10, *supra* note 76.

1 According to Stand Up for Justice’s federal tax returns, it received \$350,000 to \$450,000
2 during its existence: \$350,000 in 2018,⁸¹ and \$50,000 or less per year in each of 2019 and 2020
3 before terminating.⁸² Stand Up for Justice’s federal tax returns also state that it spent \$20,577 on
4 legal fees and \$100 on bank service charges in 2018,⁸³ indicating that its total funding was at
5 least \$370,677 to cover its lifetime spending. Thus, Stand Up for Justice spent at least 78% to
6 94% of its total funding on making political contributions.

7 Federal tax records show that Alliance for Consumer Protection Inc., contributed
8 \$150,000 to Stand Up for Justice in 2018.⁸⁴ As indicated above, the Alliance for Consumer
9 Protection Inc. also contributed \$100,000 to Broken Promises in 2018, and its executive director
10 is reportedly Pitts’s former college roommate.⁸⁵

11 **C. Let’s Preserve the American Dream, Inc., was Associated with Pitts and**
12 **Matrix**

13 Relying on news reports of Matrix’s proposal to FPL, which reference LPAD as a higher-
14 level Matrix-associated conduit that would receive funds and transmit them to other entities in
15 Matrix’s network, and news reports indicating that LPAD made donations to Grow United and
16 Broken Promises, the Complaint alleges that Unknown Respondents used LPAD as a middleman
17 to make contributions using the names of Grow United and Broken Promises.⁸⁶

⁸¹ *Id.* at 1.

⁸² For 2019 and 2020, Stand Up for Justice filed an IRS Form 990-N, and indicated that its gross receipts were not greater than \$50,000 in those years. *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (searching organization name “Stand Up for Justice”).

⁸³ Stand Up for Justice 2018 Tax Return at 10, *supra* note 76.

⁸⁴ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_990O_2021102019109756.pdf.

⁸⁵ *Id.*; Nightmare Scenario, *supra* note 10.

⁸⁶ Compl. ¶¶ 33 Fig. 1, 35, 37, 42 Fig. 2, 45, 52; *see also* Secretive Political Spending Plan, *supra* note 12.

1 In a deposition conducted by the Miami-Dade State Attorney's Office regarding a former
2 LPAD contractor's creation of fake Florida state senate candidates, Tyson stated that he
3 discussed LPAD's donation to Grow United with Matrix's former CEO, Jeff Pitts, and that it was
4 actually Pitts who proposed for LPAD to make that donation. Specifically, Tyson testified:

5 Well, as best as I can recall, I called [Pitts] up and I said, "Do you
6 have any social welfare groups that are interested in working on
7 issues that are amenable to my organizational narrative? Are they
8 interested in supporting other interests in other committees around
9 the country, in Florida specifically too, that would focus purely on
10 the center left spectrum and on issues that are center left?"⁸⁷

11 According to Tyson, Pitts "said he did," referring to Grow United, and so Tyson "said we'd be
12 happy to support them."

13 In the same above-referenced deposition, Tyson also testified that he spoke with Pitts
14 about how Grow United should use LPAD's donation. Specifically, in response to whether
15 Tyson knew that Alex Alvarado's Florida state political committees received their funding from
16 Grow United, Tyson stated, "I told you earlier I knew it came from Grow United. There was a
17 story about it. And I knew, *I actually told Grow United that Alvarado would probably call them*
18 *and ask, raise money.*"⁸⁸ Tyson further explained that the person he spoke with was Jeff Pitts.
19 According to text messages obtained by the *Orlando Sentinel*, on September 24, 2020, just five
20 days prior to LPAD making its first \$600,000 donation to Grow United on September 29, 2020,
21 Tyson communicated with Pitts and Abigail MacIver, another former Matrix employee,
22 regarding the Florida state senate races that the Alvarado committees were seeking to impact.⁸⁹

⁸⁷ Tyson testified in response to the question, "So give me your best recollection of the content of the conversation that you had with Jeff Pitts that caused you to want to send the money to Grow United."

⁸⁸ Emphasis was added to the original transcription.

⁸⁹ FPL Execs, *supra* note 43.

1 When further queried as to whether Tyson “did not authorize the money, the \$600,000
2 [from LPAD], to go to Grow United so they can then turn around and send it to Alex Alvarado’s
3 two political campaigns,” Tyson testified that he “can’t tell [Grow United] how to spend their
4 money” and that he “do[es]n’t have the ability to restrain how they spend their funds.” However,
5 when asked, “Did you know when this \$600,000 [from LPAD] was sent to Grow United, that it
6 was going to [—] that 550,000 of it was going to go to Alex Alvarado’s two political
7 committees,” Tyson testified that he “had a hunch” that Grow United would be supportive of the
8 Alvarado committees and that he was “not testifying it’s a coincidence.” Tyson further stated, “I
9 knew [Grow United] would likely be supportive, but I also didn’t know when, I mean, we made
10 other contributions to them as well. We were supporting a lot of what they were doing.” Tyson
11 then testified that he “assume[d] [Grow United would] probably be supported [*sic*] if Alex
12 called, but I had no way to know if they actually would. Because once I make a contribution to
13 an entity, I lose control of how they spend that money.”

14 **D. SUN Marketing & Advertising LLC Appears to be Associated with Matrix**

15 SUN Marketing & Advertising LLC is another conduit identified in Matrix’s proposal to
16 FPL,⁹⁰ and it appears to have been created by Matrix after the memo was circulated.
17 Specifically, SUN was formed on December 13, 2019, about two weeks after Pitts reportedly
18 emailed the above-referenced proposal to Silagy on November 26, 2019.⁹¹ FPL spokesman
19 Reuter reportedly confirmed that FPL gave \$250,000 to SUN in December 2019, but stated that
20 the purpose was to purchase advertising related to a proposed constitutional amendment that FPL

⁹⁰ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 32 Fig. 1.

⁹¹ Division of Corporations, DEL. SEC’Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “SUN Marketing & Advertising”).

1 opposed.⁹² According to Reuter, FPL believes that SUN is owned by Matrix.⁹³ News reports
2 indicate that SUN was used to create favorable press for FPL.⁹⁴ SUN's former sole member,
3 Tim Fitzpatrick, was a former FPL officer.⁹⁵

4 III. LEGAL ANALYSIS

5 A. The Commission Finds Reason to Believe that the \$20,000 Contribution 6 Reported as Having Been Made by Broken Promises Was a Contribution 7 Made In the Name of Another

8 The Act and the Commission's regulations prohibit a person from (1) making a
9 contribution in the name of another person, (2) knowingly permitting his or her name to be used
10 to effect such a contribution, and (3) knowingly accepting such a contribution.⁹⁶ The term
11 "person" in this context includes partnerships, corporations, and "any other organization or group
12 of persons."⁹⁷ In its regulations, the Commission has illustrated examples of activities that
13 constitute making a contribution in the name of another, as follows:

- 14 (i) Giving money or anything of value, all or part of which was
15 provided to the contributor by another person (the true contributor)
16 without disclosing the source of money or the thing of value to the
17 recipient candidate or committee at the time the contribution is
18 made; or

⁹² Secretive Political Spending Plan, *supra* note 12.

⁹³ *Id.*

⁹⁴ Sarah Blaskey, *Powerbrokers: How FPL Secretly Took Over a Florida News Site and Used It to Bash Critics*, MIAMI HERALD (Aug. 13, 2022), <https://www.miamiherald.com/article263757423.html>.

⁹⁵ *PG&E Names Tim Fitzpatrick As Vice President And Chief Communications Officer*, CISION PR NEWSWIRE (Mar. 11, 2013), <https://www.prnewswire.com/news-releases/pg-e-names-tim-fitzpatrick-as-vice-president-and-chief-communications-officer-197098061.html> ("Fitzpatrick joined NextEra Energy in January 2008, serving as Vice President of Marketing and Corporate Communications and as an officer of Florida Power & Light Company (FPL).").

⁹⁶ 52 U.S.C. § 30122; *see also* 11 C.F.R. § 110.4(b).

⁹⁷ 52 U.S.C. § 30101(11); 11 C.F.R. § 100.10.

1 (ii) Making a contribution of money or anything of value and
2 attributing as the source of the money or thing of value another
3 person when in fact the contributor is the source.⁹⁸

4 Because a primary purpose of the Act’s disclosure provisions is to reveal the true source from
5 which a contribution to a candidate or committee originates, regardless of the mechanism by
6 which the funds are transmitted,⁹⁹ the Commission examines the structure of the transaction
7 itself and the arrangement between the parties to determine who in fact “made” a given
8 contribution.¹⁰⁰

9 In prior matters, the Commission has found reason to believe that a contribution was
10 made in the name of another where the available information indicates that another person
11 provided the funds for the purpose of making the contribution and his or her identity was not
12 disclosed to the recipient committee or candidate at the time of the contribution.¹⁰¹ Absent direct
13 evidence as to the purpose of providing the funds, the Commission considers the overall record
14 to determine its purpose. In the context of contributions made by limited liability companies
15 (“LLCs”), the Commission has addressed whether the LLC “had the means to make the
16 contribution absent an infusion of funds provided for that purpose,” the “temporal proximity

⁹⁸ 11 C.F.R. § 110.4(b)(2)(i)-(ii).

⁹⁹ *See Campaign Legal Ctr. v. FEC*, 952 F.3d 352, 354 (D.C. Cir. 2020) (“As the Supreme Court has repeatedly declared, the electorate has an interest in knowing where political campaign money comes from and how it is spent by the candidate. To that end, the [Act] imposes disclosure requirements on those who give and spend money to influence elections. The straw donor provision, 52 U.S.C. § 30122, is designed to ensure accurate disclosure of contributor information.”) (internal citations and quotation marks omitted).

¹⁰⁰ *Cf.* 11 C.F.R. § 110.6(a) (“All contributions by a person made on behalf of or to a candidate, including contributions which are in any way earmarked or otherwise directed to the candidate through an intermediary or conduit, are contributions from the person to the candidate.”).

¹⁰¹ *See, e.g.*, Factual and Legal Analysis (“F&LA”) at 5, MUR 7903 (Tomfoolery, LLC, *et al.*) (“[T]he contributions made in Tomfoolery’s name were, in fact, actually made by Thomas A. Chavez, when Chavez furnished Tomfoolery with funds for the purpose of having the LLC make the contributions.”); F&LA at 1-2, MUR 6920 (American Conservative Union) (finding reason to believe that the contribution was made in the name of another where the organization who was reported as the contributor later indicated that it was not the true source of the contribution, and instead merely delivered the contribution upon receipt of the funds from another person); *see also* 11 C.F.R. § 110.4(b)(2)(i)-(ii).

1 between the LLC’s formation date and the contribution,” “the amount of the contribution relative
2 to [the LLC’s] other activities, the LLC’s known activities prior to making the contribution, and
3 whether any other information suggests an attempt to circumvent the Act’s disclosure
4 requirements.”

5 Here, the available information indicates that the five 2020 political contributions
6 purportedly made by the alleged Conduit Corporations — Florida Promise, Broken Promises,
7 Grow United, CAIJ, and Stand Up for Justice — were actually made on behalf of Unknown
8 Respondents. The overall record indicates that there was plan whose purpose was “to
9 circumvent the Act’s disclosure requirements” by using the names of the Conduit Corporations
10 to make contributions and that this plan was implemented in largely the way the blueprint set
11 out. In addition, the overall record of the Conduit Corporations’ known activities indicate that
12 they may have been formed for the purpose of making conduit contributions.

13 Specifically, news articles indicate that, during the 2020 election cycle, Matrix invited
14 FPL to anonymize its political activities by funneling money through several layers of conduits,
15 including Florida Promise and Broken Promises, and then using those funds to make federal and
16 state political contributions.¹⁰² The articles report that Jeff Pitts, former CEO of Matrix, emailed
17 Eric Silagy, former CEO of FPL, a ““funding memo”” with goals such as making “federal
18 campaign contributions” and ““minimiz[ing] all public reporting of entities and activities,”” and a
19 ““legal memo on federal elections support.””¹⁰³ According to the *Orlando Sentinel*, the funding
20 memo included a flowchart depicting FPL’s funds flowing through several layers of conduits
21 controlled by Pitts and Matrix, including Florida Promise and Broken Promises, before being

¹⁰² Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 3, 31-38.

¹⁰³ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 3, 31-32.

1 contributed to federal and state political committees.¹⁰⁴ While the specific plan reported by the
2 news articles did not directly identify CAIJ, Grow United, or Stand Up for Justice, the proposal
3 establishes the preexisting idea of making conduit contributions with entities just like these,
4 which as discussed below, was ultimately carried out using the five alleged Conduit
5 Corporations.

6 News articles stated that the sources of the documents were from Matrix itself, noting
7 that the documents were internal Matrix documents.¹⁰⁵ FPL’s spokesperson, David Reuter,
8 reportedly confirmed that the proposal as reported was indeed shared with its CEO, stating, ““We
9 are aware of the proposed structure as the legal memo was shared with us, and as we understand
10 it, Joe Perkins’[s] team at Matrix created a proposal to fund their clients’ communication and
11 outreach activities during 2020.””¹⁰⁶ Thus, there is no available information indicating that the
12 news articles’ report that Pitts and Matrix created and shared a proposal to anonymize political
13 contributions was inaccurate or not credible.

14 Moreover, the available information does not indicate that the proposal was limited to
15 acting solely within the legal bounds of minimizing public reporting of political activities.
16 Specifically, the proposal did not indicate that Pitts and Matrix were soliciting funds from FPL
17 on behalf of nonprofit corporations that would *independently* decide to make political
18 contributions. Rather, the proposal indicated that funds would flow from FPL, through several
19 layers of conduits controlled or associated with Matrix, before landing at “Florida Promise C4,”

¹⁰⁴ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

¹⁰⁵ *See* Secretive Political Spending Plan, *supra* note 12 (stating that the *Orlando Sentinel* received records “includ[ing] checks, bank statements, emails, text messages, invoices, internal ledgers and more, all apparently unearthed during an internal investigation Matrix launched after its former employees left the firm at the end of 2020.”).

¹⁰⁶ *Id.*

1 “US Promise C4” and “Fed Promise C4,” which would also be controlled by Matrix, to make
2 contributions to state and federal political committees.¹⁰⁷

3 Notably, there is no available information indicating that Pitts or Matrix presented the
4 purposes or goals of the conduits referenced in its flowchart, besides being able to making
5 political contributions, to explain why FPL’s funds would be expected to flow from one
6 corporation to another.¹⁰⁸ There is also no available information indicating that Pitts and Matrix
7 presented any information as to why “Florida Promise C4,” “US Promise C4” and “Fed Promise
8 C4,” would be expected to engage in political activity that FPL would support. Instead, Pitts’s
9 and Matrix’s flowchart simply noted “Matrix” in a parenthetical below the names of “Broken
10 Promises,” “Florida Promise C4,” “US Promise C4” and “Fed Promise C4,” similar to how
11 Tyson, the executive director of LPAD, was included in a parenthetical under LPAD, suggesting
12 that these entities are controlled by “Matrix,” similar to how Tyson controlled LPAD.¹⁰⁹

13 Moreover, the conduits depicted on the flowchart appear to have been in fact controlled
14 by or associated with Matrix. Of the conduits mentioned, only Florida Promise, Broken
15 Promises, LPAD, and SUN existed or eventually came into existence, and they all have ties to
16 Pitts and/or Matrix. As explained above, Richard Alexander was the chairman of Florida
17 Promise, and his sister, April Odom, was a Matrix contractor at the time of the allegations.¹¹⁰

¹⁰⁷ *Id.*; see also Compl. ¶¶ 33 Fig. 1, 36-37.

¹⁰⁸ See Secretive Political Spending Plan, *supra* note 12 (noting that, for example, “Florida Promise C4” would “allowed to spend 50% of revenues on political activities” and that “Florida PCs are allowed to take unlimited funds from C4s”); see also Compl. ¶ 33 Fig. 1 (same).

¹⁰⁹ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1. While the term “person” appears in the parenthetical next to SUN, SUN had not yet been formed when Pitts sent the memo, and thus this denotation appears to suggest that they were looking for a “person” to be in control of SUN at that time. See Secretive Political Spending Plan, *supra* note 12 (reporting that Pitts sent the memo to Silagy on November 26, 2019).

¹¹⁰ Florida Promise 2018 Tax Return at 3, *supra* note 32; Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson’s sister and was a former Matrix employee).

1 Sean J. Anderson, who was the president and chairman of Broken Promises, was also a former
2 Matrix employee, a close friend of Pitts, and has a history of allowing Pitts to control the
3 nonprofits that he purportedly ran.¹¹¹ Tyson, the executive director of LPAD, reportedly
4 associated with Pitts and Abigail MacIver, another former Matrix employee, as they
5 communicated via text messages regarding Florida state senate races.¹¹² Finally, as for SUN —
6 FPL, which reportedly gave \$250,000 to SUN in December 2019, states that it believes that SUN
7 is owned by Matrix.¹¹³ Thus, the layers of corporations depicted on the flowchart appear to be
8 linked together because they are controlled by persons associated with Pitts or Matrix.

9 The available information also indicates that Pitts’s and Matrix’s proposal included the
10 making of federal political contributions. According to news articles, Pitts’s email to Silagy
11 included a “funding memo” noting making “federal campaign contributions” as one of its
12 goals.¹¹⁴ Pitts’s email to Silagy also included “a separate legal memo on federal elections
13 support” explaining that “a nonprofit might have to disclose its donors if it spent money directly
14 supporting a candidate” but that “the nonprofit would not have to disclose its donors if it gave
15 money to a type of political action committee known as a ‘Super PAC,’”¹¹⁵ which is a colloquial
16 reference to federal independent expenditure-only committees.¹¹⁶ Moreover, this legal memo

¹¹¹ Broken Promises, 2018 Tax Return at 1, 7, *supra* note 60; Bachelor Party, *supra* note 10 (reporting Pitts as having attended Anderson’s bachelor party); Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his and that he was “in control 100 percent” of the nonprofits purportedly run by Mr. Anderson).

¹¹² FPL Execs, *supra* note 43.

¹¹³ Secretive Political Spending Plan, *supra* note 12.

¹¹⁴ *Id.*; *see also* Compl. ¶ 32.

¹¹⁵ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

¹¹⁶ *See McCutcheon v. FEC*, 572 U.S. 185, 193 (2014) (“A so-called ‘Super PAC’ is a PAC that makes only independent expenditures and cannot contribute to candidates. The base and aggregate limits govern contributions to traditional PACs, but not to independent expenditure PACs.”).

1 appears to provide the missing explanation as to the purpose of providing funds to the “Fed
2 Promise C4” entity in the funding memo’s flowchart, indicating that this purpose would be to
3 make federal political contributions.¹¹⁷ The name, “*Fed* Promise C4,” also suggests that this
4 conduit would be used to make federal political contributions, as this would be consistent with
5 and parallel to the flowchart’s statements that “*Florida* Promise C4” would be used to fund
6 “Florida PCs” and that “US Promise C4” would be used to fund other state-level political
7 activities.¹¹⁸ Thus, the available information indicates that the Pitts/Matrix proposal included
8 making federal political contributions.

9 The available information also indicates that the alleged Conduit Corporations received
10 funds with the direction that they be used for federal contribution purposes as federal courts have
11 stated that a donor’s intent can be inferred from the donee’s solicitations. Specifically, in the
12 context of interpreting 52 U.S.C. § 30104(c)(1) of the Act, which courts have held to require not-
13 political committees to disclose donations received for political purposes,¹¹⁹ a district court in
14 Wisconsin observed that “whether a contribution is earmarked for political purposes and tied to
15 an election can depend on whether the contribution is received in response to a solicitation and
16 the way the solicitation is worded.”¹²⁰ As explained above, Pitts’s and Matrix’s proposal clearly
17 implicated the making of federal contributions, and the alleged Conduit Corporations appear to
18 have received donations in response to that proposal.

19 In addition to conceiving of and sharing the plan, Pitts and Matrix were also in a position

¹¹⁷ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1 (noting that it was “[w]aiting on lawyers” to explain the purpose of Fed Promise C4).

¹¹⁸ Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1.

¹¹⁹ *Citizens for Resp. & Ethics in Washington v. FEC*, 316 F. Supp. 3d 349, 389 (D.D.C. 2018), *aff’d*, 971 F.3d 340 (D.C. Cir. 2020).

¹²⁰ *Wisconsin Fam. Action v. FEC*, No. 21-C-1373, 2022 WL 844436, at *11 (E.D. Wis. Mar. 22, 2022).

1 to carry it out using the names of alleged Conduit Corporations to make the contributions. As
2 discussed above, the persons nominally in charge of the alleged Conduit Corporations,
3 Alexander and Anderson, had close relationships with Pitts and Matrix. Alexander, who served
4 as a director or officer of Florida Promise, CAIJ, and Grow United, is apparently the brother of
5 April Odom, who was a Matrix contractor at the time of the contributions and worked on matters
6 relating to CAIJ and Grow United on behalf of Matrix.¹²¹ Anderson, who was the chairman and
7 president of Broken Promises and a director and president of Stand Up for Justice, was also
8 former Matrix employee, and a close friend of Pitts.¹²² Pitts and Matrix also has a history of
9 working with Anderson’s nonprofit corporations, as Pitts reportedly texted FPL Vice President
10 Daniel Martell in 2016, four years prior to the contributions at issue here, ““Bottom line is we are
11 the ones with the check books and in control 100 percent”” of the nonprofits purportedly run by
12 Anderson.¹²³

13 Pitts and Matrix also reportedly used the names of CAIJ and Grow United in other
14 operations,¹²⁴ and had access to CAIJ’s and Grow United’s bank accounts,¹²⁵ further indicating
15 that they had control over these corporations. Specifically, news reports indicate that, in October

¹²¹ Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson’s sister and was a former Matrix contractor); *see also* Compl. ¶¶ 13, 48.

¹²² Bachelor Party, *supra* note 10 (reporting Pitts as having attended Anderson’s bachelor party); Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his); *see also* Compl. ¶¶ 16, 52.

¹²³ Nightmare Scenario, *supra* note 10; *see also* Compl. ¶¶ 16, 52.

¹²⁴ FPL Execs, *supra* note 43 (reporting that Matrix made a conduit contribution using CAIJ’s name on behalf of FPL); Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/> (reporting that Matrix offered a city councilman a job on behalf of FPL using Grow United’s name).

¹²⁵ Dark Money Playbook, *supra* note 7 (reporting that internal Matrix records included a text message from Odom stating that she procured access to the bank accounts of CAIJ and Grow United).

1 2018, Pitts used CAIJ to make a contribution to House Majority PAC on behalf of Matrix.¹²⁶
 2 News reports also indicate that in the summer of 2019, Matrix used Grow United to offer a job to
 3 a Jacksonville City Council member on behalf of FPL.¹²⁷ In addition, according to the *Orlando*
 4 *Sentinel*, it received internal Matrix documents reflecting a September 23, 2020 text message
 5 from Odom stating that she procured access to CAIJ’s and Grow United’s bank accounts.¹²⁸
 6 Finally, Tyson, the executive director of LPAD who donated \$1,150,000 of LPAD funds to
 7 Grow United, testified that he understood that Pitts created and ran Grow United. Therefore, not
 8 only did Pitts and Matrix conceive of a plan for the making of conduit contributions, they also
 9 had sufficient control over the alleged Conduit Corporations to cause them to permit their names
 10 to be used to make contributions on behalf of Unknown Respondents.

11 Although all five of the alleged Conduit Corporations were formed more than a year prior
 12 to making the contributions, the overall record of their known activities indicate that they were
 13 formed for the purpose of making conduit contributions. The only available information as to
 14 the five alleged Conduit Corporations’ activities was that they made federal and Florida state
 15 political contributions.¹²⁹ Broken Promises and Stand Up for Justice spent at least 67% to 89%

¹²⁶ FPL Execs, *see supra* note 43 (reporting that Silagy, former CEO of FPL, emailed Pitts, former CEO of Matrix, to make a contribution to House Majority PAC to support Lauren Baer, and to make sure that “they don’t triangulate this donation to others we have done”); *see also* House Majority PAC, 2018 Amended 12-Day Pre-Election Report at 655 (Dec. 3, 2018), <https://docquery.fec.gov/pdf/085/201812069135107085/201812069135107085.pdf> (reflecting CAIJ’s contribution to House Majority PAC on October 16, 2018).

¹²⁷ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. FPL reportedly confirmed that Matrix employees came up with an idea to offer the City Council member a job, but that it rejected the idea. *Id.*

¹²⁸ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right-hand corner of the article’s sixth picture); *see also* Compl. ¶ 48.

¹²⁹ Although Matrix reportedly used Grow United to offer a job to a Jacksonville council member, that never came to fruition as the council member rejected the offer. Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL

1 and 78% to 94%, respectively, of their total funding on making federal and Florida state political
2 contributions, indicating that they were created for the primary purpose of making political
3 contributions.¹³⁰ Moreover, consistent with the Pitts's and Matrix's proposal, federal tax records
4 show that their funding was first transmitted through another Matrix-associated conduit, the
5 Alliance for Consumer Protection Inc., which was reportedly controlled by Pitts's former college
6 roommate.¹³¹ While the available information does not indicate the total funding received by
7 Florida Promise, CAIJ, or Grow United, the only known activities by these corporations are that
8 they made an aggregate of \$3,224,500 in federal and Florida state political contributions.¹³²

9 In addition, only Florida Promise, Broken Promises, and Stand Up for Justice appeared to
10 have filed federal tax returns, and these returns do not indicate that they engaged in any activity
11 other than making political contributions, including through lobbying.¹³³ The purpose
12 statements in these tax returns indicate that Florida Promise, Broken Promises, and Stand Up for
13 Justice were formed for political purposes, further suggesting they only engaged in political

TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>.

¹³⁰ See *supra* pages 15-16, 18-19.

¹³¹ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_990O_2021102019109756.pdf; Nightmare Scenario, *supra* note 10.

¹³² See *supra* notes 33-34 and accompanying text (reflecting that Florida Promise made \$1,230,000 in federal and Florida state contributions); *supra* notes 38, 40, 38 and accompanying text (reflecting that CAIJ made \$432,000 in federal and Florida state contributions); *supra* notes 46, 49 and accompanying text (reflecting that Grow United made \$1,562,500 in federal and Florida state contributions).

¹³³ See generally Florida Promise 2018 Tax Return, *supra* note 32; Broken Promises 2018 Tax Return, *supra* note 60; Stand Up for Justice 2018 Tax Return, *supra* note 76. As indicated above, while Broken Promises and Stand Up for Justice indicated in their 2018 federal tax returns that they spent funding on "lobbying" and "other" program expenses in 2018, the amounts they reportedly spent correspond to the same amounts that they spent on making Florida state political contributions. See *supra* pages 16, 18.

1 activities.¹³⁴

2 Furthermore, there are various organizational aspects of the alleged Conduit Corporations
3 that suggest they were formed to serve as conduits. Specifically, despite the fact that CAIJ and
4 Stand Up for Justice were incorporated in different states and do not share any officers, both
5 entities reported having the same mailing address in Washington, D.C.¹³⁵ In addition, despite
6 both Broken Promises and Stand Up for Justice having the same three officers and nearly
7 identical mission statements, both entities were incorporated on the same day in the same
8 state.¹³⁶ Finally, Broken Promises’s federal tax return suggests that it was trying to conceal that
9 it made political contributions. Specifically, Broken Promises characterized on its 2018 federal
10 tax return that it spent \$115,470 on “other” program service expenses, when that amount was
11 actually used to make in-kind contributions to Florida state committees.¹³⁷ Thus, the available
12 information as to the activities, stated purpose, and creation of the Conduit Corporations suggests
13 that they were created for making conduit contributions.

¹³⁴ Florida Promise 2018 Tax Return at 6, *supra* note 32 (stating that its purpose is to “develop and advocate for legislation, regulations, and government programs related to policies to benefit Floridians”); Broken Promises 2018 Tax Return at 2, *supra* note 60 (stating that its purpose is to “develop[] and advocat[e] for legislation, regulations, and government programs to improve social environmental, economy and social environment”); Stand Up for Justice 2018 Tax Return at 2, *supra* note 76 (stating that its purpose is to “develop[] and advocat[e] for legislation [*sic*], regulations, and government programs to improve social environment, economy & society”).

¹³⁵ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ’s address was at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006); *CorpOnline*, DC.GOV, <https://corponline.dera.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name “Stand Up for Justice”) (reflecting that Stand Up for Justice’s business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006).

¹³⁶ See *CorpOnline*, DC.GOV, <https://corponline.dera.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization names “Broken Promises” and “Stand Up For Justice”) (reflecting that both Broken Promises and Stand Up for Justice were incorporated on August 29, 2018); Broken Promises 2018 Tax Return at 1, 7, *supra* note 60; Stand Up for Justice 2018 Tax Return at 1, 7, *supra* note 76.

¹³⁷ Compare Broken Promises 2018 Tax Return at 10, *supra* note 60 (stating that it spent \$115,470 in “other” program service expenses), with *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year “all” and contributor last name “Broken Promises”) (reflecting that Broken Promises Broken Promises made \$115,470 in in-kind Florida state political contributions in 2018).

1 In sum, the available information indicates that there was a plan to illegally disguise or
2 withhold public reporting of political activities, and that this plan included making contributions
3 through conduits and in a manner that closely matches what the available information shows had
4 subsequently occurred. In addition, pursuant to this plan, the alleged Conduit Corporations
5 permitted their names to be used to make federal political contributions on behalf of Unknown
6 Respondents. Finally, the only known activities of the alleged Conduit Corporations were that
7 they made federal and Florida state political contributions, indicating that their purpose was to
8 serve as conduits. Thus, the Commission finds reason to believe that Broken Promises violated
9 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b) by knowingly permitting its name to be used to
10 effect contributions in the name of another.

1 **FEDERAL ELECTION COMMISSION**

2 **FACTUAL AND LEGAL ANALYSIS**

3 **RESPONDENT:** Stand Up for Justice

MUR 8082

4 **I. INTRODUCTION**

5 The Complaint alleges that Unknown Respondents made contributions in the name of
6 another through a network of conduits associated with a political consulting firm called Matrix
7 LLC (“Matrix”), to five federal independent expenditure-only political committees (“IEOPCs”).¹

8 The specific contributions identified in the Complaint are as follows:

- 9 • a \$1,000,000 contribution reportedly from Florida Promise, Inc. (“Florida Promise”) to Senate Leadership Fund, dated December 8, 2020;²
- 10
- 11 • a \$100,000 contribution reportedly from the Center for Advancement of Integrity and
12 Justice, Inc. (“CAIJ”) to American Valor PAC, dated October 27, 2020;³
- 13 • a \$100,000 contribution reportedly from Grow United, Inc. (“Grow United”) to
14 Conservative Action Fund (f/k/a Wingman PAC), also dated October 27, 2020;⁴
- 15 • a \$20,000 contribution reportedly from Broken Promises to Concerned
16 Conservatives, Inc., dated July 14, 2020;⁵ and
- 17 • a \$50,000 contribution reportedly from Stand Up for Justice to South Florida
18 Residents First, dated March 31, 2020.⁶

¹ Compl. ¶¶ 2, 5, 27, 42, 89-93 (Oct. 27, 2022).

² Senate Leadership Fund, Amended 2020 Year End Report at 72 (Mar. 18, 2021), <https://docquery.fec.gov/pdf/807/202103189441299807/202103189441299807.pdf>; see also Compl. ¶¶ 49-50.

³ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf>; see also Compl. ¶¶ 47-48.

⁴ Wingman PAC, 2020 30-Day Post Election Report at 1, 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting a \$100,000 contribution from Grow United, Inc., on October 27, 2020, and the committee’s FEC identification number of C00742296); Conservative Action Fund, Amended Statement of Organization at 1 (May 20, 2022), <https://docquery.fec.gov/pdf/048/202205209512421048/202205209512421048.pdf> (reflecting that its name has changed to Conservative Action Fund and that its FEC identification number is C00742296); see also Compl. ¶¶ 43-44.

⁵ Concerned Conservatives, Inc., 2020 12-Day Pre-Primary Election Report at 6 (Aug. 6, 2020), <https://docquery.fec.gov/pdf/823/202008069261263823/202008069261263823.pdf>; see also Compl. ¶¶ 51-52.

⁶ South Florida Residents First, 2020 April Quarterly Report at 11 (Apr. 13, 2020), <https://docquery.fec.gov/pdf/294/202004159216942294/202004159216942294.pdf>; see also Compl. ¶¶ 53-54.

1 The Complaint relies on news articles regarding a 2019 email and two accompanying
2 memoranda sent from Jeff Pitts, Matrix’s former CEO, to Eric Silagy, Florida Power & Light
3 Company’s (FPL) former CEO, reportedly proposing a method for FPL to make anonymous
4 contributions to federal and state political committees by transferring funds through multiple
5 levels of conduits.⁷ The proposal called for funds to be first sent to and passed through higher-
6 level Matrix-associated conduits, including SUN Marketing & Advertising LLC (“SUN”) and
7 Let’s Preserve the American Dream, Inc. (“LPAD”), before being sent to various lower-level
8 Matrix-controlled conduits, including Florida Promise, that would be reported as the source of
9 the contributions. Thus, the Complaint alleges that each of the five alleged lower-level Matrix-
10 controlled conduits (referred to herein as the “Conduit Corporations”) permitted their names to
11 be used to effect contributions in the name of another pursuant to Pitts’s and Matrix’s proposal.

12 To support its central allegation, the Complaint alleges that all five of the alleged Conduit
13 Corporations had ties to Pitts or Matrix through having either Richard Alexander or Sean J.
14 Anderson as a director or officer.⁸ Citing news articles, the Complaint alleges that Alexander’s
15 sister was a Matrix contractor at the time of the allegations⁹ and that Anderson was a former
16 Matrix employee and a good friend of Pitts.¹⁰

⁷ Compl. ¶¶ 3-4, 28-41; *see, e.g.*, Jason Garcia & Annie Martin, *Florida’s Dark Money Playbook: How ‘Ghost’ Candidate Scheme Revealed Secretive Political Tactics*, ORLANDO SENTINEL (Dec. 30, 2021), <https://www.orlandosentinel.com/news/os-ne-dark-money-ghost-candidates-tactics-20211230-7zelkoadffclde3z76ax3cgx3m-htmlstory.html> [hereinafter Dark Money Playbook].

⁸ Compl. ¶¶ 13, 16.

⁹ *Id.* ¶ 13; *see* Dark Money Playbook, *supra* note 7 (reporting that Alexander’s sister, April Odom, was a Matrix employee at the time of the allegations, and that she worked on matters relating to Grow United and CAIJ).

¹⁰ Compl ¶ 16; *see* John Archibald, *Archibald: ‘Bachelor party’ Makes For Strange Bedfellows*, AL.COM (Nov. 14, 2010), https://www.al.com/archiblog/2010/11/archibald_bachelor_party_makes.html [hereinafter “Bachelor Party”] (reporting that Pitts attended Anderson’s bachelor party and that they were both employed by Matrix at the time); Mary Ellen Klas, *et al.*, *‘Nightmare Scenario’: How FPL Secretly Manipulated a Florida State Senate Election*, MIAMI HERALD (Aug. 29, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article264196761.html> [hereinafter “Nightmare Scenario”] (reporting that Pitts texted FPL vice president

1 As discussed below, the five contributions purportedly made by the alleged Conduit
2 Corporations as identified by the Complaint appear to be consistent with the conduit
3 contributions proposed by Pitts and Matrix to FPL to anonymize its political contributions. In
4 addition, all five of the alleged Conduit Corporations appear to be controlled by or associated
5 with Pitts and Matrix. Accordingly, the Commission finds reason to believe that Stand Up for
6 Justice violated 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b) by knowingly permitting its name to
7 be used to effect contributions in the name of another.

8 II. FACTUAL BACKGROUND

9 A. Jeff Pitts of Matrix Appears to Have Created a Plan to Anonymize Federal 10 Political Contributions Using a Network of Conduits Controlled by or 11 Associated with Pitts or Matrix

12 Matrix is a “strategic communications firm” based in Alabama.¹¹ According to the
13 *Orlando Sentinel*, it received a cache of internal documents from Matrix, “includ[ing] checks,
14 bank statements, emails, text messages, invoices, internal ledgers and more, all apparently
15 unearthed during an internal investigation Matrix launched after its former employees left the
16 firm at the end of 2020.”¹² These internal records included a copy of a November 26, 2019
17 email sent from former Matrix CEO, Jeff Pitts, to former FPL CEO, Eric Silagy, stating,
18 “Attached is an updated funding memo along with a separate legal memo on federal elections
19 support.”¹³ The “funding memo” noted goals such as making “federal campaign contributions”

Daniel Martell that Anderson was an old friend of his and that Pitts was in control of the nonprofits run by Anderson).

¹¹ *Matrix, LLC, v. Canopy Partners, LLC, et al*, 2021 WL 3127729 (Ala. Cir. Ct.).

¹² Jason Garcia & Annie Martin, *Operative Pitched Secretive Political Spending Plan to FPL Exec’s Email Alias, Records Reveal*, ORLANDO SENTINEL (Jan. 24, 2022), <https://www.orlandosentinel.com/politics/os-ne-florida-power-and-light-matrix-dark-money-20211217-v64274eytjeb5hnstdognvqds4-story.html> [hereinafter “Secretive Political Spending Plan”].

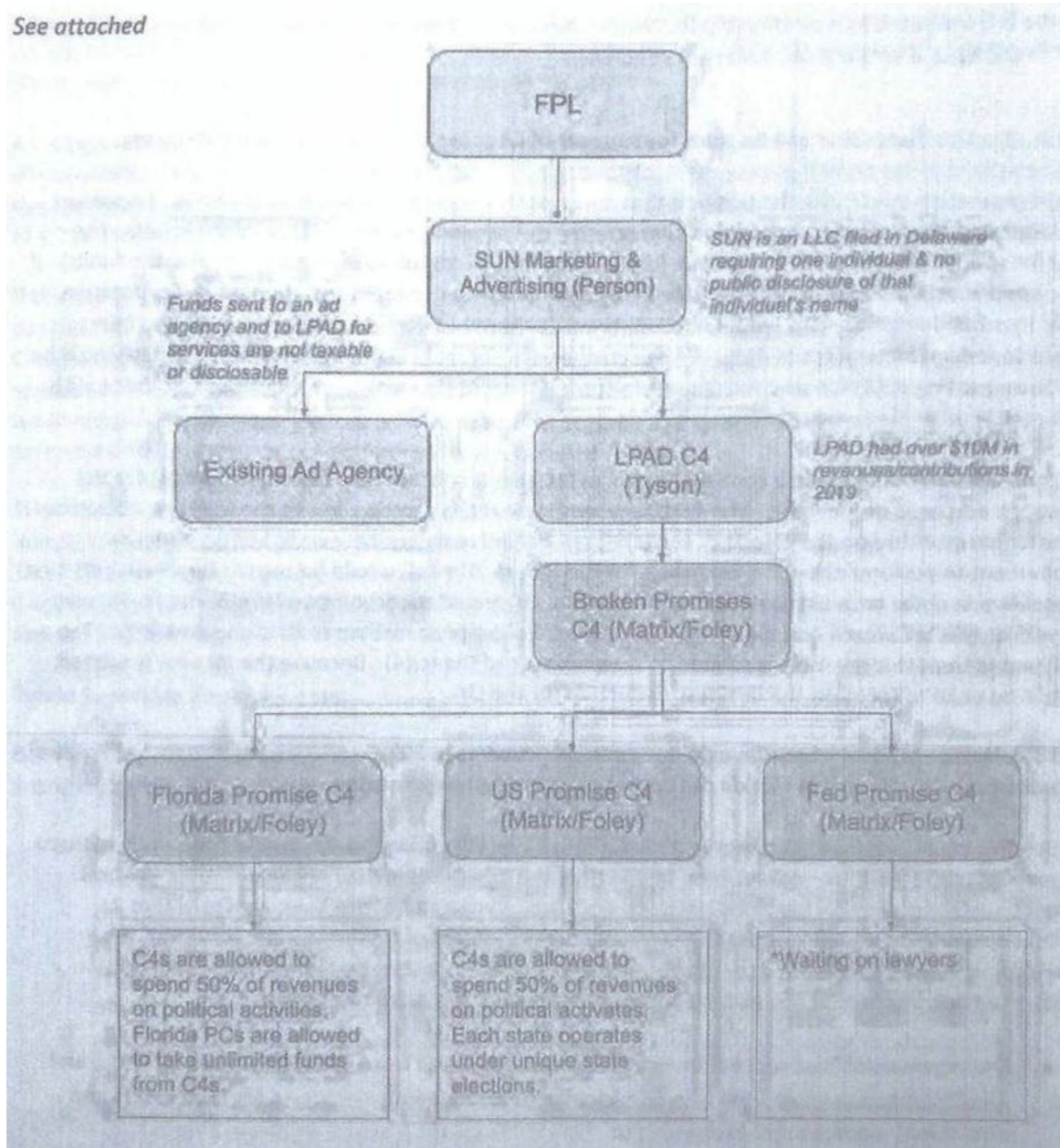
¹³ *Id.*; see also Compl. ¶¶ 3, 31-38.

- 1 and ““minimiz[ing] all public reporting of entities and activities.””¹⁴ It also included a flowchart
- 2 depicting money flowing from FPL through a network of conduits before being contributed to
- 3 federal and state political committees, as reproduced below:¹⁵

¹⁴ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶ 32.

¹⁵ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶ 33 Fig. 1.

See attached



- 1 Notably, next to or below the name of each conduit is a parenthetical, which may indicate the
- 2 person or entity controlling or associating with that conduit. Specifically, the flowchart
- 3 identifies a “LPAD C4 (Tyson),” which appears to refer to LPAD and its executive director Ryan
- 4 Tyson.¹⁶ The flowchart also identifies “Matrix/Foley” in a parenthetical next to or below the

¹⁶ See Compl. ¶ 35.

1 names of the following conduits: “Broken Promises,” “Florida Promise C4,” “US Promise C4,”
2 and “Fed Promise C4,” suggesting that these conduits are directly associated with and/or
3 controlled by Matrix and its legal counsel, Foley and Lardner, LLP (“Foley”).¹⁷

4 According to the flowchart, money could flow to a “Florida Promise C4,” which could
5 “spend 50% of revenues on political activities” due to its tax status as a section 501(c)(4)
6 corporation, and be used to contribute to Florida state political committees on the basis that
7 “Florida PCs are allowed to take unlimited funds from C4s.”¹⁸ Money could also flow to a “US
8 Promise C4,” which similarly could “spend 50% of revenues on political activities” due to its tax
9 status, and be used to contribute to other states’ political committees on the basis that “[e]ach
10 state operates under unique state elections.”¹⁹ Lastly, the flowchart indicates that money could
11 flow to a “Fed Promise C4,” but because Matrix was “[w]aiting on lawyers,” it could not state
12 the purpose of this proposed funding.²⁰

13 The legal memo attached to the email, which was drafted by Foley attorney Erika Alba,
14 addressed “the legalities of using nonprofits to spend money on federal elections.”²¹ The memo
15 states that “a nonprofit might have to disclose its donors if it spent money directly supporting a
16 candidate,” but that “the nonprofit would not have to disclose its donors if it gave money to a
17 type of political committee known as a ““Super PAC”” (*i.e.*, an IEOPC) “that then spent money
18 supporting the candidate.”²² The legal memo then concluded: ““Thus, it could be strategic for a

¹⁷ See Secretive Political Spending Plan, *supra* note 12 (noting that Erika Alba of Foley & Lardner LLP drafted a legal memo attached to the email); *see also* Compl. ¶ 38 (alleging the same).

¹⁸ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 33 Fig. 1, 37.

¹⁹ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

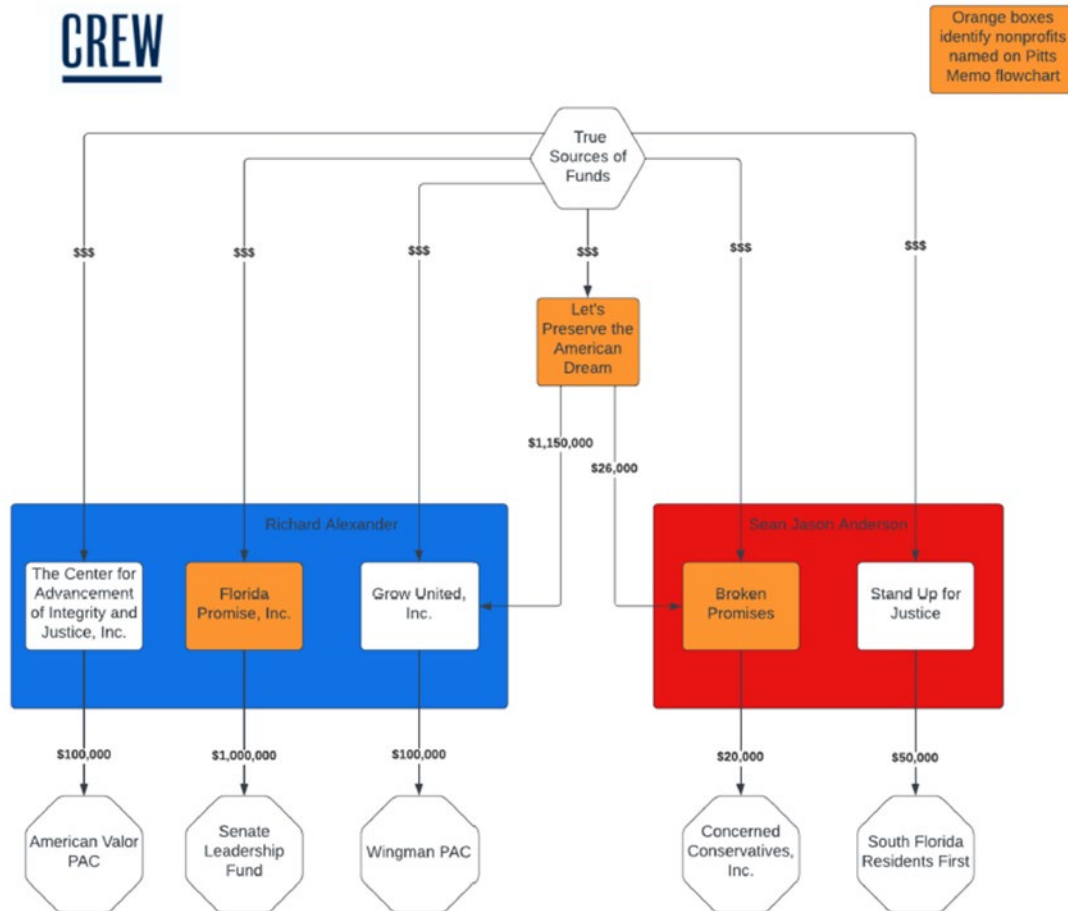
²⁰ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

²¹ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

²² Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

1 [nonprofit] who wishes to make Independent Expenditures to do so via a Super PAC.”²³

2 Based on the record of contributions disclosed by the recipient IEOPCs and news articles
3 reporting that LPAD provided funding to Grow United and Broken Promises, the Complaint
4 depicts the implementation of the Matrix plan as taking the following altered form:²⁴



5
6 The Complaint alleges that Matrix pitched the above-referenced plan to Unknown
7 Respondent clients, noting that FPL’s spokesperson, David Reuter, stated, ““We are aware of the
8 proposed structure as the legal memo was shared with us, and as we understand it, Joe

²³ Secretive Political Spending Plan, *supra* note 12 (alteration in original); *see also* Compl. ¶ 38.

²⁴ Compl. ¶¶ 42 Fig. 2, 45, 52.

1 Perkins'[s] team at Matrix created a proposal to fund their *clients'* communication and outreach
2 activities during 2020.”²⁵

3 **B. The Alleged Conduit Corporations Appear to Have Been Controlled by or**
4 **Associated with Pitts and/or Matrix**

5 The Complaint alleges that five alleged Conduit Corporations, Florida Promise, CAIJ,
6 Grow United, Broken Promises, and Stand Up for Justice, permitted their names to effect the
7 \$1.27 million in contributions that they purportedly made to IEOPCs on behalf of Unknown
8 Respondents.²⁶ Richard Alexander served as a director or officer of the first three alleged
9 Conduit Corporations, while Sean J. Anderson was a director or officer of the latter two.

10 According to news reports, both Alexander and Anderson had close ties to Matrix.
11 Alexander's sister, April Odom, was a Matrix contractor at the time of the allegations and
12 reportedly worked on behalf of Matrix regarding CAIJ and Grow United, which were entities
13 associated with Alexander.²⁷ Anderson, on the other hand, was a former Matrix employee, and
14 reportedly a close friend of Pitts.²⁸ Anderson also has a history of working with Pitts, as Pitts
15 reportedly texted FPL Vice President Daniel Martell in 2016, four years prior to the alleged
16 contributions, as follows: “Bottom line is we are the ones with the check books and in control
17 100 percent” of the nonprofits purportedly run by Anderson.²⁹ The discussion below sets out
18 the available information about each of the alleged Conduit Corporations and their relationships
19 with Pitts and/or Matrix.

²⁵ Secretive Political Spending Plan, *supra* note 12 (emphasis added); Compl. ¶ 40 (emphasis added).

²⁶ Compl. ¶¶ 5, 43-54.

²⁷ Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson's sister and was a former Matrix employee); *see also* Compl. ¶¶ 13, 48.

²⁸ Bachelor Party, *supra* note 10; Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his); *see also* Compl. ¶ 16.

²⁹ Nightmare Scenario, *supra* note 10; *see also* Compl. ¶ 16.

1 1. Florida Promise, Inc.

2 Florida Promise is a corporation identified in Matrix’s proposal to FPL that could be used
3 as a conduit to make contributions to Florida political committees,³⁰ and it was incorporated on
4 December 18, 2018.³¹ According to Florida Promise’s 2018 federal tax return, it is a 501(c)(4)
5 corporation; its mission is to “develop and advocate for legislation, regulations, and government
6 programs related to policies to benefit Floridians”; Alexander was its chairman; it did not have a
7 website; and it did not have any expenses or revenue that year.³²

8 On December 8, 2020, Florida Promise made a \$1,000,000 contribution to the Senate
9 Leadership Fund.³³ In addition, consistent with Matrix’s proposal to use Florida Promise to
10 make Florida political contributions, Florida Promise also made contributions to Florida political
11 committees on June 12, 2019, and January 27, 2021, totaling \$230,000.³⁴ Other than making the
12 \$1,230,000 in federal and Florida state political contributions, there is no publicly available
13 information regarding Florida Promise’s activities.

³⁰ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶¶ 33 Fig. 1, 50.

³¹ *Division of Corporations*, DEL. SEC’Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “Florida Promise”); see also Compl. ¶ 12.

³² IRS Form 990-EZ, Florida Promise, Inc., 2018 Short Form Return of Organization Exempt from Income Tax at 2-3, 6 (Nov. 13, 2019), https://apps.irs.gov/pub/epostcard/cor/832961305_201812_990EO_2020060117168825.pdf [hereinafter Florida Promise 2018 Tax Return].

³³ Senate Leadership Fund, Amended 2020 Year End Report at 72 (Mar. 18, 2021), <https://docquery.fec.gov/pdf/807/202103189441299807/202103189441299807.pdf>; see also Compl. ¶ 49.

³⁴ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching “all” election years with contributor’s last name starting with “Florida Promise”); see also Compl. ¶ 50.

2. Center for Advancement of Integrity and Justice, Inc.

CAIJ was incorporated on October 1, 2018,³⁵ and shared a mailing address with Stand Up for Justice.³⁶ There are no publicly available CAIJ federal tax returns.³⁷ Alexander served as either a director or officer of CAIJ.

On October 27, 2020, CAIJ made a \$100,000 contribution to American Valor PAC,³⁸ an IEOPC that made independent expenditures during the 2020 election cycle solely in Florida's 13th Congressional District, which supported Anna Paulina Luna, the Republican nominee, and opposed Charlie Joseph Crist, the Democratic nominee.³⁹ CAIJ also made contributions to Florida political committees totaling \$307,000, starting in November 2018 and through December 2020.⁴⁰

³⁵ *Division of Corporations*, DEL. SEC'Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name "Center for Advancement of Integrity and Justice"); *see also* Compl. ¶ 11.

³⁶ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ's address was at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006); *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name "Stand Up for Justice") (reflecting that Stand Up for Justice's business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006).

³⁷ On May 15, 2021, the IRS automatically revoked CAIJ's 501(c)(4) status for not filing a Form 990s-series return for three consecutive years, suggesting that CAIJ has not filed any tax returns. *See Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited July 25, 2023) (searching the organization name "center for advancement of integrity" which reflect that CAIJ's federal tax exempt status was automatically revoked on May 15, 2021 for not filing a Form 990-series return or notice for three consecutive years).

³⁸ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf>; *see also* Compl. ¶ 47.

³⁹ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00757179&is_notice=false&most_recent=true (last visited Aug. 18, 2023) (reflecting independent expenditures made by American Valor PAC); *November 3, 2020 General Election*, FL DEP'T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting "Federal Offices") (reflecting that Anna Luna was the Republican nominee and that Charlie Crist was the Democratic nominee in Florida's 13th Congressional District).

⁴⁰ *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited July 25, 2023) (searching "all" election years with contributor's last name starting with "center for advancement").

1 While CAIJ was not referenced by name in Matrix’s proposal to FPL, news reports
2 suggest that it was controlled by Matrix. Specifically, Matrix’s internal files reportedly include a
3 September 23, 2020 text message from Odom, Alexander’s sister and a Matrix contractor at the
4 time of the allegations, stating that she procured access to CAIJ’s bank account.⁴¹ In addition,
5 on October 16, 2018, just 15 days after CAIJ’s incorporation, CAIJ made a \$25,000 contribution
6 to House Majority PAC.⁴² According to news reports, FPL directed Matrix to make this
7 contribution on its behalf to support Lauren Baer, who was seeking election in Florida’s 18th
8 Congressional District, and asked Matrix to ensure that House Majority PAC “do[es]n’t
9 triangulate this donation to others we have done.”⁴³ Other than making the \$432,000 in federal
10 and Florida state political contributions, there is no publicly available information regarding
11 CAIJ’s activities.

⁴¹ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right-hand corner of the article’s sixth picture); *see also* Compl. ¶ 48.

⁴² House Majority PAC, 2018 Amended 12-Day Pre-Election Report at 655 (Dec. 3, 2018), <https://docquery.fec.gov/pdf/085/201812069135107085/201812069135107085.pdf>.

⁴³ Jason Garcia & Annie Martin, *Florida Power & Light Execs Worked Closely with Consultants Behind ‘Ghost’ Candidate Scheme, Records Reveal*, ORLANDO SENTINEL (Apr. 14, 2022), <https://www.orlandosentinel.com/politics/os-ne-florida-power-and-light-senate-ghost-candidates-20211202-szjhv7ox6vcmpm6pgd437y52i-htmlstory.html> [hereinafter “FPL Execs”] (reporting that Silagy forwarded Pitts instructions to make a contribution to House Majority PAC to support Lauren Baer and to make sure that “they don’t triangulate this donation to others we have done”); *November 6, 2018 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/6/2018&DATAMODE=> (last visited Sept. 25, 2023) (reflecting that Lauren Baer was the democratic nominee in Florida’s 18th Congressional District).

1 3. Grow United, Inc.

2 Grow United was incorporated on July 24, 2019.⁴⁴ There are no publicly available Grow
3 United federal tax records and it did not identify itself as a nonprofit organization to the Internal
4 Revenue Service.⁴⁵ Alexander served either as a director or officer of Grow United.

5 On October 27, 2020, Grow United made a \$100,000 contribution to Wingman PAC,⁴⁶
6 now known as the Conservative Action Fund.⁴⁷ Wingman PAC made independent expenditures
7 during the 2020 election cycle solely in Florida's 15th Congressional District, which supported
8 Scott Franklin, the Republican nominee; opposed Alan Michael Cohn, the Democratic nominee;
9 and opposed Vincent Spano Ross, who competed against Franklin for the Republican

⁴⁴ *Division of Corporations*, DEL. SEC'Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name "Grow United").

⁴⁵ *See Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (reflecting that there are no results when searching Grow United's name or its EIN number identified in the Complaint, 84-2546999).

⁴⁶ Wingman PAC, 2020 30-Day Post Election Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/423/202012039338666423/202012039338666423.pdf> (reflecting a \$100,000 contribution from Grow United on October 27, 2020).

⁴⁷ *Id.* at 1 (reflecting an FEC identification number of C00742296); Conservative Action Fund, Amended Statement of Organization at 1 (May 20, 2022), <https://docquery.fec.gov/pdf/048/202205209512421048/202205209512421048.pdf> (reflecting that its name has changed to Conservative Action Fund and its FEC identification number is C00742296).

1 nomination.⁴⁸ Earlier that month, from October 3, 2020, through October 20, 2020, Grow
2 United made contributions to Florida state political committees totaling \$1,462,500.⁴⁹

3 Grow United appears to have been created and controlled by Pitts and Matrix. Ryan
4 Tyson, the executive director of LPAD — which contributed \$1,150,000 to Grow United in
5 2020⁵⁰ — was deposed by the Miami-Dade State Attorney’s Office in a criminal matter
6 regarding a former LPAD contractor’s creation of fake Florida state senate candidates during the
7 2020 election cycle. Tyson testified in the deposition that he understood that Jeff Pitts started
8 and ran Grow United. In addition, FPL reportedly asserted that Grow United was created by
9 Matrix.⁵¹

10 Matrix’s internal records also reportedly indicate that it had control of Grow United.
11 According to news reports, Matrix’s internal ledger reflect an August 7, 2019 entry billed to FPL
12 for ““Grow United SOS Fees,”” which likely referred to the fees charged by the Delaware

⁴⁸ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00742296&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting Wingman PAC’s independent expenditures in the 2020 election cycle); *November 3, 2020 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices”) (reflecting that Scott Franklin was the Republican nominee and Alan Cohn was the Democratic nominee in Florida’s 15th Congressional District); *August 18, 2020 Primary Election Republican Primary*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=8/18/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices” in the Republican Primary section) (reflecting that both Scott Franklin and Ross Spano were seeking the Republican nomination in Florida’s 15th Congressional District).

⁴⁹ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (selecting election year “all” and searching contributor last name starting with “grow united”); *see also* Compl. ¶ 46.

⁵⁰ *See* Compl. ¶ 45.

⁵¹ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Dec. 10, 2021, updated Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. Joe Perkins, owner of Matrix, denies that Matrix created Grow United, and Perkins’s attorney asserts that “[t]o the extent any rogue Matrix employees were involved in those activities, they were undertaken in secret, without Dr. Perkins’[s] knowledge or consent.” *Id.*

1 Secretary of State for incorporating Grow United a few weeks prior.⁵² Matrix’s internal records
2 also reportedly include a September 23, 2020 message from Odom stating that she procured
3 access to Grow United’s bank account.⁵³ In addition, as part of her duties at Matrix, Odom
4 reportedly sent checks from Grow United to make contributions to Florida committees, asked the
5 committees to confirm their receipt of the checks,⁵⁴ and emailed a \$12,813.54 invoice to Matrix
6 with the subject line, “FPL Expenses for Grow United c4,” for expenses that included traveling
7 to Colorado to update the nonprofit’s mailbox at a UPS Store in Denver.⁵⁵

8 News articles also report that, in the summer of 2019, Matrix used Grow United to offer a
9 job to a Jacksonville City Councilmember on behalf of FPL.⁵⁶ Furthermore, Foley attorney
10 Erika Alba reportedly billed Matrix in the fall of 2020 for her work on IRS submission forms for
11 Grow United.⁵⁷ Other than making the \$1,562,500 in political contributions, there is no publicly
12 available information regarding Grow United’s activities.

⁵² FPL Execs, *supra* note 43.

⁵³ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right corner of the article’s sixth picture); *see also* Compl. ¶ 48.

⁵⁴ Dark Money Playbook, *supra* note 7.

⁵⁵ FPL Execs, *supra* note 43.

⁵⁶ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. FPL reportedly confirmed that Matrix employees came up with an idea to offer the City Council member a job, but that it rejected the idea. *Id.*

⁵⁷ Nate Monroe, *Law Firm that Advised on Botched JEA Sale Also Helped Former FPL Consultants On Dark-Money Projects*, FL TIMES-UNION (Dec. 17, 2021), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/17/jea-privatization-law-firm-foley-lardner-also-helped-former-fpl-consultants-political-giving/8850686002/>. There are no publicly available tax forms from Grow United, Inc., however. *See Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (reflecting that there are no results when searching Grow United’s name or its EIN number identified in the Complaint, 84-2546999).

1 4. Broken Promises

2 Broken Promises is referenced by name in Matrix’s proposal to FPL as a middleman that
3 would receive funds and send them to conduits, including Florida Promise, that would in turn
4 make political contributions.⁵⁸ Broken Promises was incorporated on August 29, 2018, along
5 with Stand Up for Justice.⁵⁹ According to Broken Promises’s federal tax return for the 2018
6 calendar year, it is a 501(c)(4) corporation; its purpose is to “develop[] and advocat[e] for
7 legislation, regulations, and government programs to improve social environmental, economy
8 and social environment”; Sean J. Anderson is its president and chairman; it did not have a
9 website; and it received \$200,000 of funding that year.⁶⁰ In addition, according to news reports,
10 Broken Promises reportedly received \$26,000 from LPAD on July 9, 2020.⁶¹

11 On July 14, 2020, five days after reportedly receiving the \$26,000 from LPAD, Broken
12 Promises made a \$20,000 contribution to Concerned Conservatives, Inc., an IEOPC.⁶² During
13 the 2020 election cycle, Concerned Conservatives, Inc., made independent expenditures only in
14 Florida’s 19th Congressional District to support Dane Eagle, who unsuccessfully ran for the
15 Republican nomination, and oppose his competitors, William Matthew Figlesthaler, Byron

⁵⁸ See Secretive Political Spending Plan, *supra* note 12; Compl. ¶¶ 33 Fig. 1, 52.

⁵⁹ *CorpOnline*, DC.GOV, <https://corponline.dhra.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name “Broken Promises” and “Stand Up for Justice”).

⁶⁰ See IRS Form 990, Broken Promises, 2018 Return of Organization Exempt from Income Tax at 1, 7 (Nov. 15, 2019), https://apps.irs.gov/pub/epostcard/cor/831745117_201812_9900_2020012317057600.pdf [hereinafter Broken Promises 2018 Tax Return] (reflecting an unfilled line for the organization’s website).

⁶¹ Jeff Weiner & Annie Martin, *Bank Records Shed Light on Dark-Money Group in ‘Ghost’ Candidate Scandal*, ORLANDO SENTINEL (Apr. 18, 2022), <https://www.orlandosentinel.com/2022/04/18/bank-records-shed-light-on-dark-money-group-in-ghost-candidate-scandal/>; see Compl. ¶ 52.

⁶² Concerned Conservatives, Inc., 2020 12-Day Pre-Primary Election Report at 6 (Aug. 6, 2020), <https://docquery.fec.gov/pdf/823/202008069261263823/202008069261263823.pdf>; see also Compl. ¶ 51.

1 Donalds, and Casey Askar.⁶³ In addition, in 2018, Broken Promises made \$160,470 in Florida
2 state political contributions, and in 2019, it made \$21,500 in Florida state political
3 contributions.⁶⁴ Thus, it appears that Broken Promises made at least \$201,970 in political
4 contributions during its existence.

5 According to Broken Promises's federal tax returns and other information received by the
6 Commission, it received a total of \$226,000 to \$300,000 in funding during its existence:
7 \$200,000 in 2018,⁶⁵ \$50,000 or less in 2019, and \$26,000 to \$50,000 in 2020 before terminating
8 later that year.⁶⁶ Broken Promises's 2018 federal tax return also indicates that it spent \$500 on
9 legal expenses and \$40 on management and general expenses that year.⁶⁷ Although Broken
10 Promises characterized spending \$45,000 on lobbying and \$115,470 on "other" program
11 expenses in its 2018 federal tax return, this sum of \$160,470 corresponds precisely to the dollar
12 with its 2018 Florida state political contributions also totaling \$160,470.⁶⁸ Thus, Broken
13 Promises spent at least 67% to 89% of its total funding on making political contributions.

⁶³ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00728402&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting Concerned Conservatives, Inc.'s, independent expenditures during the 2020 election cycle); *August 18, 2020 Primary Election Republican Primary*, FL DEP'T OF STATE DIV. OF ELECTIONS, https://results.elections.myflorida.com/Index.asp?ElectionDate=8/18/2020&DATA_MODE= (last visited Sept. 25, 2023) (selecting "Federal Offices" in the Republican Primary section) (reflecting that Dane Eagle, William Figlesthaler, Byron Donalds, and Casey Askar were seeking the Republican nomination in Florida's 19th Congressional District).

⁶⁴ *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year "all" and contributor last name "Broken Promises").

⁶⁵ Broken Promises 2018 Tax Return at 1, *supra* note 60.

⁶⁶ For 2019 and 2020, Broken Promises filed an IRS Form 990-N, indicating that its gross receipts were \$50,000 or less in those years. *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (searching organization name "Broken Promises").

⁶⁷ Broken Promises 2018 Tax Return at 10, *supra* note 60.

⁶⁸ *Id.*; see also *Campaign Finance Database*, FLA. DEP'T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year "all" and contributor last name "Broken Promises") (reflecting that Broken Promises made \$160,470 in Florida state political contributions in 2018,

1 According to the *Miami Herald*, Broken Promises’s entire \$200,000 of funding in 2018
 2 was from FPL.⁶⁹ Specifically, the *Miami Herald* claims it received an internal Matrix ledger
 3 showing how, in 2018, Matrix distributed \$200,000 of funds labeled as coming from FPL to
 4 Broken Promises.⁷⁰ The ledger reportedly shows that Matrix sent \$100,000 of FPL funds to
 5 Broken Promises on September 26, 2018, and again on October 16, 2018, totaling \$200,000.⁷¹
 6 This money was likely transmitted through other Matrix-controlled corporations before coming
 7 to Broken Promises, because federal tax records show that the Alliance for Consumer Protection
 8 Inc., donated \$100,000 to Broken Promises in 2018.⁷² According to a news report regarding a
 9 text message between Pitts and FPL Vice President Martell, the director of the Alliance for
 10 Consumer Protection Inc., David Calvert, is Pitts’s former college roommate.⁷³

11 5. Stand Up for Justice

12 As discussed above, Stand Up for Justice was incorporated on August 29, 2018,⁷⁴ the
 13 same day as Broken Promises, and it shared a mailing address with CAIJ.⁷⁵ According to its

of which \$45,000 were cash contributions and \$115,470 were in-kind contributions in the forms of direct mail and advertising).

⁶⁹ Nicholas Nehamas & Mary Ellen Klas, *DeSantis ’18 Campaign Got \$25,000 From Nonprofit Secretly Funded by FPL Cash, Records Show*, MIAMI HERALD (Sept. 9, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article265213541.html>.

⁷⁰ *Id.* FPL spokesperson Reuter called the ledger “fake” and stated, “We have no record of FPL, or any NextEra Energy entity for that matter, ever having paid Broken Promises.” *Id.*

⁷¹ Nightmare Scenario, *supra* note 10; *see also* Nicholas Nehamas & Mary Ellen Klas, *DeSantis ’18 Campaign Got \$25,000 From Nonprofit Secretly Funded by FPL Cash, Records Show*, MIAMI HERALD (Sept. 9, 2022), <https://www.miamiherald.com/news/politics-government/state-politics/article265213541.html>.

⁷² IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_9900_20211020_19109756.pdf.

⁷³ Nightmare Scenario, *supra* note 10.

⁷⁴ *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization names “Stand Up for Justice” and “Broken Promises”).

⁷⁵ *Id.* (searching the organization name “Stand Up for Justice”) (reflecting that Stand Up for Justice’s business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006); American Valor PAC, 2020

1 2018 federal tax return, Stand Up for Justice is a 501(c)(4) corporation; its purpose is to
2 “develop[] and advocat[e] for legislation [*sic*], regulations and government programs to improve
3 social environment, economy & society”; Anderson was a director and its president; it did not
4 have a website; and it received \$350,000 in funding that year.⁷⁶

5 On March 31, 2020, Stand Up for Justice made a \$50,000 contribution to South Florida
6 Residents First,⁷⁷ an IEOPC that made independent expenditures during the 2020 election cycle
7 only in Florida’s 26th Congressional District, which supported Republican nominee Carlos
8 Gimenez and opposed Democratic nominee Debbie Mucarsel-Powell.⁷⁸ In addition, just two
9 months after it was incorporated, Stand Up for Justice made contributions to a Florida political
10 committee in October 2018, totaling \$300,000,⁷⁹ which Stand Up for Justice characterized as
11 “lobbying” on its 2018 federal tax return.⁸⁰ Thus, it appears that Stand Up for Justice made at
12 least \$350,000 in political contributions during its existence.

Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ’s address is at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006).

⁷⁶ IRS Form 990, Stand Up for Justice, 2018 Return of Organization Exempt from Income Tax at 1-2, 7 (Nov. 15, 2019), https://apps.irs.gov/pub/epostcard/cor/831749759_201812_990O_2020021317141891.pdf [hereinafter Stand Up for Justice 2018 Tax Return].

⁷⁷ South Florida Residents First, 2020 April Quarterly Report at 11 (April 13, 2020), <https://docquery.fec.gov/pdf/294/202004159216942294/202004159216942294.pdf>; *see also* Compl. ¶ 53.

⁷⁸ *FEC Independent Expenditures: Filtered Results*, FEC.GOV, https://www.fec.gov/data/independent-expenditures/?data_type=processed&q_spender=C00733402&is_notice=false&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020 (last visited Sept. 25, 2023) (reflecting South Florida Residents First’s independent expenditures in the 2020 election cycle); *November 3, 2020 General Election*, FL DEP’T OF STATE DIV. OF ELECTIONS, <https://results.elections.myflorida.com/Index.asp?ElectionDate=11/3/2020&DATAMODE=> (last visited Sept. 25, 2023) (selecting “Federal Offices”) (reflecting that Carlos Gimenez was the Republican nominee and Debbie Mucarsel-Powell was the Democratic nominee in Florida’s 26th Congressional District); *see* Compl. ¶ 53.

⁷⁹ *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited July 25, 2023) (searching election year “all” and contributor last name starting with “Stand Up for Justice”).

⁸⁰ Stand Up for Justice 2018 Tax Return at 10, *supra* note 76.

1 According to Stand Up for Justice’s federal tax returns, it received \$350,000 to \$450,000
2 during its existence: \$350,000 in 2018,⁸¹ and \$50,000 or less per year in each of 2019 and 2020
3 before terminating.⁸² Stand Up for Justice’s federal tax returns also state that it spent \$20,577 on
4 legal fees and \$100 on bank service charges in 2018,⁸³ indicating that its total funding was at
5 least \$370,677 to cover its lifetime spending. Thus, Stand Up for Justice spent at least 78% to
6 94% of its total funding on making political contributions.

7 Federal tax records show that Alliance for Consumer Protection Inc., contributed
8 \$150,000 to Stand Up for Justice in 2018.⁸⁴ As indicated above, the Alliance for Consumer
9 Protection Inc. also contributed \$100,000 to Broken Promises in 2018, and its executive director
10 is reportedly Pitts’s former college roommate.⁸⁵

11 **C. Let’s Preserve the American Dream, Inc., was Associated with Pitts and**
12 **Matrix**

13 Relying on news reports of Matrix’s proposal to FPL, which reference LPAD as a higher-
14 level Matrix-associated conduit that would receive funds and transmit them to other entities in
15 Matrix’s network, and news reports indicating that LPAD made donations to Grow United and
16 Broken Promises, the Complaint alleges that Unknown Respondents used LPAD as a middleman
17 to make contributions using the names of Grow United and Broken Promises.⁸⁶

⁸¹ *Id.* at 1.

⁸² For 2019 and 2020, Stand Up for Justice filed an IRS Form 990-N, and indicated that its gross receipts were not greater than \$50,000 in those years. *Tax Exempt Organization Search*, IRS.GOV, <https://apps.irs.gov/app/eos/> (last visited Sept. 25, 2023) (searching organization name “Stand Up for Justice”).

⁸³ Stand Up for Justice 2018 Tax Return at 10, *supra* note 76.

⁸⁴ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_990O_2021102019109756.pdf.

⁸⁵ *Id.*; Nightmare Scenario, *supra* note 10.

⁸⁶ Compl. ¶¶ 33 Fig. 1, 35, 37, 42 Fig. 2, 45, 52; *see also* Secretive Political Spending Plan, *supra* note 12.

1 In a deposition conducted by the Miami-Dade State Attorney's Office regarding a former
2 LPAD contractor's creation of fake Florida state senate candidates, Tyson stated that he
3 discussed LPAD's donation to Grow United with Matrix's former CEO, Jeff Pitts, and that it was
4 actually Pitts who proposed for LPAD to make that donation. Specifically, Tyson testified:

5 Well, as best as I can recall, I called [Pitts] up and I said, "Do you
6 have any social welfare groups that are interested in working on
7 issues that are amenable to my organizational narrative? Are they
8 interested in supporting other interests in other committees around
9 the country, in Florida specifically too, that would focus purely on
10 the center left spectrum and on issues that are center left?"⁸⁷

11 According to Tyson, Pitts "said he did," referring to Grow United, and so Tyson "said we'd be
12 happy to support them."

13 In the same above-referenced deposition, Tyson also testified that he spoke with Pitts
14 about how Grow United should use LPAD's donation. Specifically, in response to whether
15 Tyson knew that Alex Alvarado's Florida state political committees received their funding from
16 Grow United, Tyson stated, "I told you earlier I knew it came from Grow United. There was a
17 story about it. And I knew, *I actually told Grow United that Alvarado would probably call them*
18 *and ask, raise money.*"⁸⁸ Tyson further explained that the person he spoke with was Jeff Pitts.
19 According to text messages obtained by the *Orlando Sentinel*, on September 24, 2020, just five
20 days prior to LPAD making its first \$600,000 donation to Grow United on September 29, 2020,
21 Tyson communicated with Pitts and Abigail MacIver, another former Matrix employee,
22 regarding the Florida state senate races that the Alvarado committees were seeking to impact.⁸⁹

⁸⁷ Tyson testified in response to the question, "So give me your best recollection of the content of the conversation that you had with Jeff Pitts that caused you to want to send the money to Grow United."

⁸⁸ Emphasis was added to the original transcription.

⁸⁹ FPL Execs, *supra* note 43.

1 When further queried as to whether Tyson “did not authorize the money, the \$600,000
2 [from LPAD], to go to Grow United so they can then turn around and send it to Alex Alvarado’s
3 two political campaigns,” Tyson testified that he “can’t tell [Grow United] how to spend their
4 money” and that he “do[es]n’t have the ability to restrain how they spend their funds.” However,
5 when asked, “Did you know when this \$600,000 [from LPAD] was sent to Grow United, that it
6 was going to [—] that 550,000 of it was going to go to Alex Alvarado’s two political
7 committees,” Tyson testified that he “had a hunch” that Grow United would be supportive of the
8 Alvarado committees and that he was “not testifying it’s a coincidence.” Tyson further stated, “I
9 knew [Grow United] would likely be supportive, but I also didn’t know when, I mean, we made
10 other contributions to them as well. We were supporting a lot of what they were doing.” Tyson
11 then testified that he “assume[d] [Grow United would] probably be supported [*sic*] if Alex
12 called, but I had no way to know if they actually would. Because once I make a contribution to
13 an entity, I lose control of how they spend that money.”

14 **D. SUN Marketing & Advertising LLC Appears to be Associated with Matrix**

15 SUN Marketing & Advertising LLC is another conduit identified in Matrix’s proposal to
16 FPL,⁹⁰ and it appears to have been created by Matrix after the memo was circulated.
17 Specifically, SUN was formed on December 13, 2019, about two weeks after Pitts reportedly
18 emailed the above-referenced proposal to Silagy on November 26, 2019.⁹¹ FPL spokesman
19 Reuter reportedly confirmed that FPL gave \$250,000 to SUN in December 2019, but stated that
20 the purpose was to purchase advertising related to a proposed constitutional amendment that FPL

⁹⁰ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 32 Fig. 1.

⁹¹ Division of Corporations, DEL. SEC’Y OF STATE, <https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx> (last visited Sept. 25, 2023) (searching the entity name “SUN Marketing & Advertising”).

1 opposed.⁹² According to Reuter, FPL believes that SUN is owned by Matrix.⁹³ News reports
2 indicate that SUN was used to create favorable press for FPL.⁹⁴ SUN's former sole member,
3 Tim Fitzpatrick, was a former FPL officer.⁹⁵

4 III. LEGAL ANALYSIS

5 A. The Commission Finds Reason to Believe that the \$50,000 Contribution 6 Reported as Having Been Made by Stand Up for Justice Was a Contribution 7 Made In the Name of Another

8 The Act and the Commission's regulations prohibit a person from (1) making a
9 contribution in the name of another person, (2) knowingly permitting his or her name to be used
10 to effect such a contribution, and (3) knowingly accepting such a contribution.⁹⁶ The term
11 "person" in this context includes partnerships, corporations, and "any other organization or group
12 of persons."⁹⁷ In its regulations, the Commission has illustrated examples of activities that
13 constitute making a contribution in the name of another, as follows:

- 14 (i) Giving money or anything of value, all or part of which was
15 provided to the contributor by another person (the true contributor)
16 without disclosing the source of money or the thing of value to the
17 recipient candidate or committee at the time the contribution is
18 made; or

⁹² Secretive Political Spending Plan, *supra* note 12.

⁹³ *Id.*

⁹⁴ Sarah Blaskey, *Powerbrokers: How FPL Secretly Took Over a Florida News Site and Used It to Bash Critics*, MIAMI HERALD (Aug. 13, 2022), <https://www.miamiherald.com/article263757423.html>.

⁹⁵ *PG&E Names Tim Fitzpatrick As Vice President And Chief Communications Officer*, CISION PR NEWSWIRE (Mar. 11, 2013), <https://www.prnewswire.com/news-releases/pg-e-names-tim-fitzpatrick-as-vice-president-and-chief-communications-officer-197098061.html> ("Fitzpatrick joined NextEra Energy in January 2008, serving as Vice President of Marketing and Corporate Communications and as an officer of Florida Power & Light Company (FPL).").

⁹⁶ 52 U.S.C. § 30122; *see also* 11 C.F.R. § 110.4(b).

⁹⁷ 52 U.S.C. § 30101(11); 11 C.F.R. § 100.10.

1 (ii) Making a contribution of money or anything of value and
2 attributing as the source of the money or thing of value another
3 person when in fact the contributor is the source.⁹⁸

4 Because a primary purpose of the Act’s disclosure provisions is to reveal the true source from
5 which a contribution to a candidate or committee originates, regardless of the mechanism by
6 which the funds are transmitted,⁹⁹ the Commission examines the structure of the transaction
7 itself and the arrangement between the parties to determine who in fact “made” a given
8 contribution.¹⁰⁰

9 In prior matters, the Commission has found reason to believe that a contribution was
10 made in the name of another where the available information indicates that another person
11 provided the funds for the purpose of making the contribution and his or her identity was not
12 disclosed to the recipient committee or candidate at the time of the contribution.¹⁰¹ Absent direct
13 evidence as to the purpose of providing the funds, the Commission considers the overall record
14 to determine its purpose. In the context of contributions made by limited liability companies
15 (“LLCs”), the Commission has addressed whether the LLC “had the means to make the
16 contribution absent an infusion of funds provided for that purpose,” the “temporal proximity

⁹⁸ 11 C.F.R. § 110.4(b)(2)(i)-(ii).

⁹⁹ *See Campaign Legal Ctr. v. FEC*, 952 F.3d 352, 354 (D.C. Cir. 2020) (“As the Supreme Court has repeatedly declared, the electorate has an interest in knowing where political campaign money comes from and how it is spent by the candidate. To that end, the [Act] imposes disclosure requirements on those who give and spend money to influence elections. The straw donor provision, 52 U.S.C. § 30122, is designed to ensure accurate disclosure of contributor information.”) (internal citations and quotation marks omitted).

¹⁰⁰ *Cf.* 11 C.F.R. § 110.6(a) (“All contributions by a person made on behalf of or to a candidate, including contributions which are in any way earmarked or otherwise directed to the candidate through an intermediary or conduit, are contributions from the person to the candidate.”).

¹⁰¹ *See, e.g.*, Factual and Legal Analysis (“F&LA”) at 5, MUR 7903 (Tomfoolery, LLC, *et al.*) (“[T]he contributions made in Tomfoolery’s name were, in fact, actually made by Thomas A. Chavez, when Chavez furnished Tomfoolery with funds for the purpose of having the LLC make the contributions.”); F&LA at 1-2, MUR 6920 (American Conservative Union) (finding reason to believe that the contribution was made in the name of another where the organization who was reported as the contributor later indicated that it was not the true source of the contribution, and instead merely delivered the contribution upon receipt of the funds from another person); *see also* 11 C.F.R. § 110.4(b)(2)(i)-(ii).

1 between the LLC’s formation date and the contribution,” “the amount of the contribution relative
2 to [the LLC’s] other activities, the LLC’s known activities prior to making the contribution, and
3 whether any other information suggests an attempt to circumvent the Act’s disclosure
4 requirements.”

5 Here, the available information indicates that the five 2020 political contributions
6 purportedly made by the alleged Conduit Corporations — Florida Promise, Broken Promises,
7 Grow United, CAIJ, and Stand Up for Justice — were actually made on behalf of Unknown
8 Respondents. The overall record indicates that there was plan whose purpose was “to
9 circumvent the Act’s disclosure requirements” by using the names of the Conduit Corporations
10 to make contributions and that this plan was implemented in largely the way the blueprint set
11 out. In addition, the overall record of the Conduit Corporations’ known activities indicate that
12 they may have been formed for the purpose of making conduit contributions.

13 Specifically, news articles indicate that, during the 2020 election cycle, Matrix invited
14 FPL to anonymize its political activities by funneling money through several layers of conduits,
15 including Florida Promise and Broken Promises, and then using those funds to make federal and
16 state political contributions.¹⁰² The articles report that Jeff Pitts, former CEO of Matrix, emailed
17 Eric Silagy, former CEO of FPL, a ““funding memo”” with goals such as making “federal
18 campaign contributions” and ““minimiz[ing] all public reporting of entities and activities,”” and a
19 ““legal memo on federal elections support.””¹⁰³ According to the *Orlando Sentinel*, the funding
20 memo included a flowchart depicting FPL’s funds flowing through several layers of conduits
21 controlled by Pitts and Matrix, including Florida Promise and Broken Promises, before being

¹⁰² Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 3, 31-38.

¹⁰³ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶¶ 3, 31-32.

1 contributed to federal and state political committees.¹⁰⁴ While the specific plan reported by the
2 news articles did not directly identify CAIJ, Grow United, or Stand Up for Justice, the proposal
3 establishes the preexisting idea of making conduit contributions with entities just like these,
4 which as discussed below, was ultimately carried out using the five alleged Conduit
5 Corporations.

6 News articles stated that the sources of the documents were from Matrix itself, noting
7 that the documents were internal Matrix documents.¹⁰⁵ FPL’s spokesperson, David Reuter,
8 reportedly confirmed that the proposal as reported was indeed shared with its CEO, stating, ““We
9 are aware of the proposed structure as the legal memo was shared with us, and as we understand
10 it, Joe Perkins’[s] team at Matrix created a proposal to fund their clients’ communication and
11 outreach activities during 2020.”¹⁰⁶ Thus, there is no available information indicating that the
12 news articles’ report that Pitts and Matrix created and shared a proposal to anonymize political
13 contributions was inaccurate or not credible.

14 Moreover, the available information does not indicate that the proposal was limited to
15 acting solely within the legal bounds of minimizing public reporting of political activities.
16 Specifically, the proposal did not indicate that Pitts and Matrix were soliciting funds from FPL
17 on behalf of nonprofit corporations that would *independently* decide to make political
18 contributions. Rather, the proposal indicated that funds would flow from FPL, through several
19 layers of conduits controlled or associated with Matrix, before landing at “Florida Promise C4,”

¹⁰⁴ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 33 Fig. 1.

¹⁰⁵ *See* Secretive Political Spending Plan, *supra* note 12 (stating that the *Orlando Sentinel* received records “includ[ing] checks, bank statements, emails, text messages, invoices, internal ledgers and more, all apparently unearthed during an internal investigation Matrix launched after its former employees left the firm at the end of 2020.”).

¹⁰⁶ *Id.*

1 “US Promise C4” and “Fed Promise C4,” which would also be controlled by Matrix, to make
2 contributions to state and federal political committees.¹⁰⁷

3 Notably, there is no available information indicating that Pitts or Matrix presented the
4 purposes or goals of the conduits referenced in its flowchart, besides being able to making
5 political contributions, to explain why FPL’s funds would be expected to flow from one
6 corporation to another.¹⁰⁸ There is also no available information indicating that Pitts and Matrix
7 presented any information as to why “Florida Promise C4,” “US Promise C4” and “Fed Promise
8 C4,” would be expected to engage in political activity that FPL would support. Instead, Pitts’s
9 and Matrix’s flowchart simply noted “Matrix” in a parenthetical below the names of “Broken
10 Promises,” “Florida Promise C4,” “US Promise C4” and “Fed Promise C4,” similar to how
11 Tyson, the executive director of LPAD, was included in a parenthetical under LPAD, suggesting
12 that these entities are controlled by “Matrix,” similar to how Tyson controlled LPAD.¹⁰⁹

13 Moreover, the conduits depicted on the flowchart appear to have been in fact controlled
14 by or associated with Matrix. Of the conduits mentioned, only Florida Promise, Broken
15 Promises, LPAD, and SUN existed or eventually came into existence, and they all have ties to
16 Pitts and/or Matrix. As explained above, Richard Alexander was the chairman of Florida
17 Promise, and his sister, April Odom, was a Matrix contractor at the time of the allegations.¹¹⁰

¹⁰⁷ *Id.*; see also Compl. ¶¶ 33 Fig. 1, 36-37.

¹⁰⁸ See Secretive Political Spending Plan, *supra* note 12 (noting that, for example, “Florida Promise C4” would “allowed to spend 50% of revenues on political activities” and that “Florida PCs are allowed to take unlimited funds from C4s”); see also Compl. ¶ 33 Fig. 1 (same).

¹⁰⁹ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1. While the term “person” appears in the parenthetical next to SUN, SUN had not yet been formed when Pitts sent the memo, and thus this denotation appears to suggest that they were looking for a “person” to be in control of SUN at that time. See Secretive Political Spending Plan, *supra* note 12 (reporting that Pitts sent the memo to Silagy on November 26, 2019).

¹¹⁰ Florida Promise 2018 Tax Return at 3, *supra* note 32; Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson’s sister and was a former Matrix employee).

1 Sean J. Anderson, who was the president and chairman of Broken Promises, was also a former
2 Matrix employee, a close friend of Pitts, and has a history of allowing Pitts to control the
3 nonprofits that he purportedly ran.¹¹¹ Tyson, the executive director of LPAD, reportedly
4 associated with Pitts and Abigail MacIver, another former Matrix employee, as they
5 communicated via text messages regarding Florida state senate races.¹¹² Finally, as for SUN —
6 FPL, which reportedly gave \$250,000 to SUN in December 2019, states that it believes that SUN
7 is owned by Matrix.¹¹³ Thus, the layers of corporations depicted on the flowchart appear to be
8 linked together because they are controlled by persons associated with Pitts or Matrix.

9 The available information also indicates that Pitts’s and Matrix’s proposal included the
10 making of federal political contributions. According to news articles, Pitts’s email to Silagy
11 included a “funding memo” noting making “federal campaign contributions” as one of its
12 goals.¹¹⁴ Pitts’s email to Silagy also included “a separate legal memo on federal elections
13 support” explaining that “a nonprofit might have to disclose its donors if it spent money directly
14 supporting a candidate” but that “the nonprofit would not have to disclose its donors if it gave
15 money to a type of political action committee known as a ‘Super PAC,’”¹¹⁵ which is a colloquial
16 reference to federal independent expenditure-only committees.¹¹⁶ Moreover, this legal memo

¹¹¹ Broken Promises, 2018 Tax Return at 1, 7, *supra* note 60; Bachelor Party, *supra* note 10 (reporting Pitts as having attended Anderson’s bachelor party); Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his and that he was “in control 100 percent” of the nonprofits purportedly run by Mr. Anderson).

¹¹² FPL Execs, *supra* note 43.

¹¹³ Secretive Political Spending Plan, *supra* note 12.

¹¹⁴ *Id.*; *see also* Compl. ¶ 32.

¹¹⁵ Secretive Political Spending Plan, *supra* note 12; *see also* Compl. ¶ 38.

¹¹⁶ *See McCutcheon v. FEC*, 572 U.S. 185, 193 (2014) (“A so-called ‘Super PAC’ is a PAC that makes only independent expenditures and cannot contribute to candidates. The base and aggregate limits govern contributions to traditional PACs, but not to independent expenditure PACs.”).

1 appears to provide the missing explanation as to the purpose of providing funds to the “Fed
2 Promise C4” entity in the funding memo’s flowchart, indicating that this purpose would be to
3 make federal political contributions.¹¹⁷ The name, “*Fed* Promise C4,” also suggests that this
4 conduit would be used to make federal political contributions, as this would be consistent with
5 and parallel to the flowchart’s statements that “*Florida* Promise C4” would be used to fund
6 “Florida PCs” and that “US Promise C4” would be used to fund other state-level political
7 activities.¹¹⁸ Thus, the available information indicates that the Pitts/Matrix proposal included
8 making federal political contributions.

9 The available information also indicates that the alleged Conduit Corporations received
10 funds with the direction that they be used for federal contribution purposes as federal courts have
11 stated that a donor’s intent can be inferred from the donee’s solicitations. Specifically, in the
12 context of interpreting 52 U.S.C. § 30104(c)(1) of the Act, which courts have held to require not-
13 political committees to disclose donations received for political purposes,¹¹⁹ a district court in
14 Wisconsin observed that “whether a contribution is earmarked for political purposes and tied to
15 an election can depend on whether the contribution is received in response to a solicitation and
16 the way the solicitation is worded.”¹²⁰ As explained above, Pitts’s and Matrix’s proposal clearly
17 implicated the making of federal contributions, and the alleged Conduit Corporations appear to
18 have received donations in response to that proposal.

19 In addition to conceiving of and sharing the plan, Pitts and Matrix were also in a position

¹¹⁷ See Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1 (noting that it was “[w]aiting on lawyers” to explain the purpose of Fed Promise C4).

¹¹⁸ Secretive Political Spending Plan, *supra* note 12; see also Compl. ¶ 33 Fig. 1.

¹¹⁹ *Citizens for Resp. & Ethics in Washington v. FEC*, 316 F. Supp. 3d 349, 389 (D.D.C. 2018), *aff’d*, 971 F.3d 340 (D.C. Cir. 2020).

¹²⁰ *Wisconsin Fam. Action v. FEC*, No. 21-C-1373, 2022 WL 844436, at *11 (E.D. Wis. Mar. 22, 2022).

1 to carry it out using the names of alleged Conduit Corporations to make the contributions. As
2 discussed above, the persons nominally in charge of the alleged Conduit Corporations,
3 Alexander and Anderson, had close relationships with Pitts and Matrix. Alexander, who served
4 as a director or officer of Florida Promise, CAIJ, and Grow United, is apparently the brother of
5 April Odom, who was a Matrix contractor at the time of the contributions and worked on matters
6 relating to CAIJ and Grow United on behalf of Matrix.¹²¹ Anderson, who was the chairman and
7 president of Broken Promises and a director and president of Stand Up for Justice, was also
8 former Matrix employee, and a close friend of Pitts.¹²² Pitts and Matrix also has a history of
9 working with Anderson's nonprofit corporations, as Pitts reportedly texted FPL Vice President
10 Daniel Martell in 2016, four years prior to the contributions at issue here, "Bottom line is we are
11 the ones with the check books and in control 100 percent" of the nonprofits purportedly run by
12 Anderson.¹²³

13 Pitts and Matrix also reportedly used the names of CAIJ and Grow United in other
14 operations,¹²⁴ and had access to CAIJ's and Grow United's bank accounts,¹²⁵ further indicating
15 that they had control over these corporations. Specifically, news reports indicate that, in October

¹²¹ Dark Money Playbook, *supra* note 7 (reporting that April Odom is Anderson's sister and was a former Matrix contractor); *see also* Compl. ¶¶ 13, 48.

¹²² Bachelor Party, *supra* note 10 (reporting Pitts as having attended Anderson's bachelor party); Nightmare Scenario, *supra* note 10 (reporting that Pitts texted FPL Vice President Martell that Anderson was an old friend of his); *see also* Compl. ¶¶ 16, 52.

¹²³ Nightmare Scenario, *supra* note 10; *see also* Compl. ¶¶ 16, 52.

¹²⁴ FPL Execs, *supra* note 43 (reporting that Matrix made a conduit contribution using CAIJ's name on behalf of FPL); Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/> (reporting that Matrix offered a city councilman a job on behalf of FPL using Grow United's name).

¹²⁵ Dark Money Playbook, *supra* note 7 (reporting that internal Matrix records included a text message from Odom stating that she procured access to the bank accounts of CAIJ and Grow United).

1 2018, Pitts used CAIJ to make a contribution to House Majority PAC on behalf of Matrix.¹²⁶
 2 News reports also indicate that in the summer of 2019, Matrix used Grow United to offer a job to
 3 a Jacksonville City Council member on behalf of FPL.¹²⁷ In addition, according to the *Orlando*
 4 *Sentinel*, it received internal Matrix documents reflecting a September 23, 2020 text message
 5 from Odom stating that she procured access to CAIJ's and Grow United's bank accounts.¹²⁸
 6 Finally, Tyson, the executive director of LPAD who donated \$1,150,000 of LPAD funds to
 7 Grow United, testified that he understood that Pitts created and ran Grow United. Therefore, not
 8 only did Pitts and Matrix conceive of a plan for the making of conduit contributions, they also
 9 had sufficient control over the alleged Conduit Corporations to cause them to permit their names
 10 to be used to make contributions on behalf of Unknown Respondents.

11 Although all five of the alleged Conduit Corporations were formed more than a year prior
 12 to making the contributions, the overall record of their known activities indicate that they were
 13 formed for the purpose of making conduit contributions. The only available information as to
 14 the five alleged Conduit Corporations' activities was that they made federal and Florida state
 15 political contributions.¹²⁹ Broken Promises and Stand Up for Justice spent at least 67% to 89%

¹²⁶ FPL Execs, *see supra* note 43 (reporting that Silagy, former CEO of FPL, emailed Pitts, former CEO of Matrix, to make a contribution to House Majority PAC to support Lauren Baer, and to make sure that "they don't triangulate this donation to others we have done"); *see also* House Majority PAC, 2018 Amended 12-Day Pre-Election Report at 655 (Dec. 3, 2018), <https://docquery.fec.gov/pdf/085/201812069135107085/201812069135107085.pdf> (reflecting CAIJ's contribution to House Majority PAC on October 16, 2018).

¹²⁷ Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>. FPL reportedly confirmed that Matrix employees came up with an idea to offer the City Council member a job, but that it rejected the idea. *Id.*

¹²⁸ Dark Money Playbook, *supra* note 7 (reflecting a text message from Odom in the upper right-hand corner of the article's sixth picture); *see also* Compl. ¶ 48.

¹²⁹ Although Matrix reportedly used Grow United to offer a job to a Jacksonville council member, that never came to fruition as the council member rejected the offer. Nate Monroe, *Amid JEA Privatization Controversy, a City Council Member Received a Mysterious Job Offer. A Dark-Money Group May Have Been Behind It*, THE FL

1 and 78% to 94%, respectively, of their total funding on making federal and Florida state political
2 contributions, indicating that they were created for the primary purpose of making political
3 contributions.¹³⁰ Moreover, consistent with the Pitts's and Matrix's proposal, federal tax records
4 show that their funding was first transmitted through another Matrix-associated conduit, the
5 Alliance for Consumer Protection Inc., which was reportedly controlled by Pitts's former college
6 roommate.¹³¹ While the available information does not indicate the total funding received by
7 Florida Promise, CAIJ, or Grow United, the only known activities by these corporations are that
8 they made an aggregate of \$3,224,500 in federal and Florida state political contributions.¹³²

9 In addition, only Florida Promise, Broken Promises, and Stand Up for Justice appeared to
10 have filed federal tax returns, and these returns do not indicate that they engaged in any activity
11 other than making political contributions, including through lobbying.¹³³ The purpose
12 statements in these tax returns indicate that Florida Promise, Broken Promises, and Stand Up for
13 Justice were formed for political purposes, further suggesting they only engaged in political

TIMES-UNION (Sept. 2, 2022), <https://www.jacksonville.com/story/news/columns/nate-monroe/2021/12/10/jea-sale-jacksonville-city-council-member-mysterious-job-offer-dark-money-group-nate-monroe/8850689002/>.

¹³⁰ See *supra* pages 15-16, 18-19.

¹³¹ IRS Form 990, Alliance for Consumer Protection Inc., 2018 Return of Organization Exempt from Income Tax, Sched. I at 1 (Sept. 28, 2020), https://apps.irs.gov/pub/epostcard/cor/813511095_201812_990O_2021102019109756.pdf; Nightmare Scenario, *supra* note 10.

¹³² See *supra* notes 33-34 and accompanying text (reflecting that Florida Promise made \$1,230,000 in federal and Florida state contributions); *supra* notes 38, 40, 38 and accompanying text (reflecting that CAIJ made \$432,000 in federal and Florida state contributions); *supra* notes 46, 49 and accompanying text (reflecting that Grow United made \$1,562,500 in federal and Florida state contributions).

¹³³ See generally Florida Promise 2018 Tax Return, *supra* note 32; Broken Promises 2018 Tax Return, *supra* note 60; Stand Up for Justice 2018 Tax Return, *supra* note 76. As indicated above, while Broken Promises and Stand Up for Justice indicated in their 2018 federal tax returns that they spent funding on "lobbying" and "other" program expenses in 2018, the amounts they reportedly spent correspond to the same amounts that they spent on making Florida state political contributions. See *supra* pages 16, 18.

1 activities.¹³⁴

2 Furthermore, there are various organizational aspects of the alleged Conduit Corporations
3 that suggest they were formed to serve as conduits. Specifically, despite the fact that CAIJ and
4 Stand Up for Justice were incorporated in different states and do not share any officers, both
5 entities reported having the same mailing address in Washington, D.C.¹³⁵ In addition, despite
6 both Broken Promises and Stand Up for Justice having the same three officers and nearly
7 identical mission statements, both entities were incorporated on the same day in the same
8 state.¹³⁶ Finally, Broken Promises’s federal tax return suggests that it was trying to conceal that
9 it made political contributions. Specifically, Broken Promises characterized on its 2018 federal
10 tax return that it spent \$115,470 on “other” program service expenses, when that amount was
11 actually used to make in-kind contributions to Florida state committees.¹³⁷ Thus, the available
12 information as to the activities, stated purpose, and creation of the Conduit Corporations suggests
13 that they were created for making conduit contributions.

¹³⁴ Florida Promise 2018 Tax Return at 6, *supra* note 32 (stating that its purpose is to “develop and advocate for legislation, regulations, and government programs related to policies to benefit Floridians”); Broken Promises 2018 Tax Return at 2, *supra* note 60 (stating that its purpose is to “develop[] and advocat[e] for legislation, regulations, and government programs to improve social environmental, economy and social environment”); Stand Up for Justice 2018 Tax Return at 2, *supra* note 76 (stating that its purpose is to “develop[] and advocat[e] for legislation [*sic*], regulations, and government programs to improve social environment, economy & society”).

¹³⁵ American Valor PAC, 2020 Termination Report at 6 (Dec. 3, 2020), <https://docquery.fec.gov/pdf/242/202012039337569242/202012039337569242.pdf> (reflecting that CAIJ’s address was at 2020 Pennsylvania Avenue, NW, Ste. 449, Washington DC 20006); *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization name “Stand Up for Justice”) (reflecting that Stand Up for Justice’s business address was at 2020 Pennsylvania Avenue, NW, #449, Washington DC 20006).

¹³⁶ See *CorpOnline*, DC.GOV, <https://corponline.dcrd.dc.gov/Home.aspx/Landing> (last visited Sept. 25, 2023) (searching the organization names “Broken Promises” and “Stand Up For Justice”) (reflecting that both Broken Promises and Stand Up for Justice were incorporated on August 29, 2018); Broken Promises 2018 Tax Return at 1, 7, *supra* note 60; Stand Up for Justice 2018 Tax Return at 1, 7, *supra* note 76.

¹³⁷ Compare Broken Promises 2018 Tax Return at 10, *supra* note 60 (stating that it spent \$115,470 in “other” program service expenses), with *Campaign Finance Database*, FLA. DEP’T OF STATE, <https://dos.elections.myflorida.com/campaign-finance/contributions/> (last visited Sept. 25, 2023) (searching election year “all” and contributor last name “Broken Promises”) (reflecting that Broken Promises Broken Promises made \$115,470 in in-kind Florida state political contributions in 2018).

1 In sum, the available information indicates that there was a plan to illegally disguise or
2 withhold public reporting of political activities, and that this plan included making contributions
3 through conduits and in a manner that closely matches what the available information shows had
4 subsequently occurred. In addition, pursuant to this plan, the alleged Conduit Corporations
5 permitted their names to be used to make federal political contributions on behalf of Unknown
6 Respondents. Finally, the only known activities of the alleged Conduit Corporations were that
7 they made federal and Florida state political contributions, indicating that their purpose was to
8 serve as conduits. Thus, the Commission finds reason to believe that Stand Up for Justice
9 violated 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b) by knowingly permitting its name to be
10 used to effect contributions in the name of another.