



FEDERAL ELECTION COMMISSION  
WASHINGTON, D.C.

**Via Electronic Mail**

January 24, 2025

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RE: MUR 8150

Dear Mr. Farah:

On January 29, 2024, the Federal Election Commission notified your client, SOS America PAC and Gloria Maggiolo in her official capacity as treasurer ("SOS PAC"), of a Complaint alleging violations of certain sections of the Federal Election Campaign Act of 1971, as amended (the "Act").

On January 14, 2025, on the basis of the information in the Complaint and the Response, the Commission dismissed the allegations that SOS PAC violated 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b) by knowingly accepting a contribution in the name of another, 52 U.S.C. § 30121 and 11 C.F.R. § 110.20(g) by knowingly accepting a contribution from a foreign national, and 52 U.S.C. § 30104(b) and 11 C.F.R. § 110.1(g)(4) by failing to report attribution information. Accordingly, the Commission voted to close its file in this matter as it pertains to SOS PAC. The Factual and Legal Analysis, which provides a basis for the Commission's findings, is enclosed for your information.

The Commission reminds you that the confidentiality provisions of 52 U.S.C. § 30109(a)(12)(A) remain in effect, and that this matter is still open with respect to other respondents. The Commission will notify you when the entire file has been closed.

If you have any questions, please contact Rachel Coll, the attorney assigned to this matter, at [rcoll@fec.gov](mailto:rcoll@fec.gov) or (202) 694-1611

Sincerely,

*Mark Allen*

Mark Allen  
Assistant General Counsel

Enclosure

Factual and Legal Analysis

1                                   **FEDERAL ELECTION COMMISSION**

2                                   **FACTUAL AND LEGAL ANALYSIS**

3   **RESPONDENT:**     SOS America PAC and Gloria Maggiolo in her     **MUR 8150**  
4                                   official capacity as treasurer  
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6   **I.       INTRODUCTION**

7           The Complaint in this matter alleges that Passionforest, LLC (“Passionforest”) allowed  
8   its name to be used to effect a \$500,000 contribution on October 28, 2022, to SOS America PAC  
9   and Gloria Maggiolo in her official capacity as treasurer (the “Committee”) on behalf of a true  
10   contributor or contributors in violation of the Federal Election Campaign Act of 1971, as  
11   amended (the “Act”). The Complaint further alleges that Passionforest may be owned and  
12   operated by one or more persons living in China and may therefore have been used to conceal  
13   contributions from foreign nationals. The Complaint bases these allegations on public  
14   information indicating that Passionforest did not have the financial means to make a \$500,000  
15   contribution. Furthermore, the Complaint notes that Passionforest was allegedly registered as an  
16   LLC in Delaware and disclosed a Florida address in connection with the Committee’s  
17   contribution, whereas a U.S. Patent and Trademark Office application for the word  
18   “Passionforest” lists the patent applicant as a wholesaler of plastic flower arrangements at an  
19   address in Guangzhou, China.

20           In its Response, the Committee asserts that the Complaint does not allege that it  
21   knowingly accepted an unlawful contribution or otherwise violated the Act, that the foreign  
22   national contribution allegation is speculative, and that the Committee timely filed a report,  
23   subsequent to the initial report disclosing the contribution, showing that the source of the  
24   contribution was lawful.

1           The available information does not indicate that Passionforest received any funds for the  
2     purpose of making a contribution to the Committee. Accordingly, the Commission dismisses the  
3     allegations that the Committee knowingly accepted a contribution in the name of another in  
4     violation of 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b). Furthermore, the Commission  
5     dismisses the allegations that the Committee knowingly accepted a foreign national contribution  
6     in violation of 52 U.S.C. § 30121 and 11 C.F.R. § 110.20(g).

7           As for the proper attribution of the Passionforest contribution, because it appears that the  
8     Committee made best efforts to attempt to clarify the information it received or otherwise obtain  
9     attribution information, the Commission dismisses the allegation that the Committee failed to  
10    attribute a contribution by a partnership in violation of 52 U.S.C. § 30104(b) and 11 C.F.R.  
11    § 110.1(g)(4).

## 12    **II.     FACTUAL BACKGROUND**

13           Passionforest is a limited liability company. The Committee is an independent  
14    expenditure-only political committee (“IEOPC”) that registered with the Commission on  
15    January 20, 2022.<sup>1</sup> Its treasurer is Gloria Maggiolo.<sup>2</sup> In its 2022 Post-General Report, the  
16    Committee reported receiving a \$500,000 contribution from “Passionforest, LLC” on  
17    October 28, 2022. The Committee initially identified Passionforest as a “flower wholesaler” and  
18    provided no attribution information associated with the contribution but stated in the Report that

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<sup>1</sup>       The Committee was originally named America for Everyone, *see* Am. for Everyone, Statement of Organization at 1 (Jan. 20, 2022), <https://docquery.fec.gov/pdf/701/202201209475067701/202201209475067701.pdf>. On June 2, 2023, the Committee filed an Amended Statement of Organization, changing its name to SOS America PAC, *see* SOS Am. PAC, Amended Statement of Organization at 1 (June 2, 2023), <https://docquery.fec.gov/pdf/988/202306029581699988/202306029581699988.pdf>.

<sup>2</sup>       SOS Am. PAC, Amended Statement of Organization at 1, (June 28, 2022), <https://docquery.fec.gov/pdf/730/202306289582402730/202306289582402730.pdf>.

“contributor info has been requested for Passionforest LLC.”<sup>3</sup> On July 25, 2023, the Complaint was filed in this matter and on July 31, 2023, in its 2023 Mid-Year Report, the Committee attributed the Passionforest contribution to Ivan Soto-Wright and stated in a memo entry that the “[c]ontribution was reported on Oct 28, 2022 with missing partnership attribution . . . [R]elated Partnership Attribution to Passionforest LLC.”<sup>4</sup>

The Complaint alleges that Passionforest was not the true contributor of the \$500,000 contribution to the Committee.<sup>5</sup> It bases this allegation the lack of financial information available online through the Better Business Bureau, Bloomberg, the Securities and Exchange Commission, the Greater Miami Chamber of Commerce, or the Miami-Dade Chamber of Commerce, since the address disclosed in connection with the contribution at issue was in Miami, Florida.<sup>6</sup> The Complaint concludes from the limited publicly available information concerning Passionforest that it did not have the financial means to make a \$500,000 contribution.<sup>7</sup> Although the Complaint notes Passionforest’s registration as a Delaware domestic limited liability company, it alleges that the Committee’s reporting of Passionforest as a “flower wholesaler” is evidence that the relevant entity is an Amazon wholesaler of artificial flower arrangements with a U.S. Patent and Trademark Office application listing an address in China.<sup>8</sup>

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<sup>3</sup> Am. for Everyone, 2022 Post-General Report at 8-9 (Dec. 8, 2022), <https://docquery.fec.gov/pdf/978/202212089550114978/202212089550114978.pdf>.

<sup>4</sup> SOS Am. PAC, 2023 Mid-Year Report at 25-26 (July 31, 2023), <https://docquery.fec.gov/pdf/638/202307319584587638/202307319584587638.pdf>.

<sup>5</sup> Compl. ¶ 1 (July 25, 2023).

<sup>6</sup> *Id.* ¶ 13(c).

<sup>7</sup> *Id.*

<sup>8</sup> *Id.* ¶¶ 7, 9, 10, 13; *see also* SOS Am. PAC, 2022 Post-General Report at 8 (Dec. 8, 2022), <https://docquery.fec.gov/pdf/978/202212089550114978/202212089550114978.pdf>.

On this basis the Complaint alleges that Passionforest was used as a straw donor to funnel a contribution from a foreign national in violation of the Act.<sup>9</sup>

The available information shows that the Passionforest contribution was not a conduit contribution by a straw donor and the use of Passionforest to make the contribution was a matter of financial convenience and not an effort to conceal contributor identity. Additional information shows that the contribution was not made through a straw donor on behalf of a foreign national, and Passionforest has no affiliation with foreign nationals as alleged in the Complaint. Information also shows that the Committee sent Passionforest an attribution form in December 2022, and it was not returned timely by the LLC.

In its Response the Committee asserts the Complaint does not suggest that the Committee knowingly accepted an unlawful contribution or otherwise violated the Act, that the foreign national contribution allegation was speculative, and that the Committee timely filed a subsequent report disclosing that the source of the contribution was lawful.<sup>10</sup>

### III. LEGAL ANALYSIS

#### A. The Commission Dismisses the Allegation That SOS America PAC Knowingly Accepted Contributions in the Name of Another in Violation of 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b)

The Act provides that a contribution includes “any gift, subscription, loan, advance, or deposit of money or anything of value made by any person for the purpose of influencing any election for Federal office.”<sup>11</sup> The term “person” for purposes of the Act and Commission regulations includes partnerships, corporations, and “any other organization or group of

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<sup>9</sup> Compl. ¶¶ 31, 32.

<sup>10</sup> SOS Am. PAC Resp. at 1 (Feb. 13, 2024).

<sup>11</sup> 52 U.S.C. § 30101(8)(A).

persons.”<sup>12</sup> The Act prohibits a person from making a contribution in the name of another person, knowingly permitting his or her name to be used to effect such a contribution, or knowingly accepting such a contribution.<sup>13</sup> The Commission’s regulations include illustrations of activities that constitute making a contribution in the name of another:

- (i) Giving money or anything of value, all or part of which was provided to the contributor by another person (the true contributor) without disclosing the source of money or the thing of value to the recipient candidate or committee at the time the contribution is made; or
- (ii) Making a contribution of money or anything of value and attributing as the source of the money or thing of value another person when in fact the contributor is the source.<sup>14</sup>

Both the Act and the Commission’s implementing regulations provide that a person who furnishes another with funds for the purpose of contributing to a candidate or committee “makes” the resulting contribution.<sup>15</sup>

Here, the available information does not indicate that Passionforest operated as a conduit for the contribution to the Committee. Accordingly, the Commission dismisses the allegation that SOS America PAC violated 52 U.S.C. § 30122 and 11 C.F.R. § 110.4(b) by knowingly accepting a contribution in the name of another.

**B. The Commission Dismisses the Allegation That SOS America PAC Knowingly Accepted a Foreign National Contribution in Violation of 52 U.S.C. § 30121 and 11 C.F.R. § 110.20(g)**

The Act and Commission regulations prohibit any “foreign national” from directly or indirectly making a contribution or donation of money or other thing of value, or an expenditure,

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<sup>12</sup> *Id.* § 30101(11); 11 C.F.R. § 100.10.

<sup>13</sup> 52 U.S.C. § 30122.

<sup>14</sup> 11 C.F.R. § 110.4(b)(2)(i)-(ii).

<sup>15</sup> *See* 52 U.S.C. § 30122; 11 C.F.R. § 110.4.

independent expenditure, or disbursement, in connection with a federal, state, or local election.<sup>16</sup>

The Act and Commission regulations further prohibit a person from knowingly accepting a contribution from a foreign national.<sup>17</sup>

The Complaint in this matter identified a trademark application for the word “Passionforest” in connection with the sale of artificial flowers, whose applicant provided an address in China.<sup>18</sup> The Complaint further notes that matching graphics on an Amazon seller page display an address in Shenzhen, China, and that a U.S. Patent and Trademark Office application for the word “Passionforest” lists the patent applicant as a wholesaler of plastic flower arrangements at an address in Guangzhou, China.<sup>19</sup>

Information shows that Passionforest has no connection to plastic flower arrangements, online commerce, the trademark applicant, or the city of Guangzhou. As such, the information contained in the record does not support a finding that Passionforest served as means for a direct or indirect contribution from a foreign national.

Accordingly, the Commission dismisses the allegation that SOS America PAC violated 52 U.S.C. § 30121 and 11 C.F.R. § 110.20(g) by knowingly accepting a foreign national contribution.

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<sup>16</sup> 52 U.S.C. § 30121(a)(1); 11 C.F.R. § 110.20(b)-(c), (e)-(f).

<sup>17</sup> 52 U.S.C. § 30121(a)(2); 11 C.F.R. § 110.20(g).

<sup>18</sup> Compl. ¶ 10.

<sup>19</sup> *Id.* ¶¶ 11, 12; *see also* *Passionforest*, AMAZON, Amazon, <https://www.amazon.com/sp?ie=UTF8&seller=A2B01PN9HH390U&asin=B09NN9NKT7> (last visited August 15, 2024).

**C. The Commission Dismisses the Allegation That SOS America PAC Violated 52 U.S.C. § 30104(b) and 11 C.F.R. § 110.1(g)(4) by Failing to Report Attribution Information**

The treasurer of an unauthorized political committee is responsible for reporting the identification of each person whose aggregate contributions exceed \$200 per calendar year, together with the date and amount of any such contribution.<sup>20</sup> Commission regulations require committees to report certain attribution information for contributions from limited liability companies.<sup>21</sup> Contributions by an LLC that has a single natural-person member and is not taxed as a corporation, *i.e.*, a tax-disregarded entity, must be attributed only to the LLC's single natural-person member.<sup>22</sup> Furthermore, when an LLC makes a contribution, it must affirm to the recipient, at the time the LLC makes the contribution, that it is eligible to make a contribution and "provide information to the recipient committee as to how the contribution is to be attributed."<sup>23</sup>

Although the Commission's regulations concerning the attribution of LLC contributions were promulgated prior to developments in the law that led to the creation of IEOPCs (such as the recipient committee in this matter), they apply on their face to all political committees and neither Congress, courts nor the Commission has exempted IEOPCs from their application.<sup>24</sup> These regulations uphold the Act's reporting framework and inhibit attempts to circumvent the

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<sup>20</sup> 52 U.S.C. § 30104(b)(3)(A); 11 C.F.R. § 104.3(a)(4).

<sup>21</sup> *See* 11 C.F.R. § 110.1(g).

<sup>22</sup> 11 C.F.R. § 110.1(g)(4).

<sup>23</sup> *Id.* § 110.1(g)(5).

<sup>24</sup> *See* Statement of Reasons of Chairman Dickerson, Vice Chair Walther and Comm'rs Broussard and Weintraub at 2, MUR 7454 (Blue Magnolia, *et al.*); Factual & Legal Analysis ("F&LA") at 14-15, MUR 7464 (LZP, LLC) (citing 52 U.S.C. §§ 30116(a)(1), 30118(a)); Treatment of Limited Liability Companies Under the Federal Election Campaign Act, 64 Fed. Reg. 37,397, 37,398-99 (July 12, 1999) ("LLC E&J") (discussing role of LLC attribution rules in identifying prohibited contributions from foreign national or government contractor sources, concerns that apply to all LLC contributions, including contributions to IEOPCs).



1 Act’s contribution source prohibitions and amount limitations, including prohibitions applicable  
 2 to IEOPCs.<sup>25</sup> The Commission has recognized that recipient committees must seek attribution  
 3 information so that the recipient committees can accurately disclose those contributions to the  
 4 public.<sup>26</sup>

5 When a treasurer of a political committee shows that the committee used “best efforts” to  
 6 obtain, maintain, and submit the information required by the Act, the committee’s reports will be  
 7 considered in compliance with the Act.<sup>27</sup> Best efforts require, among other things, that all  
 8 written solicitations contain a clear request for the necessary information and that, “[f]or each  
 9 contribution . . . which lacks required contributor information,” the recipient committee must  
 10 make at least one effort to obtain the missing information within 30 days after the receipt of the  
 11 contribution, in either a written request or a documented oral request.<sup>28</sup> If the treasurer receives  
 12 missing contributor information after submitting a report, the treasurer either files an amendment  
 13 to the report originally disclosing the contribution to provide the missing contributor information  
 14 or includes the missing contributor information on an amended memo Schedule A with the next  
 15 regularly scheduled report.<sup>29</sup> Best efforts require political committees and their treasurers to

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<sup>25</sup> See 52 U.S.C. §§ 30116(a)(1), 30118(a); LLC E&J, 64 Fed. Reg. at 37,398-99.

<sup>26</sup> LLC E&J, 64 Fed. Reg. at 37,399 (“The Commission further notes that the recipient committee would have no way of knowing how to attribute a contribution made by an eligible multi-member or single member LLC, unless that information was provided.”); F&LA at 5, MUR 7454 (DefendArizona) (finding that the recipient IEOPC failed to seek attribution information so that it could accurately disclose the contribution, as required under 11 C.F.R. § 110.1(e)).

<sup>27</sup> 52 U.S.C. § 30102(i); 11 C.F.R. § 104.7(a).

<sup>28</sup> 11 C.F.R. § 104.7(b).

<sup>29</sup> *Id.* § 104.7(b)(4)(i).

1 “show[] that best efforts have been used to obtain, maintain, and submit the information  
 2 required. . . .”<sup>30</sup>

3 At the time Passionforest made its contribution to the Committee, it did not provide  
 4 attribution information to the Committee. The Committee disclosed its receipt of the  
 5 contribution in its 2022 Post-General Report along with a statement that it requested contributor  
 6 information from Passionforest.<sup>31</sup> Information shows that Passionforest received, but did not  
 7 respond to the Committee’s request, and that only a second request from the Committee, after the  
 8 Complaint was filed, appears to have prompted Passionforest to disclose the attribution  
 9 information to the Committee, which the Committee disclosed in its 2023 Mid-Year Report.<sup>32</sup>

10 The Committee made attempts to obtain attribution information for Passionforest LLC’s  
 11 contribution between the October 2022 contribution and the July 2023 disclosure, and the record  
 12 is now corrected. The available information indicates that the Committee made its first request  
 13 for the Passionforest contribution attribution information between December 1, 2022 and  
 14 December 8, 2022, which, while not within the 30-day period set forth in the Commission’s  
 15 regulations, which ended on November 27, 2022, was at most only 11 days late.<sup>33</sup> After the  
 16 Committee’s second request, following notification of the Complaint, Passionforest provided the

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<sup>30</sup> 52 U.S.C. § 30102(i); *see also* Statement of Policy Regarding Treasurers’ Best Efforts to Obtain, Maintain, and Submit Information as Required by the Federal Election Campaign Act, 72 Fed. Reg. 31,438, 31,440 (June 7, 2007).

<sup>31</sup> Am. For Everyone, 2022 Post-General Report at 8-9 (Dec. 8, 2022), <https://docquery.fec.gov/pdf/978/202212089550114978/202212089550114978.pdf>.

<sup>32</sup> *See* SOS Am. PAC, 2023 Mid-Year Report at 25-26 (July 31, 2023), <https://docquery.fec.gov/pdf/638/202307319584587638/202307319584587638.pdf>.

<sup>33</sup> *See* 11 C.F.R. § 104.7(b)(2).

1 attribution information to the Committee, which disclosed it on its next report consistent with the  
2 Commission's regulations.<sup>34</sup>

3 Accordingly, the Commission dismisses the allegation that SOS America PAC violated  
4 52 U.S.C. § 30104(b) and 11 C.F.R. § 110.1(g)(4) by failing to report attribution information.

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<sup>34</sup> See *id.* § 104.7(b)(4)(i)(A).