

OFFICE OF
GENERAL COUNSEL

BEFORE THE FEDERAL ELECTION COMMISSION

2024 JAN 17 PM 1:40

NRSC425 2nd Street NE
Washington, DC 20002

v.

MUR No. **8185**
AMENDMENT**Keith Gross**[REDACTED]
Panama City Beach, FL 32408**Keith Gross for Florida**1060 Powers Place
Alpharetta, GA 30009**Jason D. Boles**1060 Powers Place
Alpharetta, GA 30009**Vigilant RE 320 LLC**2116 S Babcock Street
Melbourne, FL 32901**COMPLAINT**

As you know, for over 115 years, corporations have been prohibited from making contributions to federal candidates.¹ Despite this well-known prohibition, Keith Gross, Keith Gross for Florida, and his businesses continue to engage in a flagrant scheme to pump corporate resources into the struggling primary campaign of Gross. This complaint is filed pursuant to 52 U.S.C. §§ 30118(a) and 30109(a)(1) and is based on information providing reason to believe that Respondents have violated and are engaging in the continuing violation of the corporate contribution prohibitions established by FECA, 52 U.S.C. § 30101, *et. seq.* and Commission regulations.

The standard for an FEC investigation is, “[i]f the Commission, upon receiving a complaint... has reason to believe that a person has committed, or is about to commit, a violation of [FECA]... [t]he Commission shall make an investigation of such alleged violation...” 52 U.S.C. § 30109(a)(2); see also 11 C.F.R. § 111.4(a). That standard is easily met in this matter and the Commission should take proper action.

FACTS

Keith Gross is a Republican candidate for U.S. Senate for the state of Florida, running a lackluster, quixotic challenge against incumbent U.S. Senator Rick Scott.² Gross’ principal campaign committee is Keith Gross for Florida.³ Complainant previously alerted the Commission to prohibited corporate contributions to Keith Gross for Florida in MUR 8185, which is still under review. Despite being provided notice of the alleged violations in MUR 8185, Keith Gross for Florida continues to accept prohibited corporate in-kind contributions.

¹ The Tillman Act of 1907.

² FEC Form 2, Keith Gross, available at: <https://docquery.fec.gov/cgi-bin/forms/S4FL00553/1697022/>.

³ FEC Form 1, Keith Gross for Florida, available at: <https://docquery.fec.gov/cgi-bin/forms/C00837567/1726992/>.

According to the Gross campaign's correspondence with the Commission and recent campaign mailers, Respondent is using corporate business space as campaign headquarters. In an email to the Commission on April 12, 2023, Keith Gross for Florida State Director Marlon Bruce listed the Gross campaign address as 2116 S Babcock St., Melbourne Florida, 32901.⁴ Additionally, two recent Gross campaign mailers list the same address as the return address.⁵ Brevard County tax records show 2116 S Babcock St. is corporately owned by Vigilant RE 320 LLC.⁶ Additional corporate records show Vigilant RE 320 LLC is managed by Wyoming based Vigilant Capital LLC.⁷ Importantly, Gross's Financial Disclosures include Vigilant Capital LLC as an asset and disclose Gross's ownership of the LLC.⁸

Altogether, Respondent is using his own corporate assets to prop up his campaign by providing free rental space. Use of this space is violative of federal law because the campaign has made no rental payments to the corporate owners of the space, nor has the campaign listed in-kind donations of office rentals in reports to the Commission.⁹

CAUSE OF ACTION

COUNT 1

Prohibited Contributions by Corporation

Under FECA, a contribution is defined as 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."¹⁰ The phrase "anything of value" includes all in-kind contributions.¹¹ The term "person" includes corporations.¹² Federal law prohibits corporations, such as Vigilant RE 320 LLC from making contributions to Federal candidates.¹³ If a corporation makes its resources available to one candidate for free, it must do so for all candidates.¹⁴ Similarly, extensions of credit by a corporation are treated as prohibited corporate contributions if they are not provided 'in the ordinary course of business.'

"A corporation in its capacity as a commercial vendor may extend credit to a candidate, a political committee or another person on behalf of a candidate or political committee ***provided that the credit is extended in the ordinary course of the corporation's business*** and the terms are substantially similar to extensions of credit to nonpolitical debtors that are of similar risk and size of obligation."¹⁵

Given that Keith Gross owns Vigilant RE 320 LLC and that Vigilant RE 320 LLC is not a commercial facility rental company, it appears that the campaign has been provided free rent for at least eight months and has not reimbursed the company within a commercially reasonable timeframe. By allowing his own campaign to lease Vigilant RE 320 LLC business space for months for free, Vigilant RE 320 LLC has made an impermissible corporate in-kind contribution. Indeed, if Keith Gross was not an owner of Vigilant RE 320 LLC, we find it implausible that the campaign would be given the office

⁴ Exhibit A.

⁵ Exhibit B.

⁶ Exhibit C.

⁷ Exhibit D.

⁸ Exhibit E.

⁹ Keith Gross for Florida, Financial Summary, available at:

<https://www.fec.gov/data/committee/C00837567/?tab=summary>

¹⁰ 52 U.S.C. § 30101(8); 11 C.F.R. § 100.52.

¹¹ *Id.* at § 100.52(d)(1).

¹² 52 U.S.C. § 30101(11).

¹³ 52 U.S.C. § 30118(a).

¹⁴ 11 C.F.R. § 114.13.

¹⁵ 11 C.F.R. § 116.3(b).

space and been extended credit to not reimburse within a commercially reasonable time frame. Thus, Vigilant RE 320 LLC has made a prohibited corporate contribution, and Keith Gross for Florida has accepted a prohibited corporate contribution.

PRAYER FOR RELIEF

1. Wherefore, the Commission should find expedited reason to believe that Respondents are engaging in an ongoing knowing and willful violation of 52 U.S.C. § 301011, *et. seq.*, and move expeditiously to force Respondents to comply with the law.
2. Further, the Commission should determine and impose appropriate sanctions for any and all violations, should enjoin respondent(s) from any and all violations in the future, and should impose such additional remedies as are necessary and appropriate to ensure compliance with the FECA.

Dated: January 8, 2024

Respectfully submitted,

Blake Murphy

Blake Murphy
Deputy General Counsel, NRSC
425 2nd Street NE, Washington, DC 20002

Subscribed and sworn before me this 8th day of January, 2024

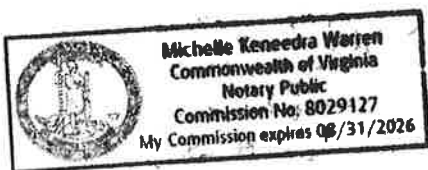


EXHIBIT A**Cheilman, Malcolm C.**

From: Marlon Bruce <mbruce@keithgross.com>
Sent: Wednesday, April 12, 2023 1:53 PM
To: ElecRecords
Subject: Keith Gross Candidate for U.S. Senate

EMAIL RECEIVED FROM EXTERNAL SOURCE

To Whom It May Concern:

Please accept this letter as notice of the filing of KEITH GROSS as candidate for the United States Senate, for the State of Florida. This filing is for the 2024 Primary/General Election. Relevant details are below.

First name: KEITH

Last name: GROSS

Address: 2116 S BABCOCK ST, MELBOURNE, FLORIDA, 32901

Phone Number: 571-482-7690

Office sought: UNITED STATES SENATOR

Party affiliation: REPUBLICAN

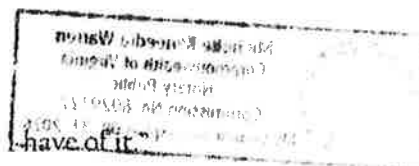
Marlon Bruce

State Director

Keith for Florida

(321) 252-0407 | MBruce@KeithGross.comwww.KeithGross.com

"I'm a great believer in luck, and I find the harder I work the more I have of it."
 - President Thomas Jefferson



2023 APR 13 PM 12:57

REC'D CIVIL

2023 JUN 17 PM 7:21

OFFICE OF
GENERAL COUNSEL

EXHIBIT B



Fellow Patriots,

As the Christmas season approaches and 2023 comes to a close, I cannot help but be excited for the year ahead.

By now, you might have heard that I am running for U.S. Senate! The last few years haven't been easy, but 2024 is going to be a big year for our country. We are finally going to get things back on track.

I hope more than ever that life here in Florida is treating you and your family well. Please don't hesitate to reach out to me directly. You have been a proven leader in our great state, and I want to learn from you in any way I can.

May God bless you, your family, and the freest and greatest state in our Nation, Florida!

Keith Gross
Conservative Outsider for U.S. Senate
(321) 757-2333

PAID FOR AND APPROVED BY
KEITH GROSS FOR FLORIDA
2116 S BABCOCK
MELBOURNE, FL 32901



Fellow Patriots,

As the Christmas season approaches and 2023 comes to a close, I cannot help but be excited for the year ahead.

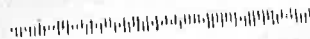
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I hope more than ever that life here in Florida is treating you and your family well. Please don't hesitate to reach out to me directly. You have been a proven leader in our great state, and I want to learn from you in any way I can.

May God bless you, your family, and the freest and greatest state in our Nation, Florida!

Keith Gross
Conservative Outsider for U.S. Senate
(321) 757-2333

PAID FOR AND APPROVED BY
KEITH GROSS FOR FLORIDA
2116 S BABCOCK
MELBOURNE, FL 32901



LISA CULLEN, CFC

BREVARD COUNTY TAX COLLECTOR

NOTICE OF AD VALOREM TAXES AND NON-AD VALOREM ASSESSMENTS

2023 PAID REAL ESTATE

TAX ACCOUNT NUMBER	ESCROW CD	MILLAGE CODE
		34K0

Pay your taxes online at www.brevardtc.com

Vigilant RE 320 LLC
8051 N Tamiami TRL Ste E6
Sarasota, FL 34243-2067

EXHIBIT C

2116 S BABCOCK ST

COUNTRY CLUB COLONY LOTS
21,22,23,112,113 EXC RD R/W

AD VALOREM TAXES					
TAXING AUTHORITY	MILLAGE RATE	ASSESSED VALUE	EXEMPTION	TAXABLE VALUE	TAXES LEVIED
COUNTY GENERAL FUND	3.0486	520,120	0	520,120	1,585.64
BREVARD LIBRARY DISTRICT	0.3467	520,120	0	520,120	180.33
BREVARD MOSQUITO CONTROL	0.1427	520,120	0	520,120	74.22
S BREVARD REC DIST	0.2286	520,120	0	520,120	118.90
SCHOOL - BY STATE LAW	3.1350	520,120	0	520,120	1,630.58
SCHOOL - BY LOCAL BOARD	0.7480	520,120	0	520,120	389.05
BPS VOTED TEACHER PAY	1.0000	520,120	0	520,120	520.12
SCHOOL - CAPITAL OUTLAY	1.5000	520,120	0	520,120	780.18
CITY OF MELBOURNE - OPERATING	6.5466	520,120	0	520,120	3,405.02
ST JOHNS RIVER WATER MGMT DST	0.1793	520,120	0	520,120	93.26
FLA INLAND NAVIGATION DIST	0.0288	520,120	0	520,120	14.98
SEBASTIAN INLET DISTRICT	0.1066	520,120	0	520,120	55.44
ENV END LD/WTR LTD	0.0488	520,120	0	520,120	25.38
ENV END LD/WTR LTD(DBTP)	0.0163	520,120	0	520,120	8.48
S BREVARD REC DIST (DBTP)	0.0345	520,120	0	520,120	17.94
MELBOURNE POLICE (DBTP)	0.3449	520,120	0	520,120	179.39
TOTAL MILLAGE					17.4554
AD VALOREM TAXES					\$9,078.91
NON-AD VALOREM ASSESSMENTS					
LEVYING AUTHORITY	AMOUNT				
109 STORMWATER MELBOURNE	364.32				
158 SOLID WASTE DISPOSAL	1,020.75				
PAY ONLY ONE AMOUNT IN BOXES BELOW					
NON-AD VALOREM ASSESSMENTS					\$1,385.07
If Paid By	Nov 30, 2023				
Please Pay	\$10,045.42				

LISA CULLEN, CFC

BREVARD COUNTY TAX COLLECTOR

NOTICE OF AD VALOREM TAXES AND NON-AD VALOREM ASSESSMENTS

2023 PAID REAL ESTATE

TAX ACCOUNT NUMBER	ESCROW CD	MILLAGE CODE
		34K0

Pay your taxes online at www.brevardtc.com

RETURN
WITH
PAYMENT

Vigilant RE 320 LLC
8051 N Tamiami TRL Ste E6
Sarasota, FL 34243-2067



PLEASE PAY IN U.S. FUNDS THROUGH U.S. BANK TO BREVARD COUNTY TAX COLLECTOR, PO BOX 2500, TITUSVILLE, FL 32781-2500

If Paid By	Nov 30, 2023				
Please Pay	\$10,045.42				

11/05/2023
Paid

Receipt # 000-24-00040758

\$10,045.42 Paid By KGMS LLC

Article IV

The name and address of person(s) authorized to manage LLC:

Title: AMBR
VIGILANT CAPITAL LLC
1309 COFFEEN AVENUE, SUITE 1200
SHERIDAN, WY. 82801 US

L21000101523
FILED 8:00 AM
March 02, 2021
Sec. Of State
agent03

Article V

The effective date for this Limited Liability Company shall be:

03/01/2021

Signature of member or an authorized representative

Electronic Signature: CYNTHIA DAVIES

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.

	LLC (Melbourne, FL) <i>Description:</i> Residential and Commercial Services Company	Company (LLC)					\$5,000,000
3	KGSM, LLC <i>Company:</i> KGSM, LLC (Melbourne, FL) <i>Description:</i> Property Management Company	Business Entity Limited Liability Company (LLC)	Joint				
3.1	Commercial Building <i>Description:</i> Retail (Missoula, MT)	Real Estate Commercial	Joint	\$1,000,001 - \$5,000,000	Rent/Royalties,		\$50,001 - \$100,000
3.2	Commercial Property <i>Description:</i> Development Property (Panama City, FL)	Real Estate Commercial	Joint	\$500,001 - \$1,000,000	None,		None (or less than \$201)
3.3	Wells Fargo (San Francisco, CA) <i>Type:</i> Checking,	Bank Deposit	Joint	\$50,001 - \$100,000	Interest,		None (or less than \$201)
4	Carbon Ceiling, LLC <i>Company:</i> Carbon Ceiling, LLC (Melbourne, FL) <i>Description:</i> Franchise Holding Company; IP Holdings	Business Entity Limited Liability Company (LLC)	Joint				
4.1	Koala <i>Company:</i> Koala Franchise LLC (Melbourne, FL) <i>Description:</i> Franchising, Equipment Sales, Manufacturing, Technical Support	Business Entity Limited Liability Company (LLC)	Joint	Over \$50,000,000	Dividends, Rent/Royalties,		Over \$5,000,000
4.2	Wallaby <i>Company:</i> Wallaby Franchise, LLC (Melbourne, FL) <i>Description:</i> Franchising, Education, Technical Support	Business Entity Limited Liability Company (LLC)	Joint	\$5,000,001 - \$25,000,000	Dividends, Rent/Royalties,		Over \$5,000,000
5	445 West, LLC <i>Company:</i> 445 West, LLC (Melbourne, FL) <i>Description:</i> Property Holding Company	Business Entity Limited Liability Company (LLC)	Joint				
5.1	Office Building 1 <i>Description:</i> Office Building (Melbourne, FL)	Real Estate Commercial	Joint	\$1,000,001 - \$5,000,000	Rent/Royalties,		\$50,001 - \$100,000
6	Gross Law Group PA	Business Entity Sole Proprietorship	Self	\$1,001 - \$15,000	Dividends,		\$15,001 - \$50,000
7	Personal Trust	Trust General Trust	Joint				
7.1	Vigilant Capital LLC <i>Company:</i> Vigilant Capital LLC (Melbourne,	Business Entity Limited Liability Company (LLC)	Joint				

EXHIBIT E

United States Senate

Financial Disclosures**Candidate Report (Amendment 1)**

Mr. Keith Gross

State of Candidacy: FL | Candidacy Commenced: 04/11/2023

Filed 11/26/2023 @ 10:02 PM

The following statements were checked before filing:

- ☒ I certify that the statements I have made on this form are true, complete and correct to the best of my knowledge and belief.
- ☒ I understand that reports cannot be edited once filed. To make corrections, I will submit an *electronic* amendment to this report.
- ☐ I *omitted* assets because they meet the three-part test for exemption.

Part 1. Honoraria Payments or Payments to Charity in Lieu of Honoraria

Did any individual or organization pay you or your spouse more than \$200, or donate any amount to a charity on your or your spouse's behalf, for an article, speech, or appearance? **No**

Part 2. Earned and Non-Investment Income

Did you or your spouse have reportable earned income or non-investment income? **Yes**

#	Who Was Paid	Type	Who Paid	Amount Paid	Comments
1	Self	Salary	State of Florida Tallahassee, FL	\$17,207.65	n/a

Part 3. Assets

Did you, your spouse, or dependent child own any asset that had a value of more than \$1,000 or generated income of more than \$200? **Yes**

	Asset	Asset Type	Owner	Value	Income Type	Income
1	Acme Wash, LLC Company: Acme Wash, LLC (Melbourne, FL) Description: Commercial Services Company	Business Entity Limited Liability Company (LLC)	Self	\$1,000,001 - \$5,000,000	Dividends,	\$1,000,001 -\$5,000,000
2	Facility FranCo, LLC Company: Facility FranCo,	Business Entity Limited Liability	Joint	\$100,001 - \$250,000	Dividends,	\$1,000,001

EXHIBIT D

Electronic Articles of Organization For Florida Limited Liability Company

**L21000101523
FILED 8:00 AM
March 02, 2021
Sec. Of State
agent03**

Article I

The name of the Limited Liability Company is:

VIGILANT RE 320 LLC

Article II

The street address of the principal office of the Limited Liability Company is:

8051 N TAMIAMI TRAIL
SUITE E6
SARASOTA, FL. US 34243

The mailing address of the Limited Liability Company is:

8051 N TAMIAMI TRAIL
SUITE E6
SARASOTA, FL. US 34243

Article III

The name and Florida street address of the registered agent is:

CINDY'S FLORIDA LLC
8051 N. TAMIAMI TRAIL
SUITE E6
SARASOTA, FL. 34243

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: CYNTHIA DAVIES