



**U.S. Department of Justice**

National Security Division

*Counterintelligence and Export Control Section*

*Washington, DC 20530*

January 7, 2021

**Via E-mail**

David H. Laufman  
Wiggin and Dana LLP  
800 17<sup>th</sup> Street, NW, Suite 520  
Washington, DC 20006

Re: Obligation of Ambassador Sada Cumber to Register Pursuant to the Foreign Agents Registration Act

Dear Mr. Laufman:

Based upon our review of information provided to our Office, we have determined that your client, Ambassador Sada Cumber, is obligated to register under the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.* (“FARA” or the “Act”). Ambassador Cumber’s obligation arises from his political activities and disbursement of funds in the United States to build Atiku Abubakar’s profile in the U.S. and promote his candidacy for President of Nigeria, all on behalf of Atiku Abubakar.

**I. Background**

On March 31, 2020, the FARA Unit sent Ambassador Cumber a letter describing why he may be obligated to register pursuant to FARA, and requesting information to aid the Unit’s assessment. In a May 14, 2020 letter (“May 14 Letter”), you responded to our request and provided numerous documents.

**II. Foreign Agents Registration Act**

FARA requires agents of foreign principals engaged in specified activities to register with the Department of Justice and to provide disclosures. The purpose of FARA is to inform the American public of the activities of agents working for foreign principals in the United States with the purpose of influencing U.S. Government officials or the American public with reference to the domestic or foreign policies of the United States, or with reference to the political or public interests, policies, or relations of a foreign country or a foreign political party. *See* 22 U.S.C. §§ 611(c), 612.

The specified activities of a foreign agent that require registration and disclosure are defined by statute and regulation. An “agent of a foreign principal” is “any person who acts as an agent . . . or . . . in any other capacity at the order, request, or under the direction or control” of a “foreign principal,” and who directly or through any other person: “(i) engages within the United States in political activities for or in the interests of such foreign principal” or “(iii) within

the United States solicits, collects, disburses, or dispenses contributions, loans, money, or other things of value for or in the interest of such foreign principal.” 22 U.S.C. § 611(c)(1).

As relevant here, the term “foreign principal” includes a “government of a foreign country,” “a foreign political party,” and “a person outside of the United States.” 22 U.S.C. § 611(b). The term “political activities” refers to “any activity that the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.” 22 U.S.C. § 611(o).

### **III. Relevant Activities by Ambassador Cumber in the United States**

According to the May 14 Letter, Ambassador Cumber, former Special Envoy to the Organization of the Islamic Conference, was approached in August 2018 by [REDACTED], a Dallas businessman, who subsequently introduced Ambassador Cumber to Samuel Cornelius, a Nigerian businessman who had raised funds in Nigeria for investment in [REDACTED] real estate projects. The purpose of the introduction was to enlist Ambassador Cumber’s assistance in obtaining a visa for Atiku Abubakar, the former Vice President of Nigeria with political aspirations to become the next President of Nigeria.<sup>1</sup> As a result of that introduction, Ambassador Cumber contacted Leon Fresco, a partner at Holland & Knight.<sup>2</sup>

On or about September 5, 2018, Ambassador Cumber met with [REDACTED], Mr. Cornelius, and others to discuss helping Mr. Abubakar become the President of Nigeria.<sup>3</sup> To that end, Mr. Cornelius expressed an interest in Mr. Abubakar traveling to the United States.<sup>4</sup> In addition, Mr. Cornelius inquired about Ambassador Cumber providing consulting services to support Mr. Abubakar’s presidential campaign in Nigeria, which would be supported with funds raised from Nigerian-American sources in the United States.<sup>5</sup>

On or about September 28, 2018, Ambassador Cumber traveled to Nigeria with members of his assembled consulting team to meet with Mr. Abubakar.<sup>6</sup> The May 14 Letter asserts that Mr. Abubakar “asked Amb. Cumber to concentrate his efforts on obtaining a U.S. visitor visa . . . [and that] he would be amenable to accepting the offer of campaign advisory services.”<sup>7</sup> Following the visit to Nigeria, Mr. Cornelius and Joseph Nzepuome, on behalf of their company, Legacy Logistics LLC (“Legacy Logistics”), signed an engagement letter and escrow agreement

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<sup>1</sup> May 14 Letter at 1.

<sup>2</sup> *Id.* at 2.

<sup>3</sup> *Id.*

<sup>4</sup> *Id.* at 1-2.

<sup>5</sup> *Id.*

<sup>6</sup> *Id.* at 3.

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

with Ambassador Cumber, on behalf of Ambassador Cumber's consulting firm, K.M. Family Investment, LLC ("K.M. Family Investment").<sup>8</sup>

An attachment to the engagement letter outlines the scope of services that Ambassador Cumber and his team were to perform.<sup>9</sup> Although the engagement letter disclaims engaging in "political activities," as defined by FARA, the scope of services described in the letter includes support for the issuance of Mr. Abubakar's visa and states that Ambassador Cumber's team will "run Mr. Abubakar's campaign in Nigeria and **build his profile in the United States** and the European Union."<sup>10</sup> Under the terms of the agreement, Legacy Logistics would deposit \$16.5 million in an escrow account and that \$5.5 million would be disbursed to K.M. Family Investment immediately after Mr. Abubakar was issued a visitor's visa by the U.S. government.<sup>11</sup>

Ambassador Cumber subsequently took steps to assist Mr. Abubakar's presidential campaign.<sup>12</sup> He assembled a team of consultants, who prepared a campaign strategy. The strategy consisted of three main phases of assistance, the first of which "called for Abubakar to visit the United States and meet with former U.S. Government officials and other individuals in order to burnish his foreign policy credentials in Nigeria for the upcoming election."<sup>13</sup> Ambassador Cumber later sent Mr. Cornelius a campaign strategy document that would "almost guarantee V.P. getting elected to be the next President of the Republic of Nigeria."<sup>14</sup> Phase 1 of the campaign strategy focused on securing Mr. Abubakar's travel to the United States to "strengthen his reputation generally in foreign affairs and, specifically, build credibility in Nigeria . . . ." <sup>15</sup>

Shortly thereafter, Ambassador Cumber entered into an agreement with Holland & Knight.<sup>16</sup> The agreement states that Ambassador Cumber will pay \$75,000 for Holland & Knight's legal counsel and assistance in obtaining Mr. Abubakar a U.S. visa.<sup>17</sup> In support of Mr. Abubakar's visa application, Ambassador Cumber facilitated Mr. Abubakar receiving invitations to speak in the United States about his candidacy for President of Nigeria and to discuss his plans for strengthening relations between the United States and Nigeria.<sup>18</sup> These invitations were included as part of Mr. Abubakar's visa application that Holland & Knight submitted to the

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<sup>8</sup> CUMBER #00000299-301; CUMBER #00000306-309.

<sup>9</sup> CUMBER #00000301-05.

<sup>10</sup> CUMBER #00000299-302. (Emphasis added).

<sup>11</sup> CUMBER #00000306.

<sup>12</sup> *Id.*

<sup>13</sup> *Id.*

<sup>14</sup> CUMBER #00000167. The document also included references to Ambassador Cumber and Mr. Abubakar discussing Mr. Abubakar's "issues with the U.S. Department of Justice and other agencies." CUMBER #00000168.

<sup>15</sup> CUMBER #00000170.

<sup>16</sup> CUMBER #00000170-96. FARA requires agents of foreign principals to register within ten days of becoming such agent. *See* 22 U.S.C. § 612(a).

<sup>17</sup> CUMBER #00000195. Ambassador Cumber paid Holland & Knight a retainer fee of \$25,000 on or about October 15, 2015, and an additional \$25,000 after Mr. Abubakar arrived in the United States. CUMBER #0000748; May 14 Letter at 5.

<sup>18</sup> CUMBER #00000278.

Department of State.<sup>19</sup> The visa application also included a cover letter that states that the purpose of Mr. Abubakar's visit was to "participate in conferences and lectures . . . to speak about his candidacy for President of Nigeria and to discuss his plans for strengthening relations between the United States and Nigeria."<sup>20</sup>

On or about December 18, 2018, Ambassador Cumber received a letter from Maxwell Gidado, a professor at Nasarawa State University (Nigeria) and counsel to Mr. Abubakar.<sup>21</sup> The letter states that Mr. Abubakar personally authorized that "all documents signed by Samuel [Cornelius] and Joseph [Nzepuome] on behalf of Mr. Atiku Abubakar will stay valid" and that "all other initiatives and funding requirements . . . will be immediately resolved and settled."<sup>22</sup> The letter was also signed by Mr. Cornelius as an "Advisor to Atiku Abubakar."<sup>23</sup>

The May 14 Letter maintains that Mr. Cornelius and Mr. Nzepuome never transferred the agreed upon funds into the escrow account.<sup>24</sup> On or about January 13, 2019, Ambassador Cumber sent an email to Mr. Gidado, Mr. Cornelius, and Mr. Nzepuome, including a letter from his attorney, which threatened legal action if he did not receive the \$5.5 million.<sup>25</sup> The email notes that Ambassador Cumber received a text message from Mr. Cornelius stating that "AA [Atiku Abubakar] and his senior leadership has [sic] agreed that **phase 1** deliverable has been successfully completed due to [his] efforts."<sup>26</sup> On or about January 17, 2019, Mr. Abubakar arrived in the U.S. after receiving a visa, the result of Ambassador Cumber's and Holland & Knight's efforts.<sup>27</sup> You assert that Ambassador Cumber did not have any contact with Mr. Abubakar while he was in the U.S. or any involvement with his activities during the visit.<sup>28</sup>

In early February 2019, William Sir Knight Alex-St. James, the Vice President of Overseas Market Development and Chief of United States International Trade & Economic Commerce Policy Advisor at United States FED Group, contacted Ambassador Cumber on behalf of Mr. Abubakar.<sup>29</sup> In an email dated February 11, 2019, Ambassador Cumber asserted that he and Mr. St. James reached an agreement whereby Ambassador Cumber would be paid \$1.5 million for his work. The May 14 Letter did not address this agreement or whether Ambassador Cumber received any funds as a result.<sup>30</sup>

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<sup>19</sup> CUMBER #00000343-407.

<sup>20</sup> CUMBER #00000343.

<sup>21</sup> CUMBER #00000647.

<sup>22</sup> *Id.*

<sup>23</sup> *Id.*

<sup>24</sup> May 14 Letter at 5.

<sup>25</sup> CUMBER #00000657-60.

<sup>26</sup> CUMBER #00000657 (emphasis added).

<sup>27</sup> May 14 Letter at 5.

<sup>28</sup> *Id.*

<sup>29</sup> CUMBER #00000684.

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#### **IV. Basis for Ambassador Cumber's Obligation to Register Under FARA**

Ambassador Cumber is obligated to register under FARA because he acted as an agent of Atiku Abubakar. At the request and under the direction and control of Mr. Abubakar, and through intermediaries within the United States, Ambassador Cumber engaged in political activities and disbursed money in the interest of Mr. Abubakar. Both of these activities trigger Ambassador Cumber's obligation to register pursuant to FARA.

##### *A. Mr. Abubakar is a "Foreign Principal" under the Act.*

As noted above, FARA defines "foreign principal" to include "a government of a foreign country and a foreign political party," as well as "a person outside the United States."<sup>31</sup> Mr. Abubakar, a Nigerian national, is clearly a foreign principal under the Act. Additionally, during the relevant period, Mr. Abubakar was the national candidate and leader of the People's Democratic Party of Nigeria, a foreign political party.<sup>32</sup>

##### *B. Ambassador Cumber Acted at the Request, Direction, and Control of Mr. Abubakar.*

Agency under FARA occurs when a person<sup>33</sup> acts at the "request" or "under the direction or control" of a foreign principal.<sup>34</sup> Ambassador Cumber's efforts to build Mr. Abubakar's profile in the U.S. and promote his candidacy were at the request and direction of Mr. Abubakar and his agents.<sup>35</sup> Ambassador Cumber completed the first phase of Mr. Abubakar's campaign strategy – to secure Mr. Abubakar's travel to the United States to promote his candidacy and burnish his foreign policy credentials. He also helped secure engagements in the United States for Mr. Abubakar to speak about his candidacy for President of Nigeria and to discuss his plans for strengthening relations between the United States and Nigeria to speak. During a meeting between Mr. Abubakar and Ambassador Cumber, Mr. Abubakar acknowledged the scope of the work described above.<sup>36</sup> That understanding was confirmed in the engagement letter signed by Mr. Cornelius and Mr. Nzequome<sup>37</sup> and the letter from Mr. Gidado, which verify that Mr. Abubakar personally authorized all documents signed by Mr. Cornelius and Mr. Nzequome.<sup>38</sup> The engagement letter specifies that the scope of services includes running Mr. Abubakar's

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<sup>31</sup> 22 U.S.C. § 611(b).

<sup>32</sup> CUMBER #00000362. "The term 'foreign political party' includes any organization or any other combination or individuals in a country other than the United States . . . having for an aim or purpose, or which is engaged in any activity devoted in whole or in part to, the establishment, administration, control, or acquisition of administration or control, of a government of a foreign county." 22 U.S.C. § 611(f).

<sup>33</sup> "The term 'person' includes an individual, partnership, association, corporation, organization, or any other combination of individuals." 22 U.S.C. § 611(a).

<sup>34</sup> 22 U.S.C. § 611(c)(1).

<sup>35</sup> *Id.* FARA's definition of "agent of a foreign principal" includes persons whose activities are "directly or indirectly" controlled by a foreign principal.

<sup>36</sup> May 14 Letter at 3.

<sup>37</sup> CUMBER #00000299-301.

<sup>38</sup> CUMBER #00000646.

presidential campaign and building his profile within the United States.<sup>39</sup> Additionally, Ambassador Cumber acted as Mr. Abubakar's agent when he entered into an agreement to retain Holland & Knight to assist with Mr. Abubakar's visa.<sup>40</sup>

*C. Ambassador Cumber Engaged in "Political Activities" on Behalf of Mr. Abubakar.*

Ambassador Cumber's conduct on behalf of Mr. Abubakar are "political activities" intended to "influence . . . the public within the United States with reference to formulating, adopting, or changing the domestic policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party."<sup>41</sup>

The common denominator of Ambassador Cumber's activities in the United States on behalf of Mr. Abubakar is that they were undertaken to promote Mr. Abubakar's political aspirations and political party.<sup>42</sup> Ambassador Cumber was to receive \$5.5 million to help promote Mr. Abubakar's candidacy.<sup>43</sup> Ambassador Cumber retained Holland & Knight, on behalf of Mr. Abubakar, and agreed to hire Scott Mason to conduct "outreach."<sup>44</sup> And Ambassador Cumber asked a member of his consulting team to provide letters of invitation for Mr. Abubakar to attend and address events in the U.S. to promote his candidacy.<sup>45</sup> All of the activities were thus directed to the political interests of a foreign political party – Mr. Abubakar's political party. Moreover, Ambassador Cumber's own campaign strategy documents discuss that Mr. Abubakar's activities will help improve the U.S.-Nigerian relationship.

Critically, the stated purpose of the above activities was to influence opinion about Mr. Abubakar, his candidacy, and U.S.-Nigerian relations. As you note, Mr. Abubakar was to "speak about his candidacy for President of Nigeria and to discuss his plans for strengthening relations between the United States and Nigeria."<sup>46</sup> Ambassador Cumber developed, and executed, a campaign strategy to build Mr. Abubakar's profile in the United States through the agreement entered into with Mr. Cornelius and Mr. Nzequome.<sup>47</sup> The strategy included both obtaining a visa for Mr. Abubakar to travel to the United States to promote his candidacy, and to secure speaking engagements in the United States to the same affect. These activities were clearly

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<sup>39</sup> CUMBER #00000299-301.

<sup>40</sup> CUMBER #00000195-96. While the Holland & Knight agreement helps establish agency under FARA, it is important to note that not all of Ambassador Cumber's activities triggered an obligation to register under FARA. For example, he would not have had a registration obligation had he merely engaged Holland & Knight to represent Mr. Abubakar before the State Department in its adjudication of Mr. Abubakar's visa application.

<sup>41</sup> 22 U.S.C. § 611(o).

<sup>42</sup> The May 14 Letter seeks to minimize Ambassador Cumber's activities in the United States on behalf of Mr. Abubakar as being "confined to seeking a U.S. visa for Abubakar, an effort led by Holland & Knight." May 14 Letter at 5. However, the facts show that his activities were not so confined and did not occur in a vacuum, independent of Mr. Abubakar's political aspirations.

<sup>43</sup> CUMBER #00000306, #00000658.

<sup>44</sup> CUMBER #00000195-96; CUMBER #00000613-14.

<sup>45</sup> CUMBER #00000278.

<sup>46</sup> CUMBER #00000344.

<sup>47</sup> CUMBER #00000299-302.

intended to influence the American public with reference to foreign policies of the United States and the political and public interests of a foreign political party, by addressing relations between the U.S. and Nigeria for the benefit of Mr. Abubakar and his political party and building Mr. Abubakar's political profile in the United States. *See* 22 U.S.C. § 611(o).

*D. Ambassador Cumber Disbursed Money for and in the Interest of Mr. Abubakar.*

Ambassador Cumber also disbursed money within the United States for or in the interest of Mr. Abubakar.<sup>48</sup> 22 U.S.C. § 611(c)(1)(iii). Ambassador Cumber retained Holland & Knight “to provide legal counsel and assistance during the Representation of Atiku Abubakar for a visitor visa application.”<sup>49</sup> The engagement agreement obligated Ambassador Cumber to pay Holland & Knight \$75,000 to represent Mr. Abubakar, and Ambassador Cumber ultimately disbursed \$50,000 to Holland & Knight pursuant to that agreement.<sup>50</sup> The engagement agreement signed by Holland & Knight and Ambassador Cumber refers to Mr. Abubakar as “Holland & Knight’s client” and Ambassador Cumber as paying for the representation.<sup>51</sup> Although some of the fees paid to Holland & Knight were for representing Mr. Abubakar before the State Department in the adjudication of his visa application, other payments supported Mr. Abubakar’s efforts to build his political profile in the United States. Similar to Ambassador Cumber, Holland & Knight sought to secure engagements in the United States for Mr. Abubakar to speak about his candidacy for President of Nigeria and to discuss his plans for strengthening relations between the United States and Nigeria. Under the Act, a person is an “agent of a foreign principal” required to register, if that person at the “order, request, or under the direction and control” of a foreign principal “within the United States solicits, collects, disburses, or dispenses . . . money or other things of value for or in the interest of such foreign principal.” *Id.*

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<sup>48</sup> The disbursement of funds in support of Holland & Knight’s efforts to engage in outreach and secure a visa, by itself, are sufficient to establish that Ambassador Cumber was acting as an agent of a foreign principal under FARA.

<sup>49</sup> CUMBER #00000195.

<sup>50</sup> *Id.*, CUMBER #00000748; May 14 Letter at 5.

<sup>51</sup> CUMBER #00000613-14.

V. **Conclusion**

Ambassador Cumber is obligated to register under FARA because he acted at the request and under the direction and control of Mr. Abubakar to engage in political activities and disburse money for or in the interest Mr. Abubakar.<sup>52</sup> Please effect Ambassador Cumber's registration within thirty (30) calendar days of the date of this letter. Useful information and forms needed for registration may be found on our website at <http://www.fara.gov>. If you have any questions regarding registration or have additional information to provide, please contact Senior Trial Attorney Clifford Rones at (202) 233-0776 or [FARA.Public@usdoj.gov](mailto:FARA.Public@usdoj.gov).

Sincerely,

*Brandon L. Van Grack*

Brandon L. Van Grack  
Chief, FARA Unit

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<sup>52</sup> 22 U.S.C. §§ 611(c)(1)(i), (iii).