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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Ambit Preferred Investor 5, LLC
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Thomas R. Daniels, Esq.

(Name of Person)

Ambit Funding

(Firm/Company)

24 South River Street

(Address)

Wilkes-Barre, Pennsylvania 18702

(City/State and Zip Code)

For further information concerning this matter, please call:

Thomas R. Daniels

(Name of Person)

at (570) 829-2101

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Ambit Preferred Investor 5, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on April 19, 2007 and assigned document number L07000041867.

SECOND: This amendment is submitted to amend the following:

Article V of the Articles of Organization is deleted in its entirety and replaced with the following provision:

The name and address of the Managing Members/Managers is:


Title: MGRM

Shoval Enterprises, Inc.

24 South River Street

Wilkes-Barre, Pennsylvania 18702

Dated June 6, 2007.



Signature of a member or authorized representative of a member

Thomas R. Daniels, Authorized Representative of Member/Manager

Typed or printed name of signee

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