

FILED EFFECTIVE**2006 JUL -7 AM 10:39****SECRETARY OF STATE
STATE OF IDAHO****ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
ATHLETES.COM, INC.**

The undersigned hereby certifies that Section 1.1 of the Articles of Incorporation of athletes.com, Inc. (the "Corporation") was amended pursuant to the Idaho Business Corporation Act, to read in its entirety as follows:

"Section 1.1 Name. The name of the corporation is AC Holdings, Inc."

The foregoing amendment was duly approved by all of the shareholders and the Board of Directors of the Corporation.


I swear that the foregoing is true and accurate and I have the authority to sign this document on behalf of the Corporation.

Dated: June 30, 2006



Ryan DeLuca, President

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IDAHO SECRETARY OF STATE 
07/07/2006 05:00
CK: 851007 CT: 172099 BH: 963811
1 @ 30.00 = 30.00 AMEND PROF # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C 155240