

P030000069003

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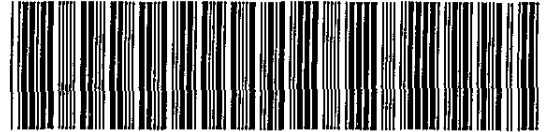
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CLERK OF STATE
TALLAHASSEE, FLORIDA

PS 12/30/03

AMERICAN CAPITAL HOLDINGS, INC.

Post Office Box 752
Jupiter, FL 33468-0752
561.262.5158 Telephone
561.776-0391 Facsimile
sherrylcherrix@hotmail.com

December 12, 2003

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314-6327

Re: Articles of Amendment
AMERICAN CAPITAL HOLDINGS, INC.
Document No. P03000069003
Name Change: ACHI, Inc.

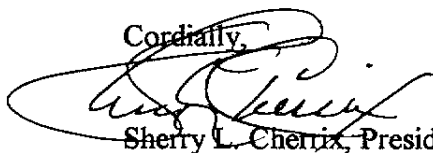
Gentleman:

The enclosed Articles of Amendment and our check in the amount of \$43.75 for the filing fee and the return of a certified copy regarding the above referenced amendment filing. By copy of this letter, I hereby agree to cancel the American Capital Holdings, Inc. name with your department and hereby consent to this name change to be used USA SportsNet Company (Division of Corporation Document No. 03000025188) in accordance with the enclosed USA SportsNet Company's December 12, 2003 Articles of Amendment. For informational purposes, USA SportsNet Company has entered into an agreement to purchase the assets of American Capital Holdings, Inc. with the name being part of the purchase price. It would be appreciated if you would return a certified copy of these amended articles to the following address:

Ms. Sherry L. Cherrix
Post Office Box 752
Jupiter, FL 33468-0752

In advance, my sincere appreciation regarding your assistance with this matter. With kindest regards, I remain.

Cordially,



Sherry L. Cherrix, President

SLC/sc

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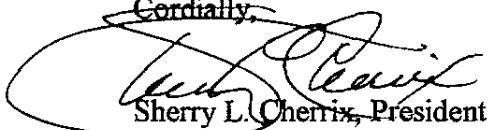
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Post Office Box 752
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Cordially,



Sherry L. Cherrix, President

SLC/sc

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
AMERICAN CAPITAL HOLDINGS, INC.**

DOCUMENT NO. P99000009372

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendments to its Articles of Incorporation.

NEW CORPORATION NAME

1. The new corporate name is **ACHI, INC.**
2. The amendments were adopted by the Board of Directors without shareholder action and shareholder action was not required and all other existing articles remain in effect.

Signed this 12th day of December, 2003.

By: 
Sherry L. Cherrix, President/Director