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ALTRIMEGA HEALTH CORP
Form 8-K
October 17, 2005

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report: October 17, 2005

American Racing Capital, Inc.
(Exact Name of Registrant as Specified in Charter)

| | | |
|---|---|---|
| Nevada ----- (State or other jurisdiction of incorporation) | 000-29057 ----- (Commission File Number) | 87-0631750 ----- (IRS Employer Identification No.) |
| 4702 Oleander Drive, Suite 200 Myrtle Beach, South Carolina ----- (Address of principal executive offices) | | 29577 ----- (Zip code) |
| Registrant's telephone number, including area code: | | (843) 497-7028 ----- |

ITEM 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT

American Racing Capital, Inc. (formerly Altrimega Health Corporation), a Nevada corporation ("ARC" or the "Company") entered into a Share Exchange Agreement, dated October 17, 2005, by and among the Company, American Racing Capital, Inc., a Nevada corporation ("ARCI") and the shareholders of ARCI (the "ARCI Shareholders"). Pursuant to the Share Exchange Agreement, the ARCI Shareholders exchanged with, and delivered to, ARC the issued and outstanding common stock of ARCI in exchange for 150,000,000 shares of ARC's common stock, par value \$0.001, and 1,000,000 shares of Series A Convertible Preferred Stock, par value \$0.001 per share, of ARC. As a result of the Share Exchange Agreement, ARCI will become a wholly-owned subsidiary of the Company.

ITEM 5.03 AMENDMENTS TO ARTICLES OF INCORPORATION AND BYLAWS; CHANGE IN FISCAL YEAR

On October 3, 2005, the Company filed a Certificate of Amendment to the Articles of Incorporation of the Company with the Secretary of State of the State of Nevada to change the corporate name change from "Creative Holdings & Marketing Corporation" to "American Racing Capital, Inc."

On August 25, 2005, the Company filed a Certificate of Amendment to the Articles of Incorporation of the Company with the Secretary of State of the State of Nevada to increase the authorized number of shares of capital from 50,000,000 to 500,000,000.

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ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

| Exhibit | Description |
|--------------|--|
| Exhibit 99.1 | Share Exchange Agreement, dated October 17, 2005, by and among the Provided herewith Company, American Racing Capital, Inc., and the shareholders of American Racing Capital, Inc. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

American Racing Capital, Inc.,

/s/ John W. Gandy

Name: John W. Gandy

Title: Chairman and President

Date: October 17, 2005