American Racing Capital, Inc.
Form 10QSB
January 31, 2006

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D. C. 20549

FORM 10-QSB

|X| QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE QUARTERLY PERIOD ENDED SEPTEMBER 30, 2005

Commission File Number 0-29057

|_| TRANSITION REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from ____________________TO ____________________

AMERICAN RACING CAPITAL, INC.
(Exact name of registrant as specified in charter)

NEVADA	87-0631750
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer I.D. No.)
4702 Oleander Drive, Suite 200, Myrtle Beach, SC	29577
(Address of principal executive offices)	(Zip)
Issuer's telephone number, including area code	(800) 914-3177

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the past twelve months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes |_| No |X|

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes |X| No |_|

State the number of shares outstanding of each of the issuer's classes of common equities as of the latest practicable date: AS OF JANUARY 27, 2006 THERE WERE 499,139,950 OUTSTANDING SHARES OF THE ISSUER'S COMMON STOCK, $0.001 PAR VALUE PER SHARE.

Transitional Small Business Disclosure Format: Yes |_| No |X|

PART I: FINANCIAL INFORMATION

INTRODUCTORY NOTE

FORWARD-LOOKING STATEMENTS

This Form 10-QSB contains "forward-looking statements" relating to American Racing Capital, Inc. ("ARC") which represent ARC's current expectations or beliefs including, but not limited to, statements concerning ARC's operations, performance, financial condition and growth. For this purpose, any statements contained in this Form 10-QSB that are not statements of historical fact are forward-looking statements. Without limiting the generality of the foregoing, words such as "may", "anticipation", "intend", "could", "estimate", or "continue" or the negative or other comparable terminology are intended to identify forward-looking statements. These statements by their nature involve substantial risks and uncertainties, such as losses, dependence on management, variability of quarterly results, and the ability of ARC to continue its growth strategy and competition, certain of which are beyond ARC's control. Should one or more of these risks or uncertainties materialize or should the underlying assumptions prove incorrect, actual outcomes and results could differ materially from those indicated in the forward-looking statements.

Any forward-looking statement speaks only as of the date on which such statement is made, and the Company undertakes no obligation to update any forward-looking statement or statements to reflect events or circumstances after the date on which such statement is made or to reflect the occurrence of unanticipated events. New factors emerge from time to time and it is not possible for management to predict all of such factors, nor can it assess the impact of each such factor on the business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements.

2

ITEM 1. FINANCIAL STATEMENTS

AMERICAN RACING CAPITAL, INC. AND SUBSIDIARIES
(FKA ALTRIMEGA HEALTH CORPORATION AND SUBSIDIARIES)
CONSOLIDATED BALANCE SHEET
SEPTEMBER 30, 2005
(Unaudited)

ASSETS

CURRENT ASSETS	
Cash	$161,463
Accounts receivable	84,156
Total Current Assets	245,619
OTHER ASSETS	
Accounts receivable-related party	--
TOTAL ASSETS	$245,619

LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)

CURRENT LIABILITIES	
Accounts payable - related parties	$ 44,027

Accounts payable and accrued expenses	40,860
Total Current Liabilities	84,887
MINORITY INTEREST	4,616
COMMITMENTS AND CONTINGENCIES	--
STOCKHOLDERS' EQUITY (DEFICIT)	
Preferred stock 10,000,000 shares authorized at $0.001 par value; no shares issued and outstanding	--
Common stock 500,000,000 shares authorized at $0.001 par value; 114,139,950 shares issued and outstanding	114,140
Additional paid in capital	382,560
Accumulated deficit	(340,584)
Total Stockholders' Equity (Deficit)	156,116
TOTAL LIABILITIES & STOCKHOLDERS EQUITY (DEFICIT)	$245,619

The accompanying notes are an integral part of these financial statements.

3

AMERICAN RACING CAPITAL, INC. AND SUBSIDIARIES
(FKA ALTRIMEGA HEALTH CORPORATION AND SUBSIDIARIES)
CONSOLIDATED STATEMENTS OF OPERATIONS
FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2005 AND 2004
(Unaudited)

	September 30, 2005	September 30, 2004
SALES	$ 1,737	$ 1,065,348
COST OF SALES	(9,214)	952,683
Gross Profit	10,951	112,665
EXPENSES		
Consulting and professional fees	96,254	--
Administrative	97,421	31,291
TOTAL EXPENSES	193,675	31,291
Income (loss) from operations	(182,724)	81,374
OTHER INCOME (EXPENSE)		
Interest expense	(46,370)	(12,896)
Other income	--	(2,549)
TOTAL OTHER (EXPENSE)	(46,370)	(15,445)

Income (loss) - before minority interest	(229,094)	65,929
LESS MINORITY INTEREST	(3,176)	16,965
Income (loss) - before provision for income taxes	(225,918)	48,964
Provision for income taxes	--	--
Net income (loss)	$ (225,918)	$ 48,964
NET LOSS PER COMMON SHARE		
Basic and diluted	$ (0.00)	$ 0.00
WEIGHTED AVERAGE OUTSTANDING SHARES		
Basic and diluted	81,639,950	49,139,950

The accompanying notes are an integral part of these financial statements.

AMERICAN RACING CAPITAL, INC. AND SUBSIDIARIES
(FKA ALTRIMEGA HEALTH CORPORATION AND SUBSIDIARIES)
CONSOLIDATED STATEMENTS OF OPERATIONS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2005 AND 2004
(Unaudited)

	September 30, 2005	September 30, 2004
SALES	$ 3,483,360	$ 1,065,348
COST OF SALES	2,497,055	954,312
Gross Profit	986,305	111,036
EXPENSES		
Consulting and professional fees	148,754	--
Administrative	217,383	86,414
TOTAL EXPENSES	366,137	86,414
Income (loss) from operations	620,168	24,622
OTHER INCOME (EXPENSE)		
Interest Expense	(56,176)	(32,803)
Other income	--	229
TOTAL OTHER (EXPENSE)	(56,176)	(32,574)
Income (loss) - before minority interest	563,992	(7,952)

LESS MINORITY INTEREST	187,414	(9,007)
Income (loss) - before provision for income taxes	376,578	(16,959)
Provision for income taxes	--	--
Net income (loss)	$ 376,578	(16,959)
NET LOSS PER COMMON SHARE		
Basic and diluted	$ 0.01	$ (0.00)
WEIGHTED AVERAGE OUTSTANDING SHARES		
Basic and diluted	70,806,617	49,139,950

The accompanying notes are an integral part of these financial statements.

5

AMERICAN RACING CAPITAL, INC. AND SUBSIDIARIES
(FKA ALTRIMEGA HEALTH CORPORATION AND SUBSIDIARIES)
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2005 AND 2004
(Unaudited)

	September 30, 2005	September 30, 2004
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income (loss)	$ 376,578	$ (16,959)
Adjustments to reconcile net loss to net cash provided by operating activities		
Minority interest	(27,672)	9,007
Changes in operating assets and liabilities		
Properties held for development or sale	1,612,448	(841,062)
Accounts receivable	(82,317)	--
Accounts receivable-related party	59,160	3,000
Accounts payable-related	(232,831)	2,777
Accounts payable	(118,883)	(539)
Cash overdraft	--	191,889
Deposits	35,000	--
Net Cash from Operations	1,621,483	(651,887)
CASH FLOWS FROM INVESTING ACTIVITIES	--	--
CASH FLOWS FROM FINANCING ACTIVITIES		
Common stock issued for cash	65,000	--

Proceeds from notes payable, net of payments	--	694,788
Payments on notes payable	(1,528,312)	--
Net cash provided (used) by financing activities	(1,463,312)	694,788
Net Increase (decrease) in Cash	158,171	42,901
Cash at Beginning of Period	3,292	1,739
Cash at End of Period	$ 161,463	$ 44,640
Supplemental disclosure of cash flow information		
Cash paid for interest	$ 56,176	$ 32,803
Cash paid for income taxes	$ --	$ --

The accompanying notes are an integral part of these financial statements.

6

AMERICAN RACING CAPITAL, INC. AND SUBSIDIARY
NOTES TO FINANCIAL STATEMENTS
SEPTEMBER 30, 2005
(Unaudited)

1. BASIS OF PRESENTATION

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with Securities and Exchange Commission requirements for interim financial statements. Therefore, they do not include all of the information and footnotes required by accounting principles generally accepted in the United States for complete financial statements. The financial statements should be read in conjunction with the Form 10-KSB for the year ended December 31, 2004 of American Racing Capital, Inc. and Subsidiaries (the "Company" or "ARC").

The interim financial statements present the condensed balance sheet, statements of operations and cash flows of the Company. The financial statements have been prepared in accordance with accounting principles generally accepted in the United States.

The interim financial information is unaudited. In the opinion of management, all adjustments necessary to present fairly the financial position of the Company as of September 30, 2005 and the results of operations and cash flows presented herein have been included in the financial statements. Interim results are not necessarily indicative of results of operations for the full year.

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Employee stock based compensation - In December 2004, the Financial Accounting Standards Board issued SFAS No. 153, "Accounting for Stock-Based Compensation". SFAS No. 153 amends the transition and disclosure provisions of SFAS No. 123. This statement supersedes APB Opinion No. 25, Accounting for Stock Issued to employees, and its related implementation guidance. This Statement establishes standards for the accounting for transactions in which an entity exchanges its equity instruments for goods or services. This Statement requires a public entity to measure the cost of employee services received in exchange for an award of equity instruments based on the grant-date fair value of the award (with limited exceptions). That cost will be recognized over the period during which an employee is required to provide service in exchange for the award--the requisite service period (usually the vesting period). For stock options and warrants issued to non-employees, the Company applies Statement of Financial Accounting Standards ("SFAS") No. 123, Accounting for Stock-Based Compensation, which requires the recognition of compensation cost based upon the fair value of stock options at the grant date using the Black-Scholes Option Pricing Model.

The Company issued no stock and granted no warrants or options to employees for compensation for the nine months ended September 30, 2005.

3. NOTES PAYABLE

As of September 30, 2005, the Company has no notes payable.

4. RELATED PARTY TRANSACTIONS

Accounts payable - related parties - As of September 30, 2005, officers-directors, and their controlled entities, have acquired 34.33% of the outstanding stock of the Company and have made non-interest bearing, due on demand loans to the Company totaling $44,027.

Executive employment agreement - In 2003, the Company entered into an employment agreement with John W. Gandy, then President and Chief Executive officer, which provided for an annual salary of $100,000 with a 5% increase each year to a maximum of $125,000, provided the Company would have a profit in the previous year. The employment agreement with John W. Gandy was terminated on November 18, 2005, upon his resignation as President and Chief Executive Officer of the Company.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

Forward-Looking Statements

The following discussion and analysis should be read in conjunction with the Consolidated Financial Statements, and the Notes thereto included herein. The information contained below includes statements of ARC's or management's beliefs, expectations, hopes, goals and plans that, if not historical, are forward-looking statements subject to certain risks and uncertainties that could cause actual results to differ materially from those anticipated in the forward-looking statements. For a discussion on forward-looking statements, see the information set forth in the Introductory Note to this Annual Report under the caption "Forward Looking Statements", which information is incorporated herein by reference.

Overview

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 from "Creative Holdings & Marketing Corporation" to "American Racing Capital, Inc."

On October 17, 2005, the Company entered into a Share Exchange Agreement, by and among the Company, ARCI and the shareholders of ARCI, pursuant to which, the ARCI Shareholders exchanged with, and delivered to the Company all of the issued and outstanding common stock of ARCI in exchange for 150,000,000 shares of the Company's Common Stock and 1,000,000 shares of Series A Preferred Stock. The 1,000,000 shares of Series A Preferred Stock can be converted by the holder, at any time from the date of issuance, into shares of Common Stock such that one share of the Series A Preferred Stock is converted into three hundred (300) fully paid, non-assessable shares of the Company's Common Stock. As a result of the Share Exchange Agreement, and upon the filing of the Plan and Exchange with the Secretary of State of the State of Nevada on October 19, 2005, ARCI became a wholly-owned subsidiary of the Company.

On October 18, 2005, the Company entered into a Share Exchange Agreement, by and among the Company, ARCD and the shareholders of ARCD. Pursuant to the Share Exchange Agreement, the ARCD Shareholders exchanged with, and delivered to, ARC the issued and outstanding common stock of ARCD in exchange for 235,000,000 shares of the Company's Common Stock, and 1,000,000 shares of Series A Preferred Stock. The 1,000,000 shares of Series A Preferred Stock can be converted by the holder, at any time from the date of issuance, into shares of Common Stock such that one share of the Series A Preferred Stock is converted into three hundred (300) fully paid, non-assessable shares of the Company's Common Stock. As a result of the Share Exchange Agreement, and upon the filing of the Plan and Exchange with the Secretary of State of the State of Nevada on October 19, 2005, ARCD became a wholly-owned subsidiary of the Company.

As a result of the share exchange transactions, the Board has focused on a new strategy which seeks to integrate race track design and development operations with a professional racing team and a national driving school network to leverage the popularity and growth of the motor sports industry.

Critical Accounting Policies and Estimates

Management's discussion and analysis of our financial condition and results of operations are based upon our consolidated financial statements, which have been prepared in accordance with accounting principles generally accepted in the United States of America. The preparation of these financial statements requires that we make estimates and judgments that affect the reported amounts of assets, liabilities, revenues and expenses. At each balance sheet date, management evaluates its estimates. We base our estimates on historical experience and on various other assumptions that are believed to be reasonable under the circumstances. Actual results may differ from these estimates under different assumptions or conditions. The estimates and critical accounting policies that are most important in fully understanding and evaluating our financial condition and results of operations include those listed below.

Revenue Recognition

Gains from sales of operating properties and revenues from land sales are recognized using the full accrual method provided that various criteria relating to the terms of the transactions and any subsequent involvement by the Company with the properties sold are met. Gains or revenues relating to transactions which do not meet the established criteria are deferred and recognized when the criteria are met or using the installment or cost recovery methods, as appropriate in the circumstances. For land sale transactions under terms in which the Company is required to perform additional services and incur significant costs after title has passed, revenues and costs of sales are recognized proportionately on a percentage of completion basis. Deposits received prior to closing are recorded as a liability until the consummation of the sale at which time such amounts are generally applied toward the purchase price.

Cost of land sales is generally determined as a specific percentage of land sales revenues recognized for each land development project. The cost percentages used are based on estimates of development costs and sales revenues to completion of each project and are revised periodically for changes in estimates or development plans. The specific identification method is used to determine cost of sales of certain parcels of land.

Properties

Properties under development are carried at cost reduced for impairment losses, where appropriate. Properties held for sale are carried at cost reduced for valuation allowances, where appropriate. Acquisition, development and construction costs of properties in development and land development projects are capitalized including, where applicable, salaries and related costs, real estate taxes, interest and preconstruction costs. The pre-construction development (or an expansion of an existing property) includes efforts and related costs to secure land control and zoning, evaluate feasibility, and complete other initial tasks, which are essential to development. Provisions are made for potentially unsuccessful preconstruction efforts by charges to operations.

Properties held for sale are carried at the lower of their carrying values (i.e., cost less accumulated depreciation and any impairment loss recognized, where applicable) or estimated fair values less costs to sell. Generally, revenues and expenses related to property interests acquired with the intention to resell are not recognized.

Stock-based compensation - The Company applies Accounting Principles Board ("APB") Opinion No. 25, Accounting for Stock Issued to Employees, and Related Interpretations, in accounting for stock options issued to employees. Under APB No. 25, employee compensation cost is recognized when estimated fair value of the underlying stock on date of the grant exceeds exercise price of the stock option. For stock options and warrants issued to non-employees, the Company applies SFAS No. 123, Accounting for Stock-Based Compensation, which requires the recognition of compensation cost based upon the fair value of stock options at the grant date using the Black-Scholes Option Pricing Model.

In December 2002, the FASB issued SFAS No. 148, Accounting for Stock-Based Compensation-Transition and Disclosure. SFAS No. 148 amends the transition and disclosure provisions of SFAS No. 123. The Company is currently evaluating SFAS No. 148 to determine if it will adopt SFAS No. 123 to account for employee stock options using the fair value method and, if so, when to begin transition to that method.

Principles Of Consolidation

The consolidated financial statements shown in this report excludes the historical operating information of the parent before September 30, 2002, and includes the operating information of the subsidiary, Creative Holdings, Inc., from July 3, 2002 (date of inception of the subsidiary), and the operating information of Sea Garden Funding, LLC from November 2002 (the date of the purchase of 80% of the LLC) to September 30, 2005.

All intercompany transactions have been eliminated.

Results Of Operations For The Three Months Ended September 30, 2005, Compared To The Three Months Period Ended September 30, 2004

Revenues. Revenue for the three months ended September 30, 2005, was $1,737, a decrease of $1,063,611, or 100%, as compared to $1,065,348 in revenues for the same period ended September 30, 2004. The decrease in revenues in 2005 was attributable to the completion of the Sea Garden Project in the previous quarter, when all remaining units were sold.

Cost of revenue. Cost of revenue for the three months ended September 30, 2005 was $(9,214). These costs were associated accruals made in closing out the Sea Garden Project. This represented a decrease of 100% over the cost of revenues for the same period ended September 30, 2004, which was $952,683, due to limited construction activities and no construction revenues.

10

Gross profit. Gross profit for the three months ended September 30, 2005 was $10,951. The gross profit represented reconciliation of accruals made in closing out the Sea Garden Project along with refunded construction costs associated with building and financing the units. The gross profit for the three months ended September 30, 2004 was $112,665.

Operating expenses. Operating expenses for the three months ended September 30, 2005, were $193,675, or an increase of 83.8% over the operating expenses of $31,291 for the three months ended September 30, 2004. Operating expenses in 2005 consisted of $96,254 in consulting and professional fees and $97,421 in general and administrative expenses. The increase of $66,130 in administrative expense, from 2004 to 2005 was almost entirely attributable to increased activity at the Sea Garden Project.

Other income (expense). Other income (expense) for the three months ended September 30, 2005, was a net expense of $46,370, an increase of $30,925, or 66.7% as compared to a net expense of $15,445 for the three months ended September 30, 2004. The increase in other expense in 2005 was primarily attributable to retirement of debt in the quarter and the interest expense booked in the current quarter.

Net income (loss). The Company had a net los before provision for income taxes of $225,918 for the three months ended September 30, 2005, as compared to a net income of $48,964 for the three months ended September 30, 2004. The increased net loss of $274,882 was mostly attributable to the lack of sales from the Sea Garden Project during the third quarter of 2005. There was no provision for income taxes in 2004; therefore, the net income after provision for income taxes was also $48,964.

Results Of Operations For The Nine Months Ended September 30, 2005, Compared To The Nine Months Ended September 30, 2004

Revenues. Revenue for the nine months ended September 30, 2005, was $3,483,360, an increase of $2,418,012, or 69.4% when compared to $1,065,348 in revenues for the nine months ended September 30, 2004. The increase in revenues in 2005 was attributable to year to date sales in the Sea Garden Project in 2005 over the year to date sales in the Sea Garden Project in 2004.

Cost of revenue. Cost of revenue for the nine months ended September 30, 2005 was $2,497,055. These costs were associated with construction costs on units at the Sea Garden Project. There was $954,312 in cost of revenues for the nine months ended September 30, 2004.

Gross profit. Gross profit for the nine months ended September 30, 2005 was $986,305. The gross profit represented revenues received for year to date sales of units at the Sea Garden Project along with construction costs associated with building and financing the units. The gross profit of $986,305 represents an increase of 88.7% over $111,306 for the nine months ended September 30, 2004.

Operating expenses. Operating expenses for the nine months ended September 30, 2005 were $366,137, or a 73% increase, as compared to $86,414, for the nine months ended September 30, 2004. Operating expenses in 2005 consisted of $148,754 in consulting and professional fees and $217,383 in general and administrative expenses. The increase of $68,829 in administrative expense, from 2004 to 2005 was almost entirely attributable to increased activity at the Sea Garden Project.

Other income (expense). Other income (expense) for the nine months ended September 30, 2005 was a net expense of $56,176, an increase of $23,602, as compared to a net loss of $32,574 for the nine months ended September 30, 2004. This represented an increase of 58% over the comparable period ended September 2004, and was primarily attributable to retirement of debt in the period and the interest expense booked in the current quarter.

Net income (loss). The Company had a net income before provision for income taxes of $376,578 for the nine months ended September 30, 2005, as compared to a net loss of $(16,959) for the nine months ended September 30, 2004. The increase in net income of $393,537, or over 100%, was mostly attributable to improved margins for year to date sales in the Sea Garden Project. Due to net operating loss carryovers, there was no provision for income taxes in the period, therefore, the net income after provision for income taxes was also $393,578.

Liquidity And Capital Resources

The Company's financial statements have been prepared on a going concern basis that contemplates the realization of assets and the settlement of liabilities and commitments in the normal course of business. The Company incurred a net income of $376,578 and a net loss of $(16,959) for the nine months ended September 30, 2005 and June 30, 2004, respectively, and has an accumulated deficit of $340,584 at September 30, 2005. As of September 30, 2005, the Company had assets of $245,619 and liabilities of $84,887, a surplus of $156,116. Additionally, the Company's current assets were $245,619 and our current liabilities were $84,887, creating a working capital surplus of $160,732. The majority of the assets, $161,463, consist of cash.

The majority of our liabilities, $44,027, are account payables. Accounts payable to related parties equal to $40,860 are also included in our liabilities.

For the nine months ended September 30, 2005, the Company provided net cash from operations of $1,621,483, no cash was used in investing activities and had $1,528,312 in cash used by financing activities in the repayment of notes payable.

We have incurred losses since inception until the last three quarterly periods. We had approximately $161,463 in cash and cash equivalents as of September 30, 2005.

Plan Of Operation

In October 2005, the Company entered into two share exchange transactions with ARCI and ARCD, respectively. As a result of the share exchange transactions, ARCI and ARCD became wholly-owned subsidiaries of the Company and the Company's management focused on a different business model. ARCI, as a holding company for motor sport industries, develops relationships with companies that are seeking to utilize motor sports as a revenue generating, promotional opportunity. ARCI consists of Fast One, Inc., a consulting group dedicated to racetrack development and design and DJ Motorsports, a company with plans to develop and operate competitive race teams.

On November 18, 2005, the Board appointed two new directors and the former directors resigned from the Board. The new directors consisted of D. Davy Jones and Robert Koveleski. John W. Gandy resigned as President and Director of the Company, Ron E. Hendrix resigned as Secretary and Director and John F. Smith, III resigned as Director of the Company. The Board also appointed new officers, by appointing D. Davy Jones as President and Chief Executive Officer and Robert Koveleski as Secretary.

The new Board has devised a new plan of operations which seeks to integrate race track design and development operations with a professional racing team and a national driving school network to leverage the popularity and growth of the motor sports industry.

For the next 12 months, the Company anticipates that it will need $2,500,000 to fund event and administrative operations and provide working capital, in addition to funding necessary to acquire and develop race track projects. The Company will seek debt financing to launch any new race track projects and will seek equity funding or a combination of debt/equity financing for operations.

ITEM 3. CONTROLS AND PROCEDURES

(A) Evaluation Of Disclosure Controls And Procedures

As of the end of the period covered by this report, the Company carried out an evaluation, under the supervision and with the participation of the Company's Principal Executive Officer and Principal Financial Officer of the effectiveness of the design and operation of the Company's disclosure controls and procedures. The Company's disclosure controls and procedures are designed to provide a reasonable level of assurance of achieving the Company's disclosure control objectives. The Company's Principal Executive Officer and Principal Accounting Officer have concluded that the Company's disclosure controls and procedures are, in fact, adequate and effective to ensure that material information relating to the Company that is required to be disclosed by the Company in reports that it files or submits under the Securities Exchange Act of 1934, as amended, is recorded, processed, summarized and reported within the time periods specified in Commission rules and accumulated and communicated to the Company's management, including its Principal Executive Officer and

Principal Financial Officer, to allow timely decisions regarding required disclosure

(B) Changes In Internal Controls Over Financial Reporting

In connection with the evaluation of the Company's internal controls during the Company's quarter ended September 30, 2005, the Company's Principal Executive Officer and Principal Financial Officer have determined that there are no changes to the Company's internal controls over financial reporting that has materially affected, or is reasonably likely to materially effect, the Company's internal controls over financial reporting.

PART II
OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

None.

ITEM 2. CHANGES IN SECURITIES

None.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

None.

ITEM 4. SUBMISSION OF MATTERS TO BE A VOTE OF SECURITY HOLDERS

None

ITEM 5. OTHER INFORMATION

None.

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(A) Exhibits:

Exhibit Number	Title of Document	Location
3.1	Amended and Restated Certificate of Designation of the Series A Convertible Preferred Stock of American Racing Capital, Inc.	Provided herewith
10.1	Share Exchange Agreement, dated October 17, 2005, by and among the Company, American Racing Capital, Inc., and the shareholders of American Racing Capital, Inc.	Incorporated by referen to Form 8-K filed on Oc

10.2	Share Exchange Agreement, dated October 18, 2005, by and among the Company, ARC Development Corporation, and the shareholders of ARC Development Corporation	Incorporated by referen to Form 8-K filed on Oc
31.1	Certification by Chief Executive Officer pursuant to 15 U.S.C. Section 7241, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002	Provided herewith
31.2	Certification by Chief Financial Officer pursuant to 15 U.S.C. Section 7241, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002	Provided herewith
32.1	Certification by Chief Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002	Provided herewith

(B) Reports on Form 8-K:

Current Report on Form 8-K filed by the Company on October 17, 2005 pursuant to Item 1.01 (Entry Into of a Material Definitive Agreement) whereby the Company disclosed the entry into a Share Exchange Agreement, dated October 17, 2005, by and among the Company, ARCI and the shareholders of ARCI, whereby the ARCI Shareholders exchanged with, and delivered to, the Company the issued and outstanding common stock of ARCI in exchange for 150,000,000 shares of the Company'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 the Company. Additionally, the Company disclosed the corporate name change from "Creative Holdings & Marketing Corporation" to "American Racing Capital, Inc." and the increase in the number of authorized shares from 50,000,000 to 500,000,000.

Current Report on Form 8-K filed by the Company on October 18, 2005 pursuant to Item 1.01 (Entry Into of a Material Definitive Agreement) whereby the Company disclosed the entry into a Share Exchange Agreement, dated October 17, 2005, by and among the Company, ARCD and the shareholders of ARCD, whereby the ARCD Shareholders exchanged with, and delivered to, the Company the issued and outstanding common stock of ARCI in exchange for 235,000,000 shares of the Company'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 the Company.

Current Report on Form 8-K filed by the Company on December 5, 2005 pursuant to Item 2.01 (Completion of Acquisition or Disposition of Assets) whereby the Company reported the completion of the share exchange transactions with ARCI and ARCD, as well as the unregistered shares of securities that were issued in connection with the share exchange transactions. Additionally, the Company disclosed the appointment of D. Davy Jones and Robert Koveleski to the Board of Directors, and the resignation of John W. Gandy, Ron E. Hendrix and John F. Smith, III from the Board of Directors.

Current Report on Form 8-K filed by the Company on December 9, 2005 pursuant to Item 4.01 (Changes in Registrant's Certifying Accountant) whereby the Company disclosed the dismissal of L.L. Bradford & Company, LLC as the Company's accountant and the engagement of Moore & Associated CHTD as the Company's independent auditors.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

January 31, 2006

AMERICAN RACING CAPITAL, INC.

By: /s/ Davy Jones

Davy Jones
Chief Executive Officer,
President and Director

By: /s/ Robert Koveleski

Robert Koveleski
Principal Financial Officer
and Secretary