

ARCHIPELAGO HOLDINGS INC

Form SC 13G/A

February 14, 2006

SCHEDULE 13G/A

Amendment No. 1

Archipelago Holdings Incorporated

Common Stock

Cusip #03957A104

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Item 1: Reporting Person: Fidelity Non Profit Management Foundation

Item 4: Delaware

Item 5: 720,640

Item 6: 0

Item 7: 720,640

Item 8: 0

Item 9: 720,640

Item 11: 1.524%

Item 12: CO

SCHEDULE 13G - TO BE INCLUDED IN STATEMENTS
FILED PURSUANT TO RULE 13d-1(c) or 13d-2(d)

Item 1(a). Name of Issuer:

Archipelago Holdings Incorporated

Item 1(b). Name of Issuer's Principal Executive Offices:

100 South Wacker Drive
Suite 1800
Chicago, IL 60606

Item 2(a). Name of Person Filing:

Fidelity Non-Profit Management Foundation

Item 2(b). Address or Principal Business Office or, if None, Residence:

82 Devonshire Street, F9A
Boston, Massachusetts 02109

Item 2(c). Citizenship:

Not applicable

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

03957A104

Item 3. This statement is filed pursuant to Rule 13d-1(c) or 13d-2(d).

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Item 4. Ownership

(a) Amount Beneficially Owned:	720,640
(b) Percent of Class:	1.524%
(c) Number of shares as to which such person has:	
(i) sole power to vote or to direct the vote:	720,640
(ii) shared power to vote or to direct the vote:	0
(iii) sole power to dispose or to direct the disposition of:	720,640
(iv) shared power to dispose or to direct the disposition of:	0

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof, the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following (X).

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not Applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 14, 2006
Date

/s/ Jeffrey P. Resnik
Signature
Jeffrey P. Resnik
Treasurer