

K48563

ORIGINAL

Clark Glen Garret & Associates

Attorneys At Law
P. O. Box 192306
Dallas, Texas 75219

Admitted in the District of
Columbia, Louisiana and
Texas (Pending)

Writer's Direct Dial:
Tel: 214-526-5195
Fax: 214-526-5883
cggarret@prodigy.net

January 9, 2001

Secretary of State
P. O. Box 6327
Tallahassee, Florida 32314

300003551883--3
-01/17/01--01071--004
*****35.00 *****35.00

Re: Natural Health Trends Corp.

Dear Sir or Madam:

Enclosed herewith for filing, on behalf of Natural Health Trends Corp., a Florida Corporation, are an original and one copy of its "Articles of Amendment to the Articles of Incorporation" of this date. The \$35 filing fee also is enclosed.

An additional Copy has been enclosed, along with a stamped, self-addressed envelope, to be date-stamped and returned to the undersigned.

Should any questions arise with regard to this matter, please don't hesitate to contact us.

Best regards,

Clark Glen Garret
Clark Glen Garret

*Amend
1-22-01
BGC*

FILED
01 JAN 17 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORIGINAL

**ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION
OF
NATURAL HEALTH TRENDS CORP.**

FILED

01 JAN 17 PM 3:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

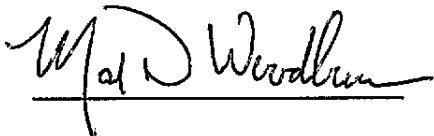
Pursuant to the provisions of Section 607.1006, of the Florida Business Organizations Law ("Act"), Natural Health Trends Corp. (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

1. ARTICLE IV is hereby amended by amending the first paragraph of Article IV to read as follows:

The aggregate number of shares of all classes of stock, which the Corporation is authorized to issue is 501,500,000 shares, consisting of 500,000,000 shares of common stock, \$.001 par value per share (the "Common Stock"), and 1,500,000 shares of preferred stock, \$.001 par value per share (the "Preferred Stock").

These Articles of Amendment to the Articles of Incorporation were authorized by a vote of the Board of Directors on January 9, 2001. The instant amendment was adopted by a majority vote of the Board of Directors of the Corporation without shareholder action. Pursuant to Section 607.1002, this amendment may be so adopted by the Board of Directors as such action is not proscribed by the Articles of Incorporation, is permitted by the Act, and does not create dissenter's rights.

IN WITNESS WHEREOF, the undersigned, being a Director of the Corporation, has subscribed this document on the date set forth below and does hereby affirm, under the penalties of perjury, that the statements contained therein have been examined by the undersigned and are true and correct.



Mark D. Woodburn, Director
Dated this 9th day of January, 2001