

N H T C

Natural Health Trends Corp.

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*****35.00 *****35.00

September 19, 2002

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Dear Sir/Madam:

Enclosed please find two duplicate originals for the Articles of Amendment of Articles of Incorporation for Natural Health Trends Corp. Also enclosed is a check in the amount of \$35.00 for filing fees.

In addition to your letter of acknowledgement, please file stamp the extra original document, which I've enclosed. A stamped, self-addressed enveloped is also enclosed for your convenience.

Please feel free to call me at 972-241-6525 should you have any questions regarding this request.

Sincerely,

Mark D. Woodburn

Mark D. Woodburn
President

Enclosures

FILED
02 SEP 20 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FL 32399

*Amended
T. Lewis 9/26/02*

**ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION
OF**

NATURAL HEALTH TRENDS CORP.

FILED
02 SEP 20 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

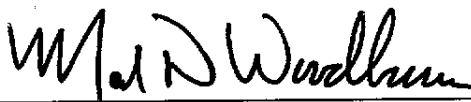
Pursuant to the provisions of Section 607.1006, of the Florida Business Organizations Law ("ACT"), Natural Health Trends Corp. (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

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 1,001,500,000 shares, consisting of 1,000,000,000 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 July 12, 2002. 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 12th day of July 2002