

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>TERRANOVA CARL J</u> <hr/> (Last) (First) (Middle) <u>P.O. DRAWER H</u> <hr/> (Street) <u>VALLEY COTTAGE NY 10989</u> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NATURAL ALTERNATIVES INTERNATIONAL INC [NAII]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Member of 13(d) 10% group</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/06/2001</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/06/2001		P		11,500	A	\$1.8307	219,700	D	
Common Stock	12/17/2001		P		1,000	A	\$1.65	220,700	D	
Common Stock	12/18/2001		P		1,100	A	\$1.69	221,800	D	
Common Stock	12/20/2001		P		2,000	A	\$1.5498	223,800	D	
Common Stock	12/31/2001		P		2,000	A	\$1.75	225,800	D	
Common Stock	12/31/2001		P		1,000	A	\$1.77	226,800	D	
Common Stock	12/31/2001		P		3,000	A	\$1.95	229,800	D	
Common Stock	01/10/2002		P		5,000	A	\$2.218	234,800	D	
Common Stock	01/30/2002		P		1,000	A	\$2.1	235,800	D	
Common Stock	01/30/2002		P		1,000	A	\$2.1984	236,800	D	
Common Stock	02/11/2002		P		3,000	A	\$2.0542	239,800	D	
Common Stock	02/14/2002		P		2,000	A	\$2.0492	241,800	D	
Common Stock	02/21/2002		P		5,000	A	\$1.8899	246,800	D	
Common Stock	03/14/2002		P		9,000	A	\$1.862	255,800	D	
Common Stock	03/18/2002		P		1,000	A	\$1.802	256,800	D	
Common Stock	03/18/2002		P		5,100	A	\$1.86	261,900	D	
Common Stock	04/05/2002		P		1,000	A	\$2.163	262,900	D	
Common Stock	05/02/2002		P		1,000	A	\$2.1	263,900	D	
Common Stock	05/02/2002		P		1,000	A	\$2.05	264,900	D	
Common Stock	05/02/2002		P		25,000	A	\$2.21	289,900	D	
Common Stock	05/02/2002		P		10,000	A	\$2.179	299,900	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

Carl J. Terranova

03/08/2004

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.