

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 3) \*

NATURAL ALTERNATIVES INTERNATIONAL, INC.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

638842302

(CUSIP Number)

December 31, 2008

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule  
pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\*

The remainder of this cover page shall be filled out  
for a reporting person's initial filing on this form with  
respect to the subject class of securities, and for  
any subsequent amendment containing information  
which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page  
shall not be deemed to be "filed" for the  
purpose of Section 18 of the Securities Exchange Act of 1934 ("Act")  
or otherwise subject to the liabilities  
of that section of the Act but shall be subject  
to all other provisions of the Act (however, see the Notes).

CUSIP No. 638842302

Schedule 13G

1.

Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Barbara B. Borg

2.

Check the Appropriate Box if a Member of a Group (See Instructions). N/A.

(a) -  
(b) -

3.

SEC Use Only

4.

Citizenship or Place of Organization

United States

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person  
With

5. Sole Voting Power

379,899

6. Shared Voting Power

0

7. Sole Dispositive Power

379,899

8. Shared Dispositive Power

0

9.

Aggregate Amount Beneficially Owned by Each Reporting Person

379,899

10.

Check if the Aggregate Amount in Row (9) Excludes  
Certain Shares (See Instructions)

N/A

11.

Percent of Class Represented by Amount in Row (9)

5.38%

12.

Type of Reporting Person (See Instructions)

IN

Item 1.

(a)

Name of Issuer

NATURAL ALTERNATIVES INTERNATIONAL, INC.

(b)

Address of Issuer's Principal Executive Offices

1185 Linda Vista Drive  
San Marcos, California 92078

Item

2.

(a)

Name of Person Filing

Barbara B. Borg

(b)

Address of Principal Business Office or, if none, Residence

PO Box 2489  
Amagansett, NY 11930

(c)

Citizenship

United States

(d)

Title of Class of Securities

Common Stock

(e)

CUSIP Number

638842302

Item

3.

If this statement is filed pursuant to subsection 240.13d-1(b)  
or 240.13d-2(b) or (c), check whether the person filing is a:

Not Applicable

(a)

-

Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).

(b)

—

Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

(c)

—

Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).

(d)

—

Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).

(e)

—

An investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E);

(f)

—

An employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F);

(g)

—

A parent holding company or control person in accordance with Section 240.13d-1(b)(1)(ii)(G);

(h)

—

A savings associations as defined in Section 3(b)  
of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i)

—

A church plan that is excluded from the definition  
of an investment company under section  
3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j)

—

A non-U.S. institution in accordance with Section 240.13d-1(b)(1)(ii)(J).

(k)

—

Group, in accordance with Section 240.13d-1(b)(1)(ii)(J).

Item

4.

Ownership.

Provide the following information regarding the aggregate number  
and percentage of the class of securities  
of the issuer identified in Item 1.

(a)

Amount beneficially owned:

379,899

This number includes 10,600 held in a joint account  
with Betsy Avallone, Bonnie B. Krupinski  
and the Reporting Person. The Reporting Person  
does not have voting power or dispositive power  
over the shares held in such account and  
disclaims beneficial ownership thereof.

This number also includes 7,100 held by East Hampton Golf Club, Inc.  
The Reporting Person is  
an officer and owner of 20% of such corporation.

The Reporting Person does not have voting power or dispositive power over the shares held in such account and disclaims beneficial ownership thereof.

(b)

Percent of class:

5.38%

(c)

Number of shares as to which the person has:

(i)

Sole power to vote or to direct the vote:

379,899

(ii)

Shared power to vote or to direct the vote:

0

(iii)

Sole power to dispose or to direct the disposition of:

379,899

(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 [    ].

Not Applicable.

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 or Control Person.

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, other than activities solely in connection with  
a nomination under Section 240.14a-11.

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.

/s/ Barbara B. Borg

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Barbara B. Borg

Dated: October 7, 2014