

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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* <b>CHANG JOSEPH Y</b>		2. Issuer Name and Ticker or Trading Symbol <b>NU SKIN ENTERPRISES INC [ NUS ]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <b>Chief Scientific Officer</b> <input type="checkbox"/> 10% Owner Other (specify below)	
(Last) (First) (Middle) <b>C/O NU SKIN ENTERPRISES, INC.</b> <b>75 WEST CENTER STREET</b>		3. Date of Earliest Transaction (Month/Day/Year) <b>05/26/2006</b>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(Street) <b>PROVO</b> <b>84601</b>		4. If Amendment, Date of Original Filed (Month/Day/Year)			
(City) (State) (Zip)					

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			
Class A Common Stock							61,059 <sup>(1)</sup>	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				
Employee Stock Option (right to buy) <sup>(2)</sup>	\$6.84							(3)	04/01/2007	Class A Common Stock	6,581		6,581 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$8							(3)	04/11/2010	Class A Common Stock	14,000		67,667 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$8							(3)	04/11/2010	Class A Common Stock	20,000		17,667 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$6.56							(3)	08/31/2010	Class A Common Stock	6,000		0 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$8.2							(3)	02/28/2011	Class A Common Stock	6,250		6,250 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)(5)</sup>	\$12.45							(3)	04/19/2012	Class A Common Stock	12,500		12,500 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)(5)</sup>	\$12.45							(3)	08/31/2011	Class A Common Stock	12,500		12,500 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)(5)</sup>	\$12.45							(3)	08/31/2009	Class A Common Stock	25,000		25,000 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$12							09/03/2003 <sup>(4)</sup>	09/03/2012	Class A Common Stock	12,500		12,500 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$9.04							03/10/2004 <sup>(4)</sup>	03/10/2013	Class A Common Stock	12,500		12,500 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$11.5							09/02/2004 <sup>(4)</sup>	09/02/2013	Class A Common Stock	17,500		17,500 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$19.15							02/27/2005 <sup>(4)</sup>	02/27/2014	Class A Common Stock	17,500		17,500 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$26.13							09/01/2005 <sup>(4)</sup>	09/01/2014	Class A Common Stock	17,500		17,500 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$22.33							02/28/2006 <sup>(4)</sup>	02/28/2015	Class A Common Stock	17,500		17,500 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$21.34							08/31/2006 <sup>(4)</sup>	08/31/2015	Class A Common Stock	17,500		17,500 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$17.58	05/26/2006		A		17,500		05/26/2007 <sup>(4)</sup>	05/26/2013	Class A Common Stock	17,500	(6)	17,500 <sup>(1)</sup>	D	

Explanation of Responses:

- Represents number of shares beneficially owned as of May 26, 2006.
- Previously reported.
- Currently exercisable in full.
- Becomes exercisable in four equal annual installments beginning on the date indicated.
- Issued as part of an Option Exchange Offer.
- Price not applicable.

Remarks:

D. Matthew Dorny as Attorney-in-Fact for Joseph Y. Chang 05/31/2006

\*\* 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.

POWER OF ATTORNEY

The undersigned hereby constitutes and appoints each of Truman Hunt, Matthew Dorny, Ritch Wood, and Erik Haugen signing singly, the undersigned's true and lawful a

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as (a) an officer and/or director of Nu Skin Enterprises, Inc.(the "Company"); or (b)
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Forms 3, 4, or 5 and t
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best i

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or pr

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 20th day of September, 2005.

/s/ Joseph Y. Chang

Joseph Y. Chang