

BOURGOYNE JEFFREY P  
Form 144  
December 01, 2005

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

**OMB APPROVAL**  
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**FORM 144**

4.47

**NOTICE OF PROPOSED SALE OF SECURITIES**

SEC USE ONLY  
DOCUMENT SEQUENCE NO.

**PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

**ATTENTION:** *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

CUSIP NUMBER

WORK LOCATION

<p>1(a) NAME OF ISSUER <i>(Please type or print)</i></p> <p style="margin-left: 40px;">MANNATECH INC.</p>	<p>(b) IRS IDENT. NO.</p> <p style="margin-left: 40px;">752508900</p>	<p>(c) S.E.C. FILE NO.</p> <p style="margin-left: 40px;">000-24657</p>					
<p>(d) ADDRESS OF ISSUER</p> <p style="margin-left: 40px;">600 S. ROYAL LANE, SUITE 200</p>	<p>STREET</p>	<p>CITY</p> <p style="margin-left: 40px;">COPPELL</p>	<p>STATE</p> <p style="margin-left: 40px;">TEXAS</p>	<p>ZIP CODE</p> <p style="margin-left: 40px;">75019</p>	<p>(e) TELEPHONE NO.</p> <p style="margin-left: 40px;">AREA CODE</p> <p style="margin-left: 80px;">972</p> <p style="margin-left: 40px;">NUMBER</p> <p style="margin-left: 80px;">471-7400</p>		
<p>2(a) NAME OF PERSON FOR WHOSE</p> <p style="margin-left: 40px;">ACCOUNT THE SECURITIES</p> <p style="margin-left: 40px;">ARE TO BE SOLD</p> <p style="margin-left: 40px;">JEFFREY P. BOURGOYNE</p>	<p>(b) IRS IDENT. NO.</p> <p style="margin-left: 40px;">438319980</p>	<p>(c) RELATIONSHIP</p> <p style="margin-left: 40px;">TO ISSUER</p>	<p>(d) ADDRESS</p> <p style="margin-left: 40px;">2309</p>	<p>STREET</p> <p style="margin-left: 40px;">OVERBROOK LN</p>	<p>CITY</p> <p style="margin-left: 40px;">BEDFORD</p>	<p>STATE</p> <p style="margin-left: 40px;">TX</p>	<p>ZIP CODE</p> <p style="margin-left: 40px;">76021</p>

*INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.*

3(a)	(b)	<b>SEC USE ONLY</b>	(c)	(d)	(e)	(f)	(g)
<b>Name and Address of Each Broker</b>							
<b>Title of the</b>	<b>Through Whom the Securities are</b>	<b>Class of</b>	<b>Number of Shares</b>	<b>Aggregate</b>	<b>Number of Shares</b>	<b>Approximate</b>	<b>Name of Each</b>
<b>Securities</b>	<b>to be Offered or Each Market</b>	<b>Maker who is Acquiring</b>	<b>or Other Units</b>	<b>Market Value</b>	<b>or Other Units</b>	<b>Date of Sale</b>	<b>Securities</b>
<b>To Be Sold</b>	<b>the Securities</b>	<b>Broker-Dealer</b>	<b>To Be Sold</b>	<b>Outstanding</b>	<b>(See Instr. 3(f))</b>	<b>Exchange</b>	<b>(See Instr. 3(g))</b>
COMMON	VANGUARD BROKERAGE SERVICES	<b>File Number</b>	<i>(See Instr. 3(c))</i>	<i>(See Instr. 3(d))</i>	<i>(See Instr. 3(e))</i>	(MO. DAY YR.)	<i>(See Instr. 3(g))</i>
STOCK	P.O. BOX 1170	33,333 SHARES	399,663	26,706M SHARES	11.16.05	NASDAQ	

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VALLEY FORGE, PA 19482-1170

**INSTRUCTIONS:**

1. (a) Name of issuer  
(b) Issuer's I.R.S. Identification Number  
(c) Issuer's S.E.C. file number, if any  
(d) Issuer's address, including zip code  
  
(e) Issuer's telephone number, including area code
2. (a) Name of person for whose account the securities are to be sold  
(b) Such person's I.R.S. identification number, if such person is an entity  
(c) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)  
(d) Such person's address, including zip code
3. (a) Title of the class of securities to be sold  
(b) Name and address of each broker through whom the securities are intended to be sold  
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)  
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice  
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer  
  
(f) Approximate date on which the securities are to be sold  
(g) Name of each securities exchange, if any, on which the securities are intended to be sold

**TABLE I SECURITIES TO BE SOLD**

*Furnish the following information with respect to the acquisition of the securities to be sold  
and with respect to the payment of all or any part of the purchase price or other consideration therefor:*

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired <i>if gift, also give date donor acquired</i>	Amount of Securities Acquired	Date of Payment	Nature of Payment
COMMON	4/15/05	OPTION EXERCISE	JEFFREY P. BOURGOYNE	37,665.79	4/6/05	SHARE EXCHANGE

**INSTRUCTIONS:** If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

**TABLE II SECURITIES SOLD DURING THE PAST 3 MONTHS**

*Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.*

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
NONE				

**REMARKS:**

**INSTRUCTIONS:**

**ATTENTION:**

See the definition of person in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In *The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the*

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addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

*current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed.*

11-30-2005

/s/ J BOURGOYNE

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DATE OF NOTICE

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(SIGNATURE)

*The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed.*

*Any copies not manually signed shall bear typed or printed signatures.*

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**