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OPUS INTERNATIONAL
Form SC 13D
April 13, 2005

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SECOND AMENDED SCHEDULE 13D
Under the Securities Exchange Act of 1934

Nutra Pharma Corp.

(Name of Issuer)

Common Stock, \$0.001 Par Value

(Title of Class of Securities)

67060U 10 9

(CUSIP Number)

Opus International, LLC

(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

June 9, 2003

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Sections 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box [].

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Section 240.13d-7(b) for other parties to whom copies are to be sent.

* 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 disclosures provided in a prior cover page.

The information required on 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. 67060U 10 9

1) Names of Reporting Persons/ I.R.S. Identification Nos. of Above Persons
(entities only):

Modern Health Care Holdings, Ltd., No Employer ID No.

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2) Check the Appropriate Box if a Member of a Group (See Instructions)

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(a)
(b)

3) SEC Use Only

4) Sources of Funds (See Instructions): PF

5) Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

6) Citizenship or Place of Organization: Maryland

Number of Shares Beneficially Owned by Each Reporting Person With	(7) Sole Voting Power:	11,692,556
	(8) Shared Voting Power	-0-
	(9) Sole Dispositive Power:	-0-
	(10) Shared Dispositive Power	-0-

11) Aggregate Amount Beneficially Owned by Each Reporting Person:

11,692,556

12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13) Percent of Class Represented by Amount in Row (11): 23.23%

14) Type of Reporting Person (See Instructions): 00

Item 1. Security and Issuer

This statement relates to the common stock, \$0.0001 par value ("Common Stock") of Nutra Pharma Corp. (the "Issuer"). The principal executive offices of the Issuer are presently located at 4001 NW 73rd Way, Coral Springs, FL 33065.

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Item 2. Identity and Background

This statement is filed by Opus International, LLC, a limited liability company organized under the laws of the state of Maryland. Its place of organization is Maryland. Its principal business is investments. The address of its principal place of business is stated above.

During the last five (5) years, neither Opus International, LLC, nor its directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

During the last five (5) years, neither Opus International, LLC nor its directors have been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which such person was or is subject to a judgment, decree or final order enjoining final

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violations of, or prohibiting or mandating activities subject to federal or state securities laws or finding any violation with respect to such laws.

Item 3. Source and Amount of Funds or Other Consideration

11,692,556 shares were pledged as security for a \$2.5 million loan from Clarisco Stiftung.

Item 4. Purpose of Transaction

The purpose of the transaction was to give security for a loan.

Opus International, LLC reserves the right to actively pursue various proposals which could relate to or would result in:

a. The acquisition by any person of additional securities of the Issuer, or the disposition of securities of the Issuer;

b. An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the Issuer or any of its subsidiaries;

c. A sale or transfer of a material amount of assets of the Issuer or any of its subsidiaries;

d. Any change in the present board of directors or management of the Issuer, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board;

e. Any material change in the present capitalization or dividend policy of the Issuer;

f. Any other material change in the Issuer's business or corporate structure;

g. Changes in the Issuer's charter, by-laws or instruments corresponding thereto or other actions which may impede the acquisition of control of the Issuer by any person;

h. A class of equity securities of the Issuer becoming eligible for termination of registration pursuant to Section 12(g)(4) of the Act;

i. Any action similar to any of those enumerated above.

Item 5. Interest in Securities of the Issuer

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As of February 11, 2005, the aggregate number and percentage of class of securities identified pursuant to Item 1 beneficially owned by each person named in Item 2 may be found in rows 11 and 13 of the cover pages.

The powers of the Reporting person identified in the preceding paragraph has relative to the shares discussed herein may be found in rows 7 through 10 of the cover pages.

No transactions in the class of securities reported on were effected by any of the persons named in this Item 5 during the past 60 days.

Item 6. Contracts, Arrangements, Understandings or Relationships with respect to the Securities of the Issuer. Except as set forth elsewhere in this Schedule 13D, there are no contracts, arrangements, understandings or relationships among the Persons named in Item 2 and between such persons and any other person with respect to any securities of the Issuer, including but not limited to the transfer of voting of any securities, finder's fees, joint ventures, loan or

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option agreements, puts or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies.

Item 7. Material to be Filed as Exhibits.

None

SIGNATURES

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.

Dated: April 7, 2005

Opus International, LLC

Stephen Hallock

Stephen Hallock
Managing Member