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MEDIFAST INC Form 8-K December 10, 2003

> SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

> > FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) December 10, 2003

MEDIFAST, INC.

(Exact name of registrant as specified in its charter)

Delaware	000-23016	13-3714405
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(IRS Employer Ident. No.)
11445 Cronhill Drive, Owing	Mills, Maryland	21117
(Address of principal exec	utive offices)	(Zip Code)
Registrant's telephone numb	er, including area code (41	10)-581-8042
(Former name or former address, if changed since last report.)		

Item 4. Changes in Registrant's Certifying Accountant

Medifast, Inc. ("Company") (AMEX:MED) accountant, Wooden & Benson, Chartered will no longer represent the company as of December 10, 2003. Wooden & Benson, Chartered is being acquired by a larger firm as of January 1, 2004 and will no longer be auditing public companies. Such accountants report on the Registrant's financial statements for the past three years, and any subsequent interim period preceding such termination, did not contain an adverse opinion or a disclaimer of opinion, or was qualified or modified as to uncertainty, audit scope, or accounting principles. During the Registrants relationship there were no disagreements with such accountants on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure.

The name and address of Registrant's new accountant is as follows:

Bagell, Josephs & Company, a member of the BDO Seidman Alliance, High Ridge Commons, Suites 400-403 200 Haddonfield, Berlin Road Gibbsboro, NJ 08026 (856) 346-2828

SIGNATURES

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Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MEDIFAST, INC.

Dated: December 10, 2003

/s/ Bradley T. MacDonald

Bradley T. MacDonald Chairman and Chief Executive Officer

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