NYSE



Received SEC

SEP 0 5 2014

September 5, 2014

Washington, DC 20549

Chief, Information Technology Securities and Exchange Commission Division of Corporate Finance 100 F Street, NE MS 3040 Washington, DC 20549

To whom it may concern:

The New York Stock Exchange certifies its approval for listing and registration of the Preferred Stock Purchase Rights of MEDIFAST, INC. under the Exchange Act of 1934.

Sincerely,

Ehlhel

CERTNYS 1-31573 Managing Director

Managing Director Corporate Actions Group

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