

FERNANDEZ MICHAEL
Form 4
September 04, 2009

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
FERNANDEZ MICHAEL

2. Issuer Name and Ticker or Trading Symbol
MEDNAX, INC. [MD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1301 CONCORD TERRACE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/04/2009

Director 10% Owner
 Officer (give title below) Other (specify below)

SUNRISE, FL 33323

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 or Price | | |
| Common Stock | 09/04/2009 | | S | | 2,300 (1) \$ 51.0922 (2) | D | 232,938 |
| Common Stock | 09/04/2009 | | S | | 25,000 (3) \$ 51.224 (4) | D | 207,938 |
| Common Stock | 09/04/2009 | | S | | 43,500 (5) \$ 51.4861 (6) | D | 164,438 |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| FERNANDEZ MICHAEL 1301 CONCORD TERRACE SUNRISE, FL 33323 | X | | | |

Signatures

/s/ Thomas W. Hawkins
Attorney-in-fact
Date: 09/04/2009

Explanation of Responses:

- * 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).
- (1) The shares sold were jointly owned by the Reporting Person and his spouse.
 - (2) The sale of shares was executed in twenty-two (22) separate transactions with prices ranging from \$51.02 to \$51.15 for a weighted average sales price of \$51.0922.
 - (3) The shares sold were held directly by the Reporting Person.
 - (4) The sale of shares was executed in fifty-five (55) separate transactions with prices ranging from \$51.00 to \$51.86 for a weighted average sales price of \$51.224.
 - (5) The shares sold were owned by MBF Family Investments, LP, a Nevada limited partnership controlled by the Reporting Person.
 - (6) The sale of shares was executed in seventy (70) separate transactions with prices ranging from \$51.0 to \$51.86 for a weighted average sales price of \$51.4861.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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