

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <b>FERNANDEZ MICHAEL</b>  (Last) (First) (Middle) <b>1301 CONCORD TERRACE</b>  (Street) <b>SUNRISE FL 33323-2825</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>PEDIATRIX MEDICAL GROUP INC [ PDX ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <b>03/03/2008</b>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	(A) or (D)	Price			
Common Stock	03/03/2008		M		30,000	A	\$13.505	44,800	D	
Common Stock	03/03/2008		M		8,000	A	\$18.775	52,800	D	
Common Stock	03/03/2008		M		6,000	A	\$19.455	58,800	D	
Common Stock	03/03/2008		M		8,000	A	\$30.985	66,800	D	
Common Stock	03/03/2008		M		8,000	A	\$37.3	74,800	D	
Common Stock	03/03/2008		M		1,778	A	\$50.34	76,578	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (Right to buy)	\$13.505	03/03/2008		M			30,000 <sup>(1)</sup>	(1)	10/30/2011	Common Stock	30,000	\$0	0	D	
Stock Options (Right to buy)	\$18.775	03/03/2008		M			8,000 <sup>(2)</sup>	(2)	06/04/2013	Common Stock	8,000	\$0	0	D	
Stock Options (Right to buy)	\$19.455	03/03/2008		M			6,000 <sup>(3)</sup>	(3)	05/14/2012	Common Stock	6,000	\$0	0	D	
Stock Options (Right to buy)	\$30.985	03/03/2008		M			8,000 <sup>(4)</sup>	(4)	05/20/2014	Common Stock	8,000	\$0	0	D	
Stock Options (Right to buy)	\$37.3	03/03/2008		M			8,000 <sup>(5)</sup>	(5)	05/06/2015	Common Stock	8,000	\$0	0	D	
Stock Options (Right to buy)	\$50.34	03/03/2008		M			1,778 <sup>(6)</sup>	(6)	05/04/2016	Common Stock	1,778	\$0	3,556	D	

**Explanation of Responses:**

- Options granted under Issuer's Amended and Restated Stock Option Plan, 24,000 of which became exercisable on October 30, 2001, 4,000 of which became exercisable on October 30, 2002 and 2,000 of which became exercisable October 30, 2003.
- Options granted under Issuer's Amended and Restated Stock Option Plan and became exercisable on June 4, 2003.
- Options granted under Issuer's Amended and Restated Stock Option Plan and became exercisable in three equal installments on May 14, 2003, 2004 and 2005.
- Options granted under Issuer's Amended and Restated Stock Option Plan and became exercisable on May 20, 2004.
- Options granted under Issuer's Amended and Restated Stock Option Plan and became exercisable on May 6, 2005.
- Options granted under Issuer's 2004 Incentive Compensation Plan and became exercisable on May 4, 2007.

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

\* 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).

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**