

**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
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <b>CALABRO JOSEPH M</b>  (Last) (First) (Middle) <b>1301 CONCORD TERRACE</b>  (Street) <b>SUNRISE FL 33323</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>MEDNAX, INC. [ MD ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President and COO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>02/06/2014</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	02/06/2014		M		6,999	A	\$22.35	233,541	D	
Common Stock	02/06/2014		S		6,999 <sup>(1)</sup>	D	\$55.033 <sup>(2)</sup>	226,542	D	
Common Stock	02/07/2014		M		55,282	A	\$22.35	281,824	D	
Common Stock	02/07/2014		S		55,282 <sup>(1)</sup>	D	\$55.1992 <sup>(3)</sup>	226,542	D	
Common Stock	02/10/2014		M		219	A	\$22.35	226,761	D	
Common Stock	02/10/2014		M		87,500	A	\$27.715	314,261	D	
Common Stock	02/10/2014		S		87,719 <sup>(1)</sup>	D	\$55.8151 <sup>(4)</sup>	226,542 <sup>(5)</sup>	D	
Common Stock								8	I	By Spouse

**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 Option (Right to Buy)	\$22.35	02/06/2014		M			6,999	06/01/2009	06/01/2016	Common Stock	6,999	\$22.35	55,501	D	
Stock Option (Right to Buy)	\$22.35	02/07/2014		M			55,282	06/01/2009	06/01/2016	Common Stock	55,282	\$22.35	219	D	
Stock Option (Right to Buy)	\$22.35	02/10/2014		M			219	06/01/2009	06/01/2016	Common Stock	219	\$22.35	0	D	
Stock Option (Right to Buy)	\$27.715	02/10/2014		M			87,500	06/02/2011	06/02/2018	Common Stock	87,500	\$27.715	62,500	D	

**Explanation of Responses:**

- Sales made pursuant to Reporting Person's 10b5-1 trading plan.
- Sales of shares were executed in eleven (11) separate transactions with prices ranging from \$55.00 to \$55.10 for a weighted average sales price of \$55.03.
- Sales of shares were executed in thirty-nine (39) separate transactions with prices ranging from \$55.00 to \$55.38 for a weighted averages sales price of \$55.1992.
- Sales of shares were executed in one hundred seventeen (117) separate sales with prices ranging from \$55.02 to \$56.41 for a weighted average sales price of \$55.8151.
- All share amounts and exercise prices have been adjusted to reflect the Issuer's 2-for-1 stock split effective December 19, 2013.

Dominic J. Andreano,  
Attorney-in-fact

02/10/2014

\*\* Signature of Reporting Person

Date

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.**