FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APP	ROVAL
OMB Number:	3235-02

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By Child

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

87 Estimated average burden hours per response: 0.5

				or section so(ii) or the	e ilivesi	ment (	Company Act	01 1940								
Name and Address of Reporting Person*     NAME DELL PROCEED M.D.				2. Issuer Name and Ticker or Trading Symbol MEDNAX, INC. [MD]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
MEDEL ROGER MD				,,					X	Director	10% (	Owner				
(Last) (First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year)							Officer (give title below)	Other below	(specify )			
1301 CONCORD TERRACE			09/08/2009					Chief Executive Officer								
(Street)				1. If Amendment, Date	of Origi	nal Fil	ed (Month/Day	y/Year)		Indivi ne)	idual or Joint/Group	Filing (Check A	oplicable			
SUNRISE	FL	33323									Form filed by One Reporting Person					
(City)	(State)	(Zip)								Form filed by Mor Person	e than One Rep	orting				
		Table I - N	lon-Derivat	ive Securities A	cquire	ed, D	isposed o	f, or B	eneficia	lly C	Owned					
Date		2. Transaction Date (Month/Day/Ye	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 1)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership					
				Code	v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)				

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S<sup>(1)</sup>

Table I	I - Derivative S		•	,	. ,		•	vned
	(e.g., puts,	calls, warrant	s, opt	ions	, convertib	le sec	urities)	

20,000

20,000

20,000

20,000

D

Α

D

\$12.9

\$51.1167(2)

\$12.9

\$51.2668(3)

263,825

243,825

263,825

243,825

480

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. Transa Code ( 8)		of		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	\$12.9	09/08/2009		M			20,000	04/02/2003	04/02/2013	Common Stock	20,000(4)	\$0	320,000	D	
Stock Options	\$12.9	09/09/2009		M			20,000	04/02/2003	04/02/2013	Common Stock	20,000(4)	\$0	300,000	D	

## **Explanation of Responses:**

Common Stock

Common Stock

Common Stock

Common Stock

Common Stock

- 1. The sale was made pursuant to the Reporting Person's Rule 10b5-1 trading plan.
- 2. The sale of shares was executed in sixty-two (62) separate transactions with prices ranging from \$50.05 to \$51.55 with an average weighted sales price of \$51.1167.
- 3. The sale of shares was executed in fifty-seven (57) separate transactions with prices ranging from \$51.03 to \$51.74 with an average weighted sales price of \$51.2668.
- 4. These stock options were granted under the Issuer's Amended and Restated Stock Option Plan, 133,334 of which became exercisable on April 2, 2004, 133,333 of which became exercisable on April 2, 2005 and 133,333 of which became exercisable on April 2, 2006.

/s/ Thomas W. Hawkins 09/10/2009 Attorney-in-fact

\*\* 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).

09/08/2009

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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.