

FERNANDEZ MICHAEL
Form 4
March 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)
03/02/2009

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

SUNRISE, FL 33323

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

(City) (State) (Zip)

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 | 03/02/2009 | | P | V 10,672 (3) A \$ 27.3502 | 132,450 | D | |
| Common Stock | 03/02/2009 | | P | V 25,200 (1) (4) A \$ 27.0642 | 157,650 | D | |
| Common Stock | 03/03/2009 | | P | V 488 (3) A \$ 26.55 | 158,138 | D | |
| Common Stock | 03/03/2009 | | P | V 74,800 (2) (4) A \$ 26.6574 | 232,938 | D | |
| Common Stock | 03/03/2009 | | P | V 700 (5) A \$ 26.39 | 233,638 | D | |
| | 03/03/2009 | | P | V A \$ 26.4 | 235,238 (6) | D | |

Common Stock 1,600
(5)

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

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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 Beneficially Owned (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 03/04/2009
 **Signature of Reporting Person Date

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 purchases were executed in 5 separate transactions with purchase prices ranging from \$27.00 to \$27.10 for a weighted average purchase price of \$27.0642.
- (2) The purchases were executed in 89 separate transactions with purchases prices ranging from \$25.73 to \$27.31 for a weighted average purchase price of \$26.6574.

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- (3) Shares of common stock purchased by the Reporting Person through a self-directed IRA.
- (4) Shares of common stock purchased by MBF Family Investments, L.P., a Nevada limited partnership, controlled by the Reporting Person.
- (5) Shares of common stock purchased jointly by the Reporting Person and his spouse.

- Includes 1) 11,160 shares of common stock beneficially owned by the Reporting Person through a self-directed IRA; 2) 100,000 shares of
- (6) common stock beneficially owned by MBF Family Investments, L.P., a Nevada limited partnership, controlled by the Reporting Person and 3) 2,300 shares of common stock jointly owned by Reporting Person and his spouse.

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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