

MEDEL ROGER MD
Form 4
December 28, 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 *
MEDEL ROGER MD

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

SUNRISE, FL 33323

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/23/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chief Executive Officer

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 12/23/2009 | | M | | \$ 12.9 | D | |
| Common Stock | 12/23/2009 | | S ⁽¹⁾ | | \$ 60.368 | D | |
| Common Stock | 12/24/2009 | | M | | \$ 12.9 | D | |
| Common Stock | 12/24/2009 | | S ⁽¹⁾ | | \$ 60.951 | D | |
| | 12/28/2009 | | M | | \$ 12.9 | D | |

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Common
Stock

| | | | | | | | | | |
|-----------------|------------|--|------------------|--------|---|----------------------------|---------|---|----------|
| Common Stock | 12/28/2009 | | S ⁽¹⁾ | 17,900 | D | \$ 60,613 <u>(4)</u> | 243,825 | D | |
| Common Stock | | | | | | | 400 | I | By Child |

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

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SEC 1474
(9-02)

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) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock Options | \$ 12.9 | 12/23/2009 | | M | 30,000 | 04/02/2003 04/02/2013 | Common Stock 30,000 |
| Stock Options | \$ 12.9 | 12/24/2009 | | M | 9,625 | 04/02/2003 04/02/2013 | Common Stock 9,625 |
| Stock Options | \$ 12.9 | 12/28/2009 | | M | 17,900 | 04/02/2003 04/02/2013 | Common Stock 17,900 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MEDEL ROGER MD 1301 CONCORD TERRACE SUNRISE, FL 33323 | X | | Chief Executive Officer | |

Signatures

/s/ Thomas W. Hawkins,
Attorney-in-Fact

12/28/2009

__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) These sales were made pursuant to the Reporting Person's Rule 10b5-1 trading plan.
- (2) Sales of shares were executed in ninety-six (96) separate transactions with prices ranging from \$60.00 to \$60.95 for a weighted average of \$60.368.
- (3) Sales of shares were executed in forty-eight (48) separate transactions with prices ranging from \$60.61 to \$61.39 for a weighted average of \$60.951.
- (4) Sales of shares were executed in fifty-one (51) separate transactions with prices ranging from \$60.21 to \$60.91 for a weighted average of \$60.613.

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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