

FERNANDEZ MICHAEL
Form 4
March 05, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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
PEDIATRIX MEDICAL GROUP INC [PDX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
03/03/2008

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

1301 CONCORD TERRACE

(Street)

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

SUNRISE, FL 33323-2825

(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 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	

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Common Stock	03/03/2008	M	1,778	A	\$ 50.34	76,578	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

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(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)	8. Amount or Number of Shares
Stock Options (Right to buy)	\$ 13.505	03/03/2008		M	30,000	<u>(1)</u> 10/30/2011	Common Stock	30,000
Stock Options (Right to buy)	\$ 18.775	03/03/2008		M	8,000	<u>(2)</u> 06/04/2013	Common Stock	8,000
Stock Options (Right to buy)	\$ 19.455	03/03/2008		M	6,000	<u>(3)</u> 05/14/2012	Common Stock	6,000
Stock Options (Right to buy)	\$ 30.985	03/03/2008		M	8,000	<u>(4)</u> 05/20/2014	Common Stock	8,000
Stock Options (Right to buy)	\$ 37.3	03/03/2008		M	8,000	<u>(5)</u> 05/06/2015	Common Stock	8,000
Stock Options (Right to buy)	\$ 50.34	03/03/2008		M	1,778	<u>(6)</u> 05/04/2016	Common Stock	1,778

