WAGNER KARL B Form 4

May 05, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

OMB Number:

5. Relationship of Reporting Person(s) to

3235-0287 January 31,

OMB APPROVAL

Expires: 2005

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

obligations

(Print or Type Responses)

1. Name and Address of Reporting Person *

WAGNER KARL B			Symbol					Issuer				
			MEDNAX, INC. [MD]					(Check all applicable)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check all applicable)				
			•	Day/Year)			-	Director 10% Owner Sofficer (give title below) Other (specify below)				
1301 CONCORD TERRACE 0			05/04/2	2011								
								Pres, Ameri	can Anesthesio	ology		
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
File				onth/Day/Ye	ear)			Applicable Line) _X_Form filed by One Reporting Person				
SUNRISE, FL 33323							_	Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tab	ole I - Non	-Derivative	Secu	rities Acqui	ired, Disposed of,	or Beneficiall	y Owned		
1.Title of	2. Transaction Date			3. 4. Securities Acquired (A)				5. Amount of	6.	7. Nature of		
Security (Instr. 3)			Date, 11	re, if Transaction Disposed of (D) Code (Instr. 3, 4 and 5)				Securities Beneficially		Indirect Beneficial		
` ′		(Month/D					Owned	Ownership				
								Following Reported	or Indirect (I)	(Instr. 4)		
						(A) or		Transaction(s)	(Instr. 4)			
				Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Common				_	2,234		\$					
Stock	05/04/2011			S	(1)	D	72.0203 (2)	110,955	D			
							_					
Common	05/04/2011			C	27,618	Ъ	\$	92 227	D			
Stock	05/04/2011			S	(3)	D	72.0203 (2)	83,337	D			
							_					

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A manuat		
									Amount		
						Date	Expiration		Or Number		
						Exercisable	Date	Title Nu of	Number		
				C + V	(A) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

WAGNER KARL B 1301 CONCORD TERRACE SUNRISE, FL 33323

Pres, American Anesthesiology

Signatures

/s/ Thomas W. Hawkins Attorney-in-fact

05/05/2011

**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) Sales of shares were made by RMMR Properties, L.P., a Delaware limited partnership ("RMMR") controlled by reporting person.
- Sales of shares by RMMR and the reporting person as described in note 3 below were executed in two hundred twelve (212) separate transactions with prices ranging from \$72.00 to \$72.13 for a weighted average sales price of \$72.0203.
- (3) Sale of shares were made by the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2