Clark David A. Form 4 November 21, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number:

3235-0287

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Form 5 obligations may continue.

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

1(b).

(Print or Type Responses)

See Instruction

Clark David A. S			2. Issuer Name and Ticker or Trading Symbol MEDNAX, INC. [MD]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(Last) (First) (Middle) 3. Date o			of Earliest Transaction Day/Year) 2012				(Check all applicable) Director 10% OwnerX Officer (give title Other (specify below) COO, Pediatrix Division			
SUNRISE,	(Street) FL 33323		Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	Code		sed of 4 and (A) or		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)		
Common Stock	11/20/2012		M	600	A	\$ 57.09	18,265	D			
Common Stock	11/20/2012		S <u>(1)</u>	600	D	\$ 77.0967 (2)	17,665	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 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. Transactic Code (Instr. 8)	5. Number on f 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. P Der Sect (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to Buy)	\$ 57.09	11/20/2012		M	600	06/01/2010	06/01/2017	Common Stock	600	\$:

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Clark David A.

1301 CONCORD TERRACE COO, Pediatrix Division

SUNRISE, FL 33323

Signatures

/s/ Dominic J. Andreano (Attorney-in-fact) 11/21/2012

**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 pursuant to Reporting Persons 10b5-1 trading plan.
- (2) Sales of shares were executed in three (3) separate transactions with prices ranging from \$77.09 to \$77.11 for a weighted average sales price of \$77.0967.

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.

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