Stanley Michael D
Form 3
February 16, 2012

FORM 3

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

OMB APPROVAL

OMB Number:	3235-0104
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

INITIAL STATEMENT OF 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 *
Â Stanley Michael D
(Last) (First) (Middle)

1301 CONCORD TERRACE
(Street)

SUNRISE,Â FLÂ 33323
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
02/13/2012

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

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer _____ Other
(give title below) (specify below)
President, Pediatrix Division

5. If Amendment, Date Original 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

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	20,725 (1)	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of			

				Shares			(I) (Instr. 5)	
Stock Options (Right to Buy)	06/01/2010	06/01/2017	Common Stock	11,625 (2)	$ 57.09		D	Â
Stock Options (Right to Buy)	06/02/2011	06/02/2018	Common Stock	13,853 (3)	$ 55.43		D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stanley Michael D 1301 CONCORD TERRACE SUNRISE,Â FLÂ 33323	Â	Â	Â President, Pediatrix Division	Â

Signatures

/s/ Thomas W. Hawkins, Attorney-in-fact	02/16/2012
**Signature of Reporting Person	Date

Explanation of Responses:

- ***** If the form is filed by more than one reporting person, *see* Instruction 5(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)** Includes 5,000 shares of common stock owned directly by the reporting person and held in an IRA, 3,700 shares of restricted stock granted on June 1, 2009 pursuant to the Issuer's 2008 Incentive Compensation Plan ("2008 ICP") that will vest on June 1, 2012, 5,640 shares of restricted stock granted on June 1, 2010 pursuant to the 2008 ICP that will vest in equal installments on June 1, 2012 and June 1, 2013 and 6,385 shares of restricted stock granted on June 1, 2011 pursuant to the 2008 ICP that will vest in three equal installments on June 1, 2012, June 1, 2013 and June 1, 2014.
- **(2)** Stock Options granted on June 1, 2007 pursuant to Issuer's 2004 Incentive Compensation Plan.
- **(3)** Stock Options granted on June 2, 2008 pursuant to Issuer's 2008 Incentive Compensation Plan.

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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