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PEDIATRIX MEDICAL GROUP INC

Form 8-K

May 24, 2004

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

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) May 20, 2004

PEDIATRIX MEDICAL GROUP, INC.

(Exact Name of Registrant as Specified in its Charter)

FLORIDA -----	0-26762 -----	65-0271219 -----
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

1301 Concord Terrace
Sunrise, Florida 33323-2825

(Address of Principal Executive Offices, Including Zip Code)

Registrant's Telephone Number, Including Area Code: (954) 384-0175

(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events

On May 20, 2004, Pediatrix Medical Group, Inc. (the "Company") issued a press release announcing the election of Cesar L. Alvarez as Chairman of the Board, the appointment of Enrique J. Sosa, Ph.D. to a new board seat, the promotion of Joseph M. Calabro to President and Chief Operating Officer and authorization of an extension of the employment contract for its Chief Executive Officer, Roger J. Medel, M.D. The press release is attached as an exhibit hereto and is incorporated herein by reference.

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On May 21, 2004, the Company issued a press release announcing that its Board of Directors authorized an additional share repurchase program of up to \$50 million to purchase shares of its common stock based upon general economic and market conditions. The press release is attached as an exhibit hereto and is incorporated herein by reference.

(c). Exhibits

- 99.1 Press Release of Pediatrix Medical Group, Inc., dated May 20, 2004.
- 99.2 Press Release of Pediatrix Medical Group, Inc., dated May 21, 2004.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PEDIATRIX MEDICAL GROUP, INC.

Date: May 21, 2004

By: /s/ Karl B. Wagner

Karl B. Wagner
Chief Financial Officer

EXHIBIT INDEX

EXHIBIT NO.

DESCRIPTION

- 99.1 Press release dated May 20, 2004.
- 99.2 Press release dated May 21, 2004.