Common Stock Common Stock

Common Stock

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Common Stock

1. Title of

2.

3. Transaction

3A. Deemed

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

07/19/2006

07/19/2006

07/19/2006

07/19/2006

07/19/2006

07/19/2006

OMB APPROVAL

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hours per response:	0.5

Check this box Section 16. For obligations may Instruction 1(b).		STA		ed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940												
1. Name and Address of Reporting Person* NOWAKOWSKI SUSAN (Last) (First) (Middle) 12400 HIGH BLUFF DRIVE					r Name and Ticker I HEALTHCA of Earliest Transact	ARE S	SER	VICES IN		k all applicable) Director Officer (give to below)	title	ting Person(s) to Issuer 10% Owner le Other (specify below) lent and CEO				
(Street) SAN DIEGO CA 92130 (City) (State) (Zip)					endment, Date of C	Priginal I	Filed (Month/Day/Ye	ar)	6. Indiv Line) X	,	One I	Filing (Check Ap Reporting Perso than One Repo	n		
		Table I - No	n-Deriv	ative S	ecurities Acqu	uired,	Dis	oosed of, o	or Bene	eficially (Owned					
1. Title of Security	(Instr. 3)	2. Transaction Date (Month/Day/Year)		Execution Date,		action Instr.	4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Followi		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
						Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			(Instr. 4)		
Common Stock		07/19	/2006		М		2,000	A	\$3.8	2,300)	D				
Common Stock			07/19	/2006		M		2,000	A	\$3.8	4,300		D			
Common Stock			07/19	/2006		M		4,000	A	\$3.8	8,300		D			
Common Stock		07/19	/2006		М		5 000	A	\$3.8	13 300		D				

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

M

S

S

S

S

S

2,000

4,000

2,000

2,000

5,000

2,000

A

D

D

D

D

5. Number of 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 10.

\$3.8

\$22.25

\$22.45

\$22.5

\$22.6

\$22.75

15,300

11,300

9,300

7,300

2,300

300

D

D

D

D

D

D

11. Nature

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transa Code (8)		Derivative		Expiration Date (Month/Day/Year)		of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Restricted Stock Units	(1)							(2)	04/12/2016	Common Stock	55,000		55,000	D	
Stock Appreciation Rights	\$18.03							(3)	04/12/2016	Common Stock	43,250		43,250	D	
Stock Options (Right to buy)	\$6.68							05/14/2002	12/31/2009	Common Stock	119,448		119,448	D	
Stock Options (Right to buy)	\$9.68							05/08/2004	05/08/2013	Common Stock	120,000		120,000 ⁽⁴⁾	D	
Stock Options (Right to buy)	\$14.86							05/04/2006	05/04/2015	Common Stock	200,000		200,000 ⁽⁴⁾	D	
Stock Options (Right to buy)	\$14.94							05/18/2005	06/09/2014	Common Stock	160,000		160,000 ⁽⁴⁾	D	
Stock Options (Right to buy)	\$22.98							01/17/2003	01/17/2012	Common Stock	60,000		60,000 ⁽⁴⁾	D	

	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)	Year) Execution Date, if any (Month/Day/Year) Transaction Code (Instr. Sec. 8) Acc or I			Deri Sec Acq or D of (I	Derivative Expiration Date OSecurities (Month/Day/Year) USAcquired (A)			7. Title an of Securit Underlyin Derivative (Instr. 3 an	ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Options (Right to buy)	\$3.8	07/19/2006		M			4,000 ⁽⁵⁾	05/14/2002	12/31/2009	Common Stock	4,000	\$3.8	70,957	D	
Stock Options (Right to buy)	\$3.8	07/19/2006		М			5,000 ⁽⁵⁾	05/14/2002	12/31/2009	Common Stock	5,000	\$3.8	65,957	D	
Stock Options (Right to buy)	\$3.8	07/19/2006		М			2,000 ⁽⁵⁾	05/14/2002	12/31/2009	Common Stock	2,000	\$3.8	63,957	D	
Stock Options (Right to buy)	\$3.8	07/19/2006		М			2,000 ⁽⁵⁾	05/14/2002	12/31/2009	Common Stock	2,000	\$3.8	61,957	D	
Stock Options (Right to	\$3.8	07/19/2006		М			2,000 ⁽⁵⁾	05/14/2002	12/31/2009	Common Stock	2,000	\$3.8	59,957	D	

Explanation of Responses:

- 1. The Restricted Stock Units were granted pursuant to the AMN Healthcare Equity Plan. Each restricted stock unit represents a contingent right to receive one share of Common Stock.
- 2. The Restricted Stock Units vest on April 12, 2009, provided, however, the Restricted Stock Units shall vest on an accelerated basis on May 12, 2007, in the incremental amount of 33% should the Company achieve or exceed specified earnings before interest, depreciation, taxes and amoritization (EBIDTA) targets for fiscal year 2006 and on April 12, 2008, in the amount of 34% should the Company achieve or exceed specified EBIDTA targets and that such Restricted Stock Units shall have a term of ten years unless earlier terminated in accordance with the Plan or the applicable Restricted Stock Units agreement. The settlement date of the Restricted Stock Units shall be the vesting date unless the grantee otherwise elects under the terms of the Company's 2005 Amended and Restated Executive Nonqualified Excess Plan.
- 3. The Stock Appreciation Rights were granted pursuant to the AMN Healthcare Equity Plan. The Stock Appreciation Rights vest over three years on the anniversary of the date of the grant in increments of 33%, 34% and 33% respectively.
- 4. The options to purchase shares of Common Stock were granted pursuant to the AMN Healthcare Services, Inc. Stock Option Plan. The shares become vested in four equal installments on the first, second, third and fourth anniversary of the grant date.
- $5. \ The \ exercise \ and \ sales \ reported \ in \ the \ Form \ 4 \ were \ effected \ pursuant \ to \ a \ Rule \ 10b5-1 \ trading \ plan.$

Susan R Nowakowski 07/21/2006

** Signature of Reporting Person Date

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

- * 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).

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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