FORM 4

UNITED STATES SECUR

Washington, D.C. 20549

ITIES AND	EXCHANGE	COMMISSION
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OMB APPROVAL							
OMB Number:	3235-0287						

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Section 16. Form 4 or Form 5							
obligations may continue. See							
Instruction 1(b).							

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed 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* WALTON WYCHE H						2. Issuer Name and Ticker or Trading Symbol AMN HEALTHCARE SERVICES INC								elationship of ck all application	(s) to Issuer					
(Last)	(Fir	rst)	(Middle)		_ [Officer (g	give title	le Other (spe below)		ecify		
C/O NEW MAINSTREAM CAPITAL 300 CRESCENT COURT, SUITE 1700						. Date 2/15/2	of Earliest 7 2010	Frans	action (Moi	Day/Year)										
(Street) DALLAS	TX	ζ	75201		4	4. If Amendment, Date of Original Filed (Month/Day/Year)							- 1	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(Sta	ate)	(Zip)		_									To this lifet by More than One Reporting Person						
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3) 2. Trans Date (Month/				Execution Date,					ırities Acquired (A) or ed Of (D) (Instr. 3, 4 an		Beneficially (Following Re		6. Owners Form: Dir (D) or Indi (I) (Instr. 4	Direct Indirect Bene (.4) Own		eficial nership				
									Code	v	Amount	(A) or (D)	Price	Transaction(s (Instr. 3 and 4				(Instr. 4)		
Common Stock													1,426,149	(5)(6)	6) I		See Footnote ⁽⁵⁾⁽⁶⁾			
			Table II									, or Bene ble secur		wned						
Derivative Conversion Date Execution or Exercise (Month/Day/Year) if any		3A. Deemed Execution Di if any (Month/Day/	ate, Transacti Code (Ins					6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount o Securities Underlying Derivative Security (II 3 and 4)		8. Price of Derivative r. 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)		
				C	Code	v	(A)	(D)	Date Exercisab	le	Expiration Date	Title	Amount o Number o Shares		(Insti	saction(s) r. 4)				
Restricted Stock Units	(3)								(1)		(2)	Common Stock	6,275			6,275	I	I See Foo		
Stock Appreciation Rights ⁽⁴⁾	\$4.55								09/01/201	.1	09/01/2020	Common Stock	5,397			5,397	I		See Footnote ⁽⁶⁾	
Series A Convertible Preferred	(5)(6)	12/15/2010			J		983,602.5		(5)(6)		(5)(6)	Series A Convertible Preferred	983,602	5 (5)(6)	98	3,602.5	D			

Explanation of Responses:

- 1. The Restricted Stock Units, granted on September 1, 2010 vest in the incremental amount of 33% on the earlier of the first anniversary of the Grant Date or the date of the AMN Healthcare Services, Inc. (the "Company") annual meeting of stockholders the first year following the Grant Date, 34% on the earlier of the second anniversary of the Grant Date or the date of the Company's annual meeting of stockholders the second year following the Grant Date or the date of the Company's annual meeting of stockholders the third year following the Grant Date or the date of the Company's annual meeting of stockholders the third year following the Grant Date or the date of the Company's annual meeting of stockholders the third year following the Grant Date or the date of the Company's annual meeting of stockholders the third year following the Grant Date or the date of the Company's annual meeting of stockholders the third year following the Grant Date or the date of the Company's annual meeting of stockholders the third year following the Grant Date or the date of the Company's annual meeting of stockholders the third year following the Grant Date or the date of the Company's annual meeting of stockholders the third year following the Grant Date or the date of the Company's annual meeting of stockholders the third year following the Grant Date or the date of the Company's annual meeting of stockholders the third year following the Grant Date or the date of the Company's annual meeting of stockholders the third year following the Grant Date or the date of the Company's annual meeting of stockholders the Company's annual date of the director's termination of service with the Company.
- 2. Restricted Stock Units do not have an expiration date
- 3. The Restricted Stock Units were granted pursuant to the AMN Healthcare Equity Plan. Each Restricted Unit represents a contingent right to receive one share of Common Stock.
- 4. The Stock Appreciation Rights were granted on September 1, 2010 pursuant to the AMN Healthcare Equity Plan and vest 100% on and after the earlier of the Company's 2011 Annual Shareholders Meeting or the first anniversary of the Grant Date.
- 5. On July 28, 2010, the Company entered into an Agreement and Plan of Merger (the "Merger Agreement") pursuant to which the Company acquired NF Investors, Inc. ("NFI") on September 1, 2010 and HWP Capital Partners II, L.P. ("HWP LP") and Haas Wheat & Partners Incorporated ("HWP Inc.") received shares of the Company's Common Stock and shares of the Company's Series A Conditional Convertible Preferred Stock, which became convertible following shareholders approval on December 15, 2010 ("Series A"). The Reporting Person has an equity interest in HWP LP, which is an affiliate of HWP Inc. The Reporting Person disclaims beneficial ownership of the securities reported herein except to the extent of his pecuniary interest therein, if any.
- 6. In connection with the Merger Agreement, HWP Inc. acquired and beneficially owns directly 102,272.4 shares of the Company Series A and HWP LP beneficially owns directly 1,426,149 shares of Company Common Stock, par value \$0.01 per share, and 556,283.6 Series A shares, plus an additional 325,046.5 Series A shares which are held for its benefit in escrow subject to contractual indemnification obligations.

12/15/2010

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.