

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

SCHEDULE 14A
**Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

AMN HEALTHCARE SERVICES, INC.

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Attached is additional information which may be provided to stockholders.



The Medfinders Acquisition

An important component to
AMN's Healthcare's
Long Term Strategy

November 18, 2010



Forward Looking Statements

This presentation contains "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. The company based these forward-looking statements on its current expectations and projections about future events. Actual results could differ materially from those discussed in, or implied by, these forward-looking statements. Forward-looking statements are identified by words such as "believe," "anticipate," "expect," "intend," "plan," "will," "may" and other similar expressions. In addition, any statements that refer to expectations, projections or other characterizations of future events or circumstances are forward-looking statements. Factors that could cause actual results to differ from those implied by the forward-looking statements contained in this press release are set forth in the Company's Annual Report on Form 10-K for the year ended December 31, 2009 and its other quarterly and periodic reports filed with the SEC. These statements reflect the Company's current beliefs and are based upon information currently available to it. Be advised that developments subsequent to this presentation are likely to cause these statements to become outdated with the passage of time.

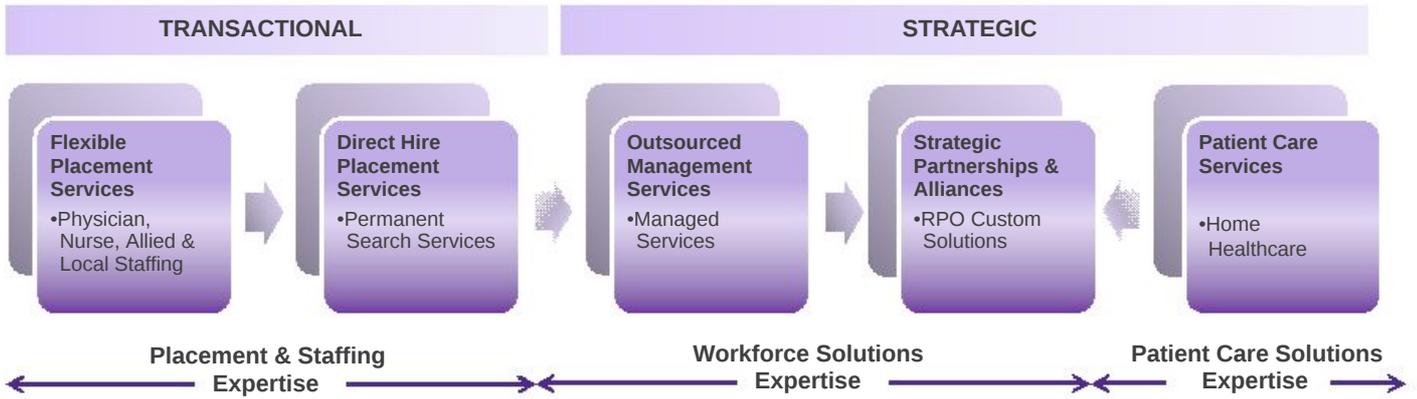
Key Investor Highlights

Nation's largest provider of comprehensive healthcare staffing & clinical workforce management solutions:

- Physician, nurse and allied staffing, physician retained search, managed services, recruitment process outsourcing, and home healthcare services
- A **founding company** in the industry: **strong tenured management team** with proven track record of **driving innovation**, navigating through economic cycles, and setting highest standards for **quality** and efficiency
- An **agile** organization with streamlined, **scalable** operating model to achieve operating leverage and improved EBITDA margins over the long term
- Short-term trends: seeing signs of **modest, steady recovery**
- Long-term drivers: **healthcare labor shortages** driven by aging population, retiring clinicians, healthcare reform, and medical innovation



Strategic & Diversified Service Offerings



FACILITY SETTINGS

- Acute care hospitals
- Physician offices
- Surgery centers
- Government facilities
- Pharmacies
- Medical clinics
- Home health providers
- Rehabilitation facilities
- Sub-acute facilities
- Long-term care facilities
- Schools



Nurse and Allied Staffing



- Leading provider of local daily staffing, short and long-term travel healthcare staffing
 - All nursing specialties
 - Rehab therapists
 - Radiology technologists
 - Lab technicians
 - Pharmacists & techs
- Consistently ranked higher by clients for providing **highest quality clinicians and being “easy to work with”**
- Also offers managed services and recruitment process outsourcing services, and staffing of electronic medical record conversion programs

Clinician Facing Brands



Local & Travel Nursing



Quick Start Nursing



International



Allied



Pharmacy



Locum Tenens Staffing



- The leading nationwide provider of temporary physician staffing
- Physician & mid-level specialties:
 - Family Practice & Internal Medicine
 - Emergency Room
 - Surgery
 - Anesthesiology
 - Radiology & Oncology
 - Behavioral Health
 - Dentistry
- Client reputation for large recruitment network, high quality clinicians & customer-focused service



Physician Search Services



- Nation's leader in physician search services
- Represents over 3,000 permanent physician search assignments each year.
- Covers all specialties and geographies
- 20+ years experience and heritage. Recognized as a national thought leader & market intelligence resource for hospital CEOs
- Endorsed provider of 20+ state hospital associations

MERRITT HAWKINS 
an AMN Healthcare Company
**Kendall
& Davis**



The Leader in MSP and RPO Solutions



- The leader in Managed Services Programs and Recruitment Process Outsourcing to healthcare organizations
- Exclusively contracted to provide supplemental clinical labor and manage a network of subcontractor partners to achieve clients' target fill rates
- Provide clients with centralized invoicing, standard staffing practices, and dedicated clinical staff to support all of a clients supplemental staffing needs

Workforce Solution Brands

Managed Services Provider (MSP)



Recruitment Process Outsourcing (RPO)

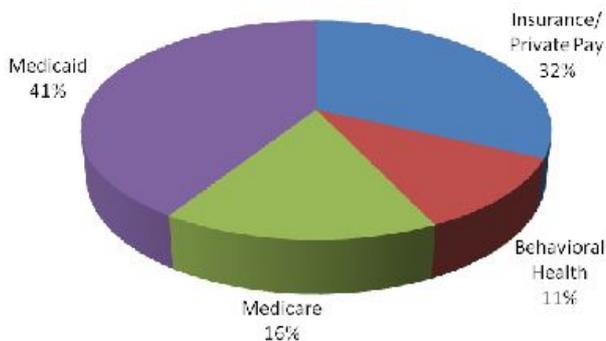


Provider of Home Healthcare Services

Nursefinders
*The Professional Choice[®]
for Home Care*



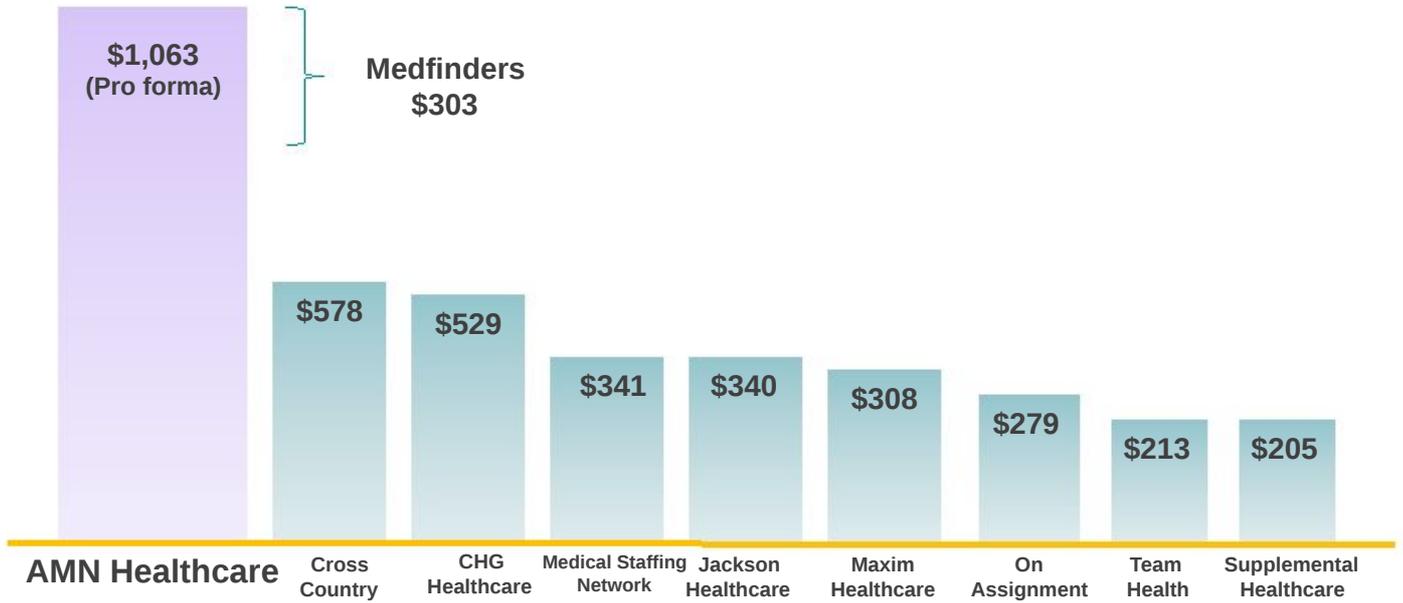
2009 Revenue: \$65 million



- Provides a wide variety of home healthcare services to individuals
- Serving approximately 7,000 home care clients a year
- Growth opportunity: expansion of Medicare and Private Pay business
- Diversification of payor mix minimizes exposure to changes in reimbursement
- Established infrastructure:
 - Latest home care technology
 - Experienced management team with demonstrated success

Competitor Landscape

Largest U.S. Healthcare Staffing Companies Based on 2009 Estimated Revenues, In \$ Millions

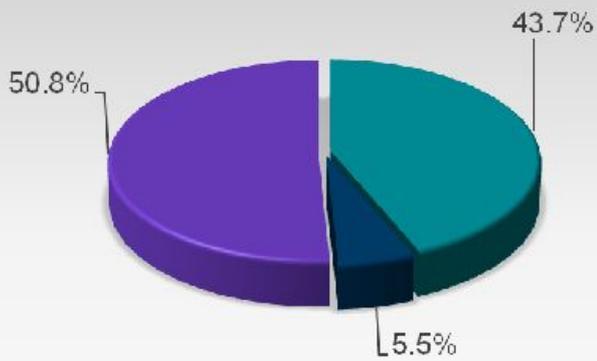


Source: Company estimates; 10-K filings; Staffing Industry Analysts, July 2010, Largest U.S. Healthcare Staffing Firms.
10 Note: Team Health includes healthcare staffing only. On Assignment excludes IT/Engineering staffing revenues.

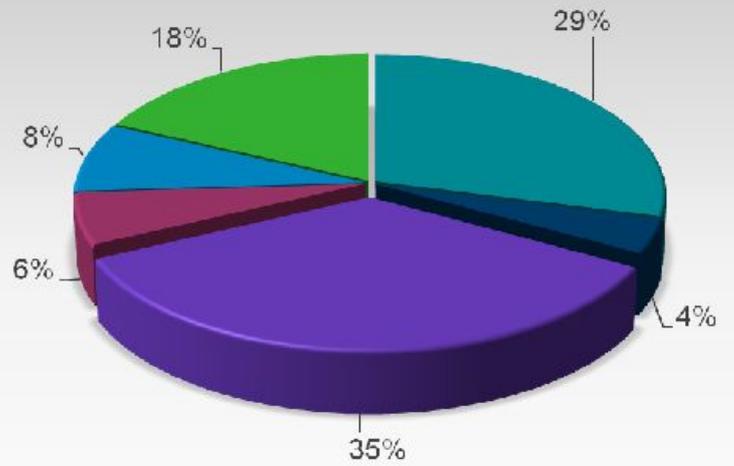


A More Diversified Revenue Mix

Pre 9/1/10 Revenue Mix



New Revenue Mix



- Locum Tenens Staffing
- Physician Permanent Placement
- Nurse & Allied Healthcare Staffing
- Home Healthcare
- Local Staffing
- VMS/MSP

Key Strategic Benefits of Acquisition

Short Term Benefits:

- AMN becomes leading provider of Managed Services programs
- EBITDA synergies of \$2 million* from improving direct fill rates at existing Managed Services clients
- EBITDA synergies of \$8 million* from consolidation opportunities across back office and overlapping service lines

Long Term Benefits:

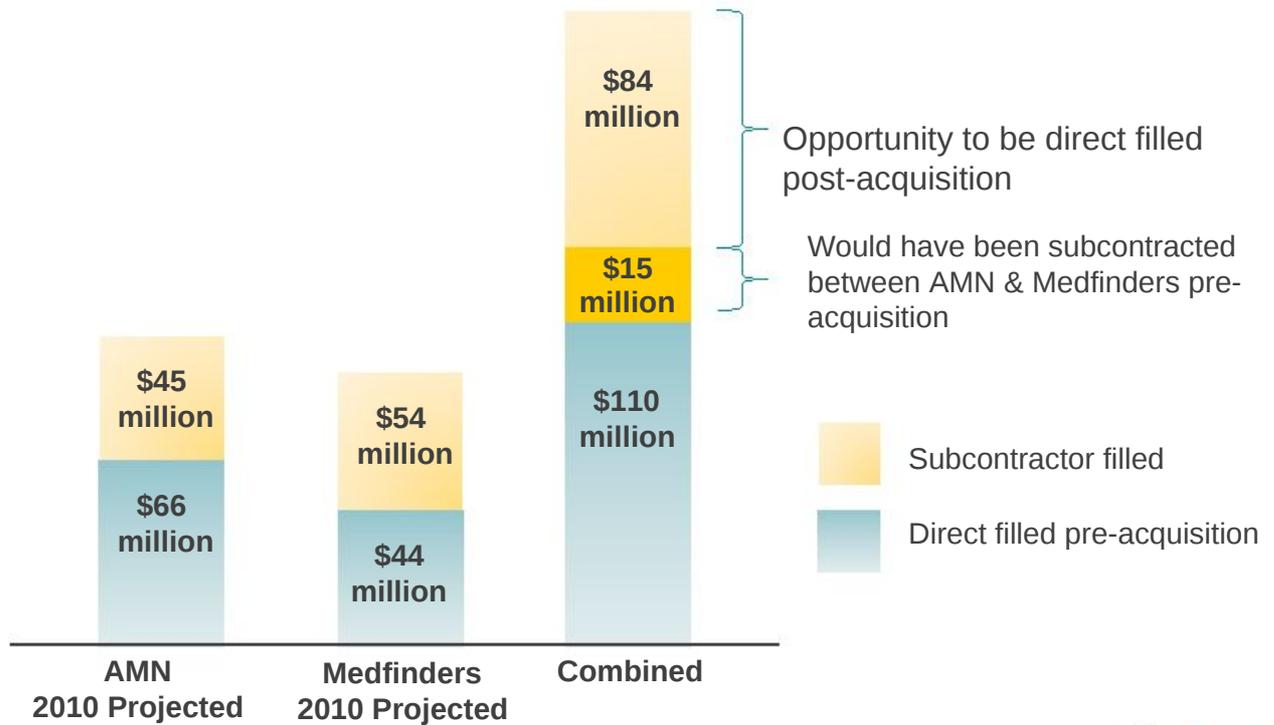
- Comprehensive spectrum of offerings to meet healthcare's growing demand for clinical workforce management solutions
- Advances long-term strategy by entering home healthcare market
- A more diversified revenue mix
- Better leverage of infrastructure

* Annualized synergies on a run rate basis by Q4 2011
Source: Internal company information



Managed Services Revenue Opportunities

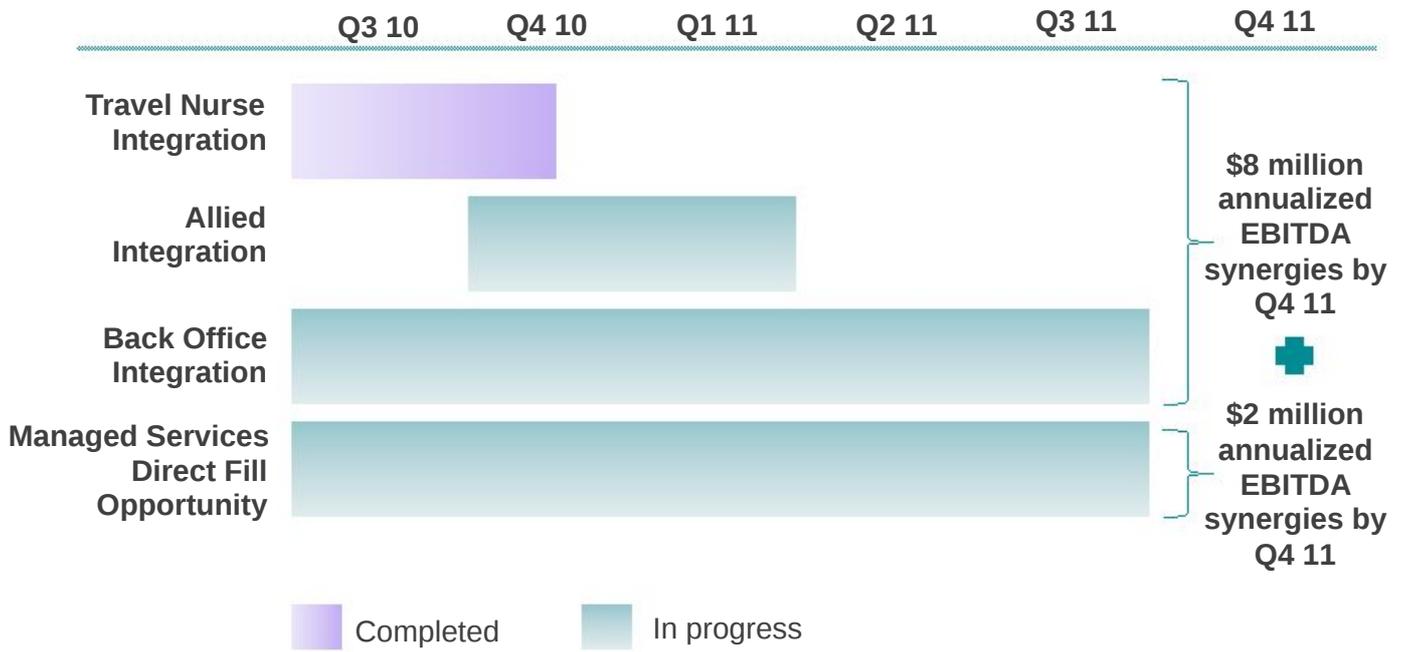
Managed Service Provider (MSP) Contracts Gross Billings & Direct Fill Opportunity



13 Source: Company estimates



Acquisition Integration Timeline



Evolution of Medfinders Acquisition

2007

- AMN Management identifies VMS and MSP services as a critical part of the Company's long-term strategy to be a stronger partner for hospital clients & create more recurring revenue, build market share and lessen volatility during downturns

2008

- AMN management & board (aided by Booz Allen) completed a long-term strategy diversification plan, which identified home healthcare as an area of desired future expansion
- AMN began efforts to build MSP business, with slow progress

2009

- AMN making progress with winning new MSP clients, but still behind in the quantity of clients desired
- The potential of acquiring a company with strong MSP presence and capabilities is explored

2010

- Potential acquisition candidates are discussed by AMN management and Board to achieve three goals:
 - Strengthen MSP offerings
 - Add clients and market share in current core business lines
 - Diversify into synergistic new service lines (in sync with the long-term strategy)
- Medfinders is the top acquisition candidate, as they help AMN to quickly achieve all three of these goals

Background of Transaction

Strong Corporate Governance/Analysis of Transaction

- Five month intensive negotiation process with active Board participation
- Chairman involved in all key negotiation discussions with AMN management and Medfinders principals
- Weekly (often daily) discussions with CEO, CFO, General Counsel and Chairman to review progress of diligence and negotiations
- Seven Board meetings to review progress and seek counsel, input and approval on next steps from the full Board
- Additional Four Board Executive Committee meetings to review progress, seek counsel, input and approval on next steps from Chairman & Audit Committee Chair
- Ongoing communication with NYSE throughout process regarding deal structure (for approval of convertible preferred shares following close)

Background of Transaction

- **Extensive Deal Negotiations Resulting in 30% Purchase Price Reduction**
 - Purchase price reductions prompted by:
 - Board input and directives
 - **Results of due diligence**
 - Independent advisor advice
 - Refined financial analysis of tax values
 - Cost of debt
- **Board Deliberation to Optimize Deal Structure for Shareholders**
 - Purchase Price Fixed at Date of Signing of Definitive Agreement to protect shareholders against dilution after signing
 - Post closing approval by shareholders to avoid business disruption and negative impact to financial results

Transaction Structured to Provide Certainty to Stakeholders and Minimal Negative Disruption to the Business

- 3-4 Month Delay in Closing of Transaction unacceptable to Parties
- Our key assets are our healthcare providers and client relationships; deal uncertainty would threaten these provider relationships as the providers would be concerned about the continuity of their recruiters, benefits, and policies
- Competitors would seek to capitalize on this uncertainty in marketing to both AMN's and Medfinders' providers and current customers, negatively impacting both companies' financial operations
- The ability to compete for new business would be hindered
- Delay would be distraction for corporate employees, and potentially cause loss of key employees, including sales team members—further impacting relationships with providers and clients

Key Terms of Acquisition

- **Acquired NF Investors, Inc. (NFI, parent company of Nursefinders, Inc. dba Medfinders) in exchange for:**
 - 6.3 million shares of AHS common stock
 - 5.4 million shares of conditional convertible preferred stock (and transaction costs incl. 227K shares)
- **\$193 million total transaction value** (incl. approx. \$133 million of refinanced Medfinders indebtedness)
- **Former NFI stockholders will own approx. 26% of AHS** (incl. preferred shares, post-conversion)
- **Special Meeting to be held 12/15/2010 to obtain shareholder approval of:**
 - Voting rights of preferred shares
 - Convertibility of preferred shares (at option of holder, but mandatory if AHS stock trades \geq \$10/share for 30 days)
 - Elimination of dividend of 11% on preferred shares

Important Information

AMN Healthcare filed a definitive proxy statement on October 29, 2010 with the SEC to obtain shareholder approval of (i) the convertibility of the preferred stock to be issued to Medfinders' shareholders in the acquisition into shares of AMN Healthcare common stock and (ii) the voting rights of such preferred stock (the "Stockholder Approval"). **INVESTORS AND SECURITY HOLDERS ARE URGED TO READ THE PROXY STATEMENT AND OTHER RELEVANT MATERIALS FILED WITH THE SEC CAREFULLY IN THEIR ENTIRETY AS THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE STOCKHOLDER APPROVAL.** The proxy statement, any amendments or supplements to the proxy statement and other relevant documents filed by AMN Healthcare with the SEC are available free of charge through the web site maintained by the SEC at www.sec.gov or by calling the SEC at telephone number 1-800-SEC-0330. Free copies of these documents may also be obtained from AMN Healthcare's website at www.amnhealthcare.com or by writing to: AMN Healthcare Services, Inc., 12400 High Bluff Drive, Suite 100, San Diego, California 92130, Attention: Investor Relations.

AMN Healthcare and its directors and executive officers are deemed to be participants in the solicitation of proxies from the stockholders of AMN Healthcare in connection with the Stockholder Approval. Information regarding AMN Healthcare's directors and executive officers is included in AMN Healthcare's definitive proxy statement for its 2010 annual meeting of stockholders held on April 14, 2010, which was filed with the SEC on March 12, 2010. Other information regarding the participants in such proxy solicitation and a description of their direct and indirect interests, by security holdings or otherwise, is included in the proxy statement filed in connection with the Stockholder Approval.

Cautionary Statement

The issuance of the securities in the transactions described in this video have not been registered under the Securities Act of 1933, as amended (the "Securities Act"), or any state securities laws and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act and applicable state securities laws. This presentation shall not constitute an offer to sell or the solicitation of an offer to buy the securities, nor shall there be any sale of the securities in any jurisdiction or state in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction or state.

