

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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* <b>FRANCIS STEVEN C</b>  (Last) (First) (Middle) <b>12400 HIGH BLUFF DRIVE</b>  (Street) <b>SAN DIEGO CA 92130</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>AMN HEALTHCARE SERVICES INC [ AHS ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President and CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>06/09/2004</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price				
Common Stock								100	D		
Common Stock								214,422 <sup>(1)</sup>	I	Trust	
Common Stock								1,200 <sup>(2)</sup>	I	Son Custodial	
Common Stock								1,200 <sup>(3)</sup>	I	Daughter Custodial	

**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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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				
Stock Options (Right to buy)	\$3.8							12/31/2001	11/19/2009	Common Stock	2,019,956		2,019,956 <sup>(4)</sup>	D	
Stock Options (Right to buy)	\$6.68							05/14/2002	12/31/2009	Common Stock	746,493		746,493 <sup>(5)</sup>	D	
Stock Options (Right to buy)	\$9.68							05/08/2004	05/08/2013	Common Stock	200,000		200,000	D	
Stock Options (Right to buy)	\$14.94	06/09/2004		A		200,000		05/18/2005 <sup>(6)</sup>	06/09/2014	Common Stock	200,000	\$14.94	200,000	D	
Stock Options (Right to buy)	\$22.98							01/17/2003	01/17/2012	Common Stock	200,000		200,000 <sup>(7)</sup>	D	

**Explanation of Responses:**

- By the Francis Family Trust dated May 24, 1996 (the "Trust"). Mr. Francis and his wife, Gayle Francis, are each trustees of the Trust.
- The Reporting Person beneficially owns and shares voting and dispositive power over such shares with his wife, as custodian for his son. The Reporting Person disclaims the beneficial ownership of all such Common Stock owned by his wife and son
- The Reporting Person beneficially owns and shares voting and dispositive power over such shares with his wife, as custodian for his daughter. The Reporting Person disclaims the beneficial ownership of all such Common Stock owned by his wife and daughter
- The Options to purchase shares of Common Stock become exercisable in four installments, for the right to purchase 504,990 shares on each of December 31, 2001, May 14, 2002, December 31, 2002 and the right to purchase 504,986 shares on December 31, 2003.
- The Options to purchase shares become exercisable in four installments, for the right to purchase 186,630 shares on May 14, 2002, and to purchase 186,621 on each of December 31, 2002, 2003, and 2004.
- The options to purchase shares of Common Stock were issued pursuant to the AMN Healthcare Services, Inc. Stock Option Plan. The options were effective as of May 18, 2004 and become exercisable in four equal installments on the anniversary of the grant in 2004, 2005, 2006, and 2007.
- The options to purchase shares of Common Stock were issued pursuant to the AMN Healthcare Services, Inc. 2001 Stock Option Plan and become exercisable in four equal installments, for the right to purchase 50,000 shares on each of January 17, 2003, 2004, 2005, and 2006.

Steven C Francis

06/14/2004

\*\* 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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