FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D	.C. 20549
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OMB APPROVAL

1		
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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* WHEAT DOUGLAS D					2. Iss	2. Issuer Name and Ticker or Trading Symbol AMN HEALTHCARE SERVICES INC AHS									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
															Directo	r	10% Owner		/ner		
(Last) (First) (Middle)							, <u> </u>				- N/ \			Officer (give title Other (specify below) below)					pecify		
180 STAT	E STREET				3. Da 04/0			est Trans	saction (Mo	onth/I	Day/Year)										
SUITE 23	0				4 If A	Ame	ndmer	nt Date	of Original	Filed	(Month/Da	v/Year)		6 Inc	dividual or .1	oint/Groun	Filing	ı (Check Ann	licable		
(Street)					,	4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable Line)					
SOUTHLAKE TX 76092												X Form filed by One Reporting Person Form filed by More than One Reporting Person									
(City) (State) (Zip)																					
		Tabl	e I - Nor	n-Deriv	ative	Se	curit	ies Ac	quired,	Dis	posed o	f, or E	enef	cially	/ Owned						
Date			2. Trans Date (Month/I		ar)	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr. 5)		ities Acquired (A) d Of (D) (Instr. 3,				urities		n: Direct I r Indirect I	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
									Code	v	Amount	Amount (A) o		rice	Reported Transaction(s) (Instr. 3 and 4)						
Common S	Stock													20,	042	D					
		Ta									osed of,				Owned						
		I				all	_			_	onvertil	_				I		I	1		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	n Date,	4. Transactio Code (Ins 8)		on of		6. Date Ex Expiration (Month/Da	n Dat	е	7. Title and Am of Securities Underlying Derivative Sec (Instr. 3 and 4)		urity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				[An or	ount							
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	of	mber ares							
Restricted Stock Units	(1)								(2)		(6)	Comm		048		4,048	В	D			
Restricted Stock Units	(1)								(3)		(6)	Comm		555		5,555	5	D			
Stock Appreciation Rights	\$18.03								(4)		04/12/2016	Comm Stock		445		4,445	5	D			
Stock Appreciation Rights	\$24.95								(5)		04/18/2017	Comm Stock		482		3,482	2	D			
Stock Options (Right to buy)	\$15.47								09/28/200	06	09/28/2015	Comm Stock		,000		20,00	0	D			
Restricted Stock Units	(1)								(7)		(6)	Comm		009		6,009	9	D			
Stock Appreciation Rights	\$16.18								(8)		04/08/2018	Comm Stock		168		5,168	В	D			
Restricted Stock Units	(1)	04/09/2009			A			9,563	(9)		(6)	Comm Stock		563	(1)	9,563	3	D			
Stock Appreciation	\$6	04/09/2009		I	A			8,224	(10)		04/09/2019	Comm	on 8,	224	\$6	8,224	4	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 were granted on April 18, 2007 and vest in the incremental amount of 33% on the earlier of(i) April 18, 2008 or (ii) the date of the Company's 2008 Annual Meeting of Stock holders ; 34% on the earlier of (i) April 18, 2009 or (ii) the date of the Company's 2010 Annual Meeting of Stockholders; and 33% on the earlier of (i) April 18, 2010 or (ii) the date of the Company's 2010 Annual Meeting of Stockholders. The Restricted Stock Units settle on the date of the director's termination of service with the Company.
- 3. The Restricted Stock Units were granted on April 12, 2006 and vest in the incremental amount of 33% on the earlier of (i) April 12, 2007 or (ii) the date of the Company's 2007 Annual Meeting of Stockholders; 34% on the earlier of(i) April 12, 2009 or (ii) the date of the Company's 2008 Annual Meeting of Stockholders; and 33% on the earlier of(i) April 12, 2009 or (ii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of(i) April 12, 2009 or (ii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of (ii) April 12, 2009 or (iii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of (iii) April 12, 2009 or (iii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of (iii) April 12, 2009 or (iii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of (iii) April 12, 2009 or (iii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of (iii) April 12, 2009 or (iii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of (iii) April 12, 2009 or (iii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of (iii) April 12, 2009 or (iii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of (iii) April 12, 2009 or (iii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of (iii) April 12, 2009 or (iii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of (iii) April 12, 2009 or (iii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of (iii) April 12, 2009 or (iii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of (iii) April 12, 2009 or (iii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of (iii) April 12, 2009 or (iii) the date of Annual Meeting of Stockholders. The Restricted Stock Units settle on the date of the director's termination of service with the Company.
- 4. The Stock Appreciation Rights were granted on April 12, 2006 and vest on the earlier of (i) April 12, 2007 or (ii) the date of the Company's 2007 Annual Meeting of Stockholders.
- 5. The Stock Appreciation Rights were granted on April 18, 2007 and vest on the earlier of (i) April 18, 2008 or (ii) the date of the Company's 2008 Annual Meeting of Stockholders.
- 6. Restricted Stock Units do not have an expiration date.
- 7. The Restricted Stock Units were granted on April 8, 2008 and vest in the incremental amount of 33% on the earlier of (i) April 8, 2009 or (ii) the date of the Company's 2009 Annual Meeting of Stockholders; 34% on the earlier of (i) April 8, 2010 or (ii) the date of the Company's 2010 Annual Meeting of Stockholders; and 33% on the earlier of (i) April 8, 2011 or (ii) the date of the Company's 2011 Annual Meeting of Stockholders. The Restricted Stock Units settle on the date of the director's termination of service with the Company.

8. The Stock Appreciation Rights were granted on April 8, 2008 and vest on the earlier of (i) April 8, 2009 or (ii) the date of the Company's 2009 Annual Meeting of Stockholders.

9. The Restricted Stock Units were granted on April 9, 2009 and vest in the incremental amount of 33% on the earlier of (i) April 9, 2010 or (ii) the date of the Company's 2010 Annual Meeting of Stockholders; 34% on the earlier of (i) April 9, 2011 or (ii) the date of the Company's 2012 Annual Meeting of Stockholders. The Restricted Stock Units settle on the date of the director's termination of service with the Company.

10. The Stock Appreciation Rights were granted on April 9, 2009 and vest on the earlier of (i) April 9, 2010 or (ii) the date of the Company's 2010 Annual Meeting of Stockholders.

/s/ Douglas D Wheat 04/09/2009
** 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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