

| OMB APPROVAL                                 |           |
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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*<br><u>WHEAT DOUGLAS D</u><br><br>(Last) (First) (Middle)<br><u>180 STATE STREET</u><br><u>SUITE 230</u><br><br>(Street)<br><u>SOUTHLAKE TX 76092</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>AMN HEALTHCARE SERVICES INC [ AHS ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br>Officer (give title below) Other (specify below) |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>04/23/2014</u>                     |   |
|   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |

**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                    | 04/23/2014                           |  | M <sup>(1)</sup>               |   | 10,015 | A   | \$0   | 13,304 | 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) | 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 |
| Restricted Stock Units                     | (2)  | 04/23/2014                           |  | M                              |   |  | 10,015 | (3)  | (4)             | Common Stock  | 10,015                                     | \$0  | 0   | D  |       |
| Restricted Stock Units                     | (2)  | 04/23/2014                           |  | A                              |   | 10,490   |        | (5)  | (4)             | Common Stock  | 10,490                                     | \$0  | 10,490  | D  |       |

**Explanation of Responses:**

- Common Stock acquired on the vesting of Restricted Stock Units ("RSUs").
- The RSUs were granted pursuant to the AMN Healthcare Equity Plan. Each RSU represents a contingent right to receive one share of Common Stock.
- The RSUs identified in this row were granted on April 24, 2013 and vest on the earlier of (i) the first anniversary of the grant date or (ii) the date of the Company's 2014 Annual Meeting of Stockholders. The Company's 2014 Annual Meeting of Stockholders was held on April 23, 2014. Accordingly, the number of RSUs identified in this row (i.e., 10,015) vested on April 23, 2014.
- RSUs do not have an expiration date.
- The RSUs identified in this row were granted on April 23, 2014 and vest on the earlier of (i) April 23, 2015 or (ii) the date of the Company's 2015 Annual Meeting of Stockholders.

/s/ Denise L. Jackson, as Attorney-In-Fact on behalf of Douglas D. Wheat 04/25/2014

\*\* 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.