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**SECURITIES AND EXCHANGE COMMISSION**  
WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1 TO  
**FORM S-3**  
**REGISTRATION STATEMENT**  
UNDER  
*THE SECURITIES ACT OF 1933*

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**AMN HEALTHCARE SERVICES, INC.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of incorporation or organization)

**06-1500476**  
(I.R.S. Employer Identification No.)

**12400 High Bluff Drive, Suite 100**  
**San Diego, California 92130**  
**866-871-8519**  
(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

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**Denise L. Jackson, Esq.**  
**Senior Vice President, General Counsel and Secretary**  
**AMN Healthcare Services, Inc.**  
**12400 High Bluff Drive, Suite 100**  
**San Diego, California 92130**  
**866-871-8519**  
(Name, address, including zip code, and telephone number, including area code, of agent for service)

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*Copy to:*  
**John C. Kennedy, Esq.**  
**Paul, Weiss, Rifkind, Wharton & Garrison LLP**  
**1285 Avenue of the Americas**  
**New York, NY 10019-6064**  
**(212) 373-3000**

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**Approximate date of commencement of proposed sale to public:** From time to time after the effective date of this registration statement.

If the only securities being registered on this form are being offered pursuant to dividend or interest reinvestment plans, please check the following box.

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, please check the following box.

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering:  \_\_\_\_\_

If this form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering:  \_\_\_\_\_

If this Form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box.

If this Form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box.

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## DEREGISTRATION OF COMMON STOCK

AMN Healthcare Services, Inc. (the "Company") filed a Registration Statement on Form S-3 (File No. 333-132371) (the "Registration Statement") with the Securities and Exchange Commission (the "Commission") on March 13, 2006, registering 3,046,538 shares of the Company's common stock to be offered from time-to-time by the selling stockholders named therein. The Commission declared the Registration Statement effective on March 22, 2006.

The Company is filing this Post-Effective Amendment No. 1 to the Registration Statement to deregister 2,186,785 shares of the Company's common stock that were previously registered pursuant to the Registration Statement and issued to the stockholders named below. Of the 2,186,785 shares being deregistered herein, 334,785 shares remain unsold and 1,852,000 were purchased by the Company.

<b>NAME OF STOCKHOLDER</b>	<b>NUMBER OF SHARES OF COMMON STOCK BEING DEREGISTERED</b>
Joseph B. Caldwell	141,778
Floyd E. Cotham, Jr.	229,882
Joseph E. Hawkins	867,747
James C. Merritt	413,973
Ruth M. Merritt	440,672
Mark E. Smith	92,733
Total:	2,186,785

As a result of this deregistration, the total number of shares of common stock registered pursuant to the Registration Statement held by stockholders other than the stockholders named above that remain unsold is 34,328.

