
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM S-8

**POST-EFFECTIVE AMENDMENT NO. 1 TO
REGISTRATION STATEMENT NO. 333-161184**
UNDER
THE SECURITIES ACT OF 1933

AMN HEALTHCARE SERVICES, INC.

(Exact name of registrant as specified in its charter)

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)

2009 Stand-Alone Inducement Awards for Mr. Bary Bailey

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)

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

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer
Non-accelerated filer (Do not check if smaller reporting company)

Accelerated filer
Smaller reporting company

EXPLANATORY NOTE

We previously filed a Registration Statement on Form S-8 (File No. 333-161184) (the "Registration Statement") with the Securities and Exchange Commission (the "Commission") on August 7, 2009 registering 267,763 shares of our common stock pursuant to equity awards granted to Bary Bailey. We are filing this Post-Effective Amendment No. 1 to Registration Statement to terminate the effectiveness of the Registration Statement and deregister, as of the effective date of this Post-Effective Amendment No. 1, all of the shares of our common stock that have not yet been issued under the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Diego, State of California, on December 23, 2014.

AMN HEALTHCARE SERVICES, INC.

By: /s/ Susan R. Salka

Name: **Susan R. Salka**

Title: **President, Chief Executive Officer and Director**

No other person is required to sign this post-effective amendment to the Registration Statement in reliance upon Rule 478 under the Securities Act of 1933, as amended.