

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | |
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| OMB Number: | 3235-0287 |
| Estimated average burden hours per response: | 0.5 |

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

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|--|---|---|
| 1. Name and Address of Reporting Person* <u>NOWAKOWSKI SUSAN</u> (Last) (First) (Middle) <u>12400 HIGH BLUFF DRIVE</u> (Street) <u>SAN DIEGO CA 92130</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>AMN HEALTHCARE SERVICES INC [AHS]</u> | 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) <u>President and COO</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>06/09/2004</u> | |
| 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 | | | | | | | | 300 | 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 | | | | | |
| Stock Options (Right to buy) | \$3.8 | | | | | | | 12/31/2003 | 11/19/2009 | Common Stock | 84,837 | 84,837 | D | |
| Stock Options (Right to buy) | \$3.8 | | | | | | | 05/14/2002 ⁽¹⁾ | 12/31/2009 | Common Stock | 200,120 | 200,120 | D | |
| Stock Options (Right to buy) | \$6.68 | | | | | | | 05/14/2002 ⁽²⁾ | 12/31/2009 | Common Stock | 119,448 | 119,448 | D | |
| Stock Options (Right to buy) | \$9.68 | | | | | | | 05/08/2004 ⁽³⁾ | 05/08/2013 | Common Stock | 120,000 | 120,000 | D | |
| Stock Options (Right to buy) | \$14.94 | 06/09/2004 | | A | | 160,000 | | 05/18/2005 ⁽⁴⁾ | 06/09/2014 | Common Stock | 160,000 | \$14.94 | 160,000 | D |
| Stock Options (Right to buy) | \$22.98 | | | | | | | 01/17/2003 ⁽⁵⁾ | 01/17/2012 | Common Stock | 60,000 | 60,000 | D | |

Explanation of Responses:

- Options to purchase 149,618 shares of Common Stock are currently exercisable. Options to purchase the remaining 50,502 shares become exercisable on December 31, 2003
- Options to purchase 59,724 shares of Common Stock are currently exercisable. Options to purchase 29,862 shares become exercisable on December 31, 2003, and options to purchase 29,862 shares become exercisable on December 31, 2004
- 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 30,000 shares 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. 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.
- Options to purchase 15,000 shares of Common Stock are currently exercisable. The remaining options to purchase 45,000 shares of Common Stock become exercisable in equal installments on each of January 17, 2004, 2005, and 2006.

Susan R Nowakowski 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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