

U S PHYSICAL THERAPY INC /NV  
Form 8-K  
June 11, 2008

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

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15 (d) of the  
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **June 11, 2008 (June 11, 2008)**

**U.S. PHYSICAL THERAPY, INC.**  
(Exact name of registrant as specified in its charter)

<b><u>Nevada</u></b>	<b><u>1-11151</u></b>	<b><u>76-0364866</u></b>
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)
<b><u>1300 West Sam Houston Parkway South, Suite 300, Houston, Texas</u></b>		<b><u>77042</u></b>
(Address of Principal Executive Offices)		(Zip Code)

Registrant's telephone number, including area code: **(713) 297-7000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 8.01 Other Events**

On June 11, 2008, U. S. Physical Therapy, Inc. (the “Company”) issued a press release disclosing that the Company acquired a 65% interest in a multi-partner outpatient rehabilitation practice with 9 clinics located in the Mid-Atlantic region with existing partners retaining 35%. The practice sees 60,000 physical therapy patients per year producing approximately \$5,600,000 in revenue.

The Company paid \$9,500,000, which was financed with \$8,550,000 of funding from the Company’s credit facility and \$950,000 in seller notes, for the 65% interest. If the practice achieves certain levels of operating results within the next three years an earnout of up to \$1,500,000 may be payable as additional purchase consideration.

A copy of the press release is attached as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

**Exhibits      Description of Exhibits**

99.1              Press Release dated June 11, 2008 - U. S. Physical Therapy Makes Acquisition In Mid-Atlantic Region

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**U.S. PHYSICAL THERAPY, INC.**

Dated: June 11, 2008      By: /s/ LAWRENCE W. MCAFEE  
Lawrance W. McAfee  
Chief Financial Officer  
(duly authorized officer and principal financial  
and accounting officer)

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**INDEX TO EXHIBITS**

**EXHIBIT      DESCRIPTION OF EXHIBIT**

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