

U S PHYSICAL THERAPY INC /NV  
Form 8-K  
October 08, 2008

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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): **October 8, 2008 (October 8, 2008)**

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

**Nevada**                      **1-11151**                      **76-0364866**  
(State or other jurisdiction of    (Commission File    (I.R.S. Employer  
incorporation or organization)    Number)                      Identification No.)

**1300 West Sam Houston Parkway South, Suite 300, Houston, Texas**    **77042**  
(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 October 8, 2008, U.S. Physical Therapy, Inc., a national operator of physical and occupational therapy outpatient clinics, announced the acquisition of a 65% interest in Rehab Management Group (“RMG”).

RMG’s founders are partners with U.S. Physical Therapy in OsteoArthritis Centers of America. RMG provides physicians and their patients with clinical services including electro-diagnostic analysis (“EDX”) as well as intra articular joint (“IAJP Direct”) and lumbar osteoarthritis (“LOP Direct”) programs. EDX produces real time physiologic data about nerve and muscle function. IAJP Direct involves viscosupplementation injections used in conjunction with specialized outpatient rehabilitation programs. LOP Direct is a unique procedure for the treatment of osteoarthritis of the spine. The purchase price for USPH’s 65% interest in RMG was approximately \$3.1 million. The business currently produces about \$800,000 in earnings before interest, taxes, depreciation and amortization (“EBITDA”).

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits

**Exhibits      Description of Exhibits**

99.1              Press Release Dated October 8, 2008. \*

\*Furnished herewith.

**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: October 8, 2008      By: /s/ LAWRENCE W. MCAFEE  
Lawrance W. McAfee  
Chief Financial Officer  
(duly authorized officer and principal financial  
and accounting officer)