

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL RESULTS

On July 20, 2009, U.S. Physical Therapy, Inc. (the “Company”) announced preliminary second quarter results and raised its earnings guidance for 2009. A copy of the press release is attached hereto as Exhibit 99.1.

Exhibits **Description of Exhibits**

99.1 Registrant's press release dated July 20, 2009 announcing preliminary financial results for the second quarter ended June 30, 2009 and the raising of its earnings guidance.*

*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: July 20, 2009 By: /s/ LAWRENCE W. MCAFEE
Lawrance W. McAfee
Chief Financial Officer
(duly authorized officer and principal financial
and accounting officer)

INDEX TO EXHIBITS

EXHIBIT DESCRIPTION OF EXHIBIT

99.1 Press Release dated July 20, 2009.*

* Furnished herewith