

U S PHYSICAL THERAPY INC /NV  
Form 8-K  
December 22, 2010  
**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): **December 22, 2010 (December 22, 2010)**

**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<br>incorporation or organization) | (Commission File<br>Number) | (I.R.S. Employer<br>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 December 22, 2010, U. S. Physical Therapy, Inc. (the “Company”) issued a press release announcing the acquisition of a majority interest in a six clinic physical therapy group located in the mid-Atlantic region. The practice presently sees approximately 55,000 patient visits per year and produces approximately \$4.8 million in annual revenue. The purchase price for U.S. Physical Therapy’s 70% acquired interest was \$3,990,000, which was financed with available cash, borrowings under the Company’s credit line and a seller note.

Pursuant to the rules of the Securities and Exchange Commission, the information contained in this report shall not be deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and will not be incorporated by reference into any filings by the Company under such Act or the Securities Act of 1933, as amended.

**Exhibits Description of Exhibits**

99.1 Registrant's press release dated December 22, 2010 - U.S. Physical Therapy Makes Six Clinic Acquisition in Mid-Atlantic.\*

\*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: December 22, 2010 By: /s/ LAWRENCE W. MCAFEE  
Lawrance W. McAfee  
Chief Financial Officer  
(duly authorized officer and principal financial  
and accounting officer)