READING CHRISTOPHER J

Form 4 March 10, 2009

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

Symbol

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average burden hours per

response...

OMB APPROVAL

subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

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See Instruction

			U S PHYSICAL THERAPY INC /NV [USPH]				NC	(Check all applicable)			
(Last)	(First) (I		3. Date of Earliest Transaction					X Director 10% OwnerX Officer (give title Other (specify			
1300 W. SAM HOUSTON PKWY			(Month/Day/Year) 03/09/2009					below) below) Chief Executive Officer			
S., SUITE 3											
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line)			
HOUSTON, TX 77042						_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Dany (Month/Day/	ate, if	3. Transactic Code (Instr. 8)	4. Securities Acquired or(A) or Disposed of (D) (Instr. 3, 4 and 5)			Securities Ownership In Beneficially Form: Direct Be Owned (D) or O		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	03/09/2009	03/09/2009	9	P	687	A	\$8	31,687	D (1)		
Common Stock	03/09/2009	03/09/2009	9	P	1,000	A	\$ 7.98	32,687	D (1)		
Common Stock	03/09/2009	03/09/2009	9	P	400	A	\$ 7.955	33,087	D (1)		
Common Stock	03/09/2009	03/09/2009	9	P	1,610	A	\$ 7.95	34,697	D (1)		
Common Stock	03/09/2009	03/09/2009	9	P	200	A	\$ 7.9375	34,897	D (1)		

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Common Stock 03/09/2009 03/09/2009 P 103 A \$ 7.91 35,000 D (1)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

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)	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed	5	ate	7. Title Amour Underl Securit (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans
			of (D) (Instr. 3, 4, and 5)				Amount		(Insti
		Code V	(A) (D)	Date Exercisable	Expiration Date	Title	or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
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1300 W. SAM HOUSTON PKWY S.
SUITE 300

HOUSTON, TX 77042

Chief Executive Officer

Signatures

/s/Christopher J.

Reading 03/09/2009

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).

Includes grant of 30,000 restricted shares under the 1999 Plan as amended, restated and adopted, with a three year quarterly vesting schedule as to the lapse of restrictions thereof with 1/12 equal portions (2500 shares) vesting quarterly, with the first 1/12 vested on March 31, 2009 and thereafter equal 1/12 portions on June 30, September 30 and December 31 each year until all such shares shall have vested, which shall be December 31, 2011.

Reporting Owners 2

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.