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FIRST CASH FINANCIAL SERVICES INC

Form S-8

July 08, 2003

As filed with the Securities and Exchange Commission on July 8, 2003

Registration No. _____

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM S-8

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

FIRST CASH FINANCIAL SERVICES, INC.

(Exact name of Registrant as specified in its charter)

DELAWARE ----- (State or other jurisdiction of incorporation or organization)	5932 ----- (Primary Standard Industrial Classification Code Number)	75-2237318 ----- (I.R.S. Employer Identification Number)
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690 E. Lamar Blvd., Suite 400 Arlington, Texas 76011 (817) 460-3947 (Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)	Copy to: Thomas C. Pritchard, Esq. Brewer & Pritchard, P.C. 1111 Bagby, 24th Floor Houston, Texas 77002 Phone (713) 209-2950 Fax (713) 209-2921	Phillip E. Powell 690 E. Lamar Blvd. Suite 400 Arlington, Texas 76011 (Name, address, including zip code, phone number, including area code, of agent for service)
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FIRST CASH FINANCIAL SERVICES, INC. 1999 STOCK OPTION PLAN
(Full Title of the Plan)

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities To Be Registered	Amount Being Registered (1)	Proposed Maximum Offering Price Per Share(2)	Proposed Maximum Aggregate Offering Price(2)	Amount of Registration Fee
Common Stock, par value \$.01	1,300,000	\$14.45	\$18,785,000	\$1,520
TOTAL			\$18,785,000	\$1,520

(1) Pursuant to Rule 416(a) under the Securities Act of 1933, as amended

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(the "Securities Act"), this Registration Statement shall also cover any additional shares of the Registrant's Common Stock, no par value, which are issued or become issuable under the First Cash Financial Services, Inc. 1999 Stock Option Plan, pursuant to stock splits, stock dividends or similar transactions.

(2) Estimated solely for the purpose of calculating the registration fee pursuant to Rule 457(c), based on the average of the high and low sales prices for the common stock, as reported by the Nasdaq Stock Market on July 3, 2003, or \$14.45 per share.

EXPLANATORY NOTE

As permitted by General Instruction E to Form S-8, this Registration Statement incorporates by reference the information contained in the earlier registration statement relating to the First Cash Financial Services, Inc. 1999 Stock Option Plan (the "Plan"): Registration Statement No. 333-73391, filed on March 5, 1999 (the "Prior Registration Statement"). Under the Prior Registration Statement, the registrant registered 1,200,000 shares of its common stock for issuance under the Plan. This Registration Statement is being filed to reflect an amendment to the Plan that increased the number of shares authorized to be issued thereunder from 1,200,000 to 2,500,000.

Item 5. Interests of Named Experts and Counsel

Not applicable.

Item 8. Exhibits

5.1 (1) Opinion of Brewer & Pritchard, P.C.

10.2 (2) First Cash Financial Services, Inc. 1999 Stock Option Plan

10.3 (3) First Amendment to First Cash Financial Services, Inc.
1999 Stock Option Plan

23.1 (1) Consent of Brewer & Pritchard P.C. (contained in Exhibit 5.1)

23.2 (1) Consent of Deloitte & Touche LLP.

(1) Filed herein.

(2) Previously filed as Exhibit 10.63 to the registrant's Form S-3 (No. 333-71077) filed with the Commission on January 22, 1999 and incorporated herein by reference.

(3) Previously filed as Exhibit "A" to the registrant's Proxy Statement filed on Schedule 14A for use at its Annual Meeting held on July 18, 2002.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the

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registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Arlington, Texas, on July 7, 2003.

FIRST CASH FINANCIAL SERVICES, INC.

By: /s/ Phillip E. Powell

Phillip E. Powell, Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Signature	Position	Date
By: /s/ Phillip E. Powell Phillip E. Powell	Chairman of the Board and Chief Executive Officer	July 7, 2003
By: /s/ Rick L. Wessel Rick L. Wessel	President, Secretary, Treasurer and Director	July 7, 2003
By: /s/ Joe R. Love Joe R. Love	Director	July 7, 2003
By: /s/ Richard T. Burke Richard T. Burke	Director	July 7, 2003
By: /s/ R. Douglas Orr R. Douglas Orr	Chief Financial Officer	July 7, 2003