

Select Specialty Hospital - Lincoln, Inc.
Form S-4
May 30, 2014

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As filed with the Securities and Exchange Commission on May 30, 2014

Registration No. 333-

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

Form S-4

REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

SELECT MEDICAL CORPORATION

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

8060
(Primary Standard Industrial Classification
Code Number of each Registrant)
4714 Gettysburg Road, P.O. Box 2034
Mechanicsburg, Pennsylvania 17055
(717) 972-1100

23-2872718
(I.R.S. Employer
Identification No.)

(Address, Including Zip Code, and Telephone Number, Including Area Code, of each Registrant's Principal Executive Offices)

See Table of Additional Registrants Below

Michael E. Tarvin, Esq.
Select Medical Corporation
4714 Gettysburg Road, P.O. Box 2034
Mechanicsburg, Pennsylvania 17055
(717) 972-1100

(Name, Address, Including Zip Code, and Telephone Number, Including Area Code, of Agent for Service)

Copies to:

Stephen M. Leitzell, Esq.
Dechert LLP
Cira Centre
2929 Arch Street
Philadelphia, Pennsylvania 19104
(215) 994-4000

Approximate date of commencement of proposed sale to public:
As soon as practicable after this Registration Statement becomes effective.

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If the securities being registered on this Form are being offered in connection with the formation of a holding company and there is compliance with General Instruction G, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer Non-accelerated filer Smaller reporting company
 (Do not check if a smaller reporting company)

If applicable, place an X in the box to designate the appropriate rule provision relied upon in conducting this transaction:

Exchange Act Rule 13e-4(i) (Cross-Border Issuer Tender Offer)

Exchange Act Rule 14d-1(d) (Cross-Border Third-Party Tender Offer)

CALCULATION OF REGISTRATION FEE

Title of each class of securities to be registered	Amount to be registered	Proposed maximum offering price per share	Proposed maximum aggregate offering price(1)	Amount of registration fee(2)
6.375% Senior Notes due 2021	\$110,000,000	100%	\$110,000,000	\$14,168
Guarantees of 6.375% Senior Notes due 2021	N/A	N/A	N/A	N/A(3)

(1) Estimated solely for the purpose of calculating the registration fee in accordance with Rule 457(f) of the Securities Act.

(2) The registration fee has been calculated pursuant to Rule 457(f) under the Securities Act.

(3) No additional consideration is being received for the guarantees, and, therefore no additional fee is required.

The Registrant hereby amends this Registration Statement on such date or dates as may be necessary to delay its effective date until the Registrant shall file a further amendment which specifically states that this Registration Statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act of 1933 or until this Registration Statement shall become effective on such date as the Commission acting pursuant to said Section 8(a), may determine.

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Exact Name of Additional Registrants	Jurisdiction of Incorporation	I.R.S. Employer Identification Number
PR Acquisition Corporation	CA	88-0300915
American Transitional Hospitals, Inc.	DE	76-0232151
Eagle Rehab Corporation	DE	85-0436768
GRSH ES, Inc.	DE	46-2847260
Hospital Holdings Corporation	DE	25-1813124
Intensiva HealthCare Corporation	DE	43-1690769
Kessler Orthotic & Prosthetic Services, Inc.	DE	22-2200045
Kessler Rehab Centers, Inc.	DE	04-3177708
Kessler Rehabilitation Corporation	DE	22-3486128
NovaCare Occupational Health Services, Inc.	DE	23-2884053
NovaCare Outpatient Rehabilitation East, Inc.	DE	23-2862027
OHRH ES, Inc.	DE	46-2541226
Pacific Rehabilitation & Sports Medicine, Inc.	DE	93-1072052
Professional Sports Care Management, Inc.	DE	22-3315575
RCI (Michigan), Inc.	DE	23-2768957
RCI (WRS), Inc.	DE	36-3879850
Regency Management Company, Inc.	DE	48-1278047
Rehab Provider Network East I, Inc.	DE	23-2745660
Rehab Provider Network of South Carolina, Inc.	DE	84-1699628
Rehab Provider Network of Virginia, Inc.	DE	84-1699629
RehabClinics (PTA), Inc.	DE	65-0366467
RehabClinics (SPT), Inc.	DE	23-2736153
RehabClinics, Inc.	DE	13-3595267
Rehabilitation Center of Washington, D.C., Inc.	DE	20-8938640
RPN of NC, Inc.	DE	11-3670557
Select Employment Services, Inc.	DE	25-1812245
Select Hospital Investors, Inc.	DE	51-0402736
Select Medical of Kentucky, Inc.	DE	25-1820753
Select Medical of Maryland, Inc.	DE	23-2906982
Select Medical of New York, Inc.	DE	23-2916448
Select Medical Rehabilitation Clinics, Inc.	DE	25-1883131
Select Medical Rehabilitation Services, Inc.	DE	25-1805051
Select Physical Therapy Holdings, Inc.	DE	63-1133454
Select Physical Therapy Network Services, Inc.	DE	72-1342805
Select Physical Therapy Orthopedic Services, Inc.	DE	36-3738954
Select Provider Networks, Inc.	DE	23-2935684
Select Rehabilitation Hospital Hershey, Inc.	DE	38-3695622
Select Specialty Hospital Arizona, Inc.	DE	25-1821705
Select Specialty Hospital Augusta, Inc.	DE	14-1842263
Select Specialty Hospital Charleston, Inc.	DE	25-1866522
Select Specialty Hospital Colorado Springs, Inc.	DE	84-1583613
Select Specialty Hospital Columbus, Inc.	DE	25-1816235
Select Specialty Hospital Conroe, Inc.	DE	30-0160729
Select Specialty Hospital Dallas, Inc.	DE	25-1813126
Select Specialty Hospital Danville, Inc.	DE	61-1458009
Select Specialty Hospital Daytona Beach, Inc.	DE	46-3235750
Select Specialty Hospital Denver, Inc.	DE	76-0292237
Select Specialty Hospital Des Moines, Inc.	DE	25-1855473
Select Specialty Hospital Durham, Inc.	DE	25-1822461

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Select Specialty Hospital Erie, Inc.	DE	25-1858065
Select Specialty Hospital Gainesville, Inc.	DE	06-1713547
Select Specialty Hospital Greensboro, Inc.	DE	71-0958380
Select Specialty Hospital Grosse Pointe, Inc.	DE	05-0597929
Select Specialty Hospital Jackson, Inc.	DE	25-1880780
Select Specialty Hospital Kalamazoo, Inc.	DE	75-2962822
Select Specialty Hospital Knoxville, Inc.	DE	25-1813122
Select Specialty Hospital Laurel Highlands, Inc.	DE	25-1855814
Select Specialty Hospital Lexington, Inc.	DE	02-0631042
Select Specialty Hospital Lincoln, Inc.	DE	46-4675101
Select Specialty Hospital Little Rock, Inc.	DE	25-1813121
Select Specialty Hospital Longview, Inc.	DE	47-0910358
Select Specialty Hospital Madison, Inc.	DE	73-1674792
Select Specialty Hospital McKeesport, Inc.	DE	80-0077092
Select Specialty Hospital Melbourne, Inc.	DE	46-3241394
Select Specialty Hospital Memphis, Inc.	DE	25-1813120
Select Specialty Hospital Midland, Inc.	DE	61-1410912
Select Specialty Hospital Milwaukee, Inc.	DE	25-1820734
Select Specialty Hospital Nashville, Inc.	DE	25-1813119
Select Specialty Hospital Northeast New Jersey, Inc.	DE	45-0497740
Select Specialty Hospital Northwest Detroit, Inc.	DE	25-1862677
Select Specialty Hospital Oklahoma City, Inc.	DE	25-1813118
Select Specialty Hospital Orlando, Inc.	DE	37-1426852
Select Specialty Hospital Oshkosh, Inc.	DE	46-4914395
Select Specialty Hospital Palm Beach, Inc.	DE	03-0508559
Select Specialty Hospital Panama City, Inc.	DE	38-3647406
Select Specialty Hospital Pensacola, Inc.	DE	03-0508545
Select Specialty Hospital Phoenix, Inc.	DE	25-1813117
Select Specialty Hospital Pittsburgh/UPMC, Inc.	DE	73-1678377
Select Specialty Hospital Quad Cities, Inc.	DE	01-0804233
Select Specialty Hospital Saginaw, Inc.	DE	25-1890958
Select Specialty Hospital San Antonio, Inc.	DE	25-1843089
Select Specialty Hospital Savannah, Inc.	DE	75-2999825
Select Specialty Hospital South Dallas, Inc.	DE	25-1855474
Select Specialty Hospital Springfield, Inc.	DE	65-0366469
Select Specialty Hospital Tallahassee, Inc.	DE	56-2314944
Select Specialty Hospital TriCities, Inc.	DE	25-1813125
Select Specialty Hospital Tulsa, Inc.	DE	25-1813116
Select Specialty Hospital Western Missouri, Inc.	DE	61-1458008
Select Specialty Hospital Winston-Salem, Inc.	DE	56-2248187
Select Specialty Hospital Zanesville, Inc.	DE	03-0508537
Select Specialty Hospitals, Inc.	DE	25-1813128
Select Synergos, Inc.	DE	25-1813114
Select Transport, Inc.	DE	23-2872899
Select Unit Management, Inc.	DE	71-0776296
SelectMark, Inc.	DE	51-0400776
SemperCare, Inc.	DE	94-3322260
SLMC Finance Corporation	DE	51-0406794
Community Rehab Centers of Massachusetts, Inc.	MA	04-3428648
S.T.A.R.T., Inc.	MA	04-2710250
Advantage Rehabilitation Clinics, Inc.	MA	04-3177879

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Kessler Institute for Rehabilitation, Inc.	NJ	22-3486125
Kessler Rehabilitation Services, Inc.	NJ	22-3705780
Rehab Provider Network New Jersey, Inc.	NJ	23-2745661
Metro Therapy, Inc.	NY	11-3068922
Select NovaCare PBG, Inc.	NY	59-3779977
Joyner Sportsmedicine Institute, Inc.	PA	23-2696896
Rehab Provider Network Pennsylvania, Inc.	PA	23-2745659
Select Subsidiaries, Inc.	PA	23-2626897
Argosy Health, LLC	DE	04-3436823
Kessler Professional Services, LLC	DE	32-0113297
Regency Hospital Company of Macon, L.L.C.	DE	58-2658683
Regency Hospital Company of Meridian, L.L.C.	DE	64-0947034
Regency Hospital Company of South Atlanta, L.L.C.	DE	58-2658680
Regency Hospital Company of South Carolina, L.L.C.	DE	57-1124822
Regency Hospital Company, L.L.C.	DE	58-2617175
Regency Hospital of Cincinnati, LLC	DE	20-0436973
Regency Hospital of Columbus, LLC	DE	56-2569339
Regency Hospital of Covington, LLC	DE	20-0437002
Regency Hospital of Fort Worth Holdings, LLC	DE	n/a
Regency Hospital of Greenville, LLC	DE	20-0122559
Regency Hospital of Jackson, LLC	DE	20-1268582
Regency Hospital of Minneapolis, LLC	DE	20-1186605
Regency Hospital of North Central Ohio, LLC	DE	20-5457719
Regency Hospital of North Dallas Holdings, LLC	DE	46-2911162
Regency Hospital of Northwest Arkansas, LLC	DE	20-0226432
Regency Hospital of Northwest Indiana, LLC	DE	16-1647691
Regency Hospital of Odessa Limited Partner, LLC	DE	n/a
Regency Hospital of Southern Mississippi, LLC	DE	20-5457617
Regency Hospital of Toledo, LLC	DE	20-3802570
Regency Hospitals, LLC	DE	20-3695110
Select Medical Property Ventures, LLC	DE	30-0255029
Select Specialty Hospital Northern Kentucky, LLC	DE	25-1816237
Select Specialty Hospital Tulsa/Midtown, LLC	DE	20-1047631
West Gables Rehabilitation Hospital, L.L.C.	DE	20-2971876
Regency Hospital of Odessa, LLLP	DE	56-2296429
Select Physical Therapy Limited Partnership for Better Living	DE	63-1186126
GH General-San Antonio, LLC	TX	26-2112902
GR General-Scottsdale, LLC	TX	27-3999078
Select Physical Therapy of Albuquerque, Ltd.	AL	62-1403979
Select Physical Therapy of Birmingham, Ltd.	AL	63-0885596
Select Physical Therapy of Blue Springs Limited Partnership	AL	63-1066232
Select Physical Therapy of Cave Springs Limited Partnership	AL	63-1150194
Select Physical Therapy of Colorado Springs Limited Partnership	AL	63-1074874
Select Physical Therapy of Connecticut Limited Partnership	AL	63-1155914
Select Physical Therapy of Denver, Ltd.	AL	84-1036747
Select Physical Therapy of Green Bay Limited Partnership	AL	63-1054106
Select Physical Therapy of Illinois Limited Partnership	AL	63-1093574
Select Physical Therapy of Kendall, Ltd.	AL	59-2719911
Select Physical Therapy of Knoxville Limited Partnership	AL	63-1120816
Select Physical Therapy of Lorain Limited Partnership	AL	63-1007432
Select Physical Therapy of Louisville, Ltd.	AL	31-1262978

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Exact Name of Additional Registrants	Jurisdiction of Incorporation	I.R.S. Employer Identification Number
Select Physical Therapy of Ohio Limited Partnership	AL	63-1184830
Select Physical Therapy of Portola Valley Limited Partnership	AL	63-1059425
Select Physical Therapy of Scottsdale Limited Partnership	AL	63-1002997
Select Physical Therapy of St. Louis Limited Partnership	AL	36-3372626
Select Physical Therapy of West Denver Limited Partnership	AL	63-1033534
Select Physical Therapy Texas Limited Partnership	AL	63-1134324
Select NovaCare PIT, Inc.	AZ	04-3792234
Rehab Provider Network of Colorado, Inc.	CO	93-1204512
Madison Rehabilitation Center, Inc.	CT	06-1046526
PTSMA, Inc.	CT	06-1026153
Baseline Rehabilitation, Inc.	FL	59-3569218
Dade Prosthetics & Orthotics, Inc.	FL	59-2394368
Gulf Breeze Physical Therapy, Inc.	FL	59-2202550
Rehab Provider Network of Florida, Inc.	FL	65-0426653
Sports & Orthopedic Rehabilitation Services, Inc.	FL	59-2922487
Victoria Healthcare, Inc.	FL	25-1897325
Georgia Physical Therapy, Inc.	GA	58-1305983
GP Therapy, L.L.C.	GA	58-2216877
RehabClinics (GALAXY), Inc.	IL	36-3382403
Select Physical Therapy of Chicago, Inc.	IL	36-3662703
Indianapolis Physical Therapy and Sports Medicine, Inc.	IN	35-1436134
Rehab Provider Network Indiana, Inc.	IN	35-1900442
NovaCare Outpatient Rehabilitation, Inc.	KS	48-0916409
Kentucky Rehabilitation Services, Inc.	KY	61-1205126
Crowley Physical Therapy Clinic, Inc.	LA	72-1207656
Fine, Bryant & Wah, Inc.	MD	52-1022420
Rehab Provider Network East II, Inc.	MD	23-2796898