

FIRST CASH FINANCIAL SERVICES INC

Form 4

January 27, 2011

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WESSEL RICK L

2. Issuer Name and Ticker or Trading Symbol
FIRST CASH FINANCIAL SERVICES INC [FCFS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
690 E. LAMAR BLVD. #400
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/25/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO

ARLINGTON, TX 76011

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Restricted Stock | 01/25/2011 | | A | | 30,000 <u>(1)</u> | A | \$ 0 42,000 <u>(1)</u> D |
| Common Stock | 01/25/2011 | | M | | 100,000 | A | <u>(2)</u> 492,905 <u>(3)</u> D |
| Common Stock | 01/25/2011 | | M | | 60,000 | A | <u>(2)</u> 552,905 D |
| Common Stock | | | | | | | 1,500 I Owned by son |

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

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(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) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Warrants | \$ 2.67 | 01/25/2011 | | M | 100,000 | 04/03/2002 | 04/03/2012 | Common Stock | 100,000 |
| Options | \$ 12.5 | 01/25/2011 | | M | 60,000 | 01/28/2005 | 01/28/2015 | Common Stock | 60,000 |
| Options | \$ 15 | | | | | 01/28/2005 | 01/28/2015 | Common Stock | 90,000 |
| Options | \$ 17.5 | | | | | 01/28/2005 | 01/28/2015 | Common Stock | 90,000 |
| Options | \$ 20 | | | | | 01/28/2005 | 01/28/2015 | Common Stock | 90,000 |
| Options | \$ 15 | | | | | 12/20/2005 | 12/20/2015 | Common Stock | 90,000 |
| Options | \$ 17 | | | | | 12/20/2005 | 12/20/2015 | Common Stock | 90,000 |
| Options | \$ 19 | | | | | 12/20/2005 | 12/20/2015 | Common Stock | 90,000 |
| Warrants | \$ 3.84 | | | | | 05/09/2003 | 05/09/2013 | Common Stock | 240,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| WESSEL RICK L 690 E. LAMAR BLVD. #400 ARLINGTON, TX 76011 | X | | Chairman & CEO | |

Signatures

/s/ Rick L.
Wessel

01/27/2011

__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).
- (1) Non-vested restricted stock award - future vesting is performance-based pursuant to terms of the Company's shareholder-approved Executive Performance Incentive Plan.
- (2) Issued pursuant to Company equity compensation plan
- (3) Includes 18,000 shares of restricted stock that vested on December 31, 2010 pursuant to terms of the Company's shareholder-approved Executive Performance Incentive Plan.

Remarks:

Shares and per share amounts reflect 2-for-1 stock split effective Feb. 22, 2006.

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.