

CASH AMERICA INTERNATIONAL INC  
Form S-8 POS  
May 19, 2009

As filed with the Securities and Exchange Commission on May 19, 2009

Registration No. 333-125471

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

**POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-8  
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933**

**CASH AMERICA INTERNATIONAL, INC.**  
(Exact name of registrant as specified in its charter)

**Texas**  
(State or other jurisdiction of  
incorporation or organization)

**75-2018239**  
(I.R.S. Employer  
Identification No.)

**1600 West 7th Street  
Fort Worth, Texas 76102**  
(Address of Principal Executive Offices) (Zip Code)

**CASH AMERICA INTERNATIONAL, INC.  
FIRST AMENDED AND RESTATED 2004 LONG-TERM INCENTIVE PLAN**  
(Full title of the plan)

**J. Curtis Linscott  
Executive Vice President, General Counsel & Secretary  
CASH AMERICA INTERNATIONAL, INC.**

**1600 West 7th Street  
Fort Worth, Texas 76102**  
(Name and address of agent for service)

**(817) 335-1100**  
(Telephone number, including area code, of agent for service)

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 definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer   
Non-accelerated filer

(Do not check if a smaller reporting company)

Accelerated filer   
Smaller reporting company

**EXPLANATORY STATEMENT**

Cash America International, Inc. hereby amends its Registration Statement on Form S-8, Registration No. 333-125471, filed with the Securities and Exchange Commission on June 3, 2005, by filing this Post-Effective Amendment No. 1 to reflect the amendment and restatement of the Cash America International, Inc. 2004 Long-Term Incentive Plan. Each of the Cash America International, Inc. First Amended and Restated 2004 Long-Term Incentive Plan, as amended (the First Amended and Restated Plan ), and the Cash America International, Inc. 2008 Long Term Incentive Plan for Cash America Net Holdings, LLC, a sub-plan under the First Amended and Restated Plan, is filed herewith as Exhibit 99.1 and Exhibit 99.2, respectively. No additional securities are being registered.

**Item 8. Exhibits**

Exhibit	Description of Exhibit
99.1	Cash America International, Inc. First Amended and Restated 2004 Long-Term Incentive Plan, as amended (incorporated herein by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K, filed April 28, 2009)
99.2	Cash America International, Inc. 2008 Long Term Incentive Plan for Cash America Net Holdings, LLC (sub-plan) (incorporated herein by reference to Exhibit 10.2 of the Company's Current Report on Form 8-K, filed April 28, 2009)

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the 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 Fort Worth, State of Texas, on May 19, 2009.

**CASH AMERICA INTERNATIONAL,  
INC.**

By: /s/ J. Curtis Linscott  
J. Curtis Linscott  
Executive Vice President, General  
Counsel and Secretary

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated:

<b>Signature</b>	<b>Capacity</b>	<b>Date</b>
*	Chairman of the Board and Director	May 19, 2009
Jack R. Daugherty /s/ Daniel R. Feehan	Chief Executive Officer, President and Director (Principal Executive Officer)	May 19, 2009
Daniel R. Feehan /s/ Thomas A. Bessant, Jr.	Executive Vice President, Chief Financial Officer (Principal Financial and Accounting Officer)	May 19, 2009
Thomas A. Bessant, Jr. /s/ Daniel E. Berce	Director	May 19, 2009
Daniel E. Berce /s/ Albert Goldstein	Director	May 16, 2009
Albert Goldstein *	Director	May 19, 2009
James H. Graves *	Director	May 19, 2009
B.D. Hunter *	Director	May 19, 2009
Timothy J. McKibben *	Director	May 19, 2009

Alfred M. Micallef

J. Curtis Linscott, by signing his name hereto, does hereby sign and execute this Post-Effective Amendment No.1 to the Registration Statement on Form S-8 on behalf of the above-named directors of Cash America International, Inc. on this 19th day of May, 2009, pursuant to powers of attorney executed on behalf of such director and previously filed with the Securities and Exchange Commission.

By: /s/ J.

\* Curtis  
Linscott  
J. Curtis  
Linscott

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**EXHIBIT INDEX**

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