

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

COMMUNITY HEALTH SYSTEMS, INC.

(Exact name of registrant as specified in its charter)

DELAWARE

(State or other jurisdiction of
incorporation or organization)

13-3893191

(I.R.S. Employer
Identification Number)

155 FRANKLIN ROAD, SUITE 400
BRENTWOOD, TENNESSEE 37027

(Address of registrant's principal executive offices)

COMMUNITY HEALTH SYSTEMS HOLDINGS CORP.
EMPLOYEE STOCK OPTION PLAN

STOCK OPTIONS GRANTED TO CERTAIN DIRECTORS
PURSUANT TO INDIVIDUAL STOCK OPTION AGREEMENTS
(Full title of the plans)

RACHEL A. SEIFERT
SENIOR VICE PRESIDENT, SECRETARY AND GENERAL COUNSEL
155 FRANKLIN ROAD, SUITE 400
BRENTWOOD, TENNESSEE 37027
(615) 373-9600

(Name, address, and telephone number of agent for service)

EXPLANATORY NOTE

This Post-Effective Amendment No. 1 to registration statement on Form S-8 (file no. 333-100349) is being filed to add a plan title to the cover page, which was inadvertently omitted from the original filing. Of the 502,791 shares registered in the initial filing, 153,158 shares represent shares issuable upon exercise of individual stock option grants made to retain the following directors of Community Health Systems, Inc. on the following dates pursuant to Stock Option Agreements, as amended (the "Agreements"): Sheila P. Burke on August 6, 1997, Robert J. Dole on May 14, 1997, J. Anthony Forstmann on October 15, 1997, Dale F. Frey on May 14, 1997 and Michael A. Miles on May 14, 1997. The remaining 349,633 shares registered in the initial filing represent shares issuable upon exercise of the stock option grants made under the Community Health Systems Holdings Corp. Employee Stock Option Plan (the "Plan").

Part I, Item 8 of Part II and the opinion of counsel filed are also being revised to include references to the Agreements. No other changes are being made to the original filing, and the number of total registered shares remains the same.

PART I

Holders of awards granted under the Plan and the Agreements will be provided with the documents containing information specified by Part I of this Registration Statement in accordance with Rule 428(b)(1) promulgated by the Securities and Exchange Commission (the "SEC") under the Securities Act of 1933, as amended. These documents constitute, along with the

documents incorporated by reference into the original Registration Statement pursuant to Item 3 of Part II, a prospectus that meets the requirements of Section 10(a) of the Securities Act.

PART II

ITEM 8. EXHIBITS

EXHIBIT NO. -----	DESCRIPTION OF EXHIBIT -----
4.1**	Our Restated Certificate of Incorporation filed as Exhibit 3.1 to our Form 10-Q for the quarterly period ended June 30, 2000.
4.2**	Our Amended and Restated By-Laws filed as Exhibit 3.2 to our Annual Report on Form 10-K for the year ended December 31, 2000.
4.3**	The Community Health Systems Holdings Corp. Employee Stock Option Plan filed as Exhibit 10.4 to our Registration Statement on Form S-1 (No. 333-31790).
4.4**	Form of Director Stock Option Agreement filed as Exhibit 10.1 to our Registration Statement on Form S-1 (No. 333-31790).
4.5*	Amendment No. 1 to Director Stock Option Agreements, dated October 4, 2002.
5.1*	Opinion of Fried, Frank, Harris, Shriver & Jacobson as to the legality of securities offered under the Community Health Systems Holdings Corp. Employee Stock Option Plan.
23.1***	Consent of Deloitte & Touche LLP.
24.1***	Power of Attorney (included in the signature pages of this Registration Statement).

* Filed herewith.

** Incorporated by reference.

*** Filed previously on our original Registration Statement on Form S-8.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, we certify that we have reasonable grounds to believe that we meet all of the requirements for filing on Form S-8 and have duly caused this Post-Effective Amendment to be signed on our behalf by the undersigned, thereunto duly authorized, in the City of Brentwood, State of Tennessee, on this October 14, 2002.

COMMUNITY HEALTH SYSTEMS, INC.

/s/ Wayne T. Smith

Wayne T. Smith
Chairman of the Board, President
and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment has been signed by the following in the capacities indicated and as of the date indicated.

Signature	Title
-----	-----
* ----- Wayne T. Smith	Chairman of the Board, President and Chief Executive Officer (principal executive officer)
* ----- W. Larry Cash	Executive Vice President, Chief Financial Officer and Director (principal financial officer)
* ----- T. Mark Buford	Vice President and Corporate Controller (principal accounting officer)
* ----- Sheila P. Burke	Director
* ----- Robert J. Dole	Director
* ----- J. Anthony Forstmann	Director
* ----- Theodore J. Forstmann	Director
* ----- Dale F. Frey	Director
* ----- Sandra J. Horbach	Director
* ----- Harvey Klein, M.D.	Director

*

Thomas H. Lister

Director

*

Michael A. Miles

Director

* Wayne T. Smith hereby signs this Post-Effective Amendment on behalf of each of the indicated persons for whom he is attorney-in-fact pursuant to a power of attorney filed with the original Registration Statement on Form S-8 on October 3, 2002.

By: /s/ Wayne T. Smith

Wayne T. Smith
Chairman of the Board, President
and Chief Executive Officer,
Attorney-in-Fact

INDEX TO EXHIBITS

EXHIBIT NO. -----	DESCRIPTION OF EXHIBIT -----
4.1**	Our Restated Certificate of Incorporation filed as Exhibit 3.1 to our Form 10-Q for the quarterly period ended June 30, 2000.
4.2**	Our Amended and Restated By-Laws filed as Exhibit 3.2 to our Annual Report on Form 10-K for the year ended December 31, 2000.
4.3**	The Community Health Systems Holdings Corp. Employee Stock Option Plan filed as Exhibit 10.4 to our Registration Statement on Form S-1 (No. 333-31790).
4.4**	Form of Director Stock Option Agreement filed as Exhibit 10.1 to our Registration Statement on Form S-1 (No. 333-31790).
4.5*	Amendment No. 1 to Director Stock Option Agreements, dated October 4, 2002.
5.1*	Opinion of Fried, Frank, Harris, Shriver & Jacobson as to the legality of securities offered under the Community Health Systems Holdings Corp. Employee Stock Option Plan.
23.1***	Consent of Deloitte & Touche LLP.
24.1***	Power of Attorney (included in the signature pages of this Registration Statement).

* Filed herewith.

** Incorporated by reference.

*** Filed previously on our original Registration Statement on Form S-8.

FORM OF
AMENDMENT NO. 1
TO THE
DIRECTOR STOCK OPTION AGREEMENT

NOW, THEREFORE, the parties agree to make the following changes to the Director Stock Option Agreement (the "Agreement"), effective on the date that this amendment is executed by the parties:

1. The first paragraph of Section 4.2 of the Agreement is hereby amended in its entirety to replace the text thereof with the following:

"4.2 SALES NOTICE. The Company shall give the Optionee 10 days' notice (or, if not practicable, such shorter notice as may be practicable) prior to the anticipated date of the consummation of a Total Sale (as hereinafter defined)."

2. The second paragraph of Section 4.2 of the Agreement is amended to (i) delete the reference to "(a)" therein, and (ii) delete the clause ", and (b) the term "Partial Sale" shall mean any sale by the FL & Co. Companies of all or a portion of their shares of Class A Common Stock to a Third Party, including through any public offering, which sale is not a Total Sale."

3. Section 5.2 of the Agreement is hereby amended to (i) delete the reference to "(a)" therein, and (ii) delete the clause ", and (b) a fully executed Stockholder's Agreement (a copy of which, in the form to be executed by the Optionee (which may differ from the form attached hereto), will be supplied to the Optionee upon request) and the undated stock power referred to in Section 4.12(a)(ii) of the Stockholder's Agreement" therein.

4. Section 5.3 of the Agreement is hereby amended to delete the phrase "and a fully executed Stockholder's Agreement and stock power" therein.

5. The first sentence of Section 5.4 of the Agreement is amended to delete the clause "(b) the Optionee shall have delivered the fully executed Stockholder's Agreement and stock power to the Company," therein.

6. The second sentence of Section 5.4 of the Agreement is amended to delete the clause ", subject to the provisions of the Stockholder's Agreement" therein.

7. Section 5.5 of the Agreement is deleted in its entirety.

8. The first sentence of Section 7.1 of the Agreement is amended to delete the clause ", or unless the Company shall authorize the redemption of the unexercised portion of the Option pursuant to Section 7.2 hereof" at the end thereof.

9. Sections 7.2, 7.3 and 7.4 of the Agreement are deleted in their entirety.

10. Section 15 of the Agreement is amended to delete the phrase "and, upon execution thereof, the Stockholder's Agreement," therein and to replace the words "constitute" and "supersede" with the words "constitutes" and "supersedes", respectively.

Except as expressly amended hereby, the provisions of the Agreement are and shall remain in full force and effect.

COMMUNITY HEALTH SYSTEMS, INC.

By: [Name] Date
Its: [Title]

DIRECTOR

[Name]

Date

[Letterhead of Fried, Frank, Harris, Shriver & Jacobson,
a partnership including professional corporations]

October 11, 2002

Community Health Systems, Inc.
155 Franklin Road, Suite 400
Brentwood, Tennessee 37027

RE: Registration Statement on Form S-8

Ladies and Gentlemen:

On October 3, 2002, Community Health Systems, Inc. (the "Company") filed with the Securities and Exchange Commission a Registration Statement on Form S-8 (the "Registration Statement") with respect to 153,158 shares of common stock, par value \$.01 per share, of the Company, issuable to certain directors of the Company pursuant to Stock Option Agreements, as amended (the "Agreements") and 349,633 shares of common stock, par value \$.01 per share, of the Company, issuable pursuant to the Community Health Systems Holdings Corp. Employee Stock Option Plan (the "Plan") as of the Company's initial public offering (collectively, the "Shares").

With your permission, all assumptions and statements of reliance herein have been made without any independent investigation or verification on our part except to the extent otherwise expressly stated, and we express no opinion with respect to the subject matter or accuracy of such assumptions or items relied upon.

In connection with this opinion, we have (i) investigated such questions of law, (ii) examined originals or certified, conformed or reproduction copies of such agreements, instruments, documents and records of the Company, such certificates of public officials and such other documents, and (iii) received such information from officers and representatives of the Company as we have deemed necessary or appropriate for the purposes of this opinion. In all examinations, we have assumed the legal capacity of all natural persons executing documents, the genuineness of all signatures, the authenticity of original and certified documents and the conformity to original or certified copies of all copies submitted to us as conformed or reproduction copies. As to various questions of fact relevant to the opinions expressed herein, we have relied upon, and assume the accuracy of, representations and warranties contained in documents and certificates and oral or written statements and other information of or from representatives of the Company and others and assume compliance on the part of all parties to the documents with their covenants and agreements contained therein. We also have assumed that any future changes to the terms and conditions of the Agreements or the Plan will be duly authorized by the Company and will comply with all applicable laws.

Based upon the foregoing and subject to the limitations and assumptions set forth herein, we are of the opinion that the Shares registered pursuant to the Registration Statement (when issued, delivered and paid for in accordance with the terms of the Agreements or the Plan and any applicable option agreements thereunder) will be duly authorized, validly issued, fully paid and non-assessable.

The opinion expressed herein is limited to the General Corporation Law of the State of Delaware (the "GCLD") and the applicable provisions of the Delaware Constitution, in each case as currently in effect, and reported judicial decisions interpreting the GCLD the Delaware Constitution.

We hereby consent to the filing of this opinion as an exhibit to the Registration Statement and to the reference to this Firm under the caption "Interests of Named Experts and Counsel" in the Registration Statement. In giving such consent, we do not hereby admit that we are in the category of such persons whose consent is required under Section 7 of the Securities Act of 1933, as amended.

Very truly yours,

FRIED, FRANK, HARRIS, SHRIVER & JACOBSON

By: /s/ Jeffrey Bagner

Jeffrey Bagner