



Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼ ▼

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

101900455

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Cross Country TravCorps, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: May 22, 2001

2. Name and address of receiving party(ies)

Name: Cross Country, Inc.

Internal Address: Suite 200

Street Address: 6551 Park of Commerce Blvd.

City: Boca Raton State: FL Zip: 33487

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No. (s)

B. Trademark Registration No. (s)
1,491,664; 1,575,404; 1,892,328; 2,109,800; 2,122,225

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Jennifer Silver, Esq.

Internal Address: Room 1888

Proskauer Rose LLP

Street Address: 1585 Broadway

City: New York State: NY Zip: 10036-8299

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41) \$ 140.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

16-2500

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Jennifer Silver

Name of Person Signing

Signature

November 12, 2001

Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

11/21/2001 00000030 162500 1491664
01 FC:401
02 FC:402
100.00 CH
40.00 CH

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CROSS COUNTRY TRAVCORPS, INC.", CHANGING ITS NAME FROM "CROSS COUNTRY TRAVCORPS, INC." TO "CROSS COUNTRY, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF MAY, A.D. 2001, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3045979 8100

010245956

AUTHENTICATION: 1148635

DATE: 05-23-01

TRADEMARK
REEL: 002398 FRAME: 0364

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
CROSS COUNTRY TRAVCORPS, INC.

The undersigned corporation, in order to amend its Certificate of Incorporation, hereby certifies as follows:

FIRST: The name of the corporation is:

Cross Country TravCorps, Inc.

SECOND: The certificate of incorporation of the corporation was filed with the Department of State on May 20, 1999.

THIRD: The corporation hereby amends its Certificate of Incorporation as follows:

Paragraph FIRST of the Certificate of Incorporation, relating to the corporate title of the corporation, is hereby amended to read, in its entirety, as follows:


FIRST: The name of the corporation is:

Cross Country, Inc.

FOURTH: The written amendment effected herein was authorized by the written consent, setting forth the action so taken, of holders of outstanding capital stock of Cross Country TravCorps, Inc., having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted pursuant to Sections 228 and 242 of the General Corporation Law of the State of Delaware and written notice has been given as provided in Section 228(d) of the General Corporation Law of the State of Delaware.

(signature page to follow)

IN WITNESS WHEREOF, I hereunto sign my name and affirm that the statements made herein are true under the penalties of perjury, this 22nd day of May, 2001.

By: 
Name: Stephen W. Rubin
Title: Secretary

5730/22742-001 NYLIB2/838988 v1

RECORDED: 11/15/2001

TRADEMARK
REEL: 002398 FRAME: 0366