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

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, Inc. 11-27-01
Individual(s) Association
General Partnership Limited Partnership
[X] Corporation-State Delaware
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: CFRC, Inc.
Internal
Address:
Street Address: 2325-B Renaissance Drive
City: Las Vegas State: NV Zip: 89119
Individual(s) citizenship
Association
General Partnership
Limited Partnership
[X] Corporation-State Nevada
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

3. Nature of conveyance:
[X] Assignment Merger
Security Agreement Change of Name
Other
Execution Date: November 20, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
76/292,885; 76/292,888; 76/292,887; 76/292,886
B. Trademark Registration No.(s)
1,491,664; 2,109,800; 2,122,225; 2,232,172
Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 8

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

7. Total fee (37 CFR 3.41).....\$ 215.00
Enclosed
[X] 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 27, 2001
Date
Total number of pages including cover sheet, attachments, and document: 3

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

TRADEMARK REEL: 002402 FRAME: 0269

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**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
ASSIGNMENT OF U.S. TRADEMARKS**

WHEREAS, Cross Country, Inc., a Delaware corporation located and doing business at 6551 Park of Commerce Blvd., Suite 200, Boca Raton, Florida 33487 ("Assignor"), has adopted, used and is using the trademarks listed on Schedule A attached hereto (the "Marks"); and


WHEREAS, Assignor owns the U.S. Trademark Registrations and Applications listed on Schedule A attached hereto (the "U.S. Trademark Registrations and Applications"); and

WHEREAS, CFRC, Inc., a Nevada corporation located and doing business at 2325-B Renaissance Drive, Las Vegas, Nevada 89119 ("Assignee"), desires to obtain all rights in and to the Marks and the U.S. Trademark Registrations and Applications.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Marks, the U.S. Trademark Registrations and Applications and all other registrations and applications to register the Marks, the right to recover for any and all past infringements of the Marks, and the goodwill of the business in connection with which the Marks are used.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed as of this 20th day of November, 2001.

CROSS COUNTRY, INC.

By: 
Name:
Title:

SCHEDULE A

Mark	Reg No.	Serial No.	Reg. Date	Filing Date
ASSIGNMENT AMERICA & Design	-----	76/292,885	-----	7/31/01
CROSS COUNTRY	2,109,800	75/069,063	10/28/97	3/7/96
CROSS COUNTRY	-----	76/292,888	-----	7/31/01
CROSS COUNTRY & Design	-----	76/292,887	-----	7/31/01
CROSS COUNTRY NURSES	1,491,664	73/683,701	6/7/88	9/8/87
CROSS COUNTRY STAFFING	2,122,225	75/061,488	12/16/97	2/23/96
CROSS COUNTRY TRAVCORPS & Design	-----	76/292,886	-----	7/31/01
DISCOVER THE FREEDOM	2,232,172	75/441,822	3/16/99	2/27/98