

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CROSS COUNTRY, HEALTHCARE, INC.	CROSS COUNTRY, INC.	05/08/2003	CORPORATION: DELAWARE
CROSS COUNTRY, INC.		05/08/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	CROSS COUNTRY HEALTHCARE, INC.
Street Address:	6551 Park of Commerce Blvd.
City:	Boca Raton
State/Country:	FLORIDA
Postal Code:	33487
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	2582007	ASSIGNMENT AMERICA
Registration Number:	2639003	CEJKA
Serial Number:	78266032	CEJKA SEARCH
Registration Number:	2656070	
Registration Number:	2202588	CLINCHECK
Registration Number:	2055308	CLINFORCE
Registration Number:	2699586	CROSS COUNTRY
Serial Number:	78267661	CROSS COUNTRY HEALTHCARE
Serial Number:	78307954	CROSS COUNTRY HEALTHCARE
Registration Number:	1491664	CROSS COUNTRY NURSES
Registration Number:	2122225	CROSS COUNTRY STAFFING
Registration Number:	2824372	CROSS COUNTRY TRAVCORPS
Registration Number:	2232172	DISCOVER THE FREEDOM
Registration Number:	2149757	NOVAPRO

CH \$465.00 2582007

Registration Number:	2555975	PRACTICE TOUR
Serial Number:	78274838	SHAPING THE FUTURE OF HEALTHCARE ... ONE SEARCH AT A TIME
Registration Number:	1575404	TRAVCORPS
Registration Number:	1344963	TRAVELING NURSE CORPS

CORRESPONDENCE DATA

Fax Number: (212)969-2900
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212 969-3000
Email: trademark@proskauer.com
Correspondent Name: Proskauer Rose, LLP
Address Line 1: 1585 Broadway
Address Line 4: New York, NEW YORK 10036-8299

ATTORNEY DOCKET NUMBER:	22742-012 CROSS COUNTRY
NAME OF SUBMITTER:	Sonia V. Heuer

Total Attachments: 2
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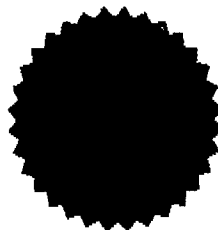
Delaware

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The First State

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, INC.", CHANGING ITS NAME FROM "CROSS COUNTRY, INC." TO "CROSS COUNTRY HEALTHCARE, INC.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF MAY, A.D. 2003, AT 1:55 O'CLOCK P.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

AUTHENTICATION: 2406772

030299805

DATE: 05-08-03

TRADEMARK

REEL: 002987 FRAME: 0604

**CERTIFICATE OF AMENDMENT
OF THE
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF
CROSS COUNTRY, INC.**

The undersigned corporation, in order to amend its Amended and Restated Certificate of Incorporation (the "Certificate of Incorporation"), hereby certifies as follows:

FIRST: The name of the corporation is Cross Country, Inc.

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

Article I of the Certificate of Incorporation, relating to the name of the corporation, is hereby amended and restated to read in its entirety as follows:

The name of the Corporation is Cross Country Healthcare, Inc.

THIRD: The Amendment to the Certificate of Incorporation effected herein was duly adopted in accordance with the applicable provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Amendment, this 8th day of May.

CROSS COUNTRY, INC.

By: 
Name: Joseph A. Boshart
Title: President and Chief Executive Officer

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State of Delaware
Secretary of State
Division of Corporations
Delivered 02:01 PM 05/08/2003
FILED 01:55 PM 05/08/2003
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