

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
CFRC, INC.		04/11/2003	CORPORATION: NEVADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CROSS COUNTRY, INC.		
<b>Street Address:</b>	6551 Park of Commerce Blvd.		
<b>Internal Address:</b>	Suite 200		
<b>City:</b>	Boca Raton		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	33487		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2055308	CLINFORCE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)969-2900		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	212 969-3000		
<b>Email:</b>	TRADEMARK@PROSKAUER.COM		
<b>Correspondent Name:</b>	S.V. HEUER		
<b>Address Line 1:</b>	1585 BROADWAY		
<b>Address Line 2:</b>	TRADEMARK DEPARTMENT		
<b>Address Line 4:</b>	NEW YORK, NEW YORK 10036-8299		
<b>ATTORNEY DOCKET NUMBER:</b>	22742-032 CROSS COUNTRY		
<b>NAME OF SUBMITTER:</b>	S.V. HEUER		
<b>Signature:</b>	/S.V. HEUER/		

CH \$40.00 2055308

Date:

11/04/2005

**Total Attachments: 3**

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04-24-2003

Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)  
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102429148

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):

CFRC, Inc.

4-21-03

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

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

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: Florida 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

3. Nature of conveyance:

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

Execution Date: May 1, 2002

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

A. Trademark Application No.(s)

76/292,888; 76/292.886

B. Trademark Registration No.(s)

1,491,664; 2,109,800; 2,122,225; 2,582,007;  
2,699,586; 2,232,172; 2,005,308; 2,005,309

Additional number(s) attached  Yes  No

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

Name: Jennifer deWolf Paine, Esq.

Internal Address: Room 1872

Proskauer Rose LLP

Street Address:

1585 Broadway

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

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41).....\$ 265.00

- 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 deWolf Paine, Esq.

Name of Person Signing

*Jennifer deWolf Paine*  
Signature

4/14/03  
Date

Total number of pages including cover sheet, attachments, and document: 3

04/24/2003 ECDOPER 00000028 162500 76292888

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

01 FC:8521 40.00 CN  
02 FC:8522 225.00 CN

TRADEMARK  
REEL: 003188 FRAME: 0160

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

WHEREAS, CFRC, Inc., a Nevada corporation located and doing business at 2325-B Renaissance Drive, Las Vegas, Nevada 89119 ("Assignor"), is the recorded owner of the U.S. Trademark Registrations and Applications listed on Schedule A attached hereto (the "Marks"); and

WHEREAS, Cross Country, Inc., a Delaware corporation located and doing business at 6551 Park of Commerce Blvd., Suite 200, Boca Raton, Florida 33487 ("Assignee"), has been using the Marks and has previously acquired rights in the Marks from Assignor;

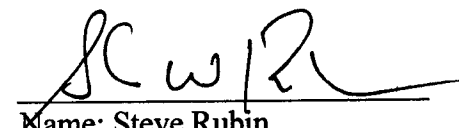
WHEREAS, Assignee wishes to formalize its acquisition of all right, title, and interest in and to the Marks, including the registrations therefor;

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.

This assignment is to clarify the rights of the parties as both parties acknowledge and agree that they have been, and this assignment is effective nunc pro tunc as of May 1, 2002.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed as of this 11<sup>TH</sup> day of APRIL, 2003.

CFRC, INC.

By:   
Name: Steve Rubin

Title: Secretary

**SCHEDULE A**

<b>Mark</b>	<b>Reg No.</b>	<b>Serial No.</b>	<b>Reg. Date</b>	<b>Filing Date</b>
ASSIGNMENT AMERICA & Design	2,582,007	76/292,885	6/18/02	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	2,699,586	76/292,887	3/25/03	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
CLINFORCE	2,055,308	75/116,063	4/22/97	6/7/96
MISCELLANEOUS DESIGN	2,005,309	75/116,073	4/22/97	6/7/96