

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM546952

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|---|--|--------------------------|----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Termination and Release of Security Interest in Trademarks | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| SUNTRUST BANK, AS ADMINISTRATIVE AGENT | | 10/25/2019 | Corporation: GEORGIA |
| RECEIVING PARTY DATA | | | |
| Name: | Cross Country Healthcare, Inc. | | |
| Street Address: | 5201 Congress Road | | |
| Internal Address: | Suites AB | | |
| City: | Boca Raton | | |
| State/Country: | FLORIDA | | |
| Postal Code: | 33487 | | |
| Entity Type: | Corporation: DELAWARE | | |
| PROPERTY NUMBERS Total: 11 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4070252 | CROSS COUNTRY PUBLISHING | |
| Registration Number: | 3519153 | CROSS COUNTRY EDUCATION | |
| Registration Number: | 3505760 | NURSE MANAGER BOOT CAMP | |
| Registration Number: | 2973868 | CROSS COUNTRY HEALTHCARE | |
| Registration Number: | 3077370 | CROSS COUNTRY HEALTHCARE | |
| Registration Number: | 2582007 | ASSIGNMENT AMERICA | |
| Registration Number: | 2824372 | CROSS COUNTRY TRAVCORPS | |
| Registration Number: | 2055308 | CLINFORCE | |
| Registration Number: | 2122225 | CROSS COUNTRY STAFFING | |
| Registration Number: | 1491664 | CROSS COUNTRY NURSES | |
| Registration Number: | 1575404 | TRAVCORPS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 8009144240 | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Phone: | 8007130755 | | |
| Email: | Ted.Mulligan@wolterskluwer.com | | |
| Correspondent Name: | CT Corporation | | |

OP \$290.00 4070252

Address Line 1: 4400 Easton Commons Way
Address Line 2: Suite 125
Address Line 4: Columbus, OHIO 43219

NAME OF SUBMITTER: Syed Humza Moinuddin

SIGNATURE: /Syed Humza Moinuddin/

DATE SIGNED: 10/28/2019

Total Attachments: 4

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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of October 25, 2019 (this “Release”), is made by SunTrust Bank, as Administrative Agent (the “Administrative Agent”) in favor of Cross Country Healthcare, Inc., a Delaware corporation (the “Obligor”).

WHEREAS, pursuant to that certain Amended and Restated Security and Pledge Agreement dated as of August 1, 2017 (as amended, modified, supplemented, increased, extended, restated, refinanced and replaced from time to time, the “Security Agreement”) by and among the Obligor, the Administrative Agent and others party thereto, the Obligor granted to the Administrative Agent, for the benefit of the holders of the Secured Obligations, a continuing security interest in, and a right to set off against, any and all right, title and interest of the Obligor in and to all Trademarks, Trademark Licenses, and Proceeds of the foregoing (collectively, the “Trademark Collateral”); and

WHEREAS, pursuant to the Security Agreement, the Obligor executed and delivered to the Administrative Agent, for the benefit of the holders of the Secured Obligations, the Notice of Grant of Security Interest in Trademarks recorded at the United States Patent and Trademark Office (the “USPTO”) on June 23, 2016 at Reel 5820 Frame 0151 (the “Notice”).

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent, on behalf of the holders of the Secured Obligations, and the Obligor agree as follows:

SECTION 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement.

SECTION 2. Termination and Release. Administrative Agent, on behalf of the holders of the Secured Obligations, without representation, warranty, or recourse, hereby:

- (a) terminates, cancels, discharges, and releases the continuing security interest in, and the right to set off against, the Obligor’s right, title, and interest in and to all the Trademark Collateral, including, but not limited to, the foregoing listed on Schedule A attached hereto, granted pursuant to the Security Agreement or the Notice; and
- (b) authorizes the recordation of this Release with the USPTO at the Obligor’s expense.

SECTION 3. Choice of Law. This Release shall be governed by and construed in accordance with the laws of the State of New York.

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IN WITNESS WHEREOF, the Administrative Agent, on behalf of the holders of the Secured Obligations, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Administrative Agent:

SunTrust Bank, as Administrative Agent

By: _____

Name: Juan De Jesus-Caballero

Title: Senior Vice President

Schedule A

**U.S. Trademarks Subject to Security Interest
Granted by Cross Country Healthcare, Inc.
In Favor of SunTrust Bank, as Administrative Agent
Recorded June 23, 2016 at Reel 5820 Frame 0151**

Trademark Registrations

| Mark | Reg. No. | Reg. Date |
|-------------------------------------|-----------------|------------------|
| CROSS COUNTRY PUBLISHING and Design | 4070252 | 12/13/11 |
| CROSS COUNTRY EDUCATION and Design | 3519153 | 10/21/08 |
| NURSE MANAGER BOOT CAMP | 3505760 | 09/23/08 |
| CROSS COUNTRY HEALTHCARE | 2973868 | 07/19/05 |
| CROSS COUNTRY HEALTHCARE and Design | 3077370 | 04/04/06 |
| ASSIGNMENT AMERICA and Design | 2582007 | 06/18/02 |
| CROSS COUNTRY TRAVCORPS and Design | 2824372 | 03/23/04 |
| CLINFORCE | 2055308 | 04/22/97 |
| CROSS COUNTRY STAFFING | 2122225 | 12/16/97 |
| CROSS COUNTRY NURSES | 1491664 | 06/07/88 |
| TRAVCORPS | 1575404 | 01/02/90 |