

Greene Greg
Form 3
February 25, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Greene Greg
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
02/16/2005

3. Issuer Name and Ticker or Trading Symbol
CROSS COUNTRY HEALTHCARE INC [CCRN]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

CROSS COUNTRY
EDUCATION, INC., 1645
MURFREESBORO ROAD,
SUITE J

(Street)

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
President, Cross Country Educa

NASHVILLE, TN 37217

(City) (State) (Zip)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

43

D

A

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (1)	02/14/2014	Common Stock	3,000	\$ 18.465	D	Â
Employee Stock Option (right to buy)	Â (2)	02/16/2015	Common Stock	10,000	\$ 15.6	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Greene Greg CROSS COUNTRY EDUCATION, INC. 1645 MURFREESBORO ROAD, SUITE J NASHVILLE, TN 37217	Â	Â	Â President, Cross Country Educa	Â

Signatures

/s/Gregory
Greene

02/25/2005

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The option is subject to the vesting schedule set forth in the Amended and Restated Stock Option Plan of the Company. The option is currently exercisable as to 750 shares. The option will be exercisable as to 1,500 shares as of February 4, 2006, 2,250 as of February 4, 2007 and 3,000 as of February 4, 2008.

The option is subject to the vesting schedule set forth in the Amended and Restated Stock Option Plan of the Company. The option is not currently exercisable. The option will be exercisable as to 2,500 shares as of February 16, 2006, 5,000 as of February 16, 2007, 7,500 as of February 16, 2008 and 10,000 as of February 16, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.