

Gulacsy Elizabeth  
Form 3  
April 05, 2011

**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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â Gulacsy Elizabeth                       |         | (Month/Day/Year)                     | CROSS COUNTRY HEALTHCARE INC [CCRN]  |  |
| (Last)                                    | (First) | (Middle)                             | 03/28/2011   |  |
| 6085 INDIAN FOREST CIRCLE                 |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| LAKE WORTH,Â FLÂ 33463                    |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | Chief Accounting Officer   |  |

**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 (restricted) <sup>(1)</sup> | 1,800   | D  | Â   |
| Common Stock (restricted) <sup>(2)</sup> | 2,000   | D  | Â   |

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 (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|------------------------------------|---------------------------------|---|
|--|--|---|------------------------------------|---------------------------------|---|

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|                                      | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) |   |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|---------------------|---|---|
| Employee Stock Option (right to buy) | Â (3)            | 08/08/2012      | Common Stock | 3,000                      | \$ 12.31            | D   | Â |
| Employee Stock Option (right to buy) | Â (4)            | 04/11/2013      | Common Stock | 1,125                      | \$ 10.38            | D   | Â |
| Employee Stock Option (right to buy) | Â (5)            | 02/16/2015      | Common Stock | 3,000                      | \$ 15.6             | D   | Â |
| Stock Appreciation Right             | Â (6)            | 10/01/2014      | Common Stock | 2,000                      | \$ 18.25            | D   | Â |
| Stock Appreciation Right             | Â (7)            | 05/06/2015      | Common Stock | 2,000                      | \$ 13.02            | D   | Â |
| Stock Appreciation Right             | Â (8)            | 06/01/2016      | Common Stock | 2,000                      | \$ 8.56             | D   | Â |
| Stock Appreciation Right             | Â (9)            | 06/01/2017      | Common Stock | 2,000                      | \$ 8.09             | D   | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| Gulacsy Elizabeth<br>6085 INDIAN FOREST CIRCLE<br>LAKE WORTH, FL 33463 | Â             | Â         | Â Chief Accounting Officer | Â     |

## Signatures

/s/ Elizabeth Gulacsy 04/05/2011

\*\*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).
- (1) The restricted shares of common stock vest in four equal installments. The first installment vested on June 1, 2010, and the remaining three installments will vest on June 1, 2011, June 1, 2012 and June 1, 2013.
- (2) The restricted shares of common stock vest in four equal installments. The installments will vest on June 1, 2011, June 1, 2012, June 1, 2013 and June 1, 2014.
- (3) The stock options vested in four equal installments on August 8, 2003, August 8, 2004, August 8, 2005 and August 8, 2006.
- (4) The stock options vested in four equal installments on April 11, 2004, April 11, 2005, April 11, 2006 and April 11, 2007.
- (5) The stock options vested in four equal installments on February 16, 2006, February 16, 2007, February 16, 2008 and February 16, 2009.
- (6)

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The stock appreciation rights vest in four equal installments. The first installment vested on October 1, 2008, the second installment vested on October 1, 2009, the third installment vested on October 1, 2010, and the remaining installment will vest on October 1, 2011.

- (7) The stock appreciation rights vest in four equal installments. The first installment vested on May 6, 2009, the second installment vested on May 6, 2010, and the remaining two installments will vest on May 6, 2011 and May 6, 2012.
- (8) The stock appreciation rights vest in four equal installments. The first installment vested on June 1, 2010, and the remaining three installments will vest on June 1, 2011, June 1, 2012 and June 1, 2013.
- (9) The stock appreciation rights vest in four equal installments. The installments will vest on June 1, 2011, June 1, 2012, June 1, 2013 and June 1, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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