

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

CROSS COUNTRY, INC.

(Exact Name of Registrant as Specified in its Charter)

DELAWARE

13-4066229

(State of Incorporation
or Organization)

(I.R.S. Employer
Identification No.)

6551 PARK OF COMMERCE BLVD., N.W., SUITE 200, BOCA RATON, FL 33487

(Address of principal executive offices)

If this form relates to the
registration of a class of securities
pursuant to Section 12(b) of the
Exchange Act and is effective
pursuant to General Instruction
A.(c), check the following box. / /

If this form relates to the
registration of a class of securities
pursuant to Section 12(g) of the
Exchange Act and is effective
pursuant to General Instruction
A.(d), check the following box. /X/

Securities Act registration statement file number to which this form relates:
333-64914

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class
to be so Registered

Name of Each Exchange on Which
Each Class is to be Registered

NONE

Securities to be registered pursuant to Section 12(g) of the Act:

COMMON STOCK, PAR VALUE \$0.0001 PER SHARE

(Title of Class)

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Item 1. Description of Registrant's Securities to be Registered.

This registration statement relates to the common stock, par value \$0.0001 per share, of Cross Country, Inc. Incorporated by reference to the information set forth under the caption "Description of Capital Stock" in the Company's Registration Statement on Form S-1, as amended (the "S-1 Registration Statement"), initially filed by Cross Country, Inc. with the Securities and Exchange Commission on July 11, 2001 (Registration No. 333-64914).

Item 2. Exhibits.

1. Amended and Restated Certificate of Incorporation of Registrant (incorporated herein by reference to Exhibit 3.1 to the Registrant's S-1 Registration Statement).

2. Amended and Restated By-laws of Registrant (incorporated herein by reference to Exhibit 3.2 to the Registrant's S-1 Registration Statement).

3. Form of specimen of common stock certificate (incorporated herein by reference to Exhibit 4.1 to the Registrant's S-1 Registration Statement).

4. Amended and Restated Stockholders Agreement, dated as of August 23, 2001, among the Registrant, the CEP Investors and the MS Investors (incorporated herein by reference to Exhibit 4.2 to the Registrant's S-1 Registration Statement).

5. Registration Rights Agreement, dated as of October 29, 1999, among the Registrant, and the CEP investors and the MS Investors (incorporated herein by reference to Exhibit 4.3 to the Registrant's S-1 Registration Statement).

6. Amendment to Registration Rights Agreement, dated as of August 23, 2001, among the Registrant, and the CEP Investors and the MS Investors (incorporated herein by reference to Exhibit 4.4 to the Registrant's S-1 Registration Statement).

7. Stockholders Agreement, dated as of August 23, 2001, among the Registrant, Joseph Boshart, Emil Hensel and the Financial Investors (incorporated herein by reference to Exhibit 4.5 to the Registrant's S-1 Registration Statement).

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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

CROSS COUNTRY, INC.

Date: September 18, 2001

By: /s/ Joseph A. Boshart

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

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