

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>ANENBERG VICKIE</u> (Last) (First) (Middle) (Street) (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CROSS COUNTRY HEALTHCARE INC [ccm]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President, Cross Country Staff</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/22/2003</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
<u>Common Stock</u>	<u>05/22/2003</u>		<input checked="" type="checkbox"/>		<u>6,500</u>	<u>A</u>	<u>7.75</u>	<u>37,695</u>	<u>D</u>	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Amount or Number of Shares
<u>Employee Stock Option (right to buy)</u>	<u>7.75</u>	<u>05/22/2003</u>		<input checked="" type="checkbox"/>		<u>22,000</u>		<u>06/16/2001⁽¹⁾</u>	<u>12/16/2009</u>	<u>Common Stock</u>	<u>6,500</u>	<u>\$7.75⁽²⁾</u>	<u>212,578⁽³⁾</u>	<u>D</u>	

Explanation of Responses:

- The Option is subject to the vesting schedule set forth in the Amended and Restated Cross Country, Inc. 1999 Equity Participation Plan. The option is immediately exercisable as to 153,809 shares. The option will be exercisable as to 179,443 shares as of June 16, 2003 and 205,078 shares as of December 16, 2003. After this transaction, the option will be immediately exercisable as to 147,309 shares and will be exercisable as to 172,943 shares as of June 16, 2003 and 198,578 shares as of December 16, 2003.
- Pursuant to the Amended and Restated Cross Country, Inc. 1999 Equity Participation Plan, the first tranche of 36,698 shares will be exercisable at \$7.75 per share, the second tranche of 69,079 shares will be exercisable at \$11.62 per share, the third tranche of 69,079 shares will be exercisable at \$15.50 per share, the fourth tranche of 15,111 shares will be exercisable at \$19.37 per share and the remaining tranche of 15,111 shares will be exercisable at \$23.25 per share. After this transaction the first tranche will be reduced by 6,500 shares to 30,198 shares, which shares will be exercisable at \$7.75 per share and the remainder of the tranches will be exercisable in the amounts and at the prices described above.
- On April 11, 2003 an option was granted for 14,000 shares of Common Stock pursuant to the Amended and Restated Cross Country 1999 Stock Option Plan. The exercise price for such options is \$10.38 and expires on April 11, 2013. The option vests in four equal installments beginning on April 11, 2004.

/s/ Vickie Anenberg

05/22/2003

** Signature of Reporting Person

Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.