

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of Earliest Event Reported) March 21, 2002

Cross Country, Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware	0-33169	13-4066229
----- (State or Other Jurisdiction of incorporation)	----- (Commission File Number)	----- (I.R.S. Employer Identification No.)

6551 Park of Commerce Blvd., N.W., Suite 200, Boca Raton, FL 33487

(Address of Principal Executive Offices) (Zip Code)

(561) 998-2232
(Registrant's Telephone Number, Including Area Code)

Not Applicable

(Former Name or Former Address, If Changed Since Last Report.)

ITEM 5. OTHER EVENTS.

Incorporated by reference is a press release issued by the Company on March 21, 2002, which is attached hereto as Exhibit 1.1.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

(c) EXHIBITS.

Exhibit
Description

- 1.1
Press
release
issued by
the
Company on
March 21,
2002

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CROSS COUNTRY, INC.

BY: /s/ Emil Hensel

Name: Emil Hensel

Title: Chief Financial Officer

Date: March 25, 2002

Exhibit 1.1

CROSS COUNTRY, INC. COMPLETES SECONDARY OFFERING OF 9 MILLION SHARES

BOCA RATON, Fla., March 21, 2002/ -- Cross Country, Inc. (Nasdaq: CCRN) announced today that it has successfully completed its secondary offering of 9,000,000 shares of common stock. All of the shares were sold by Charterhouse Equity Partners III, L.P., Morgan Stanley Private Equity and related entities, DB Capital Investors, L.P., The Northwestern Mutual Life Insurance Company, Bruce Cerullo, and CHEF Nominees Limited, pro rata in accordance with their respective ownership of common stock.

The offering price of the shares was \$26.75 per share. Merrill Lynch & Co. acted as the book runner for the offering. Salomon Smith Barney was the co-lead manager. Banc of America Securities LLC, CIBC World Markets Corp., and SunTrust Robinson Humphrey acted as co-managers. The selling shareholders also granted the underwriters an option to purchase an additional 1,350,000 shares of common stock to cover over-allotments.

Copies of the prospectus relating to the offering may be obtained from the offices of Merrill Lynch & Co., 4 World Financial Center, New York, NY 10080.

Cross Country, Inc. is a leading provider of healthcare staffing services in the United States. The company has an active client base of over 3,000 hospitals, pharmaceutical companies and other healthcare providers across all 50 states.

Contact: Brian Hekman, Director, Corporate Communications 800-998-5187