

CROSS COUNTRY HEALTHCARE INC  
Form SC 13G/A  
April 09, 2007

SCHEDULE 13G  
(Rule 13d-102)

Information to be Included in Statements Filed Pursuant  
to Rule 13d-1(b), (c) and (d) and Amendments Thereto Filed  
Pursuant to Rule 13d-2.

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

Under the Securities Exchange Act of 1934

(Amendment 3)\*

Cross Country Healthcare, Inc.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

227483104

-----  
(CUSIP Number)

March 31, 2007

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule  
is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's  
initial filing on this form with respect to the subject class of securities,  
and for any subsequent amendment containing information which would alter the  
disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be  
deemed to be "filed" for the purpose of Section 18 of the Securities Exchange  
Act of 1934 ("Act") or otherwise subject to the liabilities of that section of  
the Act but shall be subject to all other provisions of the Act (however, see

Edgar Filing: CROSS COUNTRY HEALTHCARE INC - Form SC 13G/A

the Notes).

CUSIP No. 227483104

13G

-----  
1 NAME OF REPORTING PERSON /  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Artisan Partners Limited Partnership  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(see Instructions) (a) [ ]  
(b) [ ]

Not Applicable  
-----

3 SEC USE ONLY  
-----

-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware  
-----

5 SOLE VOTING POWER

None

NUMBER OF  
SHARES 6 SHARED VOTING POWER  
-----

BENEFICIALLY  
OWNED BY  
EACH 3,093,256  
-----

REPORTING  
PERSON 7 SOLE DISPOSITIVE POWER  
WITH

None

8 SHARED DISPOSITIVE POWER  
-----

3,582,156  
-----

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,582,156  
-----

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(see Instructions)

Not Applicable  
-----

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Edgar Filing: CROSS COUNTRY HEALTHCARE INC - Form SC 13G/A

11.1%

12 TYPE OF REPORTING PERSON  
(see Instructions)

IA

Page 2 of 15

CUSIP No. 227483104

13G

1 NAME OF REPORTING PERSON/  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Artisan Investment Corporation

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(see Instructions)

(a) [ ]

(b) [ ]

Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Wisconsin

5 SOLE VOTING POWER

None

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6 SHARED VOTING POWER

3,093,256

7 SOLE DISPOSITIVE POWER

None

8 SHARED DISPOSITIVE POWER

3,582,156

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,582,156

Edgar Filing: CROSS COUNTRY HEALTHCARE INC - Form SC 13G/A

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(see Instructions)

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.1%

12 TYPE OF REPORTING PERSON  
(see Instructions)

CO

Page 3 of 15

CUSIP No. 227483104

13G

1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

ZFIC, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(see Instructions)

(a) [ ]  
(b) [ ]

Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Wisconsin

5 SOLE VOTING POWER

None

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6 SHARED VOTING POWER

3,093,256

7 SOLE DISPOSITIVE POWER

None

Edgar Filing: CROSS COUNTRY HEALTHCARE INC - Form SC 13G/A

8 SHARED DISPOSITIVE POWER

3,582,156

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,582,156

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(see Instructions)

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.1%

12 TYPE OF REPORTING PERSON  
(see Instructions)

CO

Page 4 of 15

CUSIP No. 227483104

13G

1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Andrew A. Ziegler

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(see Instructions)

(a) [ ]

(b) [ ]

Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A.

5 SOLE VOTING POWER

None

NUMBER OF  
SHARES

6 SHARED VOTING POWER

Edgar Filing: CROSS COUNTRY HEALTHCARE INC - Form SC 13G/A

BENEFICIALLY

OWNED BY

EACH 3,093,256

REPORTING

PERSON 7 SOLE DISPOSITIVE POWER

WITH

None

8 SHARED DISPOSITIVE POWER

3,582,156

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,582,156

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(see Instructions)

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.1%

12 TYPE OF REPORTING PERSON  
(see Instructions)

IN

Page 5 of 15

CUSIP No. 227483104

13G

1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Carlene M. Ziegler

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(see Instructions)

(a) [ ]  
(b) [ ]

Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Edgar Filing: CROSS COUNTRY HEALTHCARE INC - Form SC 13G/A

U.S.A.

-----  
5 SOLE VOTING POWER  
  
None  
-----  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
6 SHARED VOTING POWER  
3,093,256  
-----  
7 SOLE DISPOSITIVE POWER  
  
None  
-----  
8 SHARED DISPOSITIVE POWER  
  
3,582,156  
-----

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
  
3,582,156  
-----

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see Instructions)  
  
Not Applicable  
-----

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
  
11.1%  
-----

12 TYPE OF REPORTING PERSON (see Instructions)  
  
IN  
-----

CUSIP No. 227483104 13G

-----  
1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
  
Artisan Funds, Inc.  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see Instructions)  
  
(a) [ ]  
(b) [ ]

Edgar Filing: CROSS COUNTRY HEALTHCARE INC - Form SC 13G/A

Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Wisconsin

5 SOLE VOTING POWER

None

NUMBER OF  
SHARES

6 SHARED VOTING POWER

BENEFICIALLY  
OWNED BY

1,970,900

EACH  
REPORTING

7 SOLE DISPOSITIVE POWER

PERSON  
WITH

None

8 SHARED DISPOSITIVE POWER

1,970,900

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,970,900

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(see Instructions)

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.1%

12 TYPE OF REPORTING PERSON  
(see Instructions)

CO

Item 1(a) Name of Issuer:

Cross Country Healthcare, Inc.



## Edgar Filing: CROSS COUNTRY HEALTHCARE INC - Form SC 13G/A

Item 1(b) Address of Issuer's Principal Executive Offices:

6551 Park of Commerce Boulevard, N. W.  
Boca Raton, Florida 33487

Item 2(a) Name of Person Filing:

Artisan Partners Limited Partnership ("Artisan Partners")  
Artisan Investment Corporation, the general partner of  
Artisan Partners ("Artisan Corp.")  
ZFIC, Inc., the sole stockholder of Artisan Corp. ("ZFIC")  
Andrew A. Ziegler  
Carlene M. Ziegler  
Artisan Funds, Inc. ("Artisan Funds")

Item 2(b) Address of Principal Business Office:

Artisan Partners, Artisan Corp., ZFIC, Mr. Ziegler,  
Ms. Ziegler and Artisan Funds are all located at:

875 East Wisconsin Avenue, Suite 800  
Milwaukee, WI 53202

Item 2(c) Citizenship:

Artisan Partners is a Delaware limited partnership  
Artisan Corp. is a Wisconsin corporation  
ZFIC is a Wisconsin corporation  
Mr. Ziegler and Ms. Ziegler are U.S. citizens  
Artisan Funds is a Wisconsin corporation

Item 2(d) Title of Class of Securities:

Common Stock

Item 2(e) CUSIP Number:

227483104

Item 3 Type of Person:

(d) Artisan Funds is an Investment Company under section 8 of  
the Investment Company Act.

(e) Artisan Partners is an investment adviser registered under  
section 203 of the Investment Advisers Act of 1940; Artisan  
Corp. is the general partner of Artisan Partners; ZFIC is the  
sole stockholder of Artisan Corp.; Mr. Ziegler and Ms. Ziegler  
are the principal stockholders of ZFIC.

Page 8 of 15

Item 4 Ownership (at March 31, 2007):

(a) Amount owned "beneficially" within the meaning of  
rule 13d-3:

3,582,156

Edgar Filing: CROSS COUNTRY HEALTHCARE INC - Form SC 13G/A

(b) Percent of class:

11.1 % (based on 32,158,276 shares outstanding as of February 28, 2007)

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: None

(ii) shared power to vote or to direct the vote:  
3,093,256

(iii) sole power to dispose or to direct the disposition of: None

(iv) shared power to dispose or to direct disposition of: 3,582,156

Item 5 Ownership of Five Percent or Less of a Class:

Not Applicable

Item 6 Ownership of More than Five Percent on Behalf of Another Person:

The shares reported herein have been acquired on behalf of discretionary clients of Artisan Partners; as reported herein, Artisan Partners holds 3,582,156 shares, including 1,970,900 shares on behalf of Artisan Funds. Persons other than Artisan Partners are entitled to receive all dividends from, and proceeds from the sale of, those shares.

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:

Not Applicable

Item 8 Identification and Classification of Members of the Group:

Not Applicable

Item 9 Notice of Dissolution of Group:

Not Applicable

Item 10 Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Edgar Filing: CROSS COUNTRY HEALTHCARE INC - Form SC 13G/A

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: April 9, 2007

ARTISAN INVESTMENT CORPORATION,  
for itself and as the general partner of  
ARTISAN PARTNERS LIMITED PARTNERSHIP

By: Janet D. Olsen\*

ZFIC, INC.

By: Janet D. Olsen\*

ANDREW A. ZIEGLER

Andrew A. Ziegler\*

CARLENE M. ZIEGLER

Carlene M. Ziegler\*

ARTISAN FUNDS, INC.

By: Janet D. Olsen \*

\*By: /s/ Janet D. Olsen

Janet D. Olsen  
Vice President of Artisan Investment  
Corporation  
Attorney-in-Fact for ZFIC, Inc.  
Attorney-in-Fact for Andrew A. Ziegler  
Attorney-in-Fact for Carlene M. Ziegler  
General Counsel and Secretary of  
Artisan Funds, Inc.

Page 10 of 15

Exhibit Index

- |           |   |
|-----------|---|
| Exhibit 1 | Joint Filing Agreement dated April 9, 2007 by and among Artisan Partners Limited Partnership, Artisan Investment Corporation, ZFIC, Inc., Andrew A. Ziegler, Carlene M. Ziegler and Artisan Funds, Inc. |
| Exhibit 2 | Power of Attorney of ZFIC, Inc., dated March 19, 2007   |
| Exhibit 3 | Power of Attorney of Andrew A. Ziegler dated March 19, 2007   |
| Exhibit 4 | Power of Attorney of Carlene M. Ziegler dated March 19, 2007  |

EXHIBIT 1

JOINT FILING AGREEMENT

The undersigned hereby agree to the joint filing of the Schedule 13G to which this Agreement is attached.

Dated: April 9, 2007

ARTISAN INVESTMENT CORPORATION,  
for itself and as the general partner of  
ARTISAN PARTNERS LIMITED PARTNERSHIP

By: Janet D. Olsen\*

ZFIC, INC.

By: Janet D. Olsen\*

ANDREW A. ZIEGLER

Andrew A. Ziegler\*

CARLENE M. ZIEGLER

Carlene M. Ziegler\*

ARTISAN FUNDS, INC.

By: Janet D. Olsen \*

\*By: /s/ Janet D. Olsen

-----  
Janet D. Olsen  
Vice President of Artisan Investment  
Corporation  
Attorney-in-Fact for ZFIC, Inc.  
Attorney-in-Fact for Andrew A. Ziegler  
Attorney-in-Fact for Carlene M. Ziegler  
General Counsel and Secretary of  
Artisan Funds, Inc.

EXHIBIT 2

POWER OF ATTORNEY

The undersigned, ZFIC, Inc., hereby appoints Lawrence A. Totsky, Janet D.





