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KFORCE INC

Reported by

DUNKEL DAVID L

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 01/05/12 for the Period Ending 01/03/12

Address	1001 EAST PALM AVENUE SUITE TAMPA, FL 33605
Telephone	8135525000
CIK	0000930420
Symbol	KFRC
SIC Code	7363 - Help Supply Services
Industry	Business Services
Sector	Services
Fiscal Year	12/31

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FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Expires: November 30, 2011
Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN 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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
DUNKEL DAVID L (Last) (First) (Middle)	**KFORCE INC [kfrc]**	__ **X** __ Director _____ 10% Owner
1001 EAST PALM AVENUE (Street)	3. Date of Earliest Transaction (MM/DD/YYYY) **1/3/2012**	__ **X** __ Officer (give title below) _____ Other (specify below) **Chief Executive Officer**
TAMPA, FL 33605 (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person

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

1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	**1/3/2012**		**F** (1)		**4698**	**D**	**$12.76**	**1098756** (2)	**D**	
Common Stock	**1/3/2012**		**J** (3)	**V**	**11694**	**D**	**$ 0**	**1087062** (2)	**D**	
Common Stock	**1/3/2012**		**J** (3)	**V**	**11694**	**A**	**$ 0**	**1510944**	**I**	**By: Revocable Trust** (4)
Common Stock								**530**	**I**	**By: Son**

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

(1) Shares were withheld by the issuer solely to cover the minimum income tax withholding requirements associated with the vesting of 16,392 shares of restricted stock.

(2) Includes 1,087,062 shares of restricted stock.

(3) The transactions are disclosing a change in the form of beneficial ownership that is exempt from reporting under Rule 16a.

(4) Shares are held by the David L. Dunkel Amended and Restated Revocable Living Trust, dated 10/3/2003.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUNKEL DAVID L				

1001 EAST PALM AVENUE TAMPA, FL 33605	**X**		**Chief Executive Officer**	

Signatures

Jeffrey B. Hackman, Attorney-in-Fact for David L. Dunkel **1/5/2012**

** 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 control number.