

Ettore Michael  
 Form 4  
 January 05, 2010

**FORM 4**

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

OMB APPROVAL

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**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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Ettore Michael

(Last) (First) (Middle)  
 1001 EAST PALM AVENUE  
 (Street)

TAMPA, FL 33605

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 KFORCE INC [kfrc]

3. Date of Earliest Transaction (Month/Day/Year)  
 01/02/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Chief Services Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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. 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 01/02/2010                           |  | F <sup>(1)</sup>               |   | 2,285   | D  | \$ 12.5                           |
| Common Stock                    | 01/03/2010                           |  | F <sup>(3)</sup>               |   | 1,820   | D  | \$ 12.5                           |
| Common Stock                    | 01/04/2010                           |  | A                              |   | 45,263 <sup>(5)</sup>   | A  | \$ 0                              |
| Common Stock                    | 01/04/2010                           |  | A                              |   | 54,065 <sup>(7)</sup>   | A  | \$ 0                              |
|                                 |                                      |  |                                |   |   |  | 225,266 <sup>(6)</sup>            |
|                                 |                                      |  |                                |   |   |  | 279,331 <sup>(8)</sup>            |

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



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- (6) Includes 110,468 shares of restricted stock.
- (7) Represents 54,065 shares of restricted stock that will vest at a rate of 20% annually beginning on January 4, 2012.
- (8) Includes 164,533 shares of restricted stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.