KFORCE INC Form SC 13G/A February 08, 2013

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 No. 5)*

Kforce Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

493732101

(CUSIP Number)

December 31, 2012

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

(Date of Event Which Requires Filing of this Statement)

- [X] 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 the Notes).

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CUSIP No. 493	1732101 13G	
1 NAME OF RE	PORTING PERSON	
Artisan P	Partners Holdings LP	
2 CHECK THE (see Instr	APPROPRIATE BOX IF A MEMBER OF A GROUP ructions)	[_] [_]
Not Appli	cable	
3 SEC USE ON	ILY	
4 CITIZENSHI Delaware	P OR PLACE OF ORGANIZATION	
	5 SOLE VOTING POWER	
NUMBER OF SHARES	None	
BENEFICIALLY OWNED BY	6 SHARED VOTING POWER	
EACH	516,100	
REPORTING PERSON WITH	7 SOLE DISPOSITIVE POWER	
WIIII	None	
	8 SHARED DISPOSITIVE POWER	
	545,400	
9 AGGREGATE 545,400	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
10 CHECK BOX (see Instr	IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES suctions)	 [_]
Not Appli	cable	
11 PERCENT OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)	
1.5%		
12 TYPE OF RE (see Instr	PORTING PERSON cuctions)	
НС		

Page 2 of 16

1 NAME OF REPO	ORTING PERSON	
Artisan In	vestment Corporation	
2 CHECK THE AI (see Instruc		[_] [_]
Not Applica	cable	
3 SEC USE ONLY	.Y	
4 CITIZENSHIP	OR PLACE OF ORGANIZATION	
Wisconsin		
	5 SOLE VOTING POWER	
NUMBER OF SHARES	None	
	6 SHARED VOTING POWER	
EACH	516,100	
REPORTING PERSON WITH	7 SOLE DISPOSITIVE POWER	
WIIT	None	
	8 SHARED DISPOSITIVE POWER	
	545,400	
9 AGGREGATE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
545,400		
10 CHECK BOX II (see Instruc	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[_]
Not Applica	cable	
11 PERCENT OF (CLASS REPRESENTED BY AMOUNT IN ROW (9)	
1.5%		
12 TYPE OF REPO	ORTING PERSON	
НС		
	Page 3 of 16	
CUSIP No. 49373	732101 13G	
1 NAME OF REPO	ORTING PERSON	

3

Artisan Pa	rtners Limited Partnership	
2 CHECK THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) [_]
Not Applic	eable	
3 SEC USE ONL	 .Y	
4 CITIZENSHIP	OR PLACE OF ORGANIZATION	
Delaware		
	5 SOLE VOTING POWER	
NUMBER OF	None	
SHARES BENEFICIALLY OWNED BY	6 SHARED VOTING POWER	
EACH	516,100	
REPORTING PERSON	7 SOLE DISPOSITIVE POWER	
WITH	None	
	8 SHARED DISPOSITIVE POWER	
	545,400	
9 AGGREGATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
545,400		
10 CHECK BOX I (see Instru	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[_]
Not Applic	zable	
11 PERCENT OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)	
1.5%		
12 TYPE OF REP (see Instru	CORTING PERSON	
IA		
	Page 4 of 16	
CUSIP No. 4937	32101 13G	
1 NAME OF REP	ORTING PERSON	

Artisan Investments GP LLC

2	CHECK THE A		OPRIATE BOX IF A MEMBER OF A GROUP	[_]
	Not Applic	abl	е	
3	SEC USE ONL	 Ү		
4	CITIZENSHIP	OR	PLACE OF ORGANIZATION	
	Delaware			
		5	SOLE VOTING POWER	
	MBER OF		None	
BEN		6	SHARED VOTING POWER	
	WNED BY EACH		516,100	
	PORTING PERSON	7	SOLE DISPOSITIVE POWER	
	WITH		None	
		8	SHARED DISPOSITIVE POWER	
			545,400	
9	AGGREGATE A	MOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	545,400			
10	CHECK BOX I		HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	 [_]
	Not Applic	abl	e	
11	PERCENT OF	CLA	SS REPRESENTED BY AMOUNT IN ROW (9)	
	1.5%			
12	TYPE OF REP			
	HC			
			Dans E of 10	
			Page 5 of 16	
CUS	IP No. 4937	321	01 13G	
1	NAME OF REP	ORT		
	ZFIC, Inc.			
2	CHECK THE A	PPR	OPRIATE BOX IF A MEMBER OF A GROUP	

(see	e Instruc	ctic	ons)	(a) [(b) [[_] [_]
Not	. Applica	able	<u> </u>		
3 SEC	USE ONLY	 Ľ			
4 CITI	ZENSHIP	OR	PLACE OF ORGANIZATION		
Wis	consin				
		5	SOLE VOTING POWER		
NUMBER			None		
	ALLY	6	SHARED VOTING POWER		
OWNED EACH	I		516,100		
	N	7	SOLE DISPOSITIVE POWER		
WITH	I		None		
		8	SHARED DISPOSITIVE POWER		
			545,400		
(see	EK BOX II	ctic]	[_]
		CLAS	SS REPRESENTED BY AMOUNT IN ROW (9)		
1.5) 号 				
	E OF REPO		ons)		
HC					
			Page 6 of 16		
CUSIP No	. 49373	3210	01 13G		
1 NAME	OF REPO	ORTI	ING PERSON		
And	lrew A. 2	Zieg	gler		
	CK THE AI		DPRIATE BOX IF A MEMBER OF A GROUP	(a) [[_]

	Not Applica	able			
3	SEC USE ONL	Υ			
4	CITIZENSHIP U.S.A.	OR	PLACE OF ORGANIZATION		
		 5	SOLE VOTING POWER		
NUMBER OF			None		
SHARES BENEFICIALLY OWNED BY	EFICIALLY WNED BY	6	SHARED VOTING POWER		
RE.	EACH PORTING		516,100 		
	PERSON WITH	7	SOLE DISPOSITIVE POWER		
			None		
		8	SHARED DISPOSITIVE POWER		
			545,400		
9	AGGREGATE AI	IUOM	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	545,400				
10	CHECK BOX II		HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		[_]
	Not Applica	able			
11	PERCENT OF	CLAS	SS REPRESENTED BY AMOUNT IN ROW (9)		
	1.5%				
12	TYPE OF REPO				
	IN				
			Page 7 of 16		
CUS	IP No. 4937	3210	01 13G		
1	NAME OF REP	ORT:	ING PERSON		
	Carlene M.	Zie			
2	CHECK THE Al		OPRIATE BOX IF A MEMBER OF A GROUP	(a) (b)	[_] [_]
	Not Applica	able	9		

3 SEC USE	ONLY
4 CITIZENS	SHIP OR PLACE OF ORGANIZATION
U.S.A.	
	5 SOLE VOTING POWER
NUMBER OF SHARES	None
BENEFICIALLY OWNED BY	Y 6 SHARED VOTING POWER
EACH REPORTING	516,100
PERSON WITH	7 SOLE DISPOSITIVE POWER
AA T T11	None
	8 SHARED DISPOSITIVE POWER
	545,400
9 AGGREGAT	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
545,400	
	DX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES structions)
Not App	plicable
11 PERCENT	OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
1.5%	
	REPORTING PERSON
IN	Jerueerons,
	Page 8 of 16
Item 1(a)	Name of Issuer:
	Kforce Inc.
Item 1(b)	Address of Issuer's Principal Executive Offices:
	1001 East Palm Avenue, Tampa, FL 33605
Item 2(a)	Name of Person Filing:
	Artisan Partners Holdings LP ("Artisan Holdings") Artisan Investment Corporation, the general partner of Artisan Holdings ("Artisan Corp.") Artisan Partners Limited Partnership ("Artisan Partners")

Artisan Investments GP LLC, the general partner of Artisan Partners ("Artisan Investments") ZFIC, Inc., the sole stockholder of Artisan Corp. ("ZFIC") Andrew A. Ziegler Carlene M. Ziegler

Item 2(b) Address of Principal Business Office:

Artisan Holdings, Artisan Corp., Artisan Partners, Artisan Investments, ZFIC,

Mr. Ziegler and Ms. Ziegler are all located at:

875 East Wisconsin Avenue, Suite 800 Milwaukee, WI 53202

Item 2(c) Citizenship:

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

Item 2(d) Title of Class of Securities:

Common Stock

Item 2(e) CUSIP Number:

493732101

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

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- Item 4 Ownership (at December 31, 2012):
 - (a) Amount owned "beneficially" within the meaning of rule 13d-3: 545,400
 - (b) Percent of class:

1.5% (based on 35,955,681 shares outstanding as of October $31,\ 2012$)

- (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:

516,100

(iii) sole power to dispose or to direct the disposition of:

None

(iv) shared power to dispose or to direct the disposition of:

545,400

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

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

Not Applicable

Not Applicable

Not Applicable

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.

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Signature

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: February 8, 2013

ARTISAN INVESTMENT CORPORATION,

for itself and as the general partner of ARTISAN PARTNERS HOLDINGS $\ensuremath{\mathsf{LP}}$

By: Gregory K. Ramirez*

ARTISAN INVESTMENTS GP LLC, for itself and as the general partner of ARTISAN PARTNERS LIMITED PARTNERSHIP

By: Gregory K. Ramirez*

ZFIC, INC.

By: Gregory K. Ramirez*

ANDREW A. ZIEGLER

Andrew A. Ziegler*

CARLENE M. ZIEGLER

Carlene M. Ziegler*

*By: /s/ Gregory K. Ramirez

Gregory K. Ramirez
Senior Vice President - Chief
Accounting Officer & Assistant
Treasurer of Artisan Investment
Corporation
Vice President of Artisan

Investments GP LLC
Attorney-in-Fact for ZFIC, Inc.
Attorney-in-Fact for Andrew A.
Ziegler

Attorney-in-Fact for Carlene M. Ziegler

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Exhibit Index

- Exhibit 1 Joint Filing Agreement dated February 8, 2013 by and among Artisan Partners Holdings LP, Artisan Investment Corporation, Artisan Partners Limited Partnership, Artisan Investments GP LLC, ZFIC, Inc., Andrew A. Ziegler and Carlene M. Ziegler
- Exhibit 2 Power of Attorney of ZFIC, Inc., dated August 31, 2012
- Exhibit 3 Power of Attorney of Andrew A. Ziegler dated August 31, 2012
- Exhibit 4 Power of Attorney of Carlene M. Ziegler dated August 31, 2012

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EXHIBIT 1

JOINT FILING AGREEMENT

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

Dated: February 8, 2013

ARTISAN INVESTMENT CORPORATION, for itself and as the general partner of ARTISAN PARTNERS HOLDINGS LP

By: Gregory K. Ramirez*

ARTISAN INVESTMENTS GP LLC, for itself and as the general partner of ARTISAN PARTNERS LIMITED PARTNERSHIP

By: Gregory K. Ramirez* _____

ZFIC, INC.

By: Gregory K. Ramirez* _____

ANDREW A. ZIEGLER

Andrew A. Ziegler*

CARLENE M. ZIEGLER

Carlene M. Ziegler*

*By: /s/ Gregory K. Ramirez

Gregory K. Ramirez

Senior Vice President - Chief Accounting Officer & Assistant

Treasurer of Artisan Investment Corporation

Vice President of Artisan Investments GP LLC

Attorney-in-Fact for ZFIC, Inc. Attorney-in-Fact for Andrew A.

Ziegler Attorney-in-Fact for Carlene M. Ziegler

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EXHIBIT 2

POWER OF ATTORNEY

The undersigned, ZFIC, Inc., hereby appoints Charles J. Daley, Jr., Sarah A. Johnson, Gregory K. Ramirez and Rebecca Himmelspach, and each of them individually, its true and lawful attorney-in-fact and agent, with full power to execute and file with the United States Securities and Exchange Commission and any stock exchange or similar authority, for and on its behalf in any and all capacities, any and all reports required to be filed pursuant to Section 13 of the Securities Exchange Act of 1934 and the rules thereunder, including but not limited to reports on Schedule 13D or 13G, any and all amendments to such reports, with all exhibits, and any other forms or documents as may be necessary in connection with the filing of such reports with the United States Securities and Exchange Commission and any stock exchange or similar authority, granting unto said attorney full power and authority to do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete, as fully as the undersigned might or could do in person.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact and agents.

IN WITNESS WHEREOF the undersigned has caused this Power of Attorney to be executed this 31st day of August, 2012.

ZFIC, INC.

By: /s/ Andrew A. Ziegler
-----Andrew A. Ziegler
Vice President

STATE OF WISCONSIN)
) SS.
COUNTY OF MILWAUKEE)

I, Lisa Moran, a Notary Public in and for the County of Milwaukee, State of Wisconsin, DO HEREBY CERTIFY that Andrew A. Ziegler, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act, for the uses and purposes therein set forth.

Given under my hand and notarial seal, this 31st day of August, 2012.

/s/ Lisa Moran
-----Notary Public

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EXHIBIT 3

POWER OF ATTORNEY

The undersigned, Andrew A. Ziegler, hereby appoints Charles J. Daley, Jr., Sarah A. Johnson, Gregory K. Ramirez and Rebecca Himmelspach, and each of them individually, his true and lawful attorney-in-fact and agent, with full power to execute and file with the United States Securities and Exchange Commission and any stock exchange or similar authority, for and on his behalf in any and all capacities, any and all reports required to be filed pursuant to Section 13 of the Securities Exchange Act of 1934 and the rules thereunder, including but

not limited to reports on Schedule 13D or 13G, any and all amendments to such reports, with all exhibits, and any other forms or documents as may be necessary in connection with the filing of such reports with the United States Securities and Exchange Commission and any stock exchange or similar authority, granting unto said attorney full power and authority to do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete, as fully as the undersigned might or could do in person.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact and agents.

IN WITNESS WHEREOF the undersigned has caused this Power of Attorney to be executed this 31st day of August, 2012.

STATE OF WISCONSIN)

OUNTY OF MILWAUKEE)

I, Lisa Moran, a Notary Public in and for the County of Milwaukee, State of Wisconsin, DO HEREBY CERTIFY that Andrew A. Ziegler, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act, for the uses and purposes therein set forth.

Given under my hand and notarial seal, this 31st day of August, 2012.

/s/ Lisa Moran
----Notary Public

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EXHIBIT 4

POWER OF ATTORNEY

The undersigned, Carlene M. Ziegler, hereby appoints Charles J. Daley, Jr., Sarah A. Johnson, Gregory K. Ramirez and Rebecca Himmelspach, and each of them individually, her true and lawful attorney-in-fact and agent, with full power to execute and file with the United States Securities and Exchange Commission and any stock exchange or similar authority, for and on her behalf in any and all capacities, any and all reports required to be filed pursuant to Section 13 of the Securities Exchange Act of 1934 and the rules thereunder, including but not limited to reports on Schedule 13D or 13G, any and all amendments to such reports, with all exhibits, and any other forms or documents as may be necessary in connection with the filing of such reports with the United States Securities and Exchange Commission and any stock exchange or similar authority, granting unto said attorney full power and authority to do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete, as fully as the undersigned might or could do in person.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact and agents.

IN WITNESS WHEREOF the undersigned has caused this Power of Attorney to be executed this $31st\ day\ of\ August,\ 2012.$

/s/ Carlene M. Ziegler
------Carlene M. Ziegler

STATE OF WISCONSIN)

OUNTY OF MILWAUKEE)

I, Lisa Moran, a Notary Public in and for the County of Milwaukee, State of Wisconsin, DO HEREBY CERTIFY that Carlene M. Ziegler, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that she signed and delivered the said instrument as her own free and voluntary act, for the uses and purposes therein set forth.

Given under my hand and notarial seal, this 31st day of August, 2012.

/s/ Lisa Moran
----Notary Public

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