

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

FORM 12b-25

NOTIFICATION OF LATE FILING

(Check one): o Form 10-K o Form 20-F o Form 11-K Form 10-Q o Form 10-D o Form N-SAR o Form N-CSR

For Period Ended: _____ December 31, 2010 _____

- Transition Report on Form 10-K
- Transition Report on Form 20-F
- Transition Report on Form 11-K
- Transition Report on Form 10-Q
- Transition Report on Form N-SAR

For the Transition Period Ended: _____

Read Instruction (on back page) Before Preparing Form. Please Print or Type.
Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:

PART I — REGISTRANT INFORMATION

TeamStaff, Inc. _____

Full Name of Registrant

Former Name if Applicable

1 Executive Drive, Suite 130 _____

Address of Principal Executive Office (*Street and Number*)

Somerset, NJ 08873 _____

City, State and Zip Code

PART II — RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reason described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III — NARRATIVE

State below in reasonable detail why Forms 10-K, 20-F, 11-K, 10-Q, 10-D, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

TeamStaff, Inc. (the "Registrant") files this report for a 5-day extension for filing its Quarterly Report on Form 10-Q for the period ended December 31, 2010 ("Form 10-Q"). The Registrant will not be in position to file its Form 10-Q by the prescribed filing date without unreasonable effort or expense due to the delay experienced by the Registrant in completing its financial statements and other disclosures in the Form 10-Q, which has resulted in a delay by the Registrant in obtaining a final review of its financial statements and other information contained in the Form 10-Q by its board and its independent registered public accounting firm. The delay was

caused by the delay experienced by the Company in completing its Annual Report on Form 10-K for the fiscal year ended September 30, 2010. Therefore, Registrant's management is unable to finalize the Form 10-Q in sufficient time to file such report by the prescribed filing date. The Registrant anticipates that it will file its Form 10-Q no later than the fifth calendar day following the prescribed filing date.

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 control number.

(Attach extra Sheets if Needed)
PART IV — OTHER INFORMATION

- (1) Name and telephone number of person to contact in regard to this notification

John E. Kahn (866) 952-1649
(Name) (Area Code) (Telephone Number)

- (2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, identify report(s).

Yes No

- (3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

Yes No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

Teamstaff, Inc.

(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date February 14, 2011

By /s/ John E. Kahn
John E. Kahn
Chief Financial Officer

TeamStaff, Inc.
Form 12b-25
Part IV, Question (3)

Management anticipates that the Registrant's financial results for the fiscal quarter ended December 31, 2010 (the "2010 Period") may vary significantly compared to the fiscal quarter ended December 31, 2009 (the "2009 Period").

For the 2009 Period, the Registrant reported revenues of \$10.8 million and a net loss of \$1.8 million. For the 2010 Period, the Registrant expects to report revenues of approximately \$10.6 million and a net loss of \$0.3 million. The decrease in revenues from continuing operations is due primarily to the impact of reduced overtime as well as net reductions in headcount at certain Government facilities related to federal government "in sourcing" certain positions. The improvement in net loss is largely attributable to losses recorded in the 2009 Period resulting from discontinued operations and severance payments to executive officers. However, since the Registrant has not completed its financial statements, this financial information may change materially.