

REPUBLIC SERVICES INC
Form 4
March 13, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
HOLMES TOD C

(Last) (First) (Middle)

110 S.E. 6TH STREET, 28TH FLOOR

(Street)

FORT LAUDERDALE, FL 33301

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
REPUBLIC SERVICES INC [RSG]

3. Date of Earliest Transaction
(Month/Day/Year)
03/10/2006

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)
Sr.VP/Chief Financial 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount or (D) Price | | | |
| Common Stock | 03/10/2006 | | A | 680.5868 (1) \$ 39.4 | 75,315.9732 | D | |
| Common Stock | 03/10/2006 | | M | 20,000 \$ 14.55 | 95,315.9732 | D | |
| Common Stock | 03/10/2006 | | M | 50,000 \$ 18.4375 | 145,315.9732 | D | |
| Common Stock | 03/10/2006 | | S | 2,800 \$ 40.36 | 142,515.9732 | D | |
| Common Stock | 03/10/2006 | | S | 5,300 \$ 40.35 | 137,215.9732 | D | |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------|--------------|---|
| Common Stock | 03/10/2006 | S | 1,600 | D | \$ 40.34 | 135,615.9732 | D |
| Common Stock | 03/10/2006 | S | 2,800 | D | \$ 40.33 | 132,815.9732 | D |
| Common Stock | 03/10/2006 | S | 300 | D | \$ 40.32 | 132,515.9732 | D |
| Common Stock | 03/10/2006 | S | 2,900 | D | \$ 40.31 | 129,615.9732 | D |
| Common Stock | 03/10/2006 | S | 3,400 | D | \$ 40.3 | 126,215.9732 | D |
| Common Stock | 03/10/2006 | S | 6,200 | D | \$ 40.29 | 120,015.9732 | D |
| Common Stock | 03/10/2006 | S | 4,400 | D | \$ 40.28 | 115,615.9732 | D |
| Common Stock | 03/10/2006 | S | 3,600 | D | \$ 40.27 | 112,015.9732 | D |
| Common Stock | 03/10/2006 | S | 1,800 | D | \$ 40.26 | 110,215.9732 | D |
| Common Stock | 03/10/2006 | S | 1,300 | D | \$ 40.25 | 108,915.9732 | D |
| Common Stock | 03/10/2006 | S | 2,300 | D | \$ 40.24 | 106,615.9732 | D |
| Common Stock | 03/10/2006 | S | 15,900 | D | \$ 40.23 | 90,715.9732 | D |
| Common Stock | 03/10/2006 | S | 600 | D | \$ 40.22 | 90,115.9732 | D |
| Common Stock | 03/10/2006 | S | 200 | D | \$ 40.2 | 89,915.9732 | D |
| Common Stock | 03/10/2006 | S | 3,500 | D | \$ 40.05 | 86,415.9732 | D |
| Common Stock | 03/10/2006 | S | 6,000 | D | \$ 40.04 | 80,415.9732 | D |
| Common Stock | 03/10/2006 | S | 2,000 | D | \$ 40.02 | 78,415.9732 | D |
| Common Stock | 03/10/2006 | S | 1,000 | D | \$ 40.01 | 77,415.9732 | D |
| Common Stock | 03/10/2006 | S | 2,100 | D | \$ 40 | 75,315.9732 | D |

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

Persons who respond to the collection of information contained in this form are not

SEC 1474
(9-02)

required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction 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 (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Common Stock Option | \$ 14.55 | 03/10/2006 | | M | 20,000 | <u>(2)</u> | 01/30/2011 | Common Stock | 20,000 |
| Common Stock Option | \$ 18.4375 | 03/10/2006 | | M | 50,000 | <u>(3)</u> | 01/04/2009 | Common Stock | 50,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HOLMES TOD C 110 S.E. 6TH STREET 28TH FLOOR FORT LAUDERDALE, FL 33301 | | | Sr.VP/Chief Financial Officer | |

Signatures

/s/ David A. Barclay,
Attorney-in-Fact

03/13/2006

**Signature of Reporting Person

Date

Explanation of Responses:

* 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).

- (1) Acquired under the Republic Services, Inc. Deferred Compensation Plan.
- (2) The options vested in four equal installments commencing on 01/30/2001.
- (3) The options vested in four equal installments commencing on 1/04/1999.

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.