

REPUBLIC SERVICES INC  
Form 4  
February 14, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

**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 \*  
OCONNOR JAMES E

(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)

02/12/2008

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)  
Chairman/Chief Executive 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 (A) or (D) Price		
Common Stock	02/12/2008		M		82,500 A \$ 12.2917	424,158.4458	D
Common Stock	02/12/2008		M		3,750 A \$ 12.82	427,908.4458	D
Common Stock	02/12/2008		S		17,050 D \$ 30.5	410,858.4458	D
Common Stock	02/12/2008		S		4,300 D \$ 30.505	406,558.4458	D
Common Stock	02/12/2008		S		5,400 D \$ 30.51	401,158.4458	D

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Common Stock	02/12/2008	S	200	D	\$ 30.515	400,958.4458	D
Common Stock	02/12/2008	S	3,600	D	\$ 30.52	397,358.4458	D
Common Stock	02/12/2008	S	500	D	\$ 30.525	396,858.4458	D
Common Stock	02/12/2008	S	2,500	D	\$ 30.53	394,358.4458	D
Common Stock	02/12/2008	S	1,200	D	\$ 30.535	393,158.4458	D
Common Stock	02/12/2008	S	4,500	D	\$ 30.54	388,658.4458	D
Common Stock	02/12/2008	S	1,100	D	\$ 30.545	387,558.4458	D
Common Stock	02/12/2008	S	5,400	D	\$ 30.55	382,158.4458	D
Common Stock	02/12/2008	S	600	D	\$ 30.555	381,558.4458	D
Common Stock	02/12/2008	S	3,200	D	\$ 30.56	378,358.4458	D

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

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SEC 1474  
(9-02)

**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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Option	\$ 12.2917	02/12/2008		M	82,500	<u>(1)</u>	01/04/2009	Common Stock	82,500
Common Stock	\$ 12.82	02/12/2008		M	3,750	<u>(2)</u>	02/05/2013	Common Stock	3,750

Stock  
Option

Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OCONNOR JAMES E 110 S.E. 6TH STREET 28TH FLOOR FORT LAUDERDALE, FL 33301	X		Chairman/Chief Executive Officer	

## Signatures

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

02/14/2008

\_\_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) The options vested in four equal installments commencing on 1/04/1999.
  - (2) The options vested in four equal installments commencing on 02/05/2003.

### Remarks:

FORM 1 OF 2

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.