

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Hughes Jeffrey A</u>  (Last) (First) (Middle) 18500 NORTH ALLIED WAY  (Street) PHOENIX AZ 85054  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>REPUBLIC SERVICES, INC. [ RSG ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP- Human Resources</u>
	3. Date of Earliest Transaction (Month/Day/Year) 05/22/2013	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	05/22/2013		M		15,300	A	\$19.42	15,300	D	
Common Stock	05/22/2013		M		14,260	A	\$23.74	29,560	D	
Common Stock	05/22/2013		M		11,250	A	\$25.51	40,810	D	
Common Stock	05/22/2013		S		10,581	D	\$35	30,229	D	
Common Stock	05/22/2013		S		1,365	D	\$35.0019	28,864	D	
Common Stock	05/22/2013		S		100	D	\$35.005	28,764	D	
Common Stock	05/22/2013		S		663	D	\$35.009	28,101	D	
Common Stock	05/22/2013		S		616	D	\$35.0092	27,485	D	
Common Stock	05/22/2013		S		9,935	D	\$35.01	17,550	D	
Common Stock	05/22/2013		S		3,792	D	\$35.02	13,758	D	
Common Stock	05/22/2013		S		2,500	D	\$35.03	11,258	D	
Common Stock	05/22/2013		S		2,208	D	\$35.04	9,050	D	
Common Stock	05/22/2013		S		200	D	\$35.05	8,850	D	
Common Stock	05/22/2013		S		3,060	D	\$35.06	5,790	D	
Common Stock	05/22/2013		S		2,640	D	\$35.07	3,150	D	
Common Stock	05/22/2013		S		50	D	\$35.078	3,100	D	
Common Stock	05/22/2013		S		1,587	D	\$35.08	1,513	D	
Common Stock	05/22/2013		S		1,213	D	\$35.09	300	D	
Common Stock	05/22/2013		S		300	D	\$35.0967	0	D	
Common Stock	05/23/2013		M		3,693	A	\$25.51	3,693	D	
Common Stock	05/23/2013		S		3,693	D	\$35	0	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Common Stock Option	\$19.42	05/22/2013		M			15,300	(I)	12/30/2015	Common Stock	15,300	\$0.00	0	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Common Stock Option	\$23.74	05/22/2013		M			14,260	(2)	12/09/2015	Common Stock	14,260	\$0.00	0	D	
Common Stock Option	\$25.51	05/22/2013		M			11,250	(3)	12/11/2017	Common Stock	11,250	\$0.00	4,500	D	
Common Stock Option	\$25.51	05/23/2013		M			3,693	(3)	12/11/2017	Common Stock	3,693	\$0.00	807	D	

**Explanation of Responses:**

- Under this non-qualified stock option grant, 15,300 options were exercisable and fully vested.
- Under this non-qualified stock option grant, 14,260 options were exercisable and fully vested.
- Under this non-qualified stock option grant, 15,750 options were exercisable and fully vested.

**Remarks:**

/s/ Eileen B. Schuler Attorne-  
In-Fact 05/24/2013

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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