$\square$ 

(Street) REDMOND

(City)

**Remarks:** 

Explanation of Responses:

WA

(State)

98052

(Zip)

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL							
OMB Number:	3235-0287						
Estimated average burd	en						
hours per response.	05						

					01	Secu	JII 30(II)		e invesi	ment	Company Act	01 1940							
					2. Issuer Name and Ticker or Trading Symbol <u>REPUBLIC SERVICES, INC.</u> [ RSG ]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner							
I (Last) (First) (Middle) I					3. Date of Earliest Transaction (Month/Day/Year) 02/11/2009								Offic belov	er (give title w)		Other below)	(specify		
(Street) KIRKLAND WA 98033					4. If Amendment, Date of Original Filed (Month/Day/Year) 02/13/2009							6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person							
(City) (State) (Zip)								_				<u>(</u>				1			
Table I - Non-Derivat     1. Title of Security (Instr. 3)   2. Transaction Date (Month/Day/Yea)				n	2A. Deemed Execution Date, if any		3. Transa Code ( 8)	ction	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and			5. Amount of		ount of rities ficially d Following	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	Transaction(c)					(mour ly
Common	Stock			02/11/20	09				Р		435,000	Α	\$23.7	7547 <sup>(1)</sup>	48,	,429,569	Ι	)	
	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)	ve Conversion Date Execution Date, or Exercise (Month/Day/Year) if any		4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration (Month/Da			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		8. Price of Derivative Security (Instr. 5)		9. Number or derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Code	v	(A)	(D)	Date Exer	cisable	Expiration Date	Title	Amoun or Numbe of Shares	r					
		Reporting Person <sup>*</sup> ESTMENT L	. <u>LC</u>																
(Last) 2365 CA	RILLON P	(First) OINT	1)	Middle)															
(Street) KIRKLA	ND	WA	9	8033															
(City)		(State)	(2	Zip)															
1. Name and Address of Reporting Person <sup>*</sup> GATES WILLIAM H III																			
(Last) ONE MI	CROSOFT	(First) WAY	1)	Middle)															

1. This transaction was executed in multiple trades at prices ranging from \$23.47 to \$24.00. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.

(a) Duly authorized under Special Limited Power of Attorney appointing Alan D. Heuberger attorney-in-fact, dated August 12, 2008, on behalf of Michael Larson, filed as Exhibit 24.1 to this Form 4. (b) Duly authorized under Special Limited Power of Attorney appointing Alan D. Heuberger attorney-in-fact, dated August 12, 2008, on behalf of William H. Gates III, filed as Exhibit 24.2 to this Form 4.

02/17/2009

Attorney-In-Fact for MichaelLarson, Business Manager (a)By: /s/ Alan D. Heuberger,Attorney-In-Fact for WilliamH. Gates III (b)

02/17/2009

\*\* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

## **Special Limited Power Of Attorney**

The undersigned, Michael Larson, does hereby constitute and appoint Alan D. Heuberger and Lorraine A. Smiley, and each of them, with full power to act without the other, as attorneys-in-fact, on behalf of the undersigned and in the undersigned's name, place and stead, to execute, acknowledge, deliver and/or file any documents or filings and any amendments thereto made by or on behalf of the undersigned in respect of any securities held by him, directly, indirectly or beneficially, or required in connection with his position as a director, officer, manager or security holder of any entity under any laws, rules or regulations of any pertinent jurisdiction or any relevant securities market or exchange. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity, are not assuming any of the undersigned's responsibilities to comply with such laws.

This Special Limited Power of Attorney shall remain in full force and effect with respect to each foregoing attorneys-in-fact until withdrawn by the undersigned by written notice to such attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Special Limited Power of Attorney to be executed as of this 12th day of August, 2008.

/s/Michael Larson Michael Larson

State of Washington

County of King

I certify that I know or have satisfactory evidence that Michael Larson is the person who appeared before me, and said person acknowledged that he signed this instrument as his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated: August 12, 2008

) ss

/s/Christine Welch

Christine Welch Notary Public My commission expires: 2/19/2009

## **Special Limited Power Of Attorney**

The undersigned, Michael Larson, pursuant to lawfully granted authority by the principal, William H. Gates III hereby appoints Alan D. Heuberger with full power to act as attorney-in-fact, on behalf of Mr. Gates and in his name, place and stead, to execute, acknowledge, deliver and/or file any documents or filings and any amendments thereto made by or on behalf of Mr. Gates in respect of any securities held by him, directly, indirectly or beneficially, or required in connection with his position as a director or officer of any entity, with the Securities and Exchange Commission, including, without limitation: (i) Schedules 13D ,13G and 13F pursuant to Section 13 of the Securities Exchange Act of 1934 (the "Act") and (ii) Forms 3, 4 and 5 pursuant to Section 16 of the Act. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity, is not assuming any of Mr. Gates' responsibilities to comply with such laws.

This Special Limited Power of Attorney shall remain in full force and effect with respect to the foregoing attorney-in-fact until withdrawn by the undersigned or Mr. Gates by written notice to the foregoing attorney-in-fact.

Nothing herein is intended to destroy or alter the rights of the undersigned to also act as attorney-in-fact for Mr. Gates under any Power of Attorney separately granted to the undersigned by Mr. Gates.

IN WITNESS WHEREOF, the undersigned has caused this Special Limited Power of Attorney to be executed as of this 12th day of August, 2008.

		/s/Michael Larson				
		Michael Larson				
State of Washington	)					
County of King	) ss )					

I certify that I know or have satisfactory evidence that Michael Larson is the person who appeared before me, and said person acknowledged that he signed this instrument as his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated: August 12, 2008

/s/Christine Welch

Christine Welch Notary Public My commission expires: 2/19/2009