## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

wasiiiigton,	D.C. 20549

) ;	Check this box if no longer subject to section 16. Form 4 or Form 5 obligations may continue. See nstruction 1(b).	STATEMEN
NIO	me and Address of Departing Derson*	

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

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

1. Name and Address of Reporting Person*  SORENSEN ALLAN C						2. Issuer Name and Ticker or Trading Symbol REPUBLIC SERVICES INC [ RSG ]									elationship eck all appl CDirect	cable)	ıg Peı	rson(s) to Iss 10% O	
(Last) 1601 SA	`	irst) CORPORATE P.	(Middle)	7	3. Date of Earliest Transaction (Month/Day/Year) 01/17/2006  Officer (give title below) Other (specify below)											specify			
(Street) SUNRISE FL 33323 (City) (State) (Zip)					-	4. If Amendment, Date of Original Filed (Month/Day/Year)  Ative Securities Acquired, Disposed of, or Benefic							Line	X Form filed by One Reporting Person Form filed by More than One Reporting Person					
Date						2A. Deemed Execution Date, if any (Month/Day/Year			Code		tion Disposed Of (Instr. 5)		ities Acquired (A) or d Of (D) (Instr. 3, 4 and		5. Amou Securiti Benefic Owned Reporte Transac (Instr. 3	es ally Following d tion(s)	Forn (D) c	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Т	able II - I										efic		Owned		<u> </u>		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	Date,	4. Transa Code (i 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration	6. Date Exercisa Expiration Date (Month/Day/Yea		7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	e s s lly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				c	Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amo or Nun of Sha	nber					
Phantom Stock <sup>(1)</sup>	(2)	01/17/2006			A		26.2		(3)		(3)	Common Stock	26	5.2	\$38.02	7,140.3 <sup>(</sup>	4)	D	

#### **Explanation of Responses:**

- 1. Dividend paid on Stock Units acquired under the Republic Services, Inc. Non-Employee Director Stock Unit Agreement.
- 2. Based on a 1 for 1 conversion.
- 3. The shares of phantom stock become payable in stock upon the reporting person's termination of service as a director and become payable in cash upon a change of control of the issuer.
- 4. Includes shares and dividends totaling 3,069.8 previously reported on Table I in error.

#### Remarks:

/s/ David A. Barclay, Attorneyin-Fact

\*\* Signature of Reporting Person

01/19/2006 Date

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

- $^{\star}$  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.