

| OMB APPROVAL | |
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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

| | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Name and Address of Reporting Person* CORDESMAN MICHAEL J (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] | 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) President & C.O.O. |
| | 3. Date of Earliest Transaction (Month/Day/Year) 04/30/2004 | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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 | 04/30/2004 | | M | | 12,500 | A | \$17.4 | 30,390.8305 | D | |
| Common Stock | 04/30/2004 | | M | | 7,500 | A | \$18.1 | 37,890.8305 | D | |
| Common Stock | 04/30/2004 | | S | | 612 | D | \$29.09 | 38,240.7389 | D | |
| Common Stock | 04/30/2004 | | S | | 649 | D | \$29.01 | 37,591.7389 | D | |
| Common Stock | 04/30/2004 | | S | | 8,538 | D | \$29 | 29,053.7389 | D | |
| Common Stock | 05/03/2004 | | S | | 37 | D | \$29.2 | 29,016.7389 | D | |
| Common Stock | 05/03/2004 | | S | | 12 | D | \$29.18 | 29,004.7389 | D | |
| Common Stock | 05/03/2004 | | S | | 111 | D | \$29.17 | 28,893.7389 | D | |
| Common Stock | 05/03/2004 | | S | | 123 | D | \$29.16 | 28,770.7389 | D | |
| Common Stock | 05/03/2004 | | S | | 417 | D | \$29.1 | 28,353.7389 | D | |
| Common Stock | 05/03/2004 | | S | | 711 | D | \$29.06 | 27,642.7389 | D | |
| Common Stock | 05/03/2004 | | S | | 221 | D | \$29.05 | 27,421.7389 | D | |
| Common Stock | 05/03/2004 | | S | | 123 | D | \$29.04 | 27,298.7389 | D | |
| Common Stock | 05/03/2004 | | S | | 294 | D | \$29.03 | 27,004.7389 | D | |
| Common Stock | 05/03/2004 | | S | | 1,263 | D | \$29.02 | 25,741.7389 | D | |
| Common Stock | 05/03/2004 | | S | | 5,459 | D | \$29 | 20,282.7389 | D | |
| Common Stock | 05/03/2004 | | S | | 430 | D | \$29.19 | 19,852.7389 ⁽¹⁾ | D | |
| Common Stock | | | | | | | | 370.0436 ⁽²⁾ | I | By 401(k) Plan |

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 | | | | | |
| Common Stock Option | \$17.4 | 04/30/2004 | | M | | | 12,500 | (3) | 01/31/2012 | Common Stock | \$0 | 1,000 | 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 | \$18.1 | 04/30/2004 | | M | | | 7,500 | (4) | 03/08/2012 | Common Stock | 7,500 | \$0 | 0 | D | |

Explanation of Responses:

- Includes 961,9084 shares purchased under the Republic Services, Inc. Employee Stock Purchase Plan.
- Number reflects (1) 117,240 shares acquired during the first quarter of 2004 by 401(k) Plan, and (2) a reduction in the total shares resulting from refunds made to certain 401(k) participants based upon IRS discrimination testing.
- The options vested in four equal installments commencing on 01/30/2002.
- The options vested in four equal installments commencing on 03/08/2002.

Remarks:

By: /s/ David A. Barclay, 05/04/2004
Attorney-in-Fact

** 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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