

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* <u>Rissman Michael P</u>  (Last) (First) (Middle) <u>18500 NORTH ALLIED WAY</u>  (Street) <u>PHOENIX AZ 85054</u>  (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/General Counsel/Secretary</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/16/2013</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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			

**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
Restricted Stock Units	(1)	01/16/2013		A		357		(2)	(2)	Common Stock	357	\$30.25	36,884 <sup>(3)</sup>	D	

**Explanation of Responses:**

- Each Restricted Stock Unit represents the contingent right to one share of common stock of Republic Services, Inc.
- Reflects dividend equivalents received on the Restricted Stock Units ("RSUs") as awarded per the Republic Services, Inc. Amended and Restated 2007 Stock Incentive Plan (the "Plan"). The number of dividend equivalents received as of 01/16/2013 was based on the number of outstanding RSUs, including accrued dividend equivalents, as of the 01/02/2013 record date (45,876 RSUs). A Form 4 filing on 01/07/2013 reflected automatic vesting of outstanding RSUs on 01/03/2013 (4,644 RSUs) and on 01/04/2013 (4,705 RSUs) in accordance with the Plan. A portion of the outstanding RSUs are held under the Company's Deferred Compensation Plan.
- Reflects the total number of outstanding Restricted Stock Units as of 01/16/2013. A portion of the Restricted Stock Units are held under the Company's Deferred Compensation Plan.

**Remarks:**

/s/ Eileen B. Schuler Attorney-in-Fact 01/18/2013

\*\* 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.

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.