UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

 O Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). 		
o Form 3 Holdings Reported		
0 Form 4 Transactions Reported		
1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
Barclay, David A.	Republic Services, Inc. (RSG)	
(Last) (First) (Middle)		
110 S.E. 6th Street 28th Floor	4. Statement for Month/Year February 5, 2003	5. If Amendment, Date of Original (Month/Year)
(Street)	6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7. Individual or Joint/Group Reporting (Check Applicable Line)
	O Director O 10% Owner	☑ Form filed by One Reporting Person
Fort Lauderdale, FL 33301	☑ Officer (give title below)	0 Form filed by More than One Reporting Person
(City) (State) (Zip)	O Other (specify below)	
	Senior Vice President, General Counsel and Assistant Secretary	

* If the form is filed by more than one reporting person, see instruction 4(b)(v).

•	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 or Dispose (Instr. 3, 4	ed of (D)	d (A)	5.	Amount of Securities Beneficially Owned at the End of Issuer's Fiscal Year (Instr. 3 and 4)	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownershi (Instr. 4)
									Amount	(A) or (D)	Price						
																_	
		_															
		_				_		_				_		_		_	_

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			Table II —	- Deri (e.g.,	vative Securities A puts, calls, warra	Acqui ints, o	red, Disposed of, o ptions, convertible	er Bei Bei secu	neficially Owned ırities)			
ι.	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 Derivativ Acquired (A) or Disp (Instr. 3, 4 and 5)	
											(A)	(D)
	Common Stock Option		\$17.40		1/31/2002				AV		40,0	000
		_		_		_						
		_										
						Day	ge 3					

Date Exercisable and Expiration Date (Month/Day/Year)			7.	Title and Am Underlying S (Instr. 3 and 4)	ecurities	8.	Price of Derivative 9. Security (Instr. 5)	Number of Deri Securities Benef Owned at End o Year (Instr. 4)	ficially	10.	Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11.	Nature of Indirect Beneficial Ownership (Instr. 4)
	Date Exercisable	Expiration Date		Title	Amount or Number of Shares								
	(1)	1/31/2012		Common Stock	40,0	000			40,000		D		

Explanation of Responses:

(1) The options will vest in four equal installments commencing on the first anniversary of the date of grant

/s/ David A. Barclay	2/6/03
** Signature of Reporting Person	Date

** 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 provided is insufficient, *see* Instruction 6 for procedure.

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