SEC Form 4

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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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1. Name and Address of Reporting Person

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

2. Issuer Name and Ticker or Trading Symbol

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

e Act of 1934 1940		hours per response:	0.5
G]	5. Relationship of Re (Check all applicable	porting Person(s) to Issuer)	

RODRIGUE	Z RAMON A		REPUBLIC SERVICES, INC. [RSG]	(Check	all applicable) Director	10% Owner
(Last) 509 ROYAL PL	(First) AZA DRIVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/03/2012	-	Officer (give title below)	Other (specify below)
(Street) FORT LAUDERDALE	FL	33301	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filir Form filed by One Rep Form filed by More tha Person	porting Person
(City)	(State)	(Zip)				

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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(Instr. 3, 4) (Instr. 4)	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. Transa Code (8)	of Deriva Securi Acquir (A) or Dispos of (D)	Derivative (Month/Day/Year) Securities Acquired (A) or Disposed		Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Restricted Stock Units	(1)	01/03/2012		Α	7,500		(1)	(1)	Common Stock	7,500	\$0.00	7,500	D	

Explanation of Responses:

1. Annual award of 7,500 Restricted Stock Units ("RSUs") granted to non-management directors pursuant to the Republic Services, Inc.'s ("Company") 2007 Stock Incentive Plan, as amended. The RSUs under this 01/03/2012 grant are immediately vested; however, the Director cannot convert any of the RSUs to Company common stock (based on 1 on 1 conversion) until the earlier of the last day of the month in which the three year anniversary of the date of the award occurs (for this grant being 01/31/2015) or the date on which the Director incurs a separation from service within the meaning of Section 409A of the Internal Revenue Code. This RSU award is directly held by the Director. The Director, as transferred to a Trust, further holds an additional 48,262 RSUs, that include dividend equivalents, as reported in previous Form 4 filings and such RSUs cannot be converted to Company common stock until his service as a member of the Board of Directors is terminated. Remarks:

/s/ Eileen B. Schuler Attorney-01/03/2012 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.

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.