REPUBLIC SERVICES INC

Form 4

August 07, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number:

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 5 obligations

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

1(b).

(Print or Type Responses)

08/04/2006

Stock

may continue.

See Instruction

| 1. Name and Address of Reporting Person * OCONNOR JAMES E | | | 2. Issuer Name and Ticker or Trading Symbol REPUBLIC SERVICES INC [RSG] | 5. Relationship of Reporting Person(s) to Issuer | | |
|---|-----------|----------|---|--|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | (Check all applicable) | | |
| 110 S.E. 6TH STREET, 28TH FLOOR | | | (Month/Day/Year) 08/03/2006 | _X_ Director 10% Owner X Officer (give title Other (specify below) Chairman/Chief Executive Offic | | |
| (Street) | | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | |
| FORT LAUDI | ERDALE, F | L 33301 | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | |

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) (Instr. 3, 4 and 5) Code Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Following Direct (D) Ownership Reported or Indirect (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) (Instr. 4) Code V Amount (D) Price Common 08/04/2006 S 100 D \$ 41.1 108,579.8012 D Stock Common 08/04/2006 S 600 D 107,979.8012 D 41.12 Stock Common 08/04/2006 S 400 D 107,579.8012 D Stock Common 08/04/2006 100 D 107,479.8012 D S Stock Common

100

D

\$ 41.3 107,379.8012

D

S

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | isable and | 7. Title | and | 8. Price of |
|-------------|-------------|---------------------|--------------------|-----------|------------------------------|---------------|------------|----------|----------|-------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transac | ctionNumber | Expiration Da | ate | Amour | nt of | Derivative |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underl | ying | Security |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8 | Derivative | e | | Securit | ties | (Instr. 5) |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | |
| | Security | | | | Acquired | | | | | |
| | | | | | (A) or | | | | | |
| | | | | | Disposed | | | | | |
| | | | | | of (D) | | | | | |
| | | | | | (Instr. 3, | | | | | |
| | | | | | 4, and 5) | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | Amount | |
| | | | | | | Date | Expiration | | or | |
| | | | | ~ | | Exercisable | Date | (| Number | |
| | | | | | | | | | of | |
| | | | | Code | V (A) (D) | | | | Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--------------------------------|---------------|-----------|-----------------|-------|--|--|
| .F | Director | 10% Owner | Officer | Other | | |
| OCONNOR JAMES E | | | | | | |
| 110 S.E. 6TH STREET | X | | Chairman/Chief | | | |
| 28TH FLOOR | Λ | | Executive Offic | | | |
| FORT LAUDERDALE, FL 33301 | | | | | | |

Signatures

/s/ David A. Barclay,
Attorney-in-Fact

08/07/2006

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).

Remarks:

FORM 2 OF 2

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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