REPUBLIC SERVICES INC

Form 4

August 07, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * OCONNOR JAMES E			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			REPUBLIC SERVICES INC [RSG]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	X Director 10% Owner		
110 S.E. 6TH STREET, 28TH			08/03/2006	X Officer (give title Other (specify		
FLOOR				below) below) Chairman/Chief Executive Offic		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
FORT LAUDERDALE, FL 33301		FL 33301		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 (A) 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) (Instr. 3, 4 and 5) Code Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price Common 08/03/2006 M 50,000 A 157,379.8012 D Stock 18.0625 Common 08/03/2006 S 1,400 D \$41 155,979.8012 D Stock Common S 08/03/2006 1,400 D \$41.01 154,579.8012 D Stock Common S 08/03/2006 500 \$41.02 154,079.8012 D Stock Common 08/03/2006 S 300 D \$41.04 153,779.8012 D Stock

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Common Stock	08/03/2006	S	400	D	\$ 41.05	153,379.8012	D
Common Stock	08/03/2006	S	200	D	\$ 41.06	153,179.8012	D
Common Stock	08/03/2006	S	600	D	\$ 41.07	152,579.8012	D
Common Stock	08/04/2006	S	25,800	D	\$ 41	126,779.8012	D
Common Stock	08/04/2006	S	3,700	D	\$ 41.01	123,079.8012	D
Common Stock	08/04/2006	S	7,000	D	\$ 41.02	116,079.8012	D
Common Stock	08/04/2006	S	800	D	\$ 41.04	115,279.8012	D
Common Stock	08/04/2006	S	4,000	D	\$ 41.05	111,279.8012	D
Common Stock	08/04/2006	S	1,300	D	\$ 41.07	109,979.8012	D
Common Stock	08/04/2006	S	900	D	\$ 41.09	109,079.8012	D
Common Stock	08/04/2006	S	400	D	\$ 41.08	108,679.8012	D

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

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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. Nu	ımber of	6. Date Exerc	cisable and	7. Title and A	Amount of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	TransactionDerivative			Expiration Date		Underlying Securities	
Security	or Exercise		any	Code	Secui	rities	(Month/Day/	Year)	(Instr. 3 and	4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acqu	ired (A)					
	Derivative				or Di	sposed of					
	Security				(D)						
					(Instr. 3, 4,						
					and 5	5)					
										Amount	
							Date	Expiration	T:41-	or	
							Exercisable	Date	Title	Number	
				Code V	(A)	(D)				of Shares	
Common	\$ 18.0625	08/03/2006		M		50,000	(1)	12/07/2008	Common	50,000	
Stock							_		Stock	<u>-</u> -	

Option

Reporting Owners

Reporting Owner Name / Address	Relationships						
	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).
- (1) The options vested in four equal installments commencing on 12/07/1998.

Remarks:

FORM 1 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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