

Hughes Jeffrey A
 Form 4
 May 24, 2013

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Hughes Jeffrey A

2. Issuer Name and Ticker or Trading Symbol
 REPUBLIC SERVICES, INC.
 [RSG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 18500 NORTH ALLIED WAY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/22/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP- Human Resources

PHOENIX, AZ 85054

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 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	(D)	Price			
Common Stock	05/22/2013		M		15,300	A	\$ 19.42	15,300	D	
Common Stock	05/22/2013		M		14,260	A	\$ 23.74	29,560	D	
Common Stock	05/22/2013		M		11,250	A	\$ 25.51	40,810	D	
Common Stock	05/22/2013		S		10,581	D	\$ 35	30,229	D	
Common Stock	05/22/2013		S		1,365	D	\$ 35.0019	28,864	D	

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Common Stock	05/22/2013	S	100	D	\$ 35.005	28,764	D
Common Stock	05/22/2013	S	663	D	\$ 35.009	28,101	D
Common Stock	05/22/2013	S	616	D	\$ 35.0092	27,485	D
Common Stock	05/22/2013	S	9,935	D	\$ 35.01	17,550	D
Common Stock	05/22/2013	S	3,792	D	\$ 35.02	13,758	D
Common Stock	05/22/2013	S	2,500	D	\$ 35.03	11,258	D
Common Stock	05/22/2013	S	2,208	D	\$ 35.04	9,050	D
Common Stock	05/22/2013	S	200	D	\$ 35.05	8,850	D
Common Stock	05/22/2013	S	3,060	D	\$ 35.06	5,790	D
Common Stock	05/22/2013	S	2,640	D	\$ 35.07	3,150	D
Common Stock	05/22/2013	S	50	D	\$ 35.078	3,100	D
Common Stock	05/22/2013	S	1,587	D	\$ 35.08	1,513	D
Common Stock	05/22/2013	S	1,213	D	\$ 35.09	300	D
Common Stock	05/22/2013	S	300	D	\$ 35.0967	0	D
Common Stock	05/23/2013	M	3,693	A	\$ 25.51	3,693	D
Common Stock	05/23/2013	S	3,693	D	\$ 35	0	D

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

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(9-02)

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

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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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Option	\$ 19.42	05/22/2013		M	15,300	(1) 12/30/2015	Common Stock	15,300	
Common Stock Option	\$ 23.74	05/22/2013		M	14,260	(2) 12/09/2015	Common Stock	14,260	
Common Stock Option	\$ 25.51	05/22/2013		M	11,250	(3) 12/11/2017	Common Stock	11,250	
Common Stock Option	\$ 25.51	05/23/2013		M	3,693	(3) 12/11/2017	Common Stock	3,693	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hughes Jeffrey A 18500 NORTH ALLIED WAY PHOENIX, AZ 85054			EVP- Human Resources	

Signatures

/s/ Eileen B. Schuler
Attorney-In-Fact
Date: 05/24/2013

**Signature of Reporting Person

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) Under this non-qualified stock option grant, 15,300 options were exercisable and fully vested.
- (2) Under this non-qualified stock option grant, 14,260 options were exercisable and fully vested.
- (3) Under this non-qualified stock option grant, 15,750 options were exercisable and fully vested.

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.