

Walbridge Kevin
Form 4
August 04, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
Walbridge Kevin

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 N. ALLIED WAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/03/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP- Operations 10/1/10

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 | (A) or (D) | Price |
| Common Stock | 08/03/2010 | | M | | 25,000 | A | \$ 20.5867 |
| Common Stock | 08/03/2010 | | S | | 600 | D | \$ 32.3 |
| Common Stock | 08/03/2010 | | S | | 1,200 | D | \$ 32.32 |
| Common Stock | 08/03/2010 | | S | | 1,300 | D | \$ 32.36 |
| Common Stock | 08/03/2010 | | S | | 1,200 | D | \$ 32.4 |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|------------------|---|
| Common Stock | 08/03/2010 | S | 2,700 | D | \$ 32.38 | 18,000 | D |
| Common Stock | 08/03/2010 | S | 900 | D | \$ 32.37 | 17,100 | D |
| Common Stock | 08/03/2010 | S | 2,750 | D | \$ 32.29 | 14,350 | D |
| Common Stock | 08/03/2010 | S | 5,379 | D | \$ 32.28 | 8,971 | D |
| Common Stock | 08/03/2010 | S | 1,829 | D | \$ 32.27 | 7,142 | D |
| Common Stock | 08/03/2010 | S | 6,842 | D | \$ 32.26 | 300 | D |
| Common Stock | 08/03/2010 | S | 300 | D | \$ 32.25 | 0 ⁽¹⁾ | D |

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

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 control number.

SEC 1474
(9-02)

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

| 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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Common Stock Option | \$ 20.5867 | 08/03/2010 | | M | 25,000 | <u>(2)</u> | 02/09/2015 | Common Stock | 25,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|--|
| Walbridge Kevin 18500 N. ALLIED WAY | Director 10% Owner Officer EVP- Operations 10/1/10 Other |

PHOENIX, AZ 85054

Signatures

/s/ Eileen B. Schuler
Attorney-in-Fact

08/04/2010

__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) As previously reported on a Form 4, reporting person holds 2,767 shares of the Company's Common Stock under the Employee Stock Purchase Plan, and 953 shares of the Company's Common Stock under the Deferred Compensation Plan.
 - (2) Under this stock option grant, 25,000 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.