

NUTTER WALLACE LEE
 Form 4
 July 17, 2009

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 *
 NUTTER WALLACE LEE

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)
 2749 FOREST CIRCLE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 07/15/2009

Director 10% Owner
 Officer (give title below) Other (specify below)

JACKSONVILLE, FL 32257

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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	

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

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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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Share	
			Code	V	(A)	(D)				
Restricted Stock Units	<u>(1)</u>	07/15/2009	G	V		30,516	<u>(1)</u>	<u>(1)</u>	Common Stock	30,516
Restricted Stock Units	<u>(1)</u>	07/15/2009	G	V	30,516		<u>(1)</u>	<u>(1)</u>	Common Stock	30,516
Restricted Stock Units	<u>(2)</u>	07/15/2009	A		226		<u>(2)</u>	<u>(2)</u>	Common Stock	226

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NUTTER WALLACE LEE 2749 FOREST CIRCLE JACKSONVILLE, FL 32257		X		

Signatures

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

07/17/2009

**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) Previously reported restricted stock units were transferred to Nutter Investments, LLC, a Florida limited liability company, of which the reporting person is the sole member. The reporting person disclaims beneficial ownership of the shares owned by Nutter Investments, LLC.

(2) Based on 1 on 1 conversion. Dividends paid on the restricted stock units awarded under the Republic Services, Inc. 2007 Stock Incentive Plan. Restricted stock units are held by Nutter Investments, LLC as disclosed in Item 1.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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