ROLLINS GLEN Form 4

January 03, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB

3235-0287 Number: January 31, Expires:

OMB APPROVAL

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X Form filed by One Reporting Person Form filed by More than One Reporting

Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

(Print or Type Responses)

1(b).

See Instruction

(Check all applicable)			
Other (specify			
low) sident			
6. Individual or Joint/Group Filing(Check			
lo			

ATLANTA GA 30324

ATLANTA, GA 30324								Person	•	
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities A								of, or Benefic	ially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities TransactionAcquired (A) Code Disposed of ((Instr. 8) (Instr. 3, 4 an		d (A) or d of (D) 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
D. 111. Y			Code	V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Rollins Inc. Common Stock \$1 Par Value	12/30/2004		G	V	816	A	\$ 0	242,842 (1)	D	
Rollins Inc. Common Stock \$1 Par Value	12/30/2004		G	V	816	A	\$ 0	19,117 (2)	I	By Spouse
Rollins Inc. Common Stock \$1 Par Value	12/30/2004		G	V	6,528	A	\$0	79,112 (2)	I	General Partner of Partnership for benefit of

minor children

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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exer Expiration D		7. Tit		8. Price of Derivative	9. Nu Deriv
Security	or Exercise		any	Code	of	(Month/Day		Unde	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	`	,	Secur	, ,	(Instr. 5)	Bene
(1115111.0)	Derivative		(1.1011111/2 uj/ 1 uui)	(1115111 0)	Securities				. 3 and 4)	(1115111 0)	Own
	Security				Acquired			(IIIsti	. S una 1)		Follo
	Security				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(IIIsti
					4, and 5)						
					4, and 3)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Lacicisable	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
Transfer and the same of the s	Director	10% Owner	Officer	Other				
ROLLINS GLEN								
C/O ROLLINS, INC.			Vice					
2170 PIEDMONT ROAD, NE			President					
ATLANTA, GA 30324								

Signatures

Glenn P. Grove, Jr., as attorney-in-fact for Glen W.
Rollins

**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) This includes 9,400 shares of 401(k) stock, 306 Purchase Plan shares and 10,000 shares of restricted stock that vest 20% per year beginning in 2006.
- (2) Glen W. Rollins disclaims for the purpose of Section 16 of the Securities and Exchange Act of 1934 the beneficial ownership of the shares described in Table 1, lines 2-3, except to the extent of any pecuniary interest therein, and this report is not an admission of such

Reporting Owners 2

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beneficial ownership.

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.