

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

FORM 10-Q/A  
Amendment No. 1

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2002.

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number 1-4422

-----  
ROLLINS, INC.  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of incorporation  
or organization)

51-0068479  
(I.R.S. Employer  
Identification No.)

2170 Piedmont Road, N.E., Atlanta, Georgia  
(Address of principal executive offices)

30324  
(Zip Code)

(404) 888-2000  
(Registrant's telephone number, including area code)

-----  
Indicate by check mark whether the registrant (1) has filed all reports  
required to be filed by Section 13 or 15(d) of the Securities Exchange Act of  
1934 during the preceding 12 months (or for such shorter period that the  
registrant was required to file such reports), and (2) has been subject to such  
filing requirements for the past 90 days.

Yes  No

Rollins, Inc. had 30,240,685 shares of its \$1 Par Value Common Stock outstanding  
as of July 15, 2002.

Explanatory Note

This Amendment No. 1 to form 10-Q for the Quarter Ended June 30, 2002 is filed  
for the sole purpose of filing as Exhibit 99.1 hereto the financial report  
certification required by Section 906 of the Sarbanes-Oxley Act of 2002.

<TABLE>  
<CAPTION>

ROLLINS, INC. AND SUBSIDIARIES

INDEX

<S> PART II  
<C> OTHER INFORMATION

<C> Page No.  
-----

Item 6. Exhibits and Reports on Form 8-K.

2

SIGNATURES

3

</TABLE>

PART II OTHER INFORMATION

Item 6. Exhibits and Reports on Form 8-K.

(a) Exhibits

- (3) (i) Restated Certificate of Incorporation of Rollins, Inc. is incorporated herein by reference to Exhibit (3) (i) as filed with its Form 10-K for the year ended December 31, 1997.
- (ii) By-laws of Rollins, Inc. is incorporated herein by reference to Exhibit (3) (ii) as filed with its Form 10-Q for the quarterly period ended March 31, 1999.
- (iii) Amendment to the By-laws of Rollins, Inc. is incorporated herein by reference to Exhibit (3) (iii) as filed with its Form 10-Q for the quarterly period ended March 31, 2001.
- (4) Form of Common Stock Certificate of Rollins, Inc. is incorporated herein by reference to Exhibit (4) as filed with its Form 10-K for the year ended December 31, 1998.
- (99.1) Certification of Periodic Financial Reports.

(b) Reports on Form 8-K.

No reports on Form 8-K were filed or were required to be filed during the second quarter of 2002.

2

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

ROLLINS, INC.  
(Registrant)

Date: August 1, 2002

By: /s/ Gary W. Rollins

-----  
Gary W. Rollins  
Chief Executive Officer, President  
and Chief Operating Officer  
(Member of the Board of Directors)

Date: August 1, 2002

By: /s/ Harry J. Cynkus

-----  
Harry J. Cynkus  
Chief Financial Officer and Treasurer  
(Principal Financial and Accounting  
Officer)

3



CERTIFICATION OF PERIODIC FINANCIAL REPORTS

The undersigned hereby certify that the Quarterly Report on Form 10-Q of Rollins, Inc. for the quarterly period ended June 30, 2002 as filed July 31, 2002 with the Securities and Exchange Commission, fully complies with the requirements of Section 13(a) of The Securities Exchange Act of 1934 (15 U.S.C. 78m) and that the information contained in the quarterly report fairly presents, in all material respects, the financial condition and results of operations of Rollins, Inc.

Date: August 1, 2002

/s/ Gary W. Rollins

-----

Gary W. Rollins  
Chief Executive Officer, President  
and Chief Operating Officer of  
Rollins, Inc.

Date: August 1, 2002

/s/ Harry J. Cynkus

-----

Harry J. Cynkus  
Chief Financial Officer and Treasurer  
of Rollins, Inc.