

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

FORM 8-K

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

Date of Report (Date of earliest event reported): April 27, 2005

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

Delaware (State or other jurisdiction of incorporation)	1-4422 (Commission File Number)	51-0068479 (I.R.S. Employer Identification No.)
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2170 Piedmont Road, N.E., Atlanta, Georgia 30324
(Address of principal executive offices) (Zip code)

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 2.02. Results of Operations and Financial Condition

The information provided pursuant to this Item 2.02 is to be considered "filed" under the Securities Exchange Act of 1934 ("Exchange Act") and incorporated by reference into those filings of Rollins, Inc (the "Company") that provide for the incorporation of all reports and documents filed by the Company under the Exchange Act.

On April 27, 2005, the Company issued a press release announcing its results for the quarter ended March 31, 2005. The Company hereby incorporates by reference herein the information set forth in its Press Release dated April 27, 2005, a copy of which is attached hereto as Exhibit 99.1. Except as otherwise provided in the press release, the press release speaks only as of the date of such press release and such press release shall not create any implication that the affairs of the Company have continued unchanged since such date.

Except for the historical information contained in this report, the statements made by the Company are forward-looking statements that involve risks and uncertainties. All such statements are subject to the safe harbor created by the Private Securities Litigation Reform Act of 1995. The Company's future financial performance could differ significantly from the expectations of management and from results expressed or implied in the Press Release. See the risk factors contained in the Press Release for a discussion of certain risks and uncertainties that may impact such forward-looking statements. For further information on other risk factors, please refer to the "Risk Factors" contained in the Company's Form 10-K filed March 11, 2005 with the Securities and Exchange Commission. The Company disclaims any obligation or duty to update or modify these forward-looking statements.

Included in Exhibit 99.1, as attached, are the following non-GAAP financial measures:

- o Revenue, excluding the acquisition of Western and divestiture of Dettelbach*

* Revenue, excluding the acquisition of Western and divestiture of Dettelbach, is presented and deemed useful by management in order to make the Company's 2005 results more readily comparable to its 2004 results. The Company's 2004 numbers do not include the Western acquisition, which was completed on April 30, 2004 and include Dettelbach which was divested during the third quarter of 2004.

ITEM 9.01. Financial Statements and Exhibits

Exhibit No.	Description
99.1	Press Release Dated April 27, 2005

SIGNATURES

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

ROLLINS, INC.

Date: April 27, 2005

By: /s/ Harry J. Cynkus

Name: Harry J. Cynkus
Title: Chief Financial Officer and Treasurer

FOR IMMEDIATE RELEASE

ROLLINS, INC. REPORTS CONTINUED IMPROVEMENT IN QUARTERLY EARNINGS

- o 21st consecutive quarter of improved earnings results
- o Income Before Change in Accounting Principle increased 17.5%
- o Revenue increased 14.6%; excluding Western, revenues rose by 2.4%
- o Earnings Per Share rose 21.4% to \$0.17, before the Accounting Change

ATLANTA, GEORGIA, April, 27 2005: Rollins, Inc. (NYSE:ROL), a premier North American consumer services company, today reported net income grew 17.5% to \$11.6 million or \$0.17 per diluted share for the first quarter ended March 31, 2005. This is in comparison to \$9.9 million or \$0.14 per diluted share for the same period in 2004 before the effect of a change in accounting principle. Net income for the first quarter of 2004 was \$3.7 million or \$0.05 per share after the change. The cumulative effect of the accounting change, recorded in the first quarter of 2004, was a charge against earnings of \$6.2 million or \$0.09 per diluted share, and resulted in a more preferable method for recording the termite damage reserve valuation and renewal revenues. Revenue for the first quarter grew 14.6% to \$183.9 million compared to \$160.4 million for the first quarter ended March 31, 2004. Western Pest Services, acquired April 30, 2004, had first quarter 2005 revenues of \$19.6 million, and total revenues excluding Western were \$164.3 million. Excluding Western Pest Services, revenues increased by 2.4%. This information is included for comparison purposes.

Rollins' balance sheet remains strong with total assets increasing to \$418.8 million and stockholders' equity increasing to \$168.6 million. Total cash and cash equivalents rose to \$55.9 million. In addition, the Company has previously announced that during the first quarter it repurchased 641,310 shares of its common stock, completed a three-for-two stock split effective March 10, 2005, and increased the quarterly dividend by 25% to \$0.05.

Gary W. Rollins, President and Chief Executive Officer of Rollins, Inc. commented, "We are pleased to report that the first quarter of 2005 marks our 21st consecutive quarter of increased earnings per share. This is a direct result of our team's commitment to the Company's growth strategies, productivity initiatives, and other programs that are providing improved operating efficiencies and excellent customer service."

"In order to expand our market share, we recognize that we must be progressive and continue to invest in our business. We are fortunate to have a strong cash flow that enables us to make these investments whether they are acquisitions or internal infrastructure improvements. As an example of infrastructure investments, we are taking our training to its next generation with the launching of a satellite delivery system. This will ensure that our employees in all branches receive consistent training on a more frequent basis. We believe that this initiative will be unmatched in the pest control industry."

Mr. Rollins continued, "Another example of business investment is the development of our routing and scheduling system. To that end we have selected an outside logistical vendor whose software and experience best meet our needs, with the capability of integration with the Company's FOCUS customer accounting system. When completed, this enhancement should allow our branches to improve their productivity, and on-time service delivery while reducing costs."

Mr. Rollins concluded, "Although we're excited about these investments, we continue to focus on service quality, marketing, and expense control which will be complimentary to our business and lead to increasing shareholder value."

Rollins, Inc. is one of the nation's largest consumer services companies. Through its wholly owned subsidiaries, Orkin, Inc. and Western Pest Services, the Company provides essential pest control services and protection against termite damage, rodents and insects to approximately 1.7 million customers in the United States, Canada and Mexico from over 400 locations. You can learn more about Orkin by visiting our Web sites at www.orkin.com and www.rollins.com. You can also find this and other news releases at www.rollins.com by accessing the news releases button.

CAUTION CONCERNING FORWARD-LOOKING STATEMENTS

The above release contains statements that constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These include statements regarding the impact of growth strategies, productivity initiatives and other programs, the expansion of market share, the impact of the satellite delivery training system, and the ability to increase

shareholder value. The actual results of the Company could differ materially from those indicated by the forward-looking statements because of various risks and uncertainties, including without limitation, general economic conditions; market risk; changes in industry practices or technologies; the degree of success of the Company's pest and termite process reforms and pest control selling and treatment methods; the Company's ability to identify and integrate potential acquisitions; climate and weather trends; competitive factors and pricing practices; expected benefits of the commercial re-engineering project may not be realized, potential increases in labor costs; uncertainties of litigation; and changes in various government laws and regulations, including environmental regulations. All of the foregoing risks and uncertainties are beyond the ability of the Company to control, and in many cases the Company cannot predict the risks and uncertainties that could cause its actual results to differ materially from those indicated by the forward-looking statements. A more detailed discussion of potential risks facing the Company can be found in the Company's Report on Form 10-K filed with the Securities and Exchange Commission for the year ended December 31, 2004.

ROLLINS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(In thousands)

At March 31	2005 (Unaudited)	2004 (Unaudited)
<hr/>		
ASSETS		
Cash and Cash Equivalents	\$ 55,894	\$ 97,888
Trade Receivables Short-Term, Net	44,308	35,794
Materials and Supplies	8,600	10,147
Deferred Income Taxes	28,089	27,332
Other Current Assets	10,398	10,092
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Current Assets	147,289	181,253
Equipment and Property, Net	52,930	34,618
Goodwill and Other Intangible Assets	193,209	101,445
Trade Receivables Long-Term, Net	9,942	9,755
Deferred Income Taxes	11,274	13,754
Other Assets	4,156	25,351
	-----	-----
Total Assets	\$ 418,800	\$ 366,176
	=====	=====
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LIABILITIES		
Accounts Payable	\$ 12,859	\$ 15,275
Accrued Insurance	13,110	13,050
Accrued Payroll	31,943	26,963
Unearned Revenue	84,967	73,137
Other Current Liabilities	45,353	38,166
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Current Liabilities	188,232	166,591
Long-Term Accrued Liabilities	61,928	56,798
	-----	-----
Total Liabilities	250,160	223,389
	-----	-----
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STOCKHOLDERS' EQUITY		
Common Stock	68,293	68,098
Retained Earnings and Other Equity	100,347	74,689
	-----	-----
Total Stockholders' Equity	168,640	142,787
	-----	-----
Total Liabilities and Stockholders' Equity	\$ 418,800	\$ 366,176
	=====	=====

(In thousands except per share data)

	First Quarter	
	2005 (Unaudited)	2004 (Unaudited)
REVENUES	\$ 183,915	\$ 160,416
COSTS AND EXPENSES		
Cost of Services Provided	98,637	86,542
Depreciation and Amortization	5,963	4,657
Sales, General and Administrative	60,283	52,768
Loss on Sales of Assets	3	1
Interest Income	(462)	(150)
TOTAL COSTS AND EXPENSES	164,424	143,818
INCOME BEFORE INCOME TAXES	19,491	16,598
PROVISION FOR INCOME TAXES	7,896	6,732
INCOME BEFORE CUMULATIVE EFFECT CHANGE IN ACCOUNTING PRINCIPLE	11,595	9,866
CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE, NET	-	(6,204)
NET INCOME	\$ 11,595	\$ 3,662
NET INCOME PER COMMON SHARE-BASIC:		
INCOME BEFORE CUMULATIVE EFFECT CHANGE IN ACCOUNTING PRINCIPLE	\$ 0.17	\$ 0.15
CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE, NET	-	(0.09)
NET INCOME PER COMMON SHARE-BASIC	\$ 0.17	\$ 0.06
NET INCOME PER COMMON SHARE-DILUTED:		
INCOME BEFORE CUMULATIVE EFFECT CHANGE IN ACCOUNTING PRINCIPLE	\$ 0.17	\$ 0.14
CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE, NET	-	(0.09)
NET INCOME PER COMMON SHARE-DILUTED	\$ 0.17	\$ 0.05
AVERAGE SHARES OUTSTANDING - BASIC	67,942	67,947
AVERAGE SHARES OUTSTANDING - DILUTED	69,609	69,964

ROLLINS, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE THREE MONTHS ENDED MARCH 31
(In thousands)

	2005 Unaudited	2004 Unaudited
Operating Activities		
Net Income	\$ 11,595	\$ 3,662
Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities:		
Change in Accounting Policy, Net	-	6,204
Depreciation and Amortization	5,963	4,657
Provision for Deferred Income Taxes	3,347	1,273
Other, Net	198	63
Loss on Sale of Assets	3	1
(Increase) Decrease in Assets:		
Trade Receivables	1,072	2,873
Materials and Supplies	277	(310)
Other Current Assets	(3,030)	(2,678)
Other Non-Current Assets	235	(446)
Increase (Decrease) in Liabilities:		
Accounts Payable and Accrued Expenses	229	3,761
Unearned Revenue	3,773	4,694

Accrued Insurance	(1,940)	(1,261)
Accrual for Termite Contracts	829	(238)
Long-Term Accrued Liabilities	(2,823)	(917)
	-----	-----
Net Cash Provided by Operating Activities	19,728	21,338
	-----	-----
Investing Activities		
Purchases of Equipment and Property	(6,417)	(1,739)
Net Cash Used for Acquisition of Companies	(1,291)	(158)
Sales/(Purchases) of Marketable Securities, Net	-	21,866
	-----	-----
Net Cash Provided by (Used In) Investing Activities	(7,708)	19,969
	-----	-----
Financing Activities		
Dividends Paid	(3,436)	(2,718)
Common Stock Purchased	(10,604)	-
Other	554	(188)
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Net Cash Used in Financing Activities	(13,486)	(2,906)
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Effect of Exchange Rate Changes on Cash	623	(53)
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Net Increase/(Decrease) in Cash and Cash Equivalents	(843)	38,348
Cash and Cash Equivalents at Beginning of Year	56,737	59,540
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Cash and Cash Equivalents at End of Period	\$ 55,894	\$ 97,888
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640 Fifth Avenue T 212 445 8000
New York, NY 10019 F 212 445 8001
www.webershandwick.com

CONFERENCE CALL
Rollins, Inc.
(NYSE: ROL)

Management will hold a conference call to discuss
first quarter results on:

Wednesday, April 27, 2005 at:

10:00 a.m. Eastern
9:00 a.m. Central
8:00 a.m. Mountain
7:00 a.m. Pacific

TO PARTICIPATE:
Please dial 800-240-7305 domestic;
303-262-2175 international
at least 5 minutes before start time.

REPLAY: through May 4, 2005 at 11:00 p.m.
Please dial 800-405-2236/303-590-3000, Passcode: 11027715
THIS CALL CAN ALSO BE ACCESSED THROUGH THE INTERNET AT
www.viaavid.net

Questions?:
Janet Jazmin at FRB/Weber Shandwick at 212-827-3777 or
email to jjazmin@financialrelationsboard.com

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	Reconciliation			
	Revenue Excluding Western Pest Services and Dettelbach Pest Corp			
	First Quarter			
	2005	2004	\$B/ (W)	%B/ (W)
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Total Net Revenues	\$ 183,915	\$ 160,416	\$ 23,499	14.6 %
Less:				
Western Acquisition	19,594	-	19,594	
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Revenue Excluding Western Pest Services	\$ 164,321	\$ 160,416	\$ 3,905	2.4 %
Less:				
Dettelbach	-	553	(553)	
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Revenue Excluding Western Pest Services
and Dettelbach

\$	164,321	\$	159,863	\$	4,458	2.8 %
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