

OMB APPROVAL

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FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

[] Check this box if no longer subject to Section 16. Form 4 or Form 5
obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person*

Rollins, R. Randall

(Last) (First) (Middle)

2170 Piedmont Road NE

(Street)

Atlanta, GA 30324

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Rollins, Inc. (ROL)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Day/Year

12/31/02

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

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

Chairman of the Board

7. Individual or Joint/Group Filing (Check Applicable Line)

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

Table I -- Non-Derivative Securities Acquired, Disposed of,
or Beneficially Owned

<TABLE>
<CAPTION>

7.	2.	2A.	3.	4.	5.	6.
Transaction	Date,	Deemed	Transaction	Securities Acquired (A) or	Amount of	Ownership
		Execution	(Instr. 3, 4 and 5)	Disposed of (D)	Owned	ship
					Following	Form:
						Direct

Nature of	Date	if any	Code	-----	Reported	(D) or
Indirect	(Month/	(Month/	(Instr. 8)	(A)	Transaction(s)	Indirect
1. Beneficial	Day/	Day/	-----	Amount	or Price	(Instr. 3
Title of Security	Year)	Year)	Code	V	(D)	and 4)
Ownership						(Instr. 4)
(Instr. 3)						
(Instr. 4)						
<S>	<C>	<C>	<C>	<C>	<C>	<C>
<C>						
Rollins, Inc.					22,169**	D
Common Stock \$1						
Par Value						
Rollins, Inc.					62,903*	I
By Spouse						
Common Stock \$1						
Par Value						
Rollins, Inc.					23,700*	I
Co-Trustee of						
Common Stock \$1						
Charitable						
Par Value						
Fund						
Rollins, Inc.	12/31/02		J(a)		102,000	D
Co-Trustee of						
Common Stock \$1						
Trusts						
Par Value						
Rollins, Inc.	12/31/02		J(a)		203,352	D
Trustee of						
Common Stock \$1						
Trusts for						
Par Value						
Children						
Rollins, Inc.	12/31/02		J(a)		10,419,000	D
By LOR, Inc.						
Common Stock \$1						
Par Value						
Rollins, Inc.					595,000*	I
Co-Trustee of						
Common Stock \$1						
Charitable						
Par Value						
Foundation						
Rollins, Inc.	12/31/02		J(a)		432,000	D
Rollins						
Common Stock \$1						
Holding Co.,						
Par Value						
Inc.						
Rollins, Inc.	12/31/02		J(a)		1,359,000	D
By Limited						
Common Stock \$1						
Liability						
Par Value						
Company						
Rollins, Inc.	12/31/02		J(a)		14,079,185	A
RFPS						
Common Stock \$1						
Investments						
Par Value						
I, L.P.						

</TABLE>

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** This number includes 1,451 shares of 401(k) stock first reported in January 2002.

J(a) - See Exhibit A Attached

(Over) SEC 1474 (9/02)

FORM 4 (continued)

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

<TABLE> <CAPTION>

10. Owner-ship	2. Form of Derivative Security:	11. Conversion Nature or Exercise Price of Derivative (Instr. 3 and 4)	3A. Deemed Executed 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)	8. Price or Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction(s) (Instr. 4)

<S> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C>

</TABLE> Explanation of Responses:

/s/ R. Randall Rollins Signed by Glenn P. Grove, Jr. as power of attorney January 3, 2003

* R. Randall 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 2-10, and this report is not an admission of such beneficial ownership.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C.78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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

Exhibit A

R. Randall Rollins

(a) The Reporting Person beneficially and indirectly owns a portion of the Rollins, Inc. (ROL) shares owned by the following entities:

LOR, Inc. a Georgia corporation
Rollins Holding Company, Inc., a Georgia corporation

The Reporting Person reports indirect holdings of ROL shares as Trustee, co-Trustee or Manager of the following entities but has no pecuniary interest in these shares:

2001 RRR, Jr. Grantor Trust, as Trustee
RWR Management Company, LLC, a Georgia limited liability company, as Manager and Trustee of its sole Member 1976 Gary W. Rollins
Grandchildren's Trust as co-Trustee RCTLOR, LLC, a Georgia limited liability company, through LOR, Inc., its Manager

All shares owned by the above entities were contributed to RFPS Investments I, L.P. (RFPS), a Georgia limited partnership, along with ROL shares contributed by the following entities and persons on formation of RFPS:

Grace C. Rollins, individually
Pamela R. Rollins, individually
Timothy C. Rollins, individually
Amy Rollins Kreisler, individually
Nancy Rollins Griffith, individually
RRR Grandchildren's Custodial Partnership I, L.P., a Georgia limited partnership
1996 JR Partnership, L.P., a Georgia limited partnership
1996 JPR Partnership, L.P., a Georgia limited partnership
1997 RRR Grandchildren's Partnership, a Georgia general partnership
MRLT Partners, L.P., a Georgia limited partnership

The general partner of RFPS is LOR Investment Company, LLC, a Georgia limited liability company, wholly owned by LOR, Inc. The Reporting Person is an officer, director and shareholder of LOR, Inc. As a result of the contribution to RFPS, the Reporting Person now reports an indirect interest in all of the ROL shares held by RFPS.

The Reporting Person disclaims ownership of these shares in excess of his pecuniary interest.