FORM 4

(Print or Type Personses)

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person * ROLLINS RANDALL R				2. Issuer Name and Ticker or Trading Symbol ROLLINS INC [ROL]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner				
(Last) (First) (Middle) 2170 PIEDMONT ROAD, N.E.				3. Date of Earliest Transaction (Month/Day/Year) 12/30/2008								X Officer (give title below) Other (specify below) Chairman of the Board				w)
(Street) ATLANTA, GA 30324				4. If Amendment, Date Original Filed(Month/Day/Year)							_X_ Form fil	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting Person				Line)
	(Zip)			Т	able I -	- Non	ı-Der	ivative	Securit	ties Ac	equired, Disp	osed of, or E	Benefic	ially Own	ed	
Instr. 3) Date (Month/Day/Year) a		xecution Date, if only				(4	(A) or Disposed of (D) (Instr. 3, 4 and 5)					owing	Form: Direct (E or Indirect	ip Indirec Benefic Owners	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	7	/ A	mount		Price					Co-Tı	rustee
12/30/2	008				G	V	7 5	8,174	A	\$ 0	2,492,392	(2)		I	of Chari Found	
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ck											49,540 (2)			I	Trusts Trusts Child	s for
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ck											410,934 (1)		D		
ine for each c	lass of secu	rities be	eneficia	lly c	owned d		Pers	ons w	ho res	form	are not requ	uired to res	pond	unless	SEC 14	74 (9-02)
ate Execution D Ionth/Day/Year) any		te, if 4. Transaction Code		5. Number of		6. D and	6. Date Exercisable and Expiration Date		2 A U S	7. Title and Amount of Underlying Securities Instr. 3 and	Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Sollowing Reported Transaction(s) Open Securities Sollowing Sollo		Ownership Form of Derivative Security: Direct (D) or Indirect I)	Benefici Ownersh (Instr. 4)	
		Coo					Date	e rcisable	Expira Date	tion 7	Amount or Number of					
1	2. Transa Date (Month/E) Ock 12/30/2 Ock	(Zip) 2. Transaction Date (Month/Day/Year) a (Month/Day/Year) Ock 12/30/2008 Ock	(Middle) 3. Date (Interpretation Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Execution any (Month/Day/Year) 2. Transaction Date (Execution Date (Execution Date (Execution Date, if Day/Year) any (Month/Day/Year) 3. Date (Execution Date (Execution Date) (Month/Day/Year)	ROLLINS 3. Date of Ea 12/30/2003 4. If Amendre Execution Date (Month/Day/Year) Ock 12/30/2008 Cock 12/30/2008 Table II - Derivative Securities beneficians Securities beneficians Securities beneficians Securities beneficians Securities beneficians Securities S	ROLLINS IN 3. Date of Earlies 12/30/2008 4. If Amendment (Zip) 2. Transaction Date (Month/Day/Year) Ock 12/30/2008 24. 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Table II - Derivative Securities Acquired, Disposed of Ontained in this form the form displays a cu Table II - Derivative Securities Acquired, Disposed of, or Beneficially Original Filed (Month/Day/Year) (Month/Day/Year) A Deemed Execution Date, if Transaction any (Month/Day/Year) (Month/Day/Year)	ROLLINS INC [ROL] 3. Date of Earliest Transaction (Month/Day/Year) 12/30/2008 4. If Amendment, Date Original Filed(Month/Day/Year) 2. Transaction Date Execution Date in (Month/Day/Year) (Month/Day/Year) 2. Transaction Date Execution Date in (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code V Amount (A) or (D) Price (Instr. 3, 4 and 5) (A) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (A) or (Instr. 3, 4 and 5) (A) Or (D) Price (Instr. 3, 4 and 5) (A) Or (D) Price (Instr. 3, 4 and 5) (A) Or (D) Price (Instr. 3, 4 and 5) (A) Or (D) Price (Instr. 3, 4 and 5)	ROLLINS INC [ROL] A Director X Director X Director X Director X Officer (gree title between the part of t	ROLLINS INC [ROL] X_ Director X_ Officer (give wite below) X_ Form filed by One Reporting Perform filed by More than One Report X_ Officer (give wite below) X_ Form filed by One Reporting Perform filed by More than One Report X_ Officer (give wite below) X_ Form filed by One Reporting Perform filed by More than One Report X_ Form filed by One Reporting Perform filed by More than One Report X_ Form filed by One Reporting Perform filed by More than One Report X_ Form filed by One Reporting Perform filed by More than One Report X_ Form filed by One Reporting Perform filed by More than One Report X_ Form filed by One Reporting Perform filed by More than One Report X_ Form filed by One Report	ROLLINS INC [ROL] A) Director Survive Securities Acquired (Month/Day/Year) A	ROLLINS INC [ROL] Subjector Check all applicable Subjector Direct (page 11) Direct (page 12) D

Relationships

	Reporting Owner Name / Address	Director	10% Owner	Officer	Other
2	ROLLINS RANDALL R 2170 PIEDMONT ROAD, N.E. ATLANTA, GA 30324	X	X	Chairman of the Board	

Signatures

Glenn P. Grove, Jr., as Attorney-in-Fact for R. Randall Rollins	01/08/2009
**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) Includes 674 shares of 401(k) stock, 5,728 shares of IRA stock, and 102,000 shares of restricted stock.
- (2) R. Randall Rollins disclaims for the purpose of Section 16 of the Securities and Exchange Act of 1934 the beneficial ownership of these shares, except to the extent of any pecuniary interest therein, and this report is not an admission of such 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.