

ROLLINS INC
Form 4
April 13, 2005

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KNOTTEK MICHAEL W

(Last) (First) (Middle)

2170 PIEDMONT RD

(Street)

ATLANTA, GA 30324

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ROLLINS INC [ROL]

3. Date of Earliest Transaction
(Month/Day/Year)
04/11/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

Senior Vice President and Sec.

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Rollins, Inc. Common Stock \$1 Par Value	04/11/2005		M		4,524 A \$ 6.5555	68,440 (1)	D
Rollins, Inc. Common Stock \$1 Par Value	04/11/2005		M		16,913 A \$ 8.75	85,353 (1)	D
Rollins, Inc.	04/11/2005		M		98 A \$ 8.1111	85,451 (1)	D

Common
Stock \$1
Par Value

Rollins,
Inc.

Common 04/11/2005 F 9,313 D \$ 19.16 76,138 ⁽¹⁾ D
Stock \$1
Par Value

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution 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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Incentive Stock Options (Right to Buy)	\$ 6.5555	04/11/2005		M	4,524	⁽²⁾ 01/25/2010	Common Stock	4,524
Incentive Stock Options (Right to Buy)	\$ 8.75	04/11/2005		M	16,913	⁽³⁾ 04/28/2008	Common Stock	16,913
Incentive Stock Options (Right to Buy)	\$ 8.1111	04/11/2005		M	98	⁽⁴⁾ 01/23/2011	Common Stock	98

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners

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Director 10% Owner Officer

Other

KNOTTEK MICHAEL W
2170 PIEDMONT RD
ATLANTA, GA 30324

Senior Vice President and Sec.

Signatures

Michael W.
Knottek

04/13/2005

**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 number includes 12,000 restricted shares that vest 20% per year beginning in 2007 and 2,539 shares of Rollins, Inc. common stock under the Rollins, Inc. 401(k) plan.
- (2) The awards vest over a five (5) year period (1/5 vesting each year beginning 1/25/01) from the date of the grant.
- (3) The awards vest over a five (5) year period (1/5 vesting each year beginning 4/28/99) from the date of the grant.
- (4) The awards vest over a five (5) year period (1/5 vesting each year beginning 1/23/02) from the date of the grant.

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.