

ROLLINS INC
Form 4
June 16, 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)

ROLLINS, INC., 2170 PIEDMONT ROAD, N.E.

(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)
06/14/2005

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)

Sr. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	06/14/2005		M		32,857 A \$ 8.75	108,995	D
Common Stock	06/14/2005		M		56,632 A \$ 7.25	165,627	D
Common Stock	06/14/2005		M		29,127 A \$ 8.1111	194,754	D
Common Stock	06/14/2005		M		27,000 A \$ 8.5111	221,754	D
Common Stock	06/14/2005		M		8,976 A \$ 6.5555	230,730	D

Signatures

/s/ M.W.
Knottek

06/16/2005

__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) All sales were made pursuant to a forward sale agreement with Morgan Stanley & Co. Incorporated dated June 14, 2005, which calls for delivery of the shares on or about August 2, 2006. Until that time, reporting person will retain all voting rights and dividends.
 - (2) The awards vest over a five (5) year period (1/5 vesting each year beginning 4/28/99) from the date of the grant.
 - (3) The awards vest over a five (5) year period (1/5 vesting each year beginning 1/26/00) 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.
 - (5) The awards vest over a five (5) year period (1/5 vesting each year beginning 1/22/03) from the date of the grant.
 - (6) The awards vest over a five (5) year period (1/5 vesting each year beginning 1/25/01) from the date of the grant.

Remarks:

All share and price information as described on this Form 4 are reflective of the 3-for-2 stock split effective March 10, 2003, a

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.