

**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, 2011**

**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.)

**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.**

On April 27, 2011, the Company issued a press release announcing its results for the first quarter ended March 31, 2011. The Company hereby incorporates by reference herein the information set forth in its Press Release dated April 27, 2011, 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 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 for the year ended December 31, 2010 filed with the Securities and Exchange Commission. The Company disclaims any obligation or duty to update or modify these forward-looking statements.

**Item 9.01. Financial Statements and Exhibits**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release Dated April 27, 2011.

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**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, 2011

By: /s/ Harry J. Cynkus  
Name: Harry J. Cynkus  
Title: Senior Vice President, Chief Financial Officer and Treasurer  
(Principal Financial and Accounting Officer)

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FOR IMMEDIATE RELEASE

**ROLLINS, INC. REPORTS FIRST QUARTER 2011  
FINANCIAL RESULTS**

**ATLANTA, GEORGIA, April 27, 2011:** Rollins, Inc. (NYSE:ROL), a premier North American consumer and commercial services company, today reported strong unaudited financial results for its first quarter ended March 31, 2011.

The Company recorded first quarter revenues of \$271.6 million, an increase of 7.4% over the prior year's first quarter revenue of \$253.0 million. Net income increased 6.0% to \$18.6 million or \$0.13 per diluted share for the first quarter ended March 31, 2011, compared to \$17.6 million or \$0.12 per diluted share for the same period in 2010.

On January 25, 2011, Rollins increased its regular quarterly cash dividend to shareholders 16.7 percent to \$0.07 per share. The Company also repurchased 256,284 shares at a weighted average price of \$18.90 per share during the first quarter. In total, 2,281,962 additional shares may be purchased under the share repurchase program.

Gary W. Rollins, President and Chief Executive Officer of Rollins, Inc. stated, "We are pleased to report our strongest increase in revenue for a first quarter in more than five years, we are understandably pleased with our solid start of 2011."

Mr. Rollins concluded, "Our opportunities for this year are exciting and we believe that each of our businesses is well positioned to contribute. We remain committed to growing our revenue, improving earnings, generating strong cash flows and maintaining a strong balance sheet. We are clearly focused on achieving our goals."

Rollins, Inc. is a premier North American consumer and commercial services company. Through its wholly owned subsidiaries, Orkin, HomeTeam Pest Defense, Western Pest Services, PCO Services, The Industrial Fumigant Company, Waltham Services, Crane Pest Control, and TruTech, the Company provides essential pest control services and protection against termite damage, rodents and insects to over 2 million customers in the United States, Canada, Europe, Central America, the Caribbean, the Middle East, Asia and the Mediterranean from over 500 locations. You can learn more about our subsidiaries by visiting our web sites at [www.orkin.com](http://www.orkin.com), [www.pestdefense.com](http://www.pestdefense.com), [www.westernpest.com](http://www.westernpest.com), [www.orkincanada.ca](http://www.orkincanada.ca), [www.indfumco.com](http://www.indfumco.com), [www.walthamservices.com](http://www.walthamservices.com), [www.cranepestcontrol.com](http://www.cranepestcontrol.com), [www.truechinc.com](http://www.truechinc.com) and [www.rollins.com](http://www.rollins.com). You can also find this and other news releases at [www.rollins.com](http://www.rollins.com) by accessing the news releases button.

**CAUTION CONCERNING FORWARD-LOOKING STATEMENTS**

*This release contains statements that constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements include statements about the Company's belief that the Company's opportunities in 2011 are exciting; that each of the Company's businesses is well positioned to contribute; and that the Company remains committed to growing its revenue, improving earnings, generating solid cash flow and maintaining a strong balance sheet. 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, economic and competitive conditions which may adversely affect the Company's business; the degree of success of the Company's pest and termite process, 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; the Company's ability to attract and retain skilled workers, and 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, 2010.*

**ROLLINS, INC. AND SUBSIDIARIES**  
**CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
(in thousands)

At March 31, (unaudited)	2011	2010
<b>ASSETS</b>		
Cash and cash equivalents	\$ 23,340	\$ 14,149
Trade receivables, short-term	69,524	62,937
Materials and supplies	12,680	10,957
Deferred income taxes	27,178	25,760
Other current assets	14,522	11,842
<b>Total Current Assets</b>	<b>147,244</b>	<b>125,645</b>
Equipment and property, net	73,444	72,203
Goodwill	212,130	189,925
Customer Contracts and Other Intangible assets	146,742	141,705
Deferred income taxes	14,336	17,644
Trade receivables, long-term	9,786	9,021
Other assets	10,523	9,190
<b>Total Assets</b>	<b>\$ 614,205</b>	<b>\$ 565,333</b>
<b>LIABILITIES</b>		
Accounts payable	\$ 23,081	\$ 20,671
Accrued insurance	19,918	16,754
Accrued compensation and related liabilities	51,697	47,865
Unearned revenue	92,193	89,604
Line of Credit	25,000	15,000
Other current liabilities	30,027	34,969
<b>Total Current Liabilities</b>	<b>241,916</b>	<b>224,863</b>
Accrued insurance	25,969	26,054
Accrued pension	8,390	14,731

Long-term accrued liabilities	36,710	28,022
Total Liabilities	312,985	293,670
<b>STOCKHOLDERS' EQUITY</b>		
Common stock	147,428	149,004
Retained earnings and other equity	153,792	122,659
Total Stockholders' Equity	301,220	271,663
<b>Total Liabilities and Stockholders' Equity</b>	<b>\$ 614,205</b>	<b>\$ 565,333</b>

**ROLLINS, INC. AND SUBSIDIARIES**  
**CONDENSED CONSOLIDATED STATEMENTS OF INCOME**  
(in thousands except per share data)  
(unaudited)

	First Quarter Ended March 31,	
	2011	2010
<b>REVENUES</b>		
Customer services	\$ 271,643	\$ 253,041
<b>COSTS AND EXPENSES</b>		
Cost of services provided	140,898	130,975
Depreciation and amortization	9,200	9,000
Sales, general and administrative	91,498	84,915
Interest Expense	192	99
	<u>241,788</u>	<u>224,989</u>
<b>INCOME BEFORE TAXES</b>	<b>29,855</b>	<b>28,052</b>
<b>PROVISION FOR INCOME TAXES</b>	<b>11,215</b>	<b>10,469</b>
<b>NET INCOME</b>	<b>\$ 18,640</b>	<b>\$ 17,583</b>
<b>NET INCOME PER SHARE - BASIC</b>	<b>\$ 0.13</b>	<b>\$ 0.12</b>
<b>NET INCOME PER SHARE - DILUTED</b>	<b>\$ 0.13</b>	<b>\$ 0.12</b>
Weighted average shares outstanding - basic	147,473	148,810
Weighted average shares outstanding - diluted	147,570	149,089

**CONFERENCE CALL ANNOUNCEMENT**  
Rollins, Inc.  
(NYSE: ROL)



Management will hold a conference call to discuss  
First Quarter results on:

**Wednesday, April 27, 2011 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 877-941-8631 domestic;

480-629-9818 international

at least 5 minutes before start time.

REPLAY: available through May 4, 2011

Please dial 800-406-7325/303-590-3000, Passcode: 4432545

***THIS CALL CAN ALSO BE ACCESSED THROUGH THE INTERNET AT***

www.viavid.net

Questions?

Contact Samantha Alphonso at Financial Relations Board at 212-827-3746

Or email to salphonso@mww.com