

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

11/22/02

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	Form:
					Following	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	(I)
Title of Security	Year)	Year)	Code	V	(D)	(Instr. 3
Ownership						and 4)
(Instr. 3)						(Instr. 4)
(Instr. 4)						
<S>	<C>	<C>	<C>	<C>	<C>	<C>
<C>					<C> <C>	<C>
Rollins, Inc.	11/22/02		G	V	383	A
Common Stock \$1						21,669**
Par Value						D
Rollins, Inc.	11/22/02		G	V	383	A
By Spouse						62,903*
Common Stock \$1						I
Par Value						
Rollins, Inc.						23,700*
Co-Trustee of						I
Common Stock \$1						
Charitable						
Par Value						
Fund						
Rollins, Inc.						102,000*
Co-Trustee of						I
Common Stock \$1						
Trusts						
Par Value						
Rollins, Inc.	11/22/02		J		1,149	A
Trustee of						168,521*
Common Stock \$1						I
Trusts for						
Par Value						
Children						
Rollins, Inc.						10,419,000*
By LOR, Inc.						I
Common Stock \$1						
Par Value						
Rollins, Inc.						595,000*
Co-Trustee of						I
Common Stock \$1						
Charitable						
Par Value						
Foundation						
Rollins, Inc.						50,010*
1996 RWR						I
Common Stock \$1						
Investment						
Par Value						
Partnership						
Rollins, Inc.						432,000*
Rollins						I
Common Stock \$1						
Holding Co.,						
Par Value						
Inc.						
Rollins, Inc.						1,359,000*
By Limited						I
Common Stock \$1						
Liability						
Par Value						
Company						

</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.

(Over) SEC 1474 (7/96)

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 Direct	3A. Deemed Execution Date, if any	4. Transaction Code (Instr. 8) Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price or Derivative Security (Instr. 5)	9. Number of 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 November 22, 2002
**Signature of Reporting Person Date

* 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.

J- Transfer to trust by Grantor.

** 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 valid OMB Number.

