

**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): **October 27, 2010**

**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 October 27, 2010, the Company issued a press release announcing its results for the third quarter ended September 30, 2010. The Company hereby incorporates by reference herein the information set forth in its Press Release dated October 27, 2010, 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, 2009 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 October 27, 2010.

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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: October 27, 2010

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 THIRD QUARTER AND NINE MONTHS 2010  
FINANCIAL RESULTS**

**ATLANTA, GEORGIA, October 27, 2010:** Rollins, Inc. (NYSE:ROL), a premier North American consumer and commercial services company, today reported unaudited financial results for its third quarter ended September 30, 2010. The Company recorded third quarter revenues of \$305.1 million, an increase of 6.4% over the prior year's third quarter revenue of \$286.9 million. Net income increased 12.2% to \$25.5 million or \$0.26 per diluted share for the third quarter ended September 30, 2010, compared to \$22.7 million or \$0.23 per diluted share for the same period in 2009.

Revenues for the first nine months of 2010 increased 5.2% to \$857.0 million compared to \$814.4 million for the first nine months of 2009. Rollins' net income for the first nine months of 2010 rose 10.6% to \$70.8 million, or \$0.71 per diluted share, compared to net income of \$64.0 million, or \$0.64 per diluted share for the same period in 2009.

Rollins' balance sheet remains strong with total assets of \$607.6 million and stockholders' equity increasing to \$286.4 million.

In the third quarter, the Company announced that it repurchased 372,499 shares of common stock at a weighted average price of \$20.93 per share during the third quarter bringing the total number of shares repurchased year-to-date to 1,259,427 at a weighted average price of \$20.92. In total, 1,692,164 additional shares may be purchased under the share repurchase program.

Gary W. Rollins, President and Chief Executive Officer of Rollins, Inc. stated, "This quarter reflects a record performance in revenue and profits. Our revenue growth reflects contributions from all of our businesses. As you would expect, we are pleased with the results from our operational initiatives and their impact on customer and employee retention, as well as the bottom line."

Mr. Rollins concluded, "Our progress in the first nine months of this year has been solid and we are on target to meet our business objectives for the year. Our focus is squarely on providing a good job for our employees, great service to our customers and solid earnings improvement for our shareholders. We remain confident in our strategy and action plans, and are working hard to grow the business both organically and through strategic acquisitions."

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, and Crane Pest Control, 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, Mexico, 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) 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 is on target to meet its business objectives for the year; the Company is focused on providing a good job for its employees, great service to its customers, and solid earnings improvement for its shareholders; the Company's confidence in its strategy and action plans; and the Company's work to grow its business both organically and through strategic acquisitions. 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, 2009.*

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

At September 30, (unaudited)	2010	2009
<b>ASSETS</b>		
Cash and cash equivalents	\$ 20,250	\$ 26,221
Trade receivables, short-term	76,973	70,750
Accounts Receivable - Other	2,218	2,338
Materials and supplies	11,167	10,341
Deferred income taxes	27,092	17,628
Other current assets	13,161	14,143
Total Current Assets	150,861	141,421
Trade receivables, long-term	10,416	9,599
Equipment and property, net	70,782	77,223
Goodwill	200,639	189,355
Customer Contracts	119,896	120,510
Other Intangible Assets	25,636	22,742
Deferred income taxes	19,841	16,669
Other assets	9,554	8,008
<b>Total Assets</b>	<b>\$ 607,625</b>	<b>\$ 585,527</b>
<b>LIABILITIES</b>		

Accounts payable	\$	25,693	\$	16,616
Accrued insurance		18,660		15,605
Accrued compensation and related liabilities		60,214		58,208
Unearned revenue		95,711		95,361
Line of Credit		24,000		45,000
Other current liabilities		31,378		29,873
Total Current Liabilities		<u>255,656</u>		<u>260,663</u>
Accrued insurance		25,566		27,687
Accrued pension		11,365		14,992
Long-term accrued liabilities		28,597		28,957
Total Liabilities		<u>321,184</u>		<u>332,299</u>
<b>STOCKHOLDERS' EQUITY</b>				
Common stock		98,107		99,040
Retained earnings and other equity		188,334		154,188
Total Stockholders' Equity		<u>286,441</u>		<u>253,228</u>
<b>Total Liabilities and Stockholders' Equity</b>	<b>\$</b>	<b><u>607,625</u></b>	<b>\$</b>	<b><u>585,527</u></b>

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

	Third Quarter Ended September 30,		Nine Months Ended September 30,	
	2010	2009	2010	2009
<b>REVENUES</b>				
Customer services	\$ 305,118	\$ 286,852	\$ 856,962	\$ 814,391
<b>COSTS AND EXPENSES</b>				
Cost of services provided	156,064	147,436	435,467	414,440
Depreciation and amortization	9,076	9,321	27,043	28,124
Sales, general and administrative	98,909	93,233	280,782	267,027
Loss on sale of assets	—	30	5	7
Interest expense, net	100	159	265	846
	<u>264,149</u>	<u>250,179</u>	<u>743,562</u>	<u>710,444</u>
<b>INCOME BEFORE TAXES</b>	<b>40,969</b>	<b>36,673</b>	<b>113,400</b>	<b>103,947</b>
<b>PROVISION FOR INCOME TAXES</b>	<b>15,456</b>	<b>13,940</b>	<b>42,604</b>	<b>39,924</b>
<b>NET INCOME</b>	<b>\$ 25,513</b>	<b>\$ 22,733</b>	<b>\$ 70,796</b>	<b>\$ 64,023</b>
<b>NET INCOME PER SHARE - BASIC</b>	<b>\$ 0.26</b>	<b>\$ 0.23</b>	<b>\$ 0.72</b>	<b>\$ 0.64</b>
<b>NET INCOME PER SHARE - DILUTED</b>	<b>\$ 0.26</b>	<b>\$ 0.23</b>	<b>\$ 0.71</b>	<b>\$ 0.64</b>
Weighted average shares outstanding - basic	98,388	99,125	98,876	99,615
Weighted average shares outstanding - diluted	98,505	99,428	99,029	99,924

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



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

Wednesday, October 27, 2010 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 877-941-7133 domestic;  
480-629-9821 international  
at least 5 minutes before start time.

REPLAY: available through November 4, 2010  
Please dial 800-406-7325/303-590-3030, Passcode: 4372650  
**THIS CALL CAN ALSO BE ACCESSED THROUGH THE INTERNET AT**  
www.viaid.net

Questions?

Contact Samantha Alphonso at Financial Relations Board at 212-827-3746  
Or email to [salphonso@mww.com](mailto:salphonso@mww.com)

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