FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGES | S IN BENEFICIAL | OWNERSHIP |
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| OMB APP | ROVAL |
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| OMB Number: | 3235-028 |
| Estimated average b | ourden |

0.5

hours per response:

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* MCNAMARA KEVIN J | | | | | | 2. Issuer Name and Ticker or Trading Symbol ROTO-ROOTER INC [rrr] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
|--|-------------------------|------------------|--------------------------------------|-------------------|--------------------|--|----------------------------|-------------------------|------------------|--|----------------|--------------|---------------------|--------------------|---|------------------------------------|---------------------------------------|--------------------------|---------------------|-------------------------|--|
| MCNA | MARA | KEVIN J | | | 1 | TOTO ROOTER IN J | | | | | | | | | X | Direc | ctor | | 10% C | wner | |
| | | | | - | | | | | | | | | | ** | Office | er (give title | | Other | (specify | | |
| (Last) | (F | First) (| Middle) | | 3. D | ate o | of Earlies | t Trans | action (M | 1onth/ | /Day/Year) | | | \Box | X | belov | | | below) | | |
| 2600 CH | EMED CE | INTER | | | 02/ | 23/2 | 004 | | | | | | | | president and ceo | | | | | | |
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| , <u> </u> | | | | | - 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | |
| (Street) | | | 4=000 | | | | | | | | | | | - | X | Form | n filed by One | e Reportir | na Pers | on | |
| CINCINI | NATI C |)H 4 | 45202 | | | | | | | | | | | | 21 | | n filed by Mo | • | • | | |
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| (City) | (5 | State) (| Zip) | | | | | | | | | | | | | | | | | | |
| | | Tahl | A I - NO | n-Deriv | zativo | Sad | curitio | s Acc | uuirad | Die | posed o | f o | r Ron | oficia | ally i | Owne | ad | | | | |
| | | | C 1 - 140 | | | _ | | | 1 | , Dis | . | | | | any ' | | | | | | |
| 1. Title of S | Security (Ins | str. 3) | | 2. Transa Date | action | ction 2A. Deemed 3. 4. Securities Acquired (A) Execution Date, Transaction Disposed Of (D) (Instr. 3, 4 | | | | | | | , d | 5. Amo Securi | ount of | 6. Owner | | 7. Nature of Indirect | | | |
| | | | | (Month/E | Day/Yea | ıy/Year) if any | | | Code (Instr. 5) | | o, | Benef | | cially | (D) or In | (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | | | | |
| | | | | (Month/Day/\ | | ay/Year) | 8) | | | | | | | d Following ted | (I) (Instr. | | | | | | |
| | | | | | | | | | Code | v | Amount | | (A) or (D) | Price | | Transaction(s) (Instr. 3 and 4) | | | | | |
| | | | | (0.00.4 | 2004 | | (1) | | 22.246 | - ` | | 4=0 | <u> </u> ` | | • | | | | | | |
| capital stock 02/23/2 | | | | | 3/2004 | $\begin{bmatrix} 2004 & A^{(1)} & 32,346 & A & 3 \end{bmatrix}$ | | | | \$58. | 58.93 72,741 D | | | | | | | | | | |
| | | Ta | ble II - I | Derivat | ive S | ecu | rities | Acaui | ired. D | isno | osed of, | or B | Benef | iciall | v Ov | vned | | | | | |
| | | | | | | | | | | | onvertib | | | | , | | | | | | |
| 1. Title of 2. 3. Transaction 3A. Deem | | | | ned 4. | | | | 5. Number | | 6. Date Exercisable and | | 7. Title and | | | 8. Pric | | ice of 9. Number of | | | 11. Nature | |
| Derivative | Conversion | Date | Execution Date if any (Month/Day/Yea | Date, Ti | Transa | | n of | | Expiration | on Dat | te | Amount of | | | Derivative | | derivative | Own | Ownership | of Indirect | |
| Security (Instr. 3) | or Exercise Price of | (Month/Day/Year) | | ay/Year) | Code (In | | str. Derivative Securities | | (Month/Day/Year) | | | | urities derlying | | Security (Instr. 5) | | Securities Beneficially | | Form: Direct (D) | Beneficial Ownership | |
| Derivative Security | | | | .,, 5, | | Acquired | | | Derivative | | | ivative | | ` | <i>'</i> | Owned Following | or In | or Indirect | (Instr. 4) | | |
| | | | | | (A) or Disposed | | | Security (Instr. and 4) | | | istr. 3 | ° | | Reported | | | | | | | |
| | | | | | | | of (D) (Instr. 3, 4 | | | | | | - | | | | Transaction (Instr. 4) | (s) | s) | | |
| | | | | | | | and 5) | | | | | | | | | (su. -,) | - 1 | | | | |
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| | | | | | or Numb | | | mhor | | | | | | | | | | | | | |
| | | | | | | | | Date | | Expiration | | of | | | | | | | | | |
| | | | | | Code | V | (A) | (D) | Exercisa | ıble | Date | Title | e Sha | ares | | | | | | | |

Explanation of Responses:

1. award of restricted stock

<u>kevin j mcnamara</u>

02/25/2004

** Signature of Reporting Person

Date

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).
- ** 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 is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.