ROTO-ROOTER INC Form SC 13G March 01, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. $_$) *

ROTO-ROOTER INC.

(Name of Issuer)

Common Stock, \$1.00 Par Value Per Share

(Title of Class of Securities)

778787101

------(CUSIP Number)

February 19, 2004

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[] Rule 13d-1(b)
[X] Rule 13d-1(c)
[] Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 or 13

CUSIP No.	778787101		13G	Page 2 0	of 13	3 Pá	ıges
1		TIFICA	G PERSON ATION NO. OF ABOVE PERSON dvisors, LLC				
2			RIATE BOX IF A MEMBER OF A GROUP*				[] [X]
3	SEC USE ONLY	 (
4	CITIZENSHIP	OR P1	LACE OF ORGANIZATION				
	Delaware						
NUMBER OF SHARES BENEFICIAL OWNED BY EACH REPORTING PERSON WITH		6	SOLE VOTING POWER O SHARED VOTING POWER 471,500 (see Item 4) SOLE DISPOSITIVE POWER O SHARED DISPOSITIVE POWER 471,500 (see Item 4) BENEFICIALLY OWNED BY EACH REPORTS				
9	AGGREGATE AN		BENEFICIALLY OWNED BY EACH REPORTI	ING PERSO	ON		
10	CHECK BOX II	THE	AGGREGATE AMOUNT IN ROW (9) EXCLUD				
11	PERCENT OF (REPRESENTED BY AMOUNT IN ROW (9)					
12	TYPE OF REPO						
		*SEE	INSTRUCTION BEFORE FILLING OUT				

Page 2 of 13

CUSIP No.	778787101		13G	Page	3 of	13 P	ages			
1	NAME OF REPORT NAME OF REPORT		G PERSON ATION NO. OF ABOVE PERSON							
	S.A.C. Capit	tal M	anagement, LLC							
2	CHECK THE A	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*								
						(b)	[X]			
3	SEC USE ONL	 Y								
4	CITIZENSHIP	OR P	LACE OF ORGANIZATION							
	Delaware									
		5	SOLE VOTING POWER							
			0							
NUMBER OF SHARES		6	SHARED VOTING POWER							
BENEFICIAI OWNED	LLY		471,500 (see Item 4)							
BY EACH		 7	SOLE DISPOSITIVE POWER							
REPORTING PERSON			0							
WITH		8	SHARED DISPOSITIVE POWER							
			471,500 (see Item 4)							
9	AGGREGATE AI	MOUNT	BENEFICIALLY OWNED BY EACH REPORTING	NG PE	RSON					
	471,500 (see Item 4)									
10	CHECK BOX I	F THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDE	ES CE	RTAIN	I SHA	RES			
	[]									
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)									
	4.77% (see Item 4)									
12	TYPE OF REPORTING PERSON*									
	00									
			INSTRUCTION BEFORE FILLING OUT							

Page 3 of 13

CUSIP No.	778787101		13G F	Page 4	l of 	13 Pa	ages				
1	NAME OF REF		G PERSON ATION NO. OF ABOVE PERSON								
	S.A.C. Capi	S.A.C. Capital Associates, LLC									
2	CHECK THE A	APPROPI	RIATE BOX IF A MEMBER OF A GROUP*			(a)	[]				
						(b)	[X]				
3	SEC USE ONI	 .Y									
4	CITIZENSHIF	OR P	LACE OF ORGANIZATION								
	Anguilla, E	British	n West Indies								
		5	SOLE VOTING POWER								
			0								
NUMBER OF SHARES		6	SHARED VOTING POWER								
BENEFICIA: OWNED	LLY		471,500 (see Item 4)								
BY EACH		7	SOLE DISPOSITIVE POWER								
REPORTING PERSON			0								
WITH		8	SHARED DISPOSITIVE POWER								
			471,500 (see Item 4)								
9	AGGREGATE A	MOUNT	BENEFICIALLY OWNED BY EACH REPORTIN	NG PEF	RSON						
	471,500 (se	ee Iter	n 4)								
10	CHECK BOX I	F THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDE	ES CEF	RTAIN	SHAI	RES				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)										
	4.77% (see Item 4)										
12	TYPE OF REF	TYPE OF REPORTING PERSON*									
	00										
		*SEE	INSTRUCTION BEFORE FILLING OUT								

Page 4 of 13

CUSIP No.	778787101		13G	Page	5 of	13 Pa	ages 	
1	NAME OF REP		G PERSON ATION NO. OF ABOVE PERSON			. — — — .		
	Sigma Capit	al Ma	nagement, LLC					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*							
						(b)	[X]	
3	SEC USE ONL							
4	CITIZENSHIP	OR P	LACE OF ORGANIZATION					
	Delaware							
		5	SOLE VOTING POWER					
			0					
NUMBER OF SHARES		6	SHARED VOTING POWER					
BENEFICIAL OWNED	LY.		150,000 (see Item 4)					
BY EACH		7	SOLE DISPOSITIVE POWER					
REPORTING PERSON			0					
WITH		8	SHARED DISPOSITIVE POWER					
			150,000 (see Item 4)					
9	AGGREGATE A	MOUNT	BENEFICIALLY OWNED BY EACH REPORT	ING PE	RSON			
	150,000 (se	e Ite						
10	CHECK BOX I	F THE	AGGREGATE AMOUNT IN ROW (9) EXCLU	DES CE	RTAIN	I SHAI	 RES	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
	1.51% (see Item 4)							
12	TYPE OF REPORTING PERSON*							
	00							
			INSTRUCTION BEFORE FILLING OUT					

Page 5 of 13

CUSIP No.	778787101		13G Page	6 of 	13 Pa	ages 					
1	NAME OF REP		G PERSON ATION NO. OF ABOVE PERSON								
	Sigma Capit	Sigma Capital Associates, LLC									
2	CHECK THE A	PPROP.	RIATE BOX IF A MEMBER OF A GROUP*		(a)	[]					
					(b)	[X]					
3	SEC USE ONL	 Y									
4	 CITIZENSHIP	OR P	LACE OF ORGANIZATION								
	Anguilla, B	ritis	h West Indies								
		5	SOLE VOTING POWER								
			0								
NUMBER OF SHARES		6	SHARED VOTING POWER								
BENEFICIA:	ΤΤλ		150,000 (see Item 4)								
BY EACH		7	SOLE DISPOSITIVE POWER								
REPORTING PERSON			0								
WITH		8	SHARED DISPOSITIVE POWER								
			150,000 (see Item 4)								
9	AGGREGATE A	MOUNT	BENEFICIALLY OWNED BY EACH REPORTING PE	RSON							
	150,000 (se	e Ite	m 4)								
10	CHECK BOX I	F THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CE	RTAIN	SHA1	RES					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)										
	1.51% (see	1.51% (see Item 4)									
12	TYPE OF REP	TYPE OF REPORTING PERSON*									
	00										
		*SEE	INSTRUCTION BEFORE FILLING OUT								
			D 6 6 . 12								

Page 6 of 13

CUSIP No.	778787101		13G	Page 7 of 1	.3 Pages			
1	NAME OF REF	ORTIN	G PERSON					
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON							
	Steven A. (Cohen						
2	CHECK THE A	APPROP1	RIATE BOX IF A MEMBER OF A GROUP*		(2) []			
					(a) []			
					(b) [X]			
3	SEC USE ONI	 .Y						
4	CITIZENSHIE	OR P	LACE OF ORGANIZATION					
	United Stat	es						
		5	SOLE VOTING POWER					
			0					
NUMBER OF SHARES		6	SHARED VOTING POWER					
BENEFICIAI OWNED	LLY		621,500 (see Item 4)					
BY EACH		7	SOLE DISPOSITIVE POWER					
REPORTING PERSON			0					
WITH		8	SHARED DISPOSITIVE POWER					
			621,500 (see Item 4)					
9	AGGREGATE A	MOUNT	BENEFICIALLY OWNED BY EACH REPORTI	 NG PERSON				
	621,500 (see Item 4)							
10	CHECK BOX	F THE	AGGREGATE AMOUNT IN ROW (9) EXCLUD	ES CERTAIN	SHARES			
	[]							
11	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (9)					
	6.28% (see Item 4)							
12	TYPE OF REE		· 					
	IN							
		 uup*	INSTRUCTION BEFORE FILLING OUT					

Page 7 of 13

Item 1(a) Name of Issuer:

Roto-Rooter Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:

2600 Chemed Center 225 East Fifth Street Cincinnati, OH 45202

Items 2(a) Name of Person Filing:

._____

This statement is filed by: (i) S.A.C. Capital Advisors, LLC, ("SAC Capital Advisors") with respect to Shares beneficially owned by S.A.C. Capital Associates, LLC ("SAC Capital Associates"); (ii) S.A.C. Capital Management, LLC, ("SAC Capital Management") with respect to Shares beneficially owned by SAC Capital Associates; (iii) SAC Capital Associates with respect to Shares beneficially owned by it; (iv) Sigma Capital Management, LLC ("Sigma Capital Management") with respect to Shares beneficially owned by Sigma Capital Associates, LLC ("Sigma Capital Associates"); (v) Sigma Capital Associates with respect to Shares beneficially owned by it; and (vi) Steven A. Cohen with respect to Shares beneficially owned by SAC Capital Advisors, SAC Capital Management, SAC Capital Associates, Sigma Capital Management and Sigma Capital Associates.

Item 2(b) Address of Principal Business Office:

The address of the principal business office of (i) SAC Capital Advisors and Mr. Cohen is 72 Cummings Point Road, Stamford, Connecticut 06902, (ii) SAC Capital Management and Sigma Capital Management is 540 Madison Avenue, New York, New York 10022, and (iii) SAC Capital Associates and Sigma Capital Associates is Victoria House, P.O. Box 58, The Valley, Anguilla, British West Indies.

Item 2(c) Citizenship:

SAC Capital Advisors, SAC Capital Management and Sigma Capital Management are Delaware limited liability companies. SAC Capital Associates and Sigma Capital Associates are Anguillan limited liability companies. Mr. Cohen is a United States citizen.

Page 8 of 13

Item 2(d) Title of Class of Securities:

Common Stock, par value \$1.00 per share

778787101

Item 3 Not Applicable

Item 4 Ownership:

The percentages used herein are calculated based upon the Shares issued and outstanding as of October 31, 2003 as reported on the Company's quarterly report on Form 10-Q filed with the Securities and Exchange Commission by the Company for the fiscal quarter ended September 30, 2003.

As of the close of business on February 27, 2004:

- 1. S.A.C. Capital Advisors, LLC
- (a) Amount beneficially owned: 471,500
- (b) Percent of class: 4.77%
- (c) (i) Sole power to vote or direct the vote: -0-
- (ii) Shared power to vote or direct the vote: 471,500
- (iii) Sole power to dispose or direct the disposition: -0-
- (iv) Shared power to dispose or direct the disposition: 471,500
- 2. S.A.C. Capital Management, LLC
- (a) Amount beneficially owned: 471,500
- (b) Percent of class: 4.77%
- (c) (i) Sole power to vote or direct the vote: -0-
- (ii) Shared power to vote or direct the vote: 471,500
- (iii) Sole power to dispose or direct the disposition: -0-
- (iv) Shared power to dispose or direct the disposition: 471,500
- 3. S.A.C. Capital Associates, LLC
- (a) Amount beneficially owned: 471,500
- (b) Percent of class: 4.77%
- (c)(i) Sole power to vote or direct the vote: -0-
- (ii) Shared power to vote or direct the vote: 471,500
- (iii) Sole power to dispose or direct the disposition: -0-
- (iv) Shared power to dispose or direct the disposition: 471,500

Page 9 of 13

- 4. Sigma Capital Management, LLC
- (a) Amount beneficially owned: 150,000
- (b) Percent of class: 1.51%
- (c)(i) Sole power to vote or direct the vote: -0-
- (ii) Shared power to vote or direct the vote: 150,000
- (iii) Sole power to dispose or direct the disposition: -0-
- (iv) Shared power to dispose or direct the disposition: 150,000
- 5. Sigma Capital Associates, LLC
- (a) Amount beneficially owned: 150,000
- (b) Percent of class: 1.51%

- (c)(i) Sole power to vote or direct the vote: -0-(ii) Shared power to vote or direct the vote: 150,000 (iii) Sole power to dispose or direct the disposition: -0-(iv) Shared power to dispose or direct the disposition: 150,000
- 6. Steven A. Cohen
- (a) Amount beneficially owned: 621,500
- (b) Percent of class: 6.28%
- (c) (i) Sole power to vote or direct the vote: -0-
- (ii) Shared power to vote or direct the vote: 621,500
- (iii) Sole power to dispose or direct the disposition: -0-
- (iv) Shared power to dispose or direct the disposition: 621,500

SAC Capital Advisors, SAC Capital Management, Sigma Capital Management and Mr. Cohen own directly no shares of Common Stock. Pursuant to investment agreements, each of SAC Capital Advisors and SAC Capital Management share all investment and voting power with respect to the securities held by SAC Capital Associates. Pursuant to an investment management agreement, Sigma Capital Management maintains investment and voting power with respect to the securities held by Sigma Capital Associates. Mr. Cohen controls each of SAC Capital Advisors, SAC Capital Management and Sigma Capital Management. By reason of the provisions of Rule 13D-3 of the Securities Exchange Act of 1934, as amended, each of (i) SAC Capital Advisors, SAC Capital Management and Mr. Cohen may be deemed to own beneficially 471,500 shares (constituting approximately 4.77% of the shares outstanding) and (ii) Sigma Capital Management and Mr. Cohen may be deemed to own beneficially 150,000 shares (constituting approximately 1.51% of the shares outstanding). Each of SAC Capital Advisors, SAC Capital Management, Sigma Capital Management and Mr. Cohen disclaim beneficial ownership of any of the securities covered by this statement.

Page 10 of 13

Item 5 Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following. []

Item 6 Ownership of More than Five Percent on Behalf of Another

Person:

Not Applicable

Item 7 Identification and Classification of the Subsidiary

Which Acquired the Security Being Reported on By the Parent

Holding Company:

Not Applicable

Item 8 Identification and Classification of Members of the Group:

Not Applicable

Not Applicable

By signing below the signatory certifies that, to the best of his knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Page 11 of 13

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: March 1, 2004

S.A.C. CAPITAL ADVISORS, LLC

By: /s/ Peter Nussbaum

Name: Peter Nussbaum Title: Authorized Person

S.A.C. CAPITAL MANAGEMENT, LLC

By: /s/ Peter Nussbaum

Name: Peter Nussbaum Title: Authorized Person

S.A.C. CAPITAL ASSOCIATES, LLC

By: /s/ Peter Nussbaum

Name: Peter Nussbaum

Title: Authorized Person

SIGMA CAPITAL MANAGEMENT, LLC

By: /s/ Peter Nussbaum

Name: Peter Nussbaum Title: Authorized Person

SIGMA CAPITAL ASSOCIATES, LLC

By: /s/ Peter Nussbaum

Name: Peter Nussbaum Title: Authorized Person

Page 12 of 13

STEVEN A. COHEN

By: /s/ Peter Nussbaum

Name: Peter Nussbaum
Title: Authorized Person

Page 13 of 13