

SUNAIR ELECTRONICS INC
 Form 3
 February 18, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Ferrari Mario
 (Last) (First) (Middle)

2. Date of Event Requiring Statement
 (Month/Day/Year)
 02/08/2005

3. Issuer Name and Ticker or Trading Symbol
 SUNAIR ELECTRONICS INC [SNR]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

SUNAIR ELECTRONICS,
 INC., 3005 S.W. THIRD
 AVENUE

(Street)

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)

FORT
 LAUDERDALE, FL 33315

(City) (State) (Zip)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|---|---|---|
| Common Stock | 5,000,000 | I | By Coconut Palm Capital Investors II, Ltd. and Coconut Palm Capital Investors II, Inc. ⁽¹⁾ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial |
|---|--|---|---------------|--------------|-------------------------------------|
|---|--|---|---------------|--------------|-------------------------------------|

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| (Month/Day/Year) | | | Derivative Security (Instr. 4) | | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | Ownership (Instr. 5) |
|-------------------------|--------------------|------------|-----------------------------------|-----------|---|--|---|
| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Warrants (right to buy) | 02/08/2005 | 02/08/2008 | Common Stock | 5,000,000 | \$ 6 | I | By Coconut Palm Capital Investors II, Ltd. and Coconut Palm Capital Investors II, Inc. <u>(1)</u> |
| Warrants (right to buy) | 02/08/2005 | 02/08/2010 | Common Stock | 5,000,000 | \$ 7 | I | By Coconut Palm Capital Investors II, Ltd. and Coconut Palm Capital Investors II, Inc. <u>(1)</u> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Ferrari Mario SUNAIR ELECTRONICS, INC. 3005 S.W. THIRD AVENUE FORT LAUDERDALE, FL 33315 | X | X | X | X |

Signatures

/s/ Mario B. 02/18/2005
Ferrari

 Date
**Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

The securities are owned directly by Coconut Palm Capital Investors II, Ltd., a Florida limited partnership, the general partner of which is Coconut Palm Capital Investors II, Inc. The reporting person is an officer and director of Coconut Palm Capital Investors II, Inc. The

- (1) reporting person is an indirect beneficial owner of the reported securities. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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