

Brauser Michael
Form SC 13G
November 07, 2005

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT

TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED

PURSUANT TO RULE 13d-2

(Amendment No. ____)*

Sunair Electronics, Inc.

(Name of Issuer)

Common Stock, \$.10 par value

(Title of Class of Securities)

867017105

(CUSIP Number)

August 8, 2005

(Date of Event Which Requires Filing of this Statement)

Edgar Filing: Brauser Michael - Form SC 13G

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

- Rule 13d-1(b)
- 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 in 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.

CUSIP No. 867017105 13G

Page 2 of 4 Pages

NAME OF REPORTING PERSON/

1 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Michael Brauser

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2 (a)

 (b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

Edgar Filing: Brauser Michael - Form SC 13G

4 United States

SOLE VOTING POWER

5

Number of
Shares

-0-

SHARED VOTING POWER

Beneficially

6

Owned by

-0-

Each

SOLE DISPOSITIVE POWER

Reporting

7

Person

With

1,200,000

SHARED DISPOSITIVE POWER

8

-0-

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

1,200,000

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

10

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

11.1%

TYPE OF REPORTING PERSON

12

IN

CUSIP No. 867017105 13G

Page 3 of 4 Pages

Item 1(a). Name of Issuer:

Sunair Electronics, Inc.

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

3005 SW Third Ave.

Ft. Lauderdale, FL 33315

Item 2(a). Name of Person Filing: Michael Brauser

Item 2(b). Address of Principal Business Office or, if None, Residence: 595 S. Federal Highway, Suite 600
Boca Raton, FL 33432

Item 2(c). Citizenship:

United States

Item 2(d). Title of Class of Securities: Common Stock, \$.10 par value per share (the Common Stock)

Item 2(e). CUSIP Number: 867017105

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

(a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).

(b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

(c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).

Edgar Filing: Brauser Michael - Form SC 13G

- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
 - (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E).
 - (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).
 - (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G).
 - (h) A savings association is defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
 - (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
 - (j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).
-

CUSIP No. 867017105

13G

Page 4 of 4 Pages

Item 4. Ownership.

(a) **Amount beneficially owned:** 1,200,000 shares of Common Stock, consisting of 600,000 shares and warrants to purchase 600,000 shares of Common Stock.

(b) **Percent of class:** 11.1%

(c) **Number of shares as to which such person has:**

(i) **sole power to vote or to direct the vote:** -0-

(ii) **shared power to vote or to direct the vote:** -0-

(iii) **sole power to dispose or to direct the disposition of:** 1,200,000

(iv) shared power to dispose or to direct the disposition of: -0-

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

Not Applicable

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

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certification:

By signing below I certify that, to the best of my 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.

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.

Edgar Filing: Brauser Michael - Form SC 13G

Dated: November 4, 2005
Michael Brauser

By: /s/ Michael Brauser
