SUNAIR SERVICES CORP
Form 4
December 17, 2009

FORM 4

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

STATEMENT OF CHANGES IN 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

OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ROCHON RICHARD C

(Last) (First) (Middle)

SUNAIR SERVICES CORPORATION, 1350 E. NEWPORT CENTER DRIVE, STE 201

(Street)

BOCA RATON, FL 33442

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
SUNAIR SERVICES CORP [SNR]

3. Date of Earliest Transaction (Month/Day/Year)
12/16/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secur (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	$ 5.6	12/16/2009		J(1)(2)			5,000	(2)	(2)	Common Stock	5,000	$
Stock Options	$ 3.23	12/16/2009		J(1)(2)			5,000	(2)	(2)	Common Stock	5,000	$
Stock Options	$ 1.76	12/16/2009		J(1)(2)			5,000	(2)	(2)	Common Stock	5,000	$
Stock Options	$ 1.55	12/16/2009		J(1)(2)			5,000	(2)	(2)	Common Stock	5,000	$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROCHON RICHARD C SUNAIR SERVICES CORPORATION 1350 E. NEWPORT CENTER DRIVE, STE 201 BOCA RATON, FL 33442	X			

Signatures

/s/ Richard C. Rochon	12/16/2009
**Signature of Reporting Person	Date

Explanation of Responses:

***** 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).

(1) On December 16, 2009, Sunair Services Corporation was acquired by Massey Services, Inc. with Massey paying $2.75 per share for each share of Sunair's issued and outstanding common stock.

(2) In connection with the terms of the merger agreement, each stock option, whether or not exerciseable, was cancelled and the reporting person received consideration equal to the number of shares subject to the option multiplied by the difference between the exercise price and $2.75 per share, with no consideration for stock options having exercise prices greater than $2.75 per share.

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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