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CPI AEROSTRUCTURES INC

Form 3

February 24, 2003

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

1. Name and Address of Reporting Person
 Providenti, A. C.
 12 Matinecock Avenue
 Port Washington, NY 11050
 USA
2. Date of Event Requiring Statement (Month/Day/Year)
 2/19/03
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Issuer Name and Ticker or Trading Symbol
 CPI Aerostructures, Inc.
 CVU
5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director () 10% Owner () Officer (give title below) () Other
 (specify below)
6. If Amendment, Date of Original (Month/Day/Year)
7. 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 Beneficially Owned

| 1. Title of Security | 2. Amount of Securities Beneficially Owned | 3. Ownership Form: Direct (D) or Indirect (I) | 4. Nature of Beneficial |
|----------------------|--|---|-------------------------|
|----------------------|--|---|-------------------------|

Table II -- Derivative Securities Beneficially Owned

| 1. Title of Derivative Security | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Underlying Securities | 4. Conversion or Exercise price of derivative Security | 5. Ownership Form of Derivative Security (Direct or Indirect) |
|---------------------------------|--|--|--|---|
|---------------------------------|--|--|--|---|

Explanation of Responses:
 CONFIRMING
 STATEMENT

 This Statement confirms that the undersigned has authorized and designated Arthur August or Edward J. Fred to execute and file on the

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undersigned's behalf all Forms 3, 4 and 5 (including any amendments thereto) that the undersigned may be required to file with the United States Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of CPI Aerostructures, Inc. The authority of Arthur August and Edward J. Fred under this Statement shall continue until the undersigned is no longer required to file Forms 3, 4 or 5 with regard to the undersigned's ownership of or transactions in securities of CPI Aerostructures, Inc. unless earlier revoked in writing. The undersigned acknowledges that Arthur August and Edward J. Fred are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

/s/ A. C. Providenti

A. C. Providenti

Dated: February 19, 2003

SIGNATURE OF REPORTING PERSON

/s/ A. C. Providenti

DATE

February 19, 2003