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CPI AEROSTRUCTURES INC

Form 3

December 04, 2006

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

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Bazaar Harvey J

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

12/01/2006

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

CPI AEROSTRUCTURES INC [CVU]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O CPI AEROSTRUCTURES. INC., 60 HEARTLAND

BLVD.

(Street)

(State)

10% Owner _X_ Director Officer _Other

(give title below) (specify below)

(Check all applicable)

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

EDGEWOOD, NYÂ 11717

1. Title of Security

(Instr. 4)

(City)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5) Form:

Direct (D) or Indirect (I)

(Instr. 5)

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** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

5. 4 Conversion or Exercise

Ownership Form of Derivative

Security:

Direct (D)

6. Nature of Indirect Beneficial

Date Exercisable Expiration Date

Title

Amount or Number of Price of Derivative Security

Ownership (Instr. 5)

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				Shares		or Indirect (I) (Instr. 5)	
Options to purchase common shares	12/01/2006	11/30/2011	Common shares	3,333	\$ 6.75	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
• 9	Director	10% Owner	Officer	Other
Bazaar Harvey J				
C/O CPI AEROSTRUCTURES, INC.	ÂΧ	Â	Â	â
60 HEARTLAND BLVD.	АЛ	Α	А	A
EDGEWOOD. NY 11717				

Signatures

Harvey Bazaar 12/04/2006

**Signature of Person

**Bignature of 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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