

U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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(f) of the Investment Company Act of 1940

<TABLE>
<CAPTION>
<S> <C> <C> <C>

| | | | |
|--|------|---|---|
| 1. Name and Address of Reporting Person Trading Symbol ("WPCS") Hidalgo | Andy | 2. Date of Event Re-quiring Statement (Month/Day/Year) May 24, 2002 | 4. Issuer Name and Ticker or WPCS International Incorporated |
|--|------|---|---|

| | | | | | |
|---|---------|----------|---|--|--|
| (Last) Amendment, Date of Original (Month/Day/Year) c/o WPCS International Incorporated 140 South Village Ave., Suite 20 | (First) | (Middle) | 3. IRS or Social Security Number of Reporting Person (Voluntary) | 5. Relationship of Reporting Person to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner ----- X Officer _____ Other ----- (give _____ (specify title below) below) | 6. If President and Chief Executive |
|---|---------|----------|---|--|--|

Officer

| | | |
|-------|----|-------|
| Exton | PA | 19341 |
|-------|----|-------|

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security of Indirect (Instr. 4) Beneficial Ownership 5) | 2. Amount of Securities Beneficially Owned | 3. Ownership Form: Direct (D) or Indirect (I) (Instr.5) | 4. Nature (Instr. |
|---|---|--|----------------------|
| Common Stock, \$.001 par value | 5,380,000 | D | |

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

(Over)

(Print or Type Responses)

SEC 1473 (8-92)

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<CAPTION>

FORM 3 (continued)

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

<S> <C> <C> <C> <C>

| | | | | |
|---|---|--|---|--|
| 1. Title of Derivative Security | 2. Date | 3. Title and Amount of Securities | 4. | 5. |
| 6. Nature of (Instr. 4) ship Indirect Beneficial Ownership ative (Instr. 5) Security: | Exer-cisable and Expiration Date (Month/Day/Year) | Underlying Derivative Security (Instr. 4) | Conver-sion or Exercise Price of Deri-vative Security | Owner- Form of Deriv- Direct (D) or Indirect (I) (Instr. |

5)

| | | | |
|---------|--------|-------|-----------|
| Date | Expira | | Amount |
| Exer- | tion | Title | or |
| cisable | Date | | Number |
| | | | of Shares |

Explanation of Responses:

** International misstatements or omissions of facts constitute Federal Criminal Violations. /s/ Andy Hidalgo
 6/10/02
 See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). Andy Hidalgo
 Date

Reporting Person **Signature of

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

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