

NAGEB AMMACHE
 Form 3
 January 21, 2003

**UNITED STATES SECURITIES AND
 EXCHANGE COMMISSION**
 Washington, DC 20549

FORM 3

**INITIAL STATEMENT OF
 BENEFICIAL OWNERSHIP OF
 SECURITIES**

OMB APPROVAL
 OMB
 Number: 3235-0104
 Expires: January 31,
 2005
 Estimated average
 burden
 hours per
 response.....0.5

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

(Print or Type Responses) 1. Name and Address of Reporting Person*			2. Date of Event Requiring Statement (Month/Day/Year)	4. Issuer Name and Ticker or Trading Symbol			
Ammache Nageb			September/18.2002	Westsphere Asset Corporation			
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			6. If Amendment, Date of Original (Month/Day/Year)
Box 3081				<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner		
(Street)				<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)	7. Individual or Joint/Group Filing (Check Applicable Line)	
Beaumont Alberta Canada T4X 1K8							<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City)	(State)	(Zip)			<input type="checkbox"/> Form filed by More than One Reporting Person		

Table I — Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	6,029,571	D	

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

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

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(Over)
SEC 1473 (7-02)

FORM 3 (continued)		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)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

/s/ Nageb Ammache

January 17 2003

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

**Signature of Reporting Person

Date

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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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