

WESTSPHERE ASSET CORP INC  
 Form 4/A  
 March 21, 2003

# FORM 4

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

**STATEMENT OF CHANGES IN  
 BENEFICIAL OWNERSHIP**

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*		2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<b>Mac Donald Douglas N.</b>		<b>Westspere Asset Corporation, Inc.</b>		<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner				
				<input checked="" type="checkbox"/> Officer (give title below)	Other (specify below)				
				<b>President &amp; CEO</b>					
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Day/Year		7. Individual or Joint/Group Filing (Check Applicable Line)			
<b>45 Sheridan Drive</b>						<input checked="" type="checkbox"/> Form filed by One Reporting Person			
(Street)						5. If Amendment, Date of Original (Month/Day/Year)		<input type="checkbox"/> Form filed by More than One Reporting Person	
<b>St. Albert Alberta T8N 0J1</b>					<b>March/13/2003</b>				
(City)	(State)	(Zip)	<b>Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>						
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)
<b>Common Stock Class A</b>	<b>Mar/13/03</b>		<b>P</b>	<b>989,500</b>	<b>A</b>	<b>.035</b>	<b>1,589,500</b>	<b>D</b>	
<b>Common Stock Class A</b>	<b>Mar/13/03</b>		<b>P</b>	<b>430,386</b>	<b>A</b>	<b>.0625</b>	<b>857,386</b>	<b>I</b>	<b>Mr. Mac Donald is part owner of 989939 Alberta Ltd.</b>
<b>Common Stock Class A</b>	<b>N/A</b>		<b>P</b>	<b>2,057,410</b>			<b>2,057,410</b>	<b>I</b>	

											Mr. Mac Donald is President of Mac Donald Venture Corp.

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 4(b)(v).

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(Over)  
SEC 1474 (9-02)

**FORM 4  
(continued)**

**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. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

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Explanation of Responses:

I realized today that when I originally filed this Form 4, I erroneously excluded 225,000 shares that were owned directly by Mr. Mac Donald. Would you please cancel the form 4 filed on March 17/2003 and accept this Form 4 in place of the Form 4 filed on March 17, 2003.

Sonia Goeseels

/s/ Douglas Mac Donald

March/20/2003

\*\* 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).*

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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