

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-QSB

QUARTERLY REPORT UNDER SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE
ACT OF 1934

For the quarterly period ended September 30, 2005.

or

TRANSITION REPORT UNDER SECTION 13 OR 15 (d) OF THE EXCHANGE ACT OF 1934

For the transition period from _____ to _____.

Commission file number: 0-25097

WORLD ENERGY SOLUTIONS, INC.
(Exact Name of Small Business Issuer in Its Charter)

Florida
(State or other jurisdiction of
incorporation or organization)

65-0783722
(I.R.S. Employer
Identification No.)

3900A 31st Street North, St. Petersburg, Florida 33714
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: 727-525-5552

Check whether the issuer: (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. (x)Yes ()No

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act) ()Yes (x)No

The number of shares of the registrant's common stock, par value \$.0001 per share, outstanding as of November 10, 2005, was 11,692,976.

Part I. Financial Information

Item 1. Financial Statements

WORLD ENERGY SOLUTIONS, INC.
(formerly Advanced 3D Ultrasound Services, Inc.)

BALANCE SHEET

September 30, 2005
(unaudited)

ASSETS

Current assets	
Cash	\$ 9,241

Property and equipment, net	3,447

<i>Other assets</i>	-----
<i>Prepaid expenses</i>	110,000
<i>Deferred offering costs</i>	10,000

<i>Total other assets</i>	120,000

<i>Total Assets</i>	\$ 132,688
	=====

LIABILITIES AND STOCKHOLDERS' EQUITY

<i>Current liabilities</i>	
<i>Accounts payable and accrued expenses</i>	\$ 37,025
<i>Notes payable</i>	16,250
<i>Loans from related party</i>	58,156

<i>Total current liabilities</i>	111,431

<i>Commitments and contingencies</i>	
<i>Stockholders' equity</i>	
<i>Common stock; \$.0001 par value; 100,000,000 shares authorized; 11,692,976 shares issued and outstanding</i>	1,169
<i>Paid-in capital</i>	37,829
<i>Accumulated deficit</i>	(17,741)

<i>Total stockholders' equity</i>	21,257

<i>Total Liabilities and Stockholders' Equity</i>	\$ 132,688
	=====

The accompanying notes are an integral part
of these financial statements.
WORLD ENERGY SOLUTIONS, INC.
(formerly Advanced 3D Ultrasound Services, Inc.)
STATEMENT OF OPERATIONS

	Three Months Ended September 30, 2005 (unaudited)	Nine Months Ended September 30, 2005 (unaudited)
<i>Revenues</i>	\$ -	\$ -
	-----	-----
<i>Expenses</i>		
<i>Selling, general and administrative</i>	16,978	16,978
	-----	-----
<i>Total expenses</i>	16,978	16,978
	-----	-----
<i>Other income (expense)</i>		
<i>Interest expense</i>	(763)	(763)
	-----	-----
<i>Total other income (expense)</i>	(763)	(763)
	-----	-----
<i>Net loss</i>	\$ (17,741)	\$ (17,741)
	=====	=====
<i>Loss per common share</i>	\$ (0.00)	\$ (0.01)
	=====	=====
<i>Weighted average common shares outstanding</i>	5,809,770	2,068,632
	=====	=====

The accompanying notes are an integral part
of these financial statements.

WORLD ENERGY SOLUTIONS, INC.
(formerly Advanced 3D Ultrasound Services, Inc.)

STATEMENTS OF CASH FLOWS

Nine Months Ended
September 30, 2005
(unaudited)

<i>Cash flows from operating activities</i>	
Net loss	\$ (17,741)
<hr/>	
Adjustments to reconcile net loss to net cash used in operating activities:	
Depreciation	118
Stock issued to consultants	10,000
Increase in deferred offering costs	(10,000)
Decrease in accounts payable and accrued expenses	(391)
<hr/>	
Total adjustments	(273)
<hr/>	
Net cash used in operating activities	(18,014)
<hr/>	
<i>Cash flows from financing activities</i>	
Proceeds from sale of common stock	1,146
Repayments made on notes payable	(10,000)
Proceeds from reverse acquisition	36,109
<hr/>	
Net cash provided by financing activities	27,255
<hr/>	
Net increase (decrease) in cash	9,241
Cash, beginning of period	-
<hr/>	
Cash, end of period	\$ 9,241
<hr/>	

Supplemental disclosures of noncash investing and financing activities:

The Company issued stock amounting to \$120,000 to consultants for the nine months ended September 30, 2005.

The Company acquired the net assets of Advanced 3D Ultrasound Services, Inc. in exchange for all the Company's capital stock. In conjunction with the recapitalization, liabilities were assumed as follows:

Fair value of assets acquired	\$ 40,559
Liabilities assumed	(122,707)
<hr/>	
Decrease in paid-in capital	\$ (82,148)
<hr/>	

Cash Flow Information

	2005
	<hr/>
Cash paid for interest	\$ 250
Cash paid for income taxes	\$ -

The accompanying notes are an integral part of these financial statements.

WORLD ENERGY SOLUTIONS, INC.
(formerly Advanced 3D Ultrasound Services, Inc.)

NOTES TO FINANCIAL STATEMENTS

September 30, 2005

The information presented herein as of September 30, 2005, and for the nine-months ended September 30, 2005, is unaudited.

1. Organization

Advanced 3D Ultrasound Services, Inc. merged with World Energy Solutions, Inc. (WESI) effective August 17, 2005. Advanced 3D Ultrasound Services, Inc. remained as the surviving entity as the legal acquiror, while WESI was the accounting acquiror (see note 3).

On November 7, 2005, Advanced 3-D Ultrasound Services, Inc. changed its name from Advanced 3-D Ultrasound Services, Inc. to World Energy Solutions, Inc. Additionally, the Company agreed to increase its authorized common shares to 100,000,000 shares.

2. Basis of Presentation

The accompanying financial statements of WESI (the Company) (formerly known as Advanced 3D Ultrasound Services, Inc.) have been prepared in accordance with generally accepted accounting principles for interim financial information and with the instructions to Form 10-QSB and item 310(b) of Regulation S-B. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. In the opinion of management, all adjustments (consisting of normal required adjustments) considered necessary for a fair presentation have been included.

Operating results for the nine-month period ended September 30, 2005, are not necessarily indicative of the results that may be expected for the year ending December 31, 2005. For further information, refer to the financial statements and footnotes included in the Company's annual report of Form 10-KSB for the year ended December 31, 2004.

Net loss per common share is computed in accordance with the requirements of Statement of Financial Accounting Standards No. 128 (SFAS 128). SFAS 128 requires net loss per share information to be computed using a simple weighted average of common shares outstanding during the periods presented.

3. Merger

On August 17, 2005, Advanced 3-D Ultrasound Services, Inc. acquired all of the outstanding common stock of WESI. For accounting purposes, the acquisition has been treated as a recapitalization of WESI with WESI as the acquiror (reverse acquisition). The historical financial statements prior to August 17, 2005, are those of WESI. Each WESI shareholder received one share of restricted common stock of Advanced 3D Ultrasound Services, Inc. for each share of WESI common stock held by the WESI shareholders. As of August 16, 2005, WESI had 11,463,500 shares of common stock issued and outstanding. As of August 16, 2005, Advanced 3-D Ultrasound Services, Inc. had 198,063 shares of common stock issued and outstanding. Immediately following the merger, Advanced 3-D Ultrasound Services, Inc. had 11,661,563 shares of common stock issued and outstanding.

Advanced 3-D Ultrasound Services, Inc. effected the merger with WESI for the purpose of acquiring the management expertise of WESI management and to acquire the business model developed by WESI management. WESI had no operations prior to the merger.

4. Stock Transactions

On September 9, 2005, the Company issued 31,413 shares of its common stock to an unrelated entity under a twelve-month strategic alliance agreement. 1/12th of the shares vest each month during the term of the agreement. The agreement is cancelable by either party with 30 days notice. The Company recorded a prepaid expense of \$120,000, the fair market value of the services, related to the agreement and expensed \$10,000 utilizing the straight-line method during the reporting period.

5. Notes and Loans Payable

During the nine months ended September 30, 2005, a stockholder of the Company loaned \$12,530 to the Company, of which \$10,700 has been repaid. This loan is unsecured, bears interest at 10% and is due on demand. Accrued interest as of September 30, 2005, is \$401 related to this loan.

During the nine months ended September 30, 2005, a non-related party stockholder

of the Company loaned \$16,250 to the Company. This loan is unsecured, bears interest at 10% and is due September 15, 2005. Accrued interest at September 30, 2005, is \$748 related to this loan.

During the nine months ended September 30, 2005, an individual loaned the Company \$10,000. This loan is unsecured, bears interest at 10% and was due August 29, 2005. This loan, including interest was paid in full during the nine months ended September 30, 2005.

During the nine months ended September 30, 2005, an officer of the Company loaned the Company \$50,000. The loans are unsecured, bear interest at 8% and are due on December 31, 2005. Accrued interest at September 30, 2005, is \$537 related to these loans.

During the nine months ended September 30, 2005, an officer loaned the Company \$6,327. This loan is non-interest bearing and due on demand.

6. Subsequent Event

On May 25, 2005, the Company entered into a letter of intent to acquire Professional Technical Systems, Inc. (PTS). Effective November 7, 2005 the merger was completed with shareholders of PTS receiving one common share of the Company for each common share of PTS. 18,884,674 common shares are issuable to PTS shareholders.

PTS manufactures and sells transient voltage surge suppressors and related products and commercial and residential energy-saving equipment and applications to distributors and customers throughout the United States. PTS is located in St. Petersburg, Florida.

See the Form 8-K filed related to this event for financial information of PTS.

7. Going Concern

As shown in the accompanying financial statements, the Company has incurred recurring losses from operations and at September 30, 2005, the Company's current liabilities exceeded its current assets by approximately \$102,000.

Management has taken several actions to ensure that the Company will continue as a going concern through September 30, 2006, including the acquisition of PTS. In addition, the Company expects to continue to receive funds from the sale of its common stock. Management believes these actions will enable the Company to continue as a going concern through September 30, 2006. There can be no assurance, however, that the Company will raise funds from the sale of its securities beyond those disclosed in these financial statements.

Item 2. Management's Discussion and Analysis or Plan of Operation

PLAN OF OPERATION

The Company's plans for the last year have been to acquire a profitable business. As such, the Company entered into a letter of intent to acquire Professional Technical Systems, Inc (PTS). The acquisition was completed on November 7, 2005. PTS is an operating company engaged in the business of developing, manufacturing and selling electrical surge protection devices. The Company also merged World Energy Solutions, Inc. (WESI) into the Company. WESI is not an operating company at this time however it has been formed to engage in the business of consulting regarding energy conservation technologies and installing such technologies at commercial and industrial facilities.

Previously, the Company's plans included developing a profitable business in 3-D fetal photography. In response to the Company's decision to pursue this business venture, the Company changed its name to Advanced 3-D Ultrasound Services, Inc. at its shareholders meeting on May 2, 2003. Subsequently, as a result of recent concerns of the FDA related to non-diagnostic ultrasounds, the Company decided not to enter this market. In furtherance of pursuing a business in 3-D fetal photography, the Company entered into leases for office space and a photograph center, which have subsequently expired or were cancelled and not renewed. The company's officers were working out of home offices through June 30, 2005.

In August 2004 the Company entered into consulting agreements with six

individuals. These individuals provided consulting services in the areas of marketing, business planning and legal services for a period of one year. The consultants each received 5,850 shares of common stock in exchange for their services.

In June, 2005, In light of the plans to acquire PTS and merge with WESI, the officers of the Company resigned and were replaced by new officers and directors with experience in the industries of PTS and WESI. The new officers and directors of the Company are officers and/or stockholders of PTS and/or WESI.

The Company's plans to expand operations will require additional funds. The Company plans to fund acquisitions through the sale of common stock.

In January 2004, the Company issued a private placement memorandum to issue up to 1,000,000 common shares at \$5.00 per share to raise up to \$5,000,000 to develop and operate imaging centers to provide ultrasound pictures of fetuses. The funds raised were to have been used for development costs, equipment, salaries, marketing and future public offering costs. The plans to develop and operate imaging centers has been abandoned.

In 2004, the Company received \$230,000 from sales of common stock. This funding was spent on development costs, salaries and other administrative costs.

Administrative costs in 2005 have been funded from loans from Company stockholders, officers and an unrelated individual.

Item 3. Controls and Procedures

(a) Evaluation of disclosure controls and procedures

The Company's management, recognizes its responsibility for establishing and maintaining internal control over financial reporting for the Company. After evaluating the effectiveness of our "disclosure controls and procedures" (as defined in the Securities Exchange Act of 1934 Rules 13a-15(e) and 15d-15(e)) as of December 31, 2004 (the "Evaluation Date"), the Company's management has concluded, as of the Evaluation Date, the Company's disclosure controls and procedures were adequate and designed to ensure the information required to be disclosed in the reports filed or submitted by us under the Securities Exchange Act of 1934 is recorded, processed, summarized and reported with in the requisite time periods.

(b) Effectiveness of Internal Control

The Company's management is reviewing the Company's internal controls over financial reporting to determine the most suitable recognized control framework. The Company will give great weight and deference to the product of the discussions of the SEC's Advisory Committee on Smaller Public Companies (the "Advisory Committee") and the Committee of Sponsoring Organizations' task force entitled Implementing the COSO Control Framework in Smaller Businesses (the "Task Force"). Both the Advisory Committee and the Task Force are expected to provide practical, needed guidance regarding the applicability of Section 404 of the Sarbanes-Oxley Act to small business issuers. The Company's management intends to perform the evaluation required by Section 404 of the Sarbanes-Oxley Act at such time as a framework is adopted by the Company. For the same reason, the Company's registered accounting firm has not issued an "attestation report" on the Company management's assessment of internal controls.

(c) Changes in Internal Controls

After evaluation by the Company's management, the Company's management has determined there were no significant changes in the Company's internal controls or in other factors that could significantly affect the Company's internal controls subsequent to the Evaluation Date.

Part II. Other Information

Item 1. Legal Proceedings

NONE

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

NONE

Item 3. Defaults Upon Senior Securities

NONE

Item 4. Submission of Matters to a Vote of Security Holders

The annual meeting of shareholders was held on October 13, 2005. The following individuals were unanimously elected as directors at the meeting:

Benjamin C. Croxton
Mike Prentice
Jodi Crumbliss

Votes Cast: For -- 1,146,847
Against -- 0
Withheld -- 0
Abstentions -- 0
Broker Non-Votes -- 0

The shareholders also took the following action by the indicated vote of the shareholders:

- a) amended Article I of the Articles of Incorporation to change Registrant's name, and, principal office and mailing address to World Energy Solutions, Inc., 3900 31st Street, North, St. Petersburg, Florida 33714.

Votes Cast: For -- 1,146,847
Against -- 0
Withheld -- 0
Abstentions -- 0
Broker Non-Votes -- 0

- b) amended Article IV of the Articles of Incorporation to increase the number of authorized shares of common stock to 100,000,000 shares.

Votes Cast: For -- 1,146,847
Against -- 0
Withheld -- 0
Abstentions -- 0
Broker Non-Votes -- 0

- c) amended Article IV of the Company's Articles of Incorporation, to provide for the issuance of up to 100,000,000 shares of preferred stock on terms determined by the Board of Directors, as follows:

Preferred Stock: The Corporation is authorized to issue 100,000,000 shares of \$.0001 par value Preferred Stock. The Board of Directors is expressly vested with the authority to divide any or all of the Preferred Stock into series and to fix and determine the relative rights and preferences of the shares of each series so established, provided, however, that the rights and preferences of various series may vary only with respect to:

- (i) the rate of dividend;
- (ii) whether the shares maybe called and, if so, the call price and the terms and conditions of call;
- (iii) the amount payable upon the shares in the event of voluntary and involuntary liquidation;
- (iv) sinking fund provisions, if any, for the call or redemption of the shares;
- (v) the terms and conditions, if any, on which the shares may be converted;
- (vi) voting rights; and
- (vii) whether the shares will be cumulative, noncumulative or partially cumulative as to dividends and the dates from

which any cumulative dividends are to accumulate.

The Board of Directors shall exercise the foregoing authority by adopting a resolution setting forth the designation of each series and the number of shares therein, and fixing and determining the relative rights and preferences thereof. The Board of Directors may make any change in the designation, terms, limitations and relative rights or preferences of any series in the same manner, so long as no shares of such series are outstanding at such time.

Within the limits and restrictions, if any, stated in any resolution of the Board of Directors originally fixing the number of shares constituting any series, the Board of Directors is authorized to increase or decrease (but not below the number of shares of such series then outstanding) the number of shares of any series subsequent to the issue of shares of such series. In case the number of shares of any series shall be so decreased, the share constituting such decrease shall resume the status which they had prior to the adoption of the resolution originally fixing the number of shares of such series.

Votes Cast: For -- 1,146,847
Against -- 0
Withheld -- 0
Abstentions -- 0
Broker Non-Votes -- 0

- d) ratified the accounting firm of Ferlita, Walsh & Gonzalez, P.A., as the Company's auditors for the year ending December 31, 2005.

Votes Cast: For -- 1,146,847
Against -- 0
Withheld -- 0
Abstentions -- 0
Broker Non-Votes -- 0

Item 5. Other Information

NONE

Item 6. Exhibits and Reports on Form 8-K

Exhibit	Description	Number
(2)	Plan of Acquisition, Reorganization, Arrangement, Liquidation or Succession.....	None
(3)	(i) Articles of Incorporation.....	*
	(ii) By-Laws.....	**
	(iii) Articles of Amendment (Name Change, Authorized Shares, & Issuance of Shares).....	****
(4)	Instruments defining the rights of holders, including Indentures	
	(a) Subscription Agreement.....	None
	(b) Warrant Agreement.....	*
	(c) Warrant Resolution dated March 2, 2000.....	***
(10)	Material contracts.....	None
	(10.1) Agreement and Plan of Merger between Registrant (formerly known as Advanced 3D Ultrasound Services, Inc.) and World Energy Solutions, Inc.	+
	(10.2) Strategic Alliance Agreement between Registrant and UTEK Corporation.....	++

(11) Statement re: computation of per share earnings.....	Note 2 to Financial Statements
(15) Letter re: Unaudited Interim Financial Information.....	None
(18) Letter on change in accounting principles.....	None
(19) Report Furnished to Security Holders	None
(22) Published report regarding matters submitted to vote.....	None
(23) Consents of Experts and Counsel.....	None
(24) Power of Attorney.....	None
(31) Certification of Chief Executive Officer and Chief Financial Officer.....	****
(32) Certification pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.....	****
(99) Additional Exhibits	

* Previously filed with Form 10-SB on November 23, 1998.

** Previously filed with Form 10-SBA No. 1 on February 2, 1999.

*** Previously filed with Form 10KSB filed March 29, 2001.

**** Filed herewith.

+ Previously filed with Form 8-K on August 16, 2005.

++ Previously filed on Form 8-K on September 9, 2005.

(b) REPORTS ON FORM 8-K:

Form 8-K Filed on August 16, 2005

Item 1.01 on Form 8-K: Entry Into a Material Definitive Agreement.

On August 16, 2005, Registrant and World Energy Solutions, Inc., a Florida corporation ("World Energy") entered into an Agreement and Plan of Merger (the "Agreement") whereby World Energy agreed to merge into Registrant, with Registrant remaining as the surviving entity. The merger of World Energy into Registrant was effective August 17, 2005 when Articles of Merger were filed with the Florida Secretary of State.

Each World Energy shareholder received one share of restricted common stock of the Registrant for each share of World Energy common stock held by the World Energy shareholders. As of August 16, 2005, World Energy had 11,463,500 shares of common stock issued and outstanding. As of August 16, 2005, Registrant had 198,063 shares of common stock issued and outstanding. Immediately following the merger, Registrant had 11,661,563 shares of common stock issued and outstanding.

Item 2.01 on Form 8-K:

Registrant is a start up business without predecessors and no financial information regarding this transaction is required hereunder.

Form 8-K Filed on September 9, 2005

Item 1.01 on Form 8-K: Entry Into a Material Definitive Agreement.

On September 9, 2005, Registrant, d/b/a World Energy Solutions, entered into a twelve (12) month Strategic Alliance Agreement (the "Agreement") with UTEK Corporation, a Delaware corporation ("UTEK"). Under the Agreement, UTEK will seek out, investigate, and, if appropriate, recommend technologies related to Registrant's product line for acquisition or licensing by Registrant. As consideration for the Agreement, Registrant will issue 31,413 restricted shares of its stock to UTEK. Ownership of one-twelfth (1/12) of the 31,413 shares will vest in UTEK monthly. If the Agreement is terminated prior to the end of the twelve (12) month term of the Agreement, any shares not having vested in UTEK will be transferred

back to Registrant.

As additional consideration by Registrant, if Registrant opts to acquire a technology identified by UTEK, UTEK will acquire the technology via a UTEK subsidiary company, and the subsidiary company will be acquired by Registrant by payment of a "premium" price to UTEK.

Item 3.02 on Form 8-K: Unregistered Sales of Equity Securities

Pursuant to Paragraph (b) of this item, no report need be filed because the equities sold in the transaction outlined in Section 1 hereof constitute less than one (1) percent of the number of Registrant's outstanding shares.

SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

WORLD ENERGY SOLUTIONS, INC.

Dated: November 18, 2005

/s/ Benjamin C. Croxton

*Benjamin C. Croxton
Chief Executive Officer
Chief Financial Officer*

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
ADVANCED 3-D ULTRASOUND SERVICES, INC.

The undersigned, being the Chief Executive Officer and a member of the Board of Directors of Advanced 3-D Ultrasound Services, Inc., a Florida corporation, hereby certifies that the following Amendments were unanimously adopted by the Shareholders possessing a majority of issued and outstanding shares of the corporation and Directors of the corporation at a meeting held on the 7th day of November, 2005 in the manner prescribed by the Florida Business Corporation Act.

ARTICLE I NAME

The name of the corporation shall be World Energy Solutions, Inc. and its principal office and mailing address shall be 3900 31st Street North, St. Petersburg, Florida 33714.

ARTICLE IV CAPITAL STOCK

Common Stock: The aggregate number of shares of stock authorized to be issued by this corporation shall be 100,000,000 shares of common stock, each with a par value of \$.0001. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution.

Preferred Stock: The Corporation is authorized to issue 100,000,000 shares of \$.0001 par value Preferred Stock. The Board of Directors is expressly vested with the authority to divide any or all of the Preferred Stock into series and to fix and determine the relative rights and preferences of the shares of each series so established, provided, however, that the rights and preferences of various series may vary only with respect to:

- (a) the rate of dividend;
- (b) whether the shares maybe called and, if so, the call price and the terms and conditions of call;
- (c) the amount payable upon the shares in the event of voluntary and involuntary liquidation;
- (d) sinking fund provisions, if any, for the call or redemption of the shares;
- (e) the terms and conditions, if any, on which the shares may be converted;
- (f) voting rights; and
- (g) whether the shares will be cumulative, noncumulative or partially cumulative as to dividends and the dates from which any cumulative dividends are to accumulate.

The Board of Directors shall exercise the foregoing authority by adopting a resolution setting forth the designation of each series and the number of shares therein, and fixing and determining the relative rights and preferences thereof. The Board of Directors may make any change in the designation, terms, limitations and relative rights or preferences of any series in the same manner, so long as no shares of such series are outstanding at such time.

Within the limits and restrictions, if any, stated in any resolution of the Board of Directors originally fixing the number of shares constituting any series, the Board of Directors is authorized to increase or decrease (but not below the number of shares of such series then outstanding) the number of shares of any series subsequent to the issue of shares of such series. In case the number of shares of any series shall be so decreased, the share constituting such decrease shall resume the status which they had prior to the adoption of the resolution originally fixing the number of shares of such series.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

Date: November 7, 2005

ADVANCED 3-D ULTRASOUND SERVICES, INC.

/s/ Benjamin C. Croxton

*Benjamin C. Croxton,
Chief Executive Officer*

CERTIFICATION
OF
CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER

I, Benjamin C. Croxton, certify that:

1. I have reviewed this quarterly report (Form 10-QSB) of World Energy Solutions, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the small business issuer as of, and for, the periods presented in this report;
4. The small business issuer's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the small business issuer and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the small business issuer, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the small business issuer's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the small business issuer's internal control over financial reporting that occurred during the small business issuer's most recent fiscal quarter (the small business issuer's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the small business issuer's internal control over financial reporting; and
5. The small business issuer's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the small business issuer's auditors and the audit committee of the small business issuer's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the small business issuer's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the small business issuer's internal control over financial reporting.

Date: November 18, 2005

/s/ Benjamin C. Croxton

BENJAMIN C. CROXTON

Chief Executive Officer

Chief Financial Officer

CERTIFICATION PURSUANT TO

SECTION 1350, CHAPTER 63 OF TITLE 18
OF THE UNITED STATES CODE,
AS ADOPTED PURSUANT TO

SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of World Energy Solutions, Inc. (the "Company") on Form 10-QSB for the period ending September 30, 2005 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Benjamin C. Croxton, Chief Executive Officer and Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to section 906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

Date: November 18, 2005

/s/ Benjamin C. Croxton

BENJAMIN C. CROXTON
Chief Executive Officer
Chief Financial Officer