UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Respo	onses)		1								
Name and Addres STEELE RACH	2. Issuer Name and Ticker or Trading Symbol WORLD ENERGY SOLUTIONS, INC. [WEGY]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) DirectorX 10% Owner Officer (give title Other (specify below)				
7732 N MOBLE	3. Date of Earliest Transaction (Month/Day/Year) 05/30/2006						below)				
ODESSA, FL 33	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X. Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
(Instr. 3) Date Exec (Month/Day/Year) any		Exect any	Deemed ution Date, if ath/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)	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	Amount	(A) or (D)	Price	(Instr. 3 and 4)	(I) (Instr. 4)	` ′
Common Stock	05/30/2006	05/3	0/2006	S		25,000	D	\$ 0.50	2,386,332	D	
Common Stock	05/30/2006	05/3	0/2006	S		30,000	D	\$ 0.50	2,356,332	D	
Common Stock	05/30/2006	05/30/2006		S		20,000	D	\$ 0.50	2,336,332	D	
Common Stock	05/30/2006	05/30/2006		S		30,000	D	\$ 0.50	2,306,332	D	
Common Stock	05/30/2006	05/30/2006		S		100,000	D	\$ 0.50	2,206,332	D	
Common Stock	05/30/2006	05/3	0/2006	S		10,000	D	\$ 0.50	2,196,332	D	
Common Stock	05/30/2006	05/3	0/2006	S		40,000	D	\$ 0.50	2,156,332	D	
Common Stock	05/30/2006	05/30/2006		S		100,000	D	\$ 0.50	2,056,332	D	
Common Stock	05/30/2006	05/30/2006		S		75,000	D	\$ 0.50	1,981,332	D	
Reminder: Report or directly or indirectly.	a separate line for ea	ach cla	ass of securitie	es benefic	cially	owned					
					int re	formation quired to	con resp	taine oond	nd to the collection and in this form are r unless the form dis control number.	not	SEC 1474 (9-02)
	Table II - I)eriva	tive Securitie	s Acqui	red,	Disposed	of, or	Bene	eficially Owned		

$(\textit{e.g.}, \, \texttt{puts}, \, \texttt{calls}, \, \texttt{warrants}, \, \texttt{options}, \, \texttt{convert} \\ \texttt{ible} \, \, \texttt{securities})$

1. Title of	2.	Transaction	3A. Deemed	4.		5.		Date Exer	rcisable	7. Tit	tle and	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transacti	ion	Num	ber	and Expirati	ion Date	Amo	unt of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		of		(Month/Day	/Year)	Unde	erlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Deriv	ative			Secu	rities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Secui	ities			(Inst	r. 3 and		Owned	Security:	(Instr. 4)
	Security					Acqu	ired			4)			Following	Direct (D)	
						(A) o	r						Reported	or Indirect	
						Dispo	osed						Transaction(s)	(I)	
						of (D)						(Instr. 4)	(Instr. 4)	
						(Instr	. 3,								
						4, and	15)								
											Amount				
								Б.,	F:						
								Date	Expiration Date	Title	Number				
								Exercisable	Date		of				
				Code	V	(A)	(D)				Shares				

Reporting Owners

Donouting Own or Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
STEELE RACHEL								
7732 N MOBLEY ROAD		X						
ODESSA, FL 33556								

Signatures

Rachel Steele	05/31/2006
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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.