

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2008-08-29** | Period of Report: **2008-08-25**  
SEC Accession No. **0001255294-08-000702**

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REPORTING OWNER

**COHEN JAMES E JR**

CIK: **1444196**

Type: **3** | Act: **34** | File No.: **333-140438** | Film No.: **081050140**

Mailing Address

*12924 DROXFORD RD  
WINDERMERE FL 34786*

Business Address

*352-729-1050*

ISSUER

**Blue Earth Solutions, Inc.**

CIK: **1387983** | IRS No.: **000000000** | Fiscal Year End: **0331**

SIC: **2000** Food and kindred products

Mailing Address

*13511 GRANVILLE AVE  
CLERMONT FL 34711*

Business Address

*13511 GRANVILLE AVE  
CLERMONT FL 34711  
352-7290150*

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104  
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**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(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <b>COHEN JAMES E JR</b>  (Last) (First) (Middle)  <b>12924 DROXFORD RD</b>  (Street)  <b>WINDERMERE, FL 34786</b>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <b>08/25/2008</b>	3. Issuer Name and Ticker or Trading Symbol <b>Blue Earth Solutions, Inc. [BESN]</b>		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <p style="text-align: center;"><b>VP Sales</b></p>		5. If Amendment, Date Original Filed (Month/Day/Year)
				6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <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)
Common Stock	225,000 (1)	D	
Common Stock	922,000	I	Beneficially held by JDC Group, Inc. which is controlled by Mr. Cohen

**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:**

- 1. Includes 75,000 shares held in the name of Mr. Cohen's minor son.

**Signatures**

/s/James E Cohen Jr.  
 \*\* Signature of Reporting Person

08/29/2008  
 Date

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).

\*\* 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.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**