Blue Earth, Inc.
Form 3/A
September 08, 2015

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL	
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(Print or Type Responses)

1. Name and Address of Reporting Person [*] Â POWELL G ROBERT	2. Date of Event Requiring Statement (Month/Day/Year) 09/01/2015	3. Issuer Name **and** Ticker or Trading Symbol Blue Earth, Inc. [BBLU]	
(Last) (First) (Middle)			
P.O. BOX 1204		4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year) 09/01/2015
(Street)		(Check all applicable)	
LAFAYETTE,Â CAÂ 94549		__X__ Director _____ 10% Owner __X__ Officer _____ Other (give title below) (specify below) CEO of Blue Earth, Inc.	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) (State) (Zip)			

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	500,000 [(1)]	D	Â
Common Stock	50,000 [(2)]	D	Â

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

SEC 1473 (7-02)

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 control number.

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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Incentive Stock Options	Â (3)	08/31/2025	Common Stock	400,000	$ 1	D	Â
Non-Qualified Stock Options	Â (3)	08/31/2025	Common Stock	3,100,000	$ (4)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
POWELL G ROBERT P.O. BOX 1204 LAFAYETTE,Â CAÂ 94549	Â X	Â	Â CEO of Blue Earth, Inc.	Â

Signatures

G. Robert Powell	09/08/2015
**Signature of Reporting Person	Date

Explanation of Responses:

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

(1) Mr. Powell was granted 500,000 restricted stock units consisting of 500,000 shares of Common Stock which will vest over a four-year period in arrears from September 1, 2015 in equal quarterly installments.

(2) Mr. Powell purchased 50,000 shares of Common Stock from the Company in a private placement dated as of August 31, 2015 at $0.7567 per share, the fair market value on that date.

(3) These options will vest over a four-year period in arrears from September 1, 2015 in equal quarterly installments.

(4) These options are exercisable at the following prices: 100,000 shares at $1.00 per share; 1,000,000 shares at $2.00 per share; 1,000,000 shares at $3.00 per share and 1,000,000 shares at $4.00 per share.

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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