

Global Clean Energy Holdings, Inc.  
 Form 3  
 April 14, 2008

**FORM 3 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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â NELSON BRUCE K		(Month/Day/Year)	Global Clean Energy Holdings, Inc. [GCEH]	
(Last)	(First)	(Middle)	04/01/2008	
6033 W. CENTURY BLVD.,Â SUITE 1090			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
LOS ANGELES,Â CAÂ 90045			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Chief Financial Officer	

**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)
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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 Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable      Expiration Date	Title      Amount or Number of Shares			

(Instr. 5)

Stock Option (right to buy)	Â (1)	03/20/2018	Common Stock	2,000,000	\$ 0.05	D	Â
Performance Option (right to buy)	Â (2)	03/20/2018	Common Stock	2,500,000	\$ 0.05	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NELSON BRUCE K 6033 W. CENTURY BLVD. SUITE 1090 LOS ANGELES, CA 90045	Â	Â	Â Chief Financial Officer	Â

## Signatures

/s/ BRUCE K.  
NELSON

04/11/2008

\_\_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).

The shares of Issuer underlying the stock option shall vest as follows: (i) 500,000 shares shall vest 90 days following March 20, 2008; (ii)

- (1) 500,000 shares shall vest 9 months days following March 20, 2008; (iii) 500,000 shares shall vest 15 months following March 20, 2008; and (iv) 500,000 shares shall vest on March 20, 2010.

The shares of Issuer underlying the performance option shall vest as follows: (i) 1,250,000 shares shall vest at such time as when the

- (2) Issuer's market capitalization reaches \$75,000,000; and (ii) the remaining 1,250,000 shares shall vest at such time as when the Issuer's market capitalization reaches or exceeds \$120 million.

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.