

**INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person* <u>Pratt Mitchell W</u>  (Last) (First) (Middle) 3020 OLD RANCH PARKWAY SUITE 200  (Street) SEAL BEACH CA 90740  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/24/2007	3. Issuer Name and Ticker or Trading Symbol <u>Clean Energy Fuels Corp. [ CLNE ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Sr. VP, Eng., Opp & Public Aff	5. If Amendment, Date of 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	55,000	D <sup>(1)</sup>	

**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: 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			
Stock Option (right to buy)	(2)	12/12/2012	Comon Stock	75,000	2.96	D	
Stock Option (right to buy)	(2)	06/11/2013	Common Stock	30,000	2.96	D	
Stock Option (right to buy)	(2)	02/04/2015	Common Stock	85,000	2.96	D	
Stock Option (right to buy)	(2)	05/05/2015	Common Stock	70,000	2.96	D	
Stock Option (right to buy)	(2)	05/05/2015	Common Stock	25,000	2.96	D	

**Explanation of Responses:**

1. Boone Pickens, a director of the Issuer, possesses voting control over these shares pursuant to an agreement between the reporting person and Mr. Pickens. This voting control will expire upon the closing of the Issuer's initial public offering.

2. Immediately

**Remarks:**

/s/ Mitchell W. Pratt

05/24/2007

\*\* Signature of Reporting Person

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 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).

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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