

# FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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### INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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 Responses)

1. Name and Address of Reporting Person Shapiro Howard		2. Date of Event Requiring Statement (Month/Day/Year) 01/14/2008	3. Issuer Name and Ticker or Trading Symbol HEALTH ENHANCEMENT PRODUCTS INC [HEPI]	
(Last)	(First) (Middle)		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	5. If Amendment, Date Original Filed(Month/Day/Year)
199 LOGTOWN ROAD				
(Street)				
PORT JERVIS, NY 12771				
(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, \$.001 PAR VALUE	1,560,000	D	
COMMON STOCK, \$.001 PAR VALUE	410,000	I	By Self as Trustee of Financial Trading Consultants Pension Plan
COMMON STOCK, \$.001 PAR VALUE	330,000	I	By Self as Trustee of Merger Master Pension Plan

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

SEC 1473 (7-02)

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**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			
CONVERTIBLE PROMISSORY NOTE	07/25/2007	07/25/2010	COMMON STOCK, \$.001 PAR VALUE	510,834	\$ (1)	I	By Self as Trustee of Financial Trading Consultants Pension Plan
CONVERTIBLE PROMISSORY NOTE	12/25/2007	12/24/2010	COMMON STOCK, \$.001 PAR VALUE	100,000	\$ 0.1	I	By Self as Trustee of Financial Trading Consultants Pension Plan
CONVERTIBLE PROMISSORY NOTE	07/25/2007	07/25/2010	COMMON STOCK, \$.001 PAR	510,834	\$ (1)	I	By Self as Trustee of Merger Master Pension Plan

CONVERTIBLE PROMISSORY NOTE	12/25/2007	12/24/2010	VALUE COMMON STOCK, \$0.01 PAR VALUE	100,000	\$ 0.1	I	By Self as Trustee of Merger Master Pension Plan
COMMON STOCK WARRANT	12/01/2006	11/30/2009	COMMON STOCK, \$0.01 PAR VALUE	80,000	\$ 0.5	D	
COMMON STOCK WARRANT	08/08/2005	08/08/2008	COMMON STOCK, \$0.01 PAR VALUE	100,000	\$ 1	D	
COMMON STOCK WARRANT	08/08/2005	08/08/2008	COMMON STOCK, \$0.01 PAR VALUE	100,000	\$ 0.5	D	
COMMON STOCK WARRANT	08/08/2005	08/08/2008	COMMON STOCK, \$0.01 PAR VALUE	100,000	\$ 1	I	By Self as Trustee of Financial Trading Consultants Pension Plan
COMMON STOCK WARRANT	08/08/2005	08/08/2008	COMMON STOCK, \$0.01 PAR VALUE	100,000	\$ 0.5	I	By Self as Trustee of Financial Trading Consultants Pension Plan
COMMON STOCK WARRANT	02/07/2007	02/06/2010	COMMON STOCK, \$0.01 PAR VALUE	80,000	\$ 0.5	I	By Self as Trustee of Financial Trading Consultants Pension Plan
COMMON STOCK WARRANT	07/25/2007	07/24/2010	COMMON STOCK, \$0.01 PAR VALUE	250,000	\$ 0.5	I	By Self as Trustee of Financial Trading Consultants Pension Plan
COMMON STOCK WARRANT	12/25/2007	12/24/2010	COMMON STOCK, \$0.01 PAR VALUE	200,000	\$ 0.1	I	By Self as Trustee of Financial Trading Consultants Pension Plan
COMMON STOCK WARRANT	08/08/2005	08/08/2008	COMMON STOCK, \$0.01 PAR VALUE	100,000	\$ 1	I	By Self as Trustee of Merger Master Pension Plan
COMMON STOCK WARRANT	08/08/2005	08/08/2008	COMMON STOCK, \$0.01 PAR VALUE	100,000	\$ 0.5	I	By Self as Trustee of Merger Master Pension Plan
COMMON STOCK WARRANT	01/04/2007	01/03/2010	COMMON STOCK, \$0.01 PAR VALUE	80,000	\$ 0.5	I	By Self as Trustee of Merger Master Pension Plan
COMMON STOCK WARRANT	07/25/2007	07/24/2010	COMMON STOCK, \$0.01 PAR	250,000	\$ 0.5	I	By Self as Trustee of Merger Master

			VALUE				Pension Plan
COMMON STOCK WARRANT	12/25/2007	12/24/2010	COMMON STOCK, \$.001 PAR VALUE	200,000	\$ 0.1	I	By Self as Trustee of Merger Master Pension Plan

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shapiro Howard 199 LOGTOWN ROAD PORT JERVIS, NY 12771		X		

## Signatures

/S/ HOWARD SHAPIRO		02/27/2008
<small>**Signature of Reporting Person</small>		<small>Date</small>

## 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) The conversion price is equal to the lesser of \$.50 and Market Price (as defined) of the common stock, subject to a floor of \$.25.

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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