FORM D
Notice of Exempt Offering of Securities

U.S. Securities and Exchange Commission
Washington, D.C. 20549

(See instructions beginning on page 5)

Item 1. Issuer's Identity

Name of Issuer: Cooper Hunting Industries, Inc
Previous Name(s): Cooper Hunting Accessories

Jurisdiction of Incorporation/Organization: TN
Year of Incorporation/Organization: 2006

If a corporation, please check one: □ Domestic □ Foreign

Entity Type: □ Corporation □ Partnership □ Limited Liability Company □ Other (specify)

Item 2. Principal Place of Business and Contact Information

State: TN
City/Cottage Grove
ZIP Code: 38224
Phone: 912-977-4000

Item 3. Related Persons

Last Name: Cooper
First Name: Daniel
Middle Name:

Street Address 1: 649 Bill Lamb Lane
City: Cottage Grove
State: TN
ZIP Code: 38224

Relationship: (X) Executive Officer □ Director □ Promoter
Clarification of Response (if Necessary):

Item 4. Industry Group (Select one)

Agriculture
Banking and Financial Services
Energy
Health Care
Biotechnology
Health Insurance

Business Services

Virtual Services
Legal Services
Environmental Services
Oil 
Gas Services

Other Energy

Other Industry:

Real Estate

Other Security:

SEC Mail Processing Sector
Washington, DC 111

MAR 9 2009
ITEM 11. MINIMUM INVESTMENT

Minimum investment accepted from any outside investor: $5,000.00

ITEM 12. SALES COMPENSATION

Recipient: 
Recipient CRD Number: 
(associated) broker or dealer: None
(associated) broker or dealer CRD number: 
Street Address 1: 
Street Address 2: 
City: 
State/Province/Country: 
ZIP Postal Code:
States of solicitation: All states

Identify additional persons being paid compensation by checking this box and attaching item 12 continuation page(s).

ITEM 13. OFFERING AND SALES AMOUNTS

(a) Total offering amount: $500,000.00
(b) Total amount sold: $10,000.00
(c) Total remaining to be sold: $490,000.00

Clarity of response (if necessary):

ITEM 14. INVESTORS

Check this box [ ] if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering: 

Enter the total number of investors who already have invested in the offering: 2

ITEM 15. SALES COMMISSIONS AND FINDERS' FEES EXPENSES

Provide separately the amounts of sales commissions and finders' fees expenses if any. If an amount is not known, provide an estimate and check the box next to the amount:

Sales commissions $0 [ ] Estimate
Finders' fees $0 [ ] Estimate

Clarification of response (if necessary)
FORM D
U.S. Securities and Exchange Commission
Washington, DC 20549

Item 5. Issuer Size (Select one)

Revenue Range (for issuer not specifying “hedge” or “other investment” fund in Item 4 above)

☐ No Revenues
☐ $1 - $1,000,000
☐ $1,000,001 - $5,000,000
☐ $5,000,001 - $25,000,000
☐ $25,000,001 - $100,000,000
☐ Over $100,000,000
☐ Decline to Disclose
☐ Not Applicable

Aggregate Net Asset Value Range (for issuer specifying “hedge” or “other investment” fund in Item 4 above)

☐ No Aggregate Net Asset Value
☐ $1 - $5,000,000
☐ $5,000,001 - $25,000,000
☐ $25,000,001 - $50,000,000
☐ $50,000,001 - $100,000,000
☐ Over $100,000,000
☐ Decline to Disclose
☐ Not Applicable

Item 6. Federal Exemptions and Exclusions Claimed (Select all that apply)

☐ Rule 504(b)(1) (not (i), (ii) or (iii))
☐ Rule 504(b)(1)(i)
☐ Rule 504(b)(1)(ii)
☐ Rule 504(b)(1)(iii)
☐ Rule 505
☐ Rule 506
☐ Securities Act Section 4(6)
☐ Investment Company Act Section 3(c)
☐ Section 3(c)(1)
☐ Section 3(c)(2)
☐ Section 3(c)(3)
☐ Section 3(c)(4)
☐ Section 3(c)(5)
☐ Section 3(c)(6)
☐ Section 3(c)(7)
☐ Section 3(c)(9)
☐ Section 3(c)(10)
☐ Section 3(c)(11)
☐ Section 3(c)(12)
☐ Section 3(c)(13)
☐ Section 3(c)(14)

Item 7. Type of Filing

☐ New Notice OR ☐ Amendment

Date of First Sale in this Offering: 12/19/2008 OR ☐ First Sale Yet to Occur

Item 8. Duration of Offering

Does the issuer intend this offering to last more than one year? ☐ Yes ☒ No

Item 9. Type(s) of Securities Offered (Select all that apply)

☐ Equity
☐ Debt
☐ Option, Warrant or Other Right to Acquire Another Security
☐ Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security
☐ Pooled Investment Fund Interests
☐ Tenant-in-Common Securities
☐ Mineral Property Securities
☐ Other (Describe)

Item 10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction such as a merger, acquisition or exchange offer? ☐ Yes ☒ No

Clarification of Response (if Necessary)

Form D 2
Item 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above: If the amount is unknown, provide an estimate and check the box next to the amount.

Clarification of Response (if necessary):

All proceeds from this offering will be utilized for operational expenses for the benefit of the company. None of the funds will be used for any other purpose.

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice.

Terms of Submission. In submitting this notice, each identified Issuer is:

Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.

Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

Certifying that, if the issuer is claiming Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).

This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") (Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)) imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering, then the subject of this Form D States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

Each identified issuer has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. (Check this box and attach Signature Continuation Pages for signatures of issuers identified in Item 1 above but not represented by signer below.)

Issuer(s)

Cooper Hunting Industries, Inc.

Name of Signer

Daniel Cooper

Title

President

Number of continuation pages attached: 0

Date: 2/7/09

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.