

SEC FILE NUMBER 001-38175  
CUSIP NUMBER 04530L203

(Check one):  Form 10-K  Form 20-F  Form 11-K  Form 10-Q  
 Form 10-D  Form N-SAR  Form N-CSR

F S

For Period Ended:

- Transition Report on Form 10-K
- Transition Report on Form 20-F
- Transition Report on Form 11-K
- Transition Report on Form 10-Q
- Transition Report on Form N-SAR

For Period Ended:

[Empty rectangular box for notification identification]

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:

Aspen Group, Inc.

177 of Fifth Avenue, Suite 505  
New York, NY 10011

(Street and Number)

New York, NY 10001

Phone

MBR

Rte

1. Name and telephone number of person to contact in regard to this notification

Michael D. Harris  
(Name)

(561)  
(Area Code)

471-3507  
(Telephone Number)

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2. Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, id

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