

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**SCHEDULE 13D**

**Under the Securities Exchange Act of 1934  
(Amendment No. 1)\***

**Aspen Group, Inc.**

**Common Stock**

**04530L203**

**Michael Mathews  
1660 South Albion Street  
Denver, CO 80222  
Telephone: (303) 333-4224**

**April 10, 2017**

**Note:**

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**ITEM 5. INTEREST IN SECURITIES OF THE ISSUER**

**ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER**

**ITEM 7. MATERIAL TO BE FILED AS EXHIBITS**

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**SIGNATURE**

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