



DIVISION OF
CORPORATION FINANCE

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

May 28, 2015

Michael Mathews
Chief Executive Officer
Aspen Group, Inc.
720 South Colorado Blvd., Suite 1150N
Denver, CO 80246

Re: Aspen Group, Inc.
Form 10-K for the Fiscal Year Ended April 30, 2014
Filed July 29, 2014
File No. 000-55107

Dear Mr. Mathews:

We have completed our review of your filing. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filing and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Kathleen Krebs, for

Larry Spigel
Assistant Director

cc: Michael D. Harris, Esq.
Nason, Yeager, Gerson, White & Lioce, P.A.