FORM D

Notice of Exempt Offering of Securities

○ Yet to Be Formed

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



1. Issuer's Identity		
CIK (Filer ID Number)	Previous Name(s) 🔲 None	Entity Type
0001487198	Elite Nutritional Brands,	Corporation
Name of Issuer	Hidden Ladder, Inc.	C Limited Partnership
ASPEN GROUP, INC.		C Limited Liability Company
Jurisdiction of Incorporation/Organization	_	C General Partnership
DELAWARE]	C Business Trust
Year of Incorporation/Organization	DN	C Other
C Over Five Years Ago		
Within Last Five Years (Specify Year)	2010	

2. Principal Place of Business and Contact Information

Name of Issuer			
ASPEN GROUP, INC.			
Street Address 1		Street Address 2	
720 SOUTH COLORADO BOU	LEVARD	SUITE 1150N	
City	State/Province/Country	ZIP/Postal Code	Phone No. of Issuer
DENVER	COLORADO	80246	303-333-4224

3. Related Persons

Last Name	First Name	Middle Name
Mathews	Michael	
Street Address 1	Street Address 2	
224 West 30th St.	Suite 604	
City	State/Province/Country	ZIP/Postal Code
New York	NEW YORK	10001
Relationship: Execut	ive Officer Director	Promoter

Clarification of Response (if Necessary)

Last Name	First Name		Middle Name
Scheibelhoffer	John]
Street Address 1		Street Address 2	_
838 Scioto Drive			
City	State/Province	/Country	ZIP/Postal Code
Franklin Lakes	NEW JERSI	ΞY	07417
Relationship:	Executive Officer	Director	Promoter

Clarification of Response (if Necessary)

Last Name		First Name		Middle Name	
D'Anton		Michael			
Street Address 1			Street Address 2	2	
14 Sheep Rock Road					
City		State/Province/	/Country	ZIP/Postal Code	
Kinnelon		NEW JERSE		07465	
[
Relationship:	Execut	tive Officer	Director	Promoter	
Clarification of Respons	e (if Necessary	y)			
Last Name		First Name		Middle Name	
Schneier		Paul			
Street Address 1			Street Address 2	2	
12 High Point Drive					
City		State/Province/	Country	ZIP/Postal Code	
Springfield		NEW JERSE	Y	07801	
Relationship:	Execut	tive Officer	Director	Promoter	
T		The design of the second		Millio Norre	_
Last Name		First Name		Middle Name	
Rich		Sanford			
i			Street Address 2	2	
26 Beach Drive					
26 Beach Drive		State/Province/	/Country	ZIP/Postal Code	
26 Beach Drive		State/Province/	/Country		
26 Beach Drive City Darien			/Country CUT	ZIP/Postal Code	
26 Beach Drive City Darien			/Country	ZIP/Postal Code	
City Darien	Execut	tive Officer	/Country CUT	ZIP/Postal Code	
26 Beach Drive City Darien Relationship: Clarification of Respons	Execut	tive Officer	/Country CUT	ZIP/Postal Code	
26 Beach Drive City Darien Relationship: Clarification of Respons	Execut	tive Officer	/Country CUT	ZIP/Postal Code	
26 Beach Drive City Darien Relationship: Clarification of Respons Last Name Jensen	Execut	First Name	/Country CUT	ZIP/Postal Code 06820 Promoter Middle Name James	
26 Beach Drive City Darien Relationship: Clarification of Respons Last Name	e (if Necessary	First Name	Country CUT Director	ZIP/Postal Code 06820 Promoter Middle Name James	
26 Beach Drive City Darien Relationship: Clarification of Respons Last Name Jensen Street Address 1	e (if Necessary	First Name	Country CUT Director Street Address 2 [#3704	ZIP/Postal Code 06820 Promoter Middle Name James	
26 Beach Drive City Darien Relationship: Clarification of Respons Last Name Jensen Street Address 1 650 Bellevue Way NI	e (if Necessary	First Name	Country CUT Director Street Address 2 [#3704 Country	ZIP/Postal Code 06820 Promoter Middle Name J James 2	
26 Beach Drive City Darien Relationship: Clarification of Respons Last Name Jensen Street Address 1 650 Bellevue Way NI City	e (if Necessary	First Name	Country CUT Director Street Address 2 [#3704 Country	ZIP/Postal Code O6820 Promoter Middle Name James ZIP/Postal Code	
26 Beach Drive City Darien Relationship: Clarification of Respons Last Name Jensen Street Address 1 650 Bellevue Way NI City	e (if Necessary	First Name	Country CUT Director Street Address 2 [#3704 Country	ZIP/Postal Code O6820 Promoter Middle Name James ZIP/Postal Code	
26 Beach Drive City Darien Relationship: Clarification of Respons Last Name Jensen Street Address 1 650 Bellevue Way NI City Bellevue Relationship:	E E E E E E E E E E E E E E E E E E E	CONNECTION tive Officer y) First Name C. State/Province/ State/Province/ WASHINGT tive Officer	Country CUT Director Street Address 2 [#3704 Country ON	ZIP/Postal Code O6820 Promoter Middle Name James ZIP/Postal Code S2	
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26 Beach Drive City Darien Relationship: Clarification of Respons Last Name Jensen Street Address 1 650 Bellevue Way NI City Bellevue	E E E E E E E E E E E E E E E E E E E	CONNECTION tive Officer y) First Name C. State/Province/ State/Province/ WASHINGT tive Officer y)	Country CUT Director Street Address 2 [#3704 Country ON	ZIP/Postal Code O6820 Middle Name Middle Name James ZIP/Postal Code 98004 Promoter	
26 Beach Drive City Darien Relationship: Clarification of Respons Last Name Jensen Street Address 1 650 Bellevue Way NI City Bellevue Relationship: Clarification of Respons Last Name	E E E E E E E E E E E E E E E E E E E	First Name	Country CUT Director Street Address 2 [#3704 Country ON	ZIP/Postal Code O6820 Middle Name Middle Name ZIP/Postal Code 98004 Promoter Middle Name	

City		6	State/Province/	Country	ZIP/Postal Code		
Scottsdale			ARIZONA		85260	85260	
Relationship:	•	Executiv	ve Officer	Director Promoter		Promoter	
Clarification of Respon	se (if N	ecessary)					
Last Name		1	First Name		Middle	Name	
Gill			Janet				
Street Address 1]	Street Address 2	2		1
175 Sawmill Rd.							
City		؛ ار ۔۔۔۔	State/Province/			stal Code	
Stanford			CONNECTIO	CUT	06903		
		. <u> </u>					
Relationship:		Executiv	ve Officer	Director		Promoter	
Clarification of Respon	se (if N	ecessary)					
Last Name		1	First Name		Middle	Name	
Siegel			Angela				
Street Address 1				Street Address 2	2		
]	Suite 1150N			
720 S. Colorado Blv	d.						
	d.	5	State/Province/	Country	ZIP/Po	stal Code	
	'd.		State/Province/		ZIP/Po:		
City	'd.		ŕ				
City			ŕ				
City Denver Relationship:	V	Executiv	COLORADO				
City Denver Relationship:	V	Executiv	COLORADO				
City Denver Relationship:	V	Executiv	COLORADO				
Denver Relationship: Clarification of Respon	V	Executiv ecessary)	COLORADO			Promoter	
City Denver Relationship: Clarification of Respon Last Name	V	Executiv ecessary)	COLORADO		80265	Promoter	
City Denver Relationship: Clarification of Respon Last Name Pasi	V	Executiv ecessary)	COLORADO ve Officer		Middle	Promoter	
City Denver Relationship: Clarification of Respon Last Name Pasi	V	Executiv ecessary)	COLORADO ve Officer	Director	Middle	Promoter	
City Denver Relationship: Clarification of Respon Last Name Pasi Street Address 1 26 Hunters Trail	V	Executiv eccessary)	COLORADO Ve Officer First Name David	Director Director Street Address 2	Middle	Promoter	
City Denver Relationship: Clarification of Respon Last Name Pasi Street Address 1 26 Hunters Trail City	V	Executiv eccessary)	COLORADO Ve Officer First Name David State/Province/	Director Director Street Address 2 Country	Middle	Promoter Name stal Code	
City Denver Relationship: Clarification of Respon Last Name Pasi Street Address 1 26 Hunters Trail	V	Executiv eccessary)	COLORADO Ve Officer First Name David	Director Director Street Address 2 Country	Middle	Promoter Name stal Code	
City Denver Relationship: Clarification of Respon Last Name Pasi Street Address 1 26 Hunters Trail City Warren	se (if N	Executiv eccessary)	COLORADO COLORADO First Name David State/Province/ NEW JERSE	Director Director Street Address 2 Country Y	Middle	Promoter Name stal Code	
City Denver Relationship: Clarification of Respon Last Name Pasi Street Address 1 26 Hunters Trail City Warren Relationship:	Se (if N	Executiv eccessary)	COLORADO COL	Director Director Street Address 2 Country	Middle	Promoter Name stal Code	
City Denver Relationship: Clarification of Respon Last Name Pasi Street Address 1 26 Hunters Trail City Warren Relationship:	Se (if N	Executiv eccessary)	COLORADO COL	Director Director Street Address 2 Country Y	Middle	Promoter Name stal Code	
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City Denver Relationship: Clarification of Respon Last Name Pasi Street Address 1 26 Hunters Trail City Warren Relationship: Clarification of Respon	Se (if N	Executiv eccessary)	COLORADO Ve Officer First Name David State/Province/ NEW JERSE /e Officer	Director Director Street Address 2 Country Y	Middle	Name stal Code Promoter Promoter	
City Denver Relationship: Clarification of Respon Last Name Pasi Street Address 1 26 Hunters Trail City Warren Relationship: Clarification of Respon Last Name	Se (if N	Executiv eccessary)	COLORADO Ve Officer First Name David State/Province/ NEW JERSE Ve Officer First Name	Director Director Street Address 2 Country Y	Middle	Name stal Code Promoter Promoter	
City Denver Relationship: Clarification of Respon Last Name Pasi Street Address 1 26 Hunters Trail City Warren Relationship: Clarification of Respon	Se (if N	Executiv eccessary)	COLORADO Ve Officer First Name David State/Province/ NEW JERSE /e Officer	Director Director Street Address 2 Country Y	Middle	Name stal Code Promoter Promoter	
City Denver Relationship: Clarification of Respon Last Name Pasi Street Address 1 26 Hunters Trail City Relationship: Clarification of Respon Last Name Wendolowski Street Address 1	se (if N	Executiv eccessary)	COLORADO Ve Officer First Name David State/Province/ NEW JERSE Ve Officer First Name	Director Director Street Address 2 Country Y	Middle	Name stal Code Promoter Promoter	
City Denver Relationship: Clarification of Respon Last Name Pasi Street Address 1 26 Hunters Trail City Warren Relationship: Clarification of Respon Last Name	se (if N	Executiv eccessary)	COLORADO Ve Officer First Name David State/Province/ NEW JERSE Ve Officer First Name	Director Street Address 2 Country Y Director	Middle	Name stal Code Promoter Promoter	
City Denver Relationship: Clarification of Respon Last Name Pasi Street Address 1 26 Hunters Trail City Warren Relationship: Clarification of Respon Last Name Wendolowski Street Address 1	se (if N	Executiv eccessary)	COLORADO Ve Officer First Name David State/Province/ NEW JERSE Ve Officer First Name	Director Street Address 2 Country Y Director Street Address 2	Middle	Name stal Code Promoter Promoter	
City Denver Relationship: Clarification of Respon Last Name Pasi Street Address 1 26 Hunters Trail City Warren Relationship: Clarification of Respon Last Name Wendolowski Street Address 1 248 Van Winkle Pla	se (if N	Executiv eccessary)	COLORADO COL	Director Street Address 2 Country Y Director Street Address 2 Country Country	Middle	Promoter Name stal Code Promoter Name stal Code Stal Code	
City Denver Relationship: Clarification of Respon Last Name Pasi Street Address 1 26 Hunters Trail City Warren Relationship: Clarification of Respon Last Name Wendolowski Street Address 1 248 Van Winkle Pla City	se (if N	Executiv eccessary)	COLORADO COL	Director Street Address 2 Country Y Director Street Address 2 Country Country	Middle ZIP/Po Middle ZIP/Po	Promoter Name stal Code Promoter Name stal Code Stal Code	

Clarification of Response (if Necessary)

Last Name		First Name			Middle Na	ame	
Kaplan		Andrew					
Street Address 1			S	treet Address 2			
82 Druid Hill Rd.							
City		State/Province	/Count	ry	ZIP/Posta	l Code	
Summit		NEW JERSE	EY		07901		
Relationship:	Execut	ive Officer		Director	ſ	Promoter	
Clarification of Response	(if Necessary)					

Last Name	First Name	Middle Name
Solomon	Ricky]
Street Address 1	Street Address 2	
16 Old Post Rd.		
City	State/Province/Country	ZIP/Postal Code
Bedford Corners	NEW YORK	10549
Relationship:	tive Officer Director	Promoter

Clarification of Response (if Necessary)

4. Industry Group

C Agriculture

Banking & Financial Services

- C Commercial Banking
- C Insurance
- C Investing
- C Investment Banking
- C Pooled Investment Fund
- Other Banking & Financial
- C Services
- C Business Services

Energy

- C Coal Mining
- C Electric Utilities
- C Energy Conservation
- C Environmental Services
- C Oil & Gas
- C Other Energy

Health Care

C Manufacturing

Real Estate

C Commercial

C Construction

C Residential

C REITS & Finance

O Other Real Estate

- C Biotechnology C Health Insurance
- 0 Hospitals & Physicians
- C Pharmaceuticals
- C Other Health Care

- C Airlines & Airports
- C Tourism & Travel Services

5. Issuer Size

Revenue Range

- C No Revenues
- C \$1 - \$1,000,000
- . \$1,000,001 - \$5,000,000
- C \$5,000,001 - \$25,000,000
- C \$25,000,001 - \$100,000,000
- C Over \$100,000,000
- C Decline to Disclose

Aggregate Net Asset Value Range

- C No Aggregate Net Asset Value
- 0 \$1 - \$5,000,000
- 0 \$5,000,001 - \$25,000,000
- C \$25,000,001 - \$50,000,000
- C \$50,000,001 - \$100,000,000
- 0 Over \$100,000,000
- C Decline to Disclose

C Retailing

C Restaurants

- Technology
 - C Computers
 - **C** Telecommunications
 - C Other Technology

Travel

- C Lodging & Conventions
- C Other Travel

• Other

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that				
apply)				
Rule 504(b)(1) (not (i), (ii) or (iii))	□ Rule 505			
Rule 504 (b)(1)(i)	Rule 506(b)			
Rule 504 (b)(1)(ii)	Rule 506(c)			
Rule 504 (b)(1)(iii)	Securities Act Section 4(a)(5)			
	Investment Company Act Section 3(c)			
7. Type of Filing				
New Notice Date of First Sa	le 2014-07-29 First Sale Yet to Occur			

Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year?

C Yes C No

9.	. Type(s) of Securities Offered (select all that apply)				
П	Pooled Investment Fund Interests	•	Equity		
\square	Tenant-in-Common Securities	\Box	Debt		
	Mineral Property Securities	•	Option, Warrant or Other Right to Acquire Another Security		
	Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Π	Other (describe)		

10. Business Combination Transaction

	ouon
Is this offering being made in connection with a business of transaction, such as a merger, acquisition or exchange off	
Clarification of Response (if Necessary)	
11. Minimum Investment	
Minimum investment accepted from any outside \$	0375 USD
investor	
12. Sales Compensation	
Recipient	Recipient CRD Number 🔽 None
(Associated) Broker or Dealer 🔲 None	(Associated) Broker or Dealer CRD None
Street Address 1	Street Address 2
Street Address 1	Street Address 2
City State	Province/Country ZIP/Postal Code
State(s) of Solicitation	All States

13. Offering and Sales Amounts
Total Offering Amount 🖇 5397825 USD 🗖 Indefinite
Total Amount Sold \$ 5397825 USD
Total Remaining to be \$ 0 USD [Indefinite Sold
Clarification of Response (if Necessary)
The offering has terminated.
14. Investors
 Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:
15. Sales Commissions & Finders' Fees Expenses
Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.
Sales Commissions \$ 0 USD Estimate
Finders' Fees \$ 0 USD Estimate
Clarification of Response (if Necessary)
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. S O USD Estimate Clarification of Response (if Necessary)
Signature and Submission
Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each Issuer named above 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, 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 it 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 the issuer maintains its principal place of business or any State in which the state in which the state in which the issuer maintains its principal place of business or any State in which the state in which the state in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains i
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above 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.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
ASPEN GROUP, INC.	/s/ Michael Mathews	Michael Mathews	Chief Executive Officer	2014-09-16