

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

OMB APPROVAL
OMB Number: 3235-0076
Expires: August 31, 2015
Estimated Average burden hours per response: 4.0

	Washingt	on, D.C.	Estimated Average burden hours per response: 4.0
1. Issuer's Identity			
CIK (Filer ID Number)	Previous Name(s)	☐ None	Entity Type
0001487198	Elite Nutritiona	l Brands,	• Corporation
Name of Issuer	Inc.		A <u>u</u> 0
ASPEN GROUP, INC.	Hidden Ladder	, Inc.	=
Jurisdiction of			C Limited Liability Company
Incorporation/Organization			C General Partnership
DELAWARE			C Business Trust
Year of Incorporation/Organ Over Five Years Ago	uzation		C Other
O Within Last Five Years (Specify Year) O Yet to Be Formed			
2. Principal Place o	f Business and	Contact In	nformation
Name of Issuer	1		
ASPEN GROUP, INC.			
Street Address 1		Street Address	2
1660 SOUTH ALBION STRE		SUITE 525	
City	State/Province/Count		
DENVER	COLORADO	80222	303-333-4224
3. Related Persons			
Last Name	First Name		Middle Name
Mathews	Michael		
Street Address 1	1 1	Street Address	2
46 E 21st Street		Third Floor	
City	State/Province/Co	ountry	ZIP/Postal Code
New YorK	NEW YORK		10010
Relationship:	Executive Officer	Director	Promoter
Clarification of Response (if Neo	cessary)		
Last Name	First Name		Middle Name
D'Anton	Michael		
Street Address 1		Street Address	2
14 Sheep Rock Road			
City	State/Province/Co	ountry	ZIP/Postal Code

NEW JERSEY

07405

Kinnelon

Relationship:	V	Executive Office	er	Direct	tor	Г	Promoter	
Clarification of Resp	onse (if N	ecessary)						
Last Name		First N	ame			Middle Nan	ne	
Dicks		Norma	n					
Street Address 1				Street Ad	dress 2			
6223 30th Street	N.W.							
City		State/P	rovince/C	ountry		ZIP/Postal	Code	
Washington		DIST	RICT OF	COLUMBIA	\	20015		
			11			1		
Relationship:	V	Executive Office	er	Direct	tor		Promoter	
Clarification of Resp	oonse (if N	ecessary)						
Last Name		First N	ame			Middle Nan	ne	
Jensen		C.				James		
Street Address 1				Street Ad	dress 2			
650 Bellevue Way	y N.E.							
City		State/P	rovince/C	ountry		ZIP/Postal	Code	
Bellevue		WAS	HINGTO	N		98004		
Relationship:	V	Executive Office	er	Direct	tor		Promoter	
Clarification of Resp	onse (if N	ecessary)						
Chief Operating Of								
Last Name		First N	ame			Middle Nan	ne	
Kaplan		Andre	w					
Street Address 1				Street Ad	dress 2			
82 Druid Hill Ro	ad							
City		State/P	rovince/C	ountry		ZIP/Postal	Code	
Summit			JERSEY	-		07901		
Summe			JERSE1			07701		
Relationship:		Executive Office	lor.	✓ Direct	tor	-	Promoter	
Relationship.	1	- Executive Offic	,cı	Direc	LOI	1	Tromoter	
Clarification of Resp	onse (if N	ecessary)						
Last Name		First N	ame			Middle Nan	ne	
MacLean, IV		Malco	lm			F.		
Street Address 1				Street Ad	dress 2			
400 Chautauqua	Boulevar	-d						
City			rovince/C	ountry		ZIP/Postal	Code	
Pacific Palisades			FORNIA	оани у		90272	- Jul	
1 actife 1 ansaues		CALI	FURNIA			30272		
Relationship:	U	Executive Office	er	✓ Direct	tor		Promoter	
	#Zik			- Direct		1		

Last Name		First Name		Middle Name	
Rich		Sanford			
Street Address 1] [<u>-</u>	Street Address	2	
26 Beach Drive					
City		State/Province/	Country	ZIP/Postal Code	
Darien		CONNECTIO	CUT	06820	
Relationship:	Execut	ive Officer	✓ Director	Promoter	
Clarification of Respons	e (if Necessary	y)			
Chief Academic Officer					
,					
					_
Last Name		First Name		Middle Name	
Scheibelhoffer		John			
Street Address 1			Street Address	2	
838 Sciota Drive					
City		State/Province/	Country	ZIP/Postal Code	
Franklin Lakes		NEW JERSE	Y	07417	
Relationship:	Execut	ive Officer	☑ Director	Promoter	
Clarification of Respons	e (if Necessar	y)			
Chief Operating Office					
					_
Last Name		First Name		Middle Name	
Solomon		Ricky			
Street Address 1			Street Address	2	
16 Old Post Road					
City		State/Province/	Country	ZIP/Postal Code	
Mt. Kisco		NEW YORK		10549	
Relationship:	Execut	ive Officer	Director	Promoter Promoter	
Clarification of Respons	e (if Necessary	v)			
Clarification of respons	(11 1 10005541)	,,			
Last Name		First Name		Middle Name	
Gill		Janet			
Street Address 1		l louinee	Street Address	2	
175 Sawmill Road				_	\neg
City		State/Province/	Country	ZIP/Postal Code	
Stamford		CONNECTIO		06903	
<u> </u>					
Relationship:	Execut	ive Officer	Director	Promoter	
	(Perol)		2	4	
Clarification of Respons		y)			
Chief Financial Officer					

Last Name	First Name		Middle Name
St. Arnauld	Cheri		
Street Address 1		Street Address	3 2
7957 E. Cholla			
City	State/Province	ce/Country	ZIP/Postal Code
Scottsdale	ARIZONA		85260
Relationship:	Executive Officer	☐ Director	Promoter Promoter
Clarification of Response (if	Necessary)		
Chief Academic Officer			
			_
Last Name	First Name		Middle Name
Wendolowski	Gerard		
Street Address 1		Street Address	
248 Van Winkle Place			
City	State/Province	ce/Country	ZIP/Postal Code
Rutherford	NEW JERS	SEY	07070
Relationship:	Executive Officer	☐ Director	Promoter
Cl. 'C '. CD ('C	~		<u> </u>
Clarification of Response (if	Necessary)		
Chief Operating Officer			
4. Industry Group)		
	Health	Care	C Retailing
C Agriculture		iotechnology	_
Banking & Financial Ser	3.07 H	ealth Insurance	C Restaurants
Commercial Banking	g С н	ospitals & Physicians	Technology
C Insurance	C P	harmaceuticals	Computers
C Investing		ther Health Care	C Telecommunications
C Investment Banking			C Other Technology
C Pooled Investment F	und		
Other Banking & Fi	70.00		Travel
	Manuf	_	O Airlines & Airports
C Business Services	Real E		C Lodging & Conventions
Energy		ommercial	C Tourism & Travel Services
C Coal Mining		onstruction	C Other Travel
C Electric Utilities	2000	EITS & Finance	• Other
C Energy Conservation	7.20	esidential	
C Environmental Serv	ices C O	ther Real Estate	
C Oil & Gas			

5. Issuer Size

C Other Energy

0	No Revenues	No Aggregate Net Asset Value	
O	\$1 - \$1,000,000	\$1 - \$5,000,000	
O	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	
O	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	
0	\$25,000,001 - \$100,000,000	\$50,000,001 - \$100,000,000	
O	Over \$100,000,000	Over \$100,000,000	
•	Decline to Disclose	C Decline to Disclose	
0	Not Applicable	C Not Applicable	
	**	A.A.	
		and Exclusion(s) Claimed (select all that	
app			
	Rule 504(b)(1) (not (i), (ii) or (iii))	Rule 505	
П	Rule 504 (b)(1)(i)	▼ Rule 506(b)	
П	Rule 504 (b)(1)(ii)	Rule 506(c)	
П	Rule 504 (b)(1)(iii)	Securities Act Section 4(a)(5)	
*			
		I Investment Company Act Section 3(c)	
7. 1	ype of Filing		
V N	lew Notice Date of First Sa	2017-04-07 First Sale Yet to Occur	
	Amendment		
1 2	xincindinent		
8. E	Ouration of Offering		
		st more than one year? C Ves O No	
	Ouration of Offering the Issuer intend this offering to I	st more than one year?	
		st more than one year? C Yes C No	
Does t	he Issuer intend this offering to l	offered (select all that apply)	
9. 7	he Issuer intend this offering to I ype(s) of Securities cooled Investment Fund	Offered (select all that apply)	
9. 7	he Issuer intend this offering to I ype(s) of Securities cooled Investment Fund interests	Offered (select all that apply) Equity	
9. 7	he Issuer intend this offering to I ype(s) of Securities cooled Investment Fund nterests cenant-in-Common Securities	Offered (select all that apply)	
9. 7	he Issuer intend this offering to I Type(s) of Securities Tooled Investment Fund Interests Tenant-in-Common Securities Tineral Property Securities	Offered (select all that apply) Equity Debt	
9. 7	he Issuer intend this offering to I Type(s) of Securities Tooled Investment Fund Interests Tenant-in-Common Securities Mineral Property Securities Tenant-interest of Option, Warrant or	Offered (select all that apply) Equity Debt Option, Warrant or Other Right to	
9. 7	he Issuer intend this offering to I Type(s) of Securities Tooled Investment Fund Interests Tenant-in-Common Securities Tineral Property Securities The ecurity to be Acquired Upon	Offered (select all that apply) Equity Debt Option, Warrant or Other Right to Acquire Another Security	
9. 7	he Issuer intend this offering to I Type(s) of Securities Tooled Investment Fund Interests Tenant-in-Common Securities Mineral Property Securities Tenant-interest of Option, Warrant or	Offered (select all that apply) Equity Debt Option, Warrant or Other Right to Acquire Another Security	
9. 7	he Issuer intend this offering to I Type(s) of Securities Cooled Investment Fund Interests Cenant-in-Common Securities Mineral Property Securities Accurring to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Offered (select all that apply) Equity Debt Option, Warrant or Other Right to Acquire Another Security Other (describe)	
9. 7	he Issuer intend this offering to I Type(s) of Securities Tooled Investment Fund Interests Tenant-in-Common Securities Mineral Property Securities Tenant-interest of Option, Warrant or	Offered (select all that apply) Equity Debt Option, Warrant or Other Right to Acquire Another Security Other (describe)	
9. 7 P I I S S C C	he Issuer intend this offering to I Type(s) of Securities Cooled Investment Fund Interests Cenant-in-Common Securities Mineral Property Securities Accurity to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security Business Combinat offering being made in connection	Offered (select all that apply) Equity Debt Option, Warrant or Other Right to Acquire Another Security Other (describe) On Transaction with a business combination Converse No.	
9. 7 P I I I I I I I I I I I I I I I I I I	he Issuer intend this offering to I Type(s) of Securities Cooled Investment Fund Interests Cenant-in-Common Securities Mineral Property Securities ecurity to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security Business Combinat	Offered (select all that apply) Equity Debt Option, Warrant or Other Right to Acquire Another Security Other (describe) On Transaction with a business combination Converse No.	
9. 7 P I I I I I I I I I I I I I I I I I I	he Issuer intend this offering to I Type(s) of Securities Tooled Investment Fund Interests Tenant-in-Common Securities Mineral Property Securities Mineral P	Offered (select all that apply) Equity Debt Option, Warrant or Other Right to Acquire Another Security Other (describe) On Transaction with a business combination Converse No.	
9. 7 P I I I I I I I I I I I I I I I I I I	he Issuer intend this offering to I Type(s) of Securities Tooled Investment Fund Interests Tenant-in-Common Securities Mineral Property Securities Mineral P	Offered (select all that apply) Equity Debt Option, Warrant or Other Right to Acquire Another Security Other (describe) On Transaction with a business combination Converse No.	
9. 7 P I I N I I I I I I I I I I I I I I I I I	Type(s) of Securities Tooled Investment Fund Interests Tenant-in-Common Securities Mineral Property	Offered (select all that apply) Equity Debt Option, Warrant or Other Right to Acquire Another Security Other (describe) On Transaction I with a business combination or exchange offer? Yes No	
9. 7 P I I T T T T T T T T T T T T T T T T T	he Issuer intend this offering to I Type(s) of Securities Tooled Investment Fund Interests Tenant-in-Common Securities Mineral Property Securities He acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security Business Combinat Offering being made in connection He action, such as a merger, acquisition He acquire Security Minimum Investment	Offered (select all that apply) Equity Debt Option, Warrant or Other Right to Acquire Another Security Other (describe) On Transaction with a business combination or exchange offer? Yes No	
9. 7 P I I T T T T T T T T T T T T T T T T T	he Issuer intend this offering to I Type(s) of Securities Tooled Investment Fund Interests Tenant-in-Common Securities Mineral Property Securities Mineral P	Offered (select all that apply) Equity Debt Option, Warrant or Other Right to Acquire Another Security Other (describe) On Transaction with a business combination or exchange offer? Yes No	

12. Sales Compensation		
Recipient	Recipient CRD Number	None
Lake Street Capital Markets, LLC	164447	
(Associated) Broker or Dealer None	(Associated) Broker or Dealer CR Number	D None
Street Address 1	Street Address 2	
225 SOUTH SIXTH STREET	SUITE 4750	
	ate/Province/Country	ZIP/Postal Code
MINNEAPOLIS	MINNESOTA	55402
State(s) of Solicitation	Foreign/Non-US	
CALIFORNIA CONNECTICUT ILLINOIS NEW JERSEY NEW YORK		
13. Offering and Sales Amounts		
Total Offering Amount \$ 7500000	USD ☐ Indefinite	
Total Amount Sold \$ 7500000	USD	
Total Remaining to be	USD Indefinite	
Sold	CSD [Indefinite	
Clarification of Response (if Necessary)		
14. Investors		
Select if securities in the offering have been or do not qualify as accredited investors, Number of such non-accredited investors who offering Regardless of whether securities in the offering persons who do not qualify as accredited investor who already have invested in the offering persons who all the offering persons who already have investe	already have invested in the g have been or may be sold to stors, enter the total number	
15. Sales Commissions & Finders		
Provide separately the amounts of sales commissions an expenditure is not known, provide an estimate and chec		amount of an
Sales Commissions \$ 504000	USD Estin	nate
Finders' Fees \$	USD Estin	nate
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.

1		1		
\$	1373534	USD	П	Estimate

Clarification of Response (if Necessary)

Repayment of principal and interest owed under two outstanding promissory notes held by Mr. Michael Mathews, Aspen's Chairman of the Board and Chief Executive Officer.

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 this notice is filed.
- 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	2017-04-20