

ASPEN GROUP, INC.

PROSPECTUS SUPPLEMENT

20,482,108 Shares of Common Stock

This prospectus supplement describes the shares of common stock that we are offering. The prospectus supplement also describes the risks of investing in our common stock. The prospectus supplement also describes the terms of the offering and the use of the net proceeds from the offering.

Investing in our common stock involves certain risks. See "Risk Factors" beginning on page 5 of the Prospectus for a discussion of these risks.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or determined whether the Prospectus or this prospectus supplement is truthful or complete. Any representation to the contrary is a criminal offense.

This prospectus supplement is not a contract. It is only a summary of the information that we have provided to you. It is not intended to be a contract. It is not intended to be a contract. It is not intended to be a contract.

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