

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

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

Aspen Group, Inc.  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

04530L 104  
(CUSIP Number)

September 4, 2014  
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("A ct") or otherwise subject to the liabilities of that section of the A ct but shall be subject to all other provisions of the A ct (however, see the Notes).

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1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Leon G. Cooperman	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION  United States of America	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER  11,241,435 <sup>(1)</sup>
	6	SHARED VOTING POWER
	7	SOLE DISPOSITIVE POWER  11,241,435 <sup>(1)</sup>
	8	SHARED DISPOSITIVE POWER
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  11,241,435	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  9.99% <sup>(2)</sup>	
12	TYPE OF REPORTING PERSON  In - Individual	

(1) Does not include additional shares of common stock issuable upon the exercise of warrants which contain a blocker provision under which the reporting person can only exercise his warrants to a point where he would beneficially own a maximum of 9.99% of the issuer's outstanding shares (the "Blocker").

(2) If not for the Blocker, the reporting person would own in excess of 9.99% of the issuer's outstanding shares of common stock. Based upon 112,526,881 shares outstanding as of September 8 ~~as~~ of Sept881 s

Explanatory Note: This Schedule 13G/A No. 1 amends the Schedule 13G filed on September 8, 2014 (the "Original 13G") to include the Certification under Item 10 which was inadvertently omitted. Except as described above, no other changes were made to the Original 13G and the Original 13G continues to speak as of the filing date thereof.

ITEM 1.

- (a) ~~Address of Issuer's Principal Executive Office~~
- (b) ~~Address of Issuer's Principal Executive Office~~

- (a)
- (b)
- (c)
- (d)
- (e)

ITEM 3.

ITEM 4.

ITEM 5.

ITEM 6.

ITEM 7.

ITEM 8.

ITEM 9.



ITEM 10. CERTIFICATION

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect



SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct

September 15, 2014

By: /s/Leon G. Cooperman