

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

**SCHEDULE 13G/A\***

Under the Securities Exchange Act of 1934  
(Amendment No. 2)\*

Aspen Group, Inc.  
(Name of Issuer)

Common Stock, par value \$0.01  
(Title of Class of Securities)

04530L104  
(CUSIP Number)

December 31, 2017  
(Date of Event Which Requires Filing of the 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 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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1. Names of Reporting Persons. Kinderhook 2 GP, LLC	
2. Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
3. SEC Use Only	
4. Citizenship or Place of Organization	
Number of Shares Beneficially Owned by Each Reporting Person With:	5. Sole Voting Power 0
	6. Shared Voting Power 1,027,586
	7. Sole Dispositive Power ---0
	8. Shared Dispositive Power 1,027,586
9. Aggregate Amount Beneficially Owned by Each Reporting Person 1,027,586	
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11. Percent of Class Represented by Amount in Row (9) 6.8%	
12. Type of Reporting Person	

CUSIP No. 04530L104

**ITEM 1.**

- (a) Name of Issuer: Aspen Group, Inc.
- (b) Address of Issuer's Principal Executive Offices: 1660 S Albion Street, Suite 525, Denver, CO 80222

**ITEM 2.**

- (a) Name of Person Filing: Kinderhook 2 GP, LP
- (b) Address of Principal Business Office, or if None, Residence: 2 Executive Drive, Suite 585, Fort Lee, New Jersey 07024
- (c) Citizenship: Delaware, United States
- (d) Title of Class of Securities: Common stock, par value \$.01 per share
- (e) CUSIP Number:

**ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SS.240.13d-1(b) OR 240.13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:**

- (a)  Broker or dealer registered under Section 15 of the Securities Exchange Act of 1934





**ITEM 10. CERTIFICATE**

**TIF**

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