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

SCHEDULE 13G/A*

**Under the Securities Exchange Act of 1934
(Amendment No. 3)***

Aspen Group, Inc.
(Name of Issuer)

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

04530L104
(CUSIP Number)

December 31, 2018
(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)

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 426,879
	7. Sole Dispositive Power —0
	8. Shared Dispositive Power 426,879
9. Aggregate Amount Beneficially Owned by Each Reporting Person 426,879	
10. Check if the Aggregate Amount in Row (9) Exclude o n Â j r r S	

CUSIP No. 04530L104

ITEM 1.

- (a) Name of Issuer: Aspen Group, Inc.
- (b) Address of Issuer's Principal Executive Offices: 276 Fifth Avenue, Suite 306, New York, New York 10001

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: 04530L104

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 Act (15 U.S.C. 78o).
 - (b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c).
 - (c) Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c).
 - (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8)
 - (e) An investment adviser in accordance with ss.240.13d-1(b)(1)(ii)(E);
 - (f) An employee benefit plan or endowment fund in accordance with ss.240.13d-1(b)(1)(ii)(F);
 - (g) A parent holding company or control person in accordance with ss.240.13d-1(b)(1)(ii)(G);
 - (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
 - (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3)
 - (j) Group, in accordance with ss.240.13d-1(b)(1)(ii)(H);
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ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Kinderhook 2 GP, LLC (the "General Partner") serves as the general partner to Kinderhook 2, LP, the record holder of the Shares (the "Partnership"), and is responsible for making investment decisions on the Partnership's behalf. Messrs. Tushar Shah and Stephen Clearman serve as the General Partner's co-managing members.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

Not applicable

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable

ITEM 10. CERTIFICATIONS.

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 such 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.

January 11, 2019

(Date)

/s/ Tushar Shah

(Signature)

Tushar Shah, Managing Member of
Kinderhook 2 GP, LLC

(Name/Title)
