

Edgar Filing: ASPEN GROUP, INC. - Form SC 13G

ASPEN GROUP, INC.

Form SC 13G

October 07, 2016

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

SCHEDULE 13G

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

Aspen Group, Inc.  
(Name of Issuer)

Common stock  
(Title of Class of Securities)

04530L104  
(CUSIP Number)

September 29, 2016  
(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 ("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).

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- 1      Names of Reporting Persons  
  
         Alvin Fund LLC
- 2      Check the Appropriate Box if a Member of a Group  
   (a)      [ ]  
         (See instructions)            (b)      [X]
- 3      SEC USE ONLY

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4 Citizenship or Place of Organization

Delaware

	5	Sole Voting Power
		9,662,111 shares
NUMBER OF	6	Shared Voting Power
SHARES		
BENEFICIALLY	0	
OWNED BY EACH		
REPORTING	7	Sole Dispositive Power
PERSON WITH		9,662,111 shares
	8	Shared Dispositive Power
		0

9 Aggregate Amount Beneficially Owned by each Reporting Person

9,662,111 shares

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see instructions) [ ]

11 Percent of Class Represented by Amount in Row 9

7.004%

12 Type of Reporting Person (See Instructions)

IV, Reporting Person is a private investment company

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Item 1(a). Name of Issuer.

Aspen Group, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices.

1660 South Albion Street, Suite 525, Denver, CO 80222

Item 2(a). Name of Person Filing.

George Melas-Kyriazi, Manager of Alvin Fund, LLC

Item 2(b). Address of Principal Business Office or, if none, Residence.

215 West 98th Street, Apt 10A, New York, NY 10025

Item 2(c). Citizenship.

Alvin Fund, LLC is a Delaware limited liability company

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Item 2(d). Title of Class of Securities.

Common stock

Item 2(e). CUSIP Number.

04530L104

Item 3. If this statement is filed pursuant to 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).

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(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 240.13d-1(b)(1)(ii)(E).

(f)  An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F).

(g)  A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G).

(h)  A savings association 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)  A non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J);

(K)  Group, in accordance with 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_

Item 4. Ownership.

Reference is hereby made to Items 5-9 and 11 of page two (2) of this Schedule 13G, which Items are incorporated by reference herein.

Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

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Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

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.            Certification.

By signing below, George Melas-Kyriazi certifies that, to the best of his knowledge and belief, the securities referred to above on page two (2) of this Schedule 13G were acquired and are held in the ordinary course of business and 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.

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Signature

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

DATED: October 4, 2016

Alvin Fund LLC

/s/ George Melas-Kyriazi

By: George Melas-Kyriazi  
its:     Manager

Attention: Intentional misstatements or omissions of fact

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constitute Federal criminal violations (See 18 U.S.C. 1001)