

INFORMATION REQUIRED IN REGISTRATION STATEMENT

I tem 1. Description of Registrant's Securities to be Registered.

A spen Group, Inc. hereby incorporates by reference herein the description of its common stock, par value \$0.001 per share appearing under the caption "Description of Securities" contained in the Registration Statement on Form S-1, as filed with the Securities and Exchange Commission on October 15, 2013, as may be subsequently amended.

I tem 2. Exhibits.

The registrant hereby incorporates by reference herein the following exhibits:

		Incorp	orated by Re	ference	Filed or Furnished
E xhibit i	£ xhibit Description	Form	Date	Number	H erewith
3.1	Certificate of Incorporation, as amended	8-K	3/19/12	2.6	
3.2	Bylaws	8-K	3/19/12	2.7	