

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**September 3, 2010**

**In the Matter of**

**PROSPERO GROUP,**

**File No. 500-1**

**ORDER OF SUSPENSION  
OF TRADING**

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Prospero Group (“Prospero”) because: a) it has failed to file any periodic reports since an overdue filing of its Form 10-K for the fiscal year ended March 31, 2009; b) its filings for the fiscal years ended March 31, 2008 and March 31, 2009 fail to include all of the Items requested by Form 10-K; and c) certain of its periodic filings and subsequent disclosures on Form 8-K appear to contain information that is misleading, internally inconsistent, and/or lacking in sufficient detail. Prospero is quoted on the Pink Sheets operated by Pink OTC Markets, Inc. under the ticker symbol “PRPG.”

The Commission is of the opinion that the public interest and the protection of investors require a suspension of trading in the securities of the above-listed company.

Therefore, it is ordered, pursuant to Section 12(k) of the Securities Exchange Act of 1934, that trading in the securities of the above-listed company is suspended for the period from 9:30 a.m. EDT on September 3, 2010, through 11:59 p.m. EDT on September 17, 2010.

By the Commission.

Elizabeth M. Murphy  
Secretary

Service List

The attached Order of Suspension of Trading issued pursuant to Section 12(k) of the Securities Exchange Act of 1934 has been sent via U.S. Mail to the following persons and entities the 3rd day of September, 2010:

Prospero Group  
575 Madison Avenue, 10th Floor  
New York, NY 10022-2511

Prospero Group  
Swiss Mercantile Building  
20 Madeira Street, Palmdale  
PO Box N-1315  
Nassau, The Bahamas

Prospero Group  
c/o Nevada Agency and Transfer Company  
50 West Liberty Street Suite 880  
Reno, NV 89501