

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 62838 / September 3, 2010

The Securities and Exchange Commission ("Commission") announced the temporary suspension, pursuant to Section 12(k) of the Securities Exchange Act of 1934 (the "Exchange Act"), of trading in the securities of **Prospero Group** ("Prospero"), of New York, New York, at 9:30 a.m. on September 3, 2010, and terminating at 11:59 p.m. on September 17, 2010.

The Commission temporarily suspended trading in the securities of Prospero because of a lack of current and accurate information about the company's financial condition. Prospero: a) 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) filed reports for the fiscal years ended March 31, 2008 and March 31, 2009 that fail to include all of the Items requested by Form 10-K; and c) included information in certain of its periodic filings and subsequent disclosures on Form 8-K that appear to be misleading, internally inconsistent, and/or lacking in sufficient detail.

The Commission cautions brokers, dealers, shareholders, and prospective purchasers that they should carefully consider the foregoing information along with all other currently available information and any information subsequently issued by the company.

Further, brokers and dealers should be alert to the fact that, pursuant to Rule 15c2-11 under the Exchange Act, at the termination of the trading suspension, no quotation may be entered unless and until they have strictly complied with all of the provisions of the rule. If any broker or dealer has any questions as to whether or not he has complied with the rule, he should not enter any quotation but immediately contact the staff in the Division of Trading and Markets, Office of Interpretation and Guidance, at (202) 551-5777. If any broker or dealer is uncertain as to what is required by Rule 15c2-11, he should refrain from entering quotations relating to Prospero's securities until such time as he has familiarized himself with the rule and is certain that all of its provisions have been met. If any broker or dealer enters any quotation which is in violation of the rule, the Commission will consider the need for prompt enforcement action.

If any broker, dealer or other person has any information which may relate to this matter, Karen E. Willenken of the New York Regional Office of the Securities and Exchange Commission should be telephoned at (212) 336-0140.