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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of August 31, 2009  
earliest reported)

**PROSPERO GROUP**

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(Exact name of registrant as specified in its chapter)

**Nevada**

**000-50429**

**33-1059313**

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(State or other jurisdiction of  
incorporation)

(Commission File Number)

(I.R.S. Employer Identification No.)

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**575 Madison Avenue, 10<sup>th</sup> Floor, New York, New York**

**10022-2511**

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(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (239) 243-0782

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(Former name or former address, if changed since last report)

**INFORMATION TO BE INCLUDED IN REPORT**

**Item 4.01. Changes in Registrant's Certifying Accountant.**

(a) Previous independent  
accountants

- (i) On June 5, 2009, Lawrence Scharfman & Co, CPA PC resigned as the independent accountants of Prospero Group. ("Prospero").
- (ii) Prospero's Board of Directors did recommend to change independent accountants as the former accountant's registration was revoked by the PCAOB. During the two past fiscal years, March 2008 and March 2009 and the interim period preceding the engagement of Larry O'Donnell, CPA P.C., Prospero did consult with Lawrence Scharfman on the required auditors opinion for the aforementioned statements.
- (iii) New independent accountants Prospero Group's Board of Director's signed a letter of engagement with Larry O'Donnell, CPA, P.C. on June 5, 2009

**Item 9.01. Exhibits.**

**(c) Exhibits**

<b>Exhibit</b>	<b>Description</b>	
16	Letter to Securities and Exchange Commission dated August 27, 2009 regarding change in certifying accountant and revision of August 20, 2009 8K Item 4.01.	To be filed later

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, Prospero Minerals Corp. has caused this report to be signed on its behalf by the undersigned duly authorized person.

**PROSPERO GROUP**

By:/s/ Hubert L. Pinder  
Chief Financial Officer

**Dated:** August 31, 2009