# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# **SCHEDULE TO-I/A**

Tender Offer Statement under Section 14(d)(1) or 13(e)(1) of the Securities Exchange Act of 1934

Amendment No. 1

# GLADSTONE COMMERCIAL CORPORATION

(Name of Subject Company—Issuer and Filing Person—Offeror)
OPTIONS TO PURCHASE COMMON STOCK,

PAR VALUE \$0.001 PER SHARE

(Title of Class of Securities) 376535 10 8

(CUSIP Number of Class of Securities)

DAVID GLADSTONE

CHIEF EXECUTIVE OFFICER AND CHAIRMAN OF THE BOARD GLADSTONE COMMERCIAL CORPORATION

1521 WESTBRANCH DRIVE, SUITE 200 MCLEAN, VIRGINIA 22102

TELEPHONE: (703) 287-5800

(Name, address and telephone number of person authorized to receive notices and communications on behalf of Filing Person)

Copies to:

DARREN K. DESTEFANO COOLEY GODWARD LLP ONE FREEDOM SQUARE RESTON TOWN CENTER 11951 FREEDOM DRIVE RESTON, VIRGINIA 20190 TELEPHONE: (703) 456-8000

$\square$ CHECK THE BOX IF THE FILING RELATES SOLELY TO PRELIMINARY COMMUNICATIONS MADE BEFORE THE COMMENCEM	ENT OF A
TENDER OFFER.	

CHECK THE APPROPRIATE BOXES BELOW TO DESIGNATE ANY TRANSACTIONS TO WHICH THE STATEMENT RELATES:

Third	l-party	tender	offer	subject	to F	Rule	14d-1.	

- ☑ Issuer tender offer subject to Rule 13e-4.
- ☐ Going-private transaction subject to Rule 13e-3.
- ☐ Amendment to Schedule 13D under Rule 13d-2.

# CHECK THE FOLLOWING BOX IF THE FILING IS A FINAL AMENDMENT REPORTING THE RESULTS OF THE TENDER OFFER: $\Box$

Gladstone Commercial Corporation, a Maryland corporation (the "Company"), hereby amends and supplements the Tender Offer Statement on Schedule TO of the Company filed on July 12, 2006, with respect to the offer by the Company to amend the terms of all stock options currently outstanding (the "Options") under the Company's 2003 Equity Incentive Plan, as amended, to accelerate the expiration date of the Options to December 31, 2006, upon the terms and subject to the conditions contained in the Offer to Amend Options dated July 12, 2006, as amended by the Supplement to Offer to Amend Options, and the related Letters of Transmittal, Summary of Terms of Offer to Amend Options, Form of Election Form, Form of Notice of Change in Election from Accept to Reject, Form of Notice of Change in Election from Reject to Accept, Form of Confirmation of Amendment of Options and Form of Electronic Communication — Reminder (which, together with any amendments or supplements thereto, collectively constitute the "Offer"), which were filed as exhibits to the Schedule TO or this amendment to Schedule TO.

## ITEM 6. PURPOSES OF THE TRANSACTION AND PLANS OR PROPOSALS.

Item 6 is amended and restated in its entirety as follows:

- (a) Purposes. The information set forth in the Offer to Amend Options under Section 2 ("Purpose of the Offer") is incorporated herein by reference.
- (b) Use of Securities Acquired. The information set forth in the Offer to Amend Options under Section 5 ("Acceptance of Options for Amendment") and Section 9 ("Accounting Consequences of the Offer") is incorporated herein by reference.
- (c) Plans. The information set forth in the Offer to Amend Options under Section 2 ("Purpose of the Offer"), Section 8 ("Terms of 2003 Equity Incentive Plan; Options for Liquidity"), Section 15 ("Risk Factors") and the information set forth in the Summary of Terms is incorporated herein by reference. Except as set forth in these sections and as incorporated by reference as herein provided, there is no other information to be disclosed related to the Company's plans, proposals or negotiations that would otherwise be required to be disclosed pursuant to Item 1006(c) of Regulation M-A.

#### ITEM 8. INTEREST IN THE SECURITIES OF THE SUBJECT COMPANY

Item 8 is amended and restated in its entirety as follows:

- (a) Securities Ownership. The information set forth in the Supplement to Offer to Amend Options under Section 1 ("Securities Ownership") is incorporated herein by reference.
- (b) Securities Transactions. The information set forth in the Offer to Amend Options under Section 8 ("Terms of 2003 Equity Incentive Plan; Options for Liquidity") is incorporated herein by reference.

#### ITEM 10. FINANCIAL STATEMENTS

Item 10 is amended and restated in its entirety as follows:

- (a) Financial Information. Item 8 ("Financial Statements and Supplementary Data") of Part II of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2005 (filed on February 28, 2006) and Item 1 ("Financial Statements (Unaudited)") of Part I of the Company's Quarterly Reports on Form 10-Q for the quarterly periods ended March 31, 2006 (filed May 2, 2006) and June 30, 2006 (filed August 8, 2006) are incorporated herein by reference. The information set forth in the Offer to Amend Options under Section 14 ("Information About Gladstone Commercial Corporation") and Section 16 ("Additional Information") as well as the information set forth in the Supplement to Offer to Amend Options under Section 2 ("Financial Information") is incorporated herein by reference.
- (b) Pro Forma Financial Information. Not applicable.

## ITEM 11. ADDITIONAL INFORMATION

Item 11 is amended and restated in its entirety as follows:

- (a) Agreements, Regulatory Requirements and Legal Proceedings. The information set forth in the Offer to Amend Options under Section 10 ("Legal Matters; Regulatory Approvals") is incorporated herein by reference.
- (b) Other Material Information. The entire text of the Offer to Amend Options, the Supplement to Offer to Amend Options, the Forms of Electronic Letters of Transmittal and the Summary of Terms of Offer to Amend Options is incorporated herein by reference.

### ITEM 12. EXHIBITS.

EXHIBIT NUMBER		DESCRIPTION
99.(a)(1)(A)	*	Offer to Amend Options, dated July 12, 2006, as amended.
99.(a)(1)(B)	*	Form of Electronic Letter of Transmittal, dated July 12, 2006.
99.(a)(1)(C)	*	Summary of Terms of Offer to Amend Options.

EXHIBIT NUMBER		DESCRIPTION
99.(a)(1)(D)	*	Form of Election Form.
99.(a)(1)(E)	*	Form of Notice of Change in Election from Accept to Reject.
99.(a)(1)(F)	*	Form of Notice of Change in Election from Reject to Accept.
99.(a)(1)(G)	*	Form of Confirmation of Amendment of Options.
99.(a)(1)(H)	*	Form of Electronic Communication — Reminder.
99.(a)(1)(I)	*	Press Release, dated July 12, 2006, entitled "Gladstone Commercial Corporation Announces Offer to Amend Stock Options."
99.(a)(1)(J)		Gladstone Commercial Corporation Annual Report on Form 10-K for its fiscal year ended December 31, 2005, filed with the Securities and Exchange Commission on February 28, 2006 and incorporated herein by reference.
99.(a)(1)(K)		Gladstone Commercial Corporation Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2006, filed with the Securities and Exchange Commission on May 2, 2006, and incorporated herein by reference.
99.(a)(1)(L)		Gladstone Commercial Corporation Current Report on Form 8-K dated January 18, 2006, filed with the Securities and Exchange Commission on January 19, 2006, and incorporated herein by reference.
99.(a)(1)(M)		Gladstone Commercial Corporation Current Report on Form 8-K dated January 26, 2006, filed with the Securities and Exchange Commission on February 1, 2006, and incorporated herein by reference.
99.(a)(1)(N)		Gladstone Commercial Corporation Current Report on Form 8-K dated February 21, 2006, filed with the Securities and Exchange Commission on December 16, 2005, and amended on February 24, 2006, and incorporated herein by reference.
99.(a)(1)(O)		Gladstone Commercial Corporation Current Report on Form 8-K dated March 17, 2006, filed with the Securities and Exchange Commission on March 22, 2006, and incorporated herein by reference.
99.(a)(1)(P)		Gladstone Commercial Corporation Current Report on Form 8-K dated June 29, 2006, filed with the Securities and Exchange Commission on June 30, 2006, and incorporated herein by reference.
99.(a)(1)(Q)		Definitive Schedule 14A relating to the Gladstone Commercial Corporation 2006 Annual Meeting of Stockholders held on May 24, 2006, filed with the Securities and Exchange Commission on March 24, 2006, and incorporated herein by reference.
99.(a)(1)(R)		Gladstone Commercial Corporation Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2006, filed with the Securities and Exchange Commission on August 8, 2006, and incorporated herein by reference.
99.(a)(1)(S)		Supplement to Offer to Amend Options, dated August 15, 2006.
99.(a)(1)(T)		Form of Electronic Letter of Transmittal, dated August 15, 2006.
99.(b)		Not applicable.
99.(d)(1)		2003 Equity Incentive Plan, as amended, filed with the Securities and Exchange Commission as an exhibit to Amendment No. 1 to the Company's Registration Statement on Form S-11 (333-106024) filed on July 22, 2003, and incorporated herein by reference.
99.(d)(2)		Amendment No. 2 to the 2003 Equity Incentive Plan, as amended, filed with the Securities and Exchange Commission as an exhibit to the Company's Form 10-K (File No. 000-50363) filed on March 8, 2005, and incorporated herein by reference.
99.(g)		Not applicable.
99.(h)		Not applicable.

Previously filed.

# SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: August 15, 2006

# GLADSTONE COMMERCIAL CORPORATION

By: /s/ David Gladstone

Name: David Gladstone
Title: Chief Executive Officer and Chairman of the Board

#### SUPPLEMENT TO OFFER TO AMEND OPTIONS

As you are aware, we are seeking the agreement of the holders of all outstanding stock options under the Gladstone Commercial Corporation 2003 Equity Incentive Plan, as amended (the "Stock Option Plan"), to amend the terms of all outstanding options to accelerate the expiration date of these options to December 31, 2006. In connection with entering into an amended and restated investment advisory agreement, or the "Proposed Agreement," with Gladstone Management Corporation, or our "Adviser," which was approved by our stockholders on May 24, 2006, we have determined to terminate the Stock Option Plan, and to cease issuing options under the Stock Option Plan. As we previously informed you, we recently accelerated the vesting of all outstanding unvested stock options. Therefore, option holders who accept the offer, and who choose to exercise their options, will be able to publicly resell their shares without restriction, subject to certain limits on resales by our directors and executive officers. Once all of the outstanding options are either exercised or terminated, we will enter into the Proposed Agreement with our Adviser.

The purpose of this Supplement is to provide you with updated information which supplements and amends certain information included in the Offer to Amend Options previously delivered to you. Nothing in this Supplement changes the terms of the offer or alters the Expiration Date of the offer from its original time (5:00 p.m., Eastern Time, on August 31, 2006) and you do not need to do anything new in response to this Supplement. The sole purpose of the Supplement is to provide you with more information for you to consider when deciding whether to accept or reject the offer. The board of directors recognizes that the decision to accept or reject the offer is an individual one that should be based on a variety of factors, and you should consult with your personal advisors if you have questions about your financial or tax situation. As a result, we are not expressing any opinion as to whether you should accept or reject the offer.

## 1. SECURITIES OWNERSHIP

The following table sets forth certain information with respect to the beneficial ownership of Common Stock for each of Gladstone Commercial Corporation's directors and executive officers as of July 31, 2006:

	BENEFICIA	CIAL OWNERSHIP (1)		
NAME	NUMBER OF SHARES	PERCENTAGE OF TOTAL		
David J. Gladstone (2)	365,147	4.67%		
Terry Lee Brubaker (3)	157,099	2.01%		
George Stelljes III (4)	138,315	1.77%		
Harry T. Brill, Jr. (5)	35,390	*		
Gary Gerson (6)	352	*		
Anthony W. Parker (7)	34,172	*		
David A.R. Dullum (8)	31,450	*		
Michela A. English (9)	31,140	*		
Paul W. Adelgren (10)	30,000	*		
Maurice W. Coulon (11)	31,000	*		
John H. Outland (12)	30,000	*		
Gerard Mead	200	*		
All executive officers and directors as a group (12 persons) (13)	884,265	11.31%		

Less than 1%

<sup>(1)</sup> This table is based upon information supplied by officers, directors and principal stockholders. Unless otherwise indicated in the footnotes to this table and subject to community property laws where applicable, we believe that each of the stockholders named in this table has sole voting and sole investment power with respect to the shares indicated as beneficially owned. Applicable percentages are based on 7,816,972 shares outstanding on July 31, 2006, adjusted as required by rules promulgated by the SEC.

<sup>(2)</sup> Includes 200,000 shares underlying options that are exercisable within 60 days of July 31, 2006.

- (3) Includes 130,000 shares underlying options that are exercisable within 60 days of July 31, 2006, and 12,500 shares owned by Mr. Brubaker's spouse, as to which Mr. Brubaker disclaims beneficial ownership.
- (4) Includes 130,000 shares underlying options that are exercisable within 60 days of July 31, 2006.
- (5) Includes 35,000 shares underlying options that are exercisable within 60 days of July 31, 2006.
- (6) Includes 252 shares owned by Mr. Gerson's spouse.
- (7) Includes 30,000 shares underlying options that are exercisable within 60 days of July 31, 2006.
- (8) Includes 26,450 shares underlying options that are exercisable within 60 days of July 31, 2006.
- (9) Includes 30,000 shares underlying options that are exercisable within 60 days of July 31, 2006.
- (10) Includes 30,000 shares underlying options that are exercisable within 60 days of July 31, 2006.
- (11) Includes 30,000 shares underlying options that are exercisable within 60 days of July 31, 2006.
- (12) Includes 30,000 shares underlying options that are exercisable within 60 days of July 31, 2006.
- (13) Includes an aggregate of 671,450 shares underlying options that are exercisable within 60 days of July 31, 2006.

# 2. FINANCIAL INFORMATION

Set forth below is a supplement to our selected summary of financial information contained in the Offer to Amend Options, dated July 12, 2006. The consolidated selected historical financial data at and for the year ended December 31, 2005 and the six months ended June 30, 2006 has been derived from the consolidated financial statements included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2005, filed with the SEC on February 28, 2006, and our Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2006, filed with the SEC on August 8, 2006, and should be read together with the consolidated financial statements and related notes included in such reports. These filings provide more detail regarding our financial information.

# GLADSTONE COMMERCIAL CORPORATION CONSOLIDATED SELECTED HISTORICAL FINANCIAL DATA

		onths ended 30, 2006	Year ended December 31, 2005	
Balance Sheet Data:				
Current assets	\$	3,716,046	\$	4,395,968
Noncurrent assets	27	8,194,725		202,650,986
Current liabilities	3	1,209,560		44,365,936
Noncurrent liabilities	13:	2,180,965		63,732,482
Reedemable preferred stock	2:	5,000,000		_
Income Statement Data:				
Total revenue	\$ 12	2,055,672	\$	13,465,334
Income from continuing operations		1,790,284		3,510,959
Net income		1,699,565	_	3,601,945
Net income available to common stockholders		870,746		3,601,945
Earnings available to common stockholders per weighted average common share — basic	\$	0.11	\$	0.47
Earnings available to common stockholders per weighted average common share — diluted	\$	0.11	\$	0.47
Income from continuing operations per weighted average common share — basic	\$	0.23	\$	0.46
Income from continuing operations per weighted average common share — diluted	\$	0.23	\$	0.45
Supplemental Data:				
Ratio of earnings to combined fixed charges and preferred dividends		1.3x		2.5x
Book value per share	\$	15.16(1)	\$	12.90(1)

<sup>(1)</sup>Amount is calculated by dividing stockholders' equity by the number of shares outstanding

# 3. MISCELLANEOUS

In addition to other information previously provided to you in connection with the Offer to Amend Options and the SEC filings specifically referenced in the Offer to Amend Options, you should also consider other information about factors that potentially could affect our financial results contained in our Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2006, which was filed on August 8, 2006.

Notwithstanding the last sentence of Section 17 of the Offer to Amend Options entitled "Forward-looking Statements; Miscellaneous," the information about this offer from Gladstone Commercial Corporation is limited to the Offer to Amend Options, Schedule A to the Offer to Amend Options, the Summary of Terms of Offer to Amend Options (all previously provided to you), as well as this Supplement.

Gladstone Commercial Corporation

August 15, 2006

## Dear Option Holder:

As you are aware, we are offering to amend the terms of all outstanding stock options currently outstanding under the Gladstone Commercial Corporation 2003 Equity Incentive Plan, as amended. Attached please find a Supplement, which provides you with updated information which supplements and amends certain information included in the Offer to Amend Options, dated July 12, 2006, previously delivered to you. Please review the enclosed carefully. For additional information or assistance, you should contact Paula Novara at Gladstone Management Corporation via e-mail at paula.novara@gladstonemanagement.com or by telephone at (703) 287-5885.

To make your election to accept or reject the offer, you must make your election and sign and deliver the Election Form previously provided to Paula Novara at Gladstone Management such that it is received on or before the Expiration Date. The Election Form may be sent via mail, courier, e-mail, facsimile or personal delivery. Paula Novara is located at our McLean Office; her e-mail address is paula.novara@gladstonemanagement.com, and her fax number is (703) 287-5801. Election Forms must be physically received by Paula Novara before 5:00 p.m., Eastern Time, on August 31, 2006 (or a later expiration date if we extend the offer). If you deliver your Election Form by e-mail or facsimile, you must deliver the original Election Form to Paula Novara by no later than September 15, 2006.

David Gladstone

August 15, 2006

## VIA EDGAR AND U.S. MAIL

Daniel F. Duchovny Special Counsel Office of Mergers and Acquisitions Securities and Exchange Commission 100 F Street, NE Washington, DC 20549-3628

RE: Gladstone Commercial Corporation Schedule TO-I Filed July 12, 2006 File No. 005-79173

Dear Mr. Duchovny:

On behalf of Gladstone Commercial Corporation ("Gladstone" or the "Company"), we are transmitting for filing one copy of Amendment No. 1 (the "Amendment") to the Schedule TO-I, No. 005-79173 (the "Schedule TO") filed with the Securities and Exchange Commission (the "Commission") on July 12, 2006, which includes a new Exhibit 99.(a)(1)(S) (the "Supplement"), which supplements the previously filed Offer to Amend Options (Exhibit 99.(a)(1)(A)), as well as the corresponding Form of Electronic Letter of Transmittal (Exhibit 99.(a)(1)(T).

The Amendment is being filed in response to comments received from the staff of the Division of Corporation Finance (the *Staff*") by letter dated July 20, 2006, with respect to the Schedule TO (the *"Comments*"), and pursuant to our telephone conversation with you on August 14, 2006. The numbering of the paragraphs below corresponds to the numbering of the Comments, which for your convenience we have incorporated into this response letter. Page references in the text of this response letter correspond to the page numbers of the Supplement.

# Schedule TO-I:

Item 6. Purposes of the Transaction and Plans or Proposals

1. Please provide the disclosure required by Item 1006(c) of Regulation M-A.

Except as already incorporated by reference in Item 6(c) of the Schedule TO, the Company is not aware of any other information which relates to this disclosure item. In response to the Staff's comment, the Company has revised the disclosure in Item 6 of the Amendment to confirm the same.

Item 10. Financial Statements

2. It appears that certain financial information has been incorporated by reference to satisfy Item1010(a) of Regulation M-A. Please provide the pro forma financial

information pursuant to Item 1010(b) of Regulation M-A, if applicable, and the complete summarized financial information as required by Instruction 6 to Item 10 of Schedule TO. Please advise us regarding whether you intend to disseminate that information to security holders. Refer to telephone interpretation H.7 in the July 2001 supplement to our "Manual of Publicly Available Telephone Interpretations" that is available on the Commission's website at www.sec.gov for additional guidance.

The Company has carefully reviewed the financial information incorporated by reference in the Schedule TO. In its assessment, and particularly given the fact that the Company has already accelerated the vesting of all outstanding options under its 2003 Equity Incentive Plan, as amended, the Company has determined that pro forma information disclosing the effect of the transaction would not be helpful to option holders in deciding whether or not to accept the Offer to Amend Options. In reaching this conclusion, the Company considered, among other things, the expectation that the pro forma information, if prepared, would not likely be materially different from its historical financial results. Moreover, because of the required accounting treatment of modified options under SFAS No. 123(R), the Company would be required to make a number of arbitrary assumptions (e.g. regarding the market price of the Company's common stock around the expected termination date of the offer, the prevailing volatility of the Company's common stock, risk free interest rates, etc.) in order to prepare pro forma financial statements reflecting the amendment of the options. As a result, the Company believes that a pro forma presentation would necessarily depend on making so many assumptions that it would render the results meaningless and potentially misleading to option holders. Consequently, the Company has not furnished pro forma information.

In response to the Staff's comment regarding the provision of complete summarized financial information as required by Instruction 6 to Item 10 of Schedule TO, the Company has revised the Consolidated Selected Historical Financial Data under Section 2 ("Financial Information") and updated such information as of and for the six months ended June 30, 2006. Such information is disclosed on page 3 of the Supplement, which will be disseminated to security holders via electronic transmission.

Item 8. Interest in the Securities of the Subject Company

3. Please disclose the information required by Item 1008(a) of Regulation M-A. For additional guidance, refer to General Instruction C to Schedule TO.

In response to the Staff's comment, the Company has added a securities ownership table under Section 1 ("Securities Ownership") on pages 1 and 2 of the Supplement.

#### Exhibit 99(a)(1)(I)

4. We also note the disclaimer that you do not undertake any obligation to update any forward-looking statements. This disclaimer is inconsistent with the requirements of General Instruction F of Schedule TO and your obligations under Rule 13e-4(c)(3) to amend the Schedule to reflect a material change in the information previously disclosed. Please revise to confirm that you will avoid using this statement in all future communications.

The Company acknowledges the requirements of General Instruction F of Schedule TO and its obligations under Rule 13e4(c)(3) to promptly report any material changes in the information set forth in the Schedule TO previously filed. The Company respectfully submits that not all changes in forward-looking statements contained in, or incorporated by reference in the Schedule TO, will constitute "material" changes, which trigger such amendment obligations. In response to the Staff's comment, we advise the Staff that, in future filings related to the Schedule TO, the Company will include a forward-looking statement disclaimer as follows:

"The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law."

## Offer to Amend Options

Conditions of the Offer, page 3

5. Refer to the penultimate paragraph of this section relating to your failure to exercise any of the rights described in this section. This language suggests that once an offer condition is triggered, you must decide whether or not to waive the condition. Note that when a condition is triggered and you decide to proceed with the offer anyway, we believe that this constitutes a waiver of the triggered condition(s). Depending on the materiality of the waived condition and the number of days remaining in the offer, you may be required to extend the offer and recirculate new disclosure to security holders. You may not, as this language seems to imply, simply fail to assert a triggered offer condition and thus effectively waive it without officially doing so. Please confirm your understanding supplementally.

We supplementally advise the Staff of the Company's acknowledgment and understanding of the Staff's position. In the event that a condition is triggered, the Company will extend the offer and recirculate new disclosure to security holders in accordance with applicable law.

Forward-Looking Statements; Miscellaneous, page 12

6. Given that the information included in Schedule A and exhibit99(a)(1)(C) is required to be disclosed to security holders, please revise the last sentence of this section to include those documents to the information about the offer.

In response to the Staff's comment, the Company has addressed the Staff's comment in Section 3 ("Miscellaneous") on page 4 of the Supplement.

\* \* \* \* \*

In connection with the foregoing, Gladstone Commercial Corporation hereby acknowledges that:

- the Company is responsible for the adequacy and accuracy of the disclosure in its filings;
- Staff comments or changes to disclosure in response to Staff comments in our filings reviewed by the Staff do not foreclose the Commission from taking any action with respect to the filing; and
- the Company may not assert Staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

Please fax any additional comment letters concerning the Amendment to (703) 456-8100 and direct any further questions or comments concerning the Amendment or this response letter to Christina Novak at (703) 456-8562 or the undersigned at (703) 456-8034.

Sincerely,

Darren K. DeStefano, Esq.

cc: David Gladstone Allyson Williams, Esq. Thomas R. Salley, Esq. Christina L. Novak, Esq.