

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

OMB APPROVAL

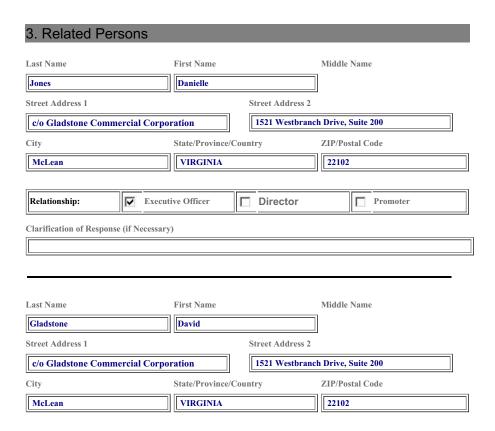
OMB Number: 3235-0076

Expires: August 31, 2015

Estimated Average burden hours per response: 4.0

1. Issuer's Identity			
CIK (Filer ID Number)	Previous Name(s)	<b>▼</b> None	Entity Type
0001234006			© Corporation
Name of Issuer			C Limited Partnership
GLADSTONE COMMERCIAL CORP			C Limited Liability Company
Jurisdiction of Incorporation/Organization	-		C General Partnership
MARYLAND			O Business Trust
Year of Incorporation/Organizatio	n		Other
<ul><li>Over Five Years Ago</li></ul>			
C Within Last Five Years (Specify Year)			
O Yet to Be Formed			

2. Principal Pla	ce of Business and	d Contact Information	
Name of Issuer			
GLADSTONE COMME	RCIAL CORP		
Street Address 1		Street Address 2	
1521 WESTBRANCH D	RIVE	Suite 200	
City	State/Province/Coun	try ZIP/Postal Code Phone No. of Issuer	
MCLEAN	VIRGINIA	22102 703-287-5853	



	Ex	recutive Officer	Director	Promoter	
	4037				
larification of Respo	onse (if Neces	ssary)			
					_
Last Name		First Name		Middle Name	
Brubaker		Terry		Lee	
Street Address 1			Street Address 2		
c/o Gladstone Con	nmercial Co	orporation	1521 Westbrar	nch Drive, Suite 200	
City		State/Province	e/Country	ZIP/Postal Code	
McLean		VIRGINIA		22102	
Relationship:	<b>▼</b> Ex	recutive Officer	□ Director	Promoter	
Clarification of Respo	onse (if Neces	ssarv)			
Last Name		First Name		Middle Name	
Stelljes, III		George			
Street Address 1			Street Address 2	 }	
c/o Gladstone Con	nmercial Co	orporation	1521 Westbrar	nch Drive, Suite 200	
City		State/Province	e/Country	ZIP/Postal Code	
McLean		VIRGINIA		22102	
Relationship:	<b>▼</b> Ex		C Director	Dunmatan	
•	IN LA	recutive Officer	✓ Director	Promoter	
			Director	Promoter	
Clarification of Respo			Director	Promoter	
			Director	Promoter	
			Director	Promoter	
			Director	Middle Name	_
Clarification of Respo		ssary)	Director	No.	_
Last Name  Gerson  Greet Address 1	onse (if Neces	First Name	Street Address 2	Middle Name	_
Clarification of Responses to the Clarif	onse (if Neces	First Name	Street Address 2	Middle Name	
Last Name  Gerson  Greet Address 1	onse (if Neces	First Name	Street Address 2	Middle Name	
Last Name  Gerson  Street Address 1  c/o Gladstone Con	onse (if Neces	First Name Gary  Orporation	Street Address 2	Middle Name  And Drive, Suite 200	
Last Name  Gerson  Street Address 1  c/o Gladstone Con	onse (if Neces	First Name Gary  Orporation State/Province	Street Address 2	Middle Name  Charles and the second s	
Last Name  Gerson  Street Address 1  c/o Gladstone Con	onse (if Neces	First Name Gary  Orporation State/Province	Street Address 2	Middle Name  Charles and the second s	_
Last Name  Gerson  Greet Address 1  c/o Gladstone Con  City  McLean	nmercial Co	First Name Gary  Orporation State/Province VIRGINIA	Street Address 2  1521 Westbrar e/Country	Middle Name  Ach Drive, Suite 200  ZIP/Postal Code  [22102	_
Last Name Gerson Greet Address 1 c/o Gladstone Con City McLean Relationship:	nmercial Co	First Name Gary  Orporation State/Province VIRGINIA	Street Address 2  1521 Westbrar e/Country	Middle Name  Ach Drive, Suite 200  ZIP/Postal Code  [22102	
Last Name  Gerson  Greet Address 1  c/o Gladstone Con City  McLean  Relationship:	nmercial Co	First Name Gary  Orporation State/Province VIRGINIA	Street Address 2  1521 Westbrar e/Country	Middle Name  Ach Drive, Suite 200  ZIP/Postal Code  [22102	
Last Name  Gerson  Greet Address 1  c/o Gladstone Con City  McLean  Relationship:	nmercial Co	First Name Gary  Orporation State/Province VIRGINIA	Street Address 2  1521 Westbrar e/Country	Middle Name  Middle Name  Drive, Suite 200  ZIP/Postal Code  22102	
Last Name  Gerson  Greet Address 1  c/o Gladstone Con City  McLean  Relationship:	nmercial Co	First Name Gary  Orporation State/Province VIRGINIA	Street Address 2  1521 Westbrar e/Country	Middle Name  Middle Name  Drive, Suite 200  ZIP/Postal Code  22102	
ast Name  Gerson  Street Address 1  c/o Gladstone Con  City  McLean  Relationship:	nmercial Co	First Name Gary  Orporation State/Province VIRGINIA  Recutive Officer ssary)	Street Address 2  1521 Westbrar e/Country	Middle Name  Inch Drive, Suite 200  ZIP/Postal Code  22102  Promoter	
Last Name  Gerson  Greet Address 1  c/o Gladstone Con  City  McLean  Relationship:  Clarification of Respons  Last Name	nmercial Co	First Name  Gary  Orporation  State/Province  VIRGINIA  Recutive Officer  ssary)	Street Address 2  1521 Westbrar e/Country	Middle Name    Continue   Continu	
ast Name  Gerson  Street Address 1  c/o Gladstone Con  City  McLean  Relationship:  Clarification of Respons  ast Name  Dullum	nmercial Co	First Name  Gary  Orporation  State/Province  VIRGINIA  Recutive Officer  ssary)  First Name  David	Street Address 2  1521 Westbrar  e/Country  Director  Street Address 2	Middle Name    Continue   Continu	
Last Name Gerson Greet Address 1 C/o Gladstone Con City McLean  Relationship: Clarification of Responsati Name Dullum Street Address 1	nmercial Co	First Name  Gary  Orporation  State/Province  VIRGINIA  Recutive Officer  ssary)  First Name  David	Street Address 2  1521 Westbrar  e/Country  Director  Street Address 2	Middle Name    Contact   C	
Last Name Gerson Greet Address 1  c/o Gladstone Con City  McLean  Relationship:  Clarification of Responsation of Response Con City  McLean  Clarification of Con City  Con City  Clarification of Con City  Con City Con Cit	nmercial Co	First Name Gary  Orporation State/Province VIRGINIA  Accountive Officer  SSARY)  First Name David  Dryoration	Street Address 2  1521 Westbrar  e/Country  Director  Street Address 2	Middle Name    Continue   Continu	
Last Name  Gerson  Street Address 1  c/o Gladstone Con  City  McLean  Relationship:  Clarification of Responents  Last Name  Dullum  Street Address 1  c/o Gladstone Con  City	nmercial Co	First Name  Gary  Orporation  State/Province  VIRGINIA  Recutive Officer  ssary)  First Name  David  David  Orporation  State/Province	Street Address 2  1521 Westbrar  e/Country  Director  Street Address 2	Middle Name  ZIP/Postal Code  ZIP/Postal Code  Promoter  Middle Name  A.R.  A.R.  ZIP/Postal Code	

Clarification of Response	(if Necessary)					
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ast Name	Firs	t Name		Middle	Name	
English	Mi	chela		A.		
treet Address 1			Street Address			
					C-14. 200	
c/o Gladstone Comme			1521 Westbra			
City		re/Province/C	ountry		stal Code	
McLean	VI	IRGINIA		22102	<u> </u>	
Relationship:	Executive O	Officer	✓ Director		Promoter	
Clarification of Response	(II Necessary)					
ast Name		t Name		Middle	Name	
Adelgren	Pa	ul		W.		
treet Address 1			Street Address	2		
c/o Gladstone Comme	rcial Corporatio	n	1521 Westbra	nch Drive,	Suite 200	
City	Stat	e/Province/C	ountry	ZIP/Po	stal Code	
McLean	VI	IRGINIA		22102	l	
Relationship:	Executive O	Officer	□ Director		Promoter	
Last Name	Firs	t Name		Middle	Name	
Outland	Jol	hn		П.		
Street Address 1			Street Address			
	unial Councustio		1521 Westbra		Suito 200	_
c/o Gladstone Comme						
City		e/Province/C	ountry		stal Code	
McLean	VI	IRGINIA		22102		
	W-102	11				
Relationship:	Executive O	officer	Director		Promoter	
Clarification of Response	(if Necessary)		· · · · · · · · · · · · · · · · · · ·			
Last Name	Firs	t Name		Middle	Name	
	_ 44.0					
	Ce	rard				
Mead	Ge	rard	Street Address	<u></u>		
Mead Street Address 1			Street Address		St. 100	
Mead Street Address 1 c/o Gladstone Comme	rcial Corporatio	n	1521 Westbra	nch Drive,		
Mead Street Address 1 c/o Gladstone Comme	rcial Corporatio		1521 Westbra	nch Drive,	Suite 200 stal Code	
Mead Street Address 1	rcial Corporatio	n	1521 Westbra	nch Drive,	stal Code	
Mead  itreet Address 1  c/o Gladstone Comme	rcial Corporatio	e/Province/C	1521 Westbra	ZIP/Po	stal Code	
Mead  itreet Address 1  c/o Gladstone Comme	rcial Corporatio	n re/Province/C	1521 Westbra	ZIP/Po	stal Code	
Mead treet Address 1 c/o Gladstone Comme City McLean Relationship:	rcial Corporatio Stat VI	n re/Province/C	1521 Westbra	ZIP/Po	stal Code	
Mead treet Address 1 c/o Gladstone Comme Tity McLean	rcial Corporatio Stat VI	n re/Province/C	1521 Westbra	ZIP/Po	stal Code	

	First Name	Middle Name	
Parker	Anthony	W.	
Street Address 1	St	reet Address 2	
c/o Gladstone Commercial Corp	oration	1521 Westbranch Drive, Suite 200	
City	State/Province/Countr	y ZIP/Postal Code	
McLean	VIRGINIA	22102	
Relationship: Exec	utive Officer	Director Promoter	
Clarification of Response (if Necessa	ry)		
			_
Last Name	First Name	Middle Name	
Coulon	Maurice	W.	
Street Address 1	St	reet Address 2	_
c/o Gladstone Commercial Corp	oration	1521 Westbranch Drive, Suite 200	
City	State/Province/Countr	zy ZIP/Postal Code	
McLean	VIRGINIA	22102	
Relationship: Exec	utive Officer	Director Promoter	
			_
4. Industry Group			
	Health Care	C Retailing	_
4. Industry Group  Agriculture  Banking & Financial Services	Health Care  © Biotechnol  © Health Ins	ogy	
C Agriculture Banking & Financial Services	C Biotechnol C Health Ins	ogy urance C Restaurants	_
C Agriculture	C Biotechnol C Health Ins	ogy urance C Restaurants & Physicians Technology	
Agriculture  Banking & Financial Services  Commercial Banking Insurance Investing	C Biotechnol C Health Ins C Hospitals &	ogy urance C Restaurants & Physicians Technology uticals C Computers	
Agriculture  Banking & Financial Services  Commercial Banking Insurance Investing Investment Banking	O Biotechnol O Health Ins O Hospitals & O Pharmacet	ogy urance C Restaurants & Physicians rticals C Computers C Telecommunications	
Agriculture  Banking & Financial Services  Commercial Banking  Insurance Investing Investment Banking Pooled Investment Fund	O Biotechnol O Health Ins O Hospitals & O Pharmacet	ogy urance C Restaurants  Technology uticals C Computers C Telecommunications C Other Technology	
Agriculture  Banking & Financial Services  Commercial Banking Insurance Investing Investment Banking	O Biotechnol O Health Ins O Hospitals o O Pharmacet O Other Hea	ogy  urance C Restaurants  & Physicians rticals Ith Care C Telecommunications C Other Technology  Travel	
Agriculture  Banking & Financial Services  Commercial Banking Insurance Investing Investment Banking Pooled Investment Fund Other Banking & Financial Services	C Biotechnol C Health Ins C Hospitals & C Pharmacet C Other Hea	ogy  Urrance  C Restaurants  Physicians  Technology  Iticals  C Computers  C Telecommunications  C Other Technology  Travel  C Airlines & Airports	
Agriculture  Banking & Financial Services  Commercial Banking Insurance Investing Investment Banking Pooled Investment Fund Other Banking & Financial Services	O Biotechnol O Health Ins O Hospitals o O Pharmacet O Other Hea	ogy  urance C Restaurants  Physicians Technology  uticals Uth Care C Telecommunications C Other Technology  Travel C Airlines & Airports C Lodging & Convention	
Agriculture  Banking & Financial Services  Commercial Banking Insurance Investing Investment Banking Pooled Investment Fund Other Banking & Financial Services  Business Services	C Biotechnol C Health Ins C Hospitals & C Pharmacet C Other Hea	ogy  Ogy  Urrance  C Restaurants  Physicians  Technology  Iticals  C Computers  C Telecommunications  C Other Technology  Travel  C Airlines & Airports  C Lodging & Convention  al  C Tourism & Travel Serven	
Agriculture  Banking & Financial Services  Commercial Banking Insurance Investing Investment Banking Pooled Investment Fund Other Banking & Financial Services  Business Services Energy	C Biotechnol C Health Ins C Hospitals & C Pharmacet C Other Hea  C Manufacturing Real Estate C Commercia	Retaining Ogy  Urrance  Restaurants  Technology  Iticals  Computers  Computers  Cother Technology  Travel  Computers  Cother Technology  Travel  Computers  Cother Technology  Travel  Computers  Cother Technology  Travel  Computers  Cother Technology  Computers  Cother Technology  Travel  Computers  Cother Technology  Cother Travel  Cother Travel  Cother Travel	
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Agriculture  Banking & Financial Services  Commercial Banking Insurance Investing Investment Banking Pooled Investment Fund Other Banking & Financial Services  Business Services  Energy Coal Mining Electric Utilities Energy Conservation Environmental Services Oil & Gas	C Biotechnol C Health Ins C Hospitals of Pharmacet C Other Hea  C Manufacturing Real Estate C Commerci C Constructi REITS & I C Residentia	Retaining Ogy  Ogy  Orange  Restaurants  Restaurants  Technology  Iticals  Computers  Computers  Cother Technology  Travel  Computers  Cother Technology  Travel  Cother Technology  Travel  Cother Travel Service  Cother Travel  Cother Travel  Cother Travel  Cother	
Agriculture  Banking & Financial Services  Commercial Banking  Insurance Investing Investment Banking Pooled Investment Fund Other Banking & Financial Services  Business Services  Energy Coal Mining Electric Utilities Energy Conservation Environmental Services	C Biotechnol C Health Ins C Hospitals of Pharmacet C Other Hea  C Manufacturing Real Estate C Commerci C Constructi REITS & I C Residentia	Retaining Ogy  Ogy  Orange  Restaurants  Restaurants  Technology  Iticals  Computers  Computers  Cother Technology  Travel  Computers  Cother Technology  Travel  Cother Technology  Travel  Cother Travel Service  Cother Travel  Cother Travel  Cother Travel  Cother	
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Agriculture  Banking & Financial Services  Commercial Banking  Insurance Investing Investment Banking Pooled Investment Fund Other Banking & Financial Services  Business Services  Energy Coal Mining Electric Utilities Energy Conservation Environmental Services Oil & Gas Other Energy	C Biotechnol C Health Ins C Hospitals of Pharmacet C Other Hea  C Manufacturing Real Estate C Commerci C Constructi REITS & I C Residentia	Retaining Ogy  Ogy  Orange  Restaurants  Restaurants  Technology  Iticals  Computers  Computers  Cother Technology  Travel  Computers  Cother Technology  Travel  Cother Technology  Travel  Cother Travel Service  Cother Travel  Cother Travel  Cother Travel  Cother	
Agriculture  Banking & Financial Services  Commercial Banking  Insurance Investing Investment Banking Pooled Investment Fund Other Banking & Financial Services  Business Services  Energy Coal Mining Electric Utilities Energy Conservation Environmental Services Oil & Gas	C Biotechnol C Health Ins C Hospitals & C Pharmacet C Other Hea  C Manufacturing Real Estate C Constructi C REITS & 1 C Residentia C Other Rea	Retaining Ogy  Ogy  Orange  Restaurants  Restaurants  Technology  Iticals  Computers  Computers  Cother Technology  Travel  Computers  Cother Technology  Travel  Cother Technology  Travel  Cother Travel Service  Cother Travel  Cother Travel  Cother Travel  Cother	
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Agriculture  Banking & Financial Services  Commercial Banking  Insurance Investing Investment Banking Pooled Investment Fund Other Banking & Financial Services  Business Services  Energy Coal Mining Electric Utilities Energy Conservation Environmental Services Oil & Gas Other Energy	C Biotechnol C Health Ins C Hospitals & C Pharmacet C Other Hea  C Manufacturing Real Estate C Constructi C REITS & I C Residentia C Other Rea	Retaining  Orgy  Orgy  Orgy  Orgo  Orgo  Restaurants  Computers  Orgo  Technology  Travel  Orgo  Airlines & Airports  Orgo  Lodging & Convention  Orgo  Other Travel  Orgo  Other Travel  Other Travel  Other Travel  Other Travel  Other Travel  Other  I Estate	
Agriculture  Banking & Financial Services  Commercial Banking  Insurance Investing Investment Banking Pooled Investment Fund Other Banking & Financial Services  Business Services  Energy Coal Mining Electric Utilities Energy Conservation Environmental Services Oil & Gas Other Energy  Structure  No Revenues	C Biotechnol C Health Ins C Hospitals & C Pharmacet C Other Hea  C Manufacturing Real Estate C Commerci C Constructi REITS & I C Residentia C Other Rea	Retaining Ogy  Ogy  Urrance  O Restaurants  E Physicians  Technology  Iticals  O Computers  O Telecommunications  O Other Technology  Travel  O Airlines & Airports  O Lodging & Convention al  O Tourism & Travel Service  Other Travel  I Estate  Other  Other  I Estate	
Agriculture  Banking & Financial Services  Commercial Banking  Insurance Investing Investment Banking Pooled Investment Fund Other Banking & Financial Services  Business Services Energy Coal Mining Electric Utilities Energy Conservation Environmental Services Oil & Gas Other Energy  St. ISSUER Size  Revenue Range No Revenues  S1-\$1,000,000	C Biotechnol C Health Ins C Hospitals & C Pharmacet C Other Hea  C Manufacturing Real Estate C Commerci C Constructi REITS & I C Residentia C Other Rea	Retaining Ogy  Ogy  Urrance  O Restaurants  Technology  Iticals  C Computers  C Telecommunications  O Other Technology  Travel  O Airlines & Airports  C Lodging & Convention  al  O Tourism & Travel Serv  Other Travel  O Other Travel  Estate  O Other  I Estate	

С	Over \$100,000,000	Over \$100,000,000	
0	Decline to Disclose	O Decline to Disclose	
0	Not Applicable	C Not Applicable	
6. I		) and Exclusion(s) Claimed (select al	I that
П	Rule 504(b)(1) (not (i), (ii) or (iii))	Rule 505	
	Rule 504 (b)(1)(i)	Rule 506(b)	
	Rule 504 (b)(1)(ii)	Rule 506(c)	
	Rule 504 (b)(1)(iii)	Securities Act Section 4(a)(5)	
		Investment Company Act Section 3(c)	
<b>7.</b>	Type of Filing		
V	New Notice Date of First Sa	e 2010-04-29 First Sale Yet to Occur	
	Amendment		
8. [	Duration of Offering		
Does	the Issuer intend this offering to la	st more than one year?	
9	Type(s) of Securities	Offered (select all that apply)	
	Pooled Investment Fund	Equity	
70.00	Interests  Fenant-in-Common Securities	Debt	
	Mineral Property Securities	Option, Warrant or Other Right to Acquire Another Security	
	Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Other (describe)	
	•		
10.	Business Combinat	ion Transaction	
	s offering being made in connectio action, such as a merger, acquisition		
Clari	fication of Response (if Necessary)		
11.	Minimum Investme	nt	
Minir	num investment accepted from an	y outside \$ 30000 USD	
12.	Sales Compensation	n	
Recip	pient	Recipient CRD Number	None
На	lcyon Capital Markets, LLC	136974	
(Asso	ociated) Broker or Dealer	None (Associated) Broker or Dealer CRD Number	None
_			

Street Address 1	Street Address 2
11 Fish Cove Road	
City	State/Province/Country ZIP/Postal Code
Meredith	NEW HAMPSHIRE 03253
State(s) of Solicitation	es Foreign/Non-US
13. Offering and Sales Ar	mounts
Total Offering Amount \$ 57500000	USD   Indefinite
Total Amount Sold \$ 94679	USD
Total Remaining to be \$\int 57405321	USD   Indefinite
	<del></del>
Clarification of Response (if Necessary)	la of un to 2 222 222 shows
Total Offering Amount includes the sa of senior common stock (the "Stock") pursuant to the primary offering, and to Stock at \$15.00 per share pursuant to a plan.	at \$15.00 per share up to 500,000 shares of
14. Investors	
14. 1117651015	
do not qualify as accredited inves Number of such non-accredited i offering  Regardless of whether securities	in the offering have been or may be sold accredited investors, enter the total
	The state and check the box payt to the amount of an analysis and check the box payt to the amount
-	375000 USD ✓ Estimate
Finders' Fees \$ 0	V 44.00
Clarification of Response (if Necessary)	
Halcyon Capital Markets,LLC will rec	cieve sale commissions up to 7.0% of the gross offering proceeds up to 3.75% for tasks entitled to selling commissions. Total 5% of gross proceeds
16. Use of Proceeds	
	of the offering that has been or is proposed to be used for payments to sexecutive officers, directors or promoters in response to Item 3 above. nate and check the box next to the amount.
	\$ USD Estimate
Clarification of Response (if Necessary)	
-	

## Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

## **Terms of Submission**

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities
  described and undertaking to furnish them, upon written request, the information furnished to
  offerees
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
GLADSTONE COMMERCIAL CORP	/s/ Danielle Jones	Danielle Jones	Chief Financial Officer	2010-07-19