
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 Earliest Event Reported):

November 28, 2012

Gladstone Commercial Corporation

(Exact name of registrant as specified in its charter)

Maryland

001-33097

020681276

(State or other jurisdiction
of incorporation)

(Commission
File Number)

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

1521 Westbranch Drive, Suite 200, McLean, Virginia

22102

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

703-287-5800

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

[Top of the Form](#)

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

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 Earliest Event Reported): November 27, 2012

Gladstone Commercial Corporation

(Exact name of registrant as specified in its charter)

Maryland 001-33097 020681276

(State or other jurisdiction)

(Commission)

(I.R.S. Employer
of incorporation) File Number) Identification No.)

1521 Westbranch Drive, Suite 200, McLean, Virginia 22102

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: 703-287-5800

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On November 27, 2012, George Stelljes III informed the management of Gladstone Commercial Corporation (the "Company") that he intends to resign as a director and the co-vice chairman, chief investment officer, and assistant secretary of the Company, although no effective date for the resignations has yet been determined. Mr. Stelljes will continue as an officer and director of Gladstone Management Corporation, the Company's investment adviser, after such resignation is effective. Mr. Stelljes will also continue to perform his duties for the Company until his resignation is effective.

Item 7.01. Regulation FD Disclosure.

A copy of the press release announcing Mr. Stelljes' intended resignation is furnished herewith as Exhibit 99.1 to this Current Report on Form 8-K. Pursuant to the rules and regulations of the Securities and Exchange Commission, the information set forth in this Item 7.01 and in the attached exhibit is deemed to be furnished and shall not be deemed to be filed.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits – The following exhibit is being furnished with this Current Report on Form 8-K.

Exhibit 99.1 – Press Release dated November 28, 2012.

SIGNATURES

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

Gladstone Commercial Corporation

Name: Danielle Jones
Title: Chief Financial Officer & Treasurer

EXHIBIT INDEX

Exhibit No. Description

99.1 Press Release issued by Gladstone Commercial Corporation on November 28, 2012.

SIGNATURES

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

Gladstone Commercial Corporation

November 28, 2012

By: *David Watson*

Name: David Watson

Title: Chief Financial Officer & Treasurer

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by Gladstone Commercial Corporation on November 28, 2012



Gladstone Commercial Corporation Announces George “Chip” Stelljes III Intention to Resign as Officer and Director

McLean, VA, November 28, 2012: Gladstone Commercial Corporation and Gladstone Management Corporation, the investment adviser to the Gladstone Funds (Gladstone Investment Corporation (NASDAQ: GAIN), Gladstone Commercial Corporation (NASDAQ: GOOD), and Gladstone Capital Corporation (NASDAQ: GLAD)), announced today that Mr. George “Chip” Stelljes III notified the management of the Gladstone Funds of his intention to resign as an officer and director of each of the funds to devote his efforts to creating and managing new investment vehicles for the Gladstone family of companies. No effective date for the resignations have been set but the transition should commence in the very near future.

Mr. Stelljes currently serves as a director and an officer of each of the Gladstone Funds. Mr. Stelljes serves as co-vice chairman, chief investment officer and assistant secretary of Gladstone Investment, co-vice chairman, chief investment officer and assistant secretary of Gladstone Commercial, and president, chief investment officer and assistant secretary of Gladstone Capital. In April 2008, Mr. Stelljes turned over the presidency of Gladstone Investment to the fund’s current president, David Dullum. In June 2012, Mr. Stelljes was succeeded as the president of Gladstone Commercial by the current president, Robert Cutlip. In anticipation of Mr. Stelljes resigning as president of Gladstone Capital, management has begun a search for his replacement.

After Mr. Stelljes steps down from the Gladstone Funds, he will continue to perform his duties as an officer and director of Gladstone Management. In maintaining his position at Gladstone Management, Mr. Stelljes will primarily devote most of his time to new initiatives but will be available to assist in the management of the funds’ portfolio companies, as needed.

Gladstone Commercial Corporation is a real estate investment trust (“REIT”) that invests in and owns net leased industrial, commercial and retail real property and selectively makes long-term industrial and commercial mortgage loans. The Company currently owns 74 properties. Including payments through May 2012, the Company has paid 89 consecutive monthly cash distributions on its common stock. Prior to paying distributions on a monthly basis, the Company paid five consecutive quarterly cash distributions. The Company has paid 77 consecutive monthly cash distributions on its Series A preferred stock, 68 consecutive monthly cash distributions on its Series B preferred stock and 25 consecutive monthly cash distributions on its Senior Common Stock. The Company has never skipped, reduced or deferred a monthly distribution since inception, over eight years ago. Additional information can be found at www.gladstonecommercial.com.

For Investor Relations inquiries related to any of the monthly dividend paying Gladstone funds, please visit www.gladstone.com.

Source: Gladstone Commercial Corporation: +1-703-287-5893