FORM 4	4
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Check this box if no
longer subject to
Section 16. Form 4 or
Form 5 obligations
may continue. See
Instruction 1(b).

(Print or Type Perponses)

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)											
1. Name and Address of Reporting P Reilly John	2. Issuer Name ar GLADSTONE [GOODN]					5. Relationship of Reporting Perso (Check all appli _X_Director					
(Last) (First) 1521 WESTBRANCH DRIV	3. Date of Earliest 7 08/12/2013	Transactio	n (Mo	onth/Day/	Year)						
(Street) MCLEAN, VA 22102	4. If Amendment, I	Date Origir	al Fi	led(Month/I	Day/Year	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State)	(Zip)	Tal	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)			ction	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form:	Beneficial	
		(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		Ownership (Instr. 4)	
7.125 Series C Cumulative Term Preferred Stock	08/12/2013		Р		217	А	\$ 25.6	12,817	D		
7.125 Series C Cumulative Term Preferred Stock	08/12/2013		Р		300	А	\$ 25.61	13,117	D		
7.125 Series C Cumulative Term Preferred Stock	08/12/2013		Р		414	А	\$ 25.62	13,531	D		
7.125 Series C Cumulative Term Preferred Stock	08/12/2013		Р		169	А	\$ 25.63	13,700	D		
7.125 Series C Cumulative Term Preferred Stock	08/12/2013		Р		780	А	\$ 25.65	14,480	D		
7.125 Series C Cumulative Term Preferred Stock	08/13/2013		Р		2,400	А	\$ 25.65	16,880	D		
7.125 Series C Cumulative Term Preferred Stock								2,700 (1)	Ι	By daughter	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

-	(e.g., puts, calls, warrants, options, convertible securities)														
1. Title of	2.	3. Transaction	3A. Deemed	4.		5.		6. Date Exer	cisable	7. Tit	le and	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transactio	on	Numl	ber	and Expirati	on Date	Amo	unt of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		of		(Month/Day	/Year)	Unde	rlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Deriv	ative			Secur	rities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Secur	ities			(Instr	. 3 and		Owned	Security:	(Instr. 4)
	Security					Acqu	ired			4)			Following	Direct (D)	
						(A) o	r						Reported	or Indirect	
						Dispo	osed						Transaction(s)	(I)	
						of (D	)						(Instr. 4)	(Instr. 4)	
						(Instr	. 3,								
						4, and 5)									
											Amount				
								D (	<b>.</b>		or				
									Expiration	Title	Number				
								Exercisable	Date		of				
				Code	V	(A)	(D)				Shares				

## **Reporting Owners**

Reporting Owner Name / Address

Relationships

	Director	10% Owner	Officer	Other
Reilly John 1521 WESTBRANCH DRIVE, SUITE 200 MCLEAN, VA 22102	х			

## **Signatures**

 Michael LiCalsi, Attorney-in-fact
 08/14/2013

 ----Signature of Reporting Person
 Date

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Mr. Reilly disclaims beneficial ownership of all such 2,700 shares and this report shall not be deemed an admission that Mr. Reilly is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.