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

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**ANNUAL AUDITED REPORT
 FORM X-17A-5
 PART III**

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FACING PAGE
**Information Required of Brokers and Dealers Pursuant to Section 17 of the
 Securities Exchange Act of 1934 and Rule 17a-5 Thereunder**

REPORT FOR THE PERIOD BEGINNING 01/01/02 AND ENDING 12/31/02
 MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: Gladowsky Capital Management Corp.

OFFICIAL USE ONLY
 FIRM I.D. NO.

ADDRESS OF PRINCIPAL PLACE OF BUSINESS. (Do not use P.O. Box No.)

80 Cuttermill Road

(No. and Street)

Great Neck

(City)

NY

(State)

11021

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

Barry Gladowsky

(631) 360-0902

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

Eichler Bergsman and Co., LLP

(Name - if individual, state last, first, middle name)

404 Park Avenue South, Suite 700 New York

(Address)

(City)

NY

(State)

10016

(Zip Code)

CHECK ONE:

- Certified Public Accountant
- Public Accountant
- Accountant not resident in United States or any of its possessions.

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 FINANCIAL

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*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption See Section 240 17a-5(e)(2)

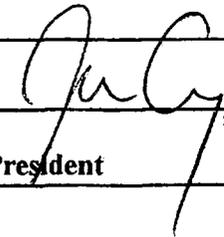
SEC 1410 (06-02)

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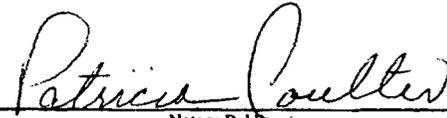
OATH OR AFFIRMATION

I, Jason Gladowsky, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Gladowsky Capital Management Corp., as of December 31, 2002, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:



Signature
President

Title



Notary Public

PATRICIA COULTER
Notary Public, State of New York
No. 01CO5836350
Qualified in Nassau County
Commission Expires August 31, 2006

This report** contains (check all applicable boxes):

- (a) Facing page.
- (b) Statement of Financial Condition.
- (c) Statement of ~~Income~~ ~~Loss~~ Operations
- (d) Statement of ~~Changes in Financial Condition~~ Cash Flows
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietor's Capital.
- (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital
- (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- (i) Information Relating to the Possession or control Requirements Under Rule 15c3-3.
- (j) A Reconciliation, including appropriate explanation, of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- (l) An Oath or Affirmation.
- (m) A copy of the SIPC Supplemental Report.
- (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.
- (o) Supplemental Report of Independent Auditors on Internal Control required by SEC Rule 17a-5

**For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

GLADOWSKY CAPITAL MANAGEMENT CORP.

DECEMBER 31, 2002

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Eichler Bergsman & Co., LLP
Certified Public Accountants

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Gilbert Bergsman
Maurice Berkower
Paul Eichler
Michael E. Silverman

Roger D. Lorence, LLM

**SUPPLEMENTAL REPORT OF INDEPENDENT AUDITORS ON
INTERNAL CONTROL REQUIRED BY SEC RULE 17a-5**

To the Stockholder
and Board of Directors of
Gladowsky Capital Management Corp.

In planning and performing our audit of the financial statements and supplemental schedules of Gladowsky Capital Management Corp., (the "Company"), for the year ended December 31, 2002, we considered its internal control, including control activities for safeguarding securities, in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on internal control.

Also, as required by Rule 17a-5(g)(1) of the Securities and Exchange Commission ("SEC"), we have made a study of the practices and procedures followed by the Company including tests of such practices and procedures that we considered relevant to the objectives stated in Rule 17a-5(g) in making the periodic computations of aggregate indebtedness and net capital under rule 17a-3(a)(11) and for determining compliance with the exemptive provisions of rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following:

1. Making quarterly securities examinations, counts, verifications, and comparisons
2. Recordation of differences required by rule 17a-13
3. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System.

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve

the SEC's above-mentioned objectives. Two of the objectives of internal control and the practices and procedures are to provide management with reasonable but not absolute assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements in accordance with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in internal control or the practices and procedures referred to above, error or fraud may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

Our consideration of internal control would not necessarily disclose all matters in internal control that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of the specific internal control components does not reduce to a relatively low level the risk that error or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving internal control, including control activities for safeguarding securities, that we consider to be material weaknesses as defined above.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures were adequate at December 31, 2002, to meet the SEC's objectives.

This report is intended solely for the information and use of the Board of Directors, management, the Securities and Exchange Commission, the National Association of Securities Dealers, and other regulatory agencies that rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and is not intended to be and should not be used by anyone other than these specified parties.

Eichler Bergsman & Co., LLP

New York, New York
February 19, 2003



Eichler Bergsman & Co., LLP
Certified Public Accountants

404 Park Avenue South • New York, New York 10016

Tel 212•447•9001 Fax 212•447•9006

Gilbert Bergsman
Maurice Berkower
Paul Eichler
Michael E. Silverman

Roger D. Lorence, LLM

INDEPENDENT AUDITORS' REPORT

To the Stockholders and
Board of Directors of
Gladowsky Capital Management Corp.
Great Neck, New York 11021

We have audited the accompanying statement of financial condition of Gladowsky Capital Management Corp. as of December 31, 2002, and the related statements of operations, changes in stockholders' equity, and cash flows for the year then ended that you are filing pursuant to rule 17a-5 under the Securities Exchange Act of 1934. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Gladowsky Capital Management Corp. as of December 31, 2002, and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained on pages 9 - 10 is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by Rule 17a-5 under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements, and in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Eichler Bergsman & Co., LLP

New York, New York
February 19, 2003

GLADOWSKY CAPITAL MANAGEMENT CORP.
STATEMENT OF FINANCIAL CONDITION
DECEMBER 31, 2002

ASSETS

Cash and cash equivalents (Note 1)	\$ 1,588
Deposits with and amounts due from clearing broker (Note 2)	51,113
Marketable securities at market value (cost \$13,000)	10,000
Furniture, equipment, and leasehold improvements at cost, less accumulated depreciation of \$64,438 (Note 1)	29,068
Other assets	<u>27,856</u>
Total assets	<u>\$ 119,625</u>

LIABILITIES AND STOCKHOLDERS' EQUITY

Liabilities:	
Accounts payable and accrued expenses	\$ <u>6,106</u>
Commitments and contingencies (Notes 4 and 5)	
Stockholders' equity (Note 3)	
Common stock, no par value, 200 shares authorized, issued, and outstanding	20,000
Additional paid-in capital	239,570
Deficit	<u>(146,051)</u>
Total stockholders' equity	<u>113,519</u>
Total liabilities and stockholders' equity	<u>\$ 119,625</u>

The accompanying notes are an integral part of these financial statements.

GLADOWSKY CAPITAL MANAGEMENT CORP.
STATEMENT OF OPERATIONS
FOR THE YEAR ENDED DECEMBER 31, 2002

Income:	
Investment advisory fees (Note 1)	\$ 655,200
Commission income (Note 1)	484,364
Other income	63,617
Interest income	<u>1,188</u>
Total income	<u>1,204,369</u>
Expenses:	
Salaries - officers	415,012
Salaries - other	256,737
Payroll taxes and employee benefits	66,106
Money manager fees	222,321
Rent	48,000
Clearing costs	42,233
Communication and telephone	25,690
Office expense	12,205
Insurance	9,170
Computer expenses	25,168
Depreciation and amortization expense	22,824
Professional fees	8,970
Registrations, licenses, and fees	14,442
Subscriptions	6,595
Travel expenses	6,325
Miscellaneous expenses	<u>58,423</u>
Total expenses	<u>1,240,221</u>
Net loss	<u>\$ (35,852)</u>

The accompanying notes are an integral part of these financial statements.

GLADOWSKY CAPITAL MANAGEMENT CORP.
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2002

Cash flows from operating activities:	
Net loss	<u>\$ (35,852)</u>
Adjustments to reconcile net loss to net cash used in operating activities:	
Depreciation and amortization	22,824
Increase in marketable securities	(10,000)
Decrease in other assets	7,394
Decrease in deposit with clearing broker	1,877
Decrease in accounts payable and accrued expenses	<u>(2,064)</u>
Total adjustments	<u>20,031</u>
Net cash used in operating activities	<u>(15,821)</u>
Net cash used for investment expenditures:	
Purchases of fixed assets	<u>(2,407)</u>
Net decrease in cash	(18,228)
Cash and cash equivalents - beginning of year	<u>19,816</u>
Cash and cash equivalents - end of year	<u>\$ 1,588</u>

The accompanying notes are an integral part of these financial statements.

GLADOWSKY CAPITAL MANAGEMENT CORP.
 STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY
 FOR THE YEAR ENDED DECEMBER 31, 2002

	Common Stock Shares	Common Stock Amount	Additional Paid-in Capital	Retained Earnings (Deficit)	Total Stockholders' Equity
Balance at January 1, 2002	200	\$ 20,000	\$ 239,570	\$ (110,199)	\$ 149,371
Net loss	-	-	-	(35,852)	(35,852)
Balance at December 31, 2002	<u>200</u>	<u>\$ 20,000</u>	<u>\$ 239,570</u>	<u>\$ (146,051)</u>	<u>\$ 113,519</u>

The accompanying notes are an integral part of these financial statements.

GLADOWSKY CAPITAL MANAGEMENT CORP.
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2002

NOTE 1 – ORGANIZATION AND SUMMARY
OF SIGNIFICANT ACCOUNTING POLICIES

Organization and Operations

Gladowsky Capital Management Corp. (the “Company”) is a registered broker-dealer and a member of the National Association of Security Dealers, Inc. The Company provides investment advisory services and introduces its customers to its clearing broker, Pershing Division of Donaldson, Lufkin & Jenrette Securities Corporation, on a fully disclosed basis. The Company is exempt from the requirements of Securities and Exchange Commission Rule 15c3-3 under paragraph K(2)(ii).

Commissions and Investment Advisory Income

Commission revenue and related expenses are recorded on a trade date basis.

Investment advisory fees are received quarterly, but are recognized as earned on a pro rata basis over the term of the contract.

Estimates

The preparation of the financial statements in conformity with generally accepted accounting principles in the United States of America, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statement. Actual results could differ from those estimates.

Income Taxes

The Company, with the consent of its stockholders, has elected to be taxed as an S corporation as provided for by the Internal Revenue Code and New York State. Under S corporation status, the Company’s net income/loss is taxed to its shareholders.

GLADOWSKY CAPITAL MANAGEMENT CORP.
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2002

NOTE 1 – ORGANIZATION AND SUMMARY OF
SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Furniture, Equipment, and Leasehold Improvements

Furniture, equipment, and leasehold improvements are carried at cost. Depreciation is provided using both accelerated methods and straight-line methods, based on an estimated useful life of five to seven years.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Company has defined cash and cash equivalents as highly liquid investments, with original maturities of less than ninety days.

Marketable Securities

The Company owns 1,000 shares of The NASDAQ Stock Market, Inc. The Company carries the security at market value, the closing price at year-end.

NOTE 2 – DEPOSITS WITH AND AMOUNTS
DUE FROM CLEARING BROKER

Deposits with and amounts due from clearing broker includes the following:

Escrow deposit	\$ 50,000
Commissions receivable	<u>1,113</u>
	<u>\$ 51,113</u>

NOTE 3 – NET CAPITAL REQUIREMENT

As a registered broker-dealer and member organization of the National Association of Security Dealers, Inc. the Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule 15c3-1, which requires that the Company maintain minimum net capital as defined of 6 $\frac{2}{3}$ % of aggregate indebtedness, or \$5,000 whichever is greater. At December 31, 2002, the Company had a net capital of \$55,059, which exceeded the required amount of \$5,000 by \$50,059.

GLADOWSKY CAPITAL MANAGEMENT CORP.
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2002

NOTE 4 – COMMITMENTS

The company leases its office facility under the terms of an operating lease, which expires September 30, 2003 and is subject to escalation clauses. Approximate future minimum lease payments under this operating lease, at December 31, 2002 are as follows:

<u>Year Ending</u> <u>December 31,</u>	<u>Amount</u>
2003	<u>\$ 36,000</u>

NOTE 5 – FINANCIAL INSTRUMENTS
WITH OFF-BALANCE-SHEET RISK

In the normal course of business, the Company executes, as agent, transactions on behalf of customers through its clearing broker. If the agency transactions do not settle because of failure to perform by the customer, the Company may be obligated to discharge the obligation of the customer and, as a result, may incur a loss if the market value of the security fluctuates, to the detriment of the Company.

The Company does not anticipate nonperformance by customers. The Company's policy is to monitor its market exposure and risk. In addition, the Company has a policy of reviewing, as considered necessary, the credit standing of each customer with which it conducts business.

NOTE 6 – EMPLOYEE BENEFIT PLANS

The Company has a retirement plan for the benefit of all eligible full-time employees who have at least one year of service and are at least 21 years of age. The plan provides for an annual contribution by the Company, at the discretion of the shareholders. The contribution is limited to 3% of eligible salaries or 100% of the contribution made by the employee. Contributions by the Company to the plan for the year were \$14,075.

GLADOWSKY CAPITAL MANAGEMENT CORP.
 COMPUTATION OF NET CAPITAL PURSUANT TO
 UNIFORM NET CAPITAL RULE 15c3-1

DECEMBER 31, 2002

Computation of net capital:	
Stockholders' equity	\$ 113,519
Deductions and charges:	
Non-allowable assets	<u>56,924</u>
Net capital before haircuts	<u>56,595</u>
Haircuts on marketable securities	1,500
Haircuts on money market fund	<u>36</u>
Total haircuts	<u>1,536</u>
Net capital	55,059
Minimum capital requirement - the greater of	
6 2/3% of aggregate indebtedness	
of \$6,106 or \$5,000	<u>5,000</u>
Excess net capital	<u>\$ 50,059</u>
Ratio of aggregate indebtedness to net capital	<u>.11 to 1</u>
Aggregate indebtedness - accounts payable and accrued expenses	<u>\$ 6,106</u>

There were no material differences between the above computation and the corresponding unaudited Form X-17A-5 Part IIA filing for December 31, 2002 except for year end audit adjustments totaling \$9,613.

GLADOWSKY CAPITAL MANAGEMENT CORP.

STATEMENT REGARDING SEC RULE 15c3-3
DECEMBER 31, 2002

The Company is exempt from the requirements of Rule 15c3-3 of the Securities and Exchange Commission, under Section (k)(2)(ii) of that Rule.