

Builders FirstSource, Inc.

Form 4

January 25, 2010

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
CHRISTOPHE CLEVELAND A

(Last) (First) (Middle)

**2001 BRYAN STREET, SUITE
1600**

(Street)

DALLAS, TX 75201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol**Builders FirstSource, Inc. [BLDR]**3. Date of Earliest Transaction
(Month/Day/Year)**01/21/2010**4. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.01 per share	01/21/2010		X	42,042 (1)	A \$ 68,137 3.5	D	
Common Stock, par value \$0.01 per share	01/21/2010		X	26,936 (2)	A \$ 95,073 3.5	D	

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

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information contained in this form are not
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SEC 1474
(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Subscription Rights (right to buy)	\$ 3.5	01/21/2010		X		42,042		12/15/2009	01/14/2010	Common Stock, par value \$0.01 per share	42,042

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CHRISTOPHE CLEVELAND A 2001 BRYAN STREET SUITE 1600 DALLAS, TX 75201	X

Signatures

/s/ Donald F. McAleenan, by power of attorney 01/25/2010

**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) These shares of common stock, par value \$0.01 per share, of Builders FirstSource, Inc. (the "Company") were purchased upon the exercise of basic subscription rights (the "Basic Subscription Rights"), issued pro rata to holders of the Company's common stock as of the close of business on December 14, 2009, to purchase shares of the Company's common stock at a subscription price of \$3.50 per share.
- (2) These shares of common stock, par value \$0.01 per share, of the Company were purchased upon the exercise of over-subscription rights available to holders of the Company's common stock who fully exercised their Basic Subscription Rights.

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

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