

KENT BRADLEY R
Form 4
January 19, 2010

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
STADIUM CAPITAL
MANAGEMENT LLC

(Last) (First) (Middle)

19785 VILLAGE OFFICE
COURT, STE 101

(Street)

BEND, OR 97702

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Builders FirstSource, Inc. [BLDRR]

3. Date of Earliest Transaction (Month/Day/Year)

01/14/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

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

___ Form filed by One Reporting Person
X 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 01/14/2010 | | X | Amount A | 8,604,529 \$ 3.5 | 13,971,669 I | See Notes |

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.

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(9-02)

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

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| 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 of Underlying Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|-------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | A N S |
| Subscription Rights (right to buy) | \$ 3.5 | 01/14/2010 | | X | | 8,604,529 | 12/14/2009 01/14/2010 | Common Stock | 8 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| STADIUM CAPITAL MANAGEMENT LLC 19785 VILLAGE OFFICE COURT STE 101 BEND, OR 97702 | | X | | |
| KENT BRADLEY R 19785 VILLAGE OFFICE COURT STE 101 BEND, OR 97702 | | X | | |
| SEAVER ALEXANDER M 19785 VILLAGE OFFICE COURT STE 101 BEND, OR 97702 | | X | | |

Signatures

| | |
|--|------------|
| Stadium Capital Management, LLC by Bradley R. Kent, Manager | 01/14/2010 |
| ___Signature of Reporting Person | Date |
| Bradley R. Kent | 01/14/2010 |
| ___Signature of Reporting Person | Date |
| Alexander M. Seaver | 01/14/2010 |
| ___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).

Remarks:

1.
The securities reported as beneficially owned by Stadium Capital Management, LLC ("SCM"), Bradley R. Kent (?Kent?) and

2.

SCM, Kent and Seaver disclaim membership in a group, within the meaning of Rule 13d-5(b) and Rule 16a-1(a)(1) under the

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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