

Builders FirstSource, Inc.
Form 4
May 27, 2008

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 *
MCALEENAN DONALD F

(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)

05/22/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

SVP & General Counsel

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
			Code	V	Amount	(D)	Price

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

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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 Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	(A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 18	05/22/2008		D				28,600	<u>(1)</u>	02/27/2017	Common Stock	28,600
Employee Stock Option (right to buy)	\$ 23.87	05/22/2008		D				57,100	<u>(3)</u>	02/14/2016	Common Stock	57,100
Employee Stock Option (right to buy)	\$ 7.15	05/22/2008		A				85,700	<u>(4)</u>	05/22/2018	Common Stock	85,700

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCALLENAN DONALD F 2001 BRYAN STREET SUITE 1600 DALLAS, TX 75201			SVP & General Counsel	

Signatures

/s/ Donald F.
McAleenan 05/23/2008

____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) Employee stock options granted pursuant to the Corporation's 2005 Equity Incentive Plan. The options vest in 33.3% increments on each of February 27, 2008-2010.
On May 22, 2008, pursuant to the Corporation's option exchange offer, the Corporation cancelled all options held by the reporting person that had an exercise price equal to or greater than \$17.90 per share. In exchange, the reporting person received a replacement option on May 22, 2008 for the same number of shares with an exercise price equal to the market price of the underlying stock on the date of grant.
- (3) Employee stock options granted pursuant to the Corporation's 2005 Equity Incentive Plan. The options vest in 33.3% increments on each of February 14, 2007-2009.

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- (4) Employee stock options granted pursuant to the Corporation's 2005 Equity Incentive Plan. The options vest in 33.3% increments on each of February 26, 2009-2011.

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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