

KENT BRADLEY R  
Form 4  
January 04, 2010

**FORM 4**

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

OMB APPROVAL

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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).

**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)

12/30/2009

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 Beneficial Ownership (Instr. 4)
				(A) or (D)	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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**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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Subscription Rights (right to buy)	\$ 3.5	12/30/2009	S		12/14/2009	01/14/2010	Common Stock	100		

## 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 C/O STADIUM CAPITAL MANAGEMENT, LLC 19785 VILLAGE OFFICE COURT, SUITE 101 BEND, OR 97702			X	
SEAVER ALEXANDER M C/O STADIUM CAPITAL MANAGEMENT, LLC 19785 VILLAGE OFFICE COURT, SUITE 101 BEND, OR 97702			X	

## Signatures

Stadium Capital Management, LLC by Bradley R. Kent, Manager	01/04/2010
**Signature of Reporting Person	Date
Bradley R. Kent	01/04/2010
**Signature of Reporting Person	Date
Alexander M. Seaver	01/04/2010
**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) The securities reported as beneficially owned by Stadium Capital Management, LLC ("SCM"), Bradley R. Kent ("Kent") and Alexander M. Seaver ("Seaver") on this Form 4 include securities also beneficially owned by investment advisory clients of SCM, including

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investment limited partnerships (the "Funds") of which SCM is the general partner and investment adviser. Kent and Seaver are the Managers of SCM.

- (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 Securities Exchange Act of 1934, as amended, with any other person. These securities are held directly by such investment advisory clients, including the Funds, for the benefit of such clients and the investors in those Funds. SCM, Kent and Seaver disclaim beneficial ownership of such securities, except to the extent of their pecuniary interest therein.

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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