

Builders FirstSource, Inc.

Form 3

March 01, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

JLL PARTNERS FUND V LP

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

02/27/2006

3. Issuer Name and Ticker or Trading Symbol

Builders FirstSource, Inc. [BLDR]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

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

450 LEXINGTON AVE, SUITE 3350

(Street)

NEW YORK, NY 10017

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock, par value \$0.01 per share

8,652,551.5 ⁽¹⁾

I

By Building Products, LLC ⁽²⁾

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)
Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JLL PARTNERS FUND V LP 450 LEXINGTON AVE, SUITE 3350 NEW YORK, NY 10017	Â	Â X	Â	Â
JLL Associates V, L.P. 450 LEXINGTON AVE, SUITE 3350 NEW YORK, NY 10017	Â	Â X	Â	Â
JLL Associates G.P. V, L.L.C. 450 LEXINGTON AVE, SUITE 3350 NEW YORK, NY 10017	Â	Â X	Â	Â

Signatures

JLL Partners Fund V, L.P. By JLL Associates V, L.P., its general partner; By JLL Associates G.P. V, L.L.C., its general partner; /s/ Paul S. Levy, Managing Member of JLL Associates G.P. V, L.L.C. 03/01/2006

__Signature of Reporting Person Date

By JLL Associates G.P. V, L.L.C., its general partner; /s/ Paul S. Levy, Managing Member of JLL Associates G.P. V, L.L.C. 03/01/2006

__Signature of Reporting Person Date

/s/ Paul S. Levy, Managing Member of JLL Associates G.P. V, L.L.C. 03/01/2006

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 reporting persons disclaim beneficial ownership of these securities, and this report shall not be deemed an admission that any of the reporting persons is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
JLL Partners Fund V, L.P., indirectly beneficially owns 8,652,551.5 shares of common stock, par value \$0.01 per share, of Builders FirstSource, Inc. through Building Products, LLC. JLL Associates V, L.P., is the general partner of JLL Partners Fund V, L.P. JLL Associates G.P. V, L.L.C. is the general partner of JLL Associates V, L.P.
- (2)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.