

Goforth Howard D
 Form 4
 February 20, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
 Goforth Howard D

(Last) (First) (Middle)
 BLUELINX CORPORATION, 4300
 WILDWOOD PARKWAY
 (Street)

ATLANTA, GA 30339

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 BlueLinx Holdings Inc. [BXC]

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/18/2008

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)
 Treasurer & CFO

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or (D) Price | | |
| Common Stock | 02/18/2008 | | A | | 60,000 (1) | A | (2) 60,000 D |
| Common Stock | 02/18/2008 | | A | | 40,000 (3) | A | (2) 100,000 D |
| Common Stock | 02/19/2008 | | P | | 4,000 | A | \$ 5 104,000 D |
| Common Stock | 02/19/2008 | | P | | 1,400 | A | \$ 5.02 105,400 D |
| Common Stock | 02/19/2008 | | P | | 1,100 | A | \$ 4.88 106,500 D |

Edgar Filing: Goforth Howard D - Form 4

| | | | | | | | |
|--------------|------------|---|-------|---|---------|------------------------|---|
| Common Stock | 02/19/2008 | P | 1,000 | A | \$ 5.03 | 107,500 | D |
| Common Stock | 02/19/2008 | P | 600 | A | \$ 5.1 | 108,100 | D |
| Common Stock | 02/19/2008 | P | 500 | A | \$ 5.08 | 108,600 | D |
| Common Stock | 02/19/2008 | P | 400 | A | \$ 5.01 | 109,000 | D |
| Common Stock | 02/19/2008 | P | 300 | A | \$ 5.09 | 109,300 | D |
| Common Stock | 02/19/2008 | P | 200 | A | \$ 5.12 | 109,500 | D |
| Common Stock | 02/19/2008 | P | 200 | A | \$ 5.04 | 109,700 | D |
| Common Stock | 02/19/2008 | P | 200 | A | \$ 5.07 | 109,900 | D |
| Common Stock | 02/19/2008 | P | 100 | A | \$ 5.06 | 110,000 ⁽⁴⁾ | D |

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.

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 (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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Goforth Howard D BLUELINX CORPORATION 4300 WILDWOOD PARKWAY ATLANTA, GA 30339 | | | Treasurer & CFO | |

Signatures

/s/ Matthew R. Nozemack,
Attorney-in-Fact

02/20/2008

__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) This common stock will vest three years from the date of grant.
- (2) Not applicable.
- (3) This common stock will vest five years from the date of grant, subject to accelerated vesting upon the achievement of certain stock price targets.
- (4) Certain of these shares of common stock are subject to vesting based on certain time and performance requirements.

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.