PAYNE WILLIAM R

Form 4

February 02, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

Other (specify

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obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PAYNE WILLIAM R Issuer Symbol UNIVERSAL FOREST PRODUCTS INC [UFPI]

(Check all applicable) X_ Director 10% Owner

(Month/Day/Year) 2801 EAST BELTLINE NE 02/01/2011

(Middle)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

3. Date of Earliest Transaction

6. Individual or Joint/Group Filing(Check

Applicable Line)

below)

Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting Person

GRAND RAPIDS, MI 49525

(State)

(First)

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	ispose 4 and (A) or	d of (D)	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)
Common Stock	02/01/2011		A	400	A	\$ 38.21	1,000	D	
Common Stock	02/01/2011		A	1,000 (1)	A	\$ 38.21	3,029	I	Def. Comp. Interest

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 (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transac Code (Instr. 8	ection (8)	5. Numof Deriva Securi Acquii (A) or Dispos of (D) (Instr. and 5)	ntive ties red sed 3, 4,	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)
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Def. St. Unit	(2)	02/01/2011	A(3)	V	463		<u>(4)</u>	<u>(4)</u>	Common Stock	463	\$ 38.2

Reporting Owners

Reporting Owner Name / Address	Relationships							
rg	Director	10% Owner	Officer Other					
PAYNE WILLIAM R 2801 EAST BELTLINE NE GRAND RAPIDS, MI 49525	X							

Signatures

/s/ Christina A. Holderman, as Attorney in Fact for William R.
Payne

02/01/2011

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

issuable to the reporting person until subsequent retirement, death or disability.

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Represents grant of shares of restricted stock. The shares vest on the fifth anniversary of the grant date, subject to earlier vesting upon death, disability or retirement. Half of the shares are deliverable to the reporting person upon vesting; the balance of the shares are not
- (**2**) 1-for-1
- (3) Units credited as part of Director Retainer Stock Plan.
- (4) Shares issuable upon termination of service as a director.

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.

Reporting Owners 2