Dalton David
Form 3
January 18, 2006

# FORM 3

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

OMB APPROVAL

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|---|---|
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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 *
Â Dalton David
(Last) (First) (Middle)

BLUELINX CORPORATION,Â 4300 WILDWOOD PARKWAY
(Street)

ATLANTA,Â GAÂ 30339
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
01/17/2006

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

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
Senior Vice President - West

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

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 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) |
|---|---|---|---|

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

SEC 1473 (7-02)

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### 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) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|---|---|---|---|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | | | |

| | | | | Shares | | or Indirect (I) (Instr. 5) | |
|---|---|---|---|---|---|---|---|
| Employee Stock Option (right to buy) (1) | Â (2) | Â (3) | Common Stock | 22,000 | $ 3.75 | D | Â |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| Dalton David<br>BLUELINX CORPORATION<br>4300 WILDWOOD PARKWAY<br>ATLANTA,Â GAÂ 30339 | Â | Â | Â Senior Vice President - West | Â |

# Signatures

| /s/ David Dalton | 01/17/2006 |
|---|---|
| **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)** These stock options are granted pursuant to the terms of the BlueLinx Holdings Inc. Equity Incentive Plan.

**(2)** Seventy percent of the options granted to Mr. Dalton will vest on the first, second and third anniversary of the grant date of August 30, 2004 in the proportion of 34%, 33% and 33%, respectively. The remaining thirty percent of his options will vest in equal amounts on December 31 following each of the first, second, third and forth anniversary of the date of grant, provided that certain performance targets established by the Company's board or compensation committee are attained.

**(3)** Options expire on March 15th of the calendar year following the year during which they vest.

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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