

MADDOX KENNETH W
Form 4
March 24, 2006

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 *
MADDOX KENNETH W

2. Issuer Name and Ticker or Trading Symbol
NCI BUILDING SYSTEMS INC
[NCS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
03/22/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Exec. V.P., Administration

10943 NORTH SAM HOUSTON
PARKWAY WEST

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

HOUSTON, TX 77064

(City) (State) (Zip)

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		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	(A) or (D)			
Common Stock, \$0.01 par value	03/22/2006		M		4,701	A	\$ 15.15	4,701	D
Common Stock, \$0.01 par value	03/22/2006		S		500	D	\$ 58.7	4,201	D
Common Stock, \$0.01 par	03/22/2006		S		500	D	\$ 58.8	3,701	D

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value

Common Stock, \$0.01 par value	03/22/2006	S	500	D	\$ 58.9	3,201	D
Common Stock, \$0.01 par value	03/22/2006	S	300	D	\$ 58.93	2,901	D
Common Stock, \$0.01 par value	03/22/2006	S	200	D	\$ 58.94	2,701	D
Common Stock, \$0.01 par value	03/22/2006	S	2,000	D	\$ 59	701	D
Common Stock, \$0.01 par value	03/22/2006	S	201	D	\$ 59.01	500	D
Common Stock, \$0.01 par value	03/22/2006	S	500	D	\$ 59.05	0	D

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

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(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. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title

Options to purchase common stock	\$ 15.15	03/22/2006	M	4,701	12/15/2005	12/15/2011	Common Stock, \$0.01 par value	4,701
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MADDOX KENNETH W 10943 NORTH SAM HOUSTON PARKWAY WEST HOUSTON, TX 77064			Exec. V.P., Administration	

Signatures

Frances R. Powell (by power of attorney)	03/24/2006
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**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).

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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