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MCPHERSON ROBERT C III

Form 3 April 09, 2010

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, response... 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 *

À MCPHERSON ROBERT C Ш

(Last) (First) (Middle)

C/O METALS USA HOLDINGS CORP.. 2400 E.

COMMERCIAL BLVD., SUITE 905

(Street)

FORT LAUDERDALE, Â FLÂ 33308

(City) (State) (Zip)

1. Title of Security

(Instr. 4)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Statement

(Month/Day/Year) 04/08/2010

4. Relationship of Reporting

Person(s) to Issuer

Metals USA Holdings Corp. [MUSA]

(Check all applicable)

Director _ 10% Owner _X__ Officer _Other (give title below) (specify below)

SVP and CFO

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting

5. If Amendment, Date Original

Filed(Month/Day/Year)

Person

Form filed by More than One

Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

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

3. Ownership Form:

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

Direct (D) or Indirect (I) (Instr. 5)

SEC 1473 (7-02)

Â Common Stock, par value \$0.01 per share D 126,537

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

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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**

3. Title and Amount of Securities Underlying

5. Conversion Ownership

6. Nature of Indirect Beneficial Ownership

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	(Month/Day/Year)		Derivative Security (Instr. 4)		or Exercise Price of Derivative	Form of Derivative Security:	(Instr. 5)
	Date Exercisable	Expiration e Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Options	(1)	11/30/2015	Common Stock	18,862	\$ 2.3	D	Â

Reporting Owners

Reporting Owner Name / Address		Relationships 10% Owner Officer \$\hat{A}\$ SVP \$\hat{A}\$ and		
	Director	10% Owner	Officer	Other
MCPHERSON ROBERT C III C/O METALS USA HOLDINGS CORP. 2400 E. COMMERCIAL BLVD., SUITE 905 FORT LAUDERDALE Â FLÂ 33308	Â	Â		Â

Signatures

/s/ Robert C.
McPherson III

**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) Options are exercisable as follows: 10,076 currently exercisable; 8,786 exercisable on 11/30/2010.

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.

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