

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

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In re: : Chapter 11
: :
BUILDING MATERIAL HOLDING : Case No. 09-12074 (KJC)
CORPORATION, et al.¹ : :
: : Jointly Administered
Debtors. : :
----- X **Related Docket No. 132**

**CERTIFICATION OF COUNSEL FOR STIPULATION
REGARDING THE EXTENSION OF THE CHALLENGE
PERIOD IN FINAL DIP ORDER**

I, Bradford Sandler, a partner with Benesch Friedlander Coplan & Aronoff, LLP, counsel to the official committee of unsecured creditors (the “Committee”) to the above-referenced debtors and debtors-in-possession (the “Debtors”), hereby certify:

1. On June 16, 2009 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code.
2. Pursuant to paragraph 6 of the Final DIP Order, the Committee has ninety (90) days from the Committee Formation Date (that is, until September 24, 2009), or such later date (i) consented to by the Prepetition Administrative Agent or (ii) ordered by this Court (the “Challenge Period Deadline”) to file/initiate an adversary complaint or a contested matter with this Court (a) challenging the amount, validity, enforceability, extent, or priority of the Prepetition Lender Debt or the Prepetition Liens or (b) otherwise asserting any other claims or

¹ The Debtors, along with the last four digits of each Debtor’s tax identification number, are as follows: Building Materials Holding Corporation (4269); BMC West Corporation (0454); SelectBuild Construction, Inc. (1340); SelectBuild Northern California, Inc. (7579); Illinois Framing, Inc. (4451); C Construction, Inc. (8206); TWF Construction, Inc. (3334); H.N.R. Framing Systems, Inc. (4329); SelectBuild Southern California, Inc. (9378); SelectBuild Nevada, Inc. (8912); SelectBuild Arizona, LLC (0036); and SelectBuild Illinois, LLC (0792).

causes of action against the Prepetition Lenders (and their successors and assigns, if applicable) (a “Challenge”) arising out of the Prepetition Master Agreements or the Prepetition Credit Agreement, and/or the prepetition activities of the Prepetition Administrative Agent or any of the Prepetition Lenders (and/or its and/or their successors and assigns, if applicable).

3. The Debtors, Agent, Lenders, Prepetition Administrative Agent, and Prepetition Lenders have agreed with the Creditors’ Committee to cooperate in expedited and informal discovery, but reserve all applicable rights to contest such discovery. The parties’ consent to a telephonic conference, subject to the Court’s availability, to resolve any discovery disputes. Any Challenge may be filed in the name of the Debtors without leave of the Court, upon three (3) days prior written notice to the Debtors and the Prepetition Administrative Agent.

4. On or about July 8, 2009, counsel for the Committee sent an informal document request to counsels for the Prepetition Administrative Agent and the Debtors, respectively, requesting several categories of documents and other information. Counsels for the Debtors and Prepetition Administrative Agent, respectively, provided documents on a rolling basis both prior to, and since the informal document request as such documents became available. Counsel for the Committee corresponded regularly with follow-up requests to counsels for the Debtors and the Prepetition Administrative Agent, respectively, who provided additional documents.

5. As of September 16, 2009, the Debtors and Prepetition Administrative Agent, respectively, have provided email and correspondence as requested by the Committee. The Committee anticipates that, due to their volume, these documents will require a time-consuming review. Initially, the Committee requested additional emails and correspondence from the Debtors and Prepetition Administrative Agent but, based on discussions with Prepetition Administrative Agent, amended such request and has received all currently requested email and

correspondence from Prepetition Administrative Agent. The Committee reserves its right to seek further production from the Debtors and/or Prepetition Administrative Agent with respect to emails and correspondence initially requested. Because the Committee received the bulk of the email and correspondence on September 16, 2009, the Committee is in need of additional time within which to review and analyze the remaining documents.

6. Pursuant to the Stipulation attached hereto as **Exhibit 1** (the “Stipulation”), in response to the Committee’s request for an extension of the Challenge Period Deadline to allow the Committee to complete its review and analysis of recently produced and yet to be produced documents, the Prepetition Administrative Agent and the Debtors, respectively, have agreed to an extension of the Challenge Period Deadline to October 26, 2009.

7. The Parties respectfully request that the Court enter the order attached hereto as **Exhibit A** approving the Stipulation at the Court’s earliest convenience.

Dated: Wilmington, DE
September 22, 2009

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BUILDING MATERIAL HOLDING : Case No. 09-12074 (KJC)
CORPORATION, et al.¹ : :
: : Jointly Administered
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**STIPULATION EXTENDING CHALLENGE PERIOD DEADLINE
DATE IN FINAL DIP ORDER**

RECITALS:

- A. On June 16, 2009 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code.²
- B. Pursuant to paragraph 6 of the Final DIP Order, the Committee has ninety (90) days from the Committee Formation Date (that is, until September 24, 2009), or such later date (i) consented to by the Prepetition Administrative Agent or (ii) ordered by this Court (the “Challenge Period Deadline”) to file/initiate an adversary complaint or a contested matter with this Court (a) challenging the amount, validity, enforceability, extent, or priority of the Prepetition Lender Debt or the Prepetition Liens or (b) otherwise asserting any other claims or causes of action against the Prepetition Lenders (and their successors and assigns, if applicable) (a “Challenge”) arising out of the Prepetition Master Agreements or the Prepetition Credit

¹ The Debtors, along with the last four digits of each Debtor’s tax identification number, are as follows: Building Materials Holding Corporation (4269); BMC West Corporation (0454); SelectBuild Construction, Inc. (1340); SelectBuild Northern California, Inc. (7579); Illinois Framing, Inc. (4451); C Construction, Inc. (8206); TWF Construction, Inc. (3334); H.N.R. Framing Systems, Inc. (4329); SelectBuild Southern California, Inc. (9378); SelectBuild Nevada, Inc. (8912); SelectBuild Arizona, LLC (0036); and SelectBuild Illinois, LLC (0792).

² Terms not otherwise defined herein shall have the meaning ascribed to them in the Final DIP Order (I) Authorizing The Debtors To (A) Obtain Postpetition Secured Financing And (B) Utilize Cash Collateral, (II) Granting Liens And Superpriority Administrative Expense Status, (III) Granting Adequate Protection To Prepetition Lenders, And (IV) Modifying The Automatic Stay entered on July 1, 2009 [Docket No. 132].

Agreement, and/or the prepetition activities of the Prepetition Administrative Agent or any of the Prepetition Lenders (and/or its and/or their successors and assigns, if applicable).

C. The Debtors, Agent, Lenders, Prepetition Administrative Agent, and Prepetition Lenders have agreed with the Creditors' Committee to cooperate in expedited and informal discovery, but reserve all applicable rights to contest such discovery. The parties' consent to a telephonic conference, subject to the Court's availability, to resolve any discovery disputes. Any Challenge may be filed in the name of the Debtors without leave of the Court, upon three (3) days prior written notice to the Debtors and the Prepetition Administrative Agent.

D. On or about July 8, 2009, counsel for the Committee sent an informal document request to counsels for the Prepetition Administrative Agent and the Debtors, respectively, requesting several categories of documents and other information. Counsels for the Debtors and Prepetition Administrative Agent, respectively, provided documents on a rolling basis both prior to and since the informal document request as such documents became available. Counsel for the Committee corresponded regularly with follow-up requests to counsels for the Debtors and the Prepetition Administrative Agent, respectively, who provided additional documents.

E. As of September 16, 2009, the Debtors and Prepetition Administrative Agent, respectively, have provided email and correspondence as requested by the Committee. The Committee anticipates that, due to their volume, these documents will require a time-consuming review. Initially, the Committee requested additional emails and correspondence from the Debtors and Prepetition Administrative Agent but, based on discussions with Prepetition Administrative Agent, amended such request and has received all currently requested email and correspondence from Prepetition Administrative Agent. The Committee reserves its right to seek further production from the Debtors and/or Prepetition Administrative Agent with respect to

emails and correspondence initially requested. Because the Committee received the bulk of the email and correspondence on September 16, 2009, the Committee is in need of additional time within which to review and analyze the remaining documents. The Prepetition Administrative Agent and the Debtors have agreed to the extension requested by the Committee, as more fully set forth below.

IT IS HEREBY STIPULATED, CONSENTED AND AGREED BY THE UNDERSIGNED PARTIES, THAT:

1. The Challenge Period Deadline is extended to October 26, 2009.
2. The Court shall retain jurisdiction over the terms and conditions of this Stipulation.
3. This Stipulation cannot be amended, modified or superseded except upon written consent of the parties hereto.
4. This Stipulation may be signed in counterparts, with each part being deemed a part of the original document.
5. This Stipulation may be signed by facsimile transmission which signatures shall be treated as original signatures.

Dated: Wilmington, Delaware
September 8, 2009

OFFICIAL COMMITTEE OF UNSECURED CREDITORS

By: Katie A. Lane with permission
ARENT FOX, LLP by Bradford J. Salton
Katie A. Lane, Esq.

Counsel for the Committee

DEBTORS

BUILDING MATERIALS HOLDING COMPANY, ET AL.
Debtors and Debtors-in-Possession

By: Aaron G. York with permission
GIBSON DUNN & CRUTCHER LLP by Bradford J. Salton
Aaron G. York, Esq.

Counsel for the Debtors and Debtors in Possession

PREPETITION ADMINISTRATIVE AGENT

WELLS FARGO BANK, NATIONAL ASSOCIATION
as Agent for the Lenders

By: Kevin B. Fisher with permission
PAUL HASTINGS LLP by Bradford J. Salton
Kevin B. Fisher, Esq.
Counsel for Wells Fargo Bank, National Association

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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In re: : Chapter 11
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BUILDING MATERIAL HOLDING : Case No. 09-12074 (KJC)
CORPORATION, et al.¹ : :
: : Jointly Administered
Debtors. : :
: **Re: Docket No.**
-----X

ORDER APPROVING STIPULATION
EXTENDING CHALLENGE PERIOD DEADLINE
DATE IN FINAL DIP ORDER

Upon consideration of the Stipulation Extending the Challenge Period Deadline (the “Stipulation”) entered into by the official committee of unsecured creditors (the “Committee”) to the above-referenced debtors and debtors-in-possession (the “Debtors”), the Debtors, and Wells Fargo Bank, National Association “Prepetition Administrative Agent”, and together with the Committee and the Debtors, the “Parties”;² and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue of this proceeding being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that notice of the Stipulation was appropriate under the circumstances and that no other or further notice need be given; and the relief requested being in the best interests of the Debtors’ estates, their creditors and other parties-in-interest; and after due deliberation and sufficient cause appearing therefor,

¹ The Debtors, along with the last four digits of each Debtor’s tax identification number, are as follows: Building Materials Holding Corporation (4269); BMC West Corporation (0454); SelectBuild Construction, Inc. (1340); SelectBuild Northern California, Inc. (7579); Illinois Framing, Inc. (4451); C Construction, Inc. (8206); TWF Construction, Inc. (3334); H.N.R. Framing Systems, Inc. (4329); SelectBuild Southern California, Inc. (9378); SelectBuild Nevada, Inc. (8912); SelectBuild Arizona, LLC (0036); and SelectBuild Illinois, LLC (0792).

² Capitalized terms used but not defined herein shall have the meanings ascribed in the Stipulation.

IT IS HEREBY ORDERED that:

1. The Stipulation is APPROVED.
2. The Challenge Period Deadline as defined in paragraph 6 of the Final DIP Order (I) Authorizing The Debtors To (A) Obtain Postpetition Secured Financing And (B) Utilize Cash Collateral, (II) Granting Liens And Superpriority Administrative Expense Status, (III) Granting Adequate Protection To Prepetition Lenders, And (IV) Modifying The Automatic Stay entered on July 1, 2009 [Docket No. 132] (the “Final DIP Order”), shall be extended to October 26, 2009.
3. This Court shall retain jurisdiction to hear and determine all matters relating to the Stipulation.

Dated: September ____, 2009

Hon. Kevin J. Carey
United States Bankruptcy Judge