

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

<b>IN RE:</b>  <b>BUILDING MATERIALS HOLDING CORPORATION, et al.,<sup>1</sup></b>  <div style="text-align: right;"><b>Debtors.</b></div>	) ) ) ) ) ) ) ) ) ) )	<b>Chapter 11</b>  <b>Case No. 09-12074 (KJC)</b>  <b>Jointly Administered</b>  Ref. Docket Nos. 1236 and <u>1379</u>
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**ORDER AUTHORIZING THE DEBTORS TO REJECT THE PURCHASE AGREEMENT WITH SOUTHWEST MANAGEMENT**

Upon consideration of the request of Building Materials Holding Corporation and its affiliates, as reorganized debtors (collectively, the "**Debtors**"), made at the January 27, 2009 hearing (the "**Hearing**") to reject that certain Purchase and Sale Agreement by and among C Construction, Inc., SelectBuild Construction, Inc. f/k/a BMC Construction, Inc. (the "**Purchasing Parties**") and Campbell Concrete of Nevada, Inc., Campbell Concrete of California, Inc., Campbell Concrete of Arizona, Inc., Campbell Concrete, Inc., Campbell Concrete of Northern California, Inc., Sterling Trenching, Inc., SR Campbell Plumbing of California, Inc., SR Campbell Plumbing of Nevada, Inc., SRC Enterprises, Inc., Southwest Management, Inc., and Steven R. Campbell (Shareholder) (the "**Seller Parties**"), dated as of July 29, 2005 (the "**APA**"), in accordance with this Court's December 30, 2009 *Order Resolving Cure Claim Objections* [Docket No. 1236], which preserved the Debtors' right to reject the APA

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<sup>1</sup> 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). The mailing address for the Debtors is 720 Park Boulevard, Suite 200, Boise, Idaho 83712.

notwithstanding this Court's entry of that certain *Order Confirming Joint Plan of Reorganization for the Debtors Under Chapter 11 of the Bankruptcy Code Amended December 14, 2009 (With Technical Modifications)* [Docket No. 1182] and any provisions of title 11 of the United States Code (the "**Bankruptcy Code**"), including, without limitation, section 365(d)(2), to the contrary; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

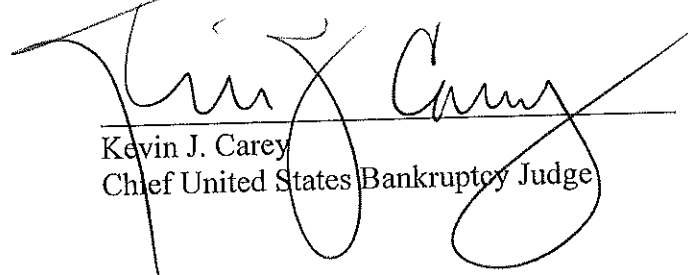
**IT IS HEREBY ORDERED:**

1. Pursuant to section 365(a) of the Bankruptcy Code, the Debtors are authorized to reject the APA and the APA is hereby rejected effective as of the date of entry of this Order.

2. In accordance with (i) that certain *Order Pursuant to Sections 501, 502, and 1111(a) of the Bankruptcy Code, Bankruptcy Rules 2002 and 3003(c)(3), and Local Rule 2002-1(e) Establishing Bar Dates for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof* [Docket No. 248] and (ii) numbered paragraph 14 of that certain January 25, 2010 *Order Sustaining Debtors' Ninth Omnibus (Substantive) Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy rules 3003 and 3007 and Local Rule 3007-1* [Docket No. 1361], any claim for damages allegedly arising from the rejection of the APA (a "**Rejection Damages Claim**") must be filed on or before the date which is thirty (30) days after the date of the entry of this Order (the "**Rejection Bar Date**"). Any claim not filed as specified within such time will be automatically disallowed, forever barred from assertion, and shall not be enforceable against the Debtors or the Reorganized Debtors, their estates, or their property without the need for any objection by the Reorganized Debtors or further notice to, or action, order, or approval of the Bankruptcy Court.

3. This Court shall retain jurisdiction with respect to all matters arising from or relating to the interpretation or implementation of this Order.

Date: Wilmington, Delaware  
February 1, 2010



Kevin J. Carey  
Chief United States Bankruptcy Judge