

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

IN RE:

**BUILDING MATERIALS HOLDING
CORPORATION, *et al.*,**

Debtors.

Chapter 11

Case No. 09-12074 (KJC)

Jointly Administered

Obj. Deadline: July 22, 2009 @ 4:00 p.m.

Hearing Date: July 29, 2009 @ 10:00 a.m.

**MOTION OF ATRIUM COMPANIES, INC. FOR ALLOWANCE OF
ADMINISTRATIVE EXPENSE CLAIM AND NOTICE OF AND
DEMAND FOR RETURN OF RECLAMATION PRODUCT**

NOW COMES Atrium Companies, Inc. (“Atrium”), a party-in-interest, creditor and administrative claimant in the above-captioned case, and files this its Motion for Allowance of Administrative Expense Claim and Notice of and Demand for Return of Reclamation Product pursuant to 11 U.S.C. §§ 503(a), 503(b)(9) and 507(a)(2) (“Motion”), and in support thereof Atrium would respectfully show this Bankruptcy Court the following:

JURISDICTION AND VENUE

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue in these cases and over this Motion of Atrium is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicate for the relief requested herein is 11 U.S.C. §503(b)(9) of the United States Code (the “Bankruptcy Code”).

BACKGROUND

3. BMC West Corporation (“Debtor”) filed a voluntary petition for protection with this Bankruptcy Court under Chapter 11 of the U.S. Bankruptcy Code on or about June 16, 2009

(the "Petition Date").

4. The Debtor continues to operate its business and manage its properties as a Debtor in Possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code.

5. An official committee of unsecured creditors (the "Committee") was appointed in these cases. No trustee or examiner has been appointed in the Debtor's bankruptcy case to date.

6. No administrative bar date has been set.

7. Within the twenty (20) days prior to the Petition Date, Atrium supplied certain goods to the Debtor in the ordinary course of business, for which Atrium has not been paid. The value of those goods delivered is One Hundred Three Thousand Six Hundred Sixty-One Dollars and Twenty Three Cents (\$103,661.23) ("Administrative Claim"). A summary of Atrium's invoices detailing the delivery of the \$103,661.23 in goods to the Debtor, BMC West Corporation is attached to Atrium's Notice of Amended Reclamation Demand, which is attached hereto as Exhibit "A" and is incorporated by reference herein.

8. Atrium's Administrative Claim totals \$103,661.23.

9. In addition, Atrium shipped goods to the Debtor between 21 and 45 days immediately before the Petition Date which are now subject to a valid reclamation claim. *See* Notice of Amended Reclamation Demand attached hereto as Exhibit "A" and is incorporated by reference herein. The Debtor has not returned these goods or otherwise responded to Atrium's request for adequate protection for the value of the goods delivered within 45 days of its filing.

10. Atrium seeks either the return of the goods that are the subject of its reclamation claim or alternatively, would agree to an allowed priority claim under 11 U.S.C. § 503(b)(1) (the actual, necessary cost and expenses of preserving the estate) for its reclaimed goods. Atrium asserts that a benefit was and is provided to the estate for the post-petition use of these goods

delivered within 45 days before the Petition Date, and that it is entitled to an allowed claim for the value of the reclamation goods in the amount of Twenty Six Thousand One Hundred Sixty One Dollars and Thirty Seven Cents (\$26,161.37).

RELIEF REQUESTED AND THE BASIS THEREFORE

11. Atrium respectfully requests entry of an order from this Bankruptcy Court pursuant to 11 U.S.C. §503(b)(9) that grants it an allowed administrative expense claim of One Hundred Three Thousand Six Hundred Sixty-One Dollars and Twenty Three Cents (\$103,661.23) against the Debtor. Further, Atrium respectfully requests that the allowed administrative expense claim sought herein have the priority and right to payment afforded administrative expenses under 11 U.S.C. §507(a)(2).

12. Section 503(b)(9) of the Bankruptcy Code states:

(b) After notice and a hearing, there shall be allowed administrative expenses, other than claims allowed under section 502(f) of this title, including—

....

(9) the value of any goods received by the debtor within 20 days before the date of commencement of a case under this title in which the goods have been sold to the debtor in the ordinary course of such debtor in the ordinary course of such debtor's business.

A seller of goods to a debtor need not make a written demand on the debtor in order to assert its rights under Section 503(b)(9). *See* 11 U.S.C. §546(c)(2).

13. In this case, the Debtor received goods from Atrium: (i) within the twenty (20) days prior to the Petition Date; and (ii) these goods were sold by Atrium to the Debtor in the ordinary course of the Debtor's business.

14. As a result, Atrium is now entitled to an allowed administrative expense claim in the amount of \$103,661.23 against the Chapter 11 bankruptcy estate of the Debtor.

15. Atrium also respectfully requests that, since the Debtor has not returned the goods subject to a valid reclamation claim, it should also be allowed either to recover the reclamation goods or alternatively, Atrium would agree to waive its right to reclaim these goods described herein for an allowed administrative expense claim for the benefit provided to the estate for the use of its goods. *See Phar-Mor, Inc. v. McKesson Corp.*, 534 F.3d 502 (6th Cir. 2008). Such administrative claim should be equal to the invoices in the amount of \$26,161.37.

RESERVATION OF RIGHTS

16. Atrium reserves all of its rights, claims, counterclaims, defenses and remedies under the Bankruptcy Code, and other applicable law. Atrium's Motion shall not affect in any way, any and all liens that may be held by Atrium.

NOTICE

17. Notice of this Motion has been given to counsel for the Debtor, the Office of the United States Trustee, counsel for the Committee, and all other parties requesting notice pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested herein, Atrium submits that no other or further notice need be given.

NO PRIOR REQUEST

18. No motion or application for the relief requested herein was previously made to this or any other court.

WHEREFORE, Atrium Companies, Inc. respectfully requests that this Court enter an order pursuant to 11 U.S.C. §§503(b)(9) and 507(a)(2): (i) allowing Atrium Companies, Inc. an administrative expense claim against BMC West Corporation in the amount of One Hundred Three Thousand Six Hundred Sixty-One Dollars and Twenty Three Cents (\$103,661.23); (ii)

requiring the Debtor to pay \$103,661.23 to Atrium in satisfaction of such administrative claim at a time to be determined by the Bankruptcy Court; (iii) allowing Atrium to recover its reclamation goods or allow it an administrative claim for the value of the reclamation goods in the amount of \$26,161.37 and (iv) for such other and further relief as this Court may deem just and proper.

**WILSON, ELSER, MOSKOWITZ,
EDELMAN & DICKER, L.L.P.**

/s/ Megan N. Harper
Megan N. Harper, Esq.
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-and-

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Tel: (214) 698-8000
Fax: (214) 698-1101

ATTORNEYS FOR ATRIUM COMPANIES, INC.

Dated: July 6, 2009

EXHIBIT "A"

Via Facsimile and Overnight Delivery

July 2, 2009

BMC West Corporation
720 E. Park Boulevard, Suite 200
Boise, ID 83712-7764
And
BMC West (Tacoma)
P.O. Box 70006
Boise, ID 83707

Re: Reclamation Demand

To Whom It May Concern:

BMC West Corporation (the "Debtor") has received Aluminum Screens, Doors and Windows (the "Goods") from Atrium Companies, Inc. (the "Seller"). A listing of the known invoices with respect to the Goods is attached hereto. Seller will update this list if additional information comes to its attention.

Debtor received the Goods during the period of May 2, 2009 to June 15, 2009 (the "Reclamation Period"). Seller has learned that Debtor received the Goods on credit while Debtor was insolvent and that, on June 16, 2009 Debtor filed for relief under the Bankruptcy Code.

Reclamation demand is hereby made pursuant to Section 546(c) of the Bankruptcy Code (and applicable state law) for the immediate return of all Goods received during the Reclamation Period. Further, Debtor is admonished to segregate and refrain from using, commingling, or otherwise converting the Goods in the course of Debtor's business or otherwise.

Nothing contained in this letter shall be a waiver of any rights, remedies, and interests of Seller.

Sincerely,

Atrium Companies, Inc.

By: 

Ray Sims
Credit Manager

Attachment

cc: Philip J. Ragona
Senior Vice President and General Counsel
Atrium Companies, Inc.
3890 West Northwest Highway, Suite 500
Dallas, Texas 75220

BMC West
Invoice List

Location	Inv #	Bill Date	Due Date	Orig Amt	Amount
BMC WEST AUSTIN	28161979	05/14/09	06/13/09	29.19	29.19
BMC WEST (TACOMA)	86003994	05/15/09	05/15/09	-126.36	-126.36
KBI CONSTRUCTION (BMC)	28163159	05/19/09	06/18/09	12.43	12.43
KBI CONSTRUCTION (BMC)	28163113	05/19/09	06/18/09	26.29	26.29
KBI CONSTRUCTION (BMC)	28163089	05/19/09	06/18/09	352.64	352.64
KBI CONSTRUCTION (BMC)	28163081	05/19/09	06/18/09	677.00	677.00
KBI CONSTRUCTION (BMC)	28163103	05/19/09	06/18/09	2,801.46	2,801.46
BMC (NEW BRAUNFELS)	28163761	05/20/09	06/19/09	87.48	87.48
BMC WEST (KILLEEN)	64444267	05/20/09	06/19/09	91.68	91.68
BMC WEST AUSTIN	28164078	05/21/09	06/21/09	73.76	73.76
KBI CONSTRUCTION (BMC)	28164612	05/22/09	06/21/09	898.64	898.64
KBI CONSTRUCTION (BMC)	28164614	05/22/09	06/21/09	1,756.77	1,756.77
KBI CONSTRUCTION (BMC)	28164619	05/22/09	06/21/09	3,060.62	3,060.62
BMC WEST (EVERETT)	09-65382	05/26/09	06/25/09	2,748.56	2,748.56
BMC WEST (EVERETT)	09-66059	05/26/09	06/25/09	7,282.94	7,282.94
BMC WEST (TACOMA)	09-65724W	05/26/09	06/25/09	132.81	132.81
BMC WEST (TACOMA)	09-65726W	05/26/09	06/25/09	132.81	132.81
BMC WEST (TACOMA)	09-65998	05/26/09	06/25/09	2,607.50	2,607.50
KBI CONSTRUCTION (BMC)	28165629	05/27/09	06/26/09	671.82	671.82
BMC WEST (INTERMOUNTAIN LUMBR)	09-65591	05/27/09	06/26/09	663.78	663.78
BMC WEST (TACOMA)	09-66214	05/27/09	06/26/09	37.52	37.52
BMC WEST (TACOMA)	09-65463	05/27/09	06/26/09	2,142.03	2,142.03
BMC WEST (DRIGGS)	09-65312	05/28/09	06/27/09	307.31	307.31
BMC WEST (IDAHO FALLS)	09-65651	05/28/09	06/27/09	152.48	152.48
BMC WEST (EVERETT)	09-65382 8	05/28/09	06/27/09	337.28	337.28
BMC WEST (EVERETT)	09-66507	05/28/09	06/27/09	838.20	838.20
BMC WEST (EVERETT)	09-62623	05/28/09	06/27/09	2,681.67	2,681.67
BMC WEST (EVERETT)	09-65399	05/28/09	06/27/09	4,397.56	4,397.56
BMC WEST (WSTN DOOR KALISPELL)	09-65885	05/28/09	06/27/09	147.66	147.66
BMC WEST (ISSAQUAH)	09-66598	05/28/09	06/27/09	869.40	869.40
BMC WEST (ISSAQUAH)	09-66599	05/28/09	06/27/09	1,351.80	1,351.80
BMC WEST (TACOMA)	09-67047	05/28/09	06/27/09	1,870.67	1,870.67
BMC WEST AUSTIN	28166095	05/29/09	06/28/09	35.38	35.38
BMC WEST 412	63113273	05/29/09	06/28/09	114.00	114.00
BMC WEST 412	63113272	05/29/09	06/28/09	568.92	568.92
BMC WEST 412	63113325	05/29/09	06/28/09	3,214.29	3,214.29
BMC WEST 408	63113231	05/29/09	06/28/09	125.02	125.02
BMC WEST 408	63113232	05/29/09	06/28/09	330.60	330.60
BMC WEST 408	63113249	05/29/09	06/28/09	701.48	701.48
BMC WEST 408	63113233	05/29/09	06/28/09	1,786.00	1,786.00

26,161.37 21-45 days

BMC West
Invoice List

Location	Inv #	Bill Date	Due Date	Orig Amt	Amount
BMC WEST 408	63113250	05/29/09	06/28/09	2,211.60	2,211.60
BMC WEST 408	63113230	05/29/09	06/28/09	2,673.30	2,673.30
BMC WEST 411	63113247	05/29/09	06/28/09	61.94	61.94
BMC WEST 411	63113248	05/29/09	06/28/09	248.90	248.90
BMC WEST (TACOMA)	09-67352W	05/29/09	06/28/09	88.96	88.96
BMC WEST (KILLEEN)	64447416	05/30/09	06/29/09	118.39	118.39
BMC WEST (INTERMOUNTAIN LUMBR)	09-66549	06/02/09	07/02/09	92.12	92.12
BMC WEST (INTERMOUNTAIN LUMBR)	09-66893	06/02/09	07/02/09	115.92	115.92
BMC WEST (INTERMOUNTAIN LUMBR)	09-66438	06/02/09	07/02/09	122.82	122.82
BMC WEST (INTERMOUNTAIN LUMBR)	09-66422	06/02/09	07/02/09	160.08	160.08
BMC WEST (INTERMOUNTAIN LUMBR)	09-65767	06/02/09	07/02/09	786.61	786.61
BMC WEST (INTERMOUNTAIN LUMBR)	09-65510	06/02/09	07/02/09	847.67	847.67
BMC WEST (INTERMOUNTAIN LUMBR)	09-65857	06/02/09	07/02/09	1,829.21	1,829.21
BMC WEST (ISSAQUAH)	09-66656	06/02/09	07/02/09	300.51	300.51
BMC WEST (ISSAQUAH)	09-67011	06/02/09	07/02/09	630.72	630.72
BMC WEST (ISSAQUAH)	09-67010	06/02/09	07/02/09	880.60	880.60
BMC WEST (TACOMA)	09-67343	06/02/09	07/02/09	126.70	126.70
BMC WEST (TACOMA)	09-66768	06/02/09	07/02/09	551.03	551.03
BMC WEST (TACOMA)	09-66396	06/02/09	07/02/09	859.53	859.53
BMC WEST (TACOMA)	09-66774	06/02/09	07/02/09	2,324.25	2,324.25
BMC WEST (TACOMA)	09-66790	06/02/09	07/02/09	3,030.46	3,030.46
BMC WEST EL PASO	28167459	06/03/09	07/03/09	1,034.06	1,034.06
BMC WEST (IDAHO FALLS)	09-66374	06/03/09	07/03/09	293.88	293.88
BMC WEST (ISSAQUAH)	09-66597	06/03/09	07/03/09	99.15	99.15
BMC WEST (ISSAQUAH)	09-67153	06/03/09	07/03/09	274.06	274.06
BMC WEST AUSTIN	28167804	06/04/09	07/04/09	35.38	35.38
BMC WEST (KILLEEN)	64448752	06/04/09	07/04/09	9.60	9.60
BMC WEST (TACOMA)	09-66273	06/04/09	07/04/09	155.24	155.24
KBI CONSTRUCTION (BMC)	28168850	06/05/09	07/05/09	56.81	56.81
KBI CONSTRUCTION (BMC)	28168849	06/05/09	07/05/09	198.26	198.26
KBI CONSTRUCTION (BMC)	28168851	06/05/09	07/05/09	902.20	902.20
BMC WEST (EVERETT)	09-65395	06/05/09	07/05/09	4,550.56	4,550.56
BMC WEST (EVERETT)	09-67299	06/05/09	07/05/09	4,773.79	4,773.79
BMC WEST (WSTN DOOR KALISPELL)	09-66788	06/05/09	07/05/09	84.87	84.87
BMC WEST (WSTN DOOR KALISPELL)	09-66953	06/05/09	07/05/09	103.85	103.85
BMC WEST (WSTN DOOR KALISPELL)	09-66517	06/05/09	07/05/09	123.86	123.86
BMC WEST (WSTN DOOR KALISPELL)	09-67194	06/05/09	07/05/09	129.03	129.03
BMC WEST (WSTN DOOR KALISPELL)	09-66887	06/05/09	07/05/09	217.35	217.35
BMC WEST (WSTN DOOR KALISPELL)	09-66574	06/05/09	07/05/09	1,276.51	1,276.51
BMC WEST (WSTN DOOR KALISPELL)	09-67193	06/05/09	07/05/09	4,680.64	4,680.64

BMC West
Invoice List

Location	Inv #	Bill Date	Due Date	Orig Amt	Amount
BMC WEST (ISSAQUAH)	09-66550	06/05/09	07/05/09	257.54	257.54
KBI CONSTRUCTION (BMC)	28169015	06/08/09	07/08/09	504.43	504.43
BMC WEST (INTERMOUNTAIN LUMBR)	09-67480	06/09/09	07/09/09	57.96	57.96
BMC WEST (INTERMOUNTAIN LUMBR)	09-66852	06/09/09	07/09/09	110.40	110.40
BMC WEST (INTERMOUNTAIN LUMBR)	09-66865	06/09/09	07/09/09	130.42	130.42
BMC WEST (INTERMOUNTAIN LUMBR)	09-67218	06/09/09	07/09/09	231.15	231.15
BMC WEST (INTERMOUNTAIN LUMBR)	09-66853	06/09/09	07/09/09	310.16	310.16
BMC WEST (INTERMOUNTAIN LUMBR)	09-66855	06/09/09	07/09/09	395.37	395.37
BMC WEST (INTERMOUNTAIN LUMBR)	09-67486	06/09/09	07/09/09	446.79	446.79
BMC WEST (INTERMOUNTAIN LUMBR)	09-66850	06/09/09	07/09/09	484.04	484.04
BMC WEST (INTERMOUNTAIN LUMBR)	09-66851	06/09/09	07/09/09	498.53	498.53
BMC WEST (INTERMOUNTAIN LUMBR)	09-66859	06/09/09	07/09/09	521.30	521.30
BMC WEST (INTERMOUNTAIN LUMBR)	09-67485	06/09/09	07/09/09	561.32	561.32
BMC WEST (INTERMOUNTAIN LUMBR)	09-66861	06/09/09	07/09/09	660.34	660.34
BMC WEST (INTERMOUNTAIN LUMBR)	09-66872	06/09/09	07/09/09	777.30	777.30
BMC WEST (INTERMOUNTAIN LUMBR)	09-67523	06/09/09	07/09/09	843.87	843.87
BMC WEST (INTERMOUNTAIN LUMBR)	09-67591	06/09/09	07/09/09	859.76	859.76
BMC WEST (INTERMOUNTAIN LUMBR)	09-66863	06/09/09	07/09/09	971.18	971.18
BMC WEST (EVERETT)	09-67931	06/09/09	07/09/09	3,677.14	3,677.14
BMC WEST (EVERETT)	09-67926	06/09/09	07/09/09	4,113.78	4,113.78
BMC WEST (EVERETT)	09-67930	06/09/09	07/09/09	4,225.97	4,225.97
BMC WEST (EVERETT)	09-67928	06/09/09	07/09/09	4,370.81	4,370.81
BMC WEST (TACOMA)	09-67641	06/09/09	07/09/09	359.10	359.10
BMC WEST (TACOMA)	09-67849	06/09/09	07/09/09	2,578.45	2,578.45
BMC WEST 408	63113565	06/10/09	07/10/09	737.20	737.20
BMC WEST 411	63113566	06/10/09	07/10/09	330.60	330.60
BMC WEST 411	63113567	06/10/09	07/10/09	1,046.52	1,046.52
BMC WEST (DRIGGS)	09-67274	06/10/09	07/10/09	272.55	272.55
BMC WEST (IDAHO FALLS)	09-67050	06/10/09	07/10/09	110.21	110.21
BMC WEST (IDAHO FALLS)	09-67051	06/10/09	07/10/09	134.30	134.30
BMC WEST (IDAHO FALLS)	09-67415	06/10/09	07/10/09	169.06	169.06
BMC WEST (IDAHO FALLS)	09-67237	06/10/09	07/10/09	1,364.74	1,364.74
BMC WEST (ISSAQUAH)	09-67497	06/10/09	07/10/09	559.33	559.33
BMC WEST (TACOMA)	09-67353W	06/10/09	07/10/09	444.15	444.15
BMC WEST (TACOMA)	09-67644	06/10/09	07/10/09	2,739.78	2,739.78
BMC WEST AUSTIN	28170319	06/11/09	07/11/09	86.28	86.28
BMC WEST (KILLEEN)	64451656	06/11/09	07/11/09	37.35	37.35
BMC WEST (ISSAQUAH)	09-67851	06/11/09	07/11/09	63.20	63.20
BMC WEST (ISSAQUAH)	09-67757W	06/11/09	07/11/09	104.76	104.76
BMC WEST (ISSAQUAH)	09-67590	06/11/09	07/11/09	1,948.32	1,948.32

**BMC West
Invoice List**

Location	Inv #	Bill Date	Due Date	Orig Amt	Amount
KBI CONSTRUCTION (BMC)	28171794	06/12/09	07/12/09	247.93	247.93
KBI CONSTRUCTION (BMC)	28171789	06/12/09	07/12/09	479.81	479.81
BMC WEST (EVERETT)	09-65387	06/12/09	07/12/09	3,047.08	3,047.08
BMC WEST (WSTN DOOR KALISPELL)	09-67482	06/12/09	07/12/09	401.58	401.58
BMC WEST (ISSAQUAH)	09-67852	06/12/09	07/12/09	3,640.72	3,640.72
BMC (NEW BRAUNFELS)	28171802	06/15/09	07/15/09	87.48	87.48
BMC WEST 412	63113712	06/15/09	07/15/09	40.61	40.61
BMC WEST 412	63113709	06/15/09	07/15/09	195.76	195.76
BMC WEST 412	63113711	06/15/09	07/15/09	222.68	222.68
BMC WEST 412	63113710	06/15/09	07/15/09	311.98	311.98
				Total	129,822.60
					103,661.23 0-20 days

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

IN RE:

BUILDING MATERIALS HOLDING
CORPORATION, *et al.*,

Debtors.

Chapter 11

Case No. 09-12074 (KJC)

Jointly Administered

**ORDER GRANTING MOTION OF ATRIUM COMPANIES, INC. FOR ALLOWANCE
OF ADMINISTRATIVE EXPENSE CLAIM AND NOTICE OF AND
DEMAND FOR RETURN OF RECLAMATION PRODUCT**

This matter came before the Court upon the Motion (“Motion”) of Atrium Companies, Inc. (“Atrium”), a creditor of BMC West Corporation (“Debtor” and “BMC”) for entry of an order pursuant to 11 U.S.C. §503(b)(9) allowing Atrium, an administrative claim for One Hundred Three Thousand Six Hundred Sixty-One Dollars and Twenty Three Cents (\$103,661.23) (the “§503(b)(9) Claim”) against the Debtor.

The Court, having reviewed the Motion, finds it to be well taken; that BMC received goods valuing One Hundred Three Thousand Six Hundred Sixty-One Dollars and Twenty Three Cents (\$103,661.23) from Atrium in the ordinary course of business within the twenty (20) days immediately preceding its filing of a Chapter 11 petition; that the §503(b)(9) Claim may and should be allowed as an administrative expense in the amount of \$103,661.23 against BMC’s estate pursuant to section 503(b)(9) of the Bankruptcy Code.

Accordingly, it is hereby **ORDERED** that:

1. The Motion of Atrium is hereby granted;

2. Atrium's §503(b)(9) Claim is allowed as an administrative expense against BMC's estate pursuant to 11 U.S.C. §503(b)(9) in the amount of \$103,661.23, with the §503(b)(9) Claim having the priority afforded administrative expenses under 11 U.S.C. §507(a)(2).

3. Atrium shall have an allowed, priority administrative expense claim in the amount of \$26,161.37 for its reclamation goods under §503(b)(1) of the Bankruptcy Code, or alternatively, the applicable goods shall be returned to Atrium within five days of entry of this Order. The priority administrative claim for the Atrium reclamation goods will be paid at the same time and in the same manner as all of the allowed administrative claims in this case.

4. The administrative expense priority claims granted herein shall be binding on the Debtor and the Debtor's estate and any successors to the Debtor.

5. The Court shall retain jurisdiction to address any dispute arising out of the enforcement or interpretation of the terms of this Order.

IT IS SO ORDERED.

Dated: July __, 2009.

HONORABLE KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE

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

IN RE:

**BUILDING MATERIALS HOLDING
CORPORATION, *et al.*,**

Debtors.

Chapter 11

Case No. 09-12074 (KJC)

Jointly Administered

Obj. Deadline: July 22, 2009 @ 4:00 p.m.

Hearing Date: July 29, 2009 @ 10:00 a.m.

**NOTICE OF ATRIUM COMPANIES, INC.'S MOTION FOR ALLOWANCE OF
ADMINISTRATIVE EXPENSE CLAIM AND NOTICE OF AND
DEMAND FOR RETURN OF RECLAMATION PRODUCT**

To: Persons Identified on Attached Service List

Atrium Companies, Inc. filed, on July 6, 2009, a **Motion for Allowance of Administrative Expense Claim and Notice of and Demand for Return of Reclamation Product** (the "Motion"), which sought the following relief: payment of administrative expense claim relating to goods and products supplied to the Debtors, or alternatively, return of certain goods and product.

You are required to file a response/objection to the Motion by: **July 22, 2009 by 4:00 p.m.**

At the same time, you must also serve a copy of the response upon movant's attorneys:

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HEARING ON THE MOTION WILL BE HELD: July 29, 2009 at 10:00 a.m.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF DEMANDED BY THE MOTION WITHOUT FURTHER NOTICE OR HEARING.

**WILSON, ELSER, MOSKOWITZ,
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/s/ Megan N. Harper

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ATTORNEYS FOR ATRIUM COMPANIES, INC.

Dated: July 6, 2009

CERTIFICATE OF SERVICE

I hereby certify that on July 6, 2009 a true and correct copy of the foregoing Motion for Allowance of Administrative Expense Claim and Notice of and Demand for Return of Reclamation Product was served upon the parties listed below in the manner indicated and upon the attached service list via U.S. Mail:

By CM/ECF & U.S. Mail

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