

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

<b>In re:</b>	)	<b>Chapter 11</b>
<b>BUILDING MATERIALS HOLDING CORPORATION, <i>et al.</i>,<sup>1</sup></b>	)	<b>Case No. 09-12074 (KJC)</b>
<b>Reorganized Debtors.</b>	)	<b>Jointly Administered</b>
	)	<b>Ref. Docket Nos. 1342 and <u>1421</u></b>

**ORDER SUSTAINING, IN PART, REORGANIZED DEBTORS' TWELFTH  
OMNIBUS (SUBSTANTIVE) OBJECTION TO CLAIMS  
PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY CODE,  
BANKRUPTCY RULES 3003 AND 3007 AND LOCAL RULE 3007-1**

Upon consideration of the twelfth omnibus (substantive) objection (the "Objection")<sup>2</sup> of the above-captioned reorganized debtors (each, a "Reorganized Debtor," and collectively, the "Reorganized Debtors") for the entry of an order, pursuant to section 502(b) of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the "Bankruptcy Code"), Rules 3003 and 3007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rule 3007-1 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware (the "Local Rules"), disallowing and expunging, reclassifying, reassigning and/or otherwise modifying the Disputed Claims, as provided for on Exhibits A, B, C and D attached hereto; and it appearing that due and sufficient notice of the

<sup>1</sup> The Reorganized Debtors, along with the last four digits of each Reorganized 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 Reorganized Debtors is 720 Park Boulevard, Suite 200, Boise, Idaho 83712.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

Objection has been given under the circumstances; and after due deliberation and upon the Court's determination that the relief requested in the Objection is in the best interests of the Reorganized Debtors, their estates and creditors and other parties in interest; and sufficient cause appearing for the relief requested in the Objection, it is hereby:

**ORDERED, ADJUDGED AND DECREED that:**

1. The Objection is sustained to the extent provided for herein and on Exhibits A, B, C and D attached hereto.

2. Pursuant to section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1, the Disputed Claims identified on the attached Exhibit A are hereby modified by reducing or fixing the amounts of such claims to the dollar values listed under the column titled "Amount and Classification of Modified Claim" on Exhibit A hereto.

3. Pursuant to section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1, the Disputed Claims identified on the attached Exhibit B are hereby (i) modified by reducing or fixing the amounts of such claims to the dollar values listed under the column titled "Amount and Classification of Modified/Reclassified Claim" on Exhibit B hereto and (ii) reclassified to the priority levels indicated under the column titled "Amount and Classification of Modified/Reclassified Claim" on the attached Exhibit B.

4. Pursuant to section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1, the Disputed Claims identified on the attached Exhibit C are hereby (i) reclassified to the priority levels indicated under the column titled "Amount and Classification of Reclassified/Reassigned Claim" on Exhibit C hereto and (ii) reassigned to the case numbers (and corresponding Reorganized Debtor) indicated under the column titled "Case No. of Reclassified/Reassigned Claim" on the attached Exhibit C.

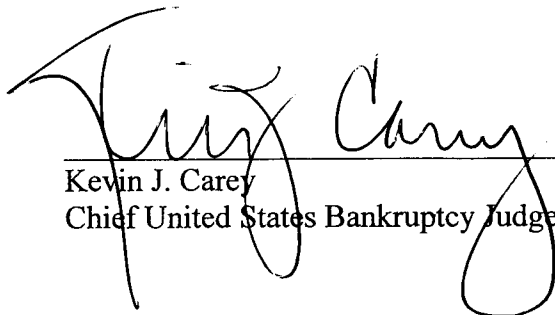
5. Pursuant to section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1, the Disputed Claims identified on the attached Exhibit D are hereby disallowed and expunged in their entirety.

6. The Reorganized Debtors (and any successors or successors in interest) reserve any and all rights to amend, modify or supplement this Objection, and to file additional objections to any and all claims filed in these chapter 11 cases, including, without limitation, any and all claims that are the subject of the Objection.

7. The Reorganized Debtors (and any successors or successors in interest) reserve any and all rights to object to any and all of the Disputed Claims on any and all grounds in any and all additional objections to claims filed in these chapter 11 cases.

8. This Court shall retain jurisdiction over any and all affected parties with respect to any and all matters, claims or rights arising from or related to the implementation or interpretation of this Order.

Dated: Wilmington, Delaware  
February 18, 2010

  
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Kevin J. Carey  
Chief United States Bankruptcy Judge

**EXHIBIT A**

**Modified Amount Claims**

IN RE: BUILDING MATERIALS HOLDING CORPORATION, ET AL., CASE NO. 09-12074  
CLAIMS TO BE MODIFIED

OBJECTIONABLE CLAIM				MODIFIED CLAIM		
NAME AND ADDRESS OF CLAIMANT	CLAIM NUMBER	DATE FILED	CASE NO.	AMOUNT AND CLASSIFICATION OF CLAIM	AMOUNT AND CLASSIFICATION OF MODIFIED CLAIM	COMMENTS
3 M C/O RECEIVABLES CONTROL CORP PO BOX 9658 MINNEAPOLIS MN 55440	107	7/17/09	09-12074	Unsecured: \$30,739.09	Unsecured: \$24,856.40	Based on review of supporting documentation filed with the claim, the total claim amount is \$0,739.09. However based on review of the the Debtors' books and records, the total amount due is \$24,856.40. As such the Debtors object to \$3,882.69 of this claim based on no liability.
CPS ENERGY BANKRUPTCY SECTION 145 NAVARRO - MAIL DROP 101013 SAN ANTONIO TX 78205	1280	7/31/09	09-12074	Unsecured: \$3,888.37	Unsecured: \$2,511.04	Based on review of the Debtors' books and records, the Debtors have a total of \$2511.04 owing to this Claimant. As such, the Debtors object to the remaining amount (\$1,357.33) of the claim based on no liability.
INTEGRA INFORMATION TECHNOLOGIES PO BOX 8304 BOISE ID 83707	2278	8/31/09	09-12075	Unsecured: \$7,101.70	Unsecured: \$5,867.58	Based on review of the Debtors' books and records, the Debtors have a total of \$5867.58 owing to this Claimant. As such, the Debtors object to the remaining amount (\$1,234.12) of the claim based on no liability.
JELD WEN WINDOWS & DOORS (JELD-WEN INC) 401 HARBOR ISLES BLVD KLAMATH FALLS OR 97601	1200	8/17/09	09-12075	Priority: \$28,545.48 Unsecured: \$6,877.34	Priority: \$28,084.00	Based on review of the Debtors' books and records, \$4889.85 of this claim represents invoices for goods received post petition. Invoice 211023695 for \$2270.70 received on 6/22/2009; invoice 2110236926 for \$2270.70 received on 6/22/2009, invoice 4080357576 for \$109.22 received on 6/19/2009, invoice 4100409465 for \$176.32 received on 6/18/2009, and invoice 4800637953 for \$62.91 received on 6/18/2009. In addition, based on review of the Debtors' books and records, \$2121.88 of the claim has been satisfied pursuant to check 1100738 on 7/15/09 and check 1100028 on 6/24/09. In addition, based on review of supporting documentation filed with the claim, the claim includes \$326.99 for vendor disputed discounts taken on post petition goods received. As such, the Debtors hereby object to \$7338.72 of the claim.
LAKWOOD REFUSE SERVICE PO BOX 11630 TACOMA WA 98411	1283	8/4/09	09-12075	Unsecured: \$4,789.05	Unsecured: \$2,642.53	Based on review of the Debtors' books and records, the Debtors have a total of \$2,642.53 owing to this Claimant. As such, the Debtors object to the remaining amount (\$2,146.52) of the claim based on no liability.

IN RE: BUILDING MATERIALS HOLDING CORPORATION, ET AL., CASE NO. 09-12074  
CLAIMS TO BE MODIFIED

NAME AND ADDRESS OF CLAIMANT	CLAIM NUMBER	DATE FILED	OBJECTIONABLE CLAIM		MODIFIED CLAIM		COMMENTS
			CASE NO.	AMOUNT AND CLASSIFICATION OF CLAIM	CASE NO.	AMOUNT AND CLASSIFICATION OF MODIFIED CLAIM	
PETROCARD SYSTEMS INC PO BOX 40 KENT WA 98035	386	8/3/09	09-12075	Unsecured: \$29,034.59	09-12075	Unsecured: \$28,010.15	Based on review of the Debtors' books and records, \$1024.44 of the claim does not match the Debtors' books and records. As such, the Debtors object to \$1024.44 of the claim.
RMI READY MIX 4602 E THOMAS RD STE 100 PHOENIX AZ 85018	784	8/7/09	09-12084	Priority: \$6,007.75	09-12075	Priority: \$87.00	Based on review of the Debtors' books and records, \$5,920.75 of this claim has been satisfied pursuant to check # 90006059 on 8/7/2009, in accordance with relief granted to the Debtors under a First Day Order. As such, the debtors object to \$5,920.75 of the claim.
SKY VALLEY CABINETRY 18728 TYE STREET S E MONROE WA 98272	339	8/3/09	09-12075	Unsecured: \$47,804.25	09-12075	Unsecured: \$2,371.83	The Debtors' books and records do not support \$45432.42 of the claim and insufficient documentation was included to support this amount. As such, the Debtors hereby object to \$45432.42 of the claim based on no liability per examination of the Debtors' books and records and insufficient documentation.
UNITED POWER PO BOX 928 BRIGHTON CO 80601	1757	8/27/09	09-12075	Unsecured: \$4,360.47	09-12075	Unsecured: \$3,354.10	Based on review of the Debtors' books and records, the Debtors have a total of \$3,354.10 owing to this Claimant. As such, the Debtors object to the remaining amount (\$1,016.37) of the claim based on no liability.
WALNUT CREEK PLANING 5778 S R 515 MILLERBURG OH 44654	754	8/6/09	09-12075	Unsecured: \$42,187.21	09-12075	Unsecured: \$31,530.48	Based on review of the Debtors' books and records, \$10,656.73 of the claim does not match the Debtors' books and records. As such, the Debtors object to \$10,656.73 of the claim.

**EXHIBIT B**

**Modified Amount, Reclassified Claims**

IN RE: BUILDING MATERIALS HOLDING CORPORATION, ET AL., CASE NO. 09-12074  
CLAIMS TO BE MODIFIED AND RECLASSIFIED

OBJECTIONABLE CLAIM		MODIFIED AND RECLASSIFIED CLAIM	
NAME AND ADDRESS OF CLAIMANT	CLAIM NUMBER	FILE DATE	CASE NO.
CASTLE DOOR & MILLWORK INC JEFFREY R ALLEN SHANNON GRACEY RATLIFF & MILLER LLP 1000 BALLPARKWAY STE 300 ARLINGTON TX 76011	2761	11/16/09	09-12075
		Priority: \$18,090.00 Unsecured: \$10,980.00	Priority: \$15,270.00 Unsecured: \$11,200.00
Based on review of supporting documentation filed with the claim, \$220 represents freight and \$10,980 represents goods received outside 20 days prior to the petition date, and pursuant to section 503(b)(9) of the Bankruptcy Code, only goods received within the 20 days prior to the petition date are valid priority claims. As such, \$11,200 of the claim is reclassified to general unsecured. In addition, \$2,650 of the claim was satisfied by check #1100005512 on 8/13/2009. In addition, \$50 of the claim is not supported by documentation included with the claim, and the debtors have no record of owing this amount. As such, the debtors object to \$50 based on insufficient documentation.			
RCR PLUMBING AND MECHANICAL, INC. 12620 MAGNOLIA AVENUE RIVERSIDE CA 92503	2851	12/18/09	08-12083
		Priority: \$60,156.46 Unsecured: \$43,773.73	Priority: \$29,999.50 Unsecured: \$62,028.83
Based on review of supporting documentation filed with the claim, the claim includes \$29,999.50 of goods received within the 20 days prior to the petition date and are valid priority claims, and \$62,028.83 owed for goods which were received outside the 20 days prior to the petition date and pursuant to section 503(b)(9) of the Bankruptcy Code, only goods received within the 20 days prior to the petition date are valid priority claims. In addition, based on review of supporting documentation filed with the claim, \$11901.86 of the claim represents invoices for goods received, post petition: invoice S2202512 for \$8870.86 received on 7/23/09, invoice 072009 for \$3031 received on 8/25/09. As such, the Debtors hereby object to \$11901.86 of the claim.			
THE VERNON COMPANY ONE PROMOTION PLACE NEWTON IA 50208	2690	10/5/09	No Debtor Identified
		Priority: \$3,684.40	Priority: \$0.00 Unsecured: \$2,090.56
Based on review of supporting documentation filed with the claim, the claim includes \$2090.56 owed for goods which were received outside the 20 days prior to the petition date, and pursuant to section 503(b)(9) of the Bankruptcy Code, only goods received within the 20 days prior to the petition date are valid priority claims. As such, \$2090.56 of the claim is reclassified to general unsecured. In addition, based on review of the Debtors' books and records, \$1583.84 of the claim has been satisfied pursuant to: check 1000142327 on 5/26/09 and check 1100013921 on 10/12/09. As such, the Debtors hereby object to \$1593.84 of the claim based on satisfaction.			



**EXHIBIT C**

Reclassified, Wrong Debtor Claims

IN RE: BUILDING MATERIALS HOLDING CORPORATION, ET AL., CASE NO. 09-12074  
 CLAIMS TO BE RECLASSIFIED AND REASSIGNED TO A NEW DEBTOR

OBJECTIONABLE CLAIM				RECLASSIFIED / REASSIGNED CLAIM	
NAME AND ADDRESS OF CLAIMANT	CLAIM NUMBER	FILE DATE	CASE NO.	AMOUNT AND CLASSIFICATION OF CLAIM	AMOUNT AND CLASSIFICATION OF RECLASSIFIED / REASSIGNED CLAIM
QUICKFLASH WEATHERPROOFING PRODUCTS INC 4129 WAGON TRAIL AVE LAS VEGAS NV 89118	246	7/31/09	09-12075	Priority: \$2,880.00	Unsecured: \$2,880.00
					09-12083
Based on review of supporting documentation filed with the claim, the claim is for goods which were received outside the 20 days prior to the petition date, and pursuant to section 503(b)(9) of the Bankruptcy Code, only goods received within the 20 days prior to the petition date are valid priority claims. As such, the entire claim is reclassified to general unsecured. In addition, based on review of supporting documentation filed with the claim, the claim should be against SelectBuild Nevada, Inc.					

**Exhibit D**

No Liability Claims

IN RE: BUILDING MATERIALS HOLDING CORPORATION, ET AL., CASE NO. 09-12074  
CLAIMS TO BE EXPUNGED AS NO LIABILITY

NAME AND ADDRESS OF CLAIMANT	CLAIM NUMBER	DATE FILED	CASE NO.	AMOUNT AND CLASSIFICATION OF CLAIM	COMMENTS
BOURQUE, CATHERINE 8543 E. PORTLAND ST. SCOTTSDALE AZ 85257	1098	8/13/09	09-12084	Unsecured: \$1,000,000.00	Based on review of supporting documentation filed with the claim, the claim is for a workers' compensation claim against the claimant's former employer, AMPAM Riggs from 2003. The Debtors did not assume this liability in connection with their prior acquisition of an entity affiliated with AMPAM Riggs. As such, the debtors object to this claim based on no liability.
CARPENTERS BENEFIT FUNDS OF IL C/O CATHERINE M CHAPMAN BAUM SIGMAN AUERBACH & NEUMAN LTD 200 W ADAMS ST SUITE 2200 CHICAGO IL 60606	2825	12/7/09	09-12085	Unsecured: \$4,401.87	Based on review of the claim, the claim asserts amounts owed for union dues. The Debtors' books and records show all union dues were appropriately paid. As such, the Debtors object to the claim based on no liability.
CASE FOUNDATION COMPANY 325 W LAKE ST ROSELLE IL 60172	1327	8/18/09	09-12084	Unsecured: \$91,724.00	Claim has been satisfied pursuant to a check from Chanen Construction, Inc., and the claimant filed a final release and waiver dated 12/8/2009. As such, the Debtors object to this claim based on no liability.
JESSICA TEMPLETON WHITTEN, HACKER, HAGIN CHARLES C. SELF, III-RE: CASE # 23894-B PO BOX 208 ABILENE TX 79604	833	8/10/09	09-12075	Unsecured: \$16,847.80	The underlying cause of action, Case No. 23, 894-B, was dismissed with prejudice and therefore the Debtors believe they have no liability on account of this claim and as such the claim should be disallowed and expunged in its entirety.
MARSH, DAVID WAYNE 2211 OLD STAGECOACH TRAIL ALPINE CA 91901	2438	8/31/09	09-12082	Priority: \$80,000.00	Based on review of the claim, the claim asserts amounts owed for an unpaid performance bonus for 2008. The Debtors' books and records do not reflect any bonuses due to the claimant. As such, the Debtors hereby object to the claim based on no liability.
MARTIN, CHRISTOPHER C/O JAY DUFRECHON 3365 GRAND VIEW RD EAST HELENA MT 59635	1601	8/26/09	09-12075	Unliquidated	Based on review of the claim, claim is for a workers' compensation claim. Based on the Debtors' books and records, the claim was closed 12/7/2007. As such the debtors object to this claim based on no liability.

IN RE: BUILDING MATERIALS HOLDING CORPORATION, ET AL., CASE NO. 09-12074  
CLAIMS TO BE EXPUNGED AS NO LIABILITY

NAME AND ADDRESS OF CLAIMANT	CLAIM NUMBER	DATE FILED	CASE NO.	AMOUNT AND CLASSIFICATION OF CLAIM	COMMENTS
MICROSTRATEGY SERVICES CORPORATION 1861 INTERNATIONAL DR MCLEAN VA 22102	2143	8/28/09	09-12074	Unsecured: \$1,423.16	Based on review of the Debtors' books and records, no amounts are owing to this claimant. Based on review of supporting documentation filed with the claim, the invoice is not valid. As such, the Debtors object to this claim based on no liability.
PACIFIC POWER ATTN BANKRUPTCY P.O. BOX 25308 SALT LAKE CITY UT 84125	45	7/10/09	09-12074	Unsecured: \$2,022.86	Based on review of the Debtors' books and records, the Debtors have no amounts owing to this Claimant. As such, the Debtors object to this claim based on no liability.
PROFESSIONAL COLLISION 11100 MUKILTEO SPEEDWAY MUKILTEO WA 98275	2315	8/31/09	09-12074	Unsecured: \$4,516.86	Based on review of supporting documentation filed with the claim, the invoice is to WA Botting, 20300 Woodinville Snoh Rd, Woodenville, WA. WA Botting is not one of the Debtors. As such, the Debtors hereby object to the claim based on no liability.
ROA, NICHOLE A 37139 KINGCUP TERRACE PALMDALE CA 93551	2446	8/31/09	09-12077	Unsecured: \$7,500.00	Based on review of supporting documentation filed with the claim, the claim is for a retention bonus. However, the employee left prior to the retention date and, furthermore, signed a separation and release agreement in full and final satisfaction of any and all amounts owed by the Debtors. As such, the debtors object to this claim based on no liability.
SUNBELT INDUSTRIAL TRUCKS INC 1617 TERRE COLONY CT DALLAS TX 75212	1473	8/24/09	09-12075	Unsecured: \$2,214.48	Based on review of the Debtors' books and records, the Debtors have no amounts owing to this Claimant. As such, the Debtors object to this claim based on no liability.
THOMAS D LUNEAU ON BEHALF OF GUILLERMO PALAFOX C/O CASEY, GERRY, SCHENK 110 LAUREL STREET SAN DIEGO CA 92101	706	8/5/09	09-12082	Unsecured: \$95,000.00	This claim was satisfied pursuant to that certain Settlement Agreement and General Released dated 10/19/09 by and between, among others, the claimant and HNR Framing Systems, Inc..

IN RE: BUILDING MATERIALS HOLDING CORPORATION, ET AL., CASE NO. 09-12074  
 CLAIMS TO BE EXPUNGED AS NO LIABILITY

NAME AND ADDRESS OF CLAIMANT	CLAIM NUMBER	DATE FILED	CASE NO.	AMOUNT AND CLASSIFICATION OF CLAIM	COMMENTS
TYERS CONTRACTING, INC. 24215 N. 14TH STREET PHOENIX AZ 85024	1155	8/14/09	09-12084	Unsecured: \$83,698.71	Claim has been satisfied pursuant to a check from Chanen Construction, Inc., and the claimant filed a final release and waiver dated 12/2/2009. As such, the Debtors object to this claim based on no liability.
WENDELL WILLIAMS 159 SYCAMORE VALLEY RD CHICO CA 95973	903	8/10/09	09-12077	Unsecured: \$9,250.00	Based on review of the Debtors' books and records, there is no outstanding amounts due. As such, the Debtors object to the claim based on no liability.
WILLIAM E FUCHS PO BOX 57 CHESTER ID 83421	2171	8/28/09	09-12075	Priority: \$105.00 Unsecured: \$8,395.00	Based on review of the claim, the claim asserts amounts owed for unpaid wages and sales commissions. The Debtors' books and records do not reflect any wages or sales commission due to the claimant. As such, the Debtors object to the claim based on no liability.
WILLIAMS SCOTSMAN, INC 8211 TOWN CENTER DR BALTIMORE MD 21236	1571	8/17/09	09-12075	Unsecured: \$26.62	Based on review of the Debtors' books and records, the claimant owes the Debtors \$1,022.32, an amount in excess of the filed proof of claim. As such, the Debtors object to this claim based on no liability.