

**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>Objection Deadline: April 12, 2010 at 4:00 p.m. (ET)</b>
	)	<b>Hearing Date: April 19, 2010 at 2:00 p.m. (ET)</b>

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

Building Materials Holding Corporation and its affiliates, as reorganized debtors (collectively, the “Reorganized Debtors”), hereby submit this objection (the “Objection”), 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”), to each of the claims (the “Disputed Claims”) listed on Exhibits A1, A2, B, C, D and E to the proposed form of order (the “Proposed Order”) attached hereto as Exhibit 2,<sup>2</sup> and request the entry of an order reassigning, modifying or disallowing and expunging in full each of the Disputed Claims,

<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> The Reorganized Debtors do not object to any claims listed on the exhibits to the Proposed Order that are identified as “Surviving Claims,” and the term “Disputed Claims” as used herein does not include such “Surviving Claims.”

as indicated in further detail below and on Exhibits A1, A2, B, C, D and E to the Proposed Order. In support of this Objection, the Reorganized Debtors rely on the Declaration of Paul S. Street in Support of the Reorganized Debtors' Sixteenth Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1 (the "Street Declaration"), a copy of which is attached hereto as Exhibit 1. In further support, the Reorganized Debtors respectfully represent as follows:

### **JURISDICTION AND VENUE**

1. This Court has jurisdiction to consider this Objection pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief requested herein are section 502(b) of the Bankruptcy Code, along with Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1.

### **BACKGROUND**

2. On June 16, 2009 (the "Petition Date"), each of the now Reorganized Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the "Chapter 11 Cases"). The Reorganized Debtors continue to operate their businesses and manage their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner has been made in the Chapter 11 Cases. On July 26, 2009, the Office of the United States Trustee (the "U.S. Trustee") appointed the official committee of unsecured creditors.

3. The Reorganized Debtors are one of the largest providers of residential building products and construction services in the United States. The Reorganized Debtors distribute building materials, manufacture building components (e.g., millwork, floor and roof

trusses, and wall panels), and provide construction services to professional builders and contractors through a network of 31 distribution facilities, 43 manufacturing facilities, and five regional construction services facilities.

4. The Reorganized Debtors operate under two brand names: BMC West® and SelectBuild®.

- ***BMC West.*** Under the BMC West brand, the Reorganized Debtors market and sell building products, manufacture building components, and provide construction services to professional builders and contractors. Products include structural lumber and building materials purchased from manufacturers, as well as manufactured building components such as millwork, trusses, and wall panels. Construction services include installation of various building products and framing. The Reorganized Debtors currently offer these products and services in major metropolitan markets in Texas, Washington, Colorado, Idaho, Utah, Montana, North Carolina, California, and Oregon.
- ***SelectBuild.*** Under the SelectBuild brand, the Reorganized Debtors offer integrated construction services to production homebuilders, as well as commercial and multi-family builders. Services include wood framing, concrete services, managing labor and construction schedules, and sourcing materials. The Reorganized Debtors currently offer these services in major metropolitan markets in California, Arizona, Nevada and Illinois.

5. On the Petition Date, the now Reorganized Debtors filed their proposed chapter 11 plan (as amended and/or supplemented, the “Plan”) and accompanying disclosure statement (as amended and/or supplemented, the “Disclosure Statement”). The Reorganized Debtors filed amended versions of the Plan and Disclosure Statement since that time. The Court approved the Disclosure Statement by order entered on October 22, 2009.

6. On December 17, 2009, the Court entered the 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] (the “Confirmation”).

Order”) confirming the Plan. The Effective Date (as defined in the Plan) of the Plan occurred on January 4, 2010.

### **BAR DATE AND PROOFS OF CLAIM**

7. On June 17, 2009, this Court entered an order [Docket No. 53] appointing The Garden City Group, Inc. (“GCG”) as the claims and noticing agent in these chapter 11 cases. GCG is authorized to maintain (i) all proofs of claim filed against the now Reorganized Debtors in these bankruptcy proceedings and (ii) an official claims register by docketing all proofs of claim in a claims database containing, among other things, information regarding the name and address of each claimant, the date the proof of claim was received by GCG, the claim number assigned to the proof of claim and the asserted amount and classification of the claim.

8. On July 16, 2009, this Court entered an order [Docket No. 248] (the “Bar Date Order”) (i) establishing August 31, 2009 at 4:00 p.m. (prevailing Eastern Time) (the “General Bar Date”) as the final date and time for filing proofs of claim against the now Reorganized Debtors’ estates on account of claims arising, or deemed to have arisen, pursuant to section 501(d) of the Bankruptcy Code prior to the Petition Date, and (ii) approving the form and manner of notice of the General Bar Date. Therein, the Court also established December 16, 2009 at 4:00 p.m. (prevailing Eastern Time) (the “Government Bar Date”) as the final date and time for any governmental unit to file proofs of claims against the now Reorganized Debtors’ estates on account of claims (whether secured, unsecured priority or unsecured non-priority) that arose prior to or on the Petition Date.

9. Additionally, pursuant to the Bar Date Order, any entity asserting a claim against the now Reorganized Debtors’ estates in connection with the Reorganized Debtors’ rejection of an executory contract and/or unexpired lease under section 365 of the Bankruptcy

Code (a “Rejection Damages Claim”) prior to the confirmation of a chapter 11 plan was required to file a proof of claim on or before the later of (i) the General Bar Date or (ii) 4:00 p.m. (prevailing Eastern Time) on the date that is thirty (30) days after entry of an order approving the rejection of such executory contract and/or unexpired lease pursuant to which the entity asserting the Rejection Damages Claim is a party (the “Rejection Bar Date,” and together with the General Bar Date and the Government Bar Date, the “Bar Date”).

10. Pursuant to the Confirmation Order and section 6.3 of the Plan, any entity asserting a Rejection Damages Claim against the Reorganized Debtors’ estates in connection with the Reorganized Debtors’ rejection of an executory contract and/or unexpired lease pursuant to the Plan or the Confirmation Order was required to file a proof of claim on or before thirty (30) days from the Effective Date.

11. Pursuant to the Bar Date Order, actual notice of the Bar Date was sent to (i) all known entities holding potential prepetition claims and their counsel (if known); (ii) all parties that have requested notice in these cases; (iii) all equity security holders; (iv) the U.S. Trustee; (v) the Securities and Exchange Commission; and (vi) all taxing authorities for the jurisdictions in which the Debtors do business. In addition, notice of the Bar Date was published in the national edition of the *Wall Street Journal* and local editions of *LA Times*, *Sun-Sentinel*, *Miami Herald*, *Impacto USA*, *Las Vegas Review-Journal*, *El Tiempo*, *Arizona Republic*, and *Prensa Hispana*. Affidavits of service and publication [Docket Nos. 296, 366-68, 411, 498-501, and 524] confirming such actual notice and publication of the Bar Date have been filed with this Court.

## RELIEF REQUESTED

12. By this Objection, the Reorganized Debtors request the Court to enter an order, pursuant to section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1, reassigning, modifying or disallowing and expunging in full each of the Disputed Claims, as indicated in further detail below and Exhibits A1, A2, B, C, D and E to the Proposed Order.

13. In accordance with Local Rule 3007-1(e)(i)(E), the Reorganized Debtors believe that this Objection complies in all respects with Local Rule 3007-1.

## OBJECTION

### **A. Wrong Debtor Claims**

14. The claims listed on Exhibits A1 and A2 to the Proposed Order (the “Wrong Debtor Claims”) were filed by the applicable claimant against certain now Reorganized Debtors under the case numbers listed under the heading titled “Objectionable Claim” on Exhibits A1 and A2. Also, some of the claimants asserting the Wrong Debtor Claims failed to list any Reorganized Debtor in their claims. After reviewing their books and records, the Reorganized Debtors believe that they have determined which debtor entity the Wrong Debtor Claims should have been filed against and have listed the new case numbers for the Wrong Debtor Claims under the column titled “Case No. of Reassigned Claim” (the “New Case Number”) on Exhibits A1 and A2. For the Wrong Debtor Claims listed on Exhibit A2, the Reorganized Debtors believe they have determined the specific Reorganized Debtors that certain portions of such claims were intended to have been filed against and have listed a New Case Number and dollar amount for such portions of each Wrong Debtor Claim, under the column titled “Case No. of Reassigned Claim.” The Reorganized Debtors believe that the claimants

asserting the Wrong Debtor Claims listed on Exhibit A1 intended to assert such claims under the respective New Case Numbers assigned to each Wrong Debtor Claim and that the claimants asserting the Wrong Debtor Claims listed on Exhibit A2 intended to assert such claims under the respective New Case Numbers, and in the corresponding amounts, as indicated under the column titled “Case No. of Reassigned Claim.”

15. Failure to properly reassign the Wrong Debtor Claims would result in claims being improperly asserted against the wrong debtor entity. Therefore, to correct the claims register in these chapter 11 cases, the Reorganized Debtors hereby object to the Wrong Debtor Claims, and request entry of an order reassigning them to their respective New Case Numbers, as indicated on Exhibits A1 and A2 to the Proposed Order.

**B. Amended Claims**

16. The claims identified under the column titled “Objectionable Claim” on Exhibit B to the Proposed Order (the “Amended Claims”) have been amended and superseded by subsequently-filed proofs of claim identified under the column titled “Surviving Claim” on Exhibit B (the “Surviving Claims”). The Amended Claims thus no longer represent valid claims against the Reorganized Debtors’ estates.

17. Failure to disallow the Amended Claims will result in the applicable claimants receiving an unwarranted double recovery against the Reorganized Debtors’ estates, to the detriment of other unsecured creditors in these cases. Furthermore, no prejudice will result to the holders of Amended Claims because they will receive the same treatment as other similarly-situated claimants for their Surviving Claims. Accordingly, the Reorganized Debtors hereby object to the Amended Claims and request entry of an order disallowing and expunging in full each of the Amended Claims listed on Exhibit B to the Proposed Order.

**C. Duplicate Claims**

18. The claims identified under the column titled “Objectionable Claim” on Exhibit C to the Proposed Order (the “Duplicate Claims”) are duplicative of the proofs of claim identified under the column titled “Surviving Claim” on Exhibit C. The Reorganized Debtors believe that it was not the intention of the claimants asserting such claims to seek a double recovery against the Reorganized Debtors’ estates. Instead, the filing of Duplicate Claims appears to be a function of claimants filing multiple proof of claim forms on account of a single claim, or filing the same claim with multiple parties (e.g., GCG, the Reorganized Debtors, counsel to the Reorganized Debtors and/or the Clerk of the Court). Regardless of the claimants’ reasons for filing the Duplicate Claims, only one claim should be allowed for each claimant.

19. Failure to disallow the Duplicate Claims will result in the applicable claimant receiving an unwarranted double recovery against the Reorganized Debtors’ estates, to the detriment of other creditors in these cases. Accordingly, the Reorganized Debtors hereby object to the Duplicate Claims and request the Court to enter an order disallowing and expunging in full each of the Duplicate Claims identified on Exhibit C to the Proposed Order.

**D. Insufficient Documentation Claims**

20. The claims listed on Exhibit D to the Proposed Order (the “Insufficient Documentation Claims”) were submitted without sufficient alleged facts or documentation to support the alleged claims. The Insufficient Documentation Claims all have some documentation attached, but such documentation is not adequate to allow the Reorganized Debtors to determine the validity and amount of the claim. Local Rule 3007-1(d)(vi) provides that a debtor may object on a non-substantive basis to a “claim that does not have a basis in the debtor’s books and records and does not include or attach sufficient information or



documentation to constitute prima facie evidence of the validity and amount of the claim, as contemplated by [Bankruptcy Rule] 3001(f).” To comply with the requirements for filing a claim, “a claimant must allege facts sufficient to support a legal basis for the claim. If the assertions in the filed claim meet this standard of sufficiency, the claim is *prima facie* valid pursuant to Rule 3001(f) of the Federal Rules of Bankruptcy Procedure.” In re Planet Hollywood Int’l, 247 B.R. 391, 395 (Bankr. D. Del. 2001).

21. As noted above, the claimants asserting the Insufficient Documentation Claims failed to allege facts sufficient and/or attach documentation sufficient to determine the validity and amount of their claims. Therefore their claims are not *prima facie* valid. See in re Allegheny Int’l, Inc., 954 F.2d 167, 173 (3d Cir. 1992) (“[T]he claimant must allege facts sufficient to support the claim. If the averments in [the claimant’s] filed claim meet this standard of sufficiency, it is ‘*prima facie*’ valid.”). Because the Insufficient Documentation Claims are not *prima facie* valid, the Reorganized Debtors hereby object to these claims and request the Court to enter an order disallowing in full and expunging the Insufficient Documentation Claims identified on Exhibit D to the Proposed Order.

#### **E. Late Filed Claims**

22. The claims listed in Exhibit E to the Proposed Order (the “Late Filed Claims”) were filed after the applicable deadline for submitting such claims had passed. As set forth in the Bar Date Order, the general deadline for filing claims in these chapter 11 cases was August 31, 2009, or, in the case of government units, December 16, 2009. The claims listed in Exhibit E were filed after the applicable bar date, on the date listed under the column labeled “Date Filed.” Therefore, the Reorganized Debtors hereby object to the Late Filed Claims and request entry of an order disallowing in full and expunging such claims.

### **RESERVATION OF RIGHTS**

23. The Reorganized Debtors expressly reserve the right to amend, modify or supplement this Objection, and to file additional objections to any claims filed in these chapter 11 cases, including, without limitation, any and all claims which are the subject of this Objection. In the event the Court determines that the Reorganized Debtors' objections herein to the Insufficient Documentation Claims are more properly characterized as substantive (as opposed to non-substantive) objections, the Reorganized Debtors reserve any and all rights to amend, modify or supplement their objections to any and all such claims.

### **NOTICE**

24. Notice of this Objection will be provided to: (i) the U.S. Trustee; (ii) counsel to Wells Fargo Bank, as agent under the now Reorganized Debtors' Prepetition Credit Agreement and DIP Facility (as defined in the Plan); (iii) DK Acquisition Partners, L.P.; (iv) Wells Fargo Foothill, LLC; (v) claimants whose Disputed Claims are subject to this Objection; and (vi) all parties entitled to notice under Local Rule 2002-1(b). In light of the nature of the relief requested herein, the Reorganized Debtors submit that no other or further notice is necessary.

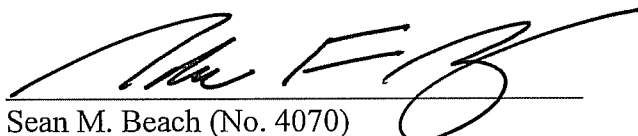
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**CONCLUSION**

WHEREFORE, the Reorganized Debtors respectfully request the Court to enter an order, substantially in the form attached hereto as Exhibit 2, sustaining this Objection in all respects and granting such other and further relief as the Court deems just and proper.

Dated: Wilmington, Delaware  
March 18, 2010

YOUNG CONAWAY STARGATT & TAYLOR, LLP



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ATTORNEYS FOR THE REORGANIZED DEBTORS

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

<b>In re:</b>	)	<b>Chapter 11</b>
	)	
<b>BUILDING MATERIALS HOLDING CORPORATION, et al.,<sup>1</sup></b>	)	<b>Case No. 09-12074 (KJC)</b>
	)	
<b>Reorganized Debtors.</b>	)	<b>Jointly Administered</b>
	)	
	)	<b>Objection Deadline: April 12, 2010 at 4:00 p.m. (ET)</b>
	)	<b>Hearing Date: April 19, 2010 at 2:00 p.m. (ET)</b>

**NOTICE OF REORGANIZED DEBTORS' SIXTEENTH  
OMNIBUS (NON-SUBSTANTIVE) OBJECTION TO CLAIMS  
PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY CODE,  
BANKRUPTCY RULES 3003 AND 3007 AND LOCAL RULE 3007-1**

TO: (I) THE U.S. TRUSTEE; (II) COUNSEL TO WELLS FARGO BANK, AS AGENT UNDER THE REORGANIZED DEBTORS' PREPETITION CREDIT AGREEMENT AND DIP FACILITY; (III) DK ACQUISITION PARTNERS, L.P.; (IV) WELLS FARGO FOOTHILL, LLC; (V) CLAIMANTS WHOSE DISPUTED CLAIMS ARE SUBJECT TO THIS OBJECTION; AND (VI) ALL PARTIES ENTITLED TO NOTICE UNDER RULE 2002-1(b) OF THE LOCAL RULES OF BANKRUPTCY PRACTICE AND PROCEDURE FOR THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

**PLEASE TAKE NOTICE** that the above-captioned reorganized debtors (collectively, the "Reorganized Debtors") have filed the attached **Reorganized Debtors' Sixteenth Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1** (the "Objection").

**PLEASE TAKE FURTHER NOTICE** that any responses (each, a "Response") to the attached Objection must be filed with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801 on or before **4:00 p.m (ET) on April 12, 2010** (the "Response Deadline"). At the same

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<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.

time, you must also serve a copy of any Response upon the undersigned counsel to the Reorganized Debtors so that the Response is received on or before the Response Deadline.

**PLEASE TAKE FURTHER NOTICE** that any Response must contain, at a minimum, the following:

- (a) a caption setting forth the name of the Bankruptcy Court, the case number and the title of the Objection to which the Response is directed;
- (b) the name of the claimant and description of the basis for the amount of the Disputed Claim, if applicable;
- (c) a concise statement setting forth the reasons why the Disputed Claim should not be disallowed or modified for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which the responding party will rely in opposing the Objection;
- (d) all documentation or other evidence of the Disputed Claim or assessed value, to the extent not included with the proof of claim previously filed with the Bankruptcy Court, upon which the responding party will rely in opposing the Objection at the hearing;
- (e) the address(es) to which the Reorganized Debtors must return any reply to the Response, if different from that presented in the Disputed Claim; and
- (f) the name, address and telephone number of the person (which may be the claimant or its legal representative) possessing ultimate authority to reconcile, settle or otherwise resolve the Disputed Claim or Response on behalf of the responding party.

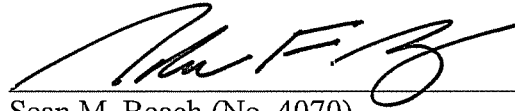
**PLEASE TAKE FURTHER NOTICE THAT A HEARING ON THE OBJECTION WILL BE HELD ON APRIL 19, 2010 AT 2:00 P.M. (ET) BEFORE THE HONORABLE KEVIN J. CAREY AT THE BANKRUPTCY COURT, 824 MARKET STREET, 5TH FLOOR, COURTROOM NO. 5, WILMINGTON, DELAWARE 19801.**

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**PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO RESPOND ON OR BEFORE THE RESPONSE DEADLINE, THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED IN THE OBJECTION WITHOUT FURTHER NOTICE OR A HEARING.**

Dated: Wilmington, Delaware  
March 18, 2010

YOUNG CONAWAY STARGATT & TAYLOR, LLP



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ATTORNEYS FOR THE REORGANIZED DEBTORS

**EXHIBIT 1**

Street Declaration

**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>

**DECLARATION OF PAUL S. STREET IN SUPPORT OF THE REORGANIZED DEBTORS' SIXTEENTH OMNIBUS (NON-SUBSTANTIVE) OBJECTION TO CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY CODE, BANKRUPTCY RULES 3003 AND 3007 AND LOCAL RULE 3007-1**

I, PAUL S. STREET, pursuant to 28 U.S.C. § 1746, hereby declare:

1. I am the Chief Executive Officer of Building Materials Holding Corporation, a corporation organized under the laws of the State of Delaware and one of the above-captioned reorganized debtors (collectively, the "Reorganized Debtors"). In this capacity I am familiar with the Reorganized Debtors' day-to-day operations, businesses, financial affairs and books and records.

2. In this capacity, I am one of the individuals primarily responsible for overseeing the claims reconciliation and objection process in the Reorganized Debtors' chapter 11 cases. I have read the Reorganized Debtors' Sixteenth Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007, and Local

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<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.



Rule 3007-1 (the “Objection”),<sup>2</sup> and am directly, or by and through my personnel or agents, familiar with the information contained therein, the proposed form of order (the “Proposed Order”) and the exhibits attached thereto. I am authorized to execute this Declaration on behalf of the Reorganized Debtors.

3. Considerable resources and time have been expended in reviewing and reconciling the proofs of claim filed or pending against the now Reorganized Debtors in these cases. The claims were carefully reviewed and analyzed in good faith utilizing due diligence by the appropriate personnel, including the Reorganized Debtors’ claims agent, The Garden City Group, Inc. (“GCG”). These efforts resulted in the identification of the “Wrong Debtor Claims,” “Amended Claims,” “Duplicate Claims,” “Insufficient Documentation Claims,” and “Late Filed Claims,” as defined in the Objection and identified respectively on Exhibits A1, A2, B, C, D and E to the Proposed Order, respectively.

4. The information contained in Exhibits A1, A2, B, C, D and E to the Proposed Order is true and correct to the best of my knowledge, information and belief.

5. The Reorganized Debtors have determined based upon a review of the claims docket and their books and records that the parties asserting the claims identified on Exhibits A1 and A2 to the Proposed Order either asserted such claims against the wrong Reorganized Debtors or against no Reorganized Debtor entity. Accordingly, to correct the claims register and prevent the applicable claimant from receiving a recovery from the wrong Reorganized Debtor, the Reorganized Debtors seek to reassign the Wrong Debtor Claims to the appropriate debtor entity

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

and, if applicable, in their modified amounts as outlined on Exhibits A1 and A2 to the Proposed Order.

6. The Reorganized Debtors have further determined based upon a review of the claims docket that the claims identified on Exhibit B to the Proposed Order have been amended and superseded by subsequently filed claims. Accordingly, to prevent the claimants from receiving an unwarranted recovery on the basis of a claim that has been amended and superseded, the Reorganized Debtors seek to expunge and disallow in full the Amended Claims listed on Exhibit B to the Proposed Order.

7. The Reorganized Debtors have further determined based upon a review of the claims docket in these chapter 11 cases that the claims identified on Exhibit C to the Proposed Order are duplicative of other claims filed in these chapter 11 cases. Accordingly, to prevent the claimants from receiving potential double recoveries against the Reorganized Debtors' estates based on the filing of two separate but identical proofs of claim, the Reorganized Debtors seek to expunge and disallow in full the Duplicate Claims listed on Exhibit C to the Proposed Order.


8. The Reorganized Debtors have further determined based upon a review of the claims docket in these cases and the claims identified on Exhibit D to the Proposed Order that such claims were filed without sufficient supporting documentation and/or failed to allege facts sufficient to support the validity and amount claimed therein. The Reorganized Debtors have made reasonable efforts to reconcile each of the Insufficient Documentation Claims against their books and records and believe that these claims do not provide *prima facie* evidence of the validity and amount of the claim. Consequently, the Reorganized Debtors seek to expunge and disallow in full the Insufficient Documentation Claims listed in Exhibit D to the Proposed Order.

9. The Reorganized Debtors have further determined based upon a review of the claims docket and the claims identified on Exhibit E to the Proposed Order that these claims have been filed after the applicable deadline for filing such claims had passed, as provided for in the Bar Date Order or the Confirmation Order, as applicable. Accordingly, the Reorganized Debtors seek to expunge and disallow in full the Late Filed Claims listed in Exhibit E to the Proposed Order.

*Signature page follows*

I declare under penalty of perjury under the laws of the United States of America  
that the foregoing is true and correct to the best of my knowledge, information and belief.

Executed on March 18, 2010

  
\_\_\_\_\_  
Paul S. Street

**EXHIBIT 2**

Proposed Order

**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 No. _____</b>
	)	

**ORDER SUSTAINING REORGANIZED DEBTORS' SIXTEENTH  
OMNIBUS (NON-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 sixteenth omnibus (non-substantive) objection (the “Objection”)<sup>2</sup> of the above-captioned reorganized debtors (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”), reassigning, modifying or disallowing and expunging in full each of the Disputed Claims identified on Exhibits A1, A2, B, C, D and E attached hereto; and it appearing that due and sufficient notice of the Objection has been given under the circumstances;

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<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.

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.
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 A1 are hereby reassigned to the New Case Numbers as indicated on Exhibit A1.
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 A2 are hereby reassigned to the New Case Numbers in the specific amounts identified in the column titled "Case No. of Reassigned Claim" as indicated on Exhibit A2.
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 Exhibits B, C, D and E attached hereto are hereby disallowed and expunged in their entirety.
5. 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.
6. 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.

7. 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  
April \_\_\_\_\_, 2010

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Kevin J. Carey  
Chief United States Bankruptcy Judge



**EXHIBIT A1**

Wrong Debtor Claims

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

OBJECTIONABLE CLAIM				REASSIGNED CLAIM		
NAME AND ADDRESS OF CLAIMANT	CLAIM NUMBER	DATE FILED	CASE NO.	AMOUNT AND CLASSIFICATION OF CLAIM	CASE NO. OF REASSIGNED CLAIM	REASON FOR REASSIGNMENT
DAL TILE DISTRIBUTION INC. 7834 CF HAWN FRWY DALLAS, TX 75217	2412	8/31/2009	Blank	Unsecured: \$9,492.72	09-12075	Based on review of the Debtors' books and records, claim should be against BMC West Corporation.
FLORENCE MANUFACTURING CORP ATTN: DAVE PARKER, CREDIT MGR 5935 CORPORATION DRIVE MANHATTAN, KS 66503	201	7/31/2009	Blank	Unsecured: \$9,673.84	09-12075	Based on review of the Debtors' books and records, claim should be against BMC West Corporation.
GECITS DBA IKON FINANCIAL SVCS AS AUTH SVCING AGNT OF BANC OF AMERICA & LEASING CAPITAL LLC ATTN: BANKRUPTCY ADMIN PO BOX 13708 MACON, GA 31208	2729	10/9/2009	09-12074	Unsecured: \$8,482.76	09-12084	Based on review of supporting documentation filed with the Claim, the claim should be against SelectBuild Arizona, LLC.
MAC ARTHUR CO 2400 WYCLIFF ST ST PAUL, MN 55114	33	7/1/2009	09-12074	Unsecured: \$33,475.81	09-12075	Based on review of the Debtors' books and records, claim should be against BMC West Corporation.
MW LLC C/O JEFFER MANGELS BUTLER & MARMARO LLP ATTN: MARTY TAYLOR 695 TOWN CENTER DRIVE SUITE 230 COSTA MESA, CA 92626	633	8/4/2009	09-12062	Unsecured: \$263,269.49	09-12076	Based on review of the Debtors' books and records, claim should be against SelectBuild Construction, Inc.

**EXHIBIT A2**

Wrong Debtor Claims

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

OBJECTIONABLE CLAIM		REASSIGNED CLAIM		REASON FOR REASSIGNMENT		
NAME AND ADDRESS OF CLAIMANT	CLAIM NUMBER	DATE FILED	CASE NO.	AMOUNT AND CLASSIFICATION OF CLAIM	CASE NO. OF REASSIGNED CLAIM	
DE LAGE LANDEN FINANCIAL SERVICES INC 1111 OLD EAGLE SCHOOL ROAD WAYNE, PA 19087	2161	8/28/2009	09-12074	Unsecured: \$42,846.64	09-12074 \$1,990.56	Based on review of the Debtors' books and records, the claim should be against multiple debtors
					09-12075 \$6,998.46	
					09-12077 \$4,104.12	
					09-12084 \$29,753.5	
FEDEX CUSTOMER INFORMATION SERVICE ASSIGNEE OF FEDEX EXPRESS/FEDEX GROUND ATTN REVENUE RECOVERY/BANKRUPTCY 3665 AIRWAYS BLVD, MODULE G, 3RD FLR MEMPHIS, TN 38116	2411	8/31/2009	09-12074	Unsecured: \$19,222.98	09-12074 \$11,840.98	Based on review of the Debtors' books and records, the claim should be against multiple debtors.
					09-12075 \$5,668.07	
					09-12084 \$142.85	
					09-12076 \$79.46	
					09-12079 \$26.48	
					09-12083 \$17.65	
					09-12085 \$9.54	
					09-12081 \$611.47	
					09-12077 \$773.27	
					09-12080 \$53.19	
VERIZON WIRELESS PO BOX 3397 BLOOMINGTON, IL 61702	1291	8/11/2009	09-12074	Unsecured: \$125,688.06	09-12074 \$68,948.86	Based on review of the Debtors' books and records, the claim should be against multiple debtors.
					09-12075 \$40,069.34	
					09-12084 \$3,907.44	
					09-12076 \$1,816.99	
					09-12079 \$1,739.70	
					09-12083 \$3,147.30	
					09-12085 \$1,582.74	
					09-12081 \$255.41	
					09-12077 \$5,440.88	
					09-12080 \$787.40	

**EXHIBIT B**

Amended Claims

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

OBJECTIONABLE CLAIM				SURVIVING CLAIM				
NAME AND ADDRESS OF CLAIMANT	CLAIM NUMBER	DATE FILED	CASE NO.	AMOUNT AND CLASSIFICATION OF CLAIM	CLAIM NUMBER	DATE FILED	CASE NO.	AMOUNT AND CLASSIFICATION OF CLAIM
BELLSOUTH TELECOMMUNICATIONS, INC C/O JAMES GRUDUS ESQ AT&T SERVICES INC ONE AT&T WAY ROOM 3A218 BEDMINSTER, NJ 07921	1001	8/11/2009	09-12074	Unsecured: \$2,744.21	2902	2/17/2010	09-12074	Unsecured: \$2,821.33
EAGLE FOREST PRODUCTS P.O. BOX 141823 IRVING, TX 75014	2874	1/14/2010	09-12075	Secured/Priority: \$38,879.48	2906	3/1/2010	09-12075	Priority: \$38,879.48
GSA HOME ENERGY SOLUTIONS LLC C/O JAMES V HOEFFNER GRAVES DOUGHERTY HEARON & MOODY PC 401 CONGRESS AVE SUITE 2200 AUSTIN, TX 78701	2853	12/18/2009	09-12075	Unsecured: \$1,114,147.60	2899	1/26/2010	09-12075	Unsecured: \$1,114,147.60

**EXHIBIT C**

Duplicate Claims

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

OBJECTIONABLE CLAIM				SURVIVING CLAIM				
NAME AND ADDRESS OF CLAIMANT	CLAIM NUMBER	DATE FILED	CASE NO.	AMOUNT AND CLASSIFICATION OF CLAIM	CLAIM NUMBER	DATE FILED	CASE NO.	AMOUNT AND CLASSIFICATION OF CLAIM
EXPRESS FLEET SERVICE PO BOX 38492 HOUSTON, TX 38492	1478	8/24/2009	09-12075	Unsecured: \$574.15	1480	8/24/2009	09-12075	Unsecured: \$574.15
HELLGATE TOOL REPAIR 2006 NORTH AVE W MISSOULA, MT 59801	1120	8/14/2009	09-12075	Unsecured: \$718.00	391	8/3/2009	09-12075	Unsecured: \$718.00
NORTH PARK LLC EJM DEVELOPMENT 9061 SANTA MONICA BLVD LOS ANGELES, CA 90069	2897	1/28/2010	09-12083	Unsecured: \$161,177.00	2592	8/31/2009	09-12083	Unsecured: \$91,448.00
VINCENT E RHYNES 1514 W MANCHESTER AVE #5 LOS ANGELES, CA 90047	2894	1/14/2010	09-12074	Blank	109	7/17/2009	09-12074	Claim previously expunged pursuant to Court order



**EXHIBIT D**

Insufficient Documentation Claims

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

NAME AND ADDRESS OF CLAIMANT	CLAIM NUMBER	DATE FILED	AMOUNT AND CLASSIFICATION OF CLAIM	CASE NO.	COMMENTS
DE YOUNG COMMUNITIES, INC. C/O PAMELA HELMER, ESQ. ROGER SCOTT & HELMER, LLP 1001 MARSHALL STREET, STE 400 REDWOOD CITY, CA 94063	2420	8/31/2009	Unsecured: \$1,561,454	09-12075	Based on review of the Debtors' books and records, there is no amount owing to this claimant and the claimant has provided insufficient documentation to support the claim. As such, the debtors object to this claim.
SOUTHWEST MANAGEMENT INC ATTN: DAVID I SUNKIN & THEODORE A COHEN SHEPPARD MULLIN RICHTER & HAMPTON LLP 333 S HOPE ST 43RD FL LOS ANGELES, CA 90071	2910	3/2/2010	Unsecured: \$1,299,407.50	09-12079	Based on review of the Debtors' books and records, there is no amount owing to this claimant and the claimant has provided insufficient documentation to support the claim. As such, the debtors object to this claim.
SOUTHWEST MANAGEMENT INC ATTN: DAVID I SUNKIN & THEODORE A COHEN SHEPPARD MULLIN RICHTER & HAMPTON LLP 333 S HOPE ST 43RD FL LOS ANGELES, CA 90071	2911	3/2/2010	Unsecured: \$1,299,407.50	09-12076	Based on review of the Debtors' books and records, there is no amount owing to this claimant and the claimant has provided insufficient documentation to support the claim. As such, the debtors object to this claim.

**EXHIBIT E**

Late Filed Claims

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

<b>NAME AND ADDRESS OF CLAIMANT</b>	<b>CLAIM NUMBER</b>	<b>DATE FILED</b>	<b>AMOUNT AND CLASSIFICATION OF CLAIM</b>	<b>CASE NO.</b>
CITY OF EL PASO DAVID G AELVOET LINEBARGER GOGGAN BLAIR & SAMPSON LLP 711 NANARRO SUITE 300 SAN ANTONIO, TX 78205	2908	2/18/2010	Secured: \$28,829.43	09-12075
COMED BANKRUPTCY SECTION/REVENUE MANAGEMENT 2100 SWIFT DR OAKBROOK, IL 60523	2909	2/22/2010	Unsecured: \$905.07	09-12074
DAVID A BRADY 1416 SHUKAR CT IRVING, TX 75061	2907	2/23/2010	Priority: \$1,560	09-12074
EMPIRE BUILDING MATERIALS P.O. BOX 220 BOZEMAN, MT 59771	2904	2/20/2010	Unsecured: \$21,202.04	09-12075
ESQUIVEL DIAZ 56523 DESERT CACTUS APT 9 THERMAL, CA 92274	2905	2/23/2010	Blank	09-12076
RAVELO, ALEJANDRO N 245 S 45TH ST SAN DIEGO, CA 92113	2903	2/19/2010	Priority: \$12,816	09-12079
SALAYANDIA, FERNANDO 4264 N. 68TH LANE #4264 PHOENIX, AZ 85033	2901	2/13/2010	Secured/Priority: \$1,600	09-12084