

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

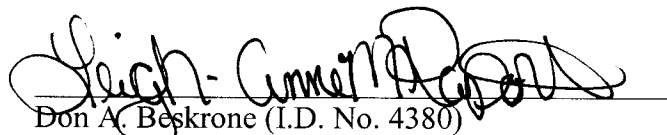
In re:)	Chapter 11
)	
BUILDING MATERIALS HOLDING)	Case No. 09-12074 (KJC)
CORPORATION, <u>et al.</u> , ¹)	
)	(Jointly Administered)
Reorganized Debtors.)	
)	Related Docket No. 1592

**NOTICE OF SUBMISSION OF PROOF OF CLAIM IN CONNECTION
WITH THE COMBINED ORDER GRANTING (I) MOTION OF WEIS
BUILDERS, INC. FOR ENTRY OF AN ORDER ENLARGING THE CLAIMS
BAR DATE AND (II) MODIFYING THE PLAN INJUNCTION**

PLEASE TAKE NOTICE that on June 9, 2010, Weis Builders, Inc. ("Weis") caused to be delivered to The Garden City Group, Inc., an original copy of its proof of claim, along with the attached addendum (the "Weis Proof of Claim"), in compliance with the *Combined Order Granting (I) Motion of Weis Builders, Inc. for Entry of an Order Enlarging the Claims Bar Date and (II) Modifying the Plan Injunction* [Docket No. 1592]. A copy of the Weis Proof of Claim is attached hereto as **Exhibit A**.

June 10, 2010
Wilmington, Delaware

ASHBY & GEDDES, P.A.



Don A. Beskrone (I.D. No. 4380)
Leigh-Anne M. Raport (I.D. No. 5055)
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P.O. Box 1150
Wilmington, DE 19899
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Facsimile: (302) 654-2067
Counsel to Weis Builders, Inc.

¹ The Debtors consist of the following 12 entities: Building Materials Holding Corporation, BMC West Corporation, SelectBuild Construction, Inc., SelectBuild Northern California, Inc., Illinois Framing, Inc., C Construction, Inc., TWF Construction, Inc., H.N.R. Framing Systems, Inc., SelectBuild Southern California, Inc., SelectBuild Nevada, Inc., SelectBuild Arizona, LLC, and SelectBuild Illinois, LLC.

EXHIBIT A

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE				PROOF OF CLAIM	
<p>Name of Debtor (Check Only One): <input checked="" type="checkbox"/> Building Materials Holding Corporation <input type="checkbox"/> BMC West Corporation <input type="checkbox"/> SelectBuild Construction, Inc. <input type="checkbox"/> SelectBuild Northern California, Inc. <input type="checkbox"/> Illinois Framing, Inc. <input type="checkbox"/> C Construction, Inc.</p> <p>Case No. 09-12074 09-12075 09-12076 09-12077 09-12078 09-12079</p> <p>Name of Debtor <input type="checkbox"/> TWF Construction, Inc. <input type="checkbox"/> H.N.R. Framing Systems, Inc. <input type="checkbox"/> SelectBuild Southern California, Inc. <input type="checkbox"/> SelectBuild Nevada, Inc. <input type="checkbox"/> SelectBuild Arizona, LLC <input type="checkbox"/> SelectBuild Illinois, LLC</p> <p>Case No. 09-12080 09-12081 09-12082 09-12083 09-12084 09-12085</p>				<p>Your Claim Is Scheduled As Follows:</p>	
<p>NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case, except for purposes of asserting an administrative expense under 11 U.S.C. § 503(b)(9) (see Item 6 below). All other requests for payment of an administrative expense should be filed pursuant to 11 U.S.C. § 503.</p>					
<p>Name of Creditor (the person or other entity to whom the Debtor owes money or property): Weis Builders, Inc.</p>		<p><input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.</p>		<p>If an amount is identified above, you have a claim scheduled by one of the Debtors as shown. Please review the Bar Date Notice to determine whether you must file a proof of claim to preserve your rights. The Bar Date Notice is available online at www.bmhcrestructuring.com or upon request at the address on the back of this form.</p> <p>THIS SPACE IS FOR COURT USE ONLY</p>	
<p>Name and address where notices should be sent: Tonya MacBeth Burch & Cracchiolo, P.A. P.O. Box 16882 Phoenix, Arizona 85011 Telephone number: (602) 274-7611 Email Address: tmacbeth@bcattorneys.com</p>		<p>Court Claim Number: _____ (If known)</p> <p>Filed on: _____</p>			
<p>Name and address where payment should be sent (if different from above):</p>		<p><input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.</p> <p><input type="checkbox"/> Check this box if you are the Debtor or trustee in this case.</p>			
<p>Telephone number:</p>					
<p>1. Amount of Claim as of Date Case Filed: no less than <u>700,000.00</u></p> <p>If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5. If your claim is asserted pursuant to 11 U.S.C. § 503(b)(9), complete item 6.</p> <p><input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.</p>				<p>5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.</p>	
<p>2. Basis for Claim: <u>Construction litigation defect. See Attached Addendum to Proof of Claim.</u> (See instruction #2 on reverse side.)</p>				<p>Specify the priority of the claim.</p> <p><input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).</p> <p><input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950) earned within 180 days before filing of the bankruptcy petition or cessation of the Debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4).</p> <p><input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).</p> <p><input type="checkbox"/> Up to \$2,425 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7).</p> <p><input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).</p> <p><input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____). [Note: Do not include Section 503(b)(9) Claims here.]</p>	
<p>3. Last four digits of any number by which creditor identifies Debtor: <u>N/A</u></p> <p>3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.)</p>					
<p>4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.</p> <p>Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Equipment <input checked="" type="checkbox"/> Other Describe: _____</p> <p>Value of Property: \$ _____ Annual Interest Rate _____ %</p> <p>Amount of arrearage and other charges as of time case filed included in secured claim, If any: \$ _____ Basis for perfection: _____</p> <p>Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____</p>					
<p>6. Claim Pursuant to 11 U.S.C. § 503(b)(9): Indicate the amount of your claim arising from your provision of goods sold to a Debtor in the ordinary course of the Debtor's business in the 20 days before June 16, 2009: Attach documentation supporting such claim. \$ _____</p>					
<p>7. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.</p>					
<p>8. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements or running accounts, contracts, judgments, mortgages and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction #8 and definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.</p> <p>If the documents are not available, please explain in an attachment.</p>				<p>Amount entitled to priority: \$ _____</p>	
<p>Date: <u>6/9/10</u></p>		<p>Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.</p> <p><i>Leonard L. Burrridge</i> Leonard L. Burrridge, General Counsel to Weis Builders, Inc.</p>		<p>FOR COURT USE ONLY</p>	

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules. The attorneys for the Debtors and their court-appointed claims agent are not authorized and are not providing you with any legal advice.

PLEASE SEND YOUR ORIGINAL, COMPLETED PROOF OF CLAIM AS FOLLOWS: IF BY MAIL: THE GARDEN CITY GROUP, INC., ATTN: BUILDING MATERIALS HOLDING CORPORATION, P.O. BOX 9393, DUBLIN, OH 43017-4293. IF BY HAND OR OVERNIGHT COURIER: THE GARDEN CITY GROUP, INC., ATTN: BUILDING MATERIALS HOLDING CORPORATION, 5151 BLAZER PARKWAY, SUITE A, DUBLIN, OH 43017. ANY PROOF OF CLAIM SUBMITTED BY FACSIMILE OR E-MAIL WILL NOT BE ACCEPTED.

THE GENERAL BAR DATE IN THESE CHAPTER 11 CASES IS AUGUST 31, 2009 AT 5:00 P.M. (PREVAILING EASTERN TIME).
THE GOVERNMENTAL BAR DATE IN THESE CHAPTER 11 CASES IS DECEMBER 16, 2009 AT 5:00 P.M. (PREVAILING EASTERN TIME).

Court, Name of Debtor, and Case Number:

These chapter 11 cases were commenced in the United States Bankruptcy Court for the District of Delaware on June 16, 2009. You should select the Debtor against which you are asserting your claim.

A SEPARATE PROOF OF CLAIM FORM MUST BE FILED AGAINST EACH DEBTOR AGAINST WHICH THE CREDITOR HOLDS OR ASSERTS A CLAIM.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. Please provide us with a valid email address. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor as of June 16, 2009. Follow the instructions concerning whether to complete items 4, 5 and/or 6. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if the trustee or another party in interest files an objection to your claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the Debtor's account or other number used by the creditor to identify the Debtor.

3a. Debtor May Have Scheduled Account As:

Use this space to report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the Debtor.

4. Secured Claim:

Check the appropriate box and provide the requested information if the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See DEFINITIONS, below.) State the type and the value of property that secures the claim, attach copies of lien documentation, and state annual interest rate and the amount past due on the claim as of the date of the bankruptcy filing.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. § 507(a):

If any portion of your claim falls in one or more of the listed categories, check the appropriate box(es) and state the amount entitled to priority. (See DEFINITIONS, below.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Claim Pursuant to 11 U.S.C. § 503(b)(9):

Indicate the amount of your claim arising from your provision of goods to a Debtor in the ordinary course of the Debtor's business in the 20 days before June 16, 2009. Attach documentation supporting such claim.

7. Credits:

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the Debtor credit for any payments received toward the debt.

8. Documents:

Attach to this proof of claim form redacted copies documenting the existence of the debt and of any lien securing the debt. You may also attach a summary. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary. FRBP 3001(c) and (d). If the claim is based on the delivery of health care goods or services, see instruction #2. Do not send original documents, as attachments may be destroyed after scanning.

Date and Signature:

The person filing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2), authorizes courts to establish local rules specifying what constitutes a signature. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. Attach a complete copy of any power of attorney. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS

Debtor

A Debtor is the person, corporation, or other entity that has filed a bankruptcy case.

Creditor

A creditor is the person, corporation, or other entity owed a debt by the Debtor on the date of the bankruptcy filing.

Claim

A claim is the creditor's right to receive payment on a debt that was owed by the Debtor on the date of the bankruptcy filing. See 11 U.S.C. § 101(5). A claim may be secured or unsecured.

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the Debtor on the date of the bankruptcy filing. The creditor must file the form with The Garden City Group, Inc. as described in the instructions above and in the Bar Date Notice.

Secured Claim Under 11 U.S.C. § 506(a)

A secured claim is one backed by a lien on property of the Debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a Debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien. A claim also may be secured if the creditor owes the Debtor money (has a right to setoff).

Section 503(b)(9) Claim

A Section 503(b)(9) claim is a claim for the value of any goods received by the Debtor within 20 days before the date of commencement of a bankruptcy case in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business.

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

Claim Entitled to Priority Under 11 U.S.C. § 507(a)

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor should redact and use only the last four digits of any social-security, individual's tax-identification, or financial-account number, all but the initials of a minor's name and only the year of any person's date of birth.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

INFORMATION

Acknowledgment of Filing of Claim

To receive acknowledgment of your filing from The Garden City Group, Inc., please provide a stamped self-addressed envelope and a copy of this proof of claim when you submit the original claim to The Garden City Group, Inc.

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the Debtor. These entities do not represent the bankruptcy court or the Debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.), and any applicable orders of the bankruptcy court.

ADDENDUM TO PROOF OF CLAIM

1. This Proof of Claim (the "Claim") is filed by, and on behalf of, Weis Builders, Inc. ("Weis" or "Claimant"). Claimant hereby asserts this Claim against Building Materials Holding Corporation., et al. (the "Debtors") pursuant to the Notice of Entry of Bar Date Order Establishing Deadlines for Filing Proofs of Claim Against the Debtors (Including Claims Pursuant to Bankruptcy Code § 503(b)(9)) (D.I. No. 296) (the "Bar Date Notice").

2. The Combined Order Granting (I) Motion of Weis Builders, Inc. for Entry of an Order Enlarging the Claims Bar Date and (II) Modifying the Plan Injunction (D.I. No. 1592) (the "Weis Order") provides that the Claims Bar Date with respect to Weis is enlarged and Weis' Claim against the Debtors shall be deemed timely filed provided that Weis' Claim is filed on or before 14 days after entry of the Weis Order.

3. On July 16, 2009 (the "Petition Date"), the Debtors filed voluntary petitions for relief under chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code").

4. On or about April 28, 2004, Rainbow Vision Santa Fe, LLC ("Rainbow"), as owner, and Weis, as contractor, entered into a contract for construction services for the purpose of development of a retirement community located at 500 Rodeo Road, Santa Fe, New Mexico (the "Project").

5. On February 6, 2007, Rainbow filed an action for breach of contract in the First Judicial District Court of the State of New Mexico for the County of Santa Fe (the "District Court") captioned *Rainbow Vision Santa Fe, LLC v. Weis Builders, Inc., et al.*, Docket No. D-

0101-CV-2007-00010 (the “State Court Action”)¹. The original action was focused primarily on construction delay and lien claims.

6. Rainbow generally alleged that the Project was not completed in a workmanlike manner, which resulted in property damage. In addition, the Rainbow alleged that the defective work was not remedied, that contract warranty obligations were not honored, and that substantial completion of the Project was not achieved within the agreed upon time periods.

7. Rainbow and Weis entered into a settlement agreement (the “Settlement Agreement”) on January 23, 2008, resolving all claims except those that were major or pervasive and identified subsequent to the Agreement.

8. Pursuant to the Settlement Agreement, Weis performed substantial work to remediate the balconies, foundation, insulation, sill plates, and grading and drainage of the Project. As of September 2008, Weis incurred approximately \$700,000.00 in expenditures for completion of the items specified in the Settlement Agreement, not including attorney fees and costs. Weis is further on notice of additional claims related to fire stop installation, draft barriers, framing, joist construction and installation, concrete flat work, penetration sealants, and waterproofing and plumbing within units 510, 520, El Centro, 610 and Building 1.

9. By virtue of a third-party complaint filed by Weis and several amendments, the State Court Action has become a construction defect dispute with specific claims against various subcontractors, including the Debtors.

¹ The full caption of the State Court Action is Rainbow Vision Santa Fe, LLC v. Weis Builders, Inc.; PCI contractors, Inc.; and RLA, Inc. and Weis Builders, Inc. v. Rodgers Plumbing and Heating, Inc.; Eker Brothers, Inc.; TLC Company, EMCO, Inc.; Superior Contracting Corporation, d/b/a American National Insulation and Sealants; BMCW SouthCentral, L.P. d/b/a BMC Construction; BBD Construction, L.P., as successor in interest to or assignee of BMC Construction; Maverick Framing, Inc, as successor in interest to or assignee of BMC Construction, PCI Contractors, Inc.; Western Technologies, Inc.; Valley Fire Protection, Inc.; Storm Water Control, Inc.; Pinon Window & Door, Inc.; Michael Hunter Painting, Inc.; Mesa Erectors, Inc.; Lopez Roofing Service, Inc.; Koch Mechanical; Klein Enterprises, LLC; Hughes and Associates, Inc.; Geo-Test, Inc.; F&J Home Builders, Inc.; Dawson Surveys, Inc.; and Bohannah-Huston, Inc.

10. On March 27, 2007, Weis filed a Third-Party Complaint against non-debtor third-party defendants (the "Third-Party Complaint").

11. On April 30, 2007, Weis filed the First Amended Third-Party Complaint against non-debtor subcontractors as third-party defendants (the "First Amended Third-Party Complaint").

12. On or about March 7, 2008, Weis filed the Second Amended Third-Party Complaint against the Debtors and others as third-party defendants (the "Second Amended Third-Party Complaint").

13. On or about March 7, 2008, Weis served the Debtors with the Second Amended Third-Party Complaint, thus, joining the Debtors in the State Court Action.

14. On December 29, 2008, the Third Amended Third-Party Complaint, still containing claims against the Debtor and additional subcontractors, was filed as part of the ongoing State Court Action (the "Third Amended Third-Party Complaint").

15. On June 1, 2009, Steven N. Hernandez and Patricia Lawler filed a complaint against Rainbow Vision Santa Fe, LLC, and Weis Builders, Inc., D-0101-CV-01713, alleging construction defects which are also included within the Third-Party Complaint identified above.

16. Expert evaluation by Hernandez/Lawler allege deficiencies in the framing system which may be unique to those units, and the Debtors' construction defect defense counsel has been informed of these allegations. A motion to consolidate the civil actions is anticipated.

17. Accordingly, subject to the Weis Order, Weis files and asserts this Claim against the Debtors in the amount not less than \$700,000.00 for indemnification and contribution, to the fullest extent permitted by law, agreement or otherwise, in connection with and related to the State Court Actions. Moreover, subject to the Weis Order, Weis asserts a Claim against the

Debtors for any and all other amounts and claims, whether unliquidated, contingent and/or matured, disputed or otherwise, arising under or in connection with the State Court Action, including any interest, attorneys' fees, costs or surcharges arising therefrom.

18. Subject to the Weis Order, Claimant reserves fully all of its rights, remedies and defenses against and regarding the Debtor, its estate and any third party in connection with this Proof of Claim or otherwise, including any other unliquidated, contingent and/or unmatured claim, disputed or otherwise, that may be realized, discovered and/or asserted against the Debtors and its estate in the ordinary course or through the discovery process, or any right or defense of setoff or recoupment. Claimant further reserves its right to amend, modify, revise and/or supplement this claim as and when additional information is made known to it through discovery or otherwise.

19. In addition to the individual/entity set forth in the cover page to this Proof of Claim, all notes, inquiries, pleadings and/or objections regarding this Claim should be directed to the attention of:

Don A. Beskrone
Leigh-Anne M. Raport
Ashby & Geddes, P.A.
500 Delaware Avenue, 8th Floor
P.O. Box 1150
Wilmington, Delaware 19899
Tel: (302) 654-1888

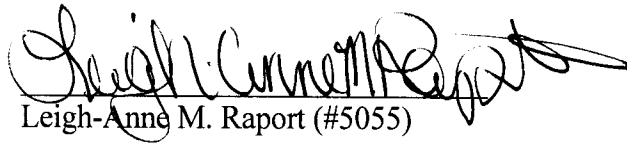
and

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Attorneys for Weis Builders, Inc.

CERTIFICATE OF SERVICE

I, Leigh-Anne M. Raport, hereby certify that on June 10, 2010, I caused one copy of the foregoing document to be served upon the parties on the attached service list in the manner indicated.


Leigh-Anne M. Raport (#5055)

BMHC 2002 Service List
Case No. 09-12074
Avery Labels 5162

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