

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

<b>In re:</b>	)	
	)	<b>Chapter 11</b>
<b>BUILDING MATERIALS HOLDING CORPORATION,<sup>1</sup></b>	)	<b>Case No. 09-12074 (KJC)</b>
	)	<b>Ref. Docket Nos. 956 and 1950</b>
<b>Reorganized Debtor.</b>	)	

**CERTIFICATION OF COUNSEL REGARDING STIPULATION  
RESOLVING THE REQUEST OF LUIS MORALES  
FOR RELIEF FROM THE PLAN INJUNCTION**

On November 19, 2009, the Court entered that certain Order, Pursuant to Sections 105 and 362 of the Bankruptcy Code and Bankruptcy Rule 9019, Authorizing the Debtors to Implement Omnibus Procedures for Modifying the Automatic Stay as It Relates to Certain Prepetition Litigation [Docket No. 956] (the “Procedures Order”). In accordance with the Procedures Order, on August 29, 2011, the Reorganized Debtor filed that certain *Notice of Stipulation Resolving the Request of Luis Morales for Relief from the Plan Injunction* [Docket No. 1950] (the “Notice”) with respect to that certain Stipulation Resolving the Request of Luis Morales for Relief from the Plan Injunction (the “Stipulation”).<sup>2</sup> Pursuant to the Procedures Order, the objection deadline for the Notice and the Stipulation was October 19, 2011 at 4:00 p.m. (ET).

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<sup>1</sup> The Reorganized Debtor in this proceeding, along with the last four digits of its tax identification number, is as follows: Building Materials Holding Corporation (4269), with a mailing address of 720 Park Boulevard, Suite 200, Boise, Idaho 83712. On June 16, 2009, the following affiliates of the Reorganized Debtor also filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code: 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 (collectively, the “Subsidiary Debtors”). On June 28, 2011, the Court entered that certain Final Decree Closing Subsidiary Cases and Amending Caption of Remaining Case [Docket No. 1896], thereby closing the chapter 11 cases of the Subsidiary Debtors and ordering that all motions, contested matters, and adversary proceedings that remained open as of the date thereof, or that are opened thereafter, with respect to the Reorganized Debtor and the Subsidiary Debtors shall be administered under the Reorganized Debtor’s 11 chapter case.

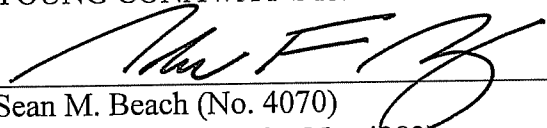
<sup>2</sup> To the extent there is any inconsistency between the summary provided herein and the actual terms and conditions of the Stipulation, the latter shall control. Capitalized terms used but not otherwise defined herein shall have the meanings

On or about February 6, 2009, Luis Morales, defined as the "Claimant" in the Stipulation, filed suit against "Building Materials Holding Corporation dba Knipp Brothers Industries" in the State of Nevada, in the District Court of Clark County, Case No. A581723 (the "State Court Litigation"). The State Court Litigation involves alleged property damage and personal injuries related to a motor vehicle accident allegedly occurring in April 2007. Under the Stipulation, the Claimant will be granted relief from the Plan Injunction (and the automatic stay, to the extent applicable) for the sole purpose of allowing the Claimant to proceed with the State Court Litigation to liquidate, via settlement or judgment, the claim asserted in the Claimant's Proof of Claim, with the Liquidated Value of such claim to be paid as provided in the Plan.

The undersigned hereby certifies that, as of the date hereof, he has received no answer, objection or other responsive pleading to the Notice or the Stipulation. Attached hereto as Exhibit 1 is a proposed form of order (the "Proposed Order") approving the Stipulation. The Reorganized Debtor respectfully requests the Court to enter the Proposed Order without further notice or a hearing at the earliest convenience of the Court.

Dated: Wilmington, Delaware  
October 24, 2011

YOUNG CONAWAY STARGATT & TAYLOR, LLP

  
Sean M. Beach (No. 4070)  
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---- and ----

SACKS TIERNEY P.A.  
Aaron G. York (admitted *pro hac vice*)

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ascribed to such terms in the Stipulation.

4250 North Drinkwater Blvd., Fourth Floor  
Scottsdale, Arizona 85251  
Telephone: (480) 425-2676  
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ATTORNEYS FOR THE REORGANIZED DEBTOR

**EXHIBIT 1**

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,<sup>1</sup></b>	)	<b>Case No. 09-12074 (KJC)</b>
	)	
<b>Reorganized Debtor.</b>	)	<b>Ref. Docket Nos. 956, 1950 and _____</b>
	)	

**ORDER APPROVING STIPULATION RESOLVING THE REQUEST OF  
LUIS MORALES FOR RELIEF FROM THE PLAN INJUNCTION**

Upon consideration of the *Certification of Counsel Regarding Stipulation Resolving the Request of Luis Morales for Relief from the Plan Injunction* (the "Certification of Counsel")<sup>2</sup> and the Court having found, based on the statements made in the Certification of Counsel, that notice of the Stipulation was provided in accordance with the Procedures Order; and good and sufficient cause appearing therefor, it is hereby ORDERED that:

1. The Stipulation, a copy of which is attached hereto as Exhibit A, is hereby approved, and the terms and conditions of the Stipulation are incorporated into this Order by reference as if fully set forth herein.
2. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: October \_\_\_\_, 2011  
Wilmington, Delaware

\_\_\_\_\_  
Kevin J. Carey  
United States Bankruptcy Judge

<sup>1</sup> The Reorganized Debtor in this proceeding, along with the last four digits of its tax identification number, is as follows: Building Materials Holding Corporation (4269), with a mailing address of 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 Certification of Counsel.

**EXHIBIT A**

Stipulation

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

IN RE:	)	Chapter 11
BUILDING MATERIALS HOLDING CORPORATION, <sup>1</sup>	)	Case No. 09-12074 (KJC)
Reorganized Debtor.	)	
	)	
	)	
	)	
	)	

STIPULATION RESOLVING THE REQUEST OF LUIS MORALES  
FOR RELIEF FROM THE PLAN INJUNCTION

Luis Morales ("*Claimant*") and Building Materials Holding Corporation and its affiliates, the reorganized debtors in the above-referenced cases (collectively, the "*Debtors*," and together with the Claimant, the "*Parties* ") hereby respectfully stipulate and agree as follows:

RECITALS

WHEREAS, on June 16, 2009 (the "*Petition Date* "), each of the Debtors filed with the United States Bankruptcy Court for the District of Delaware (the "*Court* ") voluntary petitions for relief under title 11 of the United States Code (the "*Bankruptcy Code* ");

WHEREAS, on or about February 6, 2009, the Claimant filed suit against, among others, "Building Materials Holding Corporation dba Knipp Brothers Industries" in the District Court of Clark County Nevada, Case No. A581723 (the "*State Court Litigation*");

WHEREAS the State Court Litigation involves alleged property damage and personal injuries related to a motor vehicle accident allegedly occurring in April, 2007;

WHEREAS, on August 17, 2009, the Claimant filed Proof of Claim Number 1258 against Debtor SelectBuild Nevada, Inc. (the "*Claim* ") with respect to the claim he asserted in the State Court Litigation;

WHEREAS, on December 17, 2009, the Court entered an *Order Confirming Joint Plan of*

<sup>1</sup> The Reorganized Debtor in this proceeding and the last four digits of its tax identification number are as follows: Building Materials Holding Corporation (4269), with a mailing address of 720 Park Boulevard, Suite 200, Boise, Idaho 83712.  
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*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 Debtors' joint plan of reorganization (the "*Plan*"). On January 4, 2010 (the "*Effective Date*"), the Debtors' Plan became effective;

WHEREAS, from the Petition Date until the Effective Date, the automatic stay imposed by 11 U.S.C. § 362 generally prevented persons or entities from bringing or continuing any actions against the Debtors on account of prepetition claims, and from and after the Effective Date the injunction imposed by the Plan and Confirmation Order (the "*Plan Injunction* ") generally prevents persons or entities from bringing or continuing any actions against the Debtors on account of prepetition claims;

WHEREAS, Claimant has requested that Debtor agree to lift the Plan Injunction to allow Claimant to liquidate, in the State Court Litigation, the claim asserted in Claimant's Proof of Claim;

WHEREAS, the Debtors are willing to stipulate to relief from the Plan Injunction in favor of the Claimant for the sole purpose of allowing the Claimant to proceed with the State Court Litigation to liquidate, via settlement or judgment, the claim asserted in his Proof of Claim, with the liquidated amount treated as provided in the Debtors' Plan.

NOW THEREFORE, subject to the approval of the Court, in order to avoid the costs, risks and inconveniences of litigation, it is hereby stipulated and agreed as follows:

1. The Parties hereby acknowledge and agree to relief from the Plan Injunction (and the automatic stay, to the extent applicable) being granted in favor of the Claimant for the sole purpose of allowing the Claimant to proceed with the State Court Litigation to liquidate, via settlement or judgment, the claim asserted in Claimant's Proof of Claim (the "*Liquidated Value*").

2. The Liquidated Value of Claimant's claim shall be paid as provided in the Debtors' Plan.

3. The Parties hereby acknowledge and agree that this Stipulation is entered into solely for the convenience of the Parties and neither this Stipulation nor the fact of its execution will constitute any admission or acknowledgment of liability or wrongdoing on the part of any of the Parties. The Parties will not offer this Stipulation or the fact of its execution into evidence in any proceeding other than a proceeding to



approve or enforce this Stipulation or any of its terms.

4. Each party shall bear its own attorneys' fees and costs with respect to the execution and delivery of this Stipulation. Each of the undersigned are duly authorized and empowered to execute this Stipulation.

5. This Stipulation is governed by and shall be construed in accordance with the law of the State of Delaware, without regard to its conflict of laws provisions. The Court shall retain exclusive jurisdiction to resolve any disputes or controversies arising from or related to this Stipulation.

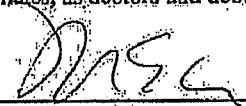
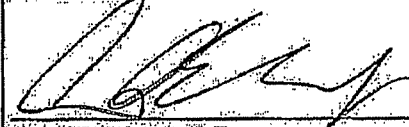
6. All of the recitals set forth above are incorporated by reference as if fully set forth herein. This Stipulation constitutes the complete express agreement of the Parties hereto concerning the subject matter hereof, and no modification or amendment to this Stipulation shall be valid unless it is in writing, signed by the Party or Parties to be charged and approved by the Court.

7. It is acknowledged that each Party has participated in and jointly consented to the drafting of this Stipulation and that any claimed ambiguity shall not be construed for or against either Party on account of such drafting.

8. This Stipulation may be executed in counterparts, any of which may be transmitted by facsimile or electronic mail, and each of which shall be deemed an original and all of which together shall constitute one and the same instrument.

9. This Stipulation is subject to approval of the Court, and the Parties agree to present the Stipulation promptly to the Court for approval. If the Court does not approve this Stipulation, the Parties will revert to their pre-Stipulation positions, without any prejudice whatsoever from having entered into this Stipulation.

10. This Stipulation shall become effective immediately upon entry of an order approving the Stipulation.

For Building Materials Holding Corporation and its affiliates, as debtors and debtors in possession	For Luis Morales
	
Maureen E. Thomas, Esq. 982 Coledale Ct. White Lake, MI 48386	Lenard E. Schwartzer, Esq. 2850 S. Jones Boulevard, Suite 1 Las Vegas, NV 89146
Dated: <u>10-3-11</u>	Dated: <u>10/3/11</u>