

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

In re:)	
)	Chapter 11
BUILDING MATERIALS HOLDING CORPORATION,¹)	Case No. 09-12074 (KJC)
)	
Reorganized Debtor.)	Ref. Docket Nos. 1881, 1882, 1933, 1934, 1940, 1961
)	

CERTIFICATION OF COUNSEL REGARDING PROPOSED ORDER DENYING (1) MOTION OF CENTEX HOMES, ET AL. FOR ENTRY OF ORDER ENLARGING THE CLAIMS BAR DATE [DOCKET NO. 1933]; AND (2) MOTION OF CENTEX HOMES, ET AL. FOR RELIEF FROM THE DISCHARGE INJUNCTION [DOCKET NO. 1881]

On June 10, 2011, Centex Homes, Centex Real Estate Holding, L.P., Centex Real Estate Corporation, and Nomas Corp. (collectively, “Centex”) filed the Motion of Centex Homes, et al. for Relief from the Discharge Injunction [Docket No. 1881] (the “Discharge Injunction Motion”). Thereafter, on September 2, 2011, Centex filed the Motion of Centex Homes, et al. for Entry of an Order Enlarging the Claims Bar Date [Docket No. 1933] (together with the Discharge Injunction Motion, the “Centex Motions”). On September 14, 2011, Building Materials Holding Corporation, the reorganized in this chapter 11 proceeding (the “Reorganized Debtor,” and together with Centex, the “Parties”), filed an objection to the Centex Motions [Docket No. 1940].

¹ 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.

An evidentiary hearing on the Centex Motions was held before this Court on November 1, 2011 (the "November 1st Hearing"). At the conclusion of the November 1st Hearing, this Court (i) continued the hearing on the Centex Motions to afford Centex a further opportunity to agree to a consensual resolution of the Centex Motions with the Reorganized Debtor, and (ii) indicated that to the extent Centex was unable to do so, this Court was prepared to rule on the Centex Motions at a continued hearing on November 17, 2011. Subsequent to the November 1st Hearing, Centex declined the opportunity to agree to a consensual resolution of the Centex Motions with the Reorganized Debtor. As a result, a continued hearing on the Centex Motions was held before this Court on November 17, 2011 (the "November 17th Hearing"), and at the conclusion of the November 17th Hearing, the Court denied the Centex Motions for the reasons set forth on the record at the hearing, and directed the Parties to submit to this Court under certification of counsel an appropriate form of order.

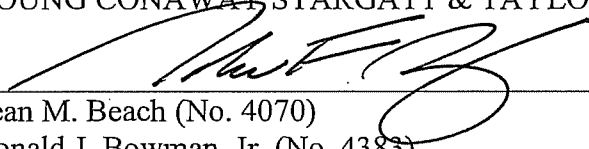
In light of the foregoing, attached hereto as Exhibit A is a proposed form of order denying the Centex Motions (the "Proposed Order"). The Reorganized Debtor submits that the Proposed Order is appropriate and consistent with the Court's ruling at the November 17th Hearing, and that entry of the order is in the best interests of the Reorganized Debtor, its estate and creditors. Centex has consented to entry of the Proposed Order.

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Accordingly, the Reorganized Debtor respectfully requests the Court to enter the Proposed Order, annexed hereto as Exhibit A, at its earliest convenience without further notice of a hearing.

Dated: Wilmington, Delaware
December 7, 2011

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ATTORNEYS FOR THE REORGANIZED DEBTOR

EXHIBIT A

Proposed Order

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

IN RE:)	Chapter 11
BUILDING MATERIALS HOLDING CORPORATION,¹)	Case No. 09-12074 (KJC)
Reorganized Debtor.)	Jointly Administered
)	Ref. Docket Nos. 1881, 1882, 1933, 1934, 1940, 1961 and

ORDER DENYING (1) MOTION OF CENTEX HOMES, ET AL. FOR ENTRY OF ORDER ENLARGING THE CLAIMS BAR DATE [DOCKET NO. 1933]; AND (2) MOTION OF CENTEX HOMES, ET AL. FOR RELIEF FROM THE DISCHARGE INJUNCTION [DOCKET NO. 1881]

Upon consideration of the (a) Motion of Centex Homes, et al. for Entry of an Order Enlarging the Claims Bar Date [Docket No. 1933] (the “Motion to Enlarge”); (b) Motion of Centex Homes, et al. for Relief from the Discharge Injunction [Docket No. 1881] (the “Discharge Injunction Motion” and together with the Motion to Enlarge, the “Centex Motions”); (c) the Reorganized Debtors’ Objection to (1) Motion of Centex Homes, et al., for Entry of Order Enlarging the Claims Bar Date and (2) Motion of Centex Homes, et al. for Relief from the Discharge Injunction [Docket No. 1940]; (d) Joint Pretrial Memorandum Concerning (1) Motion of Centex Homes, et al., for Entry of Order Enlarging the Claims Bar Date and (2) Motion of Centex Homes, et al. for Relief from the Discharge Injunction [Docket No. 1961] (the “Joint Pretrial Memorandum”); and (e) the exhibits admitted into evidence and the arguments of counsel at the contested hearing held before the Court on November 1, 2011, and for the reasons stated on the record at the continued hearing held on November 17, 2011 (the “November 17 Hearing”), IT IS HEREBY FOUND AND DETERMINED THAT:

¹ 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.

A. The Court hereby adopts the Statement of Uncontested Facts in the Joint Pretrial Memorandum, and any other findings of facts and conclusions of law stated on the record at the November 17 Hearing, as its findings of fact and conclusions of law.

NOW THEREFORE, FOR THE REASONS STATED ON THE RECORD AT THE NOVEMBER 17 HEARING, IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The Centex Motions are denied.
2. The denial of the Centex Motions is without prejudice to the ability of the movant to obtain relief from the discharge and discharge injunction set forth in 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], upon agreement of the Reorganized Debtors or further order of this Court, to pursue its claims against the Reorganized Debtors and satisfy any judgment or settlement of any such claims solely from any applicable insurance proceeds only if (a) the movant ameliorates the financial prejudice to the Reorganized Debtors by paying any deductibles and/or self-insured retention amounts and all allocated loss adjustment expenses that the Reorganized Debtors might otherwise be obligated to pay if the plan discharge injunction were modified and a claim is asserted by the movant against any of the Reorganized Debtors' insurance policies; and/or (b) the insurance companies agree to waive any such deductibles and/or self insured retention amounts and allocated loss adjustment expenses.

3. Nothing in this order shall be or shall be deemed to be a determination with respect to any of Centex's rights and/or claims against any party other than the Reorganized Debtors, and all such rights, claims and/or defenses are reserved and preserved.

Dated: Wilmington, Delaware
December _____, 2011

Kevin J. Carey
United States Bankruptcy Judge