
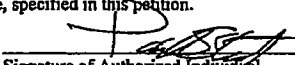


United States Bankruptcy Court District of Delaware				Voluntary Petition	
Name of Debtor (if individual, enter Last, First, Middle): Building Materials Holding Corporation			Name of Joint Debtor (Spouse) (Last, First, Middle):		
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): N/A			All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):		
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 91-1834269			Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):		
Street Address of Debtor (No. and Street, City, and State): 720 Park Boulevard, Suite 200 Boise, Idaho <div style="text-align: right;">ZIP CODE 83712</div>			Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP CODE</div>		
County of Residence or of the Principal Place of Business: Ada County			County of Residence or of the Principal Place of Business:		
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>			Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>		
Location of Principal Assets of Business Debtor (if different from street address above): <div style="text-align: right;">ZIP CODE</div>					
Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Materials Distribution Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or house- hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.	
Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.			Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <input checked="" type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).		
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.					THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input checked="" type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000					
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): Building Materials Holding Corporation	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor: Please see attached Schedule 1	Case Number: TBD	Date Filed: 6/16/09	
District: District of Delaware	Relationship: Subsidiaries	Judge: TBD	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b). X _____ Signature of Attorney for Debtor(s) (Date)	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box.)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____ (Name of landlord that obtained judgment)			
_____ (Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

B 1 (Official Form) 1 (1/08)		Page 3	
Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): Building Materials Holding Corporation	
Signatures			
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>		<p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>	
<p style="text-align: center;">Signature of Attorney*</p> <p>X  _____ Signature of Attorney for Debtor(s) Sean M. Beach (No. 4070) Printed Name of Attorney for Debtor(s) Young Conway Stargatt & Taylor, LLP Firm Name</p> <p>_____ Address The Brandywine Building, 1000 West Street, 17th Floor Wilmington, Delaware 19801 Tel (302) 571-6600 Telephone Number 6/16/2009 Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>		<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</small></p>	
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X  _____ Signature of Authorized Individual Paul S. Street Printed Name of Authorized Individual Senior Vice President and General Counsel Title of Authorized Individual 6/16/2009 Date</p>			

[If debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

UNITED STATES BANKRUPTCY COURT

District of Delaware

In re Building Materials Holding Corporation,) Case No. _____
 Debtor)
)
) Chapter 11

EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 001-33192.

2. The following financial data is the latest available information and refers to the debtor's condition on March 31, 2009.

a. Total assets	\$	<u>480,148,000</u>	
b. Total debts (including debts listed in 2.c., below)	\$	<u>481,314,000</u>	
c. Debt securities held by more than 500 holders:			Approximate number of holders:
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	<u>Not Applicable</u>	
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$		
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$		
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$		
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$		
d. Number of shares of preferred stock		<u>Not Applicable</u>	
e. Number of shares common stock		<u>29,900,000</u>	

Comments, if any: _____

These figures are on a consolidated basis, from the Form 10-Q filed with the United States Securities and Exchange Commission on May 15, 2009.

3. Brief description of debtor's business:

Building Materials Holding Corporation ("BMHC") is one of the largest providers of residential building products and construction services in the United States. BMHC distributes building materials, manufacture building components (millwork, floor and roof trusses and wall panels) and provides construction services to professional builders and contractors through a network of 31 distribution facilities, 43 manufacturing facilities and 5 regional construction services facilities. BMHC provides building products and construction services in 9 of the top 25 single-family construction markets.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

See Attached Chart

SCHEDULE 1

Pending Bankruptcy Cases Filed By the Debtor and Affiliates of the Debtor

The following affiliated debtors contemporaneously have filed chapter 11 petitions in the United States Bankruptcy Court for the District of Delaware:

Affiliated Debtors:

1. Building Materials Holding Corporation
2. BMC West Corporation
3. SelectBuild Construction, Inc.
4. SelectBuild Nevada, Inc.
5. C Construction, Inc.
6. TWF Construction, Inc.
7. H.N.R. Framing Systems, Inc.
8. SelectBuild Arizona, LLC
9. Illinois Framing, Inc.
10. SelectBuild Northern California, Inc.
11. SelectBuild Southern California, Inc.
12. SelectBuild Illinois, LLC

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

IN RE:

**BUILDING MATERIALS HOLDING
CORPORATION, *et al.*,¹**

Debtors.

Chapter 11

Case No. 09-_____ ()

Joint Administration Requested

LIST OF EQUITY SECURITY HOLDERS

Pursuant to Federal Rule of Bankruptcy Procedure 1007(a)(1), 1007(a)(3) and 7007.1, the

Debtor submits the following equity interests:²

Equity Holders	Address Of Equity Holders	Percentage of Equity Held
Daniel T. Shelley Trust	P.O. Box 230985, Encinitas, CA 92023	6.93%
Howard H. Leach	Leach Capital LLC, 101 California Street, Suite 4310, San Francisco, CA 94111	6.55%
Schneider Capital Management Corporation	460 E. Swedesford Rd., Suite 2000, Wayne PA 19087	6.35%

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

² This list contains those entities which hold 5% or more of the Debtor's equity securities as of June 15, 2009.

DECLARATION UNDER PENALTY OF PERJURY

Pursuant to 28 U.S.C. §1746, I, Paul S. Street, the duly authorized signatory of Building Materials Holding Corporation, declare under penalty of perjury that I have read the forgoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Dated: June 16, 2009
New York, New York

A handwritten signature in black ink, appearing to read 'P. Street', is written over a horizontal line.

By: Paul S. Street
Title: Senior Vice President, General Counsel,
Chief Administrative Officer, and
Corporate Secretary

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

IN RE:)	
)	Chapter 11
BUILDING MATERIALS HOLDING)	
CORPORATION, <i>et al.</i>,¹)	Case No. 09-_____ ()
)	
Debtors.)	Joint Administration Requested
)	
)	

CORPORATE OWNERSHIP STATEMENT

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1, the following are corporations, other than a governmental unit, that directly or indirectly own 10% or more of any class of the Debtor's equity interests:

Shareholder	Approximate Percentage of Shares Held
None	Not Applicable

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

DECLARATION UNDER PENALTY OF PERJURY

Pursuant to 28 U.S.C. §1746, I, Paul S. Street, the duly authorized signatory of Building Materials Holding Corporation, declare under penalty of perjury that I have read the foregoing Corporate Ownership Statement and that it is true and correct to the best of my information and belief.

Dated: June 16, 2009
New York, New York

A handwritten signature in black ink, appearing to read 'P. Street', is written over a horizontal line.

By: Paul S. Street
Title: Senior Vice President, General Counsel,
Chief Administrative Officer, and
Corporate Secretary

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

IN RE:)	
)	Chapter 11
BUILDING MATERIALS HOLDING)	
CORPORATION, <i>et al.</i>,¹)	Case No. 09-_____ ()
)	
Debtors.)	Joint Administration Requested
)	
)	

**CONSOLIDATED LIST OF CREDITORS HOLDING
THE 50 LARGEST UNSECURED CLAIMS**

The above-captioned debtors (collectively, the "***Debtors***") each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code, 11 U.S.C. section 101 *et seq.* The following is the consolidated list of the Debtors' creditors holding the 50 largest unsecured claims (the "***Consolidated List***") based on the Debtors' books and records as of approximately June 12, 2009. The Consolidated List is prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in these chapter 11 cases. The Consolidated List does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. section 101(31) or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 50 largest unsecured claims on a consolidated basis. None of these creditors are minor children. The information contained herein shall neither constitute an admission of liability by, nor is it binding on, the Debtors. The information herein, including the failure of the Debtors to list any claim as contingent, unliquidated, or disputed, does not constitute a waiver of the Debtors' right to contest the validity, priority or amount of any claim.

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

	(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
1.	Weyerhaeuser Company 7591 Collections Center Dr. Chicago, IL 60693	7591 Collections Center Dr. Chicago, IL 60693 Ph. (253) 924-5296	Trade		\$1,947,117.00
2.	Robert Garcia 740 Hawcrest Circle Sacramento, CA 95835	740 Hawcrest Circle Sacramento, CA 95835	Former Employee		\$1,144,724.00
3.	Boise Cascade 4300 Enterprise Boise, ID 83705	4300 Enterprise Boise, ID 83705 Ph. (208) 384-3599 Fax (208) 384-7189	Trade		\$948,859.00
4.	CalPortland Dept. No. 7409 Los Angeles, CA 90084- 7409	Dept. No. 7409 Los Angeles, CA 90084- 7409 Ph. (702) 893-6557 Fax (702) 593-8953	Trade		\$692,931.00
5.	Ellis C. Goebel 1070 Green, No. 702 San Francisco, CA 94133	1070 Green, No. 702 San Francisco, CA 94133	Former Employee		\$506,519.00
6.	Steven H. Pearson 1321 E Braemere Road Boise, ID 83702	1321 E Braemere Road Boise, ID 83702	Former Employee		\$496,700.00
7.	Simpson Strong Tie, Inc. P. O. Box 45687 San Francisco, CA 94145-0687	P. O. Box 45687 San Francisco, CA 94145- 0687 Ph. (925) 560-9013	Trade		\$478,632.00
8.	James Hardie Building Products Dept. 7151 Los Angeles, CA 90088- 7151	Dept. 7151 Los Angeles, CA 90088- 7151 Ph. (949) 348-1800 Fax (949) 367-1294	Trade		\$469,267.00
9.	Michael D. Mahre 167 Arends Drive Danville, CA 94506	167 Arends Drive Danville, CA 94506	Former Employee		\$453,185.00
10.	Milgard Manufacturing P. O. Box 39000 Dept. 05879 San Francisco, CA 94139- 5879	P. O. Box 39000 Dept. 05879 San Francisco, CA 94139- 5879 Ph. (888) 635-3451 Fax (888) 635-3452	Trade		\$447,123.00

	(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
11.	Sauder Mouldings 10134 Kings Dominion Blvd Doswell, WA 23047	10134 Kings Dominion Blvd Doswell, WA 23047 Ph. (804) 876-3588 Fax (804) 876-3688	Trade		\$438,685.00
12.	Masonite P. O. Box 934935 Atlanta, GA 31193-4935	P. O. Box 934935 Atlanta, GA 31193-4935 Ph. (800) 695-3667 Fax:	Trade		\$393,552.00
13.	Marvin Windows & Doors P. O. Box 1450 NW 7051 Minneapolis, MN 55485- 7051	P. O. Box 1450 NW Minneapolis, MN 55485- 7051 Ph. (800) 346-5044 Fax (218) 386-4206	Trade		\$391,006.00
14.	Michael D. Badgley 5146 N. Greyloch Way Boise, ID 83704	5146 N. Greyloch Way Boise, ID 83704	Current Employee		\$389,471.00
15.	White Cap P. O. Box 535209 Atlanta, GA 30353	P. O. Box 535209 Atlanta, GA 30353 Ph. (800) 944-8322 Fax (404) 873-6936	Trade		\$379,227.00
16.	Barr Lumber Co., Inc. P. O. Box 8517 San Bernadino, CA 92412	P. O. Box 8517 San Bernadino, CA 92412 Ph. (909) 884-4744 Fax (909) 884-9755	Trade		\$378,659.00
17.	Ready Mix, Inc. 3430 E Flamingo Road Suite 100 Las Vegas, NV 89121	3430 E Flamingo Road Suite 100 Las Vegas, NV 89121 Ph. (702) 435-1797	Trade		\$338,340.00
18.	David G. Ondrasek 26037 Andy Lane Magnolia, TX 77354-2815	26037 Andy Lane Magnolia, TX 77354-2815	Current Employee		\$335,129.00
19.	Joseph James Zuendel 2619 Bertella Road Cameron Park, CA 95682	2619 Bertella Road Cameron Park, CA 95682	Current Employee		\$301,196.00
20.	Cemex Inc. P. O. Box 307170 San Francisco, CA 93280	P. O. Box 307170 San Francisco, CA 93280 Ph. (916) 241-2800 Fax (916) 686-8233	Trade		\$300,209.00
21.	Jimmy D. Pask 1007 Ogden Court Ft. Collins, CO 80526	1007 Ogden Court Ft. Collins, CO 80526	Current Employee		\$297,694.00

	(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
22.	Coffman Stairs LLC 3399 Solutions Center Chicago, IL 60677-3003	3399 Solutions Center Chicago, IL 60677-3003 Ph. (276) 783-7251 Fax (540) 783-6937	Trade		\$293,675.00
23.	Douglas Alan Davidson 6914 Ridge Hollow Rd. Austin, TX 78750	6914 Ridge Hollow Rd. Austin, TX 78750	Current Employee		\$274,908.00
24.	Daniel McQuary 5132 Gillingham Drive Plano, TX 75093	5132 Gillingham Drive Plano, TX 75093	Current Employee		\$268,760.00
25.	ProBuild P. O. Box 878 Littleton, CO 80160-0878	P. O. Box 878 Littleton, CO 80160-0878 Ph. (303) 791-3715	Trade		\$265,239.00
26.	James A. Lee 222 Alverson Blvd. Everett, WA 98201	222 Alverson Blvd. Everett, WA 98201	Current Employee		\$261,922.00
27.	Roy E. Gardner 12426 Panola Way San Antonio, TX 78253	12426 Panola Way San Antonio, TX 78253	Former Employee		\$247,578.00
28.	Mark D. Whaley 5122 Mohawk Dr. Frisco, TX 75034	5122 Mohawk Dr. Frisco, TX 75034	Current Employee		\$246,319.00
29.	Leroy D. Custer 10303 W Rockwood St. Boise, ID 83704	10303 W Rockwood St. Boise, ID 83704	Former Employee		\$243,879.00
30.	Louisiana Pacific Corp. 4582 Collections Center Dr. Chicago, IL 60693	4582 Collections Center Dr. Chicago, IL 60693	Trade		\$243,729.00
31.	Dakeryn Industries Ltd. 221 West Esplanade St. Suite 301 North Vancouver BC Canada V7M 3J3	221 West Esplanade St. Suite 301 North Vancouver BC Canada V7M 3J3 Ph. (604) 986-0323 Fax (415) 643-2941	Trade		\$234,009.00
32.	Columbia Forest Products P. O. Box 404257 Atlanta, GA 30384-4257	P. O. Box 404257 Atlanta, GA 30384-4257 Ph. (800) 637-1609 Fax (336) 662-0373	Trade		\$233,581.00
33.	David B. Bello 1410 Braemere Rd. Boise, ID 83702	1410 Braemere Rd. Boise, ID 83702	Current Employee		\$225,723.00
34.	Lumber Products P. O. Box 28007 Portland, OR 97208	P. O. Box 28007 Portland, OR 97208 Ph. (541) 687-0411 Fax (541) 342-7545	Trade		\$224,929.00

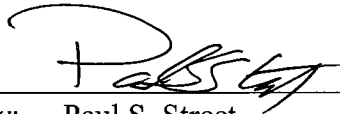
	(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
35.	Atrium Companies, Inc. P. O. Box 848446 Dallas, TX 75284-8446	P. O. Box 848446 Dallas, TX 75284-8446 Ph. (214) 630-5757 Fax (214) 630-1407	Trade		\$223,324.00
36.	Jack D. LaRock 7958 S. Clayton Circle Centennial, CO 80122	7958 S. Clayton Circle Centennial, CO 80122	Former Employee		\$222,234.00
37.	True Value P. O Box 61000 File 1558 San Francisco, CA 94161- 1558	P. O Box 61000 File 1558 San Francisco, CA 94161- 1558 Ph. (877) 594-2269	Trade		\$221,672.00
38.	Professional Building Solutions – Scott Axelrod 465 Krameria Street Denver, CO 80220	465 Krameria Street Denver, CO 80220 Fax (720) 941-9900	Trade		\$217,823.00
39.	Logan D. Bailor 4020 Mesa Verde St. Fort Collins, CO 80525	4020 Mesa Verde St. Fort Collins, CO 80525	Current Employee		\$217,027.00
40.	Grove Lumber Ontario 1351 Accting Dept. Ontario, Canada 91761	Ontario 1351 Accting Dept. Ontario, Canada 91761 Ph. (909) 947-0277	Trade		\$211,120.00
41.	John M. Volkman 8762 Bronson Drive Granite Bay, CA 95746	8762 Bronson Drive Granite Bay, CA 95746	Former Employee		\$209,721.00
42.	Mitek Industries, Inc. 4399 Collections Center Drive Chicago, IL 60693	4399 Collections Center Drive Chicago, IL 60693 Ph. (800) 325-8075	Trade		\$198,778.00
43.	Robert L. Becci 1677 E Seaport Ct. Boise, ID 83706	1677 E Seaport Ct. Boise, ID 83706	Former Employee		\$198,778.00
44.	ODL, Inc. P. O. Box 535219 Atlanta, GA 30353-5219	P. O. Box 535219 Atlanta, GA 30353-5219 Ph. (616) 748-5331 Fax (616) 722-3840	Trade		\$198,258.00
45.	Neil B. Watterson 9295 W Lyle Boise, ID 83709	9295 W Lyle Boise, ID 83709	Current Employee		\$197,626.00

	(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
46.	Jerry Baird 61 Blackjack Circle Belton, TX 76513	61 Blackjack Circle Belton, TX 76513	Current Employee		\$197,092.00
47.	Exterior Wood, Inc. P. O. Box 206 Washougal, WA 98671	P. O. Box 206 Washougal, WA 98671 Ph. (800) 833-0838 Fax (800) 858-3879	Trade		\$196,812.00
48.	Cedar Creek Lumber, Inc. Dept. No. 289 P. O. Box 21228 Tulsa, OK 74121-1228	P. O. Box 21228 Dept. No. 289 Tulsa, OK 74121-1228 Ph. (405) 917- 8308 Fax (405) 917-8358	Trade		\$195,947.00
49.	Hardwood Specialty Products P. O. Box 6306 Arlington, TX 76005	P. O. Box 6306 Arlington, TX 76005 Ph. (817) 633-8333 Fax (817) 633-1967	Trade		\$194,217.00
50.	Primesource 2517 Paysphere Circle Chicago, IL 60674	2517 Paysphere Circle Chicago, IL 60674 Ph. (800) 676-7777 Fax (972) 417-8980	Trade		\$188,636.00

DECLARATION UNDER PENALTY OF PERJURY

Pursuant to 28 U.S.C. §1746, I, Paul S. Street, the duly qualified authorized signatory of Building Materials Holding Corporation, declare under penalty of perjury that I have reviewed the Consolidated List of Creditors Holding the 50 Largest Unsecured Claims and that it is true and correct to the best of my information and belief.

Dated: June 16, 2009
New York, New York



By: Paul S. Street
Title: Senior Vice President, General Counsel,
Chief Administrative Officer, and
Corporate Secretary

**RESOLUTIONS
OF THE
BOARD OF DIRECTORS
OF
BUILDING MATERIALS HOLDING CORPORATION**

June 15, 2009

The members constituting a majority of the votes of a quorum of the board of directors (the "**Board of Directors**") of Building Materials Holding Corporation, a Delaware corporation (the "**Company**"), acting pursuant to Section 141 of the Delaware General Corporations Law, took the following actions and adopted the following resolutions:

WHEREAS, the Board of Directors reviewed and considered the materials presented by the management and the financial and legal advisors of the Company regarding the liabilities and liquidity of the Company, the strategic alternatives available to it, and the impact of the foregoing on the Company's businesses; and

WHEREAS, the Board of Directors has had the opportunity to consult with the management and the financial and legal advisors to the Company and fully consider each of the strategic alternatives available to the Company.

**VOLUNTARY PETITION UNDER THE PROVISIONS OF
CHAPTER 11 OF TITLE 11 OF THE UNITED STATES CODE**

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of the Board of Directors, it is desirable and in the best interests of the Company, its creditors, and other parties in interest, that the Company file or cause to be filed a voluntary petition for relief under the provisions of chapter 11 of title 11 of the United States Code (the "**Bankruptcy Code**");

RESOLVED FURTHER, that the officers of the Company (collectively, the "**Authorized Officers**"), acting alone or with one or more other Authorized Officers, with power of delegation, be, and they hereby are, authorized to execute and file on behalf of the Company all petitions, schedules, lists, and other motions, papers, or documents, including, without limitation, the proposed chapter 11 plan and accompanying disclosure statement to be filed in connection with the chapter 11 case under the Bankruptcy Code, and to take any and all action that they deem necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of the Company's businesses;

RETENTION OF PROFESSIONALS

RESOLVED FURTHER, that the Authorized Officers be, and they hereby are, authorized and directed to employ the law firm of Gibson, Dunn & Crutcher LLP as general bankruptcy counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations, including filing any pleadings; and in connection therewith, the Authorized Officers, with power of delegation, are hereby authorized and directed to execute appropriate retention

agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of Gibson, Dunn & Crutcher LLP;

RESOLVED FURTHER, that the Authorized Officers be, and they hereby are, authorized and directed to employ the law firm of Young Conaway Stargatt & Taylor, LLP as local bankruptcy counsel and conflicts counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations, including filing any pleadings; and in connection therewith, the Authorized Officers, with power of delegation, are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of Young Conaway Stargatt & Taylor, LLP;

RESOLVED FURTHER, that the Authorized Officers be, and they hereby are, authorized and directed to employ the firm of Peter J. Solomon Company as investment banker and financial advisor to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, the Authorized Officers, with power of delegation, are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain the services of Peter J. Solomon Company;

RESOLVED FURTHER, that the Authorized Officers be, and they hereby are, authorized and directed to employ the firm of Alvarez & Marsal North America, LLC as restructuring advisor to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain the services of Alvarez & Marsal North America, LLC;

RESOLVED FURTHER, that the Authorized Officers be, and they hereby are, authorized and directed to employ the firm of KPMG LLP, as auditors and tax consultants to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain the services of KPMG LLP;

RESOLVED FURTHER, that the Authorized Officers be, and they hereby are, authorized and directed to employ the firm of PricewaterhouseCoopers LLP as tax advisors to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain the services of PricewaterhouseCoopers LLP;

RESOLVED FURTHER, that the Authorized Officers, and they hereby are, authorized and directed to employ the firm of The Garden City Group, Inc. as notice, claims, solicitation, balloting, and tabulation agent to represent and assist the Company in carrying out its duties under Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, the Authorized Officers, with power of delegation, are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain the services of The Garden City Group, Inc.;

RESOLVED FURTHER, that the Authorized Officers be, and they hereby are, authorized and directed to employ any other professionals to assist the Company in carrying out its duties under the Bankruptcy Code; and in connection therewith, the Authorized Officers, with power of delegation, are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

CASH COLLATERAL AGREEMENT

RESOLVED FURTHER, that in connection with the commencement of the chapter 11 case by the Company, any Authorized Officer be, and hereby is, authorized, empowered, and directed to negotiate, execute, and deliver agreements for the use of cash collateral in connection with the Company's chapter 11 case, which agreement(s) may require the Company to grant liens and pay interest to the Company's existing lender(s), and to take such additional action and to execute and deliver each other agreement, instrument, or document, to be executed and delivered by or on behalf of the Company pursuant thereto or in connection therewith, all with such changes therein and additions thereto as any Authorized Officer approves, such approval to be conclusively evidenced by the taking of such action or by the execution and delivery thereof;

DIP FINANCING

RESOLVED FURTHER, that the Authorized Officers of the Company shall be, and each of them, acting alone, hereby is, authorized, directed and empowered in the name of and on behalf of the Company, as debtor and debtor in possession, to negotiate, execute and deliver (i) a debtor in possession loan facility (the "***DIP Credit Facility***"), on the terms the Authorized Officers may deem necessary or appropriate for the consummation of the transactions contemplated thereby, and (ii) in connection with the DIP Credit Facility, such agreements, certificates, instruments, guaranties, notices and any and all other documents as the Designated Officers may deem necessary or appropriate to facilitate the execution and delivery of the DIP Credit Facility (collectively, the "***Financing Documents***"), so long as such Financing Documents are approved by the Board of Directors;

RESOLVED FURTHER, that the proceeds of the DIP Credit Facility shall be used (i) to satisfy the obligations of the Company, (ii) to pay for fees and expenses associated with the DIP Credit Facility, (iii) to continue the conduct of the affairs of the Company under chapter 11, and (iv) for general corporate purposes;

GENERAL

RESOLVED FURTHER, that the Authorized Officers be, and they hereby are, authorized and empowered, with power of delegation, in the name of and on behalf of the Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver, and file any and all such instruments as each, in his/her discretion, may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions; and

RESOLVED FURTHER, that all acts, actions, and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before these resolutions were certified, are hereby in all respects approved and ratified.

CERTIFICATE

The undersigned, Paul S. Street, Senior Vice President, Chief Administrative Officer, General Counsel, and Corporate Secretary of Building Materials Holding Corporation (the "**Company**"), a Delaware corporation, hereby certifies as follows:

1. I am the duly qualified and elected Corporate Secretary and, as such, I am familiar with the facts herein certified and I am duly authorized to certify the same on behalf of the Company.
2. Attached hereto is a true, complete, and correct copy of the resolution of the board of directors of the Company (the "**Board of Directors**"), duly adopted at a properly convened meeting of the Board of Directors on June 15, 2009, by the members constituting a majority of the votes of the quorum of the directors there present, in accordance with the bylaws of the Company.
3. Such resolution has not been amended, altered, annulled, rescinded, or revoked and is in full force and effect as of the date hereof. There exists no other subsequent resolution of the Board of Directors relating to the matters set forth in the resolution attached hereto.

IN WITNESS WHEREOF, the undersigned has executed this certificate as of the 15th day of June, 2009.



By: Paul S. Street
Title: Senior Vice President, General Counsel,
Chief Administrative Officer, and
Corporate Secretary