

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

<b>IN RE:</b>	)	
	)	<b>Chapter 11</b>
<b>BUILDING MATERIALS HOLDING CORPORATION, et al.,<sup>1</sup></b>	)	
	)	<b>Case No. 09-12074 (KJC)</b>
<b>Debtors.</b>	)	
	)	<b>Jointly Administered</b>
	)	
	)	<b>Objection Deadline: August 7, 2009 at 4:00 p.m. (ET)</b>

**NOTICE OF PROPOSED SALE OF CERTAIN *DE MINIMIS* ASSETS**

TO: (I) THE UNITED STATES TRUSTEE FOR THE DISTRICT OF DELAWARE; (II) COUNSEL TO THE COMMITTEE; (III) COUNSEL TO WELLS FARGO BANK, N.A., AS AGENT UNDER THE DEBTORS' PREPETITION CREDIT AGREEMENT AND DIP FACILITY; AND (IV) ALL PARTIES ENTITLED TO NOTICE UNDER RULE 2002-1(b) OF THE LOCAL RULES OF BANKRUPTCY PRACTICE AND PROCEDURE FOR THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

**PLEASE TAKE NOTICE** that, pursuant to the Order Pursuant to Sections 105(a), 363, and 554 of the Bankruptcy Code Approving (A) Procedures for the Sale of Certain *De Minimis* Assets Free and Clear of Liens, Claims, and Encumbrances Without Further Court Approval, (B) Payment of Market Rate Brokers' and Auctioneers' Commissions in Connection with the Sales, and (C) Abandonment or Donation of Certain Property [Docket No. 290] (the "***De Minimis Asset Sale Order***"), Building Materials Holding Corporation and its affiliates, the debtors and debtors in possession in the above-captioned cases (the "***Debtors***"), are authorized, among other things, to sell *de minimis* assets.

**PLEASE TAKE FURTHER NOTICE** that, in accordance with the De Minimis Asset Sale Order, if the consideration received from a purchaser, on a per-transaction basis, exceeds \$300,000 but is less than \$1,000,000, the Debtors are required to file a notice of the proposed sale and serve the Sale Notice<sup>2</sup> in the manner provided in the De Minimis Asset Sale Order.

<sup>1</sup> 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.

<sup>2</sup> Capitalized terms used but not defined herein shall have the meaning set forth in the De Minimis Asset Sale Order.

**PLEASE TAKE FURTHER NOTICE** that, in accordance with the De Minimis Asset Sale Order, the Debtors are hereby providing notice of the proposed sale of the real property located at 4725, 4733, 4742, 4749 and 4750 S. Irving, City of Tucson, County of Pima, State of Arizona and more particularly described on *Exhibit A*, attached hereto, to SQP Construction, LLC, an Arizona limited liability company for Nine Hundred Thousand Dollars (\$900,000), as set forth in the Proposed Sellers Closing Statement which is attached hereto as *Exhibit B* (the “*Proposed Sale*”).

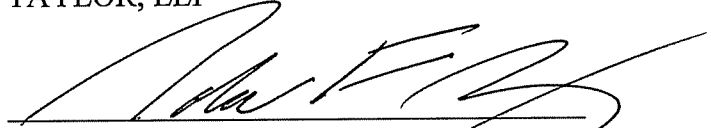
**PLEASE TAKE FURTHER NOTICE** that if any of the Notice Parties have an objection to the Proposed Sale (an “*Objection*”), such parties must file the Objection with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801, and serve such objection by overnight or hand delivery on the Notice Parties and counsel to the Debtors, so that it is received no later than August 7, 2009 at 4:00 p.m. (ET) (the “*Sale Objection Deadline*”).

**PLEASE TAKE FURTHER NOTICE** that in the absence of an Objection or a request for additional time to evaluate the Proposed Sale pursuant to the procedures set forth in the De Minimis Asset Sale Order on or before the Sale Objection Deadline, the Debtors may consummate the Proposed Sale without further notice or hearing and such Proposed Sale will be deemed fully authorized by the Court without further notice or hearing.

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Dated: Wilmington, Delaware  
July 31, 2009

YOUNG CONAWAY STARGATT &  
TAYLOR, LLP



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---- and ----

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ATTORNEYS FOR DEBTORS AND  
DEBTORS IN POSSESSION

# **Exhibit A**

## **Legal Description**

**LEGAL DESCRIPTION**

**EXHIBIT "ONE"**

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE CITY OF TUCSON, COUNTY OF PIMA, STATE OF ARIZONA, AND IS DESCRIBED AS FOLLOWS:

Parcel 1:

Lots 5, 6, 7, 12, 13, 14 and 15, of THE RESUBDIVISION OF LOTS 5 and 6, BLOCK "C" of ALVERNON MANOR, according to the Map recorded in Book 14 of Maps, Page 100, records of Pima County, Arizona

Parcel 2:

All of that portion of Irving Avenue as shown by ALVERNON MANOR, according to the Map recorded in Book 14 of Maps, Page 100, records of Pima County, Arizona, said parcel being more particularly described as follows:

BEGINNING at the Southeast corner of Lot 7 as shown by said plat;

THENCE North 01° 04' 00" West, along the West right-of-way line of Irving Avenue, a distance of 150.00 feet to the Northeast corner of Lot 5;

THENCE South 89° 50' 00" East, a distance of 80.00 feet to the Northwest corner of Lot 14 as shown by said plat;

THENCE South 01° 04' 00" East, along the East right-of-way line of Irving Avenue, a distance of 150.00 feet to the Southwest corner of Lot 12;

THENCE North 89° 50' 00" West, along the North line of that certain parcel abandoned by Pima County, Arizona under Abandonment Proceeding No. 2397, a distance of 80.00 feet to the TRUE POINT OF BEGINNING.

**Exhibit B**  
**Proposed Sellers Closing Statement**

**LAWYERS TITLE AGENCY OF ARIZONA, LLC**

One South Church, Suite 2040, Tucson, Az 85701  
(520) 740-0424

**SELLERS CLOSING STATEMENT**

Estimated

Seller: SelectBuild Arizona, LLC

Escrow No: 06165374-024 P13  
Close Date: 08/07/2009  
Proration Date: 08/07/2009  
Date Prepared: 07/30/2009

Property: 4725-4750 S. Irving Ave  
Tucson, AZ 85714

Description	Debit	Credit
<b>TOTAL CONSIDERATION:</b>		
Total Consideration		900,000.00
<b>ESCROW CHARGES:</b>		
Escrow Fee to Lawyers Title Agency of Arizona, LLC	430.50	
<b>TITLE CHARGES:</b>		
Owners Policy \$900,000.00 to Lawyers Title Agency of Arizona, LLC	1,736.00	
Extended Owners Coverage to Lawyers Title Agency of Arizona, LLC	868.00	
<b>RECORDING FEES:</b>		
Recording Fees to Lawyers Title Agency of Arizona, LLC	87.50	
<b>ADDITIONAL CHARGES:</b>		
Refund Security Deposit to SQP Construction LLC	10,990.48	
Release of earnest money to Selectbuild Arizona, LLC	75,000.00	
Legal fees to Fisher Pusch & Alderman LLP	769.55	
<b>PRORATIONS AND ADJUSTMENTS:</b>		
County Taxes From 01/01/09 To 08/07/09	10,208.38	
Based on the Annual amount of \$17,092.02		
Extension fee pd to Seller	25,000.00	
August Rent From 08/07/09 To 09/01/09	725.81	
Based on the Monthly amount of \$900.00		
<b>COMMISSIONS:</b>		
Commission	54,000.00	
\$54,000.00 to Bourm Partners, L.L.C.		
Leasing Commission to Bourm Partners	3,297.00	
<b>PAYOFFS:</b>		
Payoff to Wells Fargo Bank	1.00	
\$1.00 Payoff currently unknown		
<b>Sub Totals</b>	183,114.22	900,000.00
Proceeds Due Seller	716,885.78	
<b>Totals</b>	<b>\$900,000.00</b>	<b>\$900,000.00</b>

SelectBuild Arizona, LLC, a Delaware limited liability company  
By: SelectBuild Construction, Inc., a Delaware corporation  
Its: Sole Member

By:  
Its:

Printed: 07/30/2009