

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

CLERK
US BANKRUPTCY COURT
DISTRICT OF DELAWARE

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FILED

IN RE:)	
)	Chapter 11
BUILDING MATERIALS HOLDING CORPORATION, <i>et al.</i> ¹)	Case No. 09-12074 (KJC)
Debtors.)	Jointly Administered

VERIFIED STATEMENT OF CONNECTIONS

I, Thomas L. Appler, declare under penalty of perjury:

1. I am of Counsel of Wilson, Elser, Moskowitz, Edelman & Dicker LLP located at 8444 Westpark Drive, Suite 400, McLean, Virginia 22102 (the "*Firm*").
2. Building Materials Holding Corporation and its affiliates, as debtors and debtors in possession (collectively, the "*Debtors*") have requested that the Firm provide litigation legal services to the Debtors, and the Firm has consented to provide such services.
3. If the Firm is a law firm, I state that the Firm did represent the Debtors prior to their bankruptcy filings.
4. The Firm may have performed services in the past, may currently perform services and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11 cases, or have any relationship with any such person, their attorneys or accountants that would be adverse to the Debtors or their

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.

estates, except with respect to the engagement for Atrium Companies described in paragraph 7 below.

5. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants, and parties-in-interest in the Debtors' chapter 11 cases.

6. Neither I nor any principal, partner, director, officer, etc. of, or professional employed by, the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Firm.

7. In the ordinary course of its business, the Firm maintains a database for purposes of performing "conflicts checks." The Firm's database contains information regarding the Firm's present and past representations. Pursuant to Federal Rule of Bankruptcy Procedure 2014(a), I obtained a list of the entities identified in Rule 2014(a) from counsel to the Debtors for purposes of searching the aforementioned database and determining the connection(s) which the Firm has with such entities. The Firm's search of the database identified the following connections with respect to entities in accord with the list of interested parties appearing as Exhibit E to the Court's Order:

A. The Firm currently represents the following entities in litigation, either through the entity's insurance carrier, or directly: SunTrust Bank, Rabobank of America, PHL Variable Insurance, Morgan Stanley, Boise Cascade, Atrium Companies, Inc., in an agreed proof of claim to be filed involving building materials supplied to BMC West Corporation, United Water Services, LLC, Waste Management, AT&T, Sprint-Nextel, Verizon, Marsh USA, Inc., ACE American Insurance Co., Westchester Surplus Lines Ins.

Co., AXIS Surplus Insurance Company, Max Specialty Insurance Company, Aspen Insurance, Lexington Insurance Company, Marsh Ltd., Marsh AG, AIG Excess Liability Insurance Company Ltd., Western Risk Specialists Inc., XL Specialty Ins. Co., National Union Fire Insurance Co. of Pittsburgh PA, Arch Ins. Company, XL Insurance Ltd., Zurich American Ins. Co., Swiss Re, AIGCEL, AIG Environmental, Chubb Group of Insurance Companies, Indemnity Ins. Co. of N.A. (ACE), D. R. Horton, Inc., Barratt American Incorporated, J. F. Shea Construction, Inc., Standard Pacific Corp., JP Morgan Chase Bank, Woodgrain, PricewaterhouseCoopers LLP, and Penske.

9. Neither I nor any partner of or professional employed by, the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which this Firm is to be employed.

10. The Debtors owe the Firm \$7,667.58 for prepetition services, the payment of which is subject to limitations contained in the United States Bankruptcy Code, 11 U.S.C. § §101-1532.

11. As of June 16, 2009, which was the date on which the Debtors commenced these chapters 11 cases, the Firm was party to an engagement or services agreement with the Debtors. A copy of such agreement is attached as *Exhibit A* to this Declaration.

12. As of June 16, 2009, the Firm was not party to an agreement for indemnification with certain of the Debtors.

13. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

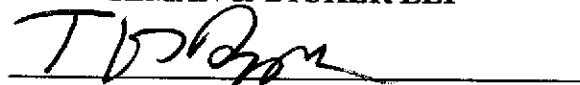
Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Date: August 14, 2009



Thomas L. Appler

**WILSON, ELSER, MOSKOWITZ,
EDELMAN & DICKER LLP**



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McLean, Virginia 22102
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Thomas.Appler@wilsonelser.com

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that the foregoing Verified Statement of Connections was served on August 14, 2009, by mailing a true copy thereof, postage prepaid, to each of the individuals listed in paragraph 2(a) of the Court's Order entered July 16, 2009, Docket No. 105



Thomas L. Appler

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Affiliates: Berlin • Cologne • Frankfurt • Mexico City • Munich • Paris*

THOMAS L. APPLER

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December 30, 2008

Len Baumann
Director of Risk Management
Building Materials Holding Corporation
Four Embarcadero Center
Suite 3200
San Francisco, CA 94111

RE: *Eric Thomas v. Atlantic Builders, LTD, et al.*
Case No.: CL07-1461, Spotsylvania County Circuit Court
Claim No.: 002628 006639 GB 01

Dear Len:

This will acknowledge and thank you for your referral of the referenced matter to me for potential defense of your affiliates, including Select Build Mid-Atlantic. Having cleared the conflicts, this will confirm that you have engaged me and this firm to defend the action and our defense of it will be in accord with the engagement described in this letter.

We will represent your subsidiary in connection with this litigation and do so through your third party administrator Gallagher Bassett Services, Inc. in the person of Paul Rowson, Senior Claims Representative in Laguna Hills, California.

We shall charge you for our time and any costs advanced in accordance with rates in affect at the present time which will continue for the ensuing year, for attorneys, paralegals, and any other professional. The hourly rate I charge will be \$275 per hour, associate rates will be \$225 per hour and legal assistants will be \$110 per hour. We will bill you through your third party administrator Gallagher Bassett on a monthly basis and will expect that those statements will be promptly paid, in the absence of any issue being raised with respect to them. If there are issues, they should be raised promptly and in no event outside of 30 days following the rendition of the statement.

We understand that you have obtained an extension of time on the responsive pleadings and have confirmed that extension with Plaintiff's counsel Ed Allen. We look forward to receiving the materials which will illuminate the basis and nature of any activities on the part of your subsidiary in connection with this project and the occurrence of the injuries claimed. In the meantime, should you or Mr. Rowson have any questions concerning this letter or our

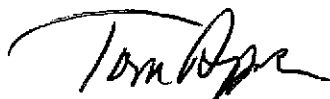
Len Baumann
December 30, 2008
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engagement, please do not hesitate to contact me.

We appreciate very much the opportunity to be of service to Building Materials Holding Corporation and its affiliates in connection with this matter and look forward to an outcome consistent with the facts which are ultimately developed.

With best regards.

Very truly yours,

A handwritten signature in black ink, appearing to read "Tom Appler", with a large, sweeping flourish above the name.

Thomas L. Appler

TLA:sg

cc: Paul Rowson
Gallagher Bassett Services, Inc.