

**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. 09-12074 (KJC)
)	
Debtors.)	Jointly Administered
)	
)	Objection Deadline: September 11, 2009 at 4:00 p.m. (ET)
)	Hearing Date: To Be Determined
)	

**VERIFIED SECOND MONTHLY APPLICATION OF GIBSON, DUNN &
CRUTCHER LLP AS COUNSEL FOR THE DEBTORS AND DEBTORS IN
POSSESSION FOR ALLOWANCE OF INTERIM COMPENSATION FOR SERVICES
RENDERED AND FOR REIMBURSEMENT OF EXPENSES FOR THE
PERIOD BEGINNING JULY 1, 2009 THROUGH JULY 31, 2009**

Name of Applicant: GIBSON, DUNN & CRUTCHER LLP

Authorized to Provide Professional Services to: Debtors

Date of Retention: *Nunc pro tunc* to June 16, 2009 ("Petition Date"), by order dated July 16, 2009

Period for Which Interim Compensation and Reimbursement Is Sought: July 1, 2009 through July 31, 2009

Amount of Interim Compensation Sought as Actual, Necessary and Reasonable: \$681,530.25

Amount of Interim Expenses Reimbursement Sought as Actual, Necessary and Reasonable: \$22,211.78

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.

PREVIOUS FEE APPLICATIONS

<u>Title</u>	<u>Date Filed</u>	<u>Period Covered</u>	<u>Fees Requested</u>	<u>Expenses Requested</u>	<u>Fees Approved</u>	<u>Expenses Approved</u>
Verified First Monthly Application of Gibson, Dunn & Crutcher LLP Beginning June 16, 2009 Through June 30, 2009 [Docket Entry No. 313]	7/27/09	June 16, 2009 – June 30, 2009	\$391,533.25	\$12,722.72	80%	100%

BUILDING MATERIALS HOLDING CORPORATION, et al.

**Summary Breakdown of Professionals and Paraprofessional Hours and Fees for the
Interim Period of July 1, 2009 through July 31, 2009**

<u>NAME OF PROFESSIONAL PERSON</u>	<u>POSITION</u>	<u>STARTING DATE EMPLOYED AT GD&C</u>	<u>YEAR ADMITTED TO BAR</u>	<u>TOTAL HOURS BILLED</u>	<u>RATE</u>	<u>AMOUNT</u>
S. FINLEY	Partner— Corp.	08/29/1988	1974 NY	26.0	995	25870.00
M. ROSENTHAL	Partner— Bankr.	11/27/1989	2009 NY 1985 TX	227.0	985	223595.00
W. D. CLASTER	Partner— Labor	6/1/1976	1976 CA	23.6	865	20414.00
G. T. DAVIDSON	Partner— Corp.	10/24/1988	1988 CA	1.0	840	840.00
C. R. MONTGOMERY	Partner— Corp.	3/12/2001	1997 CA	6.1	635	3873.50
M. K. KELSEY	Of Counsel — Corp.	11/10/2008	2004 NY	131.4	710	93294.00
A. G. YORK	Associate— Bankr.	8/24/1998	1998 TX	185.8	635	117983.00
M.C. WALSH	Associate— Corp.	9/7/2004	2005 NY	1.7	620	1054.00
S. M. GLECKLER	Associate— Labor	9/12/2005	2005 CA	12.5	495	6187.50
N. D. GREENWOOD	Associate— Corp.	5/17/2004	2005 CA	30.1	495	14899.50

<u>NAME OF PROFESSIONAL PERSON</u>	<u>POSITION</u>	<u>STARTING DATE EMPLOYED AT GD&C</u>	<u>YEAR ADMITTED TO BAR</u>	<u>TOTAL HOURS BILLED</u>	<u>RATE</u>	<u>AMOUNT</u>
C. L. MABERRY	Associate— Lit.	9/6/2005	2005 TX	11.4	495	5643.00
L. V. WASSER	Associate— Real Estate	10/17/2005	2005 CA	0.9	495	445.50
J. WEISSER	Associate— Bankr.	4/20/2009	2006 NY	19.0	585	11115.00
C. P. FLOYD	Associate— Lit.	9/5/2006	2006 TX	50.8	470	23876.00
J. A. SMITH	Associate— Corp.	9/5/2006	2006 TX	11.5	470	5405.00
S. MUZUMDAR	Associate— Corp.	10/6/2008	2009 NY	58.1	420	24402.00
J. L. GRAVES	Associate— Bankr.	10/6/2008	2007 TX	207.7	400	83080.00
K. A. BOHNE	Associate— Bankr.	9/2/2008	2008 TX	16.3	345	5623.50
L. K. MAXWELL	Associate— Unassigned	11/3/2008	2008 TX	1.0	345	345.00
J. S. BAUMGART	Summer Associate	5/18/09	N/A	10.2	295	3009.00
D. D. SHANK	Summer Associate – Unassigned	6/15/2009	N/A	12.6	275	3465.00
A. R. PEZZANO	Summer Associate – Unassigned	5/18/2009	N/A	3.2	275	880.00
J. M. CONTRERAS	Legal Assistant – Bankr.	3/20/2000	N/A	37.2	290	10788.00

<u>NAME OF PROFESSIONAL PERSON</u>	<u>POSITION</u>	<u>STARTING DATE EMPLOYED AT GD&C</u>	<u>YEAR ADMITTED TO BAR</u>	<u>TOTAL HOURS BILLED</u>	<u>RATE</u>	<u>AMOUNT</u>
J. NEAL	Legal Assistant – Corp.	7/14/2008	N/A	0.3	235	70.50
S. G. FARRAG	Legal Assistant – Bankr.	6/17/2009	N/A	31.5	235	7402.50
S. E. SCOTT	Other Support Staff	7/20/1998	N/A	0.5	185	92.50
SUBTOTAL:				1,117.40		\$693,653.00
LESS REDUCTION FOR NON-WORKING TRAVEL TIME						-\$12,122.75
TOTAL FEES REQUESTED						\$681,530.25

Blended Rate: \$609.93

Blended Rate (excluding legal assistant time): \$632.65

Bankr. = Business Restructuring and Reorganization Practice Group

Corp. = Corporate Practice Group

Lit. = Litigation Practice Group

Tax = Tax Practice Group

Labor = Labor Practice Group

R.E. = Real Estate Group

TOTAL COMPENSATION BY PROJECT CATEGORY

For the Interim Fee Period of July 1, 2009 through July 31, 2009

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Asset Disposition and Sale Issues (Matter 00101)	11.2	7526.00
Automatic Stay Issues (Matter 00102)	34.1	16471.50
Business Operations (Matter 00103)	1.8	1773.00
Case Administration (Matter 00104)	238	129334.50
Claims Administration and Objections (Matter 00105)	37.2	22450.50
Corporate Governance and Securities Law Compliance (Matter 00106)	8.3	7434.00
Creditor Committee Issues (Matter 00107)	75.5	57632.00
DIP Financing/Cash Collateral/Cash Management (Matter 00108)	50.6	29544.50
Employees (Matter 00109)	2.6	2063.00
Executory Contracts/Unexpired Leases (Matter 00111)	89	45033.00
Fee and Retention Applications (GD&C) (Matter 00112)	65.6	25237.00
Fee and Retention Applications (Other Professionals) (Matter 00113)	26.6	14440.50
Insurance (Matter 00114)	9.4	7220.50
Plan & Disclosure Statement (Matter 00115)	327.3	245569.00
Secured Creditor Collateral (Matter 00118)	3.2	2794.50
Taxes (Matter 00120)	6.1	2896.50
Non-Working Travel Time (after 50% write- off) (Matter 00121)	44.3	12122.75
Utilities (Matter 00122)	30.2	13195.50

Vendors & Suppliers (Matter 00123)	3.0	1292.50
Class Action Issues (Matter 00125)	53.4	37499.50
<u>TOTAL</u>	1117.4	\$681,530.25

TOTAL EXPENSE SUMMARY

For the Interim Fee Period of July 1, 2009 through July 31, 2009

<u>Expense Category</u>	<u>Total Expenses</u>
Certified Copies	232.75
Deposition Fees	695.00
Document Retrieval Service	1442.00
Filing Fees	970.00
Freight & Shipping	284.68
In-House Duplication (Photocopies -- \$0.10 per page)	1060.00
Lodging	1982.75
Meals	2498.24
Messenger and Courier Expense	45.72
On-Line Research (Lexis)	364.47
On-Line Research (Westlaw)	3154.11
On-Line Research Nexis-Main	505.00
Postage	0.44
Secretary Support	70.00
Specialized Research/Filing Fees	5.20
Telephone Charges	584.40
Travel – Air & Rail	6608.84
Travel – Parking	34.00
Travel – Taxi & Other Modes/Miles	1674.18
TOTAL	\$22,211.78

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FOR THE DISTRICT OF DELAWARE**

IN RE:

**BUILDING MATERIALS HOLDING
CORPORATION, *et al.*,²**

Debtors.

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) **Chapter 11**

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) **Case No. 09-12074 (KJC)**

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) **Jointly Administered**

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) **Objection Deadline: September 11, 2009 at 4:00 p.m. (ET)**
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**VERIFIED SECOND MONTHLY APPLICATION OF GIBSON, DUNN &
CRUTCHER LLP AS COUNSEL FOR THE DEBTORS AND DEBTORS IN
POSSESSION FOR ALLOWANCE OF INTERIM COMPENSATION FOR SERVICES
RENDERED AND FOR REIMBURSEMENT OF EXPENSES FOR THE
PERIOD BEGINNING JULY 1, 2009 THROUGH JULY 31, 2009**

Gibson, Dunn & Crutcher LLP ("Gibson Dunn"), counsel for Building Materials Holding Corporation and its affiliates, as debtors and debtors in possession (collectively, the "Debtors"), hereby applies for allowance of interim compensation for professional services rendered and reimbursement of expenses incurred for the monthly period beginning July 1, 2009 through July 31, 2009 (herein, the "Application"), and respectfully states the following:

FEES AND EXPENSES FOR WHICH ALLOWANCE IS SOUGHT

1. Gibson Dunn makes this Application pursuant to sections 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), the Court's administrative order ("Administrative Order") dated January 28, 2002, establishing procedures for interim

² 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.

compensation and reimbursement of expenses of professionals employed in the Debtors' chapter 11 cases, and the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals entered by the Court on July 16, 2009 (the "Interim Fee Procedures Order") in connection with the chapter 11 cases (as defined below). Gibson Dunn seeks approval and allowance of interim compensation for professional services charged to the Debtors during the period from July 1, 2009 through July 31, 2009 (the "Interim Fee Period") in the amount of \$681,530.25. A schedule setting forth the number of hours expended by partners, counsel, associates, staff attorneys, and legal assistants of Gibson Dunn who rendered services to the Debtors during the Interim Compensation Period, and their respective hourly rates is attached hereto as **Exhibit A**. Gibson Dunn also requests reimbursement of actual and necessary out-of-pocket expenses incurred in connection with its representation of the Debtors during the Interim Compensation Period in the amount of \$22,211.78. A schedule setting forth the expenses for which Gibson Dunn is seeking reimbursement is attached hereto as **Exhibit B**.

2. Gibson Dunn has attempted to include in this Application all time and expenses relating to the Interim Fee Period. Delays in processing such time and receiving invoices for expenses, however, do occur. Accordingly, Gibson Dunn reserves the right to supplement this Application prior to the date set by this Court for final hearing on this Application in order to request additional compensation for professional services rendered and reimbursement of expenses incurred during the Interim Fee Period.

3. In addition, as of the Petition Date, Gibson Dunn held an Advance Deposit in the amount of \$710,762.59 as security for its postpetition fees and related expenses. Paragraph 4 of the Court's July 16, 2009 order employing Gibson Dunn provides that Gibson Dunn (a) shall be paid from the Advance Deposit until the Advance Deposit is reduced to \$355,381.00 before the

firm seeks further payment for allowed/fees expenses from the Debtors and (b) may hold the remaining \$355,381.00 Advance Deposit as an evergreen retainer for the duration of the Chapter 11 Cases. Any amounts approved to be paid to Gibson Dunn that are not paid from the Advance Deposit, as described above, shall be paid to Gibson Dunn by the Debtors.

4. After the expiration of the objection period with respect to Gibson Dunn's first interim application (for the period from June 16, 2009 through June 30, 2009), and based on the lack of objections to such application, Gibson Dunn filed a Certificate of No Objection and applied \$325,949.32, which amount represents the sum of 80% of the fees and 100% of the expenses requested for such period (the "First Interim Fee Period"), against the Advance Deposit. Pending approval by this Court of Gibson, Dunn's first quarterly fee application, the withheld amount of Gibson Dunn's fees for the First Interim Fee Period is \$78,306.65. This is Gibson Dunn's second monthly interim application for compensation and reimbursement of expenses in these Chapter 11 Cases.

**COMPLIANCE WITH THE U.S. TRUSTEE'S
GUIDELINES AND LOCAL RULE 2016-2**

5. Pursuant to section 586(a)(3)(A) of title 28 of the United States Code, the Executive Office for United States Trustees promulgated certain procedural guidelines governing review by the Offices of the United States Trustees of applications for compensation and reimbursement of expenses under section 330 of the Bankruptcy Code (the "Guidelines"). The Guidelines became effective on May 1, 1995. Except as set forth herein, this Application materially complies with the Guidelines. This Application also materially complies with Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"). Gibson Dunn's certification under section

504 of the Bankruptcy Code, Federal Rule of Bankruptcy Procedure 2016(a), the Guidelines and Local Rule 2016-2 is attached hereto as **Exhibit C**.

6. During the Chapter 11 Cases, Gibson Dunn has maintained contemporaneous time records for each of the categories specified in the Guidelines. A copy of Gibson Dunn's contemporaneous time records for the Interim Fee Period is attached hereto as **Exhibit D**.

GENERAL BACKGROUND

7. On June 16, 2009 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the "Chapter 11 Cases"). The Debtors continue to operate their businesses and manage their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner has been made in these Chapter 11 Cases. On July 26, 2009, the Office of the United States Trustee (the "US Trustee") appointed the official committee of unsecured creditors (the "Creditors' Committee").

8. The Debtors are one of the largest providers of residential building products and construction services in the United States. The Debtors distribute building materials, manufacture building components (e.g., millwork, floor and roof trusses, and wall panels), and provide construction services to professional builders and contractors through a network of 31 distribution facilities, 43 manufacturing facilities, and five regional construction services facilities.

9. The Debtors operate under two brand names: BMC West® and SelectBuild®.

- ***BMC West.*** Under the BMC West brand, the Debtors market and sell building products, manufacture building components, and provide construction services to professional builders and contractors. Products include structural lumber and building materials purchased from manufacturers, as well as manufactured building components such as millwork, trusses, and wall panels.

Construction services include installation of various building products and framing. The Debtors currently offer these products and services in major metropolitan markets in Texas, Washington, Colorado, Idaho, Utah, Montana, North Carolina, California, and Oregon.

- ***SelectBuild.*** Under the SelectBuild brand, the Debtors offer integrated construction services to production homebuilders, as well as commercial and multi-family builders. Services include wood framing, concrete services, managing labor and construction schedules, and sourcing materials. The Debtors currently offer these services in major metropolitan markets in California, Arizona, Nevada and Illinois.

RETENTION OF GIBSON, DUNN & CRUTCHER LLP

10. By order dated July 16, 2009, the Court approved the retention of Gibson Dunn as restructuring counsel *nunc pro tunc* to the Petition Date pursuant to section 327(a) of the Bankruptcy Code.

11. By order dated July 14, 2009, the Debtors retained Young Conaway Stargatt & Taylor, LLP ("YCS&T") as restructuring counsel pursuant to section 327(a) of the Bankruptcy Code. Gibson Dunn and YCS&T have made every effort to ensure that the services they provide to the Debtors are not duplicative.

SERVICES RENDERED BY GIBSON DUNN

12. Gibson Dunn is an international law firm with approximately 1,000 attorneys. The firm maintains offices for the practice of law in New York City and several other cities in the United States and abroad. Gibson Dunn has extensive expertise in business reorganizations, corporate transactions, debtor-in-possession financings, and related professional experience necessary for successful reorganization under chapter 11 of the Bankruptcy Code. In particular, Gibson Dunn has substantial experience in the representation of debtors and debtors in possession in Chapter 11 Cases before this Court and other courts throughout the United States.

As a consequence, Gibson Dunn brings to these cases a high level of expertise and experience that inures to the benefit of the Debtors and their estates.

13. Gibson Dunn members, counsel, associates, staff attorneys, and paralegals provided 1,131.5 hours of time in both the Business Restructuring and Reorganization Practice Group and the Corporate Practice Group during the Interim Fee Period.

14. The following description summarizes the services rendered by Gibson Dunn in the Interim Fee Period.

A. Asset Disposition/Sale Issues (Matter 00101)

(Interim Fee Period Fees: \$7,526.00 Total Hours: 11.2)

15. This matter includes time addressing issues concerning asset disposition and the sale of the Debtors' assets, particularly with respect to the Debtors' motion to sell de minimis assets of the Debtors. Time in this matter was spent resolving the U.S. Trustee's objection to such motion.

B. Automatic Stay (Matter 00102)

(Interim Fee Period Fees: \$16,471.50 Total Hours: 34.1)

16. This matter addresses issues effecting the automatic stay, including providing notice to litigation parties of the impact of the automatic stay, and considering the applicability of the automatic stay on various litigation and insurance actions.

C. Business Operations (Matter 00103)

(Interim Fee Period Fees: \$1,773.00 Total Hours: 1.8)

17. This matter covers work related to the business operations of the Debtors, including, but not limited to, advising the Debtors on the provisions of the Bankruptcy Code as they relate to the day to day and out of the ordinary course business operations of the Debtors.

D. Case Administration (Matter 00104)

(Interim Fee Period Fees: \$129,334.50 Total Hours: 238)

18. This matter covers work necessary for the successful administration of these Chapter 11 Cases. During the Interim Fee Period, Gibson Dunn spent numerous hours finalizing and filing various pleadings, communicating with the Debtors and other key constituencies regarding administrative tasks within these Chapter 11 Cases, coordinating with the Debtors to prepare the schedules of assets and liabilities and statements of financial affairs, and addressing the myriad of other administrative matters that arose in the course of these Chapter 11 Cases.

E. Claims Administration and Objections (Matter 00105)

(Interim Fee Period Fees: \$22,450.50 Total Hours: 37.2)

19. This matter covers issues concerning claims made against the Debtors estate. During the Interim Fee Period, Gibson Dunn spent time addressing, among other things, claims for reclamation of goods and claims for administrative priority status under section 503(b)(9) of the Bankruptcy Code, as well as working with the Debtors claims agent, the Garden City Group, to effectuate the mailing of the notice of bar date for filing proofs of claim.

F. Corporate Governance/Securities Law Compliance (Matter 00106)

(Interim Fee Period Fees: \$7,434.00 Total Hours: 8.3)

20. This matter covers issues concerning compliance with securities law, preparing and reviewing items filed with the Securities Exchange Commission. In addition, time was spent

preparing for and participating in the Debtors' corporate governance meetings and board meetings.

G. Creditor Committee Issues (Matter 00107)

(Interim Fee Period Fees: \$57,632.00 Total Hours: 75.5)

21. This matter includes time preparing for and addressing issues of the Creditors' Committee. Time was spent in this category attending meetings with the Creditors' Committee, responding to various document requests, and negotiating with the Creditors' Committee to address certain concerns with respect to the Debtors' plan and related disclosure statement.

H. DIP Financing/Cash Collateral/Cash Management (Matter 00108)

(Interim Fee Period Fees: \$29,544.50 Total Hours: 50.6)

22. This matter includes time spent negotiating and preparing the necessary schedules and follow-up documents to secure the Debtors' postpetition financing with Wells Fargo Bank. In addition, the Debtors worked with the United States Trustee, the Creditors' Committee, the Texas Taxing Authorities, and Wells Fargo Bank to achieve a consensual resolution of the formal and informal objections these parties raised to the postpetition financing, and attended the hearing to approve postpetition financing on a final basis. Furthermore, time was spent in this category negotiating and preparing documents to secure exit financing at the close of these Chapter 11 Cases.

I. Employees (Matter 00109)

(Interim Fee Period Fees: \$2,063.00 Total Hours: 2.6)

23. This matter includes time spent addressing employee wage, severance, and retention issues.

J. Executory Contracts/Unexpired Leases (Matter 00111)

(Interim Fee Period Fees: \$45,033.00 Total Hours: 89)

24. This matter includes time spent, in coordination with the Debtors, reviewing the Debtors' executory contracts and unexpired leases, and preparing motions to assume or reject same.

K. Fee Applications/Retention Applications [Gibson Dunn] (Matter 00112)

(Interim Fee Period Fees: \$25,237.00 Total Hours: 65.6)

25. This matters covers time related to preparing Gibson Dunn's first monthly request for interim compensation and reimbursement of expenses.

L. Fee Applications/Retention Applications [Other professionals] (Matter 00113)

(Interim Fee Period Fees: \$14,440.50 Total Hours: 26.6)

26. This matter covers time related to the retention and compensation of additional professionals hired by the Debtors in these Chapter 11 Cases.

M. Insurance (Matter 00114)

(Interim Fee Period Fees: \$7,220.50 Total Hours: 9.4)

27. This matter covers time spent reviewing insurance policies and addressing issues related thereto. During the Interim Fee Period, critical discussions were held and agreements reached with ACE Insurance, which provides, among other things, worker's compensation insurance for the Debtors.

N. Plan & Disclosure Statement (Matter 00115)

(Interim Fee Period Fees: \$245,569.00 Total Hours: 327.3)

28. This matter involves time spent negotiating and revising the Debtors' plan of reorganization, disclosure statement, and preparing and revising the solicitation procedures motion, ballots and schedules related thereto.

O. Secured Creditor Collateral (Matter 00118)

(Interim Fee Period Fees: \$2,794.50 Total Hours: 3.2)

29. This matter covers time spent addressing issues concerning liens and the secured collateral of the Debtors.

P. Taxes (Matter 00120)

(Interim Fee Period Fees: \$2,896.50 Total Hours: 6.1)

30. This matter includes time spent addressing state and property tax issues.

Q. Non-Working Travel Time (Matter 00121)

(Interim Fee Period Fees [reduced by 50%]): \$12,122.75 Total Hours: 44.3)

31. This category covers travel time in which no other work was performed on behalf of the Debtors. **This Application seeks compensation for 50% of any fees associated with non-working travel time.** The \$12,122.75 reflected in this category already has been adjusted by 50% to implement this reduction for non-working travel time.

R. Utilities (Matter 00122)

(Interim Fee Period Fees: \$13,195.50 Total Hours: 30.2)

32. This category addresses issues concerning utilities, providing adequate assurance of payment for certain of the Debtors' utility providers, and reviewing and addressing requests for additional adequate assurance. In addition, time was spent preparing and revising an order for payment of utility providers and updating schedules related thereto.

S. Vendors & Suppliers (Matter 00123)

(Interim Fee Period Fees: \$1,292.50 Total Hours: 3.0)

33. This category covers time spent addressing vendor related issues, including issues related to critical vendor payments and agreements and to an increase in the cap for payments to materialman's lien claimants.

T. Class Action Issues (Matter 00125)

(Interim Fee Period Fees: \$37,499.50 Total Hours: 53.4)

34. This category addresses issues concerning potential class action matters that were pending on the Petition Date and as to which a settlement motion under Bankruptcy Rule 9019 has just been filed.

ALLOWANCE OF COMPENSATION

35. Gibson Dunn is cognizant of the factors considered by the courts in determining allowances of compensation under section 331 of the Bankruptcy Code. Application of those factors to this Application more than justifies the compensation requested.

36. **The Time And Labor Required.** The professional services rendered by Gibson Dunn have required substantial time and effort, very frequently on an emergency and after-hours basis. During the Interim Fee Period, approximately 1,131.50 recorded hours were expended by Gibson Dunn partners, counsel, associates, staff attorneys, and legal assistants in providing the professional services described in this Application.

37. **The Rates Charged For Such Services.** During the Interim Fee Period, Gibson Dunn's hourly billing rates ranged from \$710 to \$995 per hour for partners and of counsel; \$345 to \$635 for associates and staff attorneys; and \$145 to \$290 for legal assistants. These billing rates represent customary rates that are routinely billed to the firm's many clients. Based upon

the recorded hours expended by Gibson Dunn's attorneys and legal assistants, the average hourly billing rate for Gibson Dunn's services for the Interim Fee Period was approximately \$609.93 .

38. **The Necessity of the Services and Benefit to the Estate.** As detailed above, the services Gibson Dunn provided to the Debtors were necessary to preserve and enhance the Debtors' business operations and going-concern value and conferred substantial benefit on the Debtors' estates.

39. **The Complexity, Importance, and Nature of the Problem, Issue or Task Addressed.** The complexity, importance, and nature of the matters Gibson Dunn has addressed in these cases justify the compensation sought by Gibson Dunn in this Application. During the Interim Fee Period, Gibson Dunn encountered and successfully resolved complex and difficult legal problems in many areas involving both bankruptcy and corporate issues, many of which required specialized expertise. As is more fully detailed above, Gibson Dunn believes that it has been able to resolve many difficult and complex questions as they have arisen in an expeditious and efficient manner.

40. **Customary Compensation.** Gibson Dunn relies on the Court's experience and knowledge with respect to the compensation awards in similar cases. Given that frame of reference, Gibson Dunn submits that, in light of the circumstances of the case and the substantial benefits derived from Gibson Dunn's assistance, compensation in the amount requested is fair and reasonable.

41. **Time Constraints Required by the Exigencies of the Case.** On many occasions, Gibson Dunn attorneys rendered services on behalf of the Debtors under severe time constraints. Moreover, Gibson Dunn attorneys undertook matters on behalf of the Debtors, to

the preclusion of other firm matters and clients. Often, the services were performed well after regular business hours.

42. **Experience, Reputation and Ability of the Attorneys Rendering Services.**

Gibson Dunn's services have been rendered in a highly efficient manner by attorneys who have a high degree of expertise in business reorganizations and corporate transactions. The skill and competency of the Gibson Dunn attorneys who have represented the Debtors are unquestionable. Gibson Dunn's highly professional group of attorneys has ensured that these cases have been administered in the most efficient and expeditious manner under the circumstances.

43. Based on the factors to be considered under section 331 of the Bankruptcy Code, the results Gibson Dunn has achieved to date more than justify allowance in full of Gibson Dunn's compensation and reimbursement request.

DISBURSEMENTS

44. For the Interim Fee Period, Gibson Dunn requests reimbursement of \$22,211.78 for reasonable and necessary out-of-pocket expenses incurred on behalf of the Debtors. **Exhibit B** attached hereto summarizes the actual expenses incurred by Gibson Dunn on behalf of the Debtors during the Interim Fee Period and **Exhibit E** details each of the expenses incurred. Each of the charges reflected in **Exhibits B and E** is based on the actual and necessary expenses incurred by Gibson Dunn, in the exercise of reasonable discretion, on behalf of the Debtors.

45. The time constraints frequently imposed by the circumstances of these cases have required Gibson Dunn's attorneys and other employees to devote time during the evenings and on weekends to perform legal services on behalf of the Debtors. Consistent with firm policy, and to ensure the personal safety of attorneys and other employees of Gibson Dunn, the cost of transportation home was reimbursed to employees working late into the night. Unlike many

New York firms, Gibson Dunn does not charge clients for reimbursement of meals for attorneys who worked after regular business hours. Gibson Dunn only seeks reimbursement for overtime meals if the client is present, or if an attorney is traveling on a client's behalf.

46. Gibson Dunn has not sought reimbursement for proofreading services, luxury accommodations, or deluxe meals. Gibson Dunn does not seek compensation for first-class airfare. Rather, Gibson Dunn attorneys travel by coach for domestic air travel, with any upgrade being at the attorney's own expense. Gibson Dunn does not charge for incoming or outgoing facsimile transmission, other than the costs, if any, of the associated long distance phone call. **Gibson Dunn charges its clients \$0.10 per page for photocopying.**

47. Gibson Dunn has made every effort to minimize its disbursements in this case. Each of the expenses incurred by Gibson Dunn in providing professional services to the Debtors was necessary, reasonable and justified under the circumstances to serve the needs of the Debtors, their estates and creditors.

REMAINING ADVANCE DEPOSIT

48. As described above, as of the Petition Date, Gibson Dunn held an Advance Deposit in the amount of \$710,762.59 as security for its postpetition fees and related expenses. After the expiration of the objection period with respect to Gibson Dunn's first interim application (for the period from June 16, 2009 through June 30, 2009), and based on the lack of objections to such application, Gibson Dunn filed a Certificate of No Objection and applied \$325,949.32 against the Advance Deposit, which amount represents the sum of 80% of the fees and 100% of the expenses requested for such period. After application of this amount, the remaining Advance Deposit is \$384,813.27. Consistent with the Order employing Gibson Dunn, upon approval of the fees and expenses requested herein, Gibson Dunn shall be paid from the

Advance Deposit until the Advance Deposit is reduced to \$355,381.00 and will hold the remaining \$355,381.00 Advance Deposit as an evergreen retainer for the duration of the Chapter 11 Cases. Any amounts approved to be paid to Gibson Dunn that are not paid from the Advance Deposit, as described above, shall be paid to Gibson Dunn by the Debtors.

CONCLUSION

49. Gibson Dunn's services have resulted in significant benefits to the Debtors and their estates. Accordingly, Gibson Dunn respectfully submits that its request for compensation and reimbursement of expenses is reasonable and is more than justified by the benefits received by the Debtors and their estates, and that such request, therefore, should be allowed in full.

WHEREFORE Gibson Dunn respectfully requests entry of an order (a) allowing Gibson Dunn, for the period from July 1, 2009 through July 31, 2009, interim compensation for professional services rendered in the amount of \$681,530.25 and reimbursement of expenses in the amount of \$22,211.78 ; and (b) granting Gibson Dunn such other and further relief as is just and proper.

Dated: New York, New York
August 27, 2009

GIBSON, DUNN & CRUTCHER LLP

By: 

Michael A. Rosenthal (admitted *pro hac vice*)
Matthew K. Kelsey (admitted *pro hac vice*)
200 Park Avenue
New York, New York 10166
Phone (212) 351-4000
Fax (212) 351-4035

ATTORNEYS FOR THE DEBTORS
AND DEBTORS IN POSSESSION

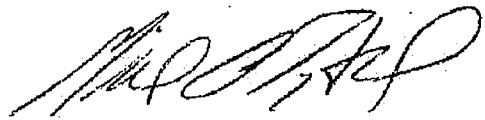
VERIFICATION

STATE OF NEW YORK)
)
COUNTY OF NEW YORK) SS:

1. I am a partner in the applicant firm, Gibson, Dunn & Crutcher LLP, and am admitted to practice *pro hac vice* before this Court.

2. I have personally performed many of the legal services rendered by Gibson, Dunn & Crutcher LLP, as counsel for the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers and legal assistants in the firm.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.



Michael A. Rosenthal

**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. 09-12074 (KJC)**

)
) **Jointly Administered**

)
) **Objection Deadline: September 11, 2009 at 4:00 p.m. (ET)**
) **Hearing Date: To Be Determined**

NOTICE OF APPLICATION

TO: (I) THE OFFICE OF THE UNITED STATES TRUSTEE FOR THE DISTRICT OF DELAWARE; (II) COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS; (III) COUNSEL TO WELLS FARGO BANK, AS AGENT UNDER THE PREPETITION CREDIT FACILITY AND THE DIP FACILITY (AS DEFINED IN THE CHAPTER 11 PLAN FILED BY THE DEBTORS IN THESE CASES); AND (IV) ALL PARTIES THAT HAVE REQUESTED NOTICE PURSUANT TO RULE 2002 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE.

PLEASE TAKE NOTICE that the **Verified Second Monthly Application of Gibson, Dunn & Crutcher LLP as Counsel for the Debtors and Debtors in Possession for Allowance of Interim Compensation for Services Rendered and for Reimbursement of Expenses for the Period Beginning July 1, 2009 Through July 31, 2009** (the "Application") has been filed with the United States Bankruptcy Court for the District of Delaware. The Application seeks interim allowance of fees in the amount of \$681,530.25 and expenses in the amount of \$22,211.78.

PLEASE TAKE FURTHER NOTICE that objections to the Application, if any, must be filed on or before **September 11, 2009 at 4:00 p.m. (ET)** (the "Objection Deadline") with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that at the same time, you must also serve a copy of the objection so as to be received by the following on or before the Objection Deadline: (i) the Debtors, Building Materials Holding Corporation, 720 Park Boulevard, Suite

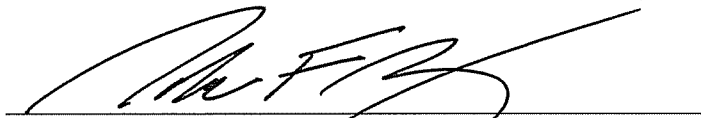
¹ The Debtors, along with the last four digits of each Debtor's tax identification number, are as follows: Building Materials Holding Corporation (4269), BMC West Corporation (0454), SelectBuild Construction, Inc. (1340), SelectBuild Northern California, Inc. (7579), Illinois Framing, Inc. (4451), C 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.

200, Boise, Idaho 83712 (Attn.: Paul S. Street); (ii) co-counsel to the Debtors: (a) Gibson, Dunn & Crutcher LLP, 200 Park Avenue, New York, New York 10166 (Attn.: Michael A. Rosenthal and Matthew K. Kelsey) and (b) Young Conaway Stargatt & Taylor, LLP, The Brandywine Building, 1000 West Street, 17th Floor, Wilmington, Delaware 19801 (Attn.: Sean M. Beach and Robert F. Poppiti, Jr.); (iii) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn.: Joseph J. McMahon, Jr.); (iv) counsel to the Official Committee of Unsecured Creditors: (a) Arent Fox, LLP, 1050 Connecticut Avenue, NW, Washington, DC 20036-5339 (Attn.: Christopher J. Giaimo and Katie A. Lane) and (b) Benesch, Friedlander, Coplan & Aronoff LLP, 222 Delaware Avenue, Suite 801, Wilmington, Delaware 19801 (Attn.: Bradford J. Sandler); and (v) counsel to Wells Fargo Bank, as agent under the Prepetition Credit Facility and the DIP Facility (as defined in the chapter 11 plan filed by the Debtors in these cases): (a) Paul, Hastings, Janofsky & Walker LLP, 55 Second Street, Twenty-Fourth Floor, San Francisco, California 94105 (Attn.: Kevin B. Fisher) and (b) Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn.: Paul N. Heath).

PLEASE TAKE FURTHER NOTICE THAT PURSUANT TO THE ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR PROFESSIONALS [DOCKET NO. 201], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURE, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF THE REQUESTED FEES AND 100% OF THE REQUESTED EXPENSES WITHOUT FURTHER ORDER OF THE COURT. ONLY IF AN OBJECTION IS PROPERLY AND TIMELY FILED IN ACCORDANCE WITH THE ABOVE PROCEDURE WILL A HEARING BE HELD ON THE APPLICATION. ONLY THOSE PARTIES TIMELY FILING AND SERVING OBJECTIONS WILL RECEIVE NOTICE AND BE HEARD AT SUCH HEARING.

Dated: Wilmington, Delaware
August 27, 2009

YOUNG CONAWAY STARGATT & TAYLOR, LLP



Sean M. Beach (No. 4070)

Donald J. Bowman, Jr. (No. 4383)

Robert F. Poppiti, Jr. (No. 5052)

The Brandywine Building

1000 West Street, 17th Floor

P.O. Box 391

Wilmington, Delaware 19899-0391

Telephone: (302) 571-6600

Facsimile: (302) 571-1253

----and----

GIBSON, DUNN & CRUTCHER LLP
Michael A. Rosenthal (admitted *pro hac vice*)
Matthew K. Kelsey (admitted *pro hac vice*)
Saeed M. Muzumdar (admitted *pro hac vice*)
200 Park Avenue, 47th Floor
New York, New York 10166-0193
Telephone: (212) 351-4000
Facsimile: (212) 351-4035

Aaron G. York (admitted *pro hac vice*)
Jeremy L. Graves (admitted *pro hac vice*)
2100 McKinney Avenue, Suite 1100
Dallas, Texas 75201-6911
Telephone: (214) 698-3100
Facsimile: (214) 571-2900

ATTORNEYS FOR THE DEBTORS
AND DEBTORS-IN-POSSESSION

EXHIBIT A

Breakdown by Timekeeper

BUILDING MATERIALS HOLDING CORPORATION, et al.

**Summary Breakdown of Professionals and Paraprofessional Hours and Fees for the
Interim Period of July 1, 2009 through July 31, 2009**

<u>NAME OF PROFESSIONAL PERSON</u>	<u>POSITION</u>	<u>STARTING DATE EMPLOYED AT GD&C</u>	<u>YEAR ADMITTED TO BAR</u>	<u>TOTAL HOURS BILLED</u>	<u>RATE</u>	<u>AMOUNT</u>
S. FINLEY	Partner— Corp.	08/29/1988	1974 NY	26.0	995	25870.00
M. ROSENTHAL	Partner— Bankr.	11/27/1989	2009 NY 1985 TX	227.0	985	223595.00
W. D. CLASTER	Partner— Labor	6/1/1976	1976 CA	23.6	865	20414.00
G. T. DAVIDSON	Partner— Corp.	10/24/1988	1988 CA	1.0	840	840.00
C. R. MONTGOMERY	Partner— Corp.	3/12/2001	1997 CA	6.1	635	3873.50
M. K. KELSEY	Of Counsel – Corp.	11/10/2008	2004 NY	131.4	710	93294.00
A. G. YORK	Associate— Bankr.	8/24/1998	1998 TX	185.8	635	117983.00
M.C. WALSH	Associate— Corp.	9/7/2004	2005 NY	1.7	620	1054.00
S. M. GLECKLER	Associate— Labor	9/12/2005	2005 CA	12.5	495	6187.50
N. D. GREENWOOD	Associate— Corp.	5/17/2004	2005 CA	30.1	495	14899.50

<u>NAME OF PROFESSIONAL PERSON</u>	<u>POSITION</u>	<u>STARTING DATE EMPLOYED AT GD&C</u>	<u>YEAR ADMITTED TO BAR</u>	<u>TOTAL HOURS BILLED</u>	<u>RATE</u>	<u>AMOUNT</u>
C. L. MABERRY	Associate— Lit.	9/6/2005	2005 TX	11.4	495	5643.00
L. V. WASSER	Associate— Real Estate	10/17/2005	2005 CA	0.9	495	445.50
J. WEISSER	Associate— Bankr.	4/20/2009	2006 NY	19.0	585	11115.00
C. P. FLOYD	Associate— Lit.	9/5/2006	2006 TX	50.8	470	23876.00
J. A. SMITH	Associate— Corp.	9/5/2006	2006 TX	11.5	470	5405.00
S. MUZUMDAR	Associate— Corp.	10/6/2008	2009 NY	58.1	420	24402.00
J. L. GRAVES	Associate— Bankr.	10/6/2008	2007 TX	207.7	400	83080.00
K. A. BOHNE	Associate— Bankr.	9/2/2008	2008 TX	16.3	345	5623.50
L. K. MAXWELL	Associate— Unassigned	11/3/2008	2008 TX	1.0	345	345.00
J. S. BAUMGART	Summer Associate	5/18/09	N/A	10.2	295	3009.00
D. D. SHANK	Summer Associate – Unassigned	6/15/2009	N/A	12.6	275	3465.00
A. R. PEZZANO	Summer Associate – Unassigned	5/18/2009	N/A	3.2	275	880.00
J. M. CONTRERAS	Legal Assistant – Bankr.	3/20/2000	N/A	37.2	290	10788.00

<u>NAME OF PROFESSIONAL PERSON</u>	<u>POSITION</u>	<u>STARTING DATE EMPLOYED AT GD&C</u>	<u>YEAR ADMITTED TO BAR</u>	<u>TOTAL HOURS BILLED</u>	<u>RATE</u>	<u>AMOUNT</u>
J. NEAL	Legal Assistant – Corp.	7/14/2008	N/A	0.3	235	70.50
S. G. FARRAG	Legal Assistant – Bankr.	6/17/2009	N/A	31.5	235	7402.50
S. E. SCOTT	Other Support Staff	7/20/1998	N/A	0.5	185	92.50
SUBTOTAL:				1,117.40		\$693,653.00
LESS REDUCTION FOR NON-WORKING TRAVEL TIME						-\$12,122.75
TOTAL FEES REQUESTED						\$681,530.25

Blended Rate: \$609.93

Blended Rate (excluding legal assistant time): \$632.65

Bankr. = Business Restructuring and Reorganization Practice Group
 Corp. = Corporate Practice Group
 Lit. = Litigation Practice Group
 Tax = Tax Practice Group
 Labor = Labor Practice Group
 R.E. = Real Estate Group

EXHIBIT B

Expenses Breakdown

TOTAL EXPENSE SUMMARY

For the Interim Fee Period of July 1, 2009 through July 31, 2009

<u>Expense Category</u>	<u>Total Expenses</u>
Certified Copies	232.75
Deposition Fees	695.00
Document Retrieval Service	1442.00
Filing Fees	970.00
Freight & Shipping	284.68
In-House Duplication (Photocopies -- \$0.10 per page)	1060.00
Lodging	1982.75
Meals	2498.24
Messenger and Courier Expense	45.72
On-Line Research (Lexis)	364.47
On-Line Research (Westlaw)	3154.11
On-Line Research Nexis-Main	505.00
Postage	0.44
Secretary Support	70.00
Specialized Research/Filing Fees	5.20
Telephone Charges	584.40
Travel – Air & Rail	6608.84
Travel – Parking	34.00
Travel – Taxi & Other Modes/Miles	1674.18
TOTAL	\$22,211.78

EXHIBIT C - Certification

**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. 09-12074 (KJC)
)	
Debtors.)	Jointly Administered
)	
)	
)	

**CERTIFICATION OF GIBSON, DUNN & CRUTCHER LLP UNDER
SECTION 504 OF THE BANKRUPTCY CODE, FEDERAL RULE
OF BANKRUPTCY PROCEDURE 2016(a), THE UNITED
STATES TRUSTEE GUIDELINES AND LOCAL RULE 2016-2**

The undersigned attorney certifies under penalty of perjury as follows:

1. I am a member of the applicant law firm, Gibson, Dunn & Crutcher LLP ("Gibson Dunn").
2. Gibson Dunn has rendered professional services in these chapter 11 cases as counsel for Building Materials Holding Corporation and its affiliated debtors and debtors in possession (collectively, the "Debtors").
3. In accordance with section 504(a) of title 11 of the United States Code (the "Bankruptcy Code") and Federal Rule of Bankruptcy Procedure 2016, no agreement or understanding exists between Gibson Dunn and any other person for the sharing of compensation received or to be received for services rendered in or in connection with these chapter 11 cases,

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.

and Gibson Dunn shall not share or agree to share the compensation paid or allowed from the Debtors' estates for such services with any other person.

4. Gibson Dunn has not entered, and will not enter, into any agreement prohibited by 18 U.S.C. § 155.

5. I have read the foregoing application of Gibson Dunn for interim compensation and reimbursement of expenses (the "Application").

6. To the best of my knowledge, information and belief formed after reasonable inquiry, the compensation and reimbursement of expenses sought in the Application materially comply with the requirements of Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of this Court and the procedural guidelines governing the review by the Offices of the United States Trustees of applications for compensation and reimbursement of expenses under section 331 of the Bankruptcy Code and the Guidelines for Reviewing Applications for Compensation promulgated by the Executive Office for United States Trustee under 28 U.S.C. § 586(a)(3)(A) (the "Guidelines"), except to the extent set forth in the Application.

7. Except to the extent that certain compensation and reimbursement of expenses that normally would be paid by our clients but which may be prohibited by Local Rule 2016-2 or the Guidelines, the compensation and reimbursement of expenses sought are billed at rates and are in accordance with practices that are customarily employed by Gibson Dunn and are generally accepted by its clients.

8. In accordance with the Guidelines, Gibson Dunn requests reimbursement only for the amount billed to, and paid by, it for any service purchased or contracted for from a third party.

Dated: New York, New York
August 27, 2009

A handwritten signature in black ink, appearing to read "Michael A. Rosenthal", written in a cursive style.

Michael A. Rosenthal

EXHIBIT D – Time Records

GIBSON, DUNN & CRUTCHER LLP
200 Park Avenue
New York, New York 10166-0193

Federal Taxpayer ID #95-1611234

August 25, 2009

Invoice No. 2009081337

Paul Street, Esq.
Senior Vice President, General Counsel and
Secretary
Building Materials Holding Corporation
720 Park Boulevard, Suite 200
Boise, ID 83712-7714

For Services Rendered and Costs/Charges Advanced Through July 31, 2009

		Services Rendered	Costs/ Charges	Totals
08299-00101	Asset Disposition Sale Issues	7,526.00	0.00	7,526.00
08299-00102	Automatic Stay	16,471.50	0.00	16,471.50
08299-00103	Business Operations	1,773.00	0.00	1,773.00
08299-00104	Case Administration	129,334.50	0.00	129,334.50
08299-00105	Claims Administration and Objections	22,450.50	0.00	22,450.50
08299-00106	Corporate Governance Securities Law Comp	7,434.00	0.00	7,434.00
08299-00107	Creditor Committee Issues	57,632.00	0.00	57,632.00
08299-00108	DIP Financing/Cash Collateral/Cash Manag	29,544.50	0.00	29,544.50
08299-00109	Employees	2,063.00	0.00	2,063.00
08299-00111	Executory Contracts/Unexpired Leases	45,033.00	0.00	45,033.00
08299-00112	Fee Applications/Retention Applications	25,237.00	0.00	25,237.00
08299-00113	Fee Applications/Retention Applications	14,440.50	0.00	14,440.50
08299-00114	Insurance	7,220.50	0.00	7,220.50
08299-00115	Plan & Disclosure Statement	245,569.00	0.00	245,569.00
08299-00118	Secured Creditor Collateral	2,794.50	0.00	2,794.50
08299-00120	Taxes	2,896.50	0.00	2,896.50
08299-00121	Non-Working Travel Time	24,245.50	0.00	24,245.50
08299-00122	Utilities	13,195.50	0.00	13,195.50

Remit By Wire To:

Wells Fargo Bank
333 South Grand Avenue
Los Angeles, CA 90071-1515
Name of account: Gibson, Dunn & Crutcher LLP
Account No: 4600-146039
ABA No: 121000248
Attn: Mario Prego, Telephone: (213) 229-7253
Please include the client number and the proper attorney to notify in the wire instructions.

Remit By Mail To:

Gibson, Dunn & Crutcher LLP
Department 0723
Los Angeles, CA 90084-0723

Please enclose the remittance copy of this
invoice with your payment in the enclosed
Reply Envelope to ensure proper credit.

Please note that payments received after the invoice date are not reflected.
If you have any questions, please call Terri Bono, GD&C at 213-229-7528.

Invoice Date: August 25, 2009

Due and Payable Upon Receipt

Invoice No. 2009081337

		Services Rendered	Costs/ Charges	Totals
08299-00123	Vendors and Suppliers	1,292.50	0.00	1,292.50
08299-00124	Disbursements	0.00	22,211.78	22,211.78
08299-00125	Class Action Issues	<u>37,499.50</u>	<u>0.00</u>	<u>37,499.50</u>
	Totals	\$ 693,653.00	\$ 22,211.78	\$ 715,864.78
	Discount			-12,122.75
	TOTAL OUTSTANDING BALANCE DUE			<u>\$ 703,742.03</u>

Paul Street, Esq.
Senior Vice President, General Counsel and Secretary
Building Materials Holding Corporation
720 Park Boulevard, Suite 200
Boise, ID 83712-7714

ASSET DISPOSITION SALE ISSUES
08299-00101

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	3.00	\$ 985.00	\$ 2,955.00
MATTHEW K. KELSEY	0.40	710.00	284.00
MATTHEW C. WALSH	1.10	620.00	682.00
JOSHUA WEISSER	5.00	585.00	2,925.00
JEREMY L. GRAVES	1.70	400.00	<u>680.00</u>

Total Services			\$ 7,526.00
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Total Services, Costs/Charges			7,526.00
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BALANCE DUE			<u>\$ 7,526.00</u>
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ASSET DISPOSITION SALE ISSUES
08299-00101

Detail Services:

07/01/09			
0.80	WALSH, MATTHEW C	PREPARE MUTUAL NDA (.5); CORRESPONDENCE WITH P. STREET RE SAME (.3).	
07/08/09			
0.10	KELSEY, MATTHEW K	CORRESPONDENCE FROM M. ROSENTHAL AND S. VARNER OF A&M REGARDING SALE OF NON-CORE ASSETS.	
07/14/09			
0.40	ROSENTHAL, MICHAEL A	ADDRESS UNITED STATES TRUSTEE ISSUES RELATED TO OBJECTION TO DE MINIMIS SALES MOTION.	
07/15/09			
4.90	WEISSER, JOSHUA	REVIEW AND ANALYZE DE MINIMIS ASSET PRECEDENT (1.8); DRAFT AND REVISE ARGUMENT FOR M. ROSENTHAL REGARDING SAME (3.1).	
07/16/09			
1.80	ROSENTHAL, MICHAEL A	REVIEW ALTERNATIVES RELATIVE TO SALE OF EXCESS ASSETS (1.2); REVIEW AND REVISE PROPOSED REDRAFT OF EXCESS SALES ORDER AND RELATED AFFIDAVIT (.6).	
0.10	WEISSER, JOSHUA	REVIEW DE MINIMIS ASSET SALE ORDER.	
07/20/09			
0.50	ROSENTHAL, MICHAEL A	REVIEW PROPOSED REVISIONS FROM J. MCMAHON TO EXCESS ASSET SALES MOTION (.3); EMAIL CORRESPONDENCES REGARDING SAME TO P. STREET AND OTHERS (.2).	
07/22/09			
0.30	KELSEY, MATTHEW K	EMAILS TO J. GRAVES REGARDING STATUS OF DE MINIMIS ASSET SALES (.1); TELEPHONE CALL WITH J. SPANO REGARDING RETENTION OF PROFESSIONALS IN CONNECTION WITH DE MINIMIS ASSET SALES (.2).	

07/24/09		
0.30	ROSENTHAL, MICHAEL A	REVIEW RITCHIE BROTHERS PROPOSED AFFIDAVIT AND CALL CORRESPONDENCES WITH J. GRAVES AND P. STREET REGARDING SAME.
0.30	GRAVES, JEREMY L	REVIEW RITCHIE BROTHERS AFFIDAVIT (.2); CALL WITH M. ROSENTHAL RE SAME (.1).
07/31/09		
0.30	WALSH, MATTHEW C	REVISE NDA WITH POTENTIAL INVESTOR.
1.40	GRAVES, JEREMY L	DRAFT NOTICE OF PROPOSED REAL ESTATE SALE.

Paul Street, Esq.
Senior Vice President, General Counsel and Secretary
Building Materials Holding Corporation
720 Park Boulevard, Suite 200
Boise, ID 83712-7714

AUTOMATIC STAY
08299-00102

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	1.70	\$ 985.00	\$ 1,674.50
MATTHEW K. KELSEY	0.40	710.00	284.00
AARON G. YORK	5.00	635.00	3,175.00
CHARLES P. FLOYD	13.40	470.00	6,298.00
JEREMY L. GRAVES	10.40	400.00	4,160.00
AMANDA R. PEZZANO	3.20	275.00	<u>880.00</u>
Total Services			\$ 16,471.50

Total Services, Costs/Charges 16,471.50

BALANCE DUE \$ 16,471.50

AUTOMATIC STAY
08299-00102

Detail Services:

07/01/09			
0.50	GRAVES, JEREMY L	TELECONFERENCE WITH J. MOORE (CLAPP MORONEY) REGARDING THE AUTOMATIC STAY IN LITIGATION CASES(.2); FOLLOW-UP REGARDING SAME WITH M. THOMAS (BMHC) (.3).	
07/02/09			
0.40	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCES WITH A. YORK AND P. STREET ABOUT RIGHTS OF VISA TO COLLECT PREPETITION FEES.	
07/08/09			
0.30	ROSENTHAL, MICHAEL A	CALL WITH S. YORK RE REVISIONS TO 362 LETTER AND PENDING LITIGATION.	
1.40	YORK, AARON G	CALL WITH J. MOORE REGARDING AUTOMATIC STAY STIPULATION (.2); CALL WITH M. ROSENTHAL REGARDING SECURITY AGREEMENT ISSUE (.3); LETTER TO OSHA (.2); DRAFT STAY LETTER (.7).	
07/09/09			
0.20	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCES REGARDING AUTOMATIC STAY ISSUES.	
1.50	YORK, AARON G	PREPARE LETTER REGARDING STAY.	
07/10/09			
0.20	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCES WITH M. THOMAS AND A. YORK REGARDING CONTINUATION OF PENDING LITIGATION.	
0.30	YORK, AARON G	ANALYZE STAY ISSUES AND EMAILS REGARDING SAME.	
07/14/09			
0.40	YORK, AARON G	EMAILS WITH P. STREET, M. THOMAS, M. ROSENTHAL REGARDING LITIGATION ISSUES.	

07/17/09		
3.70	FLOYD, CHARLES P	RESEARCH TEXAS STATUTES ON MECHANIC'S LIENS TO RESPOND TO NOTICE FROM BAY OIL COMPANY REGARDING CLAIM FOR PAYMENT DUE FOR FUEL.
07/21/09		
3.20	FLOYD, CHARLES P	RESEARCH LAW ON MECHANIC'S LIENS.
07/22/09		
0.40	KELSEY, MATTHEW K	TELEPHONE CALL WITH P. STREET REGARDING KLEAS LITIGATION AND STRATEGIES, AS WELL AS OTHER CASE ISSUES (.3); COORDINATE WITH R. POPPITI OF YOUNG CONAWAY REGARDING FILING OF SUPPLEMENTAL AFFIDAVITS OF PROFESSIONALS (.1)
4.70	FLOYD, CHARLES P	FINALIZE RESEARCH ON MECHANIC'S LIENS REGARDING CLAIM FOR PAYMENT DUE FOR FUEL (3.0); DRAFT AND SEND SUMMARY OF RESEARCH TO A. YORK (1.7).
07/23/09		
2.40	PEZZANO, AMANDA R	RESEARCH RESPONSE LETTER PRECEDENT (1.5); DRAFT RESPONSE LETTER (.8); EMAIL DRAFT OF LETTER AND RELEVANT CASES TO JEREMY (.1).
07/24/09		
1.80	FLOYD, CHARLES P	DRAFT LETTER TO BAY OIL COMPANY REGARDING APPLICATION OF THE AUTOMATIC STAY TO THEIR CLAIM OF MECHANIC'S LIEN.
0.60	GRAVES, JEREMY L	REVIEW AND REVISE LETTER TO COUNSEL IN THE RAINBOW VISION V. WEIS BUILDERS ACTION REGARDING THE EFFECT OF THE AUTOMATIC STAY.
0.80	PEZZANO, AMANDA R	MAKE REVISIONS TO RESPONSE LETTER (.6); EMAIL REVISED RESPONSE LETTER TO JEREMY (.2).

07/27/09	5.90	GRAVES, JEREMY L	RESEARCH THE IMPACT OF THE AUTOMATIC STAY ON THE FILING OF A COUNTERCLAIM AND BEGIN DRAFTING LETTER TO OPPOSING COUNSEL REGARDING THE EFFECT OF THE AUTOMATIC STAY ON THE COUNTERCLAIM THEY FILED.
07/28/09	1.60	GRAVES, JEREMY L	RESEARCH THE IMPACT OF THE AUTOMATIC STAY ON THE FILING OF A COUNTERCLAIM AND CONTINUE DRAFTING LETTER TO OPPOSING COUNSEL REGARDING THE EFFECT OF THE AUTOMATIC STAY ON THE COUNTERCLAIM THEY FILED (1.0); TELECONFERENCE WITH M. THOMAS (BMHC) REGARDING AUTOMATIC STAY ISSUES IN PENDING LITIGATION (.2); CORRESPOND WITH L. BAUMAN (BMHC) REGARDING AUTOMATIC STAY ISSUES IN PENDING LITIGATION (.4).
07/29/09	0.60	ROSENTHAL, MICHAEL A	REVIEW EMAIL CORRESPONDENCE FROM T. VALEGA REGARDING INSURANCE COVERAGE IN PENDING LITIGATION (.2); EMAIL CORRESPONDENCE FROM L. BAUMANN AND TO T. VALEGA REGARDING SAME (.2); TELEPHONE CONFERENCE WITH T. VALEGA REGARDING CONSTRUCTION DEFECT CLAIM AND ROYAL DOOR INSURANCE (.2).
	0.70	YORK, AARON G	DRAFT STAY LETTER TO BAY OIL (.5); REVIEW COUNTERCLAIMS STAY LETTER (.2).
	0.30	GRAVES, JEREMY L	CORRESPOND WITH L. BAUMAN (BMHC) REGARDING AUTOMATIC STAY ISSUES IN PENDING LITIGATION.
07/30/09	0.70	YORK, AARON G	DRAFT LETTERS TO CLAIMANTS.
	0.80	GRAVES, JEREMY L	FINALIZE AND SEND LETTER TO OPPOSING COUNSEL REGARDING THE EFFECT OF THE AUTOMATIC STAY ON THE COUNTERCLAIM THEY FILED.
07/31/09	0.70	GRAVES, JEREMY L	TELECONFERENCE WITH L. BAUMAN (BMHC) REGARDING AUTOMATIC STAY ISSUES IN PENDING LITIGATION.

Invoice Date: August 25, 2009

Due and Payable Upon Receipt

Invoice No. 2009081337

Paul Street, Esq.
Senior Vice President, General Counsel and Secretary
Building Materials Holding Corporation
720 Park Boulevard, Suite 200
Boise, ID 83712-7714

BUSINESS OPERATIONS
08299-00103

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	1.80	\$ 985.00	\$ <u>1,773.00</u>
Total Services			\$ 1,773.00
Total Services, Costs/Charges			1,773.00
BALANCE DUE			\$ <u>1,773.00</u>

BUSINESS OPERATIONS
08299-00103

Detail Services:

07/08/09			
0.50	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH S. VARNER AND S. JOHNSON REGARDING BUSINESS OPERATIONAL AND WIND-DOWN ISSUES (.3); EMAIL CORRESPONDENCES FROM AND TO S. VARNER REGARDING PROPOSAL TO PURCHASE WIND-DOWN ASSETS (.2).	
07/22/09			
0.30	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH S. VARNER OF A&M REGARDING STATUS OF BUSINESS OPERATIONS.	
07/29/09			
1.00	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH S. VARNER REGARDING STATUS OF BUSINESS OPERATIONS (.3); REVIEW DRAFT OF JUNE OPERATING RESULTS AND OF MONTHLY OPERATING REPORT (.7).	

Paul Street, Esq.
Senior Vice President, General Counsel and Secretary
Building Materials Holding Corporation
720 Park Boulevard, Suite 200
Boise, ID 83712-7714

CASE ADMINISTRATION
08299-00104

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
STEVEN R. FINLEY	10.30	\$ 995.00	\$ 10,248.50
MICHAEL A. ROSENTHAL	28.90	985.00	28,466.50
CROMWELL R. MONTGOMERY	0.20	635.00	127.00
MATTHEW K. KELSEY	20.30	710.00	14,413.00
AARON G. YORK	24.20	635.00	15,367.00
JOSHUA WEISSER	0.40	585.00	234.00
JULIE A. SMITH	11.50	470.00	5,405.00
CHARLES P. FLOYD	4.30	470.00	2,021.00
JEREMY L. GRAVES	91.60	400.00	36,640.00
KELLY A. BOHNE	4.30	345.00	1,483.50
SAEE MUZUMDAR	25.80	420.00	10,836.00
JENNIFER M. CONTRERAS	5.20	290.00	1,508.00
SHERIF FARRAG	10.70	235.00	2,514.50
JASON E. NEAL	0.30	235.00	<u>70.50</u>

Total Services	\$ 129,334.50
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Total Services, Costs/Charges	129,334.50
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BALANCE DUE	<u>\$ 129,334.50</u>
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Detail Services:

06/12/09		
0.30	NEAL, JASON E	CREATE SEVERAL SMALLER FILES AND SEND TO SETH MENNILLO, PER S. MUZUMDAR'S REQUEST.
07/01/09		
1.80	YORK, AARON G	ANALYZE AND DRAFT MEMO REGARDING REMOVAL ISSUES.
8.50	SMITH, JULIE A	CONFERENCE CALL WITH J. GRAVES (.3); REVIEW UCC FILINGS AND DRAFT CREDITORS AND COLLATERAL SPREADSHEET (8.2).
4.70	GRAVES, JEREMY L	MEET WITH P. STREET (BMHC) TO DISCUSS ISSUES RELATING TO THE BANKRUPTCY CASE (.3); RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS (.4); ASSIST COMPANY WITH THE PREPARATION OF SCHEDULES AND STATEMENTS, ATTEND RELATED MEETINGS OF COMPANY PERSONNEL, AND ANSWER RELATED QUESTIONS (3.7); TELECONFERENCE WITH J. SMITH (GDC) REGARDING THE SUMMARY OF UCC FILINGS AND THE INFORMATION THAT SHOULD BE INCLUDED FOR PURPOSES OF SCHEDULE D (.3).
07/02/09		
0.60	KELSEY, MATTHEW K	CONFERENCE WITH C. JOHNSON REGARDING UPCOMING DEADLINES AND OTHER CALENDAR ISSUES (.3); REVIEW CORRESPONDENCE FROM GARDEN CITY GROUP AND THE COMPANY REGARDING PREPARATION OF SCHEDULES AND STATEMENTS (.2); TELEPHONE CALL WITH P. STREET OF THE COMPANY REGARDING SCHEDULES AND STATEMENTS (.1).
0.40	YORK, AARON G	CALL WITH L. BOWMAN, J. SPANO REGARDING BENNEDETTI CREDIT CARD PAYMENT.

1.80	YORK, AARON G	DRAFT MEMO REGARDING REMOVAL ISSUES (.5); ANALYZE CREDIT CARD PAYMENT ISSUE (1.1); CALL WITH P. STREET, J. GRAVES REGARDING SAME (.2).
2.70	SMITH, JULIE A	REVIEW UCC FILINGS AND DRAFT SPREADSHEET OF CREDITORS AND COLLATERAL.
2.40	FLOYD, CHARLES P	RESEARCH APPLICATION OF ABSTENTION DOCTRINE TO CASES REMOVED FROM STATE COURT IN THIRD CIRCUIT CASES; DRAFT AND SEND EMAIL CORRESPONDENCE CONTAINING RESULTS TO A. YORK.
4.10	GRAVES, JEREMY L	MEET WITH P. STREET (BMHC) TO DISCUSS ISSUES RELATING TO THE BANKRUPTCY CASE (.3); RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS (2.1); ASSIST COMPANY WITH THE PREPARATION OF SCHEDULES AND STATEMENTS, ATTEND RELATED MEETINGS OF COMPANY PERSONNEL, AND ANSWER RELATED QUESTIONS (1.7).
1.00	CONTRERAS, JENNIFER M	UPDATE CASE CALENDAR (.8); CIRCULATE UPCOMING DEADLINES (.2).
07/03/09		
0.20	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCE REGARDING COMPETITOR FILING.
0.60	YORK, AARON G	ANALYZE DEADLINE EXTENSION ISSUES.

07/06/09

1.20 KELSEY, MATTHEW K

MEET WITH S. MUZUMDAR AND J. GRAVES REGARDING PENDING MATTERS, INCLUDING SOLICITATION PROCEDURES, MOTIONS TO ASSUME, AND REAL PROPERTY TAXES (.4); CORRESPONDENCE WITH R. POPPITI OF YOUNG CONAWAY REGARDING RULE 2015.3 PROCEDURES (.1); REVIEW CASE CALENDAR AND DOCKET (.3); CORRESPONDENCE WITH J. SPANO AND J. GRAVES REGARDING REPORTING REQUIREMENTS OF FIRST DAY MOTIONS AND REVIEWING ORDERS REGARDING SAME (.2); COORDINATE WITH GARDEN CITY GROUP REGARDING STATUS OF AFFIDAVITS OF PUBLICATION (.1); CONFERENCE WITH J. CONTRERAS REGARDING DOCKET AND OTHER PENDING MATTERS (.1).

0.40 KELSEY, MATTHEW K

TELEPHONE CALL WITH T. DALUZ OF BALLARD SPAHR REGARDING ACE POSTPETITION SURETY BOND REQUIREMENTS (.2); CORRESPONDENCE WITH L. BAUMANN OF THE COMPANY REGARDING SAME AND INDEMNIFICATION AGREEMENT (.1); REVIEW INDEMNIFICATION AGREEMENT (.1).

0.40 GRAVES, JEREMY L

TELECONFERENCE WITH M. KELSEY AND S. MUZUMDAR REGARDING CASE STATUS AND TASK ASSIGNMENTS FOR VARIOUS ISSUES THAT HAVE ARISEN IN THE CASE.

0.90 MUZUMDAR, SAEED

ATTEND CONFERENCE CALL REGARDING STATUS OF CASE (.4); UPDATE WORKS IN PROGRESS LIST (.1); REVISE SOLICITATION PROCEDURES MOTION (.2); REVISE FORM BALLOT (.2).

1.00 CONTRERAS, JENNIFER M

REVIEW CALENDAR ITEMS (.2); CONFERENCE WITH M. KELSEY RE SAME (.1); EMAIL UPDATED DOCKET TO M. KELSEY (.1); REVISE CALENDAR WITH UPDATES (.6).

07/07/09

0.30 ROSENTHAL, MICHAEL A

MEETING WITH M. KELSEY REGARDING CASE ADMINISTRATION ISSUES.

0.90	KELSEY, MATTHEW K	CONFERENCE WITH M. ROSENTHAL REGARDING CASE STATUS, INCLUDING STATUS OF MOTIONS TO BE FILED THIS WEEK, SOLICITATION PROCEDURES, BALLOTS, MOTIONS TO ASSUME, AND OTHER MATTERS (.3); REVIEW CORRESPONDENCE FROM P. STREET OF THE COMPANY AND M. WESTERN OF A&M REGARDING STATUS OF SCHEDULES AND STATEMENTS (.1); CONFERENCE WITH J. GRAVES REGARDING STATUS OF SCHEDULES AND STATEMENTS (.1); CORRESPONDENCE WITH GARDEN CITY GROUP AND R. POPPITI AND CASEY CATHCART OF YOUNG CONAWAY REGARDING FILING AFFIDAVITS OF PUBLICATION OF NOTICE OF COMMENCEMENT (.4).
0.10	KELSEY, MATTHEW K	CORRESPONDENCE WITH R. POPPITI OF YOUNG CONAWAY REGARDING 341 MEETING SCRIPT AND UNIFORM DEPOSITORY ACCOUNT AGREEMENTS.
0.60	GRAVES, JEREMY L	ASSIST COMPANY WITH THE PREPARATION OF SCHEDULES AND STATEMENTS.
1.20	CONTRERAS, JENNIFER M	REVIEW WORKING GROUP LIST (.1); EMAILS TO L. THOMAS RE ADDITIONS (.1); EMAILS TO M. ROSENTHAL AND M. KELSEY RE COMMITTEE CONTACT NAMES (.2); EMAILS TO M. KELSEY RE OMNIBUS HEARING DATES (.2); INCORPORATE CHANGES INTO OUTLOOK CALENDAR (.5); CIRCULATE TO TEAM (.1).
07/08/09		
0.30	KELSEY, MATTHEW K	TELEPHONE CALL WITH R. POPPITI OF YOUNG CONAWAY AND S. MUZUMDAR REGARDING UNIFORM DEPOSITORY AGREEMENTS AND COORDINATING WITH THE COMPANY TO REACH OUT TO CERTAIN BANKS.
0.30	KELSEY, MATTHEW K	TELEPHONE CALL WITH S. BEACH OF YOUNG CONAWAY REGARDING COORDINATING WITH THE UNITED STATES TRUSTEE REGARDING POTENTIAL OBJECTIONS TO SECOND DAY MATTERS AND RETENTIONS AND CORRESPONDENCE TO M. ROSENTHAL REGARDING SAME.
5.40	YORK, AARON G	RESPOND TO PAYMENT INQUIRES AND SCHEDULE ISSUES (3.2); REVIEW SCHEDULES (2.2).

2.10	GRAVES, JEREMY L	DRAFT GLOBAL NOTES TO THE SCHEDULES AND STATEMENTS.
1.30	GRAVES, JEREMY L	RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS.
1.70	GRAVES, JEREMY L	ASSIST COMPANY WITH THE PREPARATION OF SCHEDULES AND STATEMENTS, ATTEND RELATED MEETINGS OF COMPANY PERSONNEL, AND ANSWER RELATED QUESTIONS.
07/09/09		
4.60	ROSENTHAL, MICHAEL A	REVIEW SCHEDULES FOR DEBTORS (2.7); PARTICIPATE IN CONFERENCE CALL WITH COMPANY, J. GRAVES AND GARDEN CITY GROUP REGARDING SCHEDULES (1.5); REVIEW AND CONSIDER INFORMAL OBJECTIONS OF UNITED STATES TRUSTEE TO FIRST DAY MOTIONS (.4).
1.60	KELSEY, MATTHEW K	COORDINATE WITH M. KAILOR OF THE COMPANY AND S. MUZUMDAR REGARDING UNIFORM DEPOSITORY ACCOUNTS (.3); CALL WITH U.S. TRUSTEE REGARDING ISSUES WITH RETENTIONS (.8); CALL WITH S. BEACH AND R. POPPITI REGARDING POTENTIAL U.S. TRUSTEE OBJECTIONS (.5).
1.70	YORK, AARON G	REVIEW SCHEDULES.
0.30	SMITH, JULIE A	ANSWER QUESTIONS REGARDING UCC FILINGS.
8.10	GRAVES, JEREMY L	DRAFT GLOBAL NOTES TO THE SCHEDULES AND STATEMENTS.
1.10	GRAVES, JEREMY L	RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS.

3.90	GRAVES, JEREMY L	ASSIST COMPANY WITH THE PREPARATION OF SCHEDULES AND STATEMENTS, ATTEND RELATED MEETINGS OF COMPANY PERSONNEL, AND ANSWER RELATED QUESTIONS.
1.50	BOHNE, KELLY A	DRAFT CEASE AND DESIST LETTER REGARDING RAINBOW VISION LITIGATION (1.3); CONFER WITH M. DIAMOND REGARDING SAME (.2).
2.70	MUZUMDAR, SAEED	DRAFT MOTION TO PAY CERTAIN DUE DILIGENCE EXPENSES (2.3); COORDINATE EXECUTION OF UNIFORM DEPOSITORY AGREEMENTS (.4).
0.30	CONTRERAS, JENNIFER M	MONITOR DOCKET FOR OBJECTIONS TO VARIOUS MOTIONS (.2); EMAILS TO M. KELSEY RE SAME (.1).
07/10/09		
4.50	ROSENTHAL, MICHAEL A	REVIEW AND COMMENT ON STATEMENT OF AFFAIRS (2.2); PARTICIPATE IN CONFERENCE CALL REGARDING STATEMENT OF AFFAIRS (1.1); REVIEW AND COMMENT ON GLOBAL NOTES TO STATEMENT OF AFFAIRS AND SCHEDULES (1.2).
1.10	ROSENTHAL, MICHAEL A	CONFERENCE CALL WITH M. KELSEY, S. BEACH AND OTHERS REGARDING RESPONSE TO UNITED STATES TRUSTEE OBJECTIONS (.8); TELEPHONE CONFERENCE WITH M. KELSEY AND P. STREET REGARDING UNITED STATES TRUSTEE OBJECTIONS TO SECOND DAY MOTIONS (.3).

2.80	KELSEY, MATTHEW K	COORDINATE WITH R. POPPITI REGARDING COMMITTEE OBJECTIONS AND COMMENTS TO PROPOSED FORMS OF ORDER (.2); CALL WITH R. POPPITI REGARDING U.S. TRUSTEE REQUEST FOR ADDITIONAL TIME TO OBJECT (.3); REVIEW ISSUE LIST CIRCULATED BY U.S. TRUSTEE REGARDING ISSUES WITH RETENTION APPLICATIONS, ORDINARY COURSE PROFESSIONALS, AND INTERIM COMPENSATION (.6); CALL (PARTIAL) WITH M. ROSENTHAL AND S. BEACH AND R. POPPITI OF YOUNG CONAWAY REGARDING RESPONSE TO THE U.S. TRUSTEE'S ISSUES TO RETENTION APPLICATIONS (.5); PREPARE FOR AND PARTICIPATE ON CALL WITH S. BEACH OF YOUNG CONAWAY AND J. MCMAHON FROM THE U.S. TRUSTEE'S OFFICE REGARDING MR. MCMAHON'S ISSUES WITH PROPOSED FORMS OF ORDER AND NEXT STEPS (.8); CONFERENCE WITH S. MUZUMDAR AND J. WEISSER REGARDING NEXT STEPS AND DISCUSSIONS WITH PROFESSIONALS (.4).
0.60	GRAVES, JEREMY L	REVISE GLOBAL NOTES TO THE SCHEDULES AND STATEMENTS.
0.80	GRAVES, JEREMY L	RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS.
4.20	GRAVES, JEREMY L	ASSIST COMPANY WITH THE PREPARATION OF SCHEDULES AND STATEMENTS, ATTEND RELATED MEETINGS OF COMPANY PERSONNEL, AND ANSWER RELATED QUESTIONS.
0.50	BOHNE, KELLY A	DRAFT CEASE AND DESIST LETTER REGARDING RAINBOW VISION LITIGATION.

5.50	MUZUMDAR, SAE	ATTEND CONFERENCE CALL WITH LOCAL COUNSEL TO DISCUSS US TRUSTEE'S COMMENTS TO SECOND DAY MOTIONS (.5); ATTEND CONFERENCE CALL WITH US TRUSTEE TO DISCUSS COMMENTS TO SECOND DAY MOTIONS (1); REVISE SOLICITATION PROCEDURES MOTION AND EXHIBITS (1.7); REVISE AND FINALIZE SIXTH MOTION TO REJECT PERSONAL PROPERTY (.4); COORDINATE WITH PROFESSIONALS REGARDING US TRUSTEE'S COMMENTS TO RETENTION APPLICATIONS (1.9).
0.80	CONTRERAS, JENNIFER M	REVIEW DOCKET FOR ITEMS TO BE HEARD AT NEXT OMNIBUS HEARING (.4); PREPARE LISTING OF SAME FOR S. FARRAG FOR BINDER PREPARATION PURPOSES (.4).
4.90	FARRAG, SHERIF	EXTRACT REQUESTED DOCUMENTS FROM CASE DOCKET (1.0); SAVE DOCUMENTS TO DESKTOP (0.6); PREPARE DOCUMENTS TO COPY CENTER FOR PRINTING (1.0); ORGANIZE DOCUMENTS IN CORRECT ORDER FOR PREPARATION OF BINDER FOR UPCOMING BMHC HEARING (0.8); DRAFT INDEX TO BINDER (0.5); SEND ORGANIZED DOCUMENTS AND INDEX TO COPY CENTER FOR PREPARATION OF FOUR BINDERS (1.0).
07/12/09 3.80	ROSENTHAL, MICHAEL A	REVIEW REVISED SCHEDULES AND STATEMENTS (1.6); REVISE AND FINALIZE GLOBAL NOTES (2.2).
07/13/09 1.40	ROSENTHAL, MICHAEL A	COMMENT ON REVISED VERSION OF GLOBAL NOTES FOR SCHEDULES AND STATEMENTS (.6); REVIEW NEAR FINAL VERSIONS OF SCHEDULES AND STATEMENTS (.8).

1.40	KELSEY, MATTHEW K	CORRESPONDENCE WITH R. POPPITI OF YOUNG CONAWAY AND S. MUZUMDAR REGARDING OBJECTIONS TO RETENTION APPLICATIONS BY J. MCMAHON (.2); TELEPHONE CALLS WITH S. BEACH OF YOUNG CONAWAY AND J. MCMAHON OF THE U.S. TRUSTEE'S OFFICE REGARDING THE U.S. TRUSTEE'S OBJECTIONS TO RETENTIONS (.8); CORRESPONDENCE WITH J. WEISSER REGARDING DELIVERABLE TO THE U.S. TRUSTEE REGARDING PROFESSIONAL APPLICATIONS (.2); TELEPHONE CALL WITH S. BEACH AND R. POPPITI OF YOUNG CONAWAY REGARDING U.S. TRUSTEE ISSUES (.2).
0.70	YORK, AARON G	RESPOND TO INQUIRY REGARDING FRINGE BENEFIT FUND PAYMENTS.
7.80	GRAVES, JEREMY L	DRAFT AND EDIT GLOBAL NOTES TO THE SCHEDULES AND STATEMENTS (5.0); RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS (1.1); TELECONFERENCE WITH P. STREET, L. THOMAS, S. ASTORQUIA, L. OWENS, E. BEEM (BMHC), AND M. WESTERN (A&M) REGARDING THE GLOBAL NOTES AND THE SCHEDULES AND STATEMENTS (1.0); ASSIST COMPANY WITH THE PREPARATION OF SCHEDULES AND STATEMENTS AND ANSWER RELATED QUESTIONS (.7).
5.00	FARRAG, SHERIF	SEARCH FOR AND SAVE MOTION FOR INTERIM COMPENSATION PROCEDURES (0.4); UPDATE BINDER INDEX TO INCLUDE DOCUMENT (0.5); SEND BINDERS TO COPY CENTER FOR INCLUSION OF MOTION (0.5); DELIVERY OF BINDERS FOR BMHC HEARING (3.6).
07/14/09		
1.50	ROSENTHAL, MICHAEL A	REVIEW AND FINALIZE SCHEDULES, STATEMENTS AND GLOBAL NOTES RELATED TO SAME (1.3); TELEPHONE CONFERENCE WITH J. GRAVES REGARDING ISSUES RELATED TO GLOBAL NOTES (.2).
3.00	KELSEY, MATTHEW K	COORDINATE WITH S. MUZUMDAR REGARDING UNIFORM DEPOSITORY AGREEMENTS AND CLOSING BANK ACCOUNTS (.3);

0.20	KELSEY, MATTHEW K	COORDINATE WITH M. ROSENTHAL, P. STREET, AND R. POPPITI REGARDING 341 MEETING SCRIPT AND PREPARATION.
8.50	GRAVES, JEREMY L	DRAFT AND EDIT GLOBAL NOTES TO THE SCHEDULES AND STATEMENTS (4.9); RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS (.6); TELECONFERENCE WITH P. STREET, L. THOMAS, S. ASTORQUIA, L. OWENS, E. BEEM (BMHC), AND M. WESTERN (A&M) REGARDING THE GLOBAL NOTES AND THE SCHEDULES AND STATEMENTS (1.0); TELECONFERENCE WITH J. MCMAHON (UST) REGARDING OBJECTIONS TO THE PROPOSED SECOND DAY ORDERS (.7); ASSIST COMPANY WITH THE PREPARATION OF SCHEDULES AND STATEMENTS AND ANSWER RELATED QUESTIONS (1.3).
7.00	MUZUMDAR, SAEED	ATTEND CONFERENCE CALL WITH UNITED STATES TRUSTEE TO DISCUSS ISSUES WITH SECOND DAY MOTIONS (.8); CORRESPOND WITH VARIOUS PROFESSIONALS TO RESOLVE UNITED STATES TRUSTEE'S ISSUES (3.5); REVISE PROPOSED ORDER FOR ORDINARY COURSE PROFESSIONALS MOTION (.7); CORRESPOND WITH CERTAIN BANKS IN TEXAS TO COORDINATE EXECUTION OF UNIFORM DEPOSITORY AGREEMENT (.8); REVISE BALLOTS FOR VOTING BASED ON CERTAIN CHANGES TO THE PLAN (1.2).
0.50	CONTRERAS, JENNIFER M	REVISE CASE CALENDAR AND CIRCULATE SAME (.5).
0.80	FARRAG, SHERIF	DRAFT COVER SHEETS FOR DELIVERY OF COURT BINDERS (0.4); DELIVER COURT BINDERS FOR BMHC HEARING TO M. ROSENTHAL, M. KELSEY, S. MUZUMDAR, AND J. CONTRERAS (0.4).
07/15/09		
1.00	ROSENTHAL, MICHAEL A	REVISE ORDINARY COURSE PROFESSIONALS ORDER (.6); REVIEW UNITED STATES TRUSTEE COMMENTS TO SAME (.2); FINALIZE AND FILE SCHEDULES AND EMAIL CORRESPONDENCE WITH B. SMARTT REGARDING SAME (.2).

1.20	KELSEY, MATTHEW K	CORRESPONDENCE WITH M. ROSENTHAL REGARDING OPEN ISSUES FOR HEARING AND COORDINATING WITH S. MUZUMDAR AND YOUNG CONAWAY REGARDING RESOLUTION.
1.40	YORK, AARON G	REVISE HEARING OUTLINE.
0.40	WEISSER, JOSHUA	REVIEW AND COMMENT ON US TRUSTEE'S EDITS TO ORDINARY COURSE PROFESSIONAL MOTION.
1.90	FLOYD, CHARLES P	READ LINE-OF-CREDIT CONTRACTS TO CONFIRM AMOUNTS OF CREDIT THEREIN.
2.20	GRAVES, JEREMY L	TELECONFERENCE WITH L. THOMAS, S. ASTORQUIA, L. OWENS, E. BEEM (BMHC), AND M. WESTERN (A&M) REGARDING THE SCHEDULES AND STATEMENTS (.3); ASSIST COMPANY WITH THE PREPARATION AND FILING OF SCHEDULES AND STATEMENTS AND ANSWER RELATED QUESTIONS (1.9).
2.30	BOHNE, KELLY A	DRAFT LETTERS TO TRUSTEE AND CREDITORS COMMITTEE REGARDING NOTICE OF CLOSING BANK ACCOUNTS; CONFER WITH J. GRAVES AND S. MUZUMDAR REGARDING SAME.
5.10	MUZUMDAR, SAEED	RESOLVE UNITED STATES TRUSTEE'S ISSUES TO SECOND DAY MOTIONS (3.9); REVISE ORDINARY COURSE PROFESSIONAL'S ORDER AND EXHIBIT (1.2)
0.40	CONTRERAS, JENNIFER M	REVIEW ENTERED ORDERS (.2); EMAILS TO C. CATHCART RE SAME (.2).
07/16/09		
1.10	FINLEY, STEVEN R	EMAILS, PHONE CALLS P. STREET. M. ROSENTHAL TO DISCUSS POTENTIAL INVESTOR DEVELOPMENTS AND RESPONSE TO JULY 17 DROP DEAD DATE.

6.60	ROSENTHAL, MICHAEL A	PREPARE FOR SECOND DAY HEARING (1.8); MEETING WITH P. STREET, R. POPPITI AND J. GRAVES REGARDING SECOND DAY HEARING ISSUES (1.0); ATTEND AND PARTICIPATE IN SECOND DAY HEARING (1.3); FOLLOW-UP MEETING WITH P. STREET REGARDING SECOND DAY HEARING (.8); REVIEW SCHEDULES AND STATEMENTS IN PREPARATION FOR 341 MEETING (1.0); MEETING WITH P. STREET AND R. POPPITI REGARDING PREPARATION FOR 341 MEETING (.7).
7.30	YORK, AARON G	RESPOND TO PAYMENT INQUIRES (.5); REVISE PLAN AND DISCLOSURE STATEMENT (2.0); REVIEW RESPONSE TO COMMITTEE DOCUMENT REQUEST (2.3); REVIEW DOCUMENT REGARDING SAME (2.5).
11.30	GRAVES, JEREMY L	PREPARE FOR AND ATTEND SECOND DAY COURT HEARING (4.6); RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS (.6); MEET WITH P. STREET (BMHC), M. ROSENTHAL (GDC), ROB POPPITI, AND D. BOWMAN (YCST) TO PREPARE FOR THE 341 MEETING (.7); DISCUSS VARIOUS CASE-RELATED ISSUES WITH P. STREET AND M. ROSENTHAL (3.2); DRAFT REVISED DE MINIMIS ASSET SALES PROCEDURES ORDER (1.4); DRAFT AFFIDAVIT TO BE ATTACHED TO THE DE MINIMIS ASSET SALES PROCEDURES ORDER (.8).
07/17/09 1.40	FINLEY, STEVEN R	REVIEW POTENTIAL INVESTOR PROPOSAL (0.5); COMPARE PROPOSALS (0.6); EMAILS M. ROSENTHAL, A. MAXWELL (0.3).
2.90	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH R. COLLUM REGARDING AMENDMENT TO SCHEDULES (.3); PREPARE FOR AND ATTEND 341 MEETING (2.6).
0.50	YORK, AARON G	RESPOND TO BANKRUPTCY ADMINISTRATION QUESTIONS.

7.00	GRAVES, JEREMY L	PREPARE FOR AND ATTEND 341 MEETING (2.5); DISCUSS VARIOUS CASE-RELATED ISSUES WITH P. STREET (BMHC) AND M. ROSENTHAL (GDC) (3.2); TELECONFERENCE WITH P. STREET, M. ROSENTHAL, AND N. MITCHELL (GREENBURG TRAURIG) REGARDING EXIT FINANCING (1.0); RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS (.3).
07/19/09		
1.00	FINLEY, STEVEN R	REVIEW POTENTIAL INVESTOR PROPOSAL (0.4); EMAILS M. ROSENTHAL AND P. STREET REGARDING SAME PROPOSAL, COMPARISON TO OTHER PROPOSALS (0.6).
07/20/09		
1.50	FINLEY, STEVEN R	REVIEW PETER J. SALOMON COMPARISON OF FOUR PLANS (0.7); EMAILS, PHONE CALLS P. STREET, R. MELLOR (0.4); REVIEW REVISIONS TO POTENTIAL INVESTOR LETTER OF INTENT (0.4).
0.60	ROSENTHAL, MICHAEL A	REVIEW REVISED SCHEDULES D, E AND F.
0.20	MONTGOMERY, CROMWELL R	REVIEW CORRESPONDENCE RELATED TO NOTICE OF SALE (.1); DRAFT AND DISTRIBUTE CORRESPONDENCE RELATIVE TO FOREGOING (.1).
2.80	KELSEY, MATTHEW K	REVIEWING CASE CORRESPONDENCE (.4); CONFERENCE WITH S. MUZUMDAR REGARDING TRANSITION OF MATTERS FOR VACATION AND UPDATING WORK IN PROGRESS CHART (.6); TELEPHONE CALL WITH KPMG REGARDING ADDITIONAL DISCLOSURES FOR THE UNITED STATES TRUSTEE (.6); COORDINATE WITH S. MUZUMDAR AND J. WEISSER REGARDING FOLLOW UP FOR KPMG (.2); CONFERENCE WITH S. MUZUMDAR REGARDING SUPPLEMENTAL DECLARATIONS OF PROFESSIONALS (.3); REVISING CASE CALENDAR (.5); TELEPHONE CALL WITH A. YORK REGARDING CASE CALENDAR AND DELEGATION OF ASSIGNMENTS TO JUNIOR ATTORNEYS (.1); REVIEW PLEADING FROM J. GRAVES REGARDING B. MADOFF FILING (.1).

2.50	GRAVES, JEREMY L	RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS (.4); R. PARKS (A&M) REGARDING REPORTING OBLIGATIONS (.2); ASSIST COMPANY WITH THE PREPARATION OF AMENDED SCHEDULES AND STATEMENTS AND ANSWER RELATED QUESTIONS (1.4); DRAFT RESPONSE TO THE MOTION TO INTERVENE FILED BY JONATHAN LEE RICHES (.5).
2.90	MUZUMDAR, SAEED	CONFERENCE WITH M. KELSEY TO DISCUSS OPEN ISSUES AND STATUS OF BANKRUPTCY (.6); REVISE BALLOTS FOR VOTING ON PLAN OF REORGANIZATION (1.5); CIRCULATE REVISED BAR DATE NOTICE (.4); REVISE POST-FILING WORKS IN PROGRESS LIST (.4).
07/21/09		
0.30	FINLEY, STEVEN R	EMAILS REGARDING VARIOUS PROPOSALS FROM POTENTIAL PLAN SPONSORS AND PRESENTATION TO GRANT THORNTON AND THE STEERING COMMITTEE (0.3).
0.20	ROSENTHAL, MICHAEL A	COMMENT ON NOTICE OF AMENDED SCHEDULES.
0.60	KELSEY, MATTHEW K	UPDATE WORK IN PROGRESS CHART (.1); CORRESPONDENCE WITH P. STREET OF THE COMPANY AND J. GRAVES REGARDING CUSTOMER RELATIONS ISSUE (.2); TELEPHONE CALL WITH M. ROSENTHAL REGARDING B. MADOFF PLEADING AND COMPANY'S RESPONSE THERETO (.1); COMPILING DOCUMENTS FOR M. ROSENTHAL (.1); REVIEW DOCKET (.1).
3.10	GRAVES, JEREMY L	RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS (2.2); ASSIST COMPANY WITH THE PREPARATION OF AMENDED SCHEDULES AND STATEMENTS AND ANSWER RELATED QUESTIONS (.9).

1.70	MUZUMDAR, SAE	COORDINATE WITH CLIENT REGARDING PROCEDURES FOR ORDINARY COURSE PROFESSIONALS (.8); REVIEW REVISED BAR DATE NOTICE (.3); REVISE BALLOTS FOR VOTING ON THE PLAN OF REORGANIZATION (.6).
07/22/09		
0.10	KELSEY, MATTHEW K	TELEPHONE CALL WITH J. FRANK OF CREDITOR LIQUIDITY ASSET MANAGEMENT REGARDING PLAN AND DISCLOSURE STATEMENT ISSUES (.1); COORDINATE WITH S. BEACH REGARDING DELIVERY OF CRITICAL VENDOR STATUS UPDATE TO THE U.S. TRUSTEE AND THE CREDITORS' COMMITTEE (.2).
3.10	GRAVES, JEREMY L	RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS.
07/23/09		
0.60	KELSEY, MATTHEW K	TELEPHONE CALL WITH A. AXENROD OF CLAIMS SOLUTIONS REGARDING STATUS OF CASE (.3); TELEPHONE CALL WITH J. FRANK OF CREDITOR LIQUIDITY REGARDING CASE STATUS (.1); TELEPHONE CALL WITH P. STREET REGARDING PENDING MATTERS (.2).
1.10	YORK, AARON G	CALL WITH LAWYER AND CLIENT TEAM REGARDING STATUS ISSUES.
1.40	GRAVES, JEREMY L	RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS.
07/24/09		
0.40	GRAVES, JEREMY L	RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS.

07/27/09		
0.70	FINLEY, STEVEN R	REVIEW VARIOUS EQUITY PROPOSALS (0.5); CONFER WITH M. ROSENTHAL REGARDING PROPOSALS (0.2).
0.20	ROSENTHAL, MICHAEL A	REVIEW PROPOSED AGENDA FOR JULY 29TH HEARING.
0.50	KELSEY, MATTHEW K	REVIEW AND REVISE AGENDA LETTER (.1); CONFERENCE WITH R. POPPITI OF YOUNG CONAWAY REGARDING SAME (.2); COORDINATE FILING OF AFFIDAVIT OF PUBLICATION OF NOTICE OF COMMENCEMENT (.1); CONFIRM STATUS OF BAR DATE MAILING AND PUBLICATIONS (.1).
1.90	GRAVES, JEREMY L	RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS.
07/28/09		
0.40	FINLEY, STEVEN R	E-MAIL WITH P. STREET REGARDING POTENTIAL SPONSOR INQUIRY (0.1); CONFER WITH M. ROSENTHAL REGARDING DISCLOSURE PLAN (0.4).
0.40	YORK, AARON G	RESPOND TO PAYMENT INQUIRES.
1.50	GRAVES, JEREMY L	RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS (.4); TELECONFERENCE WITH M. ROSENTHAL (GDC), P. STREET (BMHC) AND OTHER COMPANY PERSONNEL REGARDING QUESTIONS RELATING TO THE PROOFS OF CLAIM AND THE RESPONSES THAT WOULD BE APPROPRIATE (1.1).

07/29/09

1.80 FINLEY, STEVEN R

CONFER WITH M. ROSENTHAL REGARDING STATUS OF CASE; EXIT FINANCING (Q3); EMAILS REGARDING EXIT FINANCING (.4); CONFER WITH M. ROSENTHAL, K. FISHER (PAUL HASTINGS) REGARDING WELLS BANK GROUP AND PLAN SPONSORS (.6); REVIEW AND COMMENT ON DRAFT BOARD RESTRICTIONS (.5).

0.50 KELSEY, MATTHEW K

COORDINATE WITH R. POPPITI REGARDING PUBLICATION OF NOTICE OF COMMENCEMENT AND NOTICE OF BAR DATE (.2); COORDINATE WITH GARDEN CITY GROUP REGARDING STATUS OF SAME (.1); CORRESPONDENCE TO S. MUZUMDAR REGARDING BAR DATE ORDER REQUIREMENTS (.1); COORDINATE WITH S. BEACH OF YOUNG CONAWAY REGARDING HEARING DATES AND CALL WITH M. ROSENTHAL REGARDING SAME (.1).

1.10 YORK, AARON G

RESPOND TO CASE ADMINISTRATION INQUIRES.

1.70 GRAVES, JEREMY L

RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS (.7); CORRESPOND WITH A. ROBIN (BMHC) AND J. SPANO (A&M) REGARDING PERSONAL PROPERTY LEASES TO BE REJECTED (1.0).

07/30/09

2.10 FINLEY, STEVEN R

CONFER WITH M. ROSENTHAL REGARDING EXIT FINANCING (.4); PHONE CALL WITH P. STREET, M. ROSENTHAL REGARDING EXIT FINANCING AND LETTERS OF CREDIT (.6); PHONE CALLS AND E-MAILS REGARDING POTENTIAL INVESTOR'S DEMAND FOR REIMBURSEMENT OF PRE PETITION EXPENSES (1.1).

0.60 KELSEY, MATTHEW K

CORRESPONDENCE FROM R. POPPITI OF YOUNG CONAWAY AND CORRESPONDENCE TO M. ROSENTHAL REGARDING FILING OF MONTHLY OPERATING REPORT (.1); REVIEW CASE CALENDAR AND CORRESPONDENCE WITH R. POPPITI REGARDING SAME (.2); TELEPHONE CALLS WITH S. BEACH OF YOUNG CONAWAY REGARDING CONFIRMATION HEARING SCHEDULING (.3);

2.00 GRAVES, JEREMY L

RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS (1.1); TELECONFERENCE WITH P. STREET (BMHC) AND OTHER COMPANY PERSONNEL REGARDING UPDATES TO THE SCHEDULES AND STATEMENTS (.9).

07/31/09

0.60 KELSEY, MATTHEW K

CORRESPONDENCE WITH R. POPPITI REGARDING EL PASO LUMBER MOTION AND DEADLINES (.2); CORRESPONDENCE WITH GARDEN CITY GROUP REGARDING PUBLICATION OF BAR DATE NOTICES (.2); EMAILS TO S. MUZUMDAR REGARDING SAME AND REVIEWING BAR DATE ORDER (.1); CORRESPONDENCE WITH M. ROSENTHAL REGARDING SALE OF ARIZONA REAL ESTATE (.1).

3.60 GRAVES, JEREMY L

RESPOND TO MULTIPLE INQUIRIES FROM COMPANY PERSONNEL AND ALVAREZ & MARSAL PROFESSIONALS REGARDING THE INTERPRETATION AND IMPACT OF THE FIRST DAY ORDERS AND ANSWER OTHER MISCELLANEOUS BANKRUPTCY RELATED QUESTIONS AND PERFORM GENERAL CASE ADMINISTRATION RELATED TASKS.

Paul Street, Esq.
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720 Park Boulevard, Suite 200
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CLAIMS ADMINISTRATION AND OBJECTIONS
08299-00105

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	3.20	\$ 985.00	\$ 3,152.00
MATTHEW K. KELSEY	4.60	710.00	3,266.00
AARON G. YORK	13.10	635.00	8,318.50
CHRISTOPHER L. MABERRY	11.40	495.00	5,643.00
CHARLES P. FLOYD	2.60	470.00	1,222.00
SAEE MUZUMDAR	1.40	420.00	588.00
JENNIFER M. CONTRERAS	0.90	290.00	<u>261.00</u>

Total Services \$ 22,450.50

Total Services, Costs/Charges 22,450.50

BALANCE DUE \$ 22,450.50

CLAIMS ADMINISTRATION AND OBJECTIONS
08299-00105

Detail Services:

07/01/09	0.70	ROSENTHAL, MICHAEL A	REVIEW AND COMMENT ON CRITICAL VENDOR LIST AND STATUS OF AGREEMENTS (.4); EMAIL CORRESPONDENCES TO AND FROM A. YORK REGARDING ISSUES RELATED TO REMOVAL AND PURSUIT OF CLAIMS (IMPACT OF SECTION 108) (.3).
	0.70	KELSEY, MATTHEW K	REVIEW MOTION TO EXTEND CAPS FOR PAYMENTS TO HOLDERS OF CLAIMS SUBJECT TO MATERIALMEN'S LIENS (.6); CORRESPONDENCE WITH M. ROSENTHAL REGARDING SAME (.1).
	0.60	YORK, AARON G	ANALYSIS AND EMAIL REGARDING STATUS OF UNCLAIMED PROPERTY CLAIMS.
07/06/09	0.20	KELSEY, MATTHEW K	COORDINATE WITH J. GRAVES AND P. STREET OF THE COMPANY AND S. BEACH OF YOUNG CONAWAY REGARDING REPORTING TO THE UNITED STATES TRUSTEE REGARDING CRITICAL VENDOR PAYMENTS.
07/07/09	0.20	KELSEY, MATTHEW K	CORRESPONDENCE WITH M. WESTERN AND S. JOHNSON OF A&M REGARDING CRITICAL VENDOR ISSUES (.2).
	0.50	CONTRERAS, JENNIFER M	FIELD GENERAL CREDITOR CALLS CONCERNING NOTICE OF COMMENCEMENT (.3); EMAILS WITH M. KELSEY AND GCG RE AFFIDAVITS OF PUBLICATION (.2).
07/09/09	2.60	YORK, AARON G	PREPARE RESPONSE TO RECLAMATION CLAIMS (1.3); EMAILS WITH J. GRAVES, M. ROSENTHAL REGARDING ALLOWANCE OF PENALTY CLAIMS (.3); ANALYZE SAME (1.0).
07/13/09	1.10	YORK, AARON G	REVISE RECLAMATION RESPONSE LETTER.

4.60	MABERRY, CHRISTOPHER L	READ DOCUMENT REQUESTS SUBMITTED BY CREDITORS AND DRAFT RESPONSES/OBJECTIONS TO SAME.
07/14/09		
5.00	MABERRY, CHRISTOPHER L	DRAFT RESPONSES/OBJECTIONS TO DOCUMENT REQUESTS SUBMITTED BY CREDITORS.
0.40	CONTRERAS, JENNIFER M	FORWARD 503(B)(9) CLAIMS TO A. YORK.
07/16/09		
1.80	MABERRY, CHRISTOPHER L	REVISE OBJECTIONS AND RESPONSES TO DOCUMENT REQUEST FROM CREDITORS.
07/17/09		
1.40	FLOYD, CHARLES P	DRAFT CORRESPONDENCE TO STATE OF NEVADA AND STATE OF WASHINGTON REGARDING OSHA CITATION PENALTIES.
07/20/09		
0.50	KELSEY, MATTHEW K	REVIEW BAR DATE ORDER (.3); REVIEW AND REVISE BAR DATE NOTICE (.2); CORRESPONDENCE WITH M. ROSENTHAL REGARDING SAME (.1); TELEPHONE CALL WITH M. ROSENTHAL AND P. STREET OF THE COMPANY REGARDING REVISE BAR DATE NOTICE AND SPANISH PUBLICATION (.1).
0.30	KELSEY, MATTHEW K	CORRESPONDENCE WITH A. YORK AND J. GRAVES REGARDING RESPONSES FOR REQUEST FOR ADMINISTRATIVE EXPENSE STATUS (.1); REVIEW STATUS UPDATES REGARDING SETTLEMENT (.2).
3.20	YORK, AARON G	ANALYZE ATRIUM AND ALL COAST 503(B)(9) CLAIMS (2.8); CALL WITH M. ROSENTHAL, P. STREET REGARDING COMMITTEE LETTER (.4).
0.70	YORK, AARON G	PREPARE STIPULATION REGARDING ALL COAST 503(B)(9) CLAIM.
1.20	FLOYD, CHARLES P	REVISE AND FINALIZE CORRESPONDENCE TO STATE OF NEVADA AND STATE OF WASHINGTON REGARDING OSHA CITATION PENALTIES.

07/21/09		
0.50	ROSENTHAL, MICHAEL A	REVIEW STIPULATION REGARDING 503(B)(9) CLAIMS (.1); REVIEW AND EMAIL CORRESPONDENCES REGARDING CORRESPONDENCE FROM TEAMSTERS AND BILL MILLIGAN (.2); TELEPHONE CONFERENCE WITH P. STREET REGARDING POTENTIAL CLAIM (.2).
0.40	KELSEY, MATTHEW K	EMAILS TO S. MUZUMDAR REGARDING REVISED BAR DATE NOTICE (.1); CORRESPONDENCE WITH R. POPPITI OF YOUNG CONAWAY REGARDING BAR DATE NOTICE (.1); CORRESPONDENCE WITH G. GUARTON AT GARDEN CITY GROUP REGARDING BAR DATE NOTICE (.1); TELEPHONE CALL WITH T. CANEFF OF REUTERS REGARDING CLAIM ISSUE (.1); REVIEW PROPOSED SETTLEMENT OF REQUEST FOR ADMINISTRATIVE EXPENSE CLAIM STATUS (.1);
1.00	YORK, AARON G	RESPOND TO SECTION 503(B)(9) MOTIONS.
07/22/09		
1.00	KELSEY, MATTHEW K	COORDINATE WITH GARDEN CITY GROUP AND YOUNG CONAWAY REGARDING MAILING OF NOTICE OF BAR DATE AND PROOFS OF CLAIM AND PUBLICATION DEADLINES (.4); REVIEW BAR DATE ORDER (.2); CORRESPONDENCE TO GARDEN CITY GROUP REGARDING PUBLICATION DEADLINES AND REQUIREMENTS (.2); CORRESPONDENCE WITH P. STREET REGARDING SAME (.1); CORRESPONDENCE WITH A. YORK REGARDING OSHA PROOF OF CLAIM (.1).
07/23/09		
0.40	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCES TO P. STREET REGARDING MEDICARE REIMBURSEMENT CLAIMS (.2); REVIEW AND COMMENT ON PROPOSED 503(B)(9) SETTLEMENT WITH ATRIUM (.2).
2.00	YORK, AARON G	CALL WITH H. GILLES REGARDING ATRIUM 503(B)(9) MOTION (.2); DRAFT LETTER REGARDING SAME (.8); FINALIZE ALL COAST 503(B)(9) STIPULATION (1.0).
07/24/09		
0.30	KELSEY, MATTHEW K	COORDINATE WITH GARDEN CITY GROUP REGARDING MAILING OF NOTICE OF BAR DATE AND PROOF OF CLAIMS.

07/28/09		
1.30	ROSENTHAL, MICHAEL A	REVIEW EMAIL CORRESPONDENCE WITH QUESTIONS REGARDING CLAIMS ISSUES FROM COMPANY (.2); PARTICIPATE IN CONFERENCE CALL COMPANY REPRESENTATIVES, INCLUDING P. STREET AND L. THOMAS, REGARDING ISSUES RELATED TO PROOF OF CLAIMS (.9); REVIEW VARIOUS CORRESPONDENCE REGARDING CLAIMS (.2).
1.00	YORK, AARON G	PREPARE RECLAMATION RESPONSE LETTERS.
07/29/09		
0.30	ROSENTHAL, MICHAEL A	REVIEW RECLAMATION NOTICES AND LETTERS.
0.50	YORK, AARON G	FINALIZE RECLAMATION RESPONSE LETTERS.
07/30/09		
1.00	KELSEY, MATTHEW K	CORRESPONDENCE WITH B. BYUN REGARDING PROOF OF CLAIM FORM (.3); COORDINATE WITH S. MUZUMDAR AND GARDEN CITY GROUP REGARDING PROOF OF CLAIM FORM AND CORRESPONDENCE REGARDING SAME (.1); CORRESPONDENCE WITH R. POPPITI REGARDING EL PASO LUMBER MOTION FOR ADMINISTRATIVE EXPENSE CLAIM STATUS (.2); CONFERENCE WITH S. MUZUMDAR REGARDING EL PASO MOTION AND PENDING MATTERS (.3); CORRESPONDENCE TO TEAM REGARDING SAME (.1).
0.30	MUZUMDAR, SAEED	REVIEW EL PASO LUMBER & PLYWOOD MOTION FOR ALLOWANCE OF ADMINISTRATIVE EXPENSE CLAIM WITH M. KELSEY.
07/31/09		
0.40	YORK, AARON G	REVISE EL PASO STIPULATION.
1.10	MUZUMDAR, SAEED	DRAFT STIPULATION TO EL PASO LUMBER & PLYWOOD MOTION FOR ALLOWANCE OF ADMINISTRATIVE EXPENSE CLAIM.

Paul Street, Esq.
Senior Vice President, General Counsel and Secretary
Building Materials Holding Corporation
720 Park Boulevard, Suite 200
Boise, ID 83712-7714

CORPORATE GOVERNANCE SECURITIES LAW COMP
08299-00106

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
STEVEN R. FINLEY	3.60	\$ 995.00	\$ 3,582.00
MICHAEL A. ROSENTHAL	1.40	985.00	1,379.00
GREGORY T. DAVIDSON	1.00	840.00	840.00
MATTHEW K. KELSEY	2.30	710.00	<u>1,633.00</u>

Total Services			\$ 7,434.00
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Total Services, Costs/Charges			7,434.00
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BALANCE DUE			<u>\$ 7,434.00</u>
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Detail Services:

07/01/09			
0.20	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCES FROM COUNSEL FOR FINRA MARKET REGULATION AND EMAIL CORRESPONDENCES TO S. FINLEY AND P. STREET REGARDING SAME.	
07/07/09			
1.10	FINLEY, STEVEN R	CONFER WITH P. STREET, R. MELLOR REGARDING UPCOMING BOARD OF DIRECTORS CONFERENCE CALL (0.7); PARTICIPATE IN BOARD OF DIRECTORS CONFERENCE CALL (.4).	
1.20	ROSENTHAL, MICHAEL A	PARTICIPATE IN BOARD MEETING BY CONFERENCE CALL.	
07/20/09			
1.00	FINLEY, STEVEN R	PARTICIPATE IN BOARD OF DIRECTORS CONFERENCE CALL MEETING (1.0).	
1.10	KELSEY, MATTHEW K	PREPARE FOR AND ATTEND BOARD OF DIRECTORS MEETING REGARDING EXIT FINANCING PROPOSALS AND OTHER INDICATIONS OF INTEREST IN FUNDING A CHAPTER 11 PLAN.	
07/22/09			
1.50	FINLEY, STEVEN R	REVIEW AND COMMENT ON DRAFT MINUTES FOR LAST FIVE BOARD MEETINGS (1.3); EMAILS BMHC REGARDING MINUTES (0.2).	
07/29/09			
0.50	DAVIDSON, GREGORY T	REVIEW CORRESPONDENCE FROM S. ASTORQUIA REGARDING SEC FILING REQUIREMENTS UNDER BANKRUPTCY (.3); RESEARCH MATERIALS REGARDING SAME AND CORRESPONDENCE REGARDING SAME; ETC (.2).	
07/30/09			
0.50	DAVIDSON, GREGORY T	TELEPHONE CONFERENCE WITH P. STREET AND S. ASTORQUIA REGARDING SEC FILINGS, BANKRUPTCY MATTERS, ETC.	

07/31/09

1.20 KELSEY, MATTHEW K

PREPARE FOR AND PARTICIPATE ON CALL WITH
BOARD REGARDING STATUS OF PLAN INVESTMENT
PROPOSALS.

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CREDITOR COMMITTEE ISSUES
08299-00107

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
STEVEN R. FINLEY	6.50	\$ 995.00	\$ 6,467.50
MICHAEL A. ROSENTHAL	19.40	985.00	19,109.00
MATTHEW K. KELSEY	13.10	710.00	9,301.00
AARON G. YORK	34.70	635.00	22,034.50
JEREMY L. GRAVES	1.80	400.00	<u>720.00</u>

Total Services			\$ 57,632.00
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Total Services, Costs/Charges			57,632.00
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BALANCE DUE			<u>\$ 57,632.00</u>
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CREDITOR COMMITTEE ISSUES
08299-00107

Detail Services:

07/01/09			
0.80	ROSENTHAL, MICHAEL A	REVIEW COMMITTEE CONFIDENTIALITY PROVISIONS AND PROPOSED SECTION 1102 MOTION (.6); DISCUSSION WITH COMMITTEE COUNSEL REGARDING CLASS ACTION LAWSUITS (.2).	
1.30	KELSEY, MATTHEW K	REVIEW PROPOSED COMMITTEE BY-LAWS AND CONFERENCE WITH S. BEACH OF YOUNG CONAWAY REGARDING COMMENTS TO SAME (.6); REVIEWING MOTION BY COMMITTEE ESTABLISHING PROCEDURES FOR THE DISSEMINATION OF MATERIALS TO CREDITORS AND DISCUSSING COMMENTS TO SAME WITH S. BEACH OF YOUNG CONAWAY AND M. ROSENTHAL (.7).	
07/02/09			
2.60	ROSENTHAL, MICHAEL A	REVIEW CRITICAL VENDOR LIST TO BE SENT TO COMMITTEE (.2); REVIEW FINANCIAL INFORMATION TO BE SENT TO COMMITTEE (.6); EMAIL CORRESPONDENCES TO COMMITTEE COUNSEL REGARDING SAME (.2); TELEPHONE CONFERENCE WITH S. VARNER REGARDING MEETING WITH COMMITTEE (.2); TELEPHONE CONFERENCE WITH WITH B. DIETZ AND P. STREET REGARDING MEETING WITH COMMITTEE (.3); DEVELOP AGENDA FOR MEETING WITH COMMITTEE (1.1).	
0.60	KELSEY, MATTHEW K	REVIEW CRITICAL VENDOR LIST PREPARED FOR DISTRIBUTION TO THE CREDITORS' COMMITTEE (.2); CORRESPONDENCE TO P. STREET OF THE COMPANY AND M. ROSENTHAL REGARDING SAME (.1); CORRESPONDENCE AND TELEPHONE CALL WITH J. GRAVES REGARDING SPREADSHEET REFLECTING CRITICAL VENDOR PAYMENTS (.3).	
07/03/09			
0.60	ROSENTHAL, MICHAEL A	PREPARE FOR COMMITTEE MEETING.	
07/06/09			
1.40	FINLEY, STEVEN R	REVIEW MATERIALS FOR TUESDAY MEETING WITH ADVISORS TO UNSECURED CREDITORS COMMITTEE.	

2.80	ROSENTHAL, MICHAEL A	PREPARE MATERIALS AND AGENDA FOR COMMITTEE MEETING (1.3); TELEPHONE CONFERENCE WITH M. KELSEY REGARDING PROPOSED AGENDA (.3); CONFERENCE CALL WITH B. DIETZ, A. MAXWELL AND P. CROCI REGARDING PROPOSED AGENDA AND MEETINGS WITH COMMITTEE ADVISORS (1.2).
2.20	KELSEY, MATTHEW K	TELEPHONE CALL WITH M. ROSENTHAL REGARDING AGENDA FOR COMMITTEE MEETING (.3); REVIEW AND REVISE AGENDA FOR COMMITTEE MEETING (.5); TELEPHONE CALL WITH M. ROSENTHAL AND A. MAXWELL OF PETER J. SOLOMON REGARDING MEETING WITH COMMITTEE (1.1); REVIEW MARK UP OF PROPOSED FORM OF ORDER FROM COMMITTEE REGARDING SHARING INFORMATION WITH CREDITORS AND DISTRIBUTING SAME (.3).
2.00	KELSEY, MATTHEW K	MEETING WITH THE COMPANY, PETER J. SOLOMON, AND A&M REGARDING CASE STATUS, CONFIRMATION ISSUES AND CREDITORS' COMMITTEE ISSUES.
1.80	YORK, AARON G	PREPARE FOR MEETING WITH CREDITORS COMMITTEE.
07/07/09		
4.20	FINLEY, STEVEN R	PARTICIPATE IN ALL HANDS MEETING AT GD&C WITH FINANCIAL AND LEGAL ADVISORS TO UNSECURED CREDITORS COMMITTEE (3.5); CONFER WITH FINANCIAL AND LEGAL ADVISORS REGARDING TIMING ISSUES (0.2); CONFER WITH R. MELLOR AND P. STREET REGARDING POSSIBLE CONCERNS OF UNSECURED CREDITORS (0.5).
6.90	ROSENTHAL, MICHAEL A	PRE-MEETING IN PREPARATION FOR MEETING WITH COMMITTEE ADVISORS (1.1); EXTENDED MEETING WITH COMMITTEE ADVISORS, A&M, P.J. SOLOMON AND COMPANY (5.8).
5.40	KELSEY, MATTHEW K	MEETING WITH M. ROSENTHAL, THE COMPANY, A&M, AND PETER J. SOLOMON REGARDING PREPARATION FOR COMMITTEE MEETING (1.1); MEETING WITH COMMITTEE REGARDING COMPANY BACKGROUND, FINANCIAL INFORMATION, AND CASE AND PLAN ISSUES (3.6); MEETING WITH M. ROSENTHAL AND THE COMPANY REGARDING COMMITTEE MEETING, PLAN ISSUES, AND LITIGATION ISSUES (.7).

4.00	YORK, AARON G	ATTEND MEETING AND FOLLOW-UP WITH CREDITORS COMMITTEE.
07/08/09		
0.80	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCE FROM K. LANE REGARDING INFORMAL DISCOVERY REQUESTS (.3); EMAIL CORRESPONDENCES TO CLIENT REGARDING INFORMAL DISCOVERY REQUEST (.2); EMAIL CORRESPONDENCES WITH K. LANE, L. BAUMANN AND M. KELSEY REGARDING ISSUANCE OF NEW SURETY BONDS (.3).
07/09/09		
0.80	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCE FROM C. GIAIMO REGARDING DOCUMENT REQUEST (.2); CONFERENCE CALL WITH P. STREET, C. MONTGOMERY AND A. YORK REGARDING RESPONSE TO COMMITTEE INFORMAL DOCUMENT REQUEST (.6).
1.80	YORK, AARON G	CALL WITH P. STREET, L. THOMAS, C. MONTOMERY, M. ROSENTHAL REGARDING COMMITTEE DISCOVERY REQUESTS (.6); REVIEW SAME (1.2).
07/10/09		
0.20	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCES TO B. DIETZ AND C. GIAIMI REGARDING INFORMAL PRODUCTION REQUEST OF COMMITTEE.
1.40	KELSEY, MATTHEW K	REVIEW CORRESPONDENCE FROM C. GIAIMO AND M. ROSENTHAL REGARDING COMMITTEE BY-LAWS AND DOCUMENT REQUESTS (.2); REVIEW DOCUMENT REQUESTS (.2); COORDINATE WITH J. GRAVES REGARDING INTRALINKS AND PRODUCTION OF DOCUMENTS TO EXECUTIVE SOUNDING BOARD (.1); REVIEW LIMITED RESERVATION OF RIGHTS FILED BY LEASE COUNTERPARTY PERTAINING TO MOTION TO REJECT LEASE (.4); DRAFT CORRESPONDENCE AND OUTLINE TO TEAM REGARDING PROPOSED RESPONSE TO PLEADING (.4); TELEPHONE CALL WITH J. GRAVES REGARDING PROPOSED PLEADING TO RESPOND TO RESERVATION OF RIGHTS (.1).
0.50	YORK, AARON G	PREPARE RESPONSE TO COMMITTEE DOCUMENT REQUEST.

07/13/09	0.60	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH K. LANE REGARDING COMMITTEE DUE DILIGENCE AND PENDING MOTIONS (.3); TELEPHONE CONFERENCE WITH P. STREET, L. THOMAS AND B. DIETZ REGARDING RESPONSE TO COMMITTEE DUE DILIGENCE ISSUES (.3).
	2.30	YORK, AARON G	REVIEW DOCUMENTS FOR COMMITTEE PRODUCTION (1.3); REVIEW BALLOTS (1.0).
07/14/09	0.90	FINLEY, STEVEN R	PHONE CALLS AND E-MAILS RELATING TO PROPOSAL AND EXIT FINANCING POSSIBILITIES (0.4); REVIEW AND COMMENT ON PROPOSAL (0.5).
	0.60	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH K. LANE REGARDING INFORMAL OBJECTIONS TO SECOND DAY ORDERS (.3); REVIEW EMAIL CORRESPONDENCE FROM K. LANE REGARDING INFORMAL OBJECTIONS (.1); REVIEW PROPOSED LANGUAGE RESOLVING COMMITTEE OBJECTION TO EMPLOYEE WAGE ORDER (.2).
	0.20	KELSEY, MATTHEW K	REVIEW CORRESPONDENCE FROM M. ROSENTHAL REGARDING COMMITTEE MOTION FOR PROTOCOL ON DISTRIBUTION OF INFORMATION TO CREDITORS.
	6.70	YORK, AARON G	REVIEW DOCUMENTS FOR COMMITTEE REQUESTS (3.5); CALL WITH C. MONTGOMERY REGARDING SAME (.2); CALL WITH P. STREET, M. THOMAS, L. BAUMAN, M. ROSENTHAL REGARDING LETTER OF CREDIT ISSUES (1.0); REVISE PLAN (1.5); REVISE DISCLOSURE STATEMENT(.5).
07/15/09	0.40	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCES TO AND FROM K. LANE REGARDING MOTIONS SET FOR HEARING, INCLUDING SETTLEMENT PROCEDURES MOTION.
	4.20	YORK, AARON G	REVIEW DOCUMENTS FOR COMMITTEE PRODUCTION.

07/17/09			
7.10	YORK, AARON G		REVIEW DOCUMENTS AND PREPARE RESPONSE TO COMMITTEE'S DOCUMENT REQUESTS.
07/20/09			
4.50	YORK, AARON G		FINALIZE DOCUMENTS AND RESPONSE TO COMMITTEE REQUESTS.
07/21/09			
1.80	ROSENTHAL, MICHAEL A		EMAIL CORRESPONDENCES WITH K. LANE, P. STREET AND C. GIAIMI REGARDING RESPONSES TO VARIOUS MOTIONS SET FOR HEARING, INCLUDING DAVIS BROS., TRIM AND SAN FRANCISCO LEASE (.8); REVIEW ISSUES RELATED TO DAVIS BROS., TRIM AND SAN FRANCISCO (.7); TELEPHONE CONFERENCE WITH K. LANE REGARDING COMMITTEE OBJECTIONS TO MOTIONS SET FOR HEARING (.3).
1.10	GRAVES, JEREMY L		RESPOND TO REQUESTS FOR INFORMATION FROM THE COMMITTEE.
07/23/09			
0.70	GRAVES, JEREMY L		CORRESPOND WITH COUNSEL TO THE COMMITTEE REGARDING REQUESTS FOR INFORMATION AND OBJECTION DEADLINES (.3); RESPOND TO REQUESTS FOR INFORMATION (.4).
07/24/09			
1.80	YORK, AARON G		PREPARE FOR AND PARTICIPATE IN DISCLOSURE STATEMENT CALL WITH M. ROSENTHAL, M. KELSEY, AND COMMITTEE.
07/29/09			
0.50	ROSENTHAL, MICHAEL A		REVIEW PLEADINGS FILED BY COMMITTEE.

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DIP FINANCING/CASH COLLATERAL/CASH MANAG
08299-00108

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
STEVEN R. FINLEY	2.00	\$ 995.00	\$ 1,990.00
MICHAEL A. ROSENTHAL	5.50	985.00	5,417.50
CROMWELL R. MONTGOMERY	1.10	635.00	698.50
MATTHEW K. KELSEY	6.00	710.00	4,260.00
NICHOLAS D. GREENWOOD	30.10	495.00	14,899.50
LESLEY V. WASSER	0.90	495.00	445.50
JOSHUA WEISSER	1.30	585.00	760.50
JENNIFER M. CONTRERAS	3.70	290.00	<u>1,073.00</u>

Total Services			\$ 29,544.50
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Total Services, Costs/Charges			29,544.50
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BALANCE DUE			<u>\$ 29,544.50</u>
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Detail Services:

06/15/09		
0.10	WASSER, LESLEY V	EMAIL EXCHANGE WITH M. VANDERZANDEN RE EXECUTED DIP FINANCING DEEDS OF TRUST.
07/01/09		
0.60	FINLEY, STEVEN R	E-MAILS AND PHONE CALLS WITH M. ROSENTHAL REGARDING COURT APPROVAL OF DIP (.2); E-MAILS AND PHONE CALLS WITH P. STREET AND M. ROSENTHAL REGARDING PROPOSAL AND IMPACT ON DIP (.4).
3.80	ROSENTHAL, MICHAEL A	MULTIPLE EMAIL CORRESPONDENCES WITH MARGIE REED, MICHAEL REED, K. FISHER, T. KENT AND J. WEISSER REGARDING RESOLUTION OF ISSUES RELATED TO DIP ORDER (.7); TELEPHONE CONFERENCE WITH K. FISHER REGARDING ISSUES RELATED TO DIP ORDER (.2); PREPARE FOR HEARING REGARDING FINAL DIP ORDER (1.2); PARTICIPATE IN HEARING REGARDING FINAL DIP ORDER (1.3); EMAIL CORRESPONDENCES TO P. STREET, S. VARNER AND B. DIETZ REGARDING DIP HEARING OUTCOME (.4).
3.60	KELSEY, MATTHEW K	PREPARE FOR FINAL DIP HEARING, INCLUDING COORDINATING WITH THE UNITED STATES TRUSTEE'S OFFICE, CIRCULATING REDLINES TO THE DIP AGENT, ACE'S ATTORNEYS, AND THE COMMITTEE, PREPARING HEARING BINDERS, COORDINATE TRAVEL ISSUES, AND OTHER RELATED MATTERS (1.9); CONFERENCE WITH S. BEACH AND R. POPPITI OF YOUNG CONAWAY REGARDING FINAL DIP HEARING (.6); CONFERENCE WITH M. ROSENTHAL REGARDING FINAL DIP HEARING (.8); MEETING WITH K. FISHER OF PAUL HASTINGS REGARDING FINAL DIP HEARING AND ISSUES FROM BANKS REGARDING FORM OF FINAL DIP ORDER (.5); ATTEND FINAL DIP HEARING (.8).
1.10	KELSEY, MATTHEW K	PREPARE FOR AND CONFERENCE CALL WITH P. STREET OF THE COMPANY, B. DIETZ OF PETER J. SOLOMON, AND S. VARNER OF A&M REGARDING STATUS OF EXIT FINANCING AND POTENTIAL SOURCES OF EXIT FINANCING AND RELATED INDICATIONS OF INTEREST.

0.20	WEISSER, JOSHUA	ADDRESS ISSUES RELATED TO FINAL DIP HEARING.
3.70	CONTRERAS, JENNIFER M	PREPARE AND REVISE BINDER OF DIP MATERIALS TO BE HEARD AT HEARING.
07/02/09		
1.00	KELSEY, MATTHEW K	CORRESPONDENCE WITH M. ROSENTHAL REGARDING STATUS OF COMPLIANCE OF BANKS WITH PROVISIONS OF CASH MANAGEMENT ORDER (.2); TELEPHONE CALL WITH R. POPPITI OF YOUNG CONAWAY REGARDING REQUIREMENTS OF CASH MANAGEMENT ORDER (.3); CORRESPONDENCE WITH M. KAILOR AND P. STREET OF THE COMPANY REGARDING CONTACTING CERTAIN BANKS REGARDING TAX IDENTIFICATION NUMBERS (.2); COORDINATE WITH R. POPPITI OF YOUNG CONAWAY REGARDING UNIFORM DEPOSITORY AGREEMENTS (.2); REVIEW CASH MANAGEMENT ORDER (.1).
0.30	KELSEY, MATTHEW K	COORDINATE NOTICING OF ENTRY OF FINAL DIP ORDER AND RELATED EXHIBITS (.2); CONFERENCE WITH J. WEISSER REGARDING EXHIBITS TO FINAL DIP ORDER (.1).
07/03/09		
1.00	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCES REGARDING PLAN EXIT FINANCING (.3); CONSIDERATION OF PLAN EXIT FINANCING ALTERNATIVES (.7).
07/07/09		
0.10	MONTGOMERY, CROMWELL R	REVIEW AND RESPOND TO CORRESPONDENCE RELATIVE TO LENDER EXPENSE REIMBURSEMENT REQUIREMENTS.
07/08/09		
1.00	FINLEY, STEVEN R	E-MAILS AND PHONE CALLS WITH M. ROSENTHAL, B. DIETZ AND P. STREET REGARDING EXIT FINANCING (0.6); COMMENTS ON POTENTIAL SPONSOR CONFIDENTIALITY AGREEMENT (0.4).
0.70	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCES WITH A. YORK AND P. STREET REGARDING PURCHASE MONEY SECURED FINANCINGS (.4); EMAIL CORRESPONDENCE WITH K. FISHER REGARDING PURCHASE MONEY SECURED FINANCINGS (.3).

0.10	WASSER, LESLEY V	EMAIL EXCHANGE WITH C. MONTGOMERY AND N. GREENWOOD RE LIST OF OWNED, ENCUMBERED PROPERTY.
0.40	WEISSER, JOSHUA	ADDRESS ISSUES RELATING TO OUTSTANDING PREPETITION LOAN AGREEMENTS AND THE DEFINITION OF COLLATERAL IN THE DIP CREDIT AGREEMENT.
07/09/09		
0.50	MONTGOMERY, CROMWELL R	CONFERENCE CALL WITH L. THOMAS, P. STREET, ET AL. RELATIVE TO CREDITOR COMMITTEE COUNSEL DILIGENCE REQUESTS (.5).
1.40	GREENWOOD, NICHOLAS D	REVIEW LISTS OF REAL PROPERTY PROVIDED TO THE ADMINISTRATIVE AGENT AND COMPARE TO LISTS OF MORTGAGES FILED; DISCUSS SAME INTERNALLY AND WITH COMPANY.
0.50	WASSER, LESLEY V	EMAIL EXCHANGE WITH N. GREENWOOD RE LIST OF OWNED, ENCUMBERED PROPERTY (.2); REVIEW AND COMPARE VARIOUS LISTS OF OWNED PROPERTY (.3).
07/10/09		
0.40	FINLEY, STEVEN R	E-MAILS REGARDING FINANCING ISSUES.
1.90	GREENWOOD, NICHOLAS D	BEGIN GATHERING DOCUMENTS RESPONSIVE TO DISCOVERY REQUEST BY COUNSEL TO CREDITOR'S COMMITTEE (1.2); DISCUSS SAME INTERNALLY AND WITH AGENT'S COUNSEL (.7).
0.20	WASSER, LESLEY V	CALL WITH N. GREENWOOD AND CHICAGO TITLE COMPANY RE LIST OF OWNED, ENCUMBERED PROPERTY (.1); EMAIL EXCHANGE WITH N. GREENWOOD RE LIST OF OWNED, ENCUMBERED PROPERTY (.1).
07/13/09		
0.60	WEISSER, JOSHUA	REVIEW AND ANALYZE PREPETITION SECURITY AGREEMENT FOR A. YORK.

07/15/09	1.80	GREENWOOD, NICHOLAS D	GATHER ADDITIONAL FINANCING DOCUMENTS RESPONSIVE TO DISCOVERY REQUEST BY COUNSEL TO CREDITOR'S COMMITTEE AND FORWARD SAME TO COMPANY FOR PLACEMENT ON WEBSITE.
07/16/09	0.20	MONTGOMERY, CROMWELL R	TELEPHONE CALL WITH M. KAILER RELATIVE TO INTEREST ACCRUAL (.1); TELEPHONE CALL WITH M. KAILER RELATIVE TO LETTER OF CREDIT FEES (.1).
	1.70	GREENWOOD, NICHOLAS D	REVIEW DATASITE WITH RESPECT TO DISCOVERY REQUEST BY COUNSEL TO CREDITOR'S COMMITTEE IN ORDER TO DETERMINE WHAT DOCUMENTS HAVE BEEN PROVIDED AND WHAT NEEDS TO BE PROVIDED.
07/17/09	0.30	MONTGOMERY, CROMWELL R	REVIEW AND RESPOND TO CORRESPONDENCE RELATIVE TO LETTERS OF CREDIT (.3).
	1.10	GREENWOOD, NICHOLAS D	REVIEW AND COMMENT ON DRAFT LETTER RESPONSE WITH RESPECT TO DISCOVERY REQUEST BY COUNSEL TO CREDITOR'S COMMITTEE.
07/22/09	6.80	GREENWOOD, NICHOLAS D	BEGIN DRAFTING EXIT REVOLVER.
07/23/09	6.90	GREENWOOD, NICHOLAS D	COMPLETE INITIAL DRAFT OF EXIT REVOLVER AND FORWARD DRAFT TO C. MONTGOMERY.
07/24/09	3.90	GREENWOOD, NICHOLAS D	REVISE DRAFT EXIT REVOLVER PER COMMENTS FROM C. MONTGOMERY AND FORWARD SAME TO M. ROSENTHAL.
07/27/09	3.70	GREENWOOD, NICHOLAS D	DRAFT AND REVISE EXHIBITS TO EXIT REVOLVER AND FORWARD SAME TO M. ROSENTHAL.

07/28/09

0.90 GREENWOOD, NICHOLAS D

RECEIVE ADDITIONAL DOCUMENTS RESPONSIVE TO CREDITOR COMMITTEE'S COUNSEL'S REQUEST (.4); PUT DOCUMENTS ON CD AND DISTRIBUTE TO THE COMPANY (.5).

0.10 WEISSER, JOSHUA

RESPOND TO QUESTION REGARDING ADEQUATE PROTECTION.

Paul Street, Esq.
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720 Park Boulevard, Suite 200
Boise, ID 83712-7714

EMPLOYEES
08299-00109

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	1.40	\$ 985.00	\$ 1,379.00
MATTHEW K. KELSEY	0.80	710.00	568.00
JENNIFER M. CONTRERAS	0.40	290.00	<u>116.00</u>
Total Services			\$ 2,063.00

Total Services, Costs/Charges 2,063.00

BALANCE DUE \$ 2,063.00

EMPLOYEES
08299-00109

Detail Services:

07/08/09			
0.70	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH E. FRANKLIN REGARDING VARIOUS EMPLOYEE RELATED ISSUES (.4); REVIEW EMPLOYEE INTERIM WAGE ORDER REGARDING SAME (.3).	
0.20	KELSEY, MATTHEW K	TELEPHONE CALL WITH E. FRANKLIN OF THE COMPANY AND M. ROSENTHAL REGARDING EMPLOYEE ISSUES.	
0.40	CONTRERAS, JENNIFER M	REVIEW EMPLOYEE WAGE MOTION FOR VACATION PROVISIONS PER M. ROSENTHAL (.2); DOWNLOAD INTERIM ORDER (.1); FORWARD TO M. ROSENTHAL WITH COMMENTS (.1).	
07/09/09			
0.30	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH E. FRANKLIN REGARDING EMPLOYEE SEVERANCE AND VACATION ISSUES.	
07/14/09			
0.40	KELSEY, MATTHEW K	REVIEW CORRESPONDENCE FROM S. MUZUMDAR AND YOUNG CONAWAY REGARDING DISCLOSURE OF INFORMATION REQUESTED BY THE U.S. TRUSTEE REGARDING SEVERANCE PAYMENTS AND RETENTION PAYMENTS TO EMPLOYEES.	
07/20/09			
0.20	KELSEY, MATTHEW K	CORRESPONDENCE WITH M. ROSENTHAL REGARDING LITIGATION SETTLEMENT (.1); CORRESPONDENCE TO J. GRAVES AND P. STREET OF THE COMPANY REGARDING SAME (.1).	
07/30/09			
0.40	ROSENTHAL, MICHAEL A	EMAILS REGARDING FAILURE TO FILE CLAIMS BY BAR DATE (.2); EMAILS RE CALCULATION OF DEFERRED COMP CLAIMS (.2)	

Invoice Date: August 25, 2009

Due and Payable Upon Receipt

Invoice No. 2009081337

Paul Street, Esq.
Senior Vice President, General Counsel and Secretary
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Boise, ID 83712-7714

EXECUTORY CONTRACTS/UNEXPIRED LEASES
08299-00111

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
STEVEN R. FINLEY	1.60	\$ 995.00	\$ 1,592.00
MICHAEL A. ROSENTHAL	6.10	985.00	6,008.50
MATTHEW K. KELSEY	9.00	710.00	6,390.00
AARON G. YORK	0.80	635.00	508.00
CHARLES P. FLOYD	30.50	470.00	14,335.00
JEREMY L. GRAVES	36.40	400.00	14,560.00
KELLY A. BOHNE	3.90	345.00	1,345.50
SAEE MUZUMDAR	0.70	420.00	<u>294.00</u>

Total Services			\$ 45,033.00
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Total Services, Costs/Charges			45,033.00
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BALANCE DUE			<u>\$ 45,033.00</u>
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EXECUTORY CONTRACTS/UNEXPIRED LEASES
08299-00111

Detail Services:

07/01/09		
0.20	KELSEY, MATTHEW K	REVIEW CORRESPONDENCE FROM J. SPANO OF A&M REGARDING REJECTING PERSONAL PROPERTY LEASES AND CORRESPONDENCE WITH J. GRAVES REGARDING TIMING OF MOTION.
4.40	FLOYD, CHARLES P	TELEPHONE CONFERENCE WITH J. GRAVES REGARDING MOTIONS FOR ASSUMPTION OF CONTRACTS (.2); RESEARCH CASE LAW ON ASSUMPTION OF EXECUTORY CONTRACTS (4.2).
0.90	GRAVES, JEREMY L	REVIEW THE ASSIGNMENT AGREEMENT WITH TRIM SOLUTIONS/SCOTT AXELROD AND BEGIN DRAFTING MOTION TO ASSUME THE AGREEMENT (.7); CONFERENCE WITH C. FLOYD (.2).
07/02/09		
0.50	KELSEY, MATTHEW K	CORRESPONDENCE WITH P. STREET OF THE COMPANY, J. GRAVES, AND M. ROSENTHAL REGARDING MITCHELL NOTE (.2); CORRESPONDENCE WITH M. ROSENTHAL, J. GRAVES, AND A. YORK REGARDING VISA TERMINATION ISSUES (.3).
3.70	FLOYD, CHARLES P	CONTINUE RESEARCH OF CASE LAW REGARDING ASSUMPTION OF EXECUTORY CONTRACTS (1.5); PREPARE MOTION FOR ASSUMPTION OF DAVIS BROTHERS PURCHASE AGREEMENT (2.0); EMAIL CORRESPONDENCE WITH J. GRAVES REGARDING SAME (.2).
3.50	GRAVES, JEREMY L	DRAFT MOTION TO ASSUME THE ASSIGNMENT AGREEMENT WITH SCOTT AXELROD/TRIM SOLUTIONS (3.2); TELECONFERENCE WITH C. FLOYD (GDC) REGARDING THE MOTION TO ASSUME THE PURCHASE AGREEMENT WITH DAVIS BROTHERS FRAMING (.3)
07/06/09		
0.70	ROSENTHAL, MICHAEL A	CONSIDER ISSUES RELATED TO ASSUMPTION OF CONTRACTS FOR DAVIS AND TRIM.

0.30	KELSEY, MATTHEW K	CORRESPONDENCE WITH R. POPPITI OF YOUNG CONAWAY REGARDING INQUIRY FROM GECC ATTORNEY REGARDING MOTION TO REJECT PERSONAL PROPERTY LEASES (.2); CORRESPONDENCE WITH J. SPANO OF A&M REGARDING ADDITIONAL PERSONAL PROPERTY LEASE REJECTIONS (.1).
6.30	FLOYD, CHARLES P	OFFICE CONFERENCE WITH J. GRAVES REGARDING DAVIS BROS. MOTION TO ASSUME (.2); PREPARE AND REVISE MOTION TO ASSUME (6.1).
5.30	GRAVES, JEREMY L	REVISE MOTION TO ASSUME THE ASSIGNMENT AGREEMENT WITH TRIM SOLUTIONS AND SCOTT AXELROD (5.1); CONFERENCE WITH C. FLOYD RE SAME (.2).
07/07/09		
0.80	KELSEY, MATTHEW K	CORRESPONDENCE WITH J. GRAVES REGARDING STATUS OF DAVIS BROTHERS CONTRACT AND TRIM SOLUTIONS NOTE ASSUMPTION ISSUES (.3); CORRESPONDENCE WITH J. SPANO OF A&M REGARDING MOTIONS TO REJECT PERSONAL PROPERTY LEASES (.1); CORRESPONDENCE WITH S. MUZUMDAR AND J. GRAVES REGARDING MOTION TO REJECT LEASES (.1); CORRESPONDENCE WITH S. BEACH AND R. POPPITI OF YOUNG CONAWAY REGARDING REQUEST FOR DEADLINE EXTENSION TO OBJECT TO OMNIBUS REJECTION MOTION (.2); EMAILS TO M. ROSENTHAL REGARDING DEADLINE EXTENSION (.1).
7.70	FLOYD, CHARLES P	REVISE DAVIS BROS. MOTION TO ASSUME.
7.60	GRAVES, JEREMY L	REVISE MOTION TO ASSUME THE ASSIGNMENT AGREEMENT WITH TRIM SOLUTIONS AND SCOTT AXELROD.
2.20	BOHNE, KELLY A	CONDUCT CITATION CHECK FOR MOTION TO ASSUME AXELROD AGREEMENT.
0.70	MUZUMDAR, SAEED	DRAFT SIXTH OMNIBUS MOTION AND EXHIBIT TO REJECT UNEXPIRED LEASES.

07/08/09	0.80 ROSENTHAL, MICHAEL A	REVIEW AND COMMENT ON ASSUMPTION MOTIONS RELATED TO TRIM/AXLEROD AND DAVIS BROTHERS.
	2.90 KELSEY, MATTHEW K	REVIEW AND REVISE MOTION TO ASSUME TRIM SOLUTIONS AND AXELROD AGREEMENT (.6); CORRESPONDENCE WITH J. GRAVES REGARDING COMMENTS TO MOTION TO ASSUME (.3); TELEPHONE CALL WITH C. FLOYD REGARDING MOTION TO ASSUME DAVIS BROTHERS CONTRACT (.1); REVIEW AND REVISE MOTION TO ASSUME DAVIS BROTHERS CONTRACT (.7); CORRESPONDENCE TO C. FLOYD AND J. GRAVES REGARDING COMMENTS TO MOTION TO ASSUME DAVIS BROTHERS CONTRACT (.1); REVIEW AND REVISE MOTION TO REJECT PERSONAL PROPERTY LEASES (.3); TELEPHONE CALL WITH S. MUZUMDAR REGARDING CERTAIN LEASES AND SCHEDULE OF LEASES TO BE REJECTED (.2); REVIEW CORRESPONDENCE FROM J. SPANO OF A&M REGARDING PERSONAL PROPERTY LEASES TO BE REJECTED (.1); CORRESPONDENCE WITH J. GRAVES AND R. POPPITI OF YOUNG CONAWAY REGARDING CONFIDENTIAL INFORMATION AND REDACTING MOTION TO ASSUME AND EXHIBITS TO MOTION TO ASSUME (.3); CORRESPONDENCE FROM S. MUZUMDAR AND R. POPPITI OF YOUNG CONAWAY REGARDING CERTAIN COUNTERPARTIES TO EXECUTORY CONTRACT REJECTION LIST AND UPDATING MOTION (.2).
	8.40 FLOYD, CHARLES P	CONTINUE REVISIONS TO DAVIS BROS. MOTION TO ASSUME (8.2); REVIEW AND DRAFT EMAIL CORRESPONDENCE WITH J. GRAVES AND M. KELSEY REGARDING SAME (.2).
	1.50 GRAVES, JEREMY L	DRAFT AND EDIT MOTION TO ASSUME THE ASSIGNMENT AGREEMENT WITH TRIM SOLUTIONS AND SCOTT AXELROD.
	5.30 GRAVES, JEREMY L	REVISE AND EDIT MOTION TO ASSUME THE DAVIS BROTHERS CONTRACT.
07/09/09	0.60 ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH P. STREET, S. VARNER, R. MELLOR AND B. SMARTT REGARDING REJECTION OF SAN FRANCISCO LEASE AND RELATED ISSUES.

2.00	KELSEY, MATTHEW K	COORDINATE WITH J. GRAVES REGARDING DAVIS BROTHERS AND TRIM SOLUTIONS AND FILING CONFIDENTIAL MATERIALS UNDER SEAL (.3); REVIEW AND REVISE DAVIS BROTHERS AND TRIM SOLUTIONS (1.0); REVIEW MOTION TO REJECT EMBARCADERO LEASE (.4); CORRESPONDENCE WITH M. ROSENTHAL REGARDING MOTIONS TO REJECT (.3).
1.90	GRAVES, JEREMY L	REVISE AND EDIT MOTION TO ASSUME THE DAVIS BROTHERS CONTRACT.
0.80	GRAVES, JEREMY L	REVISE MOTION TO REJECT THE SAN FRANCISCO LEASE TO INCLUDE THE RELATED SUBLEASE.
07/10/09		
0.60	ROSENTHAL, MICHAEL A	REVISE AND FINALIZE REJECTION OF SAN FRANCISCO LEASE (.4); TELEPHONE CONFERENCE WITH R. POPPITI REGARDING RESERVATION OF RIGHTS REGARDING SAME (.2).
0.90	ROSENTHAL, MICHAEL A	REVISE AND FINALIZE ASSUMPTION OF TRIM/AXELROD AND DAVIS AGREEMENTS (.6); REVISE AND FINALIZE REJECTION OF PERSONAL PROPERTY LEASES (.3).
1.30	KELSEY, MATTHEW K	REVIEW COMMENTS FROM J. SPANO OF A&M REGARDING DAVIS BROTHERS ASSUMPTION MOTION (.3); CONFERENCE WITH J. GRAVES REGARDING DAVIS BROTHERS MOTION (.2); REVIEW COMMENTS FROM M. ROSENTHAL REGARDING DAVIS BROTHERS AND TRIM SOLUTIONS REJECTION MOTION (.4); TELEPHONE CALL WITH R. POPPITI REGARDING FILING AND NOTICING LOGISTICS OF MOTIONS TO ASSUME AND MOTIONS TO REJECT (.4).
0.80	GRAVES, JEREMY L	REVISE AND EDIT MOTION TO ASSUME THE DAVIS BROTHERS CONTRACT.
0.20	GRAVES, JEREMY L	FINALIZE AND FILE MOTION TO REJECT THE SAN FRANCISCO LEASE TO INCLUDE THE RELATED SUBLEASE.

0.30	GRAVES, JEREMY L	FINALIZE AND FILE MOTION TO ASSUME THE ASSIGNMENT AGREEMENT WITH TRIM SOLUTIONS AND SCOTT AXELROD.
0.30	GRAVES, JEREMY L	RESPOND TO INQUIRY FROM LANDLORD'S ATTORNEY FOR THE CHARLOTTE, NC PROPERTY.
07/12/09		
4.70	GRAVES, JEREMY L	DRAFT REPLY TO THE THOMAS PARTIES' RESPONSE TO THE MOTION TO REJECT THE GREGG STREET AND RALPH ROAD LEASES.
07/13/09		
0.40	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH LANDLORD OF SAN FRANCISCO APARTMENT (.2); REVIEW RESPONSE TO LANDLORD OBJECTION TO REJECTION (.2).
0.20	KELSEY, MATTHEW K	CORRESPONDENCE WITH J. GRAVES REGARDING LIMITED RESPONSE TO RESERVATION OF RIGHTS FROM LESSOR COUNTERPARTY REGARDING REJECTION OF AN UNEXPIRED LEASE.
0.80	YORK, AARON G	REVIEW AND REVISE REPLY TO THOMAS PARTNERS' LEASE REJECTION RESPONSES.
1.60	GRAVES, JEREMY L	FINALIZE AND FILE THE REPLY TO THE THOMAS PARTIES' RESPONSE TO THE MOTION TO REJECT THE GREGG STREET AND RALPH ROAD LEASES.
1.70	BOHNE, KELLY A	CONDUCT CITATION CHECK FOR REPLY TO OBJECTION TO REJECT LEASES.
07/14/09		
0.10	KELSEY, MATTHEW K	CORRESPONDENCE WITH J. GRAVES REGARDING FILING REPLY TO RESERVATION OF RIGHTS RELATING TO MOTION TO REJECT PROPERTY LEASE.
07/17/09		
0.30	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH P. STREET AND COUNSEL FOR SAN FRANCISCO LEASE.

07/21/09			
0.20	ROSENTHAL, MICHAEL A	CONFERENCE M. KELSEY REGARDING SUBLEASE REJECTION.	
0.70	KELSEY, MATTHEW K	CONFERENCE WITH M. ROSENTHAL REGARDING COMMITTEE INQUIRIES REGARDING DAVIS BROTHERS AGREEMENT AND TRIM SOLUTIONS AGREEMENT (.2); CORRESPONDENCE FROM P. STREET OF THE COMPANY REGARDING DAVIS BROTHERS ROLE (.1); CORRESPONDENCE BETWEEN GIBSON DUNN AND COMMITTEE REGARDING EXECUTORY CONTRACT ASSUMPTIONS (.1); REVIEW CORRESPONDENCE BETWEEN M. ROSENTHAL AND K. LANE REGARDING REJECTION OF EMBARCADERO LEASE (.1); CORRESPONDENCE WITH J. GRAVES, A. YORK, AND S. MUZUMDAR REGARDING SUBLEASE ISSUE (.2).	
0.30	GRAVES, JEREMY L	TELECONFERENCE WITH G. FICKS, COUNSEL TO THE SUBTENANT IN THE EMBARCADERO PREMISES.	
07/22/09			
0.50	ROSENTHAL, MICHAEL A	EMAILS WITH J. GRAVES REGARDING SUBTENANT ARGUMENTS ON SAN FRANCISCO SUBLEASE (.2); CONSIDERATION OF RIGHTS OF SUBTENANT TO REMAIN IN POSSESSION (.3).	
07/23/09			
0.60	GRAVES, JEREMY L	CORRESPOND WITH G. FICKS, COUNSEL TO THE SUBTENANT IN THE EMBARCADERO PREMISES.	
07/24/09			
0.50	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCE REGARDING DAVIS AND TRI-TRIM ASSUMPTION MOTIONS (.2); TELEPHONE CONFERENCE WITH P. STREET REGARDING DAVIS AND TRI-TRIM (.2); TELEPHONE CONFERENCE WITH K. LANE REGARDING DAVIS AND TRI-TRIM (.1).	
0.20	GRAVES, JEREMY L	CORRESPOND WITH G. FICKS, COUNSEL TO THE SUBTENANT IN THE EMBARCADERO PREMISES.	

07/27/09			
0.40	ROSENTHAL, MICHAEL A	REVIEW EMAIL CORRESPONDENCE AND ATTACHED AGREEMENTS AND SCHEDULES FROM P. STREET RELATIVE TO CONTINGENT CONSIDERATION PAYABLE TO DAVIS BROTHERS.	
07/28/09			
0.20	ROSENTHAL, MICHAEL A	REVIEW PROPOSED REVISION TO AGREEMENT WITH DAVIS BROTHERS AND TELEPHONE CONFERENCE WITH P. STREET REGARDING SAME.	
0.60	GRAVES, JEREMY L	CORRESPOND WITH ATTORNEY FOR THE LANDLORD OF THE 1220 S. COMMERCE FACILITY (.4); TELECONFERENCE WITH LOCATION MANAGER REGARDING THE PROPERTY (.2).	
07/29/09			
1.60	FINLEY, STEVEN R	REVIEW LIST OF CERTAIN AGREEMENTS FOR POSSIBLE REJECTION (.4); PHONE CALL P. STREET REGARDING SAME (.4); CONFERENCE CALL WITH P. STREET AND COMPENSATION COMMITTEE CHAIR (.5); EMAILS WITH M. ROSENTHAL REGARDING SAME (.3)	

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FEE APPLICATIONS/RETENTION APPLICATIONS
08299-00112

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	3.40	\$ 985.00	\$ 3,349.00
MATTHEW K. KELSEY	4.40	710.00	3,124.00
AARON G. YORK	1.10	635.00	698.50
JOSHUA WEISSER	8.80	585.00	5,148.00
JEREMY L. GRAVES	1.30	400.00	520.00
JENNIFER M. CONTRERAS	26.30	290.00	7,627.00
SHERIF FARRAG	20.30	235.00	<u>4,770.50</u>

Total Services			\$ 25,237.00
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Total Services, Costs/Charges			25,237.00
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BALANCE DUE			<u>\$ 25,237.00</u>
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FEE APPLICATIONS/RETENTION APPLICATIONS
08299-00112

Detail Services:

07/09/09			
0.30	CONTRERAS, JENNIFER M	EMAILS TO ACCOUNTING RE FEE APPLICATION PROCESS AND US TRUSTEE GUIDELINES AND PROCEDURE (.3).	
07/10/09			
3.80	WEISSER, JOSHUA	CONFERENCE WITH DELAWARE COUNSEL REGARDING UST OBJECTION EMAIL TO RETENTION APPLICATIONS (1.4); PREPARE FOR SAME (.4); ATTEND CONFERENCE CALL WITH UST REGARDING RETENTION APPLICATION (1.3); WORK WITH S. MUZUMDAR TO ADDRESS SAME (.7).	
07/11/09			
0.30	WEISSER, JOSHUA	ADDRESS ISSUES RELATED TO RETENTION APPLICATIONS	
07/12/09			
0.20	WEISSER, JOSHUA	REVIEW KPMG RETENTION APPLICATION AND RELATED PROPOSED ORDER.	
07/13/09			
0.70	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCE WITH M. KELSEY AND C. WOODHOUSE REGARDING GD&C EMPLOYMENT RELATED ISSUES AND POTENTIAL UNITED STATES TRUSTEE OBJECTION (.2); CONFERENCE WITH J. CONTRERAS REGARDING PREPARATION OF FEE APPLICATION (.2); TELEPHONE CONFERENCE WITH S. MUZUMDAR REGARDING SETTLEMENT WITH UNITED STATES TRUSTEE (.1); REVIEW AND TRANSMIT GD&C REPORT ON PREPETITION PAYMENTS AND INVOICES (.2).	
1.80	WEISSER, JOSHUA	REVIEW UST OBJECTION TO RETENTION APPLICATIONS (.3); CONFERENCE WITH S. MUZUMDAR REGARDING SAME (.2); PREPARE FOR AND ATTEND CONFERENCE WITH UST REGARDING OBJECTIONS (1.0); ATTENTION TO RELATED CORRESPONDENCE (.3).	

1.70	CONTRERAS, JENNIFER M	CONFERENCE WITH M. ROSENTHAL RE FEE APPLICATION (.2); REVIEW AND REVISE PREBILL FOR US TRUSTEE COMPLIANCE (1.5).
07/14/09		
0.20	ROSENTHAL, MICHAEL A	RESOLVE UNITED STATES TRUSTEE ISSUES RELATED TO EMPLOYMENT OF GD&C.
2.60	WEISSER, JOSHUA	ATTEND AND PARTICIPATE IN CONFERENCE WITH US TRUSTEE (.6); DRAFT SUMMARY OF SAME FOR M. KELSEY (.3); CONFERENCES WITH PROFESSIONALS REGARDING STATUS OF OBJECTIONS TO RETENTION APPLICATIONS (.3); DRAFT RELATED CORRESPONDENCE TO PROFESSIONALS (.1); COMPLETE REVIEW OF ORDINARY COURSE PROFESSIONAL PROPOSED ORDER (.3); DRAFT CORRESPONDENCE REGARDING SAME (.4); REVIEW AND ANALYZE CORRESPONDENCE RELATED TO STATUS OF OBJECTIONS TO RETENTION APPLICATIONS (.2); CONFERENCES WITH S. MUZUMDAR AND R. POPPITI (YOUNG CONWAY REGARDING SAME (.4).
1.30	GRAVES, JEREMY L	EDIT PROPOSED GDC RETENTION ORDER TO SATISFY THE CONCERNS OF THE UST (1.1); DRAFT SUPPLEMENTAL DECLARATION (.2).
1.50	CONTRERAS, JENNIFER M	REVISE PREBILL FOR US TRUSTEE COMPLIANCE.
07/15/09		
0.90	ROSENTHAL, MICHAEL A	REVISE PROPOSED ORDER REGARDING GD&C (.7); REVIEW UNITED STATES TRUSTEE COMMENTS TO SAME (.2).
0.90	KELSEY, MATTHEW K	REVIEW AND SUMMARIZE U.S. TRUSTEE'S OBJECTION TO DE MINIMIS ASSETS SALE MOTION (.4); CORRESPONDENCE WITH M. ROSENTHAL AND YOUNG CONAWAY REGARDING SAME (.2); COORDINATING WITH J. GRAVES REGARDING GIBSON DUNN MARK UP OF RETENTION ORDER (.2); CORRESPONDENCE WITH M. ROSENTHAL AND R. POPPITI REGARDING SUPPLEMENTAL DECLARATION OF GIBSON DUNN (.1).

7.10	CONTRERAS, JENNIFER M	DRAFT AND REVISE FIRST MONTHLY FEE APPLICATION (6.6); REVIEW LOCAL RULES RE SAME (.5).
6.00	FARRAG, SHERIF	REVISE AND MAKE CORRECTIONS TO PREBILL IN PREPARATION FOR FILING OF FEE APPLICATION (1.6); SEND TO G. SIMONIAN FOR ACCOUNTING PREBILL REVISION (1.2); MAKE FURTHER CHANGES TO PREBILL AND SEND TO J. CONTRERAS AND G. SIMONIAN FOR FINAL EDITS (1.2); DRAFT CHART OF ATTORNEY HOURS AND CHARGES FOR SERVICES BASED ON EDITED PREBILL IN PREPARATION FOR FILING OF FEE APPLICATION (2.0).
07/16/09		
7.80	CONTRERAS, JENNIFER M	REVISE FEE APPLICATION AND PREPARE EXHIBITS THERETO (7.7); EMAILS TO S. FINLEY RE BILLS (.1).
7.30	FARRAG, SHERIF	USE PREBILL TO CALCULATE TOTAL FEES FOR EACH ATTORNEY/PARALEGAL (2.0); USE PREBILL TO CALCULATE TOTAL FEES FOR EACH PROJECT AREA (1.5); CALCULATE TOTAL FEES FOR SERVICE EXPENSES (0.5); CONFIRM ACCURACY OF CALCULATIONS (0.5); INCORPORATE CALCULATIONS INTO THE LANGUAGE AND BODY OF THE FEE APPLICATION (1.5); SEND TO J. CONTRERAS FOR REVISIONS (0.2); EMAIL FINAL DRAFT TO M. ROSENTHAL FOR REVISIONS (1.0).
07/17/09		
1.00	CONTRERAS, JENNIFER M	MAKE FURTHER REVISIONS TO FEE APPLICATION PER M. ROSENTHAL.
2.00	FARRAG, SHERIF	REVISE FEE APPLICATION BASED ON M. ROSENTHAL'S AND J. CONTRERAS' CORRECTIONS (1.9); SEND REVISED COPY TO J. CONTRERAS AND M. ROSENTHAL (0.1).
07/21/09		
0.60	ROSENTHAL, MICHAEL A	REVIEW AND COMMENT ON MONTHLY FEE APPLICATION.

2.00	KELSEY, MATTHEW K	REVIEW AND REVISE FIRST MONTHLY FEE APPLICATION (1.2); CONFERENCE WITH M. ROSENTHAL REGARDING SAME (.3); REVIEW BILLING DETAIL (.3); CONFERENCE WITH J. CONTRERAS REGARDING CHANGES TO FEE APPLICATION (.2).
0.10	WEISSER, JOSHUA	ADDRESS ISSUES RELATED TO PWC RETENTION.
2.60	CONTRERAS, JENNIFER M	EMAILS TO S. FARRAG RE MISSING FEE APPLICATION INFORMATION (.2); INCORPORATE M. KELSEY COMMENTS INTO FEE APPLICATION AND EXHIBITS (1.1); PREPARE FEE APPLICATION CERTIFICATION (1.1); REVIEW RULE 2016 AND CONFIRM COMPLIANCE WITH M. KELSEY (.2).
5.00	FARRAG, SHERIF	SEND EMAIL WITH FEE APP ATTORNEYS/PARALEGALS CHART TO LA HUMAN RESOURCES FOR INPUT OF MISSING INFORMATION (3.0); ORGANIZE CHART BY ORDER OF ATTORNEY/PARALEGAL BILLING RATE (2.0).
07/22/09		
0.80	ROSENTHAL, MICHAEL A	REVIEW AND FINALIZE GD&C APPLICATION TO BE EMPLOYED.
0.40	KELSEY, MATTHEW K	REVIEW REVISIONS TO FIRST FEE APPLICATION OF GIBSON DUNN.
1.80	CONTRERAS, JENNIFER M	INCORPORATE M. ROSENTHAL REVISIONS INTO FEE APPLICATION.
07/23/09		
0.60	KELSEY, MATTHEW K	REVIEW AND REVISE FEE APPLICATION.
1.10	YORK, AARON G	REVIEW AND REVISE FEE APPLICATION.
07/24/09		
0.50	KELSEY, MATTHEW K	REVIEW FIRST MONTHLY FEE APPLICATION (.4); CORRESPONDENCE WITH J. CONTRERAS REGARDING SAME (.1).

2.50 CONTRERAS, JENNIFER M INCORPORATE A. YORK REVISIONS TO FEE APPLICATION (.8); REDACT BILL TO REMOVE PRIVILEGED INFORMATION (1.5); EMAILS WITH A. YORK AND M. KELSEY RE SAME (.2).

07/27/09

0.20 ROSENTHAL, MICHAEL A FINALIZE GD&C FEE APPLICATION FOR FILING.

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FEE APPLICATIONS/RETENTION APPLICATIONS
08299-00113

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	3.70	\$ 985.00	\$ 3,644.50
MATTHEW K. KELSEY	5.90	710.00	4,189.00
JOSHUA WEISSER	0.50	585.00	292.50
JEREMY L. GRAVES	0.40	400.00	160.00
KELLY A. BOHNE	8.10	345.00	2,794.50
SAEE MUZUMDAR	8.00	420.00	<u>3,360.00</u>
Total Services			\$ 14,440.50

Total Services, Costs/Charges 14,440.50

BALANCE DUE \$ 14,440.50

FEE APPLICATIONS/RETENTION APPLICATIONS
08299-00113

Detail Services:

07/13/09	3.50	MUZUMDAR, SAE E	RESOLVE ISSUES WITH PROFESSIONAL RETENTIONS BASED ON COMMENTS OF UNITED STATES TRUSTEE.
07/14/09	0.30	ROSENTHAL, MICHAEL A	ADDRESS ISSUES RELATED TO UNITED STATES TRUSTEE OBJECTIONS TO EMPLOYMENT OF A&M, P.J. SOLOMON AND KPMG.
	2.20	KELSEY, MATTHEW K	REVIEW CORRESPONDENCE FROM J. WEISSER REGARDING OUTSTANDING RETENTION ISSUES WITH THE UNITED STATES TRUSTEE (.2); CORRESPONDENCE REGARDING ORDINARY COURSE PROFESSIONAL ORDER (.2); REVIEWING ORDINARY COURSE PROFESSIONAL ORDER AND AFFIDAVITS IN SUN-TIMES (.5); PREPARE FOR AND TELEPHONE CALLS WITH YOUNG CONAWAY AND J. MCMAHON REGARDING OUTSTANDING ISSUES (.7); REVIEW CORRESPONDENCE WITH A&M REGARDING U.S. TRUSTEE RETENTION ISSUES (.3); COMMUNICATION WITH J. WEISSER REGARDING PETER J. SOLOMON RETENTION APPLICATION STATUS AND ISSUES (.2).
07/15/09	1.90	ROSENTHAL, MICHAEL A	ADDRESS ISSUES RELATED TO P.J. SOLOMON, A&M AND KPMG APPLICATIONS (.8); EMAIL CORRESPONDENCE TO B. DIETZ REGARDING P.J. SOLOMON APPLICATION (.3); CONFERENCE CALL WITH S. VARNER AND R. POPPITI AND OTHERS (.3); CONFERENCE CALL WITH S. VARNER AND J. MCMAHON AND OTHERS (.3); TELEPHONE CONFERENCE WITH S. BEACH REGARDING EMPLOYMENT APPLICATIONS (.2).
07/20/09	0.50	WEISSER, JOSHUA	PREPARE FOR AND ATTEND CONFERENCE CALL RELATED TO KPMG RETENTION APPLICATION.

1.50	MUZUMDAR, SAE E	DRAFT PETER J. SOLOMON COMPANY SUPPLEMENTAL DECLARATION (.5); DRAFT PRICEWATERHOUSECOOPERS SUPPLEMENTAL DECLARATION (.5); DRAFT ALVAREZ & MARSAL SUPPLEMENTAL DECLARATION (.5).
07/21/09		
0.50	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCE TO L. THOMAS REGARDING ORDINARY COURSE PROFESSIONALS ISSUES (.2); EMAIL CORRESPONDENCES REGARDING RICHIE BROS. (.2); EMAIL CORRESPONDENCES REGARDING RELEASE OF KPMG INFORMATION (.1).
0.70	KELSEY, MATTHEW K	COORDINATE WITH KPMG REGARDING INTERFACING WITH THE U.S. TRUSTEE (.1); ASSIST S. MUZUMDAR WITH OBTAINING SUPPLEMENTAL DECLARATIONS FROM PROFESSIONALS (.1); CONFERENCE WITH M. ROSENTHAL REGARDING AFFIDAVITS FOR AUCTIONEERS AND BROKERS REGARDING DE MINIMIS ASSET SALES (.2); CALL WITH S. BEACH AND R. POPPITI OF YOUNG CONAWAY REGARDING DE MINIMIS ASSETS SALE PROCEDURES ORDER (.1); CORRESPONDENCE WITH M. ROSENTHAL AND P. STREET OF THE COMPANY REGARDING DISCLOSURES TO THE U.S. TRUSTEE REGARDING KPMG RETENTION (.2).
3.00	MUZUMDAR, SAE E	DRAFT ALVAREZ & MARSAL SECOND SUPPLEMENTAL DECLARATION (.6); COORDINATE EXECUTION AND FILING OF PROFESSIONALS' DECLARATIONS (1.2); REVISE PRICEWATERHOUSECOOPERS SUPPLEMENTAL DECLARATION (1.1).
07/22/09		
0.60	ROSENTHAL, MICHAEL A	PREPARE FOR AND PARTICIPATE IN CONFERENCE CALL WITH UNITED STATES TRUSTEE ON KPMG ENGAGEMENT; CONFERENCE CALL WITH KPMG.
1.40	KELSEY, MATTHEW K	TELEPHONE CALL WITH S. BEACH REGARDING RESPONSE TO U.S. TRUSTEE QUESTIONS RELATING TO KPMG RETENTION (.3); PRE-CALL WITH KPMG REGARDING U.S. TRUSTEE ISSUES (.3); CALL WITH U.S. TRUSTEE REGARDING KPMG RETENTION ISSUES AND PROPOSED RESOLUTIONS FOR SAME (.8).

07/24/09			
1.10	KELSEY, MATTHEW K	ADDRESS RESOLUTION OF OUTSTANDING KPMG RETENTION ISSUES.	
07/27/09			
0.20	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCE REGARDING KPMG APPLICATION (.1); EMAIL CORRESPONDENCE REGARDING RITCHIE AFFIDAVIT (.1).	
0.30	KELSEY, MATTHEW K	COORDINATE WITH R. POPPITI AND KPMG REGARDING REVISED KPMG ORDER AND SUPPLEMENTAL AFFIDAVIT.	
0.30	BOHNE, KELLY A	CONFER WITH J. GRAVES REGARDING RESEARCH ON PRE AND POST-PETITION ATTORNEYS' FEES.	
07/28/09			
0.20	ROSENTHAL, MICHAEL A	ADDRESS FINAL ISSUES RELATED TO KPMG RETENTION.	
1.30	BOHNE, KELLY A	RESEARCH TREATMENT OF PRE AND POST-PETITION ATTORNEYS' FEES.	
07/29/09			
0.40	GRAVES, JEREMY L	CONFERENCE WITH K. BOHNE (GDC) REGARDING WHETHER A CONTINGENCY CLAIM RESEARCH (.3); REVIEW RESEARCH (.1).	
6.50	BOHNE, KELLY A	RESEARCH TREATMENT OF PRE AND POST-PETITION ATTORNEYS' FEES; DRAFT MEMORANDUM REGARDING SAME.	
07/30/09			
0.20	KELSEY, MATTHEW K	CORRESPONDENCE WITH KPMG REGARDING SUPPLEMENTAL DECLARATION.	

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INSURANCE
08299-00114

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	3.90	\$ 985.00	\$ 3,841.50
MATTHEW K. KELSEY	0.90	710.00	639.00
AARON G. YORK	3.20	635.00	2,032.00
JOSHUA WEISSER	0.80	585.00	468.00
JEREMY L. GRAVES	0.60	400.00	<u>240.00</u>

Total Services			\$ 7,220.50
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Total Services, Costs/Charges			7,220.50
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BALANCE DUE			<u>\$ 7,220.50</u>
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INSURANCE
08299-00114

Detail Services:

07/02/09			
0.60	GRAVES, JEREMY L	PREPARE FOR AND ATTEND TELECONFERENCE WITH P. STREET, L. BAUMANN (BMHC) AND M. KELSEY (GDC) REGARDING ACE SURETY BONDS AND INDEMNIFICATION AGREEMENTS.	
07/07/09			
0.30	KELSEY, MATTHEW K	CORRESPONDENCE WITH T. DALUZ OF BALLARD SPAHR REGARDING ACE SURETY BONDS (.2); CORRESPONDENCE TO K. LANE OF ARENT FOX REGARDING ACE SURETY BONDS (.1).	
07/08/09			
0.20	KELSEY, MATTHEW K	CORRESPONDENCE WITH K. LANE OF ARENT FOX REGARDING ACE SURETY BOND ISSUE AND CORRESPONDENCE WITH T. DALUZ OF BALLARD SPAHR REGARDING SAME (.1); CORRESPONDENCE TO P. STREET AND L. BAUMANN OF THE COMPANY REGARDING COMMUNICATIONS WITH THE CREDITORS' COMMITTEE RELATING TO THE ACE SURETY BOND PROGRAM (.1).	
07/13/09			
0.20	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH M. REED REGARDING PLAN TREATMENT OF INSURANCE BACKED BY LETTERS OF CREDIT.	
0.20	KELSEY, MATTHEW K	CORRESPONDENCE WITH R. POPPITI REGARDING FORM OF FINAL ORDER APPROVING INSURANCE PROGRAMS AND PREMIUMS.	
0.80	WEISSER, JOSHUA	ADDRESS ISSUES RELATED TO INSURANCE AND PREMIUM FINANCING AGREEMENTS (.6); MULTIPLE CORRESPONDENCE RELATING TO SAME (.2).	
07/14/09			
1.00	ROSENTHAL, MICHAEL A	CONFERENCE CALL WITH M. THOMAS, P. STREET AND A. YORK REGARDING LITIGATION AND RELATED INSURANCE (.7); REVISE INSURANCE RELATED SECOND DAY ORDER AND EMAIL CORRESPONDENCES RELATED TO SAME (.3).	

0.20	KELSEY, MATTHEW K	CORRESPONDENCE WITH R. POPPITI REGARDING FINAL INSURANCE ORDER AND ACE INTERIM INSURANCE ORDER COMMENTS.
07/15/09		
0.50	ROSENTHAL, MICHAEL A	REVIEW REVISED INSURANCE MOTION (.2); EMAIL CORRESPONDENCES TO AND FROM M. REED REGARDING INSURANCE MOTION AND SETTLEMENT PROCEDURES MOTION (.3).
07/22/09		
0.70	ROSENTHAL, MICHAEL A	REVIEW AND REVISE PROPOSED LANGUAGE CHANGES RELATED TO ACE AND EMAIL CORRESPONDENCE TO M. REED REGARDING SAME.
07/23/09		
0.40	ROSENTHAL, MICHAEL A	CONFERENCE CALL WITH A. YORK AND M. REED REGARDING ACE ISSUES WITH PLAN.
07/24/09		
1.60	YORK, AARON G	PREPARE FOR CALL WITH ACE (1.2); PARTICIPATE IN CALL (.4).
07/30/09		
1.10	ROSENTHAL, MICHAEL A	TELEPHONE WITH P. STREET AND S. FINLEY REGARDING CHANGES TO INSURANCE PROGRAM DEDUCTIBLE LIMITS (.3); EMAILS REGARDING INSURANCE PROGRAM CHANGES (.3); TELEPHONE AND EMAILS REGARDING GALLAGHER BASSETT AND SETTLEMENT OF AUTOMOBILE LAWSUIT (.3); CONSIDER IMPACT OF DISCHARGE OF CLAIMS ON INSURANCE LIABILITY (.2).
07/31/09		
1.60	YORK, AARON G	CALL WITH L. BAUMANN, J. GRAVES REGARDING LITIGATION (.4); ANALYZE SAME (1.2).

Paul Street, Esq.
Senior Vice President, General Counsel and Secretary
Building Materials Holding Corporation
720 Park Boulevard, Suite 200
Boise, ID 83712-7714

PLAN & DISCLOSURE STATEMENT
08299-00115

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
STEVEN R. FINLEY	2.00	\$ 995.00	\$ 1,990.00
MICHAEL A. ROSENTHAL	128.30	985.00	126,375.50
CROMWELL R. MONTGOMERY	4.80	635.00	3,048.00
MATTHEW K. KELSEY	53.30	710.00	37,843.00
AARON G. YORK	93.70	635.00	59,499.50
MATTHEW C. WALSH	0.60	620.00	372.00
JEREMY L. GRAVES	12.70	400.00	5,080.00
SAEE MUZUMDAR	18.30	420.00	7,686.00
SHERIF FARRAG	0.50	235.00	117.50
SPENCER E. SCOTT	0.50	185.00	92.50
DAVID D. SHANK	12.60	275.00	<u>3,465.00</u>

Total Services \$ 245,569.00

Total Services, Costs/Charges 245,569.00

BALANCE DUE \$ 245,569.00

PLAN & DISCLOSURE STATEMENT
08299-00115

Detail Services:

07/01/09

3.80 ROSENTHAL, MICHAEL A

TELEPHONE WITH P. STREET REGARDING WELLS EXIT (.4); TELEPHONE CONFERENCE WITH B. DIETZ REGARDING EXIT (.4); TELEPHONE CONFERENCE WITH S. VARNER REGARDING EXIT (.4); MEETING WITH S. FINLEY REGARDING FINANCING (.3); CONFERENCE CALL WITH B. DIETZ, S. VARNER, P. STREET AND S. FINLEY REGARDING WELLS APPROVAL OF EXIT FINANCING (.7); TELEPHONE CONFERENCE WITH K. FISHER REGARDING WELLS APPROVAL OF EXIT FINANCING (.3); EMAIL CORRESPONDENCES TO AND FROM B. DIETZ REGARDING ISSUES RELATED TO EQUITY SPONSOR PROPOSAL AND MEETING WITH EQUITY SPONSOR RELATED TO EXIT AND RESTRUCTURING PLAN (.3); EMAIL CORRESPONDENCES WITH B. DIETZ REGARDING OTHER THIRD PARTY PROPOSALS (.3); REVIEW SIDE BY SIDE SUMMARY OF THIRD PARTY PROPOSALS (.7).

0.30 KELSEY, MATTHEW K

COORDINATE WITH GARDEN CITY GROUP REGARDING FILING LIST OF EQUITY SECURITY HOLDERS AND NOTICING DISCLOSURE STATEMENT HEARING.

07/02/09

2.10 ROSENTHAL, MICHAEL A

PREPARE FOR AND PARTICIPATE IN CONFERENCE CALL WITH EQUITY SPONSOR PRINCIPALS AND COUNSEL AND B. DIETZ AND P. STREET REGARDING EXIT FINANCING AND RESTRUCTURING PROPOSALS (1.3); TELEPHONE CONFERENCE WITH B. DIETZ AND P. STREET REGARDING EQUITY SPONSOR PROPOSALS (.3); EMAIL CORRESPONDENCE TO B. DIETZ AND P. STREET REGARDING EQUITY SPONSOR PROPOSALS (.2); TELEPHONE CONFERENCE WITH B. DIETZ IN PREPARATION FOR EQUITY SPONSOR CALL (.3).

07/06/09	2.20	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCES REGARDING EXIT FINANCING STATUS (.3); WORK ON PLAN SOLICITATION MOTION AND ISSUES (.8); PREPARE FOR MEETING WITH S. VARNER, R. MELLOR, P. STREET, B. SMARTT, S. JOHNSON AND OTHERS REGARDING THIRD PARTY RESTRUCTURING ALTERNATIVES (1.1).
	0.90	KELSEY, MATTHEW K	REVIEW MOTION TO APPROVE SOLICITATION PROCEDURES (.7); TELEPHONE CALL WITH S. MUZUMDAR REGARDING BALLOTS (.2).
07/07/09	2.40	KELSEY, MATTHEW K	REVIEW AND REVISE SOLICITATION PROCEDURES MOTION AND ORDER (.9); CONFERENCE WITH S. MUZUMDAR REGARDING CHANGES AND BALLOTS (.4); REVIEW AND REVISE FORM OF BALLOTS (.6); CORRESPONDENCE WITH GARDEN CITY GROUP REGARDING MASTER BALLOTS (.2); CORRESPONDENCE WITH K. FISHER AND S. MENNILLO REGARDING LENDER BALLOT ISSUES (.1); CORRESPONDENCE WITH M. ROSENTHAL AND S. MUZUMDAR REGARDING UNSECURED CREDITOR BALLOTS (.2).
	2.50	MUZUMDAR, SAEED	REVISE SOLICITATION PROCEDURES MOTION (.8); DRAFT CLASS 6 VOTING BALLOT (1.1); DRAFT CLASS 2 FORM MASTER VOTING BALLOT (.6).
07/08/09	3.50	ROSENTHAL, MICHAEL A	CONTINUED REVIEW AND REVISION TO SOLICITATION PROCEDURES MOTION (.8); TELEPHONE CONFERENCE WITH B. DIETZ, P. STREET AND K. FISHER REGARDING EXIT FINANCING ISSUES (.5); EMAIL CORRESPONDENCES REGARDING EXIT FINANCING PROPOSAL AND RESTRUCTURING PROPOSAL (.6); REVISE PLAN AND DISCLOSURE STATEMENT (1.6).
	0.20	MONTGOMERY, CROMWELL R	REVIEW AND RESPOND TO INQUIRIES REGARDING LENDER VOTING MECHANICS (.1); TELEPHONE CALL WITH D. DEDYO RELATIVE TO FOREGOING.

0.20	KELSEY, MATTHEW K	REVIEW CORRESPONDENCE FROM C. MONTGOMERY REGARDING MASTER BALLOTS FOR PREPETITION LENDERS (.1); CORRESPONDENCE TO K. FISHER REGARDING SAME, REVIEW FURTHER CORRESPONDENCE FORM C. MONTGOMERY REGARDING SAME, AND CONFERENCE WITH S. MUZUMDAR REGARDING NEW BALLOTS (.1).
4.00	YORK, AARON G	REVIEW DISCLOSURE STATEMENT (1.7); ANALYZE LEASE AGREEMENT (2.3).
1.20	MUZUMDAR, SAE	REVISE EXHIBITS TO SOLICITATION PROCEDURES MOTION (.8); REVISE SOLICITATION PROCEDURES MOTION (.4).
07/09/09		
3.40	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH D. CARDONICK REGARDING PROPOSAL FOR EXPENSE REIMBURSEMENT RELATED TO APPRAISAL (.3); EMAIL CORRESPONDENCES REGARDING EXPENSE REIMBURSEMENT (.2); CONSIDERATION OF ISSUES RELATED TO APPROVAL OF EXPENSE REIMBURSEMENT (.3); CONFERENCE CALL WITH B. DIETZ AND S. VARNER REGARDING POTENTIAL INVESTOR EXIT FINANCING (.4); TELEPHONE CONFERENCE WITH P. STREET REGARDING POTENTIAL INVESTOR EXIT FINANCING (.3); TELEPHONE CONFERENCE WITH R. MELLOR AND B. SMARTT REGARDING POTENTIAL INVESTOR EXIT FINANCING (.3); CONSIDER ISSUES RELATED TO STRUCTURE OF PLAN AND VOTING RELATED TO SAME (1.6).
3.20	KELSEY, MATTHEW K	CONFERENCE WITH S. MUZUMDAR REGARDING BALLOT ISSUES (.6); REVIEW AND REVISE BALLOTS (.8); REVIEW AND REVISE SOLICITATION PROCEDURES AND DISCUSSIONS WITH S. MUZUMDAR REGARDING REVISIONS (1.2); TELEPHONE CALL WITH GARDEN CITY GROUP REGARDING SOLICITATION AND BALLOTING (.4); CONFERENCE WITH M. ROSENTHAL REGARDING BALLOT ISSUES (.2).
2.20	YORK, AARON G	REVISE DISCLOSURE STATEMENT.

07/10/09	5.30 ROSENTHAL, MICHAEL A	ADDRESS ISSUES RELATED TO SUBSTANTIVE CONSOLIDATION (.7); MEETING WITH M. KELSEY REGARDING SUBSTANTIVE CONSOLIDATION ISSUES (.3); TELEPHONE CONFERENCE WITH A. YORK REGARDING SUBSTANTIVE CONSOLIDATION ISSUES (.3); EXTENSIVE REVISIONS TO SOLICITATION PROCEDURES MOTION AND RELATED EXHIBITS (2.6); EMAIL CORRESPONDENCE TO K. FISHER REGARDING REIMBURSEMENT OF APPRAISAL EXPENSES (.1); CONSIDER REVISIONS TO PLAN CLASSES AND STRUCTURE (1.3).
	0.70 ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH K. FISHER REGARDING STATUS OF EXIT.
	1.60 KELSEY, MATTHEW K	CONFERENCE WITH S. MUZUMDAR REGARDING SOLICITATION PROCEDURES AND BALLOT ISSUES (.3); REVIEW COMMENTS TO BALLOTS AND SOLICITATION PROCEDURE MOTIONS AND COMMENTS TO PROPOSED NOTICES (.5); CORRESPONDENCE TO M. ROSENTHAL AND S. MUZUMDAR REGARDING NOTICE ISSUES AND ESTIMATION ISSUES (.2); CONFERENCE WITH M. ROSENTHAL AND TELEPHONE CALL WITH P. STREET REGARDING SOLICITATION PROCEDURES AND U.S. TRUSTEE ISSUES (.6).
	6.90 YORK, AARON G	REVIEW AND REVISE BALLOTS (1.0); REVISE DISCLOSURE STATEMENT (4.7); CALL WITH M. ROSENTHAL REGARDING PLAN ISSUES (.4); ANALYZE SAME (.8).
07/11/09	4.30 ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH P. STREET REGARDING EXIT FINANCING AND PLAN ALTERNATIVES (.6); REVIEW AND COMMENT ON GLOBAL NOTES (1.6); FURTHER REVISIONS TO SOLICITATION PROCEDURES MOTION (2.1).
	4.35 MUZUMDAR, SAEED	REVISE SOLICITATION PROCEDURES MOTION AND EXHIBITS (3.5); REVISE MOTION TO PAY CERTAIN DUE DILIGENCE EXPENSES (.9).

07/12/09	7.10 ROSENTHAL, MICHAEL A	REVIEW REVISED PLAN RELATED TO SUB CON ISSUES (.6); TELEPHONE CONFERENCE WITH A. YORK REGARDING SUB CON ISSUES (.4); FINALIZE PLAN SOLICITATION MOTION AND MANY RELATED EXHIBITS (3.6); REVISE REIMBURSEMENT MOTION (1.1); EMAIL CORRESPONDENCES TO S. MUZUMDAR REGARDING VOTING PROCEDURES AND MOTION (.6); ATTENTION TO ISSUES RELATED TO LIQUIDATION ANALYSIS (.8).
	10.90 YORK, AARON G	REVISE SOLICITATION MOTION AND EXHIBITS (4.9); REVISE PLAN AND GLOSSARY.
	4.25 MUZUMDAR, SAEED	REVISE SOLICITATION PROCEDURES MOTION AND EXHIBITS (3.5); REVISE MOTION TO PAY CERTAIN DUE DILIGENCE EXPENSES (.8).
07/13/09	6.30 ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH B. DIETZ REGARDING LIQUIDATION ANALYSIS (.2); TELEPHONE CONFERENCE TO S. MUZUMDAR REGARDING VOTING MOTION ISSUES (.1); EMAIL CORRESPONDENCES REGARDING SPONSOR REIMBURSEMENT FOR EXIT FINANCING DILIGENCE (.1); PREPARE FOR AND PARTICIPATE IN MEETING WITH B. DIETZ, N. MITCHELL AND D. CARDONICK REGARDING PROPOSED REVISIONS TO PLAN PROPOSAL (2.1); EMAIL CORRESPONDENCES TO AND FROM N. MITCHELL REGARDING SPONSOR PROPOSAL (.2); TELEPHONE CONFERENCE WITH P. STREET REGARDING SPONSOR PROPOSAL (.2); TELEPHONE CONFERENCE WITH K. FISHER REGARDING SPONSOR PROPOSAL (.2); EMAIL CORRESPONDENCE TO P. STREET, S. FINLEY, R. MELLOR AND B. SMARTT REGARDING SPONSOR PROPOSAL (.2); FINALIZE AND FILE SOLICITATION PROCEDURES MOTION (1.6); FINALIZE AND FILE MOTION REGARDING EXPENSE REIMBURSEMENT AND TO SHORTEN NOTICE (.5); EMAIL CORRESPONDENCES WITH R. POPPITO REGARDING EXPENSE REIMBURSEMENT AND MOTION TO SHORTEN NOTICE (.1); REVIEW MODIFICATIONS TO PLAN ELIMINATING SUBSTANTIVE CONSOLIDATION (.8).

0.40	KELSEY, MATTHEW K	CORRESPONDENCE WITH M. ROSENTHAL REGARDING DISCLOSURE STATEMENT, PLAN, BALLOTS, AND APPRAISAL MOTION (.2); REVIEW CORRESPONDENCE REGARDING APPRAISAL MOTION AND FEE (.2).
1.60	YORK, AARON G	REVISE DISCLOSURE STATEMENT.
3.40	MUZUMDAR, SAEED	REVISE SOLICITATION PROCEDURES MOTION AND EXHIBITS (1.8); REVISE MOTION TO PAY CERTAIN DUE DILIGENCE EXPENSES (.3); ATTEND CONFERENCE CALL WITH UNITED STATES TRUSTEE TO DISCUSS SECOND DAY ITEMS (0.5); REVISE EXHIBIT TO ORDINARY COURSE PROFESSIONALS MOTION BASED ON COMMENTS FROM UNITED STATES TRUSTEE (.8).
0.70	SHANK, DAVID D	CONFERENCE WITH J. GRAVES REGARDING RESEARCH ASSIGNMENT CONCERNING TREATMENT OF PENALTY CLAIMS IN CHAPTER 11 (0.3); CONFERENCE WITH A. YORK REGARDING SAME.
07/14/09 3.70	ROSENTHAL, MICHAEL A	CONFERENCE CALL WITH P. STREET, L. BAUMANN, M. THOMAS AND A. YORK REGARDING PLAN TREATMENT OF LETTER OF CREDIT CLAIMS (.8); REVIEW PROPOSAL FROM PLAN SPONSOR FOR ALTERNATIVE PLAN TREATMENT (.6); EMAIL CORRESPONDENCES REGARDING PROPOSAL (.3); REVIEW AND REVISE PLAN RELATIVE TO TREATMENT OF LETTER OF CREDIT CLAIMS, SEPARATION INTO INDIVIDUAL SUBPLANS (1.4); REVIEW REVISED BALLOT FOR INDIVIDUAL SUBPLANS (.2); TELEPHONE CONFERENCE WITH P. CROCI REGARDING LIQUIDATION ANALYSIS FOR PLAN (.2); CONSIDERATION OF INSURANCE SHARING AGREEMENT BETWEEN COMPANIES AND LIQUIDATING TRUST (.2).
0.50	FARRAG, SHERIF	SEARCH FOR VOTING PROCEDURES MOTION AND ORDER ON DATABASE (0.4); SAVE AND SEND TO M. ROSENTHAL (0.1).

07/15/09

4.60 ROSENTHAL, MICHAEL A

TELEPHONE CONFERENCE WITH N. MITCHELL REGARDING PLAN SPONSOR PROPOSAL (.2); TELEPHONE CONFERENCE WITH B. DIETZ REGARDING PLAN SPONSOR PROPOSAL (.3); TELEPHONE CONFERENCE WITH S. FINLEY REGARDING PLAN SPONSOR PROPOSAL (.1); REVIEW AND COMMENT ON PROPOSAL AND CONSIDER INTEGRATION INTO PLAN (1.8); REVISIONS TO PLAN AND DISCLOSURE STATEMENT AND SOLICITATION PROCEDURES TO ADDRESS PLAN SPONSOR, INSURANCE CLAIMS AND MULTIPLE DEBTOR ISSUES (2.2).

3.50 YORK, AARON G

REVISE DISCLOSURE STATEMENT.

3.30 SHANK, DAVID D

RESEARCH TREATMENT OF PREPETITION PUNITIVE DAMAGE CLAIMS IN CHAPTER 11 (3.1); CONFERENCE WITH AARON YORK ABOUT SAME (0.2).

07/16/09

2.90 ROSENTHAL, MICHAEL A

MEETING WITH P. STREET REGARDING PLAN ALTERNATIVES (1.2); TELEPHONE CONFERENCE WITH R. MELLOR AND P. STREET REGARDING THIRD PARTY PROPOSALS AND EXIT FINANCING (.6); TELEPHONE CONFERENCE WITH K. FISHER REGARDING STATUS OF WELLS EXIT (.3); REVISE PLAN SPONSORS TERM SHEET AND PROPOSAL AND TELEPHONE CONFERENCE WITH N. MITCHELL REGARDING SAME (.8).

4.10 SHANK, DAVID D

RESEARCH TREATMENT OF PREPETITION PUNITIVE DAMAGE CLAIMS IN CHAPTER 11.

07/17/09	5.40	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCES WITH N. MITCHELL REGARDING THIRD PARTY PROPOSAL (.3); CONFERENCE CALL WITH N. MITCHELL, B. DIETZ, A. BROWN AND P. STREET REGARDING THIRD PARTY DILIGENCE AND PLAN (.5); REVISE THIRD PARTY PROPOSAL (.9); TELEPHONE CONFERENCE WITH C. GIAIMO REGARDING PLAN AMENDMENT (.4); EMAIL CORRESPONDENCES REGARDING PLAN TREATMENT OF LETTER OF CREDIT LENDERS (.2); REVIEW PROPOSED PLAN REVISIONS CONTEMPLATED BY THIRD PARTY (1.4); ADDRESS ISSUES RELATED TO STRUCTURE OF ALTERNATIVE PLAN (1.3); REVIEW THIRD PARTY OFFER (.2); TELEPHONE CONFERENCE WITH S. VARNER REGARDING FINANCING ALTERNATIVES (.2).
	4.50	SHANK, DAVID D	RESEARCH TREATMENT OF PREPETITION PUNITIVE DAMAGE CLAIMS IN CHAPTER 11.
07/18/09	5.70	YORK, AARON G	REVISE PLAN AND DISCLOSURE STATEMENT.
07/19/09	0.30	ROSENTHAL, MICHAEL A	REVIEW THIRD PARTY PROPOSAL.
	4.00	YORK, AARON G	REVISE PLAN AND DISCLOSURE STATEMENT.
07/20/09	8.10	ROSENTHAL, MICHAEL A	REVISE THIRD PARTY TERM SHEET (1.4); TELEPHONE CONFERENCE WITH B. DIETZ REGARDING REVISION TO THIRD PARTY TERM SHEET (.6); PREPARE FOR AND PARTICIPATE IN MEETING WITH THIRD PARTY REGARDING THIRD PARTY PLAN ALTERNATIVE (1.6); REVIEW, REVISE AND UPDATE PLAN, GLOSSARY AND DISCLOSURE STATEMENT IN PREPARATION FOR DISCLOSURE STATEMENT HEARING (3.7); TELEPHONE CONFERENCE WITH K. FISHER REGARDING PLAN ALTERNATIVES (.4); TELEPHONE CONFERENCE WITH P. STREET REGARDING ISSUES RELATED TO PLAN (.4).

2.40	KELSEY, MATTHEW K	PREPARE FOR AND ATTEND MEETING WITH B. DIETZ AND P. CROCI OF PETER J. SOLOMON, M. ROSENTHAL, AND GREENBERG TRAUIG REGARDING EXIT FINANCING PROPOSAL (1.5); CONFERENCE WITH M. ROSENTHAL REGARDING DECONSOLIDATING PLAN, REVISING PLAN BALLOTS, AND OTHER PLAN AND SOLICITATION ISSUES (.3); CONFERENCE WITH S. MUZUMDAR REGARDING BALLOTS (.2); REVIEWING REVISE BALLOTS (.2); CORRESPONDENCE WITH J. GRAVES AND S. BEACH OF YOUNG CONAWAY REGARDING APPROACHES TO DISCLOSURE STATEMENT OBJECTION (.2).
2.60	YORK, AARON G	REVISE PLAN AND DISCLOSURE STATEMENT (2.2); REVIEW REVISED BALLOTS (.4).
07/21/09		
7.50	ROSENTHAL, MICHAEL A	CONTINUED WORK ON REVISIONS TO PLAN, GLOSSARY AND DISCLOSURE STATEMENT, INCLUDING THIRD PARTY VERSION (4.6); TELEPHONE CONFERENCE WITH K. FISHER REGARDING FUNDING ISSUES (.3); TELEPHONE CONFERENCE WITH B. DIETZ REGARDING THIRD PARTY/LENDER DISCUSSIONS (.3); TELEPHONE CONFERENCE WITH P. STREET REGARDING THIRD PARTY/LENDER DISCUSSIONS AND VARIOUS OTHER PLAN STRATEGY ISSUES (.7); TELEPHONE CONFERENCE WITH C. MONTGOMERY REGARDING EXIT FINANCING (.2); TELEPHONE CONFERENCE WITH M. KELSEY AND A. YORK REGARDING STRATEGY RELATED TO PLAN AND DISCLOSURE STATEMENT AMENDMENT (.3); REVIEW REVISED LIQUIDATION ANALYSIS FROM P.J. SOLOMON (.8); CONSIDER ISSUES RELATED TO REVISED BALLOTS (.3).
0.60	ROSENTHAL, MICHAEL A	REVIEW DISCLOSURE STATEMENT COMMENTS PROPOSED BY ACE AND A. YORK RESPONSE (.3); TELEPHONE CONFERENCE WITH M. REED REGARDING ACE COMMENTS TO DISCLOSURE STATEMENT (.3).
0.50	MONTGOMERY, CROMWELL R	TELEPHONE CALLS WITH M. ROSENTHAL RELATIVE TO PROPOSED REVOLVER EXIT FACILITY (.1); REVIEW DRAFT REVOLVER EXIT TERM SHEET (.2); CONFER WITH N. GREENWOOD RELATIVE TO FOREGOING (.2).

3.00 KELSEY, MATTHEW K	REVIEW OBJECTIONS TO DISCLOSURE STATEMENT (.3); CORRESPONDENCE TO M. ROSENTHAL REGARDING DISCLOSURE STATEMENT OBJECTIONS (.2); CONFERENCE WITH M. ROSENTHAL REGARDING PLAN ISSUES (.3); TELEPHONE CALL WITH M. ROSENTHAL AND A. YORK REGARDING PLAN ISSUES (.2); TELEPHONE CALL WITH S. BEACH AND R. POPPITI REGARDING CHANGES TO BALLOTS, PLAN, AND DISCLOSURE STATEMENT AND COMMUNICATIONS WITH THE U.S. TRUSTEE REGARDING SAME (.3); REVIEW REVISED PLAN FOR DECONSOLIDATION AND COMMENTS FROM CREDITORS (.6); TELEPHONE CALL WITH M. ROSENTHAL AND A. YORK REGARDING PLAN FUNDING PROPOSALS (.3); REVIEWING REVISED GLOSSARY (.4); REVIEW REVISED BALLOTS (.2); COORDINATE WITH M. ROSENTHAL AND R. POPPITI OF YOUNG CONAWAY REGARDING WITHDRAWING REIMBURSEMENT MOTION (.1); CORRESPONDENCE BETWEEN YOUNG CONAWAY, GIBSON DUNN, AND ARENT FOX REGARDING ADJOURNING OBJECTION DEADLINES FOR DISCLOSURE STATEMENT (.2).
6.90 YORK, AARON G	CALL WITH M. ROSENTHAL, M. GELSEY REGARDING PLAN/DISCLOSURE STATEMENT ISSUE (.3); REVISE PLAN AND DISCLOSURE STATEMENT (6.6).
07/22/09	
5.10 ROSENTHAL, MICHAEL A	WORK ON AGREEMENTS AND PLAN DOCUMENTS RELATED TO THIRD PARTY SPONSORED PLAN (3.6); REVIEW LIQUIDATION ANALYSIS AS RELATES TO THIRD PARTY PLAN (.4); CONSIDERATION OF REIMBURSEMENT MOTION RELATED TO THIRD PARTY (.6); TELEPHONE CONFERENCE WITH K. FISHER REGARDING THIRD PARTY PLAN AND STATUS OF FINANCING (.3); TELEPHONE CONFERENCE WITH B. DIETZ REGARDING THIRD PARTY PLAN AND STATUS OF ALTERNATIVE INVESTORS (.2).
2.20 KELSEY, MATTHEW K	REVIEW CORRESPONDENCE FROM N. JACOBSON OF THE SEC REGARDING DISCLOSURE STATEMENT ISSUE (.1); CORRESPONDENCE FROM M. ROSENTHAL REGARDING PLAN ISSUES (.1); RESEARCH REGARDING PLAN OBJECTION ISSUES (.7); TELEPHONE CALL WITH S. BEACH REGARDING SAME (.1); REVIEW PROPOSED LANGUAGE FOR ACE RE DISCLOSURE STATEMENT AND PLAN (.5); CORRESPONDENCE TO A. YORK REGARDING SAME (.1); REVIEW REVISIONS TO PLAN AND DISCLOSURE STATEMENT (.6)

4.30 YORK, AARON G

DISCLOSURE STATEMENT REVISIONS (1.2); PREPARE FOR CALL REGARDING ACE PLAN PROVISION (.8); ANALYZE PLAN ISSUES (2.3).

07/23/09

5.00 ROSENTHAL, MICHAEL A

EMAIL CORRESPONDENCES WITH D. CARDONICK AND N. MITCHELL REGARDING THIRD PARTY PLAN OPTION (.3); TELEPHONE CONFERENCE WITH P. STREET REGARDING THIRD PARTY PLAN AND OTHER INVESTORS (.3); TELEPHONE CONFERENCE WITH A. YORK REGARDING LC LENDER TREATMENT CHANGES (.2); TELEPHONE CONFERENCE WITH M. KELSEY REGARDING THIRD PARTY PLAN OPTION (.4); EMAIL CORRESPONDENCES WITH P. STREET, M. KELSEY AND OTHERS REGARDING THIRD PARTY DILIGENCE OUTS, FUNDING COMMITMENTS AND CONSENT RIGHTS (.4); CONSIDER ISSUES RELATED TO THIRD PARTY CONSENT RIGHTS, DILIGENCE OUTS AND FUNDING COMMITMENT (.8); PREPARE FOR AND PARTICIPATE IN CONFERENCE CALL WITH P. STREET, B. DIETZ, M. KELSEY, S. BEACH, R. MELLOR AND B. SMARTT REGARDING WELLS PLAN AND THIRD PARTY PLAN OPTIONS AND ISSUES (1.3); TELEPHONE CONFERENCE WITH K. FISHER REGARDING STATUS OF EXIT FINANCING AND LENDER DISCUSSIONS WITH POTENTIAL PLAN SPONSOR (.3); EMAIL CORRESPONDENCES FROM D. DEDYO REGARDING REVISIONS TO, AND REVIEW OF FORMULA FOR, TREATMENT OF LC LENDER CLAIMS (.3); CONSIDER PLAN DEFINITIONS (.4); EMAIL CORRESPONDENCES AND TELEPHONE CONFERENCE WITH S. BEACH AND A. YORK REGARDING RELEASE AND EXCULPATION PROVISIONS OF PLAN (.3).

9.70 KELSEY, MATTHEW K	<p>REVISING PLAN AND GLOSSARY FOR POTENTIAL EQUITY INVESTMENT AND COMMITTED FUNDING (4.7); TELEPHONE CALL WITH D. DEDYO OF PAUL HASTINGS REGARDING PLAN CHANGES (.2); REVIEW REVISIONS TO PLAN FROM D. DEDYO (.3); IMPLEMENT PLAN CHANGES (.6); REVIEW CORRESPONDENCE BETWEEN GIBSON DUNN AND ACE REGARDING PLAN AND DISCLOSURE STATEMENT ISSUES (.2); TELEPHONE CALL WITH COMPANY, PETER J. SOLOMON, A&M, AND YOUNG CONAWAY REGARDING PLAN SPONSOR INQUIRIES, DISCLOSURE STATEMENT AND PLAN TIMING, AND ADJOURNING DISCLOSURE STATEMENT HEARING (1.2); TELEPHONE CALL WITH S. BEACH AND R. POPPITI OF YOUNG CONAWAY REGARDING RELEASE AND EXCULPATION PROVISIONS OF PLAN AND RESEARCH REGARDING SAME (1.4); TELEPHONE CALL WITH M. ROSENTHAL REGARDING PLAN AMENDMENTS (.2); RESEARCH REGARDING AGREEMENTS FOR LENDING AND EQUITY INVESTMENT COMMITMENTS FOR PLANS (.4); REVIEW CORRESPONDENCE WITH POTENTIAL PLAN SPONSOR REGARDING STATUS (.2); REVIEW CORRESPONDENCE REGARDING COMMITTEE'S ISSUES WITH THE DISCLOSURE STATEMENT (.3).</p>
5.10 YORK, AARON G	<p>CALL WITH W. SIMKULAK, M. REED, M. ROSENTHAL REGARDING PLAN PROVISIONS (1.2); CALL WITH M. KELSEY; S. BEACH, R. POPPITI REGARDING PLAN PROVISIONS (.4); ANALYZE PLAN ISSUES (3.5).</p>
4.30 GRAVES, JEREMY L	<p>DRAFT MOTION TO PAY EXPENSES INCURRED IN CONNECTION WITH THE FUNDING AGREEMENT.</p>

07/24/09

7.70 ROSENTHAL, MICHAEL A

REVIEW PROPOSED PLAN AND DISCLOSURE STATEMENT LANGUAGE FROM ACE (.8); CONFERENCE CALL WITH M. REED AND A. YORK REGARDING ACE LANGUAGE (.6); REVIEW AND COMMENT ON FURTHER REVISIONS TO TREATMENT OF ACE CLAIMS AND EMAIL CORRESPONDENCES FROM M. REED REGARDING SAME (.4); EMAIL CORRESPONDENCES FROM AND TO N. JACOBSON REGARDING SEC RELEASE ISSUE (.3); CONSIDERATION OF ISSUES RELATED TO PLAN RELEASES (.6); REVIEW AND PREPARE RESPONSES TO INFORMAL OBJECTIONS OF COMMITTEE TO DISCLOSURE STATEMENT (.8); PREPARE FOR AND PARTICIPATE IN CONFERENCE CALL WITH COMMITTEE REGARDING DISCLOSURE STATEMENT ISSUES (1.2); CONSIDERATION OF ISSUES RELATE TO PLAN ALTERNATIVE AND DISCLOSURE REGARDING SAME (1.3); REVIEW DRAFT OF DILIGENCE REIMBURSEMENT MOTION FOR EXIT FINANCING AND FUNDING PROPOSAL (.4); TELEPHONE CONFERENCE WITH P. STREET REGARDING ALTERNATE PLAN SPONSOR PROPOSAL AND ALTERNATIVE (.4); TELEPHONE CONFERENCE WITH K. FISHER REGARDING PLAN PROPOSALS AND CONTINUATION OF DISCLOSURE STATEMENT HEARING (.4); TELEPHONE CONFERENCE WITH D. CARDONICK REGARDING PLAN RELATED ISSUES (.2); REVIEW PROPOSAL AND EMAIL CORRESPONDENCES FROM B. DIETZ REGARDING SAME (.3).

1.50 MONTGOMERY, CROMWELL
R

REVIEW AND COMMENT UPON DRAFT EXIT REVOLVING CREDIT FACILITY.

2.60 KELSEY, MATTHEW K

TELEPHONE CALL WITH S. BEACH AND R. POPPITI REGARDING STATUS OF HEARING, HEARING DATES, AND OBJECTIONS TO DISCLOSURE STATEMENT (.3); TELEPHONE CALL WITH THE SEC REGARDING DISCLOSURE STATEMENT ISSUE (.2); CONFERENCE WITH M. ROSENTHAL REGARDING DISCLOSURE STATEMENT AND SOLICITATION ISSUES (.5); PREPARE FOR AND PARTICIPATE ON CALL WITH CREDITORS' COMMITTEE REGARDING DISCLOSURE STATEMENT ISSUES (.1.3); COORDINATE WITH C. JOHNSON OF GARDEN CITY GROUP AND S. BEACH OF YOUNG CONAWAY REGARDING SOLICITATION TIMETABLE (.3).

2.20	KELSEY, MATTHEW K	INTERNAL CONFERENCE REGARDING FUNDING COMMITMENT LETTERS (.5); RESEARCH REGARDING SAME (.6); PREPARE DRAFT OF FUNDING COMMITMENT LETTER AND REVISE SAME (.9); CONFERENCE WITH M. ROSENTHAL REGARDING COMMITMENT LETTER (.2).
4.00	YORK, AARON G	REVIEW AND REVISE PLAN AND DISCLOSURE STATEMENT.
2.90	GRAVES, JEREMY L	DRAFT MOTION TO PAY EXPENSES INCURRED IN CONNECTION WITH THE FUNDING AGREEMENT.
07/25/09		
14.20	YORK, AARON G	REVISE PLAN AND DISCLOSURE STATEMENT.
07/26/09		
1.80	ROSENTHAL, MICHAEL A	REVIEW DRAFT OF ALTERNATE PLAN SPONSOR VERSION OF PLAN.
07/27/09		
9.40	ROSENTHAL, MICHAEL A	REVISE AND TRANSMIT MOTION TO REIMBURSE SPONSOR FOR EXPENSES RELATED TO EXIT FINANCING AND PLAN ALTERNATIVE (1.4); EMAIL CORRESPONDENCES TO N. MITCHELL AND D. CARDONICK REGARDING EXPENSE REIMBURSEMENT (.3); REVISE FUNDING AGREEMENT (2.1); MEETING WITH M. KELSEY REGARDING FUNDING AGREEMENT (.4); TELEPHONE CONFERENCE WITH P. STREET AND S. FINLEY REGARDING PLAN STRATEGY (.5); EMAIL CORRESPONDENCES TO AND FROM M. REED REGARDING PLAN AMENDMENTS (.3); REVIEW AND FINALIZE AMENDED PLAN AND DISCLOSURE STATEMENT FOR FILING (1.7); REVIEW REVISED BALLOTS FOR AMENDED PLAN (.8); CONFERENCE CALL WITH S. BEACH AND M. KELSEY REGARDING CONFIRMATION HEARING AND OBJECTION ISSUES (.4); EMAIL CORRESPONDENCE WITH D. DEDYO REGARDING INITIAL SHARE ISSUANCE (.2); TELEPHONE CONFERENCE WITH K. FISHER REGARDING EXIT AND THIRD PARTY PROPOSAL (.2); REVIEW EXIT FINANCING DRAFT (.8); EMAIL CORRESPONDENCE AND TELEPHONE CONFERENCE WITH B. DIETZ REGARDING ADDITIONAL THIRD PARTY PLAN PROPOSALS (.3).

2.20	MONTGOMERY, CROMWELL R	REVIEW AND COMMENT UPON DRAFT EXIT REVOLVER TERM SHEET; DRAFT EXIT SECURITY AGREEMENT.
8.90	KELSEY, MATTHEW K	REVIEW AND REVISE DECONSOLIDATION PLAN AND DISCLOSURE STATEMENT FOR FILING (3.2); TELEPHONE CALL WITH S. BEACH AND R. POPPITI OF YOUNG CONAWAY REGARDING FILING LOGISTICS FOR DECONSOLIDATION PLAN AND RELATED ISSUES REGARDING BALLOTS (.8); CONFERENCE WITH S. MUZUMDAR REGARDING UPDATED BALLOTS (.2); CONFERENCE WITH M. ROSENTHAL REGARDING SOLICITATION PROCEDURES (.3); REVIEW CORRESPONDENCE BETWEEN M. ROSENTHAL AND OTHERS REGARDING EXPENSE REIMBURSEMENT ISSUES (.2); REVIEW AND REVISE MOTION TO APPROVE EXPENSE REIMBURSEMENT (.6); REVISE AND CIRCULATE COMMITMENT LETTER (2.7); COMMENTS FROM C. MONTGOMERY AND M. ROSENTHAL REGARDING SAME (.4); TELEPHONE CALL WITH M. ROSENTHAL AND C. MONTGOMERY REGARDING REVISIONS (.2); CONFERENCE WITH M. ROSENTHAL REGARDING COMMITMENT LETTER (.4).
6.00	YORK, AARON G	FINALIZE PLAN AND DISCLOSURE STATEMENT FOR FILING (5.4); CALL WITH M. ROSENTHAL, M. KELSEY, S. BEACH, R. POPPITI REGARDING SAME (.6).
1.60	GRAVES, JEREMY L	DRAFT SECTION DISCUSSING INTERCOMPANY CLAIMS FOR INCLUSION IN THE DISCLOSURE STATEMENT (.5); REVISE MOTION TO REIMBURSE FOR EXPENSES (1.1).
0.20	MUZUMDAR, SAEED	ATTEND CONFERENCE CALL REGARDING REVISIONS TO SOLICITATION PROCEDURES MOTION.
0.50	SCOTT, SPENCER E	OBTAIN THE FEDERAL JUDGMENT RATE FOR 6/16/09 FOR M. KELSEY

07/28/09

7.90 ROSENTHAL, MICHAEL A

EXTENSIVE WORK ON DRAFTING PLAN AND GLOSSARY IN LIGHT OF TERM SHEET WITH POTENTIAL SPONSORS (5.3); TELEPHONE CONFERENCE WITH D. CARDONICK REGARDING TERM SHEET AND PAYMENT OF EXPENSE REIMBURSEMENT FOR DILIGENCE (.3); RESEARCH REGARDING PAYMENT OF EXPENSE REIMBURSEMENT UNDER DIP ORDER (.3); TELEPHONE CONFERENCE WITH J. WEISSER REGARDING PAYMENT OF EXPENSE REIMBURSEMENT (.2); TELEPHONE CONFERENCE WITH P. CROCI REGARDING CHANGES TO LIQUIDATION ANALYSIS AND COVENANT NUMBERS REQUIRED FOR PLAN (.3); MEETING WITH K. FISHER REGARDING PLAN ISSUES (.4); EMAIL CORRESPONDENCE WITH S. MUZUMDAR AND CONSIDERATION OF ISSUES REGARDING REVISIONS TO BALLOTS RELATED TO ALTERNATIVE (.4); EMAIL CORRESPONDENCES WITH B. DIETZ REGARDING EXPENSE REIMBURSEMENT (.1); EMAIL CORRESPONDENCES FROM P. CROCI REGARDING PROPOSAL UPDATE (.2); EMAIL CORRESPONDENCE FROM B. DIETZ REGARDING POTENTIAL INVESTOR UPDATE (.1); CONFERENCE CALL WITH P. STREET AND S. FINLEY REGARDING ALTERNATIVE AND VARIOUS OTHER ISSUES (.3).

0.10 MONTGOMERY, CROMWELL
R

REVIEW CORRESPONDENCE RELATIVE TO EXIT FINANCING.

4.70 KELSEY, MATTHEW K

REVIEW AND REVISE PROPOSED EQUITY SPONSOR AND EXIT FINANCING COMMITMENT LETTER (2.6); REVIEW MOTION TO APPROVE CERTAIN FEES AND EXPENSES RELATING TO SAME (.7); CORRESPONDENCE WITH J. GRAVES REGARDING REVISIONS TO COMMITMENT LETTER (.2); CONFERENCE WITH M. ROSENTHAL REGARDING REVISED PLAN AND DISCLOSURE STATEMENT RELATING TO POTENTIAL EQUITY FUNDING (.4); REVIEW REVISED PLAN AND GLOSSARY (.8).

1.60 YORK, AARON G

ANALYZE PLAN ISSUES.

2.50 GRAVES, JEREMY L

REVIEW AND REVISE THE LETTER AGREEMENT WITH PROPOSED EQUITY SPONSOR FOR EXIT FINANCING AND AN EQUITY CONTRIBUTION.

1.30	MUZUMDAR, SAE E	CREATE ALTERNATE CLASS 2 BALLOTS FOR VOTING ON THE PLAN.
07/29/09		
7.00	ROSENTHAL, MICHAEL A	MEETING WITH K. FISHER AND S. FINLEY REGARDING EXIT FINANCING (.3); TELEPHONE CONFERENCE WITH K. FISHER REGARDING EXIT FINANCING (.2); MEETING WITH S. FINLEY REGARDING ADDITIONAL THIRD PARTY PROPOSAL FOR PLAN (.2); EXTENSIVE WORK ON REVISION OF FUNDING AGREEMENT AND RELATED AGREEMENTS, INCLUDING PLAN OF REORGANIZATION AND EXIT FINANCING (4.3); REVIEW PROPOSED REVISIONS TO FUNDING AGREEMENT FROM B. DIETZ AND TELEPHONE CONFERENCE WITH B. DIETZ REGARDING ALTERNATIVE PLAN PROPOSALS (.6); TELEPHONE CONFERENCE WITH M. KELSEY REGARDING FUNDING AGREEMENT AND PLAN RELATED ISSUES (.3); EMAIL CORRESPONDENCES FROM P. STREET REGARDING REIMBURSEMENT OF EXPENSES (.2); REVISE EXPENSE REIMBURSEMENT MOTION (.4); REVIEW DRAFT OF EXIT FINANCING DOCUMENTS (.4); EMAIL CORRESPONDENCES WITH P. STREET REGARDING EXPENSE REIMBURSEMENT (.1).
0.30	MONTGOMERY, CROMWELL R	TELEPHONE CALL WITH M. ROSENTHAL RELATIVE TO EXIT FINANCING (.1); REVIEW FURTHER REVISED FUNDING COMMITMENT LETTER (.2).
5.00	KELSEY, MATTHEW K	REVIEW AND REVISE PLAN AND PLAN GLOSSARY FOR POTENTIAL INVESTMENT OPTION (2.5); CONFERENCE WITH M. ROSENTHAL REGARDING REVISED PLAN (.6); CONFERENCE WITH M. ROSENTHAL REGARDING REVISED INVESTMENT COMMITMENT LETTER (.3); REVISE INVESTMENT COMMITMENT LETTER (.6); CONFERENCE WITH S. MUZUMDAR REGARDING BALLOTS (.2); TELEPHONE CALL WITH S. BEACH OF YOUNG CONAWAY AND S. MUZUMDAR REGARDING SOLICITATION PROCEDURES AND AMENDED ORDER (.5); CORRESPONDENCE WITH A. YORK REGARDING COMMENT TO THE PLAN RELATING TO DISTRIBUTIONS FOR REJECTING UNSECURED CREDITOR CLASSES (.3).
2.40	YORK, AARON G	REVISE PLAN AND DISCLOSURE STATEMENT FOR CASH PAYMENT OPTION.

0.60	WALSH, MATTHEW C	PREPARE MUTUAL NDA FOR POTENTIAL INVESTOR (.4); CORRESPONDENCE WITH P. STREET AND S. FINLEY RE SAME (.2).
1.40	GRAVES, JEREMY L	REVIEW AND REVISE THE LETTER AGREEMENT WITH POTENTIAL EQUITY SPONSOR FOR EXIT FINANCING AND AN EQUITY CONTRIBUTION.
07/30/09		
4.30	ROSENTHAL, MICHAEL A	CONTINUED WORK ON EQUITY SPONSOR VERSION OF PLAN, GLOSSARY AND EQUITY SPONSOR FUNDING AGREEMENT (3.4); TELEPHONE WITH A. YORK REGARDING REVISIONS TO DISCLOSURE STATEMENT AND CONTRIBUTION DESCRIPTION (.2); EMAILS TO AND FROM D. CARDONICK AND N. MITCHELL REGARDING REIMBURSEMENT OF EXPENSES (.4); EMAILS WITH S. FINLEY, R. MELLOR, P. STREET AND B. DIETZ REGARDING REIMBURSEMENT (.3).
1.60	KELSEY, MATTHEW K	CONFERENCE WITH M. ROSENTHAL REGARDING EXIT REVOLVER ISSUES (.3); REVIEW CORRESPONDENCE RELATED TO SAME (.1); PREPARE AND REVIEW REDLINE OF PLAN GLOSSARY FOR EQUITY INVESTOR (.3); CONFERENCE WITH M. ROSENTHAL REGARDING EQUITY SPONSOR ISSUES (.4); REVISING EQUITY INVESTMENT LETTER (.5).
6.80	YORK, AARON G	REVISE PLAN AND DISCLOSURE STATEMENT.
1.10	MUZUMDAR, SAEED	REVISE SOLICITATION PROCEDURES ORDER.
07/31/09		
2.00	FINLEY, STEVEN R	REVIEW PROPOSED PLAN SPONSOR AGREEMENTS, INCLUDING SPONSOR PLAN AND GLOSSARY.

8.30	ROSENTHAL, MICHAEL A	WORK ON REVISIONS TO PLAN, DISCLOSURE STATEMENT AND GLOSSARY TO IMPLEMENT EQUITY SPONSOR ALTERNATIVE (6.4); TELEPHONE WITH P STREET REGARDING EQUITY SPONSOR ALTERNATIVE (.3); TELE WITH B DIETZ RE EQUITY SPONSOR ALTERNATIVE (.3); TELEPHONE WITH K FISHER REGARDING EQUITY SPONSOR AND LENDER ISSUES (.3); TELE WITH D CARDONICK REGARDING POSITION WITH RESPECT TO EXPENSE REIMBURSEMENT (.4); TELEPHONE WITH ADVISORS AND P STREET, R MELLOR REGARDING EXPENSE REIMBURSEMENT (.6)
2.00	KELSEY, MATTHEW K	TELEPHONE CALL REGARDING EQUITY INVESTMENT PROPOSAL (.4); CONFERENCE WITH M. ROSENTHAL REGARDING SAME (.3); REVIEW DIP CREDIT AGREEMENT (.2); CONFERENCE WITH M. ROSENTHAL AND S. FINLEY REGARDING EQUITY SPONSOR PROPOSAL (.2); CALL WITH P. STREET REGARDING SAME (.1); CALL WITH B. DIETZ REGARDING EQUITY SPONSOR PROPOSALS (.3); REVISING PLANS TO ACCOUNT FOR REJECTION DISTRIBUTION (.5);
1.00	YORK, AARON G	CALL WITH M. ROSENTHAL, M. KELSEY, P. STREET, ETC. REGARDING PLAN STATUS.

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720 Park Boulevard, Suite 200
Boise, ID 83712-7714

SECURED CREDITOR COLLATERAL
08299-00118

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	1.90	\$ 985.00	\$ 1,871.50
MATTHEW K. KELSEY	1.30	710.00	<u>923.00</u>

Total Services			\$ 2,794.50
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Total Services, Costs/Charges			2,794.50
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BALANCE DUE			<u>\$ 2,794.50</u>
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SECURED CREDITOR COLLATERAL
08299-00118

Detail Services:

07/01/09			
0.40	ROSENTHAL, MICHAEL A	REVIEW AND FINALIZE MOTION TO INCREASE CAPS.	
07/02/09			
0.40	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCES WITH P. STREET REGARDING WESTCHESTER SURETY BONDS AND INDEMNITY AGREEMENT (.2); EMAIL CORRESPONDENCES WITH J. GRAVES AND D. MCQUARRY REGARDING MITCHELL NOTE (.2).	
1.30	KELSEY, MATTHEW K	TELEPHONE CALL WITH P. STREET AND L. BAUMANN OF THE COMPANY AND J. GRAVES REGARDING ACE SURETY BOND ISSUE (.6); TELEPHONE CALL WITH T. DALUZ OF BALLARD SPAHR REGARDING ACE POSTPETITION SURETY BONDS AND RELATED ISSUES (.4); REVIEW CORRESPONDENCE REGARDING SAME (.3).	
07/07/09			
0.30	ROSENTHAL, MICHAEL A	DISCUSSION WITH P. STREET OF ENCUMBERED REAL ESTATE.	
07/08/09			
0.60	ROSENTHAL, MICHAEL A	REVIEW LIST OF UNENCUMBERED REAL ESTATE (.2); EMAIL CORRESPONDENCE WITH P. STREET AND P. CROCI REGARDING UNENCUMBERED REAL ESTATE (.2); TELEPHONE CONFERENCE WITH K. FISHER REGARDING UNENCUMBERED REAL ESTATE (.2).	
07/09/09			
0.20	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCES WITH K. FISHER AND P. STREET REGARDING LIST OF UNENCUMBERED REAL ESTATE .	

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TAXES
08299-00120

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MATTHEW K. KELSEY	0.50	\$ 710.00	\$ 355.00
JOSHUA WEISSER	1.70	585.00	994.50
SAEE MUZUMDAR	3.20	420.00	1,344.00
JENNIFER M. CONTRERAS	0.70	290.00	<u>203.00</u>

Total Services			\$ 2,896.50
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Total Services, Costs/Charges			2,896.50
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BALANCE DUE			<u>\$ 2,896.50</u>
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TAXES
08299-00120

Detail Services:

07/06/09			
1.00	MUZUMDAR, SAE	DRAFT MOTION FOR AUTHORIZATION TO PAY CERTAIN PREPETITION PROPERTY TAXES.	
07/07/09			
1.70	WEISSER, JOSHUA	REVIEW AND REVISE MOTION TO PAY REAL ESTATE TAXES (.9); PERFORM RELATED RESEARCH REGARDING PRECEDENT (.8).	
1.20	MUZUMDAR, SAE	REVISE MOTION TO PAY CERTAIN REAL PROPERTY TAXES.	
07/08/09			
1.00	MUZUMDAR, SAE	REVISE MOTION TO PAY CERTAIN PREPETITION REAL ESTATE TAXES.	
0.70	CONTRERAS, JENNIFER M	CITE-CHECK UNPUBLISHED DECISIONS CITED IN TAX MOTION PER S. MUZUMDAR (.6); EMAILS TO S. MUZUMDAR RE SAME (.1).	
07/09/09			
0.50	KELSEY, MATTHEW K	REVIEW UPDATED PROPERTY TAX LIST FROM J. SPANO (.2); CONFERENCE WITH S. MUZUMDAR AND J. WEISSER REGARDING PROPERTY TAX MOTIONS (.3).	

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NON-WORKING TRAVEL TIME
08299-00121

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	4.70	\$ 985.00	\$ 4,629.50
MATTHEW K. KELSEY	4.60	710.00	3,266.00
AARON G. YORK	10.00	635.00	6,350.00
JEREMY L. GRAVES	25.00	400.00	<u>10,000.00</u>
			24,245.50
Discount			<u>-12,122.75</u>
Total Services			\$ 12,122.75
 Total Services, Costs/Charges			 12,122.75
BALANCE DUE			<u>\$ 12,122.75</u>

NON-WORKING TRAVEL TIME
08299-00121

Detail Services:

07/01/09			
2.50	ROSENTHAL, MICHAEL A	NON-WORKING PORTION OF TRAVEL TO AND FROM DELAWARE.	
4.60	KELSEY, MATTHEW K	TRAVEL TO AND FROM WILMINGTON, DELAWARE FOR FINAL DIP HEARING.	
07/02/09			
4.20	GRAVES, JEREMY L	RETURN TO DALLAS FROM BOISE WHERE I ASSISTED THE COMPANY WITH THE PREPARATION OF SCHEDULES AND STATEMENTS AND PERFORMED RELATED TASKS.	
07/06/09			
5.00	YORK, AARON G	TRAVEL TO NEW YORK FOR CREDITORS COMMITTEE MEETING.	
07/07/09			
5.00	YORK, AARON G	RETURN TO DALLAS.	
07/08/09			
1.60	GRAVES, JEREMY L	TRAVEL TO BOISE TO ASSIST COMPANY WITH THE PREPARATION OF SCHEDULES AND STATEMENTS.	
07/10/09			
7.80	GRAVES, JEREMY L	RETURN TO DALLAS FROM BOISE WHERE I ASSISTED THE COMPANY WITH THE PREPARATION OF SCHEDULES AND STATEMENTS AND PERFORMED RELATED TASKS.	
07/15/09			
4.90	GRAVES, JEREMY L	TRAVEL TO WILMINGTON FOR HEARING ON 6/16 AND FOR 341 MEETING ON 6/17.	
07/17/09			
2.20	ROSENTHAL, MICHAEL A	NON-WORKING TRAVEL FROM DELAWARE TO NEW YORK.	

6.50 GRAVES, JEREMY L

RETURN TO DALLAS FROM WILMINGTON WHERE I
ATTENDED THE 6/16 HEARING AND THE 6/17 341
MEETING.

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UTILITIES
08299-00122

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	1.90	\$ 985.00	\$ 1,871.50
MATTHEW K. KELSEY	3.60	710.00	2,556.00
JEREMY L. GRAVES	12.80	400.00	5,120.00
SAEE MUZUMDAR	0.70	420.00	294.00
LEANNE K. MAXWELL	1.00	345.00	345.00
JARED S. BAUMGART	10.20	295.00	<u>3,009.00</u>
Total Services			\$ 13,195.50

Total Services, Costs/Charges 13,195.50

BALANCE DUE \$ 13,195.50

UTILITIES
08299-00122

Detail Services:

07/01/09			
0.30	GRAVES, JEREMY L	GATHER AND REVIEW INFORMATION RELATING TO UTILITIES THAT SHOULD BE ADDED TO THE LIST OF UTILITY PROVIDERS.	
07/06/09			
0.90	KELSEY, MATTHEW K	CORRESPONDENCE WITH R. POPPITI REGARDING STRATEGIES FOR ADDITIONAL ADEQUATE ASSURANCE REQUESTS (.2); CONFERENCE WITH S. MUZUMDAR REGARDING ADEQUATE ASSURANCE REQUESTS (.1); CALL WITH J. GRAVES AND S. MUZUMDAR REGARDING INCREASING ADEQUATE ASSURANCE ESCROW PAYMENT AND UPDATING LIST OF UTILITY PROVIDERS (.2); COORDINATE WITH R. POPPITI OF YOUNG CONAWAY AND J. GRAVES AND THE GARDEN CITY GROUP REGARDING NOTICING NEW UTILITIES, LETTERS DISTRIBUTED WITH NOTICE, AND FILING UPDATED UTILITIES LIST (.4).	
1.20	GRAVES, JEREMY L	DRAFT AND SEND LETTER TO THE UTILITY PROVIDERS THAT WERE ADDED TO THE UTILITY PROVIDERS LIST.	
0.60	GRAVES, JEREMY L	DRAFT AND FILE NOTICE OF AMENDED EXHIBIT C TO THE UTILITIES MOTION.	
1.30	GRAVES, JEREMY L	DRAFT AND FILE AMENDED EXHIBIT C TO THE UTILITIES MOTION.	
1.20	BAUMGART, JARED S	CREATE SPREADSHEET SUMMARIZING ADEQUATE ASSURANCE REQUESTS.	
07/07/09			
0.20	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCE REGARDING DEMAND FOR ADDITIONAL ASSURANCES.	
0.80	BAUMGART, JARED S	CREATE A SPREADSHEET ON ADEQUATE ASSURANCE PAYMENTS FOR BMHC UTILITIES.	

07/08/09	0.70 ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH COUNSEL FOR CONSTELLATION REGARDING ERRONEOUS ADEQUATE ASSURANCE DEMAND (.2); REVIEW ADEQUATE ASSURANCE DEMANDS (.3); EMAIL CORRESPONDENCES TO AND FROM COUNSEL FOR CONSTELLATION REGARDING ADEQUATE ASSURANCE DEMAND (.2).
	0.80 KELSEY, MATTHEW K	CONFERENCE WITH R. POPPITI OF YOUNG CONAWAY, S. MUZUMDAR AND J. BAUMGART REGARDING REQUESTS FROM UTILITIES FOR ADDITIONAL ADEQUATE ASSURANCE (.4); REVIEW FORM STIPULATION SETTLING REQUESTS FOR ADDITIONAL ADEQUATE ASSURANCE (.1); REVIEW CORRESPONDENCE FROM M. ROSENTHAL TO ATTORNEY REPRESENTING UTILITY (.1); REVIEW ADEQUATE ASSURANCE REQUEST CHART AND REVISE SAME (.1); DRAFT CORRESPONDENCE TO M. ROSENTHAL REGARDING STRATEGY FOR SETTLING REQUESTS FOR ADEQUATE ASSURANCE (.1).
	0.70 MUZUMDAR, SAEED	ATTEND CONFERENCE CALL WITH M. KELSEY AND LOCAL COUNSEL TO DISCUSS STRATEGY TO DEAL WITH ADEQUATE ASSURANCE REQUESTS (.5); REVIEW FORM STIPULATION REGARDING ADEQUATE ASSURANCE (.2).
	0.50 BAUMGART, JARED S	CONFERENCE CALL REGARDING ADEQUATE ASSURANCE REQUESTS.
	3.50 BAUMGART, JARED S	PREPARE SPREADSHEET OF DEADLINES LISTED IN COURT ORDERS.
07/09/09	1.20 KELSEY, MATTHEW K	COORDINATE WITH S. MUZUMDAR REGARDING RESPONSES TO ADDITIONAL ADEQUATE ASSURANCE REQUESTS AND STRATEGIES FOR SAME (.4); CORRESPONDENCE WITH R. POPPITI OF YOUNG CONAWAY REGARDING UTILITY ISSUES (.3); REVIEW PROPOSED FINAL UTILITY ORDER (.4); REVIEW ADDITIONAL ASSURANCE REQUESTS (.1).
	0.70 BAUMGART, JARED S	PREPARE SPREADSHEET OF DEADLINES FROM COURT ORDERS.

07/10/09	2.50	BAUMGART, JARED S	EDIT BANKRUPTCY UTILITIES MOTION.
07/13/09	0.20	KELSEY, MATTHEW K	COORDINATE WITH R. POPPITI OF YOUNG CONAWAY AND S. MUZUMDAR REGARDING RESPONSE AND POTENTIAL SETTLEMENT OF OBJECTION TO ADEQUATE ASSURANCE OF UTILITIES MOTION.
	1.00	BAUMGART, JARED S	CREATE EXCEL SPREADSHEET ON THE AVERAGE MONTHLY SPENDING ON PROFESSIONAL FEES.
07/14/09	0.80	ROSENTHAL, MICHAEL A	EMAIL CORRESPONDENCE FROM R. POPPITI REGARDING SETTLEMENT WITH ARIZONA PUBLIC SERVICE AND REVIEW OF SETTLEMENT AGREEMENT (.3); TELEPHONE CONFERENCE WITH P. STREET REGARDING PROPOSED SETTLEMENT WITH APS (.2); REVIEW STATUS OF RESOLUTION OF ISSUES RELATED TO VARIOUS UTILITY ADEQUATE ASSURANCES NOTICES (.3).
	0.30	KELSEY, MATTHEW K	REVIEW CORRESPONDENCE REGARDING ADEQUATE ASSURANCE STIPULATION (.1); CORRESPONDENCE TO M. ROSENTHAL AND S. MUZUMDAR REGARDING INSURANCE ISSUES (.2).
07/15/09	3.90	GRAVES, JEREMY L	CALL UTILITY PROVIDERS THAT REQUESTED ADEQUATE ASSURANCE OF POSTPETITION PAYMENT TO NEGOTIATE ACCEPTABLE ADEQUATE ASSURANCE (3.2); DRAFT STIPULATION REGARDING ADEQUATE ASSURANCE (.6).
07/20/09	0.20	KELSEY, MATTHEW K	CONFERENCE WITH S. MUZUMDAR REGARDING STATUS OF UTILITIES' REQUEST FOR ADDITIONAL ADEQUATE ASSURANCE (.1); REVIEW CORRESPONDENCE FROM J. SPANO OF A&M AND J. GRAVES REGARDING ADEQUATE ASSURANCE ISSUES (.1).

3.00	GRAVES, JEREMY L	TELECONFERENCE WITH P. MILLER (BMHC), M. WESTERN (ALVAREZ & MARSAL), AND R. POPPITI (YCST) REGARDING ADEQUATE ASSURANCE REQUESTS (.4); CALL UTILITY PROVIDERS THAT REQUESTED ADEQUATE ASSURANCE OF POSTPETITION PAYMENT TO NEGOTIATE ACCEPTABLE ADEQUATE ASSURANCE (.6); DRAFT STIPULATIONS REGARDING ADEQUATE ASSURANCE (.7); DRAFT AND SEND LETTERS TO UTILITY PROVIDERS REGARDING ADEQUATE ASSURANCE REQUESTS (1.3).
07/21/09		
0.80	GRAVES, JEREMY L	DRAFT STIPULATIONS REGARDING ADEQUATE ASSURANCE (.5); DRAFT AND SEND LETTERS TO UTILITY PROVIDERS REGARDING ADEQUATE ASSURANCE REQUESTS (.3).
07/27/09		
0.50	GRAVES, JEREMY L	REVIEW AND REVISE STIPULATION REGARDING ADEQUATE ASSURANCE WITH PG&E AND TRANSMIT SAME TO PATRICK HAZEN (PG&E).
1.00	MAXWELL, LEANNE K	REVISE STIPULATION TO PG&E FOR J. GRAVES.
07/29/09		
0.20	ROSENTHAL, MICHAEL A	REVIEW LETTER FROM NV REGARDING UTILITY DEPOSIT ISSUES AND EMAIL CORRESPONDENCE FROM P. STREET REGARDING SAME.
0.40	GRAVES, JEREMY L	CORRESPOND WITH UTILITY PROVIDERS REGARDING ADEQUATE ASSURANCE REQUESTS.
07/31/09		
0.80	GRAVES, JEREMY L	CORRESPOND WITH P. MILLER REGARDING ADDITIONAL ADEQUATE ASSURANCE REQUESTS (.4); REVIEW AND PREPARE RESPONSES TO ADDITIONAL ADEQUATE ASSURANCE REQUESTS (.4).

Paul Street, Esq.
Senior Vice President, General Counsel and Secretary
Building Materials Holding Corporation
720 Park Boulevard, Suite 200
Boise, ID 83712-7714

VENDORS AND SUPPLIERS
08299-00123

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JOSHUA WEISSER	0.50	\$ 585.00	\$ 292.50
JEREMY L. GRAVES	2.50	400.00	<u>1,000.00</u>

Total Services			\$ 1,292.50
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Total Services, Costs/Charges			1,292.50
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BALANCE DUE			<u>\$ 1,292.50</u>
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VENDORS AND SUPPLIERS
08299-00123

Detail Services:

07/01/09			
1.30	GRAVES, JEREMY L		FINALIZE THE MOTION TO INCREASE THE CAP FOR PAYMENTS TO POSSESSORY CLAIMANTS AND THE MOTION TO SHORTEN TIME FOR NOTICE OF THE HEARING.
07/02/09			
1.20	GRAVES, JEREMY L		REVIEW PROPOSED SUPPLIER PROTECTION AGREEMENT AND PROVIDE COMMENTS TO P. STREET (BMHC) (.5); REVIEW LIST OF CRITICAL VENDOR PAYMENTS PREPARED BY ALVAREZ & MARSAL FOR DISCLOSURE TO THE CREDITORS' COMMITTEE AND PROVIDE COMMENTS FOR SUGGESTED CHANGES (.7).
07/09/09			
0.50	WEISSER, JOSHUA		REVIEW PREPETITION LOAN AGREEMENT (.2); DRAFT PARAGRAPH REGARDING SAME FOR RECLAMATION LETTER (.3).

Paul Street, Esq.
Senior Vice President, General Counsel and Secretary
Building Materials Holding Corporation
720 Park Boulevard, Suite 200
Boise, ID 83712-7714

CLASS ACTION ISSUES
08299-00125

For Services Rendered Through July 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
WILLIAM D. CLASTER	23.60	\$ 865.00	\$ 20,414.00
MICHAEL A. ROSENTHAL	6.80	985.00	6,698.00
SASCHA M. GLECKLER	12.50	495.00	6,187.50
JEREMY L. GRAVES	10.50	400.00	<u>4,200.00</u>

Total Services			\$ 37,499.50
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Total Services, Costs/Charges			37,499.50
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BALANCE DUE			<u>\$ 37,499.50</u>
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CLASS ACTION ISSUES
08299-00125

Detail Services:

07/01/09			
3.30	GLECKLER, SASCHA M		DISCUSS SETTLEMENT STRATEGY AND CALCULATIONS WITH E. FRANKLIN (.5); DEVELOP CALCULATIONS FOR COUNTER-OFFER (2.5); WRITE EMAIL TO PLAINTIFFS COUNSEL RE CONSENTS WITHOUT SUFFICIENT IDENTIFYING INFORMATION (.3).
07/02/09			
2.20	GLECKLER, SASCHA M		DEVELOP COUNTER-OFFER FOR NAMED PLAINTIFFS FOR POTENTIAL SETTLEMENT (.6); REVIEW ADDITIONAL INFORMATION FROM PLAINTIFFS COUNSEL RE OPT-INS AND REVISE COUNTER-OFFER (.4); TELEPHONE CALL WITH E. FRANKLIN RE SETTLEMENT STRATEGY AND COUNTER-OFFER (1.2).
07/06/09			
0.50	CLASTER, WILLIAM D		EMAILS RE SETTLEMENT ISSUES WITH E. FRANKLIN AND S. GLECKLER.
4.50	GLECKLER, SASCHA M		COMPLETE CALCULATIONS FOR COUNTER-OFFER (2.8); DISCUSS STRATEGY RE SAME WITH E. FRANKLIN (1.1); MEET AND CONFER WITH PLAINTIFFS COUNSEL RE COUNTER-OFFER (.6).
07/07/09			
2.50	CLASTER, WILLIAM D		TELEPHONE CONFERENCES WITH P. STREET, S. FINLEY, E. FRANKLIN, M. ROSENTHAL RE SETTLEMENT ISSUES AND OPTIONS (.4); REVIEW PLAINTIFF'S PROPOSALS AND CORRESPONDENCE (.6); DISCUSSIONS WITH S. GLECKLER RE SETTLEMENT ISSUES (1.0); REVIEW SETTLEMENT CALCULATIONS, ETC (.5).
1.50	ROSENTHAL, MICHAEL A		WORK ON ISSUES RELATED TO CLASS ACTION LITIGATION (.6); MEETING WITH P. STREET AND S. FINLEY REGARDING CLASS ACTION ISSUES (.3); TELEPHONE CONFERENCE WITH P. STREET, S. FINLEY AND B. CLASTER REGARDING CLASS ACTION LITIGATION (.4); TELEPHONE CONFERENCE WITH E. FRANKLIN AND P. STREET REGARDING PAYMENT OF ATTORNEY'S FEE CLAIMS (.3).

1.50	GLECKLER, SASCHA M	DISCUSS SETTLEMENT STRATEGY WITH B. CLASTER AND E. FRANKLIN (1.5).
07/08/09		
0.60	CLASTER, WILLIAM D	EMAILS WITH S. GLECKLER (.1); TELEPHONE CONFERENCES WITH S. GLECKLER RE SETTLEMENT ISSUES (.2); REVIEW DETAILS OF PLAINTIFF'S SETTLEMENT PROPOSAL (.3).
0.60	GLECKLER, SASCHA M	REVIEW AND RESPOND TO EMAILS FROM PLAINTIFFS COUNSEL RE COUNTER-PROPOSAL (ACEVEDO) (.4); TELEPHONE CALL WITH BILL CLASTER AND E. FRANKLIN DISCUSSING SAME (.2).
07/09/09		
3.00	CLASTER, WILLIAM D	DRAFT SETTLEMENT AGREEMENT (1.4); TELEPHONE CONFERENCE WITH M. ROSENTHAL RE SETTLEMENT ISSUES (.6); RESEARCH SETTLEMENT ISSUES (.5); EDIT SETTLEMENT AGREEMENT (.5).
0.60	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH B. CLASTER REGARDING PROCEDURE FOR SETTLEMENT OF CLASS ACTION CLAIMS AND ISSUES RELATED THERETO.
07/10/09		
1.50	CLASTER, WILLIAM D	REVIEW EMAILS FROM PLAINTIFF'S ATTORNEY RE SETTLEMENT AND TELEPHONE CONFERENCE WITH PLAINTIFF'S ATTORNEY RE PROPOSAL (.7); COMPARE TO PREVIOUS PROPOSALS (.2); TELEPHONE CONFERENCE WITH E. FRANKLIN AND EMAIL TO E. FRANKLIN RE PROPOSAL (.3); TELEPHONE CONFERENCE WITH E. FRANKLIN RE SETTLEMENT ISSUES (.3).
07/13/09		
0.70	CLASTER, WILLIAM D	EMAILS RE SETTLEMENT PROPOSAL (.2); EDIT SETTLEMENT AGREEMENT (.5).
07/14/09		
0.50	CLASTER, WILLIAM D	EMAILS WITH PLAINTIFF'S ATTORNEY RE SETTLEMENT ISSUES, REVIEW LIST OF EMPLOYEES AND ALLEGED WAGE LOSS (.3); EMAILS WITH CLIENT (.2).

0.20	GLECKLER, SASCHA M	WRITE LETTER TO COURT REPORTER RE DEPOSITION CHANGES FOR 30(B)(6) WITNESSES.
07/15/09		
1.10	CLASTER, WILLIAM D	REVIEW INFORMATION RE POTENTIAL CLASS MEMBERS, EMAIL AND TELEPHONE CONFERENCE WITH E. FRANKLIN (.5); EMAILS RE SETTLEMENT TO PLAINTIFF'S ATTORNEY (.3); MULTIPLE EMAILS WITH PLAINTIFF'S COUNSEL AND E. FRANKLIN (.3).
07/16/09		
0.50	CLASTER, WILLIAM D	MULTIPLE EMAILS WITH PLAINTIFF'S COUNSEL AND E. FRANKLIN RE POSSIBLE SETTLEMENT AMOUNTS AND ATTORNEY'S FEES.
07/20/09		
1.40	CLASTER, WILLIAM D	EMAILS RE SETTLEMENT OF INDIVIDUAL CLAIMS (.3); EMAILS RE INDIVIDUAL SETTLEMENT AMOUNTS (.3); TELEPHONE CONFERENCE WITH M. ROSENTHAL RE SETTLEMENT (.3); EMAILS WITH PLAINTIFF'S COUNSEL (.2); EDIT DRAFT SETTLEMENT AGREEMENT (.3).
0.90	ROSENTHAL, MICHAEL A	TELEPHONE CONFERENCE WITH B. CLASTER REGARDING CLASS ACTION SETTLEMENT AND STRUCTURE (.3); CONSIDERATION OF CLASS ACTION SETTLEMENT ISSUES (.4); EMAIL CORRESPONDENCES WITH J. GRAVES REGARDING CLASS ACTION 9019 MOTION (.2).
1.60	GRAVES, JEREMY L	BEGIN DRAFTING 9019 MOTION THAT SEEKS APPROVAL OF THE SETTLEMENT WITH CLASS ACTION PLAINTIFFS.
07/21/09		
1.40	CLASTER, WILLIAM D	DRAFT AND EDIT SETTLEMENT AGREEMENT (.7); DISCUSSION WITH E. FRANKLIN (.3); TELEPHONE CONFERENCES WITH E. FRANKLIN (.2); EDIT SETTLEMENT AGREEMENT (.2).
2.30	GRAVES, JEREMY L	DRAFT 9019 MOTION THAT SEEKS APPROVAL OF THE SETTLEMENT WITH THE CLASS ACTION PLAINTIFFS (1.8); TELECONFERENCE WITH E. FRANKLIN REGARDING SAME (.5).

07/22/09		
0.30	CLASTER, WILLIAM D	REVIEW EMAIL RE SETTLEMENT (.1); EMAILS TO AND FROM E. FRANKLIN (.1); EDIT AGREEMENT (.1).
4.70	GRAVES, JEREMY L	DRAFT 9019 MOTION THAT SEEKS APPROVAL OF THE SETTLEMENT WITH CLASS ACTION PLAINTIFFS.
07/23/09		
1.60	CLASTER, WILLIAM D	REVIEW NEW DAMAGES SPREADSHEET (.3); CONFERENCE CALL WITH PLAINTIFF'S ATTORNEYS (.3); FOLLOW-UP TELEPHONE CONFERENCES WITH J. FINBERG (.2); EMAILS WITH J. GRAVES AND E. FRANKLIN RE SETTLEMENT ISSUES (.2); EMAILS WITH E. FRANKLIN RE SETTLEMENT ISSUES (.2); REVIEW AND EDIT SETTLEMENT AGREEMENT (.3); EMAIL WITH CLIENT (.1).
0.40	GRAVES, JEREMY L	CORRESPOND WITH E. FRANKLIN (BMHC) AND W. CLASTER (GDC) REGARDING SETTLEMENT NEGOTIATIONS IN CLASS ACTION ACTION.
07/24/09		
0.30	CLASTER, WILLIAM D	REVIEW NEW SPREADSHEET.
0.60	ROSENTHAL, MICHAEL A	REVIEW DRAFT OF CLASS ACTION SETTLEMENT AGREEMENT.
1.30	GRAVES, JEREMY L	REVIEW AND REVISE THE PROPOSED SETTLEMENT AGREEMENT IN CLASS ACTION (.3); DRAFT 9019 MOTION THAT SEEKS APPROVAL OF THE SETTLEMENT WITH THE CLASS ACTION PLAINTIFFS (1.0).
07/27/09		
0.70	CLASTER, WILLIAM D	REVIEW DAMAGES AND SETTLEMENT AGREEMENT ISSUES (.2); TELEPHONE CONFERENCE WITH E. FRANKLIN AND EMAIL TO PLAINTIFF'S ATTORNEY (.5).
07/28/09		
0.80	CLASTER, WILLIAM D	EMAILS RE SETTLEMENT AGREEMENT (.2); TELEPHONE CONFERENCE AND EMAILS WITH E. FRANKLIN AND M. ROSENTHAL RE SETTLEMENT AGREEMENT (.1); REVIEW REVISED AGREEMENT; PREPARE STIPULATION FOR DISMISSAL (.3).

1.60	ROSENTHAL, MICHAEL A	REVIEW AND REVISE CLASS ACTION SETTLEMENT DOCUMENT (1.4); EMAIL CORRESPONDENCES FROM B. CLASTER AND E. FRANKLIN REGARDING SAME (.2).
0.20	GRAVES, JEREMY L	REVIEW M. ROSENTHAL'S SUGGESTED CHANGES TO CLASS ACTION SETTLEMENT PROPOSAL.
07/29/09		
2.30	CLASTER, WILLIAM D	EMAILS (.3); TELEPHONE CONFERENCES WITH M. ROSENTHAL AND E. FRANKLIN (.3); EDIT AGREEMENT (1.1); REVIEW OPEN LIST OF SETTLEMENT QUESTIONS (.2); REVIEW ISSUE OF POWER OF ATTORNEYS FOR CLAIMS (.2); EMAILS WITH PLAINTIFFS' ATTORNEYS (.2).
0.70	ROSENTHAL, MICHAEL A	REVIEW AND REVISE COMMENTS FROM E. FRANKLIN AND W. CLASTER TO CLASS ACTION SETTLEMENT MOTION (.2); PREPARATION FOR AND PARTICIPATION IN TELEPHONE CONFERENCE WITH B. CLASTER REGARDING CLASS ACTION SETTLEMENT (.3); EMAIL CORRESPONDENCE FROM PLAINTIFF'S COUNSEL REGARDING PROOF OF CLAIMS FOR PLAINTIFFS (.2).
07/30/09		
2.80	CLASTER, WILLIAM D	CONFERENCE CALL WITH PLAINTIFFS' COUNSEL (.6); EMAILS TO CLIENTS RE SETTLEMENT ISSUES (.7); TELEPHONE CONFERENCE WITH E. FRANKLIN RE PIECE RATE ISSUES (.3); EMAILS AND DISCUSSIONS RE SETTLEMENT ISSUES (.5); EDIT AGREEMENT (.7).
0.90	ROSENTHAL, MICHAEL A	COMMENT ON REVISIONS TO PROPOSED CLASS ACTION SETTLEMENT AGREEMENT (.3); EMAILS REGARDING PROPOSED CLASS ACTION SETTLEMENT AGREEMENT AND ISSUES RELATED TO FILING CONSOLIDATED CLAIM (.3); REVIEW EMAIL FROM COUNSEL FOR CLASS ACTION CLAIMANTS REGARDING CLAIMS ISSUES (.1); EMAILS TO AND FROM B. CLASTER REGARDING RESPONSE OF CLASS ACTION COUNSEL TO SETTLEMENT PROPOSAL (.2).
0.20	GLECKLER, SASCHA M	ELECTRONIC COMMUNICATION WITH W. CLASTER AND E. FRANKLIN RE REVISIONS TO PIECE RATE PROCESSES.

07/31/09

1.10 CLASTER, WILLIAM D

MULTIPLE EMAILS AND TELEPHONE CONFERENCES
RE SETTLEMENT AGREEMENT.

EXHIBIT E – Expense Records

Paul Street, Esq.
Senior Vice President, General Counsel and Secretary
Building Materials Holding Corporation
720 Park Boulevard, Suite 200
Boise, ID 83712-7714

DISBURSEMENTS
08299-00124

<u>COSTS/CHARGES</u>	<u>TOTAL</u>
CERTIFIED COPIES	\$ 232.75
DEPOSITION FEES	695.00
DOCUMENT RETRIEVAL SERVICE	1,442.00
FILING FEES	970.00
FREIGHT AND SHIPPING	284.68
IN HOUSE DUPLICATION	1,060.00
LODGING	1,982.75
MEALS	2,498.24
MESSENGER AND COURIER EXPENSE	45.72
ON-LINE RESEARCH (LEXIS)	364.47
ON-LINE RESEARCH (WESTLAW)	3,154.11
ON-LINE RESEARCH NEXIS - MAIN	505.00
POSTAGE	0.44
SECRETARY SUPPORT	70.00
SPECIALIZED RESEARCH/FILING FEES	5.20
TELEPHONE CHARGES	584.40
TRAVEL - AIR & RAIL	6,608.84
TRAVEL - PARKING	34.00
TRAVEL - TAXI & OTHER MODES/MILES	<u>1,674.18</u>
 Total Costs/Charges	 <u>22,211.78</u>
 BALANCE DUE	 <u>\$ 22,211.78</u>

DISBURSEMENTS
08299-00124

Detail Costs/Charges:

Certified Copies

06/12/09	39.75	VENDOR: CORPDIRECT AGENTS, INC.; INVOICE#: 2701863; DATE: 6/12/2009 - CUST#000377 FL: CERTIFICATE OF GOODSTANDING BMC WEST CORPORATION/L HOPKINS
06/15/09	133.00	VENDOR: CL@S INFORMATION SERVICES; INVOICE#: 82897-9381; DATE: 6/15/2009 - ACCT#1076 CA: CERTIFICATE OF STATUS BUILDING MATERIALS HOLDING CORPORATION BMC WEST CORPORATION/L HOPKINS

06/15/09	60.00	VENDOR: CL@S INFORMATION SERVICES; INVOICE#: 82897-23191; DATE: 6/15/2009 - ACCT#1076 CA: CERTIFICATE OF STATUS BMC WEST CORPORATION/L HOPKINS
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Deposition Fees

06/15/09	695.00	VENDOR: ALLIED INTERPRETING SERVICE; INVOICE#: 126598; DATE: 6/15/2009 - 6/11/09 SPANISH INTERPRETER FOR DEPO OF LUIS BERNAL/S GLECKLER
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Document Retrieval Service

06/12/09	375.00	VENDOR: CAPITOL SERVICES, INC.; INVOICE#: 6030698; DATE: 6/12/2009 - CLIENT #3156 NV: DOCUMENT RETRIEVAL FOR GOOD STANDING CERTIFICATE BMC WEST CORPORATION SELECTBUILD CONSTRUCTION, INC C CONSTRUCTION, INC SELECTBUILD NEVADA, INC SELECTBUILD NORTHERN CALIFORNIA, INC/L HOPKINS
06/12/09	350.00	VENDOR: CAPITOL SERVICES, INC.; INVOICE#: 4036734; DATE: 6/12/2009 - CLIENT #3156 AZ: DOCUMENT RETRIEVAL FOR GOOD STANDING CERTIFICATE BMC WEST CORPORATION SELECTBUILD CONSTRUCTION, INC C CONSTRUCTION, INC SELECTBUILD ARIZONA, LLC SELECTBUILD NEVADA INC/L HOPKINS
06/12/09	78.50	VENDOR: CORP-LINK SERVICES, INC.; INVOICE#: 09-3761; DATE: 6/12/2009 - IL: DOCUMENT RETRIEVAL OBTAIN STATUS CERTIFICATE SELECTBUILD ILLINOIS, LLC/L HOPKINS
06/12/09	78.50	VENDOR: CORP-LINK SERVICES, INC.; INVOICE#: 09-3762; DATE: 6/12/2009 - IL: DOCUMENT RETRIEVAL OBTAIN STATUS CERTIFICATE ILLINOIS FRAMING INC/L HOPKINS

06/15/09	90.00	VENDOR: FAIRCHILD RECORD SEARCH LTD.; INVOICE#: I0116513; DATE: 6/15/2009 - ACCT#1838 WA; SECRETARY OF STATE CORPORATION DIVISION CORPORATE STATUS CERTIFICATE BUILDING MATERIALS HOLDING CORP/L.HOPKINS
06/15/09	90.00	VENDOR: FAIRCHILD RECORD SEARCH LTD.; INVOICE#: O0166512; DATE: 6/15/2009 - ACCT#1838/ WALS SECRETARY OF STATE CORPORATION DIVISION CORPORATE STATUS CERTIFICATE BMC WEST CORPORATION/L.HOPKINS
06/15/09	30.00	VENDOR: DATA RESEARCH, INC; INVOICE#: 28258; DATE: 6/15/2009 - OR: CERTIFICATE OF STATUS BMC WEST CORPORATION/L HOPKINS
07/22/09	350.00	VENDOR: CL@S INFORMATION SERVICES; INVOICE#: 82898-44551; DATE: 7/22/2009 - ACCT#1076 CA: CERTIFICATE OF STATUS BUILDING MATERIALS HOLDING CORPORATION BMC WEST CORPORATION C CONSTRUCTION INC. TWF CONSTRUCTION INC. SELECTBUILD NORTHERN CALIFORNIA INC/L HOPKINS
<u>Filing Fees</u>		
06/12/09	970.00	VENDOR: CL@S INFORMATION SERVICES; INVOICE#: 82690-44551; DATE: 6/12/2009 - ACCT#1076 CA: MERGER FILING SELECTBUILD LP MERGING INTO SELECTBUILD SOUTHERN CALIFORNIA INC/L HOPKINS
<u>Freight and Shipping</u>		
06/29/09	105.03	FEDERAL EXPRESS FX0703 INVOICE 924939024 SHIP DATE 06/29/2009 AIRBILL NO: 714492241220 FROM: JENNIFER CONTRERAS, GIBSON DUNN, NEW YORK, NY TO: MS. LESA THOMAS, BUILDING MATERIALS HOLDING COR, BOISE, ID
06/29/09	105.03	FEDERAL EXPRESS FX0703 INVOICE 924939024 SHIP DATE 06/29/2009 AIRBILL NO: 714492241231 FROM: JENNIFER CONTRERAS, GIBSON DUNN, NEW YORK, NY TO: MS. LESA THOMAS, BUILDING MATERIALS HOLDING COR, BOISE, ID
07/07/09	28.30	FEDERAL EXPRESS FX0710 INVOICE 925712121 SHIP DATE 07/07/2009 AIRBILL NO: 714492242180 FROM: MICHAEL ROSENTHAL, GIBSON DUNN, NEW YORK, NY TO: RAYBURN TUCKER, , DALLAS, TX
07/15/09	30.02	FEDERAL EXPRESS FX0724 INVOICE 927336304 SHIP DATE 07/15/2009 AIRBILL NO: 865389874613 FROM: NICHOLAS GREENWOOD, GIBSON DUNN & CRUTCHER, LOS ANGELES, CA TO: LESA D THOMAS, BUILDING MATERIALS HOLDING COR,

BOISE, ID

07/15/09	16.30	FEDERAL EXPRESS FX0724 INVOICE 927360814 SHIP DATE 07/15/2009 AIRBILL NO: 796778803492 FROM: AARON YORK, GIBSON DUNN & CRUTCHER LLP, DALLAS, TX TO: LESA THOMAS, BUILDING MATERIALS HOLDING COR, BOISE, ID
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In House Duplication

07/01/09	33.00	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/01/09
07/02/09	0.50	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/02/09
07/06/09	50.10	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/06/09
07/07/09	243.20	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/07/09
07/08/09	1.90	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/08/09
07/09/09	4.20	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/09/09
07/10/09	303.40	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/10/09
07/13/09	21.80	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/13/09
07/14/09	11.80	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/14/09
07/15/09	13.10	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/15/09
07/16/09	21.80	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/16/09
07/20/09	3.70	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/20/09
07/21/09	133.20	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/21/09
07/22/09	18.70	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/22/09
07/23/09	9.40	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/23/09

07/24/09	12.00	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/24/09
07/27/09	3.20	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/27/09
07/28/09	12.00	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/28/09
07/29/09	155.00	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/29/09
07/30/09	7.40	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/30/09
07/31/09	0.60	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 07/31/09
<u>Lodging</u>		
05/29/09	12.29	S. GLECKLER - 05/28/09-05/29/09 - BUR-PHO-BUR - HOTEL - INTERNET - TRAVEL TO PREPARE FOR PMK DEPOSITIONS AND PLAINTIFFS DEPOSITION AND DEFEND DEPOSITIONS OF R. JEPSEN AND J. WILLIAMS
05/29/09	23.00	S. GLECKLER - 05/28/09-05/29/09 - BUR-PHO-BUR - HOTEL - PARKING - TRAVEL TO PREPARE FOR PMK DEPOSITIONS AND PLAINTIFFS DEPOSITION AND DEFEND DEPOSITIONS OF R. JEPSEN AND J. WILLIAMS
05/29/09	213.89	S. GLECKLER - 05/28/09-05/29/09 - BUR-PHO-BUR - HOTEL - ROOM CHARGE - TRAVEL TO PREPARE FOR PMK DEPOSITIONS AND PLAINTIFFS DEPOSITION AND DEFEND DEPOSITIONS OF R. JEPSEN AND J. WILLIAMS
06/17/09	295.90	VENDOR: JOSHUA WEISSER; INVOICE#: 06/16-06/17/09; DATE: 6/17/2009 - 06/16-06/17/09 WILMINGTON, HOTEL DUPONT/ROOM; TRAVEL TO WILMINGTON, DE FOR CLIENT WORK
07/02/09	871.23	VENDOR: JEREMY GRAVES; INVOICE#: 06/23-07/02/09; DATE: 7/2/2009 - BOISE, ID/THE SPRINGHILL SUITES HOTEL/RM CHARGE; TRAVEL TO ASSIST IN PREPARATION OF SCHEDULES AND STATEMENTS/M.ROSENTAL
07/07/09	259.54	VENDOR: AARON G. YORK; INVOICE#: 07/06-07/07/09; DATE: 7/7/2009 - 07/06-07/07/09 NY, THE WALDORF-ASTORIA HOTEL/ROOM; TRAVEL TO NY TO ATTEND CREDITORS COMMITTEE MEETING
07/17/09	306.90	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 07/16-07/17/09;

DATE: 7/17/2009 - 07/16-07/17/09 WILMINGRON, HOTEL
DUPONT/ROOM; BMHC SECOND DAY HEARING MOTIONS AND
MEETING OF CREDITORS IN WILMINGRON, DELAWARE

Meals

05/04/09	32.35	VENDOR: FAB FOUR FOOD INC. AKA CITY XPRESS; INVOICE#: 20444; DATE: 5/4/2009 - (3) LUNCH MEETING FOR C. MONTGOMERY
05/29/09	53.28	S. GLECKLER - 05/28/09-05/29/09 - BUR-PHO-BUR - MEALS - TRAVEL TO PREPARE FOR PMK DEPOSITIONS AND PLAINTIFFS DEPOSITION AND DEFEND DEPOSITIONS OF R. JEPSEN AND J. WILLIAMS
06/17/09	24.00	VENDOR: JOSHUA WEISSER; INVOICE#: 06/16-06/17/09; DATE: 6/17/2009 - 06/16-06/17/09 WILMINGTON, HOTEL DUPONT/MEAL; TRAVEL TO WILMINGTON, DE FOR CLIENT WORK
06/21/09	100.62	VENDOR: SEAMLESSWEB PROFESSIONAL SOLUTIONS, INC.; INVOICE#: 529063; DATE: 6/21/2009 - 119054670, 6/15/09, M. ROSENTHAL, CLIENT MEETING, 10 ATTENDING/BFG/D. MACRI
06/21/09	171.14	VENDOR: SEAMLESSWEB PROFESSIONAL SOLUTIONS, INC.; INVOICE#: 529063; DATE: 6/21/2009 - 119071695, 6/15/09, M. ROSENTHAL, CLIENT MEETING, 10 ATTENDING/BFG/D. MACRI
06/21/09	50.56	VENDOR: SEAMLESSWEB PROFESSIONAL SOLUTIONS, INC.; INVOICE#: 529063; DATE: 6/21/2009 - 119187678, 6/16/09, H. LAZAR (M. ROSENTHAL), CLIENT MEETING, 5 ATTENDING/BFG/D. MACRI
07/01/09	12.00	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 07/01/09; DATE: 7/1/2009 - 07/01/09 MEAL; TRAVEL FOR BMHC HEARINGS IN WILMINGTON, DE
07/02/09	111.36	VENDOR: JEREMY GRAVES; INVOICE#: 06/23-07/02/09; DATE: 7/2/2009 - BOISE, ID/MEALS; TRAVEL TO ASSIST IN PREPARATION OF SCHEDULES AND STATEMENTS/M.ROSENTHAL
07/06/09	1,282.31	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 07/06/09; DATE: 7/6/2009 - CONVIVIO RESTAURANT; PRE-MEETING COMMITTEE DINNER FOR BMHC WITH MICHAEL ROSENTHAL, STEVEN VARNER, SVEN JOHNSON, BRADLEY I. DIETZ, PAUL CROCI, PAUL STREET, MATTHEW KELSEY, AARON YORK, WILLIAM H. SMARTT AND ROB MELLOR

07/07/09	12.54	VENDOR: AARON G. YORK; INVOICE#: 07/06-07/07/09; DATE: 7/7/2009 - 07/06-07/07/09 MEAL; TRAVEL TO NY TO ATTEND CREDITORS COMMITTEE MEETING
07/12/09	300.69	VENDOR: SEAMLESSWEB PROFESSIONAL SOLUTIONS, INC.; INVOICE#: 538819; DATE: 7/12/2009 - 120674916, 7/7/09, M. ROSENTHAL, CLIENT MEETING, 20 ATTENDING/BFG/D. MACRI
07/12/09	100.62	VENDOR: SEAMLESSWEB PROFESSIONAL SOLUTIONS, INC.; INVOICE#: 538819; DATE: 7/12/2009 - 120675549, 7/7/09, M. ROSENTHAL, CLIENT MEETING, 20 ATTENDING/BFG/D. MACRI
07/12/09	246.77	VENDOR: SEAMLESSWEB PROFESSIONAL SOLUTIONS, INC.; INVOICE#: 538819; DATE: 7/12/2009 - 120678261, 7/7/09, M. ROSENTHAL, CLIENT MEETING, 20 ATTENDING/BFG/D. MACRI

Messenger and Courier Expense

06/12/09	45.72	U.S. LEGAL MANAGEMENT SERVICES FL0615 INVOICE 16912 JOB DATE 06/12/2009 CONTROL NO: 4385930 FROM: GIBSON DUNN & CRUTCHER (M), LOS ANGELES, CA TO: CROMWELL MONTGOMERY, LOS ANGELES, CA ATTY: MONTGOMERY - DELIVER LARGE ENVP KNOCK ON DOOR & RING DOORBELL SOMEONE WILL BE THERERTIAL"
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On-Line Research (Lexis)

07/07/09	64.87	GRAVES, JEREMY L LEXIS RESEARCH	07/07/09	08299-00124
07/23/09	99.90	PEZZANO, AMANDA R LEXIS RESEARCH	07/23/09	08299-00124
07/27/09	169.70	GRAVES, JEREMY L LEXIS RESEARCH	07/27/09	08299-00124
07/28/09	5.00	GRAVES, JEREMY L LEXIS RESEARCH	07/28/09	08299-00124
07/31/09	25.00	GRAVES, JEREMY L LEXIS RESEARCH	07/31/09	08299-00124

On-Line Research (Westlaw)

07/01/09	329.40	FLOYD, CHARLIE 07/01/09 08299-00111 WESTLAW RESEARCH AND PRINTING CHARGES
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07/02/09	563.93	FLOYD,CHARLIE	07/02/09	08299-00111	WESTLAW RESEARCH AND PRINTING CHARGES
07/06/09	398.70	FLOYD,CHARLIE	07/06/09	08299-00111	WESTLAW RESEARCH AND PRINTING CHARGES
07/12/09	23.85	MUZUMDAR,SAEE	07/12/09	08299-00104	WESTLAW RESEARCH AND PRINTING CHARGES
07/16/09	398.70	SHANK,DAVID D	07/16/09	08299-00115	WESTLAW RESEARCH AND PRINTING CHARGES
07/17/09	106.03	SHANK,DAVID D	07/17/09	08299-00115	WESTLAW RESEARCH AND PRINTING CHARGES
07/20/09	144.98	FLOYD,CHARLIE	07/20/09	08299-00105	WESTLAW RESEARCH AND PRINTING CHARGES
07/21/09	249.45	FLOYD,CHARLIE	07/21/09	08299-00102	WESTLAW RESEARCH AND PRINTING CHARGES
07/21/09	385.25	SHANK,DAVID D	07/21/09	08299-00115	WESTLAW RESEARCH AND PRINTING CHARGES
07/22/09	37.32	FLOYD,CHARLIE	07/22/09	08299-00102	WESTLAW RESEARCH AND PRINTING CHARGES
07/22/09	243.74	SHANK,DAVID D	07/22/09	08299-00115	WESTLAW RESEARCH AND PRINTING CHARGES
07/23/09	146.11	SHANK,DAVID D	07/23/09	08299-00115	WESTLAW RESEARCH AND PRINTING CHARGES
07/29/09	126.65	BOHNE,KELLY ANNE	07/29/09	08299-00104	WESTLAW RESEARCH AND PRINTING CHARGES

On-Line Research Nexis - Main

07/15/09	290.00	SHANK, DAVID D NEXIS RESEARCH	07/15/09	08299-00115
07/23/09	215.00	SHANK, DAVID D	07/23/09	08299-00115

NEXIS RESEARCH

Postage

07/14/09 0.44 7/8/09, M. ROSENTHAL, FIRST CLASS MAIL

Secretary Support

07/07/09 70.00 ASSIST WITH ALL HANDS MEETING WITH COMMITTEE IN BOARD ROOM NY.

Specialized Research/Filing Fees

07/16/09 5.20 PACER, 06/09 - COURT INFORMATION

Telephone Charges

05/22/09 35.75 VENDOR: SASHA GLECKER; INVOICE#: 2833532-0509; DATE: 5/22/2009 - 04/23-05/22/09 T-MOBILE 650 283 3532
ACCT#352587730/CELL PHONE USE FOR REIMBURSEMENT VOR VARIOUS CLIENTS/S.GLECKLER

06/22/09 45.72 VENDOR: SASHA GLECKER; INVOICE#: 2833532-0609; DATE: 6/22/2009 - 05/23-06/22/09 T-MOBILE 650 283 3532
ACCT#352587730/CLIENT CELL PHONE CALLS/S.GLECKLER

06/28/09 6.01 CONFERENCING SERVICES BY MICHAEL ROSENTHAL

06/28/09 11.80 CONFERENCING SERVICES BY MICHAEL ROSENTHAL

06/29/09 16.61 CONFERENCING SERVICES BY MICHAEL ROSENTHAL

06/29/09 1.17 CONFERENCING SERVICES BY JEREMY GRAVES

06/29/09 0.92 CONFERENCING SERVICES BY JEREMY GRAVES

06/30/09 48.41 CONFERENCING SERVICES BY MICHAEL ROSENTHAL

06/30/09 4.86 CONFERENCING SERVICES BY JEREMY GRAVES

06/30/09 3.20 CONFERENCING SERVICES BY MATTHEW KELSEY

06/30/09 7.84 CONFERENCING SERVICES BY MATTHEW KELSEY

07/01/09	8.19	CONFERENCING SERVICES BY MICHAEL ROSENTHAL	
07/01/09	3.42	1(631)470-5142	07/01/2009 HUNTINGTON NY
07/01/09	1.14	1(631)470-5142	07/01/2009 HUNTINGTON NY
07/02/09	1.90	1(302)576-3591	07/02/2009 WILMINGTON DE
07/02/09	4.94	1(302)252-4440	07/02/2009 WILMINGTON DE
07/02/09	4.18	1(208)331-4376	07/02/2009 BOISE ID
07/02/09	1.14	1(208)331-4376	07/02/2009 BOISE ID
07/06/09	10.21	CONFERENCING SERVICES BY MICHAEL ROSENTHAL	
07/06/09	1.52	1(208)331-4653	07/06/2009 BOISE ID
07/06/09	1.90	1(208)331-4382	07/06/2009 BOISE ID
07/06/09	2.28	1(631)470-5142	07/06/2009 HUNTINGTON NY
07/06/09	3.80	1(631)470-5142	07/06/2009 HUNTINGTON NY
07/06/09	2.66	1(208)331-4382	07/06/2009 BOISE ID
07/07/09	1.14	1(631)470-5142	07/07/2009 HUNTINGTON NY
07/08/09	1.52	1(248)698-0965	07/08/2009 COMMERCE MI
07/08/09	3.04	1(925)734-0990	07/08/2009 PLEASANTON CA
07/08/09	1.90	1(208)331-4376	07/08/2009 BOISE ID
07/08/09	11.02	1(415)489-7647	07/08/2009 SNFC CNTRL CA
07/08/09	1.52	1(650)320-1837	07/08/2009 PALO ALTO CA

07/08/09	9.12	1(415)856-7219	07/08/2009 SNFC CNTRL CA
07/08/09	3.51	CONFERENCING SERVICES BY SAE MUZUMDAR	
07/09/09	10.26	1(208)331-4381	07/09/2009 BOISE ID
07/09/09	5.70	1(208)331-4381	07/09/2009 BOISE ID
07/09/09	1.90	1(302)576-3591	07/09/2009 WILMINGTON DE
07/09/09	4.00	CONFERENCING SERVICES BY MICHAEL ROSENTHAL	
07/10/09	1.14	1(415)856-7094	07/10/2009 SNFC CNTRL CA
07/13/09	3.04	1(302)576-3591	07/13/2009 WILMINGTON DE
07/13/09	7.60	1(208)331-4381	07/13/2009 BOISE ID
07/13/09	1.52	1(325)627-7200	07/13/2009 ABILENE TX
07/13/09	1.14	1(254)793-2601	07/13/2009 FLORENCE TX
07/13/09	2.28	1(302)576-3591	07/13/2009 WILMINGTON DE
07/13/09	1.14	1(302)576-3591	07/13/2009 WILMINGTON DE
07/13/09	1.52	1(208)331-4343	07/13/2009 BOISE ID
07/13/09	8.74	1(202)828-3422	07/13/2009 WASHINGTON DC
07/13/09	6.08	1(415)856-7219	07/13/2009 SNFC CNTRL CA
07/14/09	2.66	1(631)470-6837	07/14/2009 HUNTINGTON NY
07/14/09	1.52	1(415)498-6013	07/14/2009 SNFC CNTRL CA

07/14/09	2.28	1(302)576-3591	07/14/2009 WILMINGTON DE
07/14/09	3.80	1(302)576-3591	07/14/2009 WILMINGTON DE
07/14/09	1.14	1(208)331-4382	07/14/2009 BOISE ID
07/14/09	5.32	1(202)828-3422	07/14/2009 WASHINGTON DC
07/14/09	3.42	1(302)576-3591	07/14/2009 WILMINGTON DE
07/14/09	1.14	1(213)330-1931	07/14/2009 LOSANGELES CA
07/14/09	3.50	CONFERENCING SERVICES BY SAE MUZUMDAR	
07/15/09	3.42	1(713)319-2562	07/15/2009 HOUSTON TX
07/15/09	2.28	1(310)980-8514	07/15/2009 SNMN SNMN CA
07/15/09	2.28	1(254)634-8181	07/15/2009 KILLEEN TX
07/15/09	1.52	1(254)634-8181	07/15/2009 KILLEEN TX
07/15/09	7.13	CONFERENCING SERVICES BY SAE MUZUMDAR	
07/16/09	1.14	1(415)627-9195	07/16/2009 SNFC CNTRL CA
07/20/09	2.28	1(302)576-3591	07/20/2009 WILMINGTON DE
07/20/09	1.52	1(213)509-5593	07/20/2009 LOSANGELES CA
07/20/09	1.14	1(210)731-9177	07/20/2009 SANANTONIO TX
07/20/09	3.42	1(425)783-8495	07/20/2009 EVERETT WA
07/20/09	1.14	1(302)252-4320	07/20/2009 WILMINGTON DE

07/20/09	1.52	1(208)331-4382	07/20/2009 BOISE	ID
07/20/09	3.80	1(208)331-4381	07/20/2009 BOISE	ID
07/20/09	1.90	1(415)489-7582	07/20/2009 SNFC CNTRL	CA
07/20/09	3.04	1(617)480-7525	07/20/2009 BOSTON	MA
07/20/09	2.28	1(213)458-0677	07/20/2009 LOSANGELES	CA
07/20/09	6.14	CONFERENCING SERVICES BY JEREMY GRAVES		
07/21/09	3.42	1(209)955-7293	07/21/2009 STOCKTON	CA
07/21/09	10.26	1(415)489-7647	07/21/2009 SNFC CNTRL	CA
07/21/09	1.90	1(302)576-3591	07/21/2009 WILMINGTON	DE
07/21/09	8.74	1(208)331-4381	07/21/2009 BOISE	ID
07/21/09	7.60	1(208)331-4381	07/21/2009 BOISE	ID
07/21/09	2.28	1(415)772-5779	07/21/2009 SNFC CNTRL	CA
07/22/09	24.09	CONFERENCING SERVICES BY MATTHEW KELSEY		
07/22/09	3.04	1(302)571-6621	07/22/2009 WILMINGTON	DE
07/22/09	3.42	1(415)772-5779	07/22/2009 SNFC CNTRL	CA
07/23/09	1.14	1(202)828-3422	07/23/2009 WASHINGTON	DC
07/23/09	2.28	1(415)772-5779	07/23/2009 SNFC CNTRL	CA
07/23/09	0.31	CONFERENCING SERVICES BY MICHAEL ROSENTHAL		
07/23/09	7.08	CONFERENCING SERVICES BY MICHAEL ROSENTHAL		

07/23/09	5.57	CONFERENCING SERVICES BY MATTHEW KELSEY		
07/24/09	1.14	1(208)331-4381	07/24/2009 BOISE	ID
07/24/09	21.35	CONFERENCING SERVICES BY MICHAEL ROSENTHAL		
07/27/09	1.90	1(213)509-5593	07/27/2009 LOSANGELES	CA
07/27/09	6.08	1(302)576-3591	07/27/2009 WILMINGTON	DE
07/27/09	6.84	1(415)489-7647	07/27/2009 SNFC CNTRL	CA
07/27/09	2.28	1(208)331-4381	07/27/2009 BOISE	ID
07/27/09	3.04	1(302)576-3591	07/27/2009 WILMINGTON	DE
07/27/09	8.74	1(208)863-8212	07/27/2009 BOISE	ID
07/27/09	1.52	1(702)632-2532	07/27/2009 LAS VEGAS	NV
07/27/09	7.46	CONFERENCING SERVICES BY MATTHEW KELSEY		
07/29/09	1.52	1(210)731-9177	07/29/2009 SANANTONIO	TX
07/29/09	1.14	1(303)659-0551	07/29/2009 BRIGHTON	CO
07/30/09	10.64	1(208)331-4381	07/30/2009 BOISE	ID
07/31/09	1.90	1(208)863-8212	07/31/2009 BOISE	ID
07/31/09	2.10	CONFERENCING SERVICES BY AARON G. YORK		
07/31/09	31.93	CONFERENCING SERVICES BY MICHAEL ROSENTHAL		
07/31/09	1.90	1(970)378-8101	07/31/2009 GREELEY	CO

07/31/09 2.66 1(202)828-3422 07/31/2009 WASHINGTON DC

Travel - Air & Rail
05/29/09

259.20	S. GLECKLER - 05/28/09-05/29/09 - BUR-PHO-BUR - AIRFARE - TRAVEL TO PREPARE FOR PMK DEPOSITIONS AND PLAINTIFFS DEPOSITION AND DEFEND DEPOSITIONS OF R. JEPSEN AND J. WILLIAMS
06/15/09	181.00 AMERICAN EXPRESS LT0621 INVOICE: 52045 INV. DATE: 06/15/2009 TICKET: 7681948150 TRAVEL DATES: 06/16/2009 - 06/16/2009 PASSENGER: GRAVES/JEREMY ITINERARY: NYP/WIL
06/15/09	181.00 AMERICAN EXPRESS LT0621 INVOICE: 52047 INV. DATE: 06/15/2009 TICKET: 7681948152 TRAVEL DATES: 06/16/2009 - 06/16/2009 PASSENGER: YORK/AARON G ITINERARY: NYP/WIL
06/15/09	315.00 AMERICAN EXPRESS LT0621 INVOICE: 52050 INV. DATE: 06/15/2009 TICKET: 7681948155 TRAVEL DATES: 06/17/2009 - 06/17/2009 PASSENGER: KELSEY/MATTHEW ITINERARY: NYP/WIL/NYP
06/15/09	315.00 AMERICAN EXPRESS LT0621 INVOICE: 52046 INV. DATE: 06/15/2009 TICKET: 7681948151 TRAVEL DATES: 06/16/2009 - 06/16/2009 PASSENGER: MUZUMDAR/SAEE ITINERARY: NYP/WIL/NYP
06/15/09	181.00 AMERICAN EXPRESS LT0621 INVOICE: 52049 INV. DATE: 06/15/2009 TICKET: 7681948154 TRAVEL DATES: 06/16/2009 - 06/16/2009 PASSENGER: STREET/PAUL ITINERARY: NYP/WIL
06/15/09	315.00 AMERICAN EXPRESS LT0621 INVOICE: 52048 INV. DATE: 06/15/2009 TICKET: 7681948153 TRAVEL DATES: 06/16/2009 - 06/16/2009 PASSENGER: WEISSER/JOSHUA ITINERARY: NYP/WIL/NYP
06/17/09	49.00 VENDOR: JEREMY GRAVES; INVOICE#: 06/17/09; DATE: 6/17/2009 - WILMINGTON, DE-BWI AIRPORT/TRAIN TO AIRPORT FOR FLIGHT HOME; TRAVEL FOR FIRST DAY HEARING
06/22/09	991.65 AMERICAN EXPRESS LT0628 INVOICE: 52236 INV. DATE: 06/22/2009 TICKET: 7685642529 TRAVEL DATES: 06/23/2009 - 06/23/2009 PASSENGER: GRAVES/JEREMY ITINERARY: DFW/BOI/SLC/DFW

06/30/09	253.00	AMERICAN EXPRESS LT0705 INVOICE: 1000000 INV. DATE: 06/30/2009 TICKET: 7681710015 TRAVEL DATES: 07/01/2009 - 07/01/2009 PASSENGER: KELSEY/MATTHEW ITINERARY: NYP/WIL/NYP
07/01/09	1,782.34	AMERICAN EXPRESS LT0705 INVOICE: 52481 INV. DATE: 07/01/2009 TICKET: 7685642704 TRAVEL DATES: 07/06/2009 - 07/06/2009 PASSENGER: YORK/AARON G ITINERARY: DFW/LGA/DFW
07/01/09	223.00	AMERICAN EXPRESS LT0705 INVOICE: 1000000 INV. DATE: 07/01/2009 TICKET: 7681710016 TRAVEL DATES: 07/01/2009 - 07/01/2009 PASSENGER: KELSEY/MATTHEW ITINERARY: NYP/WIL/NYP
07/01/09	253.00	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 07/01/09; DATE: 7/1/2009 - 07/01/09 NY-WILMINGTON-NY/AMTRAK; TRAVEL FOR BMHC HEARINGS IN WILMINGTON, DE
07/01/09	47.00	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 07/01/09; DATE: 7/1/2009 - 07/01/09 NY-WILMINGTON-NY/SERVICE FEE; TRAVEL FOR BMHC HEARINGS IN WILMINGTON, DE
07/02/09	40.00	VENDOR: JEREMY GRAVES; INVOICE#: 06/23-07/02/09; DATE: 7/2/2009 - BOISE, ID/EXCESS BAGGAGE FEE TK#067685642529; TRAVEL TO ASSIST IN PREPARATION OF SCHEDULES AND STATEMENTS/M.ROSENTHAL
07/06/09	889.65	AMERICAN EXPRESS LT0712 INVOICE: 52574 INV. DATE: 07/06/2009 TICKET: 7688504283 TRAVEL DATES: 07/10/2009 - 07/10/2009 PASSENGER: GRAVES/JEREMY ITINERARY: DFW/SLC/BOI/SLC/DFW
07/07/09	50.00	VENDOR: AARON G. YORK; INVOICE#: 07/06-07/07/09; DATE: 7/7/2009 - 07/06/09 FLIGHT CHANGE FEE (TKT # 001 0617387414); TRAVEL TO NY TO ATTEND CREDITORS COMMITTEE MEETING
07/07/09	15.00	VENDOR: AARON G. YORK; INVOICE#: 07/06-07/07/09; DATE: 7/7/2009 - 07/07/09 BAGGAGE FEE TRAVEL TO NY TO ATTEND CREDITORS COMMITTEE MEETING
07/17/09	253.00	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 07/16-07/17/09; DATE: 7/17/2009 - 07/16-07/17/09 NY-WILMINGRON-NY/AMTRAK; BMHC SECOND DAY HEARING MOTIONS AND MEETING OF CREDITORS IN WILMINGRON, DELAWARE

07/17/09	15.00	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 07/16-07/17/09; DATE: 7/17/2009 - 07/16-07/17/09 NY-WILMINGRON-NY/SERVICE FEE; BMHC SECOND DAY HEARING MOTIONS AND MEETING OF CREDITORS IN WILMINGRON, DELAWARE
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Travel - Parking
07/07/09

34.00	VENDOR: AARON G. YORK; INVOICE#: 07/06-07/07/09; DATE: 7/7/2009 - 07/06-07/07/09 PARKING; TRAVEL TO NY TO ATTEND CREDITORS COMMITTEE MEETING
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Travel - Taxi & Other Modes/Miles

05/29/09	183.73	S. GLECKLER - 05/28/09-05/29/09 - BUR-PHO-BUR - ENTERPRISE CAR RENTAL - TRAVEL TO PREPARE FOR PMK DEPOSITIONS AND PLAINTIFFS DEPOSITION AND DEFEND DEPOSITIONS OF R. JEPSEN AND J. WILLIAMS
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06/17/09	10.00	VENDOR: JEREMY GRAVES; INVOICE#: 06/17/09; DATE: 6/17/2009 - WILMINGTON, DE/CAB FARE TO TRAIN STATION; TRAVEL FOR FIRST DAY HEARING
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06/17/09	28.00	VENDOR: JOSHUA WEISSER; INVOICE#: 06/16-06/17/09; DATE: 6/17/2009 - 06/16-06/17/09 CABFARE; TRAVEL TO WILMINGTON, DE FOR CLIENT WORK
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06/19/09	84.46	VENDOR: EXECUTIVE CHARGE, INC. (NY TAXI; INVOICE#: 1749160; DATE: 6/19/2009 - 43119, 6/10/09, J. CONTRERAS, FROM 200 PARK AVE. TO RIDGEFIELD PARK/BFG
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06/24/09	28.03	VENDOR: DIAL CAR INC.; INVOICE#: 1084715; DATE: 6/24/2009 - #LA2855544, O. SANDLER, 06/12/09, 200 PARK AVE TO 120 E 87 ST/BFG.
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06/26/09	84.46	VENDOR: EXECUTIVE CHARGE, INC. (NY TAXI; INVOICE#: 1756787; DATE: 6/26/2009 - 43122, 6/11/09, J. CONTRERAS, FROM 200 PARK AVE. TO "AS DIRECTED"/RIDGEFIELD/BFG
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06/26/09	84.46	VENDOR: EXECUTIVE CHARGE, INC. (NY TAXI; INVOICE#: 1756787; DATE: 6/26/2009 - 43125, 6/12/09, J. CONTRERAS, FROM 200 PARK AVE. TO RIDGEFIELD/BFG
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06/26/09	91.80	VENDOR: EXECUTIVE CHARGE, INC. (NY TAXI; INVOICE#: 1756787; DATE: 6/26/2009 - 43126, 6/15/09, J. CONTRERAS, FROM 200 PARK AVE. TO DUMONT/BFG
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06/26/09	91.80	VENDOR: EXECUTIVE CHARGE,INC. (NY TAXI; INVOICE#: 1756787; DATE: 6/26/2009 - 43127, 6/16/09, J. CONTRERAS, FROM 200 PARK AVE. TO DUMONT/BFG
07/01/09	40.00	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 07/01/09; DATE: 7/1/2009 - 07/01/09 CABFARE; TRAVEL FOR BMHC HEARINGS IN WILMINGTON, DE
07/02/09	512.06	VENDOR: JEREMY GRAVES; INVOICE#: 06/23-07/02/09; DATE: 7/2/2009 - BOISE, ID/HERTZ CAR RENTAL; TRAVEL TO ASSIST IN PREPARATION OF SCHEDULES AND STATEMENTS/M.ROSENTHAL
07/03/09	87.98	VENDOR: EXECUTIVE CHARGE,INC. (NY TAXI; INVOICE#: 1765028; DATE: 7/3/2009 - 43142, 6/22/09, J. CONTRERAS, FROM 200 PARK AVE. TO RIDGEFIELD/BFG
07/07/09	46.80	VENDOR: AARON G. YORK; INVOICE#: 07/06-07/07/09; DATE: 7/7/2009 - 07/06-07/07/09 CABFARE; TRAVEL TO NY TO ATTEND CREDITORS COMMITTEE MEETING
07/07/09	95.00	VENDOR: MATTHEW K. KELSEY; INVOICE#: 07/02-07/07/09; DATE: 7/7/2009 - CAB FARE; TRAVEL FOR CLIENT WORK
07/09/09	58.00	VENDOR: NEW YORK PETTY CASH; INVOICE#: 2660/2009; DATE: 7/9/2009 - #1453, M. KELSEY, 6/30/09, 7/01/09, TAXI/BFG.
07/17/09	40.00	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 07/16-07/17/09; DATE: 7/17/2009 - 07/16-07/17/09 CABFARE; BMHC SECOND DAY HEARING MOTIONS AND MEETING OF CREDITORS IN WILMINGRON, DELAWARE
07/24/09	62.00	VENDOR: NEW YORK PETTY CASH; INVOICE#: 2668/2009; DATE: 7/24/2009 - #1653 M. KELSEY TAXIS 7/10,22/09
07/24/09	45.60	VENDOR: NEW YORK PETTY CASH; INVOICE#: 2668/2009; DATE: 7/24/2009 - #1655 M. KELSEY TAXI HOME 7/20,21/09

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

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

Debtors.

Chapter 11

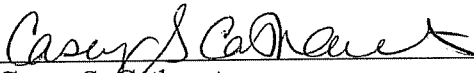
Case No. 09-12074 (KJC)

Jointly Administered


AFFIDAVIT OF SERVICE

STATE OF DELAWARE)
) SS
NEW CASTLE COUNTY)

Casey S. Cathcart, an employee of the law firm of Young Conaway Stargatt & Taylor, LLP, co-counsel to the above-captioned debtors, being duly sworn according to law, deposes and says that on August 27, 2009, she caused a copy of the **Verified Second Monthly Application of Gibson, Dunn & Crutcher LLP as Counsel for the Debtors and Debtors in Possession for Allowance of Interim Compensation for Services Rendered and for Reimbursement of Expenses for the Period Beginning July 1, 2009 Through July 31, 2009** to be served as indicated upon the parties identified in Exhibit A. Further, on August 27, 2009, she caused a copy of the **Notice of Application** to be served as indicated upon the parties identified in Exhibit B.


Casey S. Cathcart

SWORN TO AND SUBSCRIBED before me this 27th day of August, 2009.


Notary Public
My Commission Expires:

DEBBIE ELLEN LASKIN
NOTARY PUBLIC
STATE OF DELAWARE

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.

EXHIBIT A

BUILDING MATERIALS HOLDING CORPORATION
FEE APPLICATION NOTICE PARTIES
8/27/2009

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EXHIBIT B

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