

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

Ref. Docket No. 359

**ORDER AUTHORIZING THE EMPLOYMENT AND
RETENTION OF EXECUTIVE SOUNDING BOARD ASSOCIATES
INC. AS FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS *NUNC PRO TUNC* TO JUNE 26, 2009**

Upon the Application (the "Application") of the Official Committee of Unsecured Creditors (the "Committee") of Building Materials Holding Corporation, *et al.* (the "Debtors"), for entry of an order authorizing the employment and retention of Executive Sounding Board Associates Inc. ("ESBA") as financial advisor to the Committee, *nunc pro tunc* to June 26, 2009 pursuant to Sections 327, 504 and 1103(a) of Title 11 of the United States Code §§ 101 *et seq.* (the "Bankruptcy Code"), Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rule 2014-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"); and upon the Affidavit of Daniel Kerrigan in support thereof ("Kerrigan Affidavit"); and it appearing that ESBA represents no interest adverse to the Debtors' estates, the Committee or creditors thereof with respect to the matters for which ESBA is to be engaged; and it further appearing, upon the representations in the Kerrigan Affidavit, that ESBA is a disinterested

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).

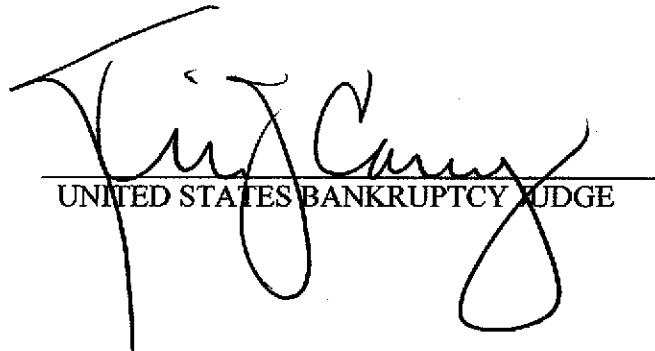
person as that term is defined in Section 101(14) of the Bankruptcy Code; and the employment and retention of ESBA being necessary and in the best interests of the Debtors' estates and their creditors; and good and adequate notice of the Application having been given; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED, that pursuant to Sections 327 and 1103(a) of the Bankruptcy Code and Bankruptcy Rule 2014(a), the Committee is hereby authorized and empowered to employ and retain ESBA, as its financial advisor, *nunc pro tunc* to June 26, 2009, on the terms and conditions set forth in the Application and the Kerrigan Affidavit; and it is further

ORDERED, that compensation and reimbursement of expenses to be paid to ESBA shall be paid as an administrative expense of the Debtors' estates in such amounts as shall be allowed and determined upon appropriate application to the Court pursuant to Sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules, the United States Trustee Guidelines for fees and all orders and such other procedures as may be fixed by this Court.

Dated: Wilmington, Delaware
August 9, 2009

Set


UNITED STATES BANKRUPTCY JUDGE