

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

In re:	X	
	:	Chapter 11
	:	
BUILDING MATERIAL HOLDING CORPORATION, <u>et al.</u> ¹	:	Case No. 09-12074 (KJC)
	:	
Debtors.	:	Jointly Administered
	X	

**FIRST SUPPLEMENTAL DECLARATION OF
ANDREW I. SILFEN IN SUPPORT OF THE APPLICATION
AUTHORIZING THE EMPLOYMENT AND RETENTION OF
ARENT FOX LLP AS COUNSEL FOR THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS *NUNC PRO TUNC* TO JUNE 26, 2009**

Andrew I. Silfen, declares under penalty of perjury that:

1. I am a partner and chair of the Bankruptcy and Financial Restructuring Group at Arent Fox LLP (“Arent Fox”), a law firm which employs approximately 350 attorneys and maintains an office for the practice of law at 1675 Broadway, New York, NY 10019 as well as offices in Washington, DC and Los Angeles, CA.

2. This declaration (the “First Supplemental Declaration”) is submitted to supplement the Declaration of Andrew I. Silfen submitted on July 24, 2009, in support of the Application of the Official Committee of Unsecured Creditors (the “Committee”) of Building Materials, *et al.* to employ and retain Arent Fox as counsel to the Committee *nunc pro tunc* to June 26, 2009.


3. Arent Fox files this First Supplemental Disclosure to identify connections to entities listed on Exhibit A hereto.

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).

4. Annexed hereto as Exhibit B is a list of all entities and individuals with whom Arent Fox has or had a connection.

5. Arent Fox does not believe that the connections on Exhibit B constitute a conflict. Arent Fox will continue to research potential conflicts with respect to its representation of the Committee in these cases and reserves the right to supplement its disclosures as necessary in order to disclose any conflicts or connections as appropriate.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 30th day of Sept, 2009, at New York, New York.



Andrew I. Silfen

EXHIBIT A

Aaron G. York
AIB Debt Management
Allied Irish Bank
AIG Excess Liability Insurance Company
AIGCEL
AIG Environmental
AIG Cat Access
AIG Excess Liability Insurance Company Ltd.
American International Speciality Lines Ins. Co.
Andrew Cardonick
Arizona Public Service
Arnold & Arnold LLP
Asbury & Asbury, LLP
Asbury Law Firm, LLP
Babcock Scott & Babcock
Ballard Spahr Andrews & Ingersoll, LLP
Bartlett Hackett Feinberg P.C.
Bay Oil Company
Berry & Assoc. PLLC
Boone Karlberg, P.C.
Bourne Partners, LLC
Bradlee R. Fazer
Brandon W. Beasley
Bremer & Whyte
Bremer Whyte Brown & O'Meara, LLP
Brian J. Babcock
Brian K. Cuttone
Brownstein Hyatt Farber Schreck LLP
Butt Thornton & Baehr PC
C. Andrew Weber
Charles J. Pignuolo
Chris Koster
Christian Samson Jones & Chisholm PLLC
Christian, Samson & Jones, PLLC
Christopher Ward
Craig Kidd
Craig W. Christensen, Chartered
Crowson & Crowson, LLP
Curtis & Arata
Dale B. Rycraft, Jr.
Damian & Valori
Daniel L. Claiborne
David B. Johnston
David B. Mule

David G. Aelvoet
Davies Pearson PC
Davis Wright Tremaine LLP
Dennis Meloro
Devlin & Pignuolo, PC
Donald A. Lattin
Douglas P. Flaherty
Duggan Schlotfeldt & Welch PLLC
Elizabeth Weller
Farleigh Wada Witt
Fisher & Phillips LLP
Fisher Pusch & Alderman LLP
Fitzgerald & Mule, LLC
Flaherty & Flaherty APLC
Frank F. McGinn
Gallagher & Kennedy
Garrey Woner Hoffmaster & Pesheck PC
George Rosenberg
German Yusuf
Glasrud, Mallek & Aune
Goode Casseb Jones Riklin
Gordon Asbury, III
Gowling Lafleur Henderson LLP
Greenberg Traurig, LLP
Greenfield Hardy Law Firm
Greg Abbott
Gregory D. D'Antonio
Greystone Homes, Inc.
Guest & Associates
Haneefah Moorehead
Harold Crowson
Hawley Troxell Ennis & Hawley LLP
Helm and Associates
Hermes Sargent Bates LLP
Hoffman, Hart & Wagner LLP
Horton, Oberrecht, Kirkpatrick & Martha Trust
IKON Financial Services
Iron Mountain Information Management, Inc.
James B. Alderman
James L. Martin
Jeffrey H. Ballin
Jeffrey M. Roth
Jeremy L. Graves
John D. Demmy
John P. Dillman
John Somyak & Associates
Joshua E. Zugerman
Judy Osborn

Justin R. Seamons
Kathryn L. Schroeder
Keith S. Knochel
Kelly Olson Michod Dehaan & Richter LLC
Kemp Smith LLP
Ken Jorgensen
Kevin S. Jones
Kristan B. Blanford
Lamm & Smith PC
Lampe & Fromson
Law Firm of Russell R. Johnson, III, PLC
Law Office of Brandon W. Beasley
Law Office of Woody Richards
Law Offices of Craig Kidd
Law Offices of Keith S. Knochel, P.C.
Leiby Stearns and Roberts, P.A.
Letofsky & McClain
Letofsky McClain
Livengood Fitzgerald & Alskog
Livengood, Fitzgerald, PLLC
Maria Aprile Sawczuk
Mariscal, Weeks, McIntyre & Friedlander PA
Mark W. Echard
Markowitz, Davis, Ringel & Trusty, P.A.
Martha E. Romero
Marty Diamond
Mary E. Augustine
Matthew K. Kelsey
Maupin, Cox & LeGoy
Mazieke Frederickson & Grant
McDonough Holland & Allen, PC
McPharlin Sprinkles & Thomas LLP
Melody C. Hogston
Meuleman & Mollerup LLP
Michael A. Rosenthal
Miller and Cohen
Missouri Department of Revenue
Moffatt, Thomas, Barrett, Rock & Fields, Chtd.
Morgan W. Richards, Jr.
Morris, Polich & Purdy, LLP
Mountain States Commercial Credit Management
Munsch Hardt Kopf & Harr PC
Nutting & Jorgensen LLP
Osborn Law Firm LLC
Parker Nelson & Associates Chtd.
Partners in Building, LP
Payne & Fears LLP
Perry & Winegar

Perry Winegar
Pima County Treasurer
Plant, Christiansen & Kanell
Polsinelli, Shughart PC
R.W. Perry
Rainer Anding & McLindon
Reed Smith LLP
Richard A. Capella
Richard E. Guttentag
Richard L. Whitley
Richards Law Office
Ricoh Company
Ringert Law Chartered Lawyers
Robert McL. Boote
Robyn S. McClain
Rogers & Whitley, L.L.P.
Romero Law Firm
Ronald E. Zimmerman
Ronald R. Del Vento
Ross R. Hartog
Royal Mouldings Limited
Russell R. Johnson, III
Rycraft Law Office
Sace Muzumdar
Sally E. Veghte
Salt River Project
Schwabe Williamson & Wyatt PC
Scott D. Cousins
Scott T. Citek
Scott W. Christensen
Seprina-Renee Thomas
Seyfarth Shaw Attorneys LLP
Shanti M. Katona
Sheryl L. Moreau
Snell & Wilmer LLP
Sonnenschein Nath & Rosenthal LLP
Spiess & Assoc. PC
Stephen E. Richman
Steven A. Kraemer
Stevens & Lee, PC
Tara Schleicher
Tarrant County
Terri A. Roberts
Thomas Claybaugh
Thomas L. Appler
Thomas L. Kent
Thomas L. Vincent
Thomas W. Isaac

Tobey M. Daluz
Wessels Sherman Bailey Joerg Liszka Laverty
Westchester Fire Insurance Company and ACE USA
William J. Ohle
William Novotny
Wilson Homes, Inc.
Wilson, Elser, Moskowitz, Edelman & Dicker LLP
Yuba County
Zachary Smith

EXHIBIT B²

PARTY	ARENT FOX RELATIONSHIP
Polsinelli, Shughart PC	Current Adverse
IKON Financial Services	Current Other Interested Party
Seprina-Renee Thomas	Current Client Friendly ("Renee Thomas")
Davis Wright Tremaine LLP	Current Other Interested Party; Former Client Friendly; Former Other Interested Party
Allied Irish Bank/AIB	Current Adverse; Current Prospective Client; Former Other Interested Party; Former Adverse; Former Client Friendly
AIG/American International Group	Current Client ("AIG Global Real Estate Corp" and "AIG Australia"), Current Adverse, Current Other Interested Party, Current Client Friendly, Current Co-Party, Former Client, Former Adverse, Former Co-Party, Former Other Interested Party
American International Specialty Insurance Company	Current Client
Fisher & Phillips LLP	Former Client-Friendly
Christopher Ward	Current Adverse; Current Other Interested Party; Former Adverse
Fisher & Phillips LLP	Former Client Friendly
Gowling Lafleur Henderson LLP	Current Client; Former Client
Seyfarth Shaw LLP	Former Client Friendly
Snell & Wilmer LLP	Former Client Friendly
Sonnenschein Nath & Rosenthal	Former Client; Former Adverse
Guest & Associates	Former Co-Party ("Guest Associates")
Zachary Smith	Current Adverse ("Zachary W. Smith")
Rogers & Whitley	Current Other Interested Party
Morris, Polich & Purdy, LLP	Former Other Interested Party
James L. Martin	Current Adverse ("Jim Martin", "James Martin"); Former Client Friendly ("James Martin"); Former Adverse ("James Martin")
Wilson, Elser, Moskowitz, Edelman & Dicker LLP	Current Other Interested Party; Current Adverse; Former Client
Iron Mountain Information Management, Inc.	Current Other Interested Party; Current Adverse; Former Other Interested Party; Former Client-Friendly
Frank F. McGinn	Current Other Interested Party
Bartlett Hackett Feinberg PC	Current Other Interested Party

² Party relationships are classified as: (i) Client; (ii) Former Client (no active matters are attributed to the client because all amounts have been billed and the entity or individual is no longer considered a client); (iii) Adverse; (iv) Other Interested Party (a party that is not a Client, a Former Client, Client Friendly or Adverse); (v) Client Friendly (a party who refers a client to Arent Fox; an affiliate of the client; possibly an officer or party who is not adverse to the client; or a party who is generally aligned with the Arent Fox client).

Sally E. Veghte	Current Adverse
Munsch Hardt Kopf & Harr PC	Former Client ("Decker Hardt Kopf Harr Munsch and Dinan")
Elizabeth Weller	Current Adverse; Current Other Interested Party; Former Adverse
Tarragant County	Current Other Interested Party
David G. Aelvoet	Current Other Interested Party
Ballard Spahr Andrews & Ingersoll, LLP	Current Adverse; Other Interested Party; Former Adverse; Former Client Friendly
Westchester Fire Insurance Company and ACE USA	Former Adverse
Tobey M. Daluz	Current Other Interested Party
Sheryl L. Moreau	Current Adverse
Missouri Department of Revenue	("State of Missouri") Current Other Interested Party; Current Adverse; Former Client- Friendly; Former Adverse
Russell R. Johnson, III	Current Other Interested Party
Arizona Public Service	("State of Arizona") Current Other Interested Party; Current Adverse
Stevens & Lee, PC	Current Other Interested Party
Reed Smith LLP	Current Other Interested Party; Former Adverse; Former Client Friendly
Dennis Meloro	Current Other Interested Party; Current Adverse
Greenberg Traurig, LLP	Current Client; Current Adverse; Current Other Interested Party; Former Client; Former Client Friendly; Former Co-Party; Former Adverse
Ricoh Company	Current Prospective Client; Former Client; Former Other Interested Party