

**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: November 24, 2009 at 4:00 p.m. (ET)
)	Hearing Date: To Be Determined
)	

**FOURTH MONTHLY APPLICATION OF PETER J. SOLOMON COMPANY FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES AS
INVESTMENT BANKER AND FINANCIAL ADVISOR TO THE DEBTORS FOR THE
PERIOD FROM OCTOBER 1, 2009 TO OCTOBER 31, 2009**

Name of Applicant: Peter J. Solomon Company

Authorized to Provide Professional Services as: Investment Banker and Financial Advisor to the Debtors

Date of Retention: *Nunc Pro Tunc* to June 16, 2009

Period for Which Compensation and Reimbursement is Sought: October 1, 2009 to October 31, 2009

Amount of Compensation Sought as Actual, Reasonable and Necessary: \$200,000.00

Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary: \$4,053.24

This Application includes 0.0 hours and \$0.00 in fees incurred in connection with the preparation of Fee Applications.

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 APPLICATIONS

			Requested		Approved and/or Paid	
	Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
1	8/13/09	06/16/09 – 07/31/09	\$200,000.00	\$7,859.65	Paid ^(b)	Paid ^(b)
2	9/15/09	08/01/09 – 08/31/09	\$200,000.00	\$0.00	Paid ^(b)	Paid ^(b)
3	10/08/09	09/01/09 – 09/30/09	\$200,000.00	\$29,946.05 ^(a)	Approved	Approved
4	11/09/09	10/01/09 – 10/31/09	\$200,000.00	\$4,053.24	Pending	Pending
TOTALS:			\$800,000.00	\$41,858.94	\$600,000.00	\$37,805.70

(a) Includes August and September Expenses.

(b) Less 20% holdback amount.

This is the Fourth Monthly Application.

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BUILDING MATERIALS HOLDING)	
CORPORATION, <i>et al.</i> , ¹)	Case No. 09-12074 (KJC)
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Debtors.)	Jointly Administered
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**FOURTH MONTHLY APPLICATION OF PETER J. SOLOMON COMPANY FOR
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PERIOD FROM OCTOBER 1, 2009 TO OCTOBER 31, 2009**

Pursuant to 11 U.S.C. section 105 and 328, Peter J. Solomon Company ("**PJS**")

hereby moves this Court for an Order awarding it reasonable compensation for professional services rendered as investment banker and financial advisor to the above-captioned debtors and debtors-in-possession (collectively, the "**Debtors**") in the amount of \$200,000.00 together with reimbursement for the period commencing October 1, 2009 through and including October 31, 2009 (the "**Fee Period**") and for actual and necessary expenses incurred in the amount of \$4,053.24 the period commencing October 1, 2009 through and including October 31, 2009 (the "**Expense Period**"). In support of its Application, PJS respectfully represents as follows:

1. PJS was employed *nunc pro tunc* to June 16, 2009 to represent the Debtors as investment banker and financial advisor in connection with these chapter 11 cases pursuant to

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.

an order entered by this Court on July 16, 2009 [Docket No. 240]. The order authorized PJS to be compensated on an monthly fee basis and to be reimbursed for actual and necessary expenses.

2. All services for which compensation is requested by PJS were performed for or on behalf of the Debtors.

SUMMARY OF SERVICES RENDERED

3. Attached hereto as *Exhibit A* is a detailed statement of fees incurred during the Fee Period, showing the amount of \$200,000.00 due for fees incurred during the period of October 1, 2009 through October 31, 2009. Attached hereto as *Exhibit B* is a detailed statement of expenses incurred during the Expense Period, October 1, 2009 through October 31, 2009, showing the amount of \$4,053.24 due for reimbursement of expenses.

4. The services rendered by PJS during the Fee Period are grouped into the categories set forth in *Exhibit A* attached hereto. The professionals who rendered services relating to each category are identified in *Exhibit A* attached hereto.

DISBURSEMENTS

5. PJS incurred out-of-pocket disbursements during the Expense Period in the amount of \$4,053.24. This disbursement sum is broken down into categories of charges, including, among other things, travel, taxi fares, lodging, legal, meals, word processing, copies / duplication, faxing, research / database, telephone / communications, courier services and shipping. A complete review by category of the expenses incurred during the Expense Period may be found in *Exhibit B* attached hereto.

6. Pursuant to Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware (the "*Local Rules*"), PJS represents that its rate for duplication is \$0.10 per page, its rate for outgoing

telecopier transmissions is \$1.00 per page (excluding related long distance charges), and there is no charge for incoming telecopier transmissions.

VALUATION OF SERVICES

7. Professionals of PJS have expended a total of 269.25 hours in connection with this matter during the Fee Period.

8. The amount of time spent by each of these persons providing services to the Debtors during the Fee Period is fully set forth in *Exhibit A* attached hereto. The reasonable value of the services rendered by PJS during the Fee Period as investment banker and financial advisor to the Debtors is \$200,000.00.

9. PJS believes that the time and expense entries included in Exhibits A and B attached hereto are in compliance with the requirements of Del. Bankr. LR 2016-2.

10. In accordance with the factors enumerated in 11 U.S.C. section 328, the amount requested is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

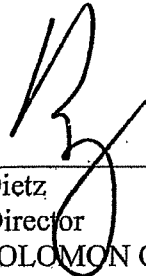
11. This Application covers the Fee Period and Expense Period from October 1, 2009 through and including October 31, 2009. PJS has and will continue to perform additional necessary services subsequent to October 31, 2009, for which PJS will file subsequent fee applications.

WHEREFORE, PJS respectfully requests that allowance be made to it in the sum of \$200,000.00 as compensation for necessary professional services rendered to the Debtors during the Fee Period, and the sum of \$4,053.24 for reimbursement of actual and necessary costs and expenses incurred during the Expense Period, and further requests such other and further relief as this Court may deem just and proper.

Dated:

Wilmington, Delaware

November [9], 2009



Bradley I. Dietz
Managing Director
PETER J. SOLOMON COMPANY
Investment Banker and Financial Advisor to the Debtors
and Debtors-in-Possession

VERIFICATION

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

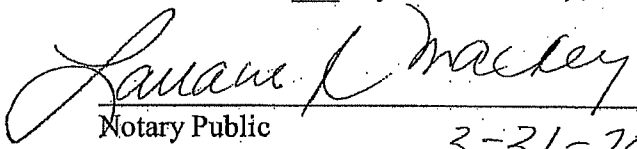
Bradley I. Dietz, after being duly sworn according to law, deposes and says:

1. I am a managing director in the applicant firm, Peter J. Solomon Company.
2. I have personally performed many of the services rendered by Peter J. Solomon Company as investment banker and financial advisor to the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the professionals 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.



BRADLEY I. DIETZ

SWORN TO AND SUBSCRIBED before me this 1 day of November, 2009.



Notary Public
My Commission Expires: 3-31-2011

LORRAINE R. MACKEY
NOTARY PUBLIC, STATE OF NEW YORK
No. 01MA5075288
Qualified in Nassau County
Commission Expires March 31, 2011

**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: November 24, 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 **Fourth Monthly Application of Peter J. Solomon Company for Allowance of Compensation and Reimbursement of Expenses as Investment Banker and Financial Advisor to the Debtors for the Period from October 1, 2009 to October 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 \$200,000.00 and expenses in the amount of \$4,053.24.

PLEASE TAKE FURTHER NOTICE that objections to the Application, if any, must be filed on or before **November 24, 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

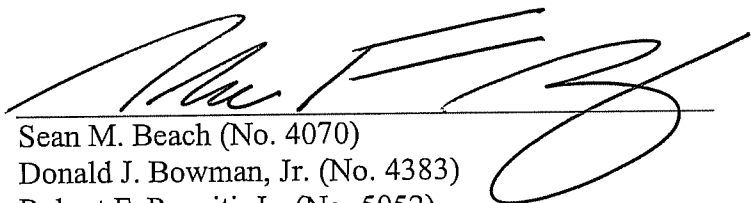
¹ If applicable, the Debtors, along with the last four digits of each Debtor's tax identification number, and chapter 11 case number, are as follows: Building Materials Holding Corporation (4269) Case No. 09-12074, BMC West Corporation (0454) Case No. 09-12075, SelectBuild Construction, Inc. (1340) Case No. 09-12076, SelectBuild Northern California, Inc. (7579) Case No. 09-12077, Illinois Framing, Inc. (4451) Case No. 09-12078, C Construction, Inc. (8206) Case No. 09-12079, TWF Construction, Inc. (3334) Case No. 09-12080, H.N.R. Framing Systems, Inc. (4329) Case No. 09-12081, SelectBuild Southern California, Inc. (9378) Case No. 09-12082, SelectBuild Nevada, Inc. (8912) Case No. 09-12083, SelectBuild Arizona, LLC (0036) Case No. 09-12084, and SelectBuild Illinois, LLC (0792) Case No. 09-12085. The mailing address for the Debtors is 720 Park Boulevard, Suite 200, Boise, Idaho 83712.

200, Boise, ID 83712 (Attn.: Paul S. Street); (ii) counsel to the Debtors: (a) Gibson, Dunn & Crutcher LLP, 200 Park Avenue, New York, NY 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, DE 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, DE 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, DE 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, CA 94105 (Attn.: Kevin B. Fisher) and (b) Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, DE 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
November 9, 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*)
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Facsimile: (214) 571-2900

ATTORNEYS FOR THE DEBTORS
AND DEBTORS-IN-POSSESSION

EXHIBIT A

November 6, 2009

Building Materials Holding Corporation
Four Embarcadero Center, Suite 3250
San Francisco, CA 94111

Attention: William M. Smartt
Senior Vice President and Chief Financial Officer

INVOICE

Fee amount due for the month of October 2009 per section 3(b) of Engagement Letter dated March 31, 2009:		\$200,000.00
Less fee holdback amount, 20%		<u>40,000.00</u>
Net fee amount		160,000.00
Out-of-pocket expenses for the period October 1, 2009 through October 31, 2009:		
Research and copies	\$1,920.67	
Travel and meetings	2,051.63	
Conference calls	<u>80.94</u>	<u>4,053.24</u>
Amount due upon receipt		<u>\$164,053.24</u>

Please remit payment by wire transfer in U.S. Dollars to:

Bank of America
1185 Avenue of the Americas
New York, NY 10036
ABA # 026 009 593 (ACH transfers, use # 021 000 322)
For further credit to: **Peter J. Solomon, L.P.**
Account number 94292 62215

HOURS BY PROJECT CATEGORY

Category	Hours
Preparation / Review of Court Filings (B001)	19.50
Capital Structure Review and Analysis (B002)	0.00
Financing, Including DIP and Exit Financing (B003)	76.75
Valuation Analysis (B004)	53.00
Creditor Committee Updates (B005)	64.25
Business Operations Analysis (B006)	7.50
Miscellaneous (B007)	4.50
Board / Company Calls and Meetings (B008)	37.00
Third Party M&A Activity (B009)	6.75
TOTAL HOURS:	269.25

INDIVIDUALS RENDERING SERVICES

Individual	Position	Hours
Bradley I. Dietz	Managing Director	96.25
Paul Croci	Associate Director	100.00
Paul Guarino	Associate	73.00
Total		269.25

BMHC Hourly Detail

BMHC - Summary of Hours Month Ending October 31, 2009						
PJSC Code	Professional	Date	Hours	Code	Category	Explanation
BD	Brad Dietz	10/1/2009	1.5	12	Board & Company Meetings / Calls	Prep materials for board update call
BD	Brad Dietz	10/1/2009	1.3	12	Board & Company Meetings / Calls	Board update call
BD	Brad Dietz	10/1/2009	3.0	1	Preparation / Review of Court Filings	Review documents, liquidation analysis, feasibility for amended filing
BD	Brad Dietz	10/1/2009	1.0	3	Financing Including DIP and Exit Financing	Review exit financing letters, begin prep for rating agency presentation
BD	Brad Dietz	10/2/2009	1.5	7	Creditor Committee Updates	Discussion w/ESB re: liquidation analysis
BD	Brad Dietz	10/2/2009	1.0	13	Third Party M&A	Arrangements for Plan Sponsor visit to SF
BD	Brad Dietz	10/2/2009	2.0	7	Creditor Committee Updates	Review all documents and materials sent to committee
BD	Brad Dietz	10/4/2009	0.5	11	Misc	FA
BD	Brad Dietz	10/5/2009	2.0	11	Misc	Call w/professionals and company mgmt re: committee discovery request
BD	Brad Dietz	10/5/2009	2.5	11	Creditor Committee Updates	Committee discovery request
BD	Brad Dietz	10/6/2009	4.0	4	Valuation Analysis	Review committee objections and prepare for disclosure statement hearing
BD	Brad Dietz	10/6/2009	0.5	13	Third Party M&A	Review feasibility and liquidation analysis for revised bank deal
BD	Brad Dietz	10/6/2009	0.5	13	Third Party M&A	Call w/GT re: Plan Sponsor trip to SF
BD	Brad Dietz	10/6/2009	0.5	13	Third Party M&A	Call w/Bill Smartt and WF re: rating agency requirement for exit revolver
BD	Brad Dietz	10/6/2009	0.5	13	Third Party M&A	Call w/Wells, GT and Plan Sponsor re: revised offer
BD	Brad Dietz	10/6/2009	1.0	12	Board & Company Meetings / Calls	Daily update call w/mgmt on disclosure statement, M&A process, financing commit
BD	Brad Dietz	10/7/2009	4.5	1	Preparation / Review of Court Filings	Travel to Delaware and disclosure statement hearing
BD	Brad Dietz	10/7/2009	0.5	12	Board & Company Meetings / Calls	Daily mgmt call
BD	Brad Dietz	10/7/2009	0.8	7	Creditor Committee Updates	Recovery analysis and production of proposal letters related to UCC discovery request
BD	Brad Dietz	10/8/2009	1.0	13	Third Party M&A	Review updated Plan Sponsor proposal
BD	Brad Dietz	10/8/2009	1.0	8	Business Operations Analysis	Arrangements w/Fenland to review SERP alternatives w/committees
BD	Brad Dietz	10/8/2009	2.0	7	Creditor Committee Updates	Prep liquidation analysis, feasibility for discussion w/UCC (blacklines, note all changes)
BD	Brad Dietz	10/10/2009	2.0	7	Creditor Committee Updates	Prep for UCC mtg on 10/12
BD	Brad Dietz	10/11/2009	2.0	7	Creditor Committee Updates	Prep for UCC mtg on 10/12
BD	Brad Dietz	10/12/2009	5.0	7	Creditor Committee Updates	Mtg w/UCC professionals re: liquidation, feasibility, 3rd party offers
BD	Brad Dietz	10/12/2009	2.0	7	Creditor Committee Updates	Discovery requirements for UCC
BD	Brad Dietz	10/13/2009	2.0	4	Valuation Analysis	Claims analysis for liquidation
BD	Brad Dietz	10/14/2009	1.0	12	Board & Company Meetings / Calls	Participate in mgmt professionals update call
BD	Brad Dietz	10/14/2009	0.8	13	Third Party M&A	Call w/GT re: Plan Sponsors' options
BD	Brad Dietz	10/15/2009	2.0	4	Valuation Analysis	Complete updated liquidation analysis for refiling on 16th
BD	Brad Dietz	10/15/2009	1.0	12	Board & Company Meetings / Calls	Conference call on corporate governance newsc
BD	Brad Dietz	10/15/2009	1.0	7	Creditor Committee Updates	SERP call w/UCC
BD	Brad Dietz	10/16/2009	1.0	12	Board & Company Meetings / Calls	Conference call re: open issues w/mgmt and GDC: liquidation, feasibility, UCC litigation
BD	Brad Dietz	10/16/2009	1.5	4	Valuation Analysis	Finalize liquidation analysis for filing revised disclosure statement
BD	Brad Dietz	10/17/2009	3.0	3	Financing Including DIP and Exit Financing	Review first draft of exit facilities credit agreement
BD	Brad Dietz	10/19/2009	2.0	3	Financing Including DIP and Exit Financing	Review and comment exit facilities credit agreement
BD	Brad Dietz	10/19/2009	0.5	12	Board & Company Meetings / Calls	Call w/GD re: status of unsecured negotiations w/banks
BD	Brad Dietz	10/19/2009	0.5	4	Valuation Analysis	Review changes to liquidation analysis, sources/uses w/CreditGuarIn
BD	Brad Dietz	10/20/2009	2.0	3	Financing Including DIP and Exit Financing	Rework covenants in exit facility
BD	Brad Dietz	10/20/2009	0.5	13	Third Party M&A	Call w/HIG re: alternative structure
BD	Brad Dietz	10/20/2009	0.5	13	Third Party M&A	Call w/Wells Fargo re: covenants, settlement with unsecureds and Plan Sponsor
BD	Brad Dietz	10/20/2009	1.0	12	Board & Company Meetings / Calls	Various other communication w/mgmt re: open issues
BD	Brad Dietz	10/20/2009	0.5	3	Financing Including DIP and Exit Financing	Changes to plan docs and coordination with GD re: changes to credit agreement draft
BD	Brad Dietz	10/21/2009	0.5	13	Third Party M&A	Call w/Plan Sponsor re: due diligence and status of proposal w/banks
BD	Brad Dietz	10/21/2009	3.0	12	Board & Company Meetings / Calls	Meeting at GD w/professionals re exit
BD	Brad Dietz	10/22/2009	1.0	3	Financing Including DIP and Exit Financing	Discussion w/lenders re: covenant set for exit facilities
BD	Brad Dietz	10/22/2009	2.5	3	Financing Including DIP and Exit Financing	Exit facility commitment letter/addendum and credit docs
BD	Brad Dietz	10/25/2009	3.0	3	Financing Including DIP and Exit Financing	Review credit docs and exhibits
BD	Brad Dietz	10/26/2009	2.0	3	Financing Including DIP and Exit Financing	Review and comment on exit facilities docs
BD	Brad Dietz	10/27/2009	1.0	3	Financing Including DIP and Exit Financing	Call w/lenders re: covenants and exit facility
BD	Brad Dietz	10/27/2009	2.0	3	Financing Including DIP and Exit Financing	Review covenants and forecast subsequent to lender call re: covenants
BD	Brad Dietz	10/28/2009	3.0	3	Financing Including DIP and Exit Financing	Credit agreement documents and covenants
BD	Brad Dietz	10/28/2009	5.0	3	Financing Including DIP and Exit Financing	Travel to San Francisco for lender negotiations

BD	Brad Dietz	10/28/2009	6.0	3	Financing Including DIP and Exit Financing	Negotiation of credit agreement
BD	Brad Dietz	10/30/2009	2.0	12	Board & Company Meetings / Calls	Prepare board materials re: credit agreement
BD	Brad Dietz	10/30/2009	1.0	12	Board & Company Meetings / Calls	Board call re: exit financing
PC	Paul Croci	10/1/2009	3.5	12	Board & Company Meetings / Calls	Board update call and prep
PC	Paul Croci	10/1/2009	3.0	4	Valuation Analysis	adjusted liquidation and feasibility analysis
PC	Paul Croci	10/2/2009	1.0	7	Creditor Committee Updates	Discussion with ESB on liquidation analysis
PC	Paul Croci	10/4/2009	0.5	7	Creditor Committee Updates	call with professionals re UCC discovery request
PC	Paul Croci	10/5/2009	2.5	4	Valuation Analysis	financial modeling revised feasibility and liquidation analysis
PC	Paul Croci	10/5/2009	1.0	1	Preparation / Review of Court Filings	prep for disclosure statement hearing
PC	Paul Croci	10/6/2009	5.5	4	Valuation Analysis	Revised feasibility and liquidation analysis
PC	Paul Croci	10/7/2009	10.0	1	Preparation / Review of Court Filings	travel to Delaware for Disclosure Statement hearing
PC	Paul Croci	10/8/2009	3.5	7	Creditor Committee Updates	prep of offer letter info for UCC
PC	Paul Croci	10/9/2009	4.0	7	Creditor Committee Updates	revised UCC materials
PC	Paul Croci	10/9/2009	1.0	3	Financing Including DIP and Exit Financing	call with GT re covenants
PC	Paul Croci	10/9/2009	1.5	4	Valuation Analysis	call with GD re liquidation analysis
PC	Paul Croci	10/9/2009	7.0	7	Creditor Committee Updates	revised materials for UCC meeting
PC	Paul Croci	10/12/2009	2.5	7	Creditor Committee Updates	Pre UCC meeting with professionals
PC	Paul Croci	10/12/2009	3.0	7	Creditor Committee Updates	meeting with UCC professionals re liquidation, feasibility and revised plan
PC	Paul Croci	10/12/2009	1.0	12	Board & Company Meetings / Calls	post meeting debrief with professionals
PC	Paul Croci	10/13/2009	-5.0	3	Financing Including DIP and Exit Financing	prepared covenant case description and slides for lenders
PC	Paul Croci	10/14/2009	3.0	7	Creditor Committee Updates	Unsecured claims reconciliation
PC	Paul Croci	10/14/2009	0.5	8	Business Operations Analysis	call with BMHC management to review covenant case
PC	Paul Croci	10/14/2009	1.0	12	Board & Company Meetings / Calls	call with advisors
PC	Paul Croci	10/14/2009	2.5	3	Financing Including DIP and Exit Financing	prep and call with GT re covenant case
PC	Paul Croci	10/15/2009	4.5	4	Valuation Analysis	Revised liquidation and feasibility analysis
PC	Paul Croci	10/15/2009	1.0	7	Creditor Committee Updates	SERP call with UCC professionals
PC	Paul Croci	10/16/2009	1.0	12	Board & Company Meetings / Calls	update call with management and advisors
PC	Paul Croci	10/16/2009	1.0	4	Valuation Analysis	call with York/Johnson re liquidation analysis footnotes
PC	Paul Croci	10/17/2009	2.0	3	Financing Including DIP and Exit Financing	review and comment on exit credit facility docs
PC	Paul Croci	10/19/2009	3.0	8	Business Operations Analysis	Feasibility changes for UCC comments
PC	Paul Croci	10/19/2009	1.0	7	Creditor Committee Updates	SERP call with UCC advisors
PC	Paul Croci	10/20/2009	3.0	3	Financing Including DIP and Exit Financing	rework covenants
PC	Paul Croci	10/20/2009	0.5	12	Board & Company Meetings / Calls	Update call with management / advisors
PC	Paul Croci	10/21/2009	4.0	3	Financing Including DIP and Exit Financing	covenant negotiations and analysis
PC	Paul Croci	10/22/2009	4.5	4	Valuation Analysis	Revised liquidation and feasibility analysis
PC	Paul Croci	10/27/2009	2.0	3	Financing Including DIP and Exit Financing	review credit agreement
PC	Paul Croci	10/27/2009	2.5	3	Financing Including DIP and Exit Financing	prep and call on liquidity covenants with GT
PC	Paul Croci	10/28/2009	1.0	12	Board & Company Meetings / Calls	update call with A&M
PC	Paul Croci	10/28/2009	3.0	3	Financing Including DIP and Exit Financing	Covenant and credit doc calls and discussion
PC	Paul Croci	10/30/2009	3.5	12	Board & Company Meetings / Calls	prep for and actual board call re revised covenants and exit financing
PG	Paul Guarino	10/1/2009	3.0	12	Board & Company Meetings / Calls	Board Update Call / Preparation of materials
PG	Paul Guarino	10/1/2009	2.0	4	Valuation Analysis	Revised Liquidation / Feasibility
PG	Paul Guarino	10/2/2009	1.0	7	Creditor Committee Updates	Call with UCC walking through Liquidation
PG	Paul Guarino	10/5/2009	1.0	1	Preparation / Review of Court Filings	Disclosure Statement Review
PG	Paul Guarino	10/6/2009	5.0	4	Valuation Analysis	Revised Liquidation / Feasibility
PG	Paul Guarino	10/8/2009	1.0	12	Board & Company Meetings / Calls	Bank Reporting Call
PG	Paul Guarino	10/8/2009	1.0	13	Third Party M&A	Plan Sponsor recovery Summary Update
PG	Paul Guarino	10/8/2009	1.0	7	Creditor Committee Updates	Preparing Offer Document Summary for UCC
PG	Paul Guarino	10/9/2009	1.0	11	Misc	Call on Document Discovery Filing
PG	Paul Guarino	10/9/2009	4.0	7	Creditor Committee Updates	UCC Deck / Liquidation Materials preparation
PG	Paul Guarino	10/9/2009	1.0	3	Financing Including DIP and Exit Financing	Call with GT re Covenants
PG	Paul Guarino	10/9/2009	0.5	3	Financing Including DIP and Exit Financing	Covenant Case call with Rourke
PG	Paul Guarino	10/11/2009	1.0	11	Misc	Document Review Call with York
PG	Paul Guarino	10/11/2009	1.0	7	Creditor Committee Updates	Preparing UCC materials for Mon mtg
PG	Paul Guarino	10/12/2009	1.0	7	Creditor Committee Updates	Pre-adviser meeting before UCC mtg
PG	Paul Guarino	10/12/2009	4.5	7	Creditor Committee Updates	UCC Mtg
PG	Paul Guarino	10/13/2009	4.0	3	Financing Including DIP and Exit Financing	Covenant case materials preparation
PG	Paul Guarino	10/14/2009	1.0	12	Board & Company Meetings / Calls	Adviser Call - A&M, Stroel, Rosenthal
PG	Paul Guarino	10/14/2009	3.0	4	Valuation Analysis	Unsecured Claims review / Work
PG	Paul Guarino	10/14/2009	0.5	12	Board & Company Meetings / Calls	Covenant case call with management
PG	Paul Guarino	10/14/2009	0.5	3	Financing Including DIP and Exit Financing	Call with GT on Covenant Case
PG	Paul Guarino	10/14/2009	0.5	3	Financing Including DIP and Exit Financing	Call with Smarth / Rourke - Covenant Case
PG	Paul Guarino	10/14/2009	0.5	3	Financing Including DIP and Exit Financing	Call with Sven Johnson - Covenant Case
PG	Paul Guarino	10/15/2009	4.5	4	Valuation Analysis	Revised Liquidation / Feasibility
PG	Paul Guarino	10/16/2009	1.0	12	Board & Company Meetings / Calls	BMHC Update Call - Advisors / Company
PG	Paul Guarino	10/16/2009	1.0	4	Valuation Analysis	Liquidation Analysis update for Revised Claims Est.
PG	Paul Guarino	10/16/2009	1.0	7	Creditor Committee Updates	Work for UCC Discovery request
PG	Paul Guarino	10/19/2009	3.5	7	Creditor Committee Updates	UCC comments to Disclosure Statement
PG	Paul Guarino	10/20/2009	0.5	12	Board & Company Meetings / Calls	Call with York, Rosenthal Dietz and Croci
PG	Paul Guarino	10/20/2009	0.5	3	Financing Including DIP and Exit Financing	Call with GT
PG	Paul Guarino	10/20/2009	2.0	3	Financing Including DIP and Exit Financing	Covenant Review / Update
PG	Paul Guarino	10/20/2009	0.8	12	Board & Company Meetings / Calls	Adviser call on UCC update
PG	Paul Guarino	10/21/2009	0.5	3	Financing Including DIP and Exit Financing	Call with GT - Covenant Related
PG	Paul Guarino	10/21/2009	0.5	3	Financing Including DIP and Exit Financing	Call with GD - Covenant Related
PG	Paul Guarino	10/21/2009	1.0	4	Valuation Analysis	Update Liquidation / Feasibility for new Proposal

PG	Paul Guarino	10/22/2009	1.5	4	Valuation Analysis	Update Liquidation / Feasibility for new Proposal
PG	Paul Guarino	10/22/2009	0.5	4	Valuation Analysis	Call with GD for Liquidation / Feasibility
PG	Paul Guarino	10/26/2009	0.5	8	Business Operations Analysis	Work on Cash balance projections
PG	Paul Guarino	10/26/2009	0.5	8	Business Operations Analysis	Call with Roure on Cash balance
PG	Paul Guarino	10/27/2009	1.0	3	Financing Including DIP and Exit Financing	Covenant Call with Exit Lenders & GT
PG	Paul Guarino	10/27/2009	0.5	3	Financing Including DIP and Exit Financing	Covenant Call with GT
PG	Paul Guarino	10/27/2009	0.5	3	Financing Including DIP and Exit Financing	Covenant Analysis
PG	Paul Guarino	10/27/2009	0.8	3	Financing Including DIP and Exit Financing	Adviser Call re Covenants
PG	Paul Guarino	10/28/2009	1.0	4	Valuation Analysis	Cash balance / DIP work with Roure
PG	Paul Guarino	10/28/2009	1.0	8	Business Operations Analysis	Adviser Call re Covenants
PG	Paul Guarino	10/28/2009	1.5	12	Board & Company Meetings / Calls	Preparation of Board Materials re Comm. Letter
PG	Paul Guarino	10/29/2009	1.5	12	Board & Company Meetings / Calls	Call with A&M / GD / Dietz
PG	Paul Guarino	10/30/2009	1.0	8	Business Operations Analysis	Call with Roure re Wind-down units
PG	Paul Guarino	10/30/2009	1.0	4	Valuation Analysis	Liquidity Covenant Analysis
PG	Paul Guarino	10/30/2009	1.5	3	Financing Including DIP and Exit Financing	Call with Exit Lenders
PG	Paul Guarino	10/30/2009	1.0	3	Financing Including DIP and Exit Financing	Board Call re Comm. Letter Addendum
PG	Paul Guarino	10/31/2009	1.0	3	Financing Including DIP and Exit Financing	Adviser Call re Covenants
PG	Paul Guarino	10/31/2009	1.0	3	Financing Including DIP and Exit Financing	Liquidity Covenant Analysis

Professional	Total Hours	Activity #	Project Description	Total Hours
Anders Maxwell	0.00	1	Preparation / Review of Court Filings	19.50
Brad Dietz	68.25	2	Capital Structure Review and Analysis	0.00
Paul Croci	100.00	3	Financing Including DIP and Exit Financing	76.75
Paul Guarino	73.00	4	Valuation Analysis	53.00
		5	Valuation Hearing - Preparation and Attendance	0.00
		6	Expert Report / Rebuttal Report Preparation	0.00
		7	Creditor Committee Updates	64.25
		8	Business Operations Analysis	7.50
		9	Plan and Disclosure Statement Analysis	0.00
		10	Court Hearings	0.00
		11	Misc	4.50
		12	Board & Company Meetings / Calls	37.00
		13	Third Party M&A	6.75
TOTAL	269.25			

EXHIBIT B

BMHC

October 1 - 31, 2009

Travel	\$351.22
Taxis	\$843.57
Hotel	\$0.00
Lodging	\$0.00
Miscellaneous	\$76.25
Legal	\$0.00
Meals	\$780.59
Word Processing	\$0.00
Duplicating	\$592.60
Faxing	\$0.00
Research/Database	\$1,328.07
Telephone/Communications	\$80.94
Courier Services	\$0.00
Shipping	\$0.00
Total Billable Expenses:	\$4,053.24

Total expenses for the month: ***\$4,053.24***

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

In re:

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

Debtors.

Chapter 11

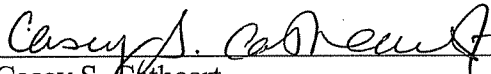
Case No. 09-12074 (KJC)

Jointly Administered

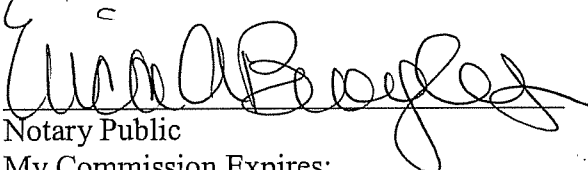
AFFIDAVIT OF SERVICE

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 November 9, 2009, she caused (i) a copy of the **Fourth Monthly Application of Peter J. Solomon Company for Allowance of Compensation and Reimbursement of Expenses as Investment Banker and Financial Advisor to the Debtors for the Period from October 1, 2009 to October 31, 2009** to be served as indicated upon the parties identified in Exhibit A and (ii) a copy of the **Notice of Peter J. Solomon Company's Fourth Monthly Application** to be served as indicated upon the parties identified in Exhibit B.


Casey S. Cathcart

SWORN TO AND SUBSCRIBED before me this 9th day of October, 2009.


Notary Public
My Commission Expires:

**ERICA A. BROYLES
NOTARY PUBLIC
STATE OF DELAWARE
My commission expires Sept. 6, 2013**

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
11/9/2009

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EXHIBIT B

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