

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
BUILDING MATERIAL HOLDING)	Case No. 09-12074 (KJC)
CORPORATION, <i>et al.</i> ,)	
)	
Debtors)	Objection Deadline: November 30, 2009 at 4:00
)	p.m. (ET)
)	

**FOURTH APPLICATION OF BENESCH, FRIEDLANDER, COPLAN &
ARONOFF LLP FOR INTERIM COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES AS DELAWARE COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM
OCTOBER 1, 2009 THROUGH OCTOBER 31, 2009**

Name of Applicant:	Benesch Friedlander Coplan & Aronoff LLP
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors
Date of Retention:	June 26, 2009
Period for which Compensation and Reimbursement of Expenses is Sought	October 1, 2009 through October 31, 2009
Amount of Compensation Sought as Actual, Reasonable, and Necessary	\$27,183.00
Amount of Expense Reimbursement Sought As Actual, Reasonable, and Necessary:	\$201.53 ¹

This is an interim application.

No time expended for preparation of this fee application is requested herein but will be requested in Applicant's subsequent fee applications.

¹ Applicant has determined that its First Monthly Fee Application [Docket No. 556] and Second Monthly Fee Application [Docket No. 643] previously filed with the Court included expense reimbursement requests for copy charges at \$0.20 per page rather than the \$0.10 per page required by Local Bankruptcy Rule 2016-2(e). The aggregate expense amount previously requested by Applicant which exceeds the \$0.10 per page copy limit is \$104.24. Accordingly, Applicant has reduced its expense reimbursement requested herein by \$104.24.

PREVIOUSLY FILED FEE APPLICATIONS

Fee Application Filed	Total Fees Requested	Total Expenses Requested	Certification of No Objection Filed	Allowed Fees	Allowed Expenses
09/02/09 [Docket No. 556] 6/26/09 – 7/31/09	\$26,405.50	\$300.08	Filed 9/29/09 [Docket No. 671]	\$21,124.40	\$300.08
9/18/09 [Docket No. 643] 8/1/09 – 8/31/09	\$13,029.00	\$50.51	Filed 10/9/09 [Docket No. 733]	\$10,423.20	\$50.51
10/23/09 [Docket No. 770] 9/1/09 – 9/30/09	\$15,119.00	\$1,083.79	Filed 11/11/09 [Docket No. 858]	\$12,095.20	\$1,083.79
Totals:	\$54,553.50	\$1,434.38		\$43,642.80	\$1,434.38

TIMEKEEPER SUMMARY

Name of Professional	Position with the Applicant and Number of Years in that position	Hourly Billing Rate ²	Total Billed Hours	Total Compensation
Bradford J. Sandler, Esquire	Partner since 2007. Admitted to DE Bar in 2001, Member of PA Bar since 1996, Member of NJ Bar since 1995.	\$590.00	38.20	\$22,538.00
Jennifer R. Hoover, Esquire	Associate since 2007. Member of the DE bar since 2007. Member of PA bar since 2001.	\$360.00	1.00	\$360.00
Jennifer E. Smith, Esquire	Associate since 2009. Member of DE bar since 2009.	\$240.00	5.40	\$1,296.00
Lisa M. Behra, Paralegal	N/A	\$190.00	3.70	\$703.00
Elizabeth Hein, Paralegal	N/A	\$230.00	9.60	\$2,208.00
Michelle Rennalls, Paralegal	N/A	\$195.00	0.40	\$78.00

² Per Applicant's customary practice, professionals' hourly rates increased effective October 1, 2009.

TOTAL HOURS BILLED: 58.30

TOTAL COMPENSATION: \$27,183.00

BLENDED RATE: \$466.26

COMPENSATION BY PROJECT CATEGORY

PROJECT CATEGORY	Total Cumulative Hours 06/26/09 – 09/30/09	Total Hours 10/01/09 – 10/31/09	Total Cumulative Fees 06/26/09 – 09/30/09	Total Fees 10/01/09 – 10/31/09
02-Reclamation Claims	0.70	0.00	\$374.50	\$0.00
03-Case Administration	35.70	21.20	\$15,713.50	\$10,258.00
04-Financing	3.60	1.00	\$1,800.00	\$590.00
05-Firm Retention/Fees	14.40	5.50	\$4,463.50	\$2,085.00
06-Other Professionals Retention/Fees	19.30	4.10	\$8,641.50	\$1,883.00
07-Business Operations	5.80	1.20	\$3,103.00	\$708.00
08-Use/Adequate Protection/Relief from Stay	3.60	1.10	\$1,926.00	\$649.00
09-Executory Contracts/Unexpired Personal Property Leases	3.20	0.80	\$1,712.00	\$472.00
10-Real Estate Leases	1.50	0.50	\$802.50	\$295.00
11-Asset Disposition/Sale	2.00	0.00	\$1,070.00	\$0.00
12-Employee Issues	0.40	0.40	\$214.00	\$236.00
13-Tax	0.00	0.00	\$0.00	\$0.00
14-Environmental	0.00	0.00	\$0.00	\$0.00
15-General Claims Matters	5.50	1.50	\$2,623.50	\$885.00
16-Plan and Disclosure Statement	18.70	21.00	\$8,635.50	\$9,122.00
17-Travel	0.00	0.00	\$0.00	\$0.00
18-Litigation	5.00	0.00	\$2,297.00	\$0.00
19-Utilities	1.10	0.00	\$588.50	\$0.00
20-503(b)(9) Claims	1.10	0.00	\$588.50	\$0.00
Totals	121.60	58.30	\$54,553.50	\$27,183.00

EXPENSE SUMMARY

EXPENSE CATEGORY	SERVICE PROVIDER	CUMULATIVE TOTAL EXPENSES 06/26/09 – 09/30/09	TOTAL EXPENSES 10/01/09 – 10/31/09
Photocopying	In-house	\$464.24	\$83.90
Parcels, Inc. (Copy Service/Courier/E- filing)	Parcels, Inc.	\$759.89	\$67.50
Delivery	Federal Express	\$153.52	\$153.67
Long Distance		\$1.05	\$0.70
Postage		\$0.00	\$0.00
Filing Fees		\$50.00	\$0.00
Computer Research	Westlaw/Pacer	\$5.68	\$0.00
Conference Calls		\$0.00	\$0.00
Transcripts		\$0.00	\$0.00
Facsimile		\$0.00	\$0.00
Total		\$1,434.38	\$305.77³

³ Amount does not reflect reduction in expenses as referenced in footnote 1 to this Application.

UNITED STATES BANKRUPTCY COURT
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In re:)	Chapter 11
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BUILDING MATERIAL HOLDING)	Case No. 09-12074 (KJC)
CORPORATION, et al.,)	
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Debtors)	Objection Deadline: November 30, 2009 at 4:00
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**FOURTH APPLICATION OF BENESCH, FRIEDLANDER, COPLAN &
ARONOFF LLP FOR INTERIM COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES AS DELAWARE COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM
OCTOBER 1, 2009 THROUGH OCTOBER 31, 2009**

Pursuant to 11 U.S.C. §§ 327 and 1103 and Rule 2014 of the Federal Rules of Bankruptcy Procedure, the law firm of Benesch Friedlander Coplan & Aronoff LLP (hereinafter “BFCA”) hereby submits its Fourth Application for Interim Compensation for Services Rendered and Reimbursement of Expenses as Delaware Counsel to the Official Committee of Unsecured Creditors for the Period from October 1, 2009 through October 31, 2009 (the “Fee Period”) for professional legal services rendered as counsel to the Official Committee of Unsecured Creditors of Building Material Holding Corporation., *et al.* (the “Debtors”). In support of its application, BFCA respectfully represents as follows:

1. On June 16, 2009, the Debtors filed with this Court Voluntary Petitions for relief under Chapter 11 of the Bankruptcy Code. Pursuant to sections 1107(a) and 1108 of the Bankruptcy Code, the Debtors were operating their businesses and managing their properties as debtors-in-possession.

2. On June 26, 2009, the United States Trustee appointed the Official Committee of Unsecured Creditors in the Debtors' chapter 11 cases (the "Creditors' Committee" or "Committee").

3. On July 29, 2009, the Creditors' Committee filed an Application to employ BFCA as its Delaware counsel. The Bankruptcy Court entered an Order on August 11, 2009 employing BFCA as Delaware Counsel to the Creditors' Committee effective as of June 26, 2009.

SUMMARY OF SERVICES RENDERED

4. BFCA has rendered professional legal services to the Creditors' Committee on a regular basis during the Fee Period, including:

- (a) providing legal advice with respect to the Committee's powers and duties with respect to the management of properties of the Estates;
- (b) taking necessary action to protect and preserve the Debtors' Estates;
- (c) preparing, presenting and responding to, on behalf of the Committee, necessary applications, motions, answers, orders, reports and other legal papers in connection with the administration of the Debtors' Estates in these cases;
- (d) performing any other legal services for the Committee, in connection with these Chapter 11 cases, except those requiring specialized expertise that BFCA is not qualified to render and for which special counsel has been or will be retained.

SUMMARY OF SERVICES BY PROJECT

5. To assist the Court in its review of the fees sought by Applicant, BFCA has separated its time entries into the project categories set forth below. The attorneys and paraprofessionals that have rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category in attachments hereto.

(03) Case Administration - (Fees: \$10,258.00 – Total Hours: 21.20)

This category represents time spent on ministerial matters arising in this case, such as file

organization, notices of various events, scheduling hearings or conference calls. This category captures time spent updating dockets, calendars and files.

(04) Financing - (Fees: \$590.00 – Total Hours: 1.00)

This category represents time used regarding funding for post-petition or post-confirmation operations, such as, use of cash collateral, DIP financing, post-confirmation financing.

(05) Firm Retention/Fees – (Fees: \$2,085.00 -- Total Hours: 5.50)

This category represents time spent preparing and coordinating application for employment and fee applications for applicant.

(06) Other Professionals Retention/Fees - (Fees: \$1,883.00 – Total Hours: 4.10)

This category represents time spent preparing and coordinating applications for employment and fee applications for other professionals in these cases.

(07) Business Operations – (Fees: \$708.00 – Total Hours: 1.20)

This category represents time spent attending to matters relating to the operation of the Debtors' businesses, including due diligence, regulatory and license issues, insurance matters and ordinary course professional issues.

(08) Use/Adequate Protection/Relief from Stay – (Fees: \$649.00 – Total Hours: 1.10)

This category covers issues relative to Debtors' use of property in which other parties have an interest, including adequate protection and relief from stay issues, recoupment and set off issues.

(09) Executory Contracts/Unexpired Personal Property Leases – (Fees: \$472.00 – Total Hours: 0.80)

This category covers time used on issues regarding executory contracts, motions for assumption or rejection, any unexpired personal property leases, § 365(d)(4)(1) motions to

extend time for performance of obligations thereunder, etc.

(10) Real Estate Leases – (Fees: \$295.00 – Total Hours: 0.50)

This category covers issues regarding unexpired real estate leases, including motions for assumption or rejection, motions to extend time for assumption and rejection, etc.

(12) Employee Issues – (Fees: \$236.00 – Total Hours: 0.40)

This matter covers time dealing with Debtors' employees, such as, priority wage claims, employee benefit claims, pensions, collective bargaining agreement issues, termination issues, reimbursement of expenses issues, employee claims, etc.

(15) General Claims Matters – (Fees: \$885.00 – Total Hours: 1.50)

This category captures time spent in all other claims matters including review and objections thereto.

(16) Plan and Disclosure Statement – (Fees: \$9,122.00 – Total Hours: 21.00)

This category involves all issues regarding plans of reorganization and disclosure statements.

DISBURSEMENTS

6. BFCA has incurred total out of pocket disbursements during the Fee Period in the amount of \$201.53 (as reduced). This disbursement sum is broken down into categories of charges and is included in attachments hereto.

7. BFCA represents as follows with regard to its charges for actual and necessary costs and expenses during the Fee Period:

(a) Copy charges are \$.10 per page, which charge is reasonable and customary in the legal industry representing costs of copy materials, outside service costs, acquisition, maintenance, storage and operation of copy machines and copy center, together with a margin for recovery of lost expenditures.

(b) Incoming facsimiles are not billed.

(c) Outgoing facsimiles are billed at the rate of \$1.00 per page. The cost represents operator time, maintaining several dedicated facsimile telephone lines, supplies and equipment, and includes a margin for recovery of lost expenditures.

VALUATION OF SERVICES

8. Attorneys and paraprofessionals of BFCA have expended a total of 58.30 hours in connection with this matter during the Fee Period. A detailed breakdown of the hours spent and services performed by such attorneys and paraprofessionals is set forth in attachments hereto.

9. The nature of the work performed by these persons is fully set forth in the attachments contained in this Application. The rates charged are BFCA's normal hourly rates for work of this character. The reasonable value of the services rendered by BFCA to the Committee during the Fee Period is \$27,183.00.

10. At all relevant times, BFCA has been a disinterested person as that term is defined in § 101(14) of the Bankruptcy Code and has not represented nor held any interest adverse to the interest of the Creditors' Committee.

11. BFCA has reviewed the requirements of Local Bankruptcy Rule 2016-2 and believes that this Application complies with the requirements of same.

12. All services for which compensation is requested by BFCA were performed for or on behalf of the Creditors' Committee, and not on behalf of the Debtors or other persons. There is no agreement or understanding between BFCA and any other persons, other than members of the firm, for the sharing of compensation to be received for services rendered in these cases.

13. In accordance with the factors enumerated in 11 U.S.C. § 330, the amount requested is fair and reasonable given (a) the complexity of this case, (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.

WHEREFORE, BFCA respectfully requests compensation for professional services rendered to the Creditors' Committee in the sum of \$27,183.00 and reimbursement of actual and necessary expenses incurred in the sum of \$201.53 (as reduced) for the period from October 1, 2009 through October 31, 2009, and such other relief as this Court deems just and proper.

Dated: November 13, 2009

Respectfully submitted,

BENESCH, FRIEDLANDER, COPLAN &
ARONOFF LLP

By: /s/ Bradford J. Sandler

Bradford J. Sandler, Esq. (No.4142)

Jennifer R. Hoover (DE #5111)

222 Delaware Avenue, Suite 801

Wilmington, DE 19801

(302) 442-7010

(302) 442-7012

bsandler@beneschlaw.com

jhoover@beneschlaw.com

Counsel to the Official Committee of Unsecured
Creditors

CERTIFICATION OF RESPONSIBLE ATTORNEY

Pursuant to the Guidelines for Applications for Compensation and Reimbursement of Expenses Adopted by the Executive Office for the United States Trustees Pursuant to the Bankruptcy Reform Act 1994, effective January 30, 1996 (“U.S.T. Guidelines”) and Local Bankruptcy Rule 2016-2 (the “Local Bankruptcy Rules”), the undersigned, as responsible attorney, certifies (a) I have read the foregoing application, (b) to the best of my knowledge, information, and belief formed after reasonable inquiry, the compensation and expense reimbursement sought conforms with the U.S.T. Guidelines and the Local Bankruptcy Rules, and (c) the compensation and expense reimbursement requested are billed at rates and in accordance with practices no less favorable to the Debtor than those customarily employed by BFC&A generally.

/s/ Bradford J. Sandler

Bradford J. Sandler, Esq. (No.4142)

Jennifer R. Hoover (DE #5111)

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Wilmington, DE 19801

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Counsel to the Official Committee of Unsecured
Creditors

UNITED STATES BANKRUPTCY COURT
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BUILDING MATERIAL HOLDING)	Case No. 09-12074 (KJC)
CORPORATION, et al.,)	
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Debtors)	Objection Deadline: November 30, 2009 at 4:00
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NOTICE OF APPLICATION

TO: **The Debtor, Office of the United States Trustee and Notice Parties**

Benesch Friedlander Coplan & Aronoff LLP has filed its **Fourth Application for Interim Compensation for Services Rendered and Reimbursement of Expenses as Delaware Counsel to the Official Committee of Unsecured Creditors for the Period from October 1, 2009 through October 31, 2009** (the “Application”) requesting compensation in the amount of \$27,183.00 and reimbursement of expenses in the amount of \$201.53.

You are required to file a response, if any, to the attached Application with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, DE 19801 on or before **November 30, 2009 at 4:00 p.m. (ET)**.

At the same time, you must also serve a copy of any response upon:

Bradford J. Sandler, Esquire
Benesch, Friedlander, Coplan & Aronoff LLP
222 Delaware Ave., Suite 801
Wilmington, DE 19801

A HEARING ON THIS MATTER WILL BE HELD ON A DATE TO BE DETERMINED BY THE COURT, ONLY IF OBJECTIONS ARE FILED BY **NOVEMBER 30, 2009 AT 4:00 P.M. (ET)**. IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE DEBTORS ARE AUTHORIZED TO IMMEDIATELY PAY 80% OF THE COMPENSATION

AND 100% OF THE EXPENSES REQUESTED IN THE APPLICATION WITHOUT
FURTHER NOTICE OR HEARING.

BENESCH, FRIEDLANDER, COPLAN &
ARONOFF LLP

By: /s/ Bradford J. Sandler

Bradford J. Sandler, Esq. (No.4142)

Jennifer R. Hoover (DE #5111)

222 Delaware Avenue, Suite 801

Wilmington, DE 19801

(302) 442-7010

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bsandler@beneschlaw.com

jhoover@beneschlaw.com

Counsel to the Official Committee of Unsecured
Creditors

Dated: November 13, 2009

Case Administration

FOR PROFESSIONAL SERVICES RENDERED THROUGH OCTOBER 31, 2009

Date	Atty	Services	Hours
10/01/09	BJS	Various emails with committee regarding status report	0.20
10/02/09	BJS	Review motion to approve commitment letter	0.50
10/02/09	BJS	Conference with J. Smith regarding 2004 motion	0.20
10/02/09	BJS	Review declaration of disinterestedness and discuss with L. Hein	0.10
10/02/09	BJS	Various conferences with A. Blankley regarding 2004 motion	0.70
10/02/09	BJS	Various emails with A. Blankley regarding 2004 motion	0.50
10/02/09	EH	Update docket and pleading file.	0.30
10/03/09	BJS	Review cash flow analysis	0.20
10/05/09	BJS	Review CNO regarding D1 599 and discuss with L. Hein	0.10
10/05/09	BJS	Review order regarding removal actions and discuss with L. Hein	0.10
10/05/09	BJS	Review committee emails regarding revised update	0.20
10/05/09	BJS	Review agenda and discuss with L. Hein	0.30
10/05/09	EH	Assemble binder for 10/07/09 hearing.	0.70
10/06/09	BJS	Review amended agenda	0.10
10/06/09	BJS	Various emails with K. Lane regarding hearing date	0.20
10/06/09	BJS	Review pro hac motion and discuss with L. Hein (Karlton and Falek)	0.10
10/06/09	BJS	Various emails with A. Wilson regarding update	0.10
10/06/09	BJS	Various emails with committee regarding call	0.10
10/06/09	EH	Download and review amended agenda for 10/07/09 hearing.	0.20
10/06/09	EH	Supplement 10/07/09 hearing binder.	0.40

Date	Atty	Services	Hours
10/06/09	EH	Review and respond to email from BJS regarding future omnibus hearing dates.	0.10
10/06/09	EH	Update pleading and docket files.	0.70
10/07/09	BJS	Draft discovery order	0.50
10/07/09	BJS	Various emails with counsel regarding discovery order	1.30
10/07/09	BJS	Prepare for and attend omnibus hearing	2.30
10/07/09	EH	Supplement 10/07/09 hearing binder	0.20
10/08/09	BJS	Various emails with counsel regarding discovery order	1.50
10/08/09	BJS	Review revised discovery order	0.20
10/08/09	BJS	Review email and revised discovery order from debtors	0.30
10/08/09	BJS	Review, revise and expand cert of counsel regarding discovery order	0.30
10/08/09	BJS	Conference with L. Hein regarding discovery order	0.20
10/08/09	BJS	Review final discovery order	0.10
10/09/09	BJS	Review discovery request of committee	0.50
10/09/09	BJS	Various emails with K. Lane regarding discovery request	0.40
10/09/09	BJS	Telephone call with K. Lane regarding discovery request	0.30
10/09/09	BJS	Various emails with counsel regarding discovery order	0.30
10/09/09	BJS	Review email from K. Lane to debtors regarding discovery	0.10
10/12/09	BJS	Various emails with counsel regarding discovery	0.30
10/19/09	EH	Update pleading and docket files	0.20
10/20/09	BJS	Review agenda and discuss with L. Hein	0.30
10/20/09	BJS	Various emails with C. Giaimo regarding settlement	0.30
10/20/09	EH	Review agenda for 10/22/09 hearing and begin preparation of hearing binder	0.40
10/20/09	EH	Update pleading and docket files	0.50
10/21/09	BJS	Various emails with counsel regarding settlement	0.50
10/22/09	BJS	Various emails with C. Giaimo regarding settlement	0.30

Date	Atty	Services	Hours
10/22/09	BJS	Conference with J. Hoover regarding omnibus hearing	0.30
10/22/09	EH	Review amended agenda for 10/22/09 hearing	0.10
10/22/09	EH	Update 10/22/09 hearing binder	0.30
10/28/09	BJS	Review agenda and discuss with L. Hein	0.30
10/28/09	EH	Review agenda for 10/30/09 hearing	0.10
10/29/09	BJS	Various emails with C. Giaimo regarding omnibus hearing	0.20
10/29/09	BJS	Various emails with J. Smith regarding omnibus hearing	0.20
10/29/09	JES	Conversation with B. Sandler regarding Committee's position on matters to be heard on 10/31 in preparation for attendance at hearing	0.20
10/30/09	BJS	Various email's with committee regarding status update	0.20
10/30/09	JES	Preparation for and attendance at hearing	1.60
10/30/09	EH	Prepare binder for 10/30/09 hearing	0.30

Case Administration

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	14.90	\$8,791.00
			<u>14.90</u>	<u>\$8,791.00</u>
<u>ASSOCIATE</u>				
JENNIFER E. SMITH	(JES)	\$240.00	1.80	\$432.00
			<u>1.80</u>	<u>\$432.00</u>
<u>PARALEGAL</u>				
ELIZABETH HEIN	(EH)	\$230.00	4.50	\$1,035.00
			<u>4.50</u>	<u>\$1,035.00</u>
		TOTAL:	<u>21.20</u>	<u>\$10,258.00</u>

Financing

FOR PROFESSIONAL SERVICES RENDERED THROUGH OCTOBER 31, 2009

Date	Atty	Services	Hours
10/11/09	BJS	Various emails with C. Giaimo regarding Wells Fargo	0.20
10/14/09	BJS	Review commitment letter for Exit Financing	0.50
10/20/09	BJS	Review withdrawal of Wells Fargo commitment letter	0.10
10/20/09	BJS	Review CNO regarding D1 684 and discuss with L. Hein	0.10
10/22/09	BJS	Review order approving commitment letter	0.10

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Financing

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	1.00	\$590.00
			1.00	\$590.00
		TOTAL:	1.00	\$590.00

Firm Retention/Fees

FOR PROFESSIONAL SERVICES RENDERED THROUGH OCTOBER 31, 2009

Date	Atty	Services	Hours
10/01/09	BJS	Review statement of professional comp and discuss with L. Hein	0.10
10/06/09	BJS	Various emails with K. Lane regarding fee applications	0.30
10/07/09	BJS	Various emails with L. Behra regarding fees	0.10
10/09/09	BJS	Review CNO regarding 643 and discuss with L. Hein	0.10
10/09/09	LMS	Prepare and file CNO regarding BFCA August monthly fee application	0.20
10/13/09	BJS	Various emails with B. Troisio regarding fee auditor	0.30
10/15/09	BJS	Various emails with B. Troisio regarding fee auditor	0.20
10/16/09	BJS	Telephone call with S. Beach regarding fee auditor	0.20
10/16/09	BJS	Various emails with S. Beach regarding fee auditor	0.20
10/16/09	LMS	Prepare and file CNO regarding BFCA First Interim Fee Application	0.30
10/20/09	LMS	Preparation of BFCA September Monthly Fee Application	1.80
10/22/09	BJS	Review BFCA fee application	0.40
10/22/09	BJS	Various emails with L. Behra regarding BFCA fee application	0.20
10/22/09	LMS	Preparation of BFCA Monthly Fee Application for September 2009	0.30
10/23/09	LMS	Prepare and file BFCA September Monthly Fee Application	0.30
10/27/09	BJS	Review fee examiner order	0.30
10/27/09	BJS	Various emails with C. Giaimo regarding fee examiner order	0.20

Firm Retention/Fees

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	2.60	\$1,534.00
			2.60	\$1,534.00
<u>PARALEGAL</u>				
LISA M BEHRA	(LMS)	\$190.00	2.90	\$551.00
			2.90	\$551.00
		TOTAL:	5.50	\$2,085.00

Other Professional Retention/Fees

FOR PROFESSIONAL SERVICES RENDERED THROUGH OCTOBER 31, 2009

Date	Atty	Services	Hours
10/02/09	BJS	Review supplemental declaration of Andrew Silfen regarding Arent Fox	0.30
10/02/09	EH	File supplemental declaration of Andrew Silfin; Email to Arent Fox.	0.40
10/05/09	BJS	Review CNO regarding D1 620 and discuss with L. Hein	0.10
10/06/09	BJS	Review CNO regarding D1 632 and discuss with L. Hein	0.10
10/07/09	BJS	Review CNO regarding D1 638' and discuss with L. Hein	0.10
10/07/09	BJS	Review CNO regarding D1 648 and discuss with L. Hein	0.10
10/07/09	LMS	Prepare and file CNO's regarding Arent Fox July and August fee applications	0.20
10/08/09	BJS	Review PJS fee application and discuss with L. Hein	0.20
10/08/09	BJS	Review CNO regarding D1 651 and discuss with L. Hein	0.10
10/09/09	EH	Research interim compensation procedures and docket entries for committee expense reimbursement	0.20
10/14/09	BJS	Various emails with A. Campbell regarding AF fee application	0.30
10/14/09	BJS	Various emails with C. Giaimo regarding AF fee application	0.20
10/16/09	BJS	Review YCST fee application	0.20
10/16/09	LMS	Prepare and file CNO regarding Arent Fox First Interim Fee Application	0.10
10/23/09	BJS	Review CNO regarding D1 716 and discuss with L. Hein	0.10
10/27/09	BJS	Review CNO regarding D1 726 and discuss with L.Hein	0.10
10/30/09	BJS	Review ordinary course professional	0.10
10/30/09	BJS	Review Arent Fox fee application	0.20
10/30/09	BJS	Various emails with A. Campbell regarding AF fee application	0.20

Date	Atty	Services	Hours
10/30/09	BJS	Various emails with L. Behra regarding AF fee application	0.20
10/30/09	BJS	Review PWC fee application and discuss with L. Hein	0.10
10/30/09	LMS	Prepare and file Arent September Monthly Fee Application	0.50

Other Professional Retention/Fees

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	2.70	\$1,593.00
			<u>2.70</u>	<u>\$1,593.00</u>
<u>PARALEGAL</u>				
LISA M BEHRA	(LMS)	\$190.00	0.80	\$152.00
ELIZABETH HEIN	(EH)	\$230.00	0.60	\$138.00
			<u>1.40</u>	<u>\$290.00</u>
		TOTAL:	<u>4.10</u>	<u>\$1,883.00</u>

Business Operations

FOR PROFESSIONAL SERVICES RENDERED THROUGH OCTOBER 31, 2009

Date	Atty	Services	Hours
10/01/09	BJS	Review declaration of disinterestedness regarding ordinary course professionals	0.10
10/05/09	BJS	Review CNO regarding D1 650 and discuss with L. Hein	0.10
10/05/09	BJS	Review order regarding reinsurance	0.10
10/28/09	BJS	Various emails with counsel regarding insurance premium motion	0.30
10/28/09	BJS	Review insurance premium motion and discuss with L. Hein	0.30
10/28/09	BJS	Review motion to file insurance agreement under seal	0.10
10/30/09	BJS	Various emails with J. Smith regarding hearing on insurance premium financing	0.20

Business Operations

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	1.20	\$708.00
			1.20	\$708.00
		TOTAL:	1.20	\$708.00

Use/Adequate Protection/Relief from Stay

FOR PROFESSIONAL SERVICES RENDERED THROUGH OCTOBER 31, 2009

Date	Atty	Services	Hours
10/09/09	BJS	Review COC regarding D1 597 and discuss with L. Hein	0.30
10/13/09	BJS	Review Weis order	0.10
10/15/09	BJS	Review motion for relief from stay	0.30
10/30/09	BJS	Review Weis Builders reply to objection to motion for relief	0.20
10/30/09	BJS	Review motion for relief from stay of Parker Development	0.20

Use/Adequate Protection/Relief from Stay

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	1.10	\$649.00
			1.10	\$649.00
		TOTAL:	1.10	\$649.00

Executory Contracts/Unexpired Personal Property Leases

FOR PROFESSIONAL SERVICES RENDERED THROUGH OCTOBER 31, 2009

Date	Atty	Services	Hours
10/05/09	BJS	Review order regarding Western National	0.10
10/05/09	BJS	Review CNO regarding D1 645 and discuss with L. Hein	0.10
10/27/09	BJS	Review motion to reject regarding GSA and discuss with L. Hein	0.30
10/30/09	BJS	Review motion to enter into subcontract and discuss with L. Hein	0.30

Attorney Name	Hourly Rate	Hours	Amount	
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	0.80	\$472.00
			0.80	\$472.00
		TOTAL:	0.80	\$472.00

Real Estate Leases

FOR PROFESSIONAL SERVICES RENDERED THROUGH OCTOBER 31, 2009

Date	Atty	Services	Hours
10/05/09	BJS	Review order regarding deadline to assume/reject and discuss with L. Hein	0.10
10/05/09	BJS	Review CNO regarding D1 573 and discuss with L. Hein	0.10
10/30/09	BJS	Review motion to reject Lone Butte contract	0.30

Real Estate Leases

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	0.50	\$295.00
			0.50	\$295.00
		TOTAL:	0.50	\$295.00

Employee Issues

FOR PROFESSIONAL SERVICES RENDERED THROUGH OCTOBER 31, 2009

Date	Atty	Services	Hours
10/27/09	BJS	Review incentive payments motion	0.30
10/27/09	BJS	Review motion to file under seal regarding Davis	0.10

Employee Issues

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	0.40	\$236.00
			0.40	\$236.00
		TOTAL:	0.40	\$236.00

General Claims Matters

FOR PROFESSIONAL SERVICES RENDERED THROUGH OCTOBER 31, 2009

Date	Atty	Services	Hours
10/05/09	BJS	Review objection to remove claims and discuss with L. Hein	0.10
10/13/09	BJS	Review withdrawal of claim and discuss with L. Hein	0.10
10/13/09	BJS	Review order denying Alvarado class and discuss with L. Hein	0.10
10/13/09	BJS	Review COC regarding Alvarado	0.30
10/20/09	BJS	Review first omnibus objection to claims	0.30
10/20/09	BJS	Review second omnibus objection to claims	0.30
10/30/09	BJS	Review motion to enlarge bar date by Weis	0.30

General Claims Matters

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	1.50	\$885.00
			1.50	\$885.00
		TOTAL:	1.50	\$885.00

Plan & Disclosure Statement

FOR PROFESSIONAL SERVICES RENDERED THROUGH OCTOBER 31, 2009

Date	Atty	Services	Hours
10/01/09	BJS	Review amended (4th) plan and disclosure statement	1.50
10/01/09	BJS	Email from C. Giaimo regarding amended plan	0.30
10/02/09	BJS	Telephone call with K. Lane regarding plan	0.40
10/02/09	BJS	Various emails with K. Lane regarding motion to continue disclosure statement hearing	0.40
10/02/09	JES	Meeting with B. Sandler regarding motion to shorten in connection with motion to continue disclosure statement hearing	0.40
10/02/09	JES	Drafted Motion to Shorten in connection with Committee's Expedited Motion to Continue or Adjourn Hearing on Amended Disclosure Statement	2.60
10/02/09	JES	Drafted Proposed Order to Motion to Shorten in connection with Committee's Expedited Motion to Continue or Adjourn Hearing on Amended Disclosure Statement	0.60
10/02/09	EH	Research docket regarding motion to continue disclosure statement hearing.	0.40
10/03/09	BJS	Various emails with K. Lane regarding disclosure statement hearing and committee update	0.20
10/05/09	BJS	Review motion to shorten notice on motion to continue	0.20
10/05/09	BJS	Various emails with counsel regarding motion to continue disclosure statement and objection to disclosure statement hearing	0.40
10/05/09	BJS	Review objection to second amended disclosure statement	0.40
10/05/09	BJS	Review motion to continue disclosure statement hearing	0.40
10/05/09	BJS	Conferences with L. Hein regarding motion to continue and objection to disclosure statement	0.30
10/05/09	BJS	Review order granting motion to shorten and discuss with L. Hein	0.20
10/05/09	EH	Download order approving motion to shorten notice and coordinate service of same.	0.20

Date	Atty	Services	Hours
10/05/09	EH	Update and finalize certificate of service regarding disclosure statement objection and motion to continue and file certificate of service.	0.30
10/05/09	EH	Review email from BJS (0.20); Telephone conference with BJS (0.20); Format and file objection to disclosure statement, motion to continue hearing, and motion to shorten (0.60); Coordinate delivery to Judge Carey (0.20)	1.20
10/05/09	EH	Coordinate service of objection to disclosure statement, motion to continue hearing, and motion to shorten (0.40); Prepare certificate of service (0.20)	0.60
10/05/09	MR	Service of Objections & Motions	0.40
10/06/09	BJS	Review objection to committee's expedited motion to continue	0.40
10/06/09	BJS	Various emails with L. Hein regarding debtor's objection to committee's motion	0.20
10/06/09	BJS	Various emails with committee counsel regarding debtor's objection	0.50
10/06/09	BJS	Review amended plan	0.50
10/06/09	BJS	Review amended disclosure statement	0.50
10/06/09	BJS	Various emails with K. Lane, C. Giaimo regarding amended plan/disclosure statement	0.40
10/06/09	EH	Download blacklined fourth amended plan and disclosure statement and email to BJS.	0.20
10/06/09	EH	Download objection to committee's motion to continue and email same to BJS.	0.10
10/07/09	BJS	Various emails with C. Giaimo regarding solicitation issues	0.30
10/07/09	EH	Draft certification of counsel for scheduling order regarding disclosure statement motion	0.50
10/07/09	EH	Further revise scheduling order for disclosure statement motion.	0.10
10/07/09	EH	Revise scheduling order regarding disclosure statement motion	0.40
10/08/09	EH	File certification of counsel regarding disclosure statement scheduling order and coordinate delivery to Judge Carey	0.30

Date	Atty	Services	Hours
10/12/09	EH	Review e-file notice and download disclosure statement scheduling order	0.10
10/15/09	BJS	Review Maricopa County's objection to disclosure statement	0.20
10/21/09	BJS	Various emails with C. Giaimo regarding liquidating analysis	0.40
10/21/09	BJS	Various emails with C. Giaimo regarding disclosure statement	0.50
10/22/09	BJS	Review order approving disclosure statement and discuss with L. Hein	0.20
10/22/09	BJS	Various emails with K. Lane, C. Giaimo regarding disclosure statement	0.30
10/22/09	BJS	Review amended plan	0.50
10/22/09	BJS	Review amended disclosure statement	0.30
10/22/09	BJS	Various emails with E. Hein regarding amended plan and disclosure statement	0.20
10/22/09	JRH	Attend disclosure statement hearing	1.00
10/22/09	EH	Review e-file notices and download order approving disclosure statement	0.10
10/26/09	BJS	Review COC regarding solicitation and discuss with L. Hein	0.30
10/27/09	BJS	Various emails with committee regarding stipulation	0.30
10/27/09	BJS	Review order regarding solicitation	0.10
10/27/09	BJS	Review COC regarding challenge period and discuss with L. Hein	0.30
10/27/09	BJS	Review committee stipulation regarding plan	0.30
10/30/09	BJS	Review order approving committee stipulation	0.10

Plan & Disclosure Statement

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$590.00	11.50	\$6,785.00
			<u>11.50</u>	<u>\$6,785.00</u>
<u>ASSOCIATE</u>				
JENNIFER R HOOVER	(JRH)	\$360.00	1.00	\$360.00
JENNIFER E. SMITH	(JES)	\$240.00	3.60	\$864.00
			<u>4.60</u>	<u>\$1,224.00</u>
<u>PARALEGAL</u>				
ELIZABETH HEIN	(EH)	\$230.00	4.50	\$1,035.00
Michelle Rennalls	(MR)	\$195.00	0.40	\$78.00
			<u>4.90</u>	<u>\$1,113.00</u>
TOTAL:			<u>21.00</u>	<u>\$9,122.00</u>

Document Reproduction

Date	User	Description	Amount
10/05/09	BJS	Document Reproduction 55 copies	5.50
10/05/09	BJS	Document Reproduction 129 copies	12.90
10/05/09	BJS	Document Reproduction 12 copies	1.20
10/05/09	BJS	Document Reproduction 32 copies	3.20
10/08/09	BJS	Document Reproduction 9 copies	0.90
10/23/09	LMS	Document Reproduction 86 copies	8.60
10/23/09	LMS	Document Reproduction 121 copies	12.10
10/23/09	LMS	Document Reproduction 51 copies	5.10
10/30/09	LMS	Document Reproduction 344 copies	34.40
TOTAL:			<hr/> \$83.90

Delivery Fee - Outside

Date	User	Description	Amount
10/16/09	BJS	Delivery Fee - Outside - Vendor: PARCELS, INC 10/5- TO JUDGE CAREY	7.50
10/16/09	BJS	Delivery Fee - Outside - Vendor: PARCELS, INC TO RICHARDS LAYTON AND FINGER	7.50
10/16/09	BJS	Delivery Fee - Outside - Vendor: PARCELS, INC FROM JUDGE CAREY-10/7	12.50
10/16/09	BJS	Delivery Fee - Outside - Vendor: PARCELS, INC MULTIPLE DELIVERIES 10/5	10.00
10/16/09	BJS	Delivery Fee - Outside - Vendor: PARCELS, INC TO YOUNG CONAWAY STARGATT AND TAYLOR	7.50
10/16/09	BJS	Delivery Fee - Outside - Vendor: PARCELS, INC TO RICHARDS LAYTON AND FINGER	7.50
10/16/09	BJS	Delivery Fee - Outside - Vendor: PARCELS, INC TO YOUNG CONAWAY STARGATT AND TAYLOR	7.50
10/16/09	BJS	Delivery Fee - Outside - Vendor: PARCELS, INC TO K JUDGE CAREY	7.50
TOTAL:			<hr/> \$67.50

Federal Express

Date	User	Description	Amount
10/09/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS Paul S. Street 9/22/09	17.48
10/09/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS Joseph McMahon, Esq. 9/22/09	15.07
10/09/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS S. Beach & R. Poppiti, 9/22/09	15.07
10/09/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS Kevin Fisher 9/22/09	18.19
10/09/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS M. Rosenthal & M. Kelsey 9/22/09	15.07
10/28/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 9/18 TO M. ROSENTHAL AND M.KELSEY	13.45
10/28/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 9/18 TO J. J.MCMAHON	13.45
10/28/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 9/18 TO S. BEACH AND R. POPPITI	13.45
10/28/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 9/18TO ATTN PAUL S. STREET	16.01
10/28/09	LMS	Federal Express - Vendor: FEDERAL EXPRESS 9/18 TO K. B. FISHER	16.43
TOTAL:			<hr/> \$153.67

Long Distance Calls

<u>Date</u>	<u>User</u>	<u>Description</u>	<u>Amount</u>
09/09/09	EH	Long Distance Calls WASHINGT DC - EXT7008 2028576000 Duration: 00:02	0.70
TOTAL:			<hr/> \$0.70

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
BUILDING MATERIAL HOLDING)	Case No. 09-12074 (KJC)
CORPORATION, et al.,)	
)	
Debtors)	
)	

CERTIFICATE OF SERVICE

I, Bradford J. Sandler, Esquire, hereby certify that on November 13, 2009, a true and correct copy of the foregoing document was served via overnight delivery upon all parties on the attached list.

Dated: November 13, 2009

BENESCH, FRIEDLANDER, COPLAN &
ARONOFF LLP

By: /s/ Bradford J. Sandler
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Counsel to the Official Committee of Unsecured
Creditors

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