



HYSTER COMPANY

Americas Division

January 18, 2010

TO: HYSTER DEALER PRINCIPALS AND SALES MANAGERS

FROM: GARY BATES, DIRECTOR SALES – WEST REGION

SUBJECT: PROBUILD HOLDINGS, INC.

This is to confirm a formal Dealer Managed National Account Agreement (DMNA) has been established between ProBuild Holdings, Inc. (ProBuild) the nation's largest supplier of building materials to professional builders, contractors, and project-oriented consumers, serving customers through 10 regional brands and, Arnold Machinery Company – Denver, Colorado who will be responsible for administering the account.

ProBuild has more than 550 locations in 42 states. **Please note the attached listing of plants in your area and reach out to them as soon as possible.** It is important we quickly engage these key influencers to convey the value of the Hyster product and our superior Dealer Network.

Arnold Machinery Company – Denver, Colorado and Hyster have jointly developed an account success strategy which will be closely monitored to ensure compliance with all DMNA requirements. Arnold Machinery Company – Denver, Colorado will be solely responsible for placing orders and coordinating the delivery and installation of all new equipment. ProBuild will be responsible for informing their locations of this agreement.

This agreement will expire in three (3) years from the date of the attached agreement which will be January 6, 2013.

If you have any questions concerning this account, please contact Ralph Fryday at (720) 299-4393 or e-mail him at rfryday@arnoldmachinery.com.

Sincerely,

Gary Bates, Director Sales – West

C: Ralph Fryday, Arnold Machinery Company
Fritz Mueller, Arnold Machinery Company





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Mr. Bob Thompson
Vice President, Logistics
PROBUILD HOLDINGS, INC.
7595 Technology Way, Suite 500
Denver, Colorado 80237

December 16, 2009

Dear Bob:

This letter serves as a Dealer Managed Agreement between ProBuild Holdings, Inc. (ProBuild) as the buyer, Hyster Company (Hyster) as the manufacturer, and Arnold Machinery Company (Arnold) as the dealer administering the account. Through this agreement, Arnold extends its most favorable National Account pricing to ProBuild, with provisions for all local dealers responsible for delivering and maintaining your equipment. This non-binding Agreement is mutually beneficial and outlines purchasing procedures only. ProBuild is not required to purchase Hyster lift trucks.

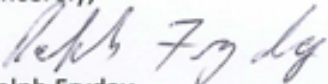
ProBuild will be responsible for notifying all ProBuild management teams of this agreement. ProBuild will place all orders with Arnold's Denver office and will provide Arnold with up-to-date information regarding affected ProBuild locations and contacts. Arnold will be responsible for timely placement of factory orders and coordination of new equipment installation at all locations within Hyster's dealer network.

Arnold, Hyster, and exclusive Hyster dealers appreciate the confidence you have placed in us to professionally service your account. Our *Silver Service* program is more than attitude and commitment; it makes Customer Satisfaction our only policy—and our promise to you.

Some or all of ProBuild's divisions may wish to take advantage of Hyster's *Fleet Smart* services, which can be tailored to your needs. Some of the benefits include an 800 number for Hyster service dispatch and centralized invoicing. Let me know if you would like information on this.

I will be assigned as ProBuild's Account Manager and will be your point man to handle all matters for your program. Should you have any questions, please call me at 720-299-4393 or email me at rfryday@arnoldmachinery.com. I look forward to working with you and becoming a part of your continued success.

Sincerely,


Ralph Fryday
Dealer Managed National Account Manager
Arnold Machinery Company

Accepted by:


Bob Thompson
Vice President, Logistics
ProBuild
Date: 1-7-2010

cc: Mike Brown, Vice President Sales, Materials Handling Division – Arnold Machinery Company
Brett Schemerhorn, Vice President – Hyster Company