

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

-----	X	
	:	
In re	:	Chapter 11
	:	
ADVANTA CORP., <i>et al.</i> ,	:	Case No. 09-13931 (KJC)
	:	
Debtors. <sup>1</sup>	:	(Jointly Administered)
	:	
-----	X	
	:	
ADVANTA BANK CORP.,	:	
	:	
Plaintiff,	:	
	:	
v.	:	Adv. Proc. No. 10-50795 (KJC)
	:	
ADVANTA CORP.,	:	
	:	
Defendant.	:	<b>Hearing Date: 9/8/10 at 10:00 a.m. (EDT)</b>
	:	<b>Objection Deadline: 9/6/10 at 11:00 a.m. (EDT)</b>
-----	X	<b>Re: Docket Nos. 101 - 103</b>

**NOTICE OF MOTION AND HEARING THEREON**

PLEASE TAKE NOTICE that, on August 27, 2010, Advanta Corp., the above-captioned debtor and debtor in possession and defendant in the above-referenced adversary proceeding filed (i) the **Motion for an Order Approving the Settlement Agreement Between Advanta Corp., the Federal Deposit Insurance Corporation, as Receiver for Advanta Bank Corp., and the Official Committee of Unsecured Creditors [Docket No. 101]** (the "Motion"), and (ii) **Advanta's Motion Seeking Shortened Notice and Objection Periods for Motion for an Order Approving the Settlement Agreement Between Advanta Corp., the Federal Deposit Insurance Corporation, as Receiver for Advanta Bank Corp., and the Official**

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are Advanta Corp. (2070), Advanta Investment Corp. (5627), Advanta Business Services Holding Corp. (4047), Advanta Business Services Corp. (3786), Advanta Shared Services Corp. (7074), Advanta Service Corp. (5625), Advanta Advertising Inc. (0186), Advantennis Corp. (2355), Advanta Mortgage Holding Company (5221), Advanta Auto Finance Corporation (6077), Advanta Mortgage Corp. USA (2654), Advanta Finance Corp. (8991), Advanta Ventures Inc. (5127), BE Corp. (8960), ideablob Corp. (0726), Advanta Credit Card Receivables Corp. (7955), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328).

**Committee of Unsecured Creditors** [Docket No. 102] (the “Motion to Shorten”), with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”). **You were previously served with a copy of the Motion and the Motion to Shorten.**

PLEASE TAKE FURTHER NOTICE that, on August 30, 2010, the Bankruptcy Court entered an order approving the Motion to Shorten [Docket No. 103] (the “Order Shortening Notice”). A copy of the Order Shortening Notice is attached hereto as Exhibit A.

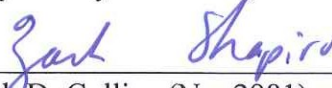
PLEASE TAKE FURTHER NOTICE that, pursuant to the Order Shortening Notice, any objections to the Motion must be filed in writing with the Bankruptcy Court, 824 Market Street, 3<sup>rd</sup> Floor, Wilmington, Delaware 19801, and served upon and received by the undersigned counsel for the Debtors on or before **September 6, 2010 at 11:00 a.m. (Eastern Daylight Time)**.

PLEASE TAKE FURTHER NOTICE that if any objections to the Motion are received, the Motion and such objections shall be considered at a hearing before The Honorable Kevin J. Carey at the Bankruptcy Court, 824 Market Street, 5th Floor, Courtroom 5, Wilmington, Delaware 19801 on **September 8, 2010 at 10:00 a.m. (Eastern Daylight Time)**.

**PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS TO THE MOTION ARE TIMELY FILED, SERVED AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR HEARING.**

Dated: August 30, 2010  
Wilmington, Delaware

Respectfully submitted,



---

Mark D. Collins (No. 2981)  
Paul N. Heath (No. 3704)  
Chun I. Jang (No. 4790)  
Zachary I. Shapiro (No. 5103)  
RICHARDS, LAYTON & FINGER, P.A.  
One Rodney Square  
920 North King Street  
Wilmington, Delaware 19801  
Telephone: (302) 651-7700  
Facsimile: (302) 651-7701

- and -

Marcia L. Goldstein  
Robert J. Lemons  
WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007

ATTORNEYS FOR DEBTORS AND  
DEBTORS IN POSSESSION

**EXHIBIT A**

**Order Shortening Notice**

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

-----	X	
In re	:	Chapter 11
ADVANTA CORP., <i>et al.</i> ,	:	Case No. 09-13931 (KJC)
Debtors. <sup>1</sup>	:	(Jointly Administered)
-----	:	
ADVANTA BANK CORP.,	X	
Plaintiff,	:	
v.	:	
ADVANTA CORP.,	:	Adv. Proc. No. 10-50795 (KJC)
Defendant.	:	Re: Docket No. <u>102</u>
-----	X	

**ORDER SHORTENING NOTICE AND OBJECTION PERIODS FOR MOTION  
FOR AN ORDER APPROVING THE SETTLEMENT AGREEMENT  
BETWEEN ADVANTA CORP., THE FEDERAL DEPOSIT INSURANCE  
CORPORATION, AS RECEIVER FOR ADVANTA BANK CORP.,  
AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

<sup>1</sup> The Debtors in these jointly administered chapter 11 cases (the “*Chapter 11 Cases*”), along with the last four digits of each Debtor’s federal tax identification number, are Advanta Corp. (2070) (“*Advanta*”), Advanta Investment Corp. (5627), Advanta Business Services Holding Corp. (4047), Advanta Business Services Corp. (3786), Advanta Shared Services Corp. (7074), Advanta Service Corp. (5625), Advanta Advertising Inc. (0186), Advantennis Corp. (2355), Advanta Mortgage Holding Company (5221), Advanta Auto Finance Corporation (6077), Advanta Mortgage Corp. USA (2654), Advanta Finance Corp. (8991), Advanta Ventures Inc. (5127), BE Corp. (8960), ideablob Corp. (0726), Advanta Credit Card Receivables Corp. (7955), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328). Information regarding the Debtors’ businesses and the background relating to events leading up to these chapter 11 cases can be found in (i) the Declaration of William A. Rosoff in Support of the Debtors’ Chapter 11 Petitions and First-Day Motions, filed on November 8, 2009, the date the majority of Debtors filed their petitions under chapter 11 of title 11 of the United States Code (the “*Bankruptcy Code*”), and (ii) that certain supplement thereto, filed on November 20, 2009, the date Advanta Ventures Inc., BE Corp., ideablob Corp. and Advanta Credit Card Receivables Corp. filed their chapter 11 cases. The Debtors are authorized to continue to operate their businesses and manage their properties as debtors and debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Further, in accordance with an order of this Court, the Debtors’ cases are being jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”).

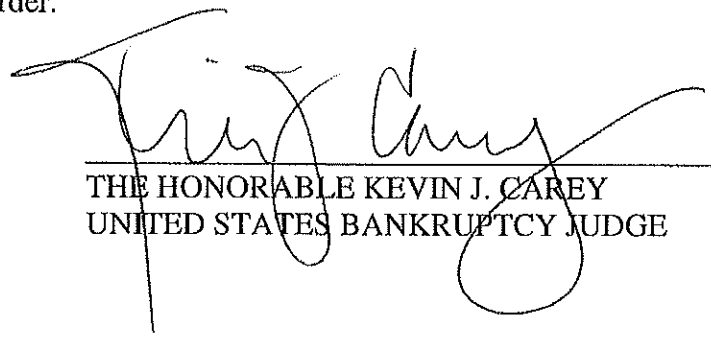
Upon the motion (the "*Motion to Shorten*") of Advanta for entry of an order shortening notice, pursuant to section 105 of the Bankruptcy Code, Bankruptcy Rules 2002 and 9006(c)(1), and Local Rule 9006-1(c) and (e), with respect to a hearing on the *Motion for an Order Approving the Settlement Agreement Between Advanta Corp., the Federal Deposit Insurance Corporation, as Receiver for Advanta Bank Corp., and the Official Committee of Unsecured Creditors* (the "*9019 Motion*"); and it appearing that the relief requested therein is in the best interests of the Advanta's estate, its creditors, and other parties in interest; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that the Motion to Shorten is a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that venue of this proceeding and the Motion to Shorten in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Motion to Shorten and the 9019 Motion was appropriate under the particular circumstances and no other or further notice need be given; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT

1. The Motion to Shorten is GRANTED.
2. Parties in interest shall file and serve objections to the 9019 Motion, if any, no later than 11:00 a.m. (Eastern Daylight Time) on September 6, 2010.
3. The hearing with respect to the 9019 Motion and any objections thereto shall take place at 10:00 a.m. (Eastern Daylight Time) on September 8, 2010.
4. Notwithstanding the possible applicability of Fed. R. Bankr. P. 6004(h) or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

5. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: Aug 30, 2010  
Wilmington, Delaware



THE HONORABLE KEVIN J. CAREY  
UNITED STATES BANKRUPTCY JUDGE