

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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:
In re : Chapter 11
:
ADVANTA CORP., *et al.*, : Case No. 09-13931 (KJC)
:
Debtors.¹ : (Jointly Administered)
:
:
: Objection Deadline: 4/19/11 at 4:00 p.m. (EDT)
-----X

**FIFTEENTH MONTHLY APPLICATION OF RICHARDS, LAYTON & FINGER, P.A.
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND
FOR REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE
DEBTORS AND DEBTORS-IN-POSSESSION FOR THE PERIOD
FROM FEBRUARY 1, 2011 THROUGH FEBRUARY 28, 2011**

Name of Applicant: Richards, Layton & Finger, P.A.

Authorized to Provide Professional Services to: the above-captioned debtors and debtors-in-possession

Date of Retention: December 3, 2009, nunc pro tunc to
November 8, 2009

Period for which compensation
and reimbursement are sought: February 1, 2011 through February 28, 2011

Amount of Compensation sought as actual,
reasonable, and necessary: \$32,916.80 (80% of \$41,146.00)

Amount of Expense Reimbursement sought
as actual, reasonable, and necessary: \$10,456.98

This is a(n): X monthly interim final application

¹ 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).

Prior Applications Filed:

Date Filed	Period Covered	Fees	Expenses
1/28/10	11/8/09 - 12/31/09	\$97,773.00	\$11,758.14
2/25/10	1/1/10 - 1/31/10	\$22,001.00	\$217.44
3/30/10	2/1/10 - 2/28/10	\$31,485.00	\$1,326.03
4/27/10	3/1/10 - 3/31/10	\$43,138.00	\$2,208.74
5/26/10	4/1/10 - 4/30/10	\$43,325.50	\$866.90
6/29/10	5/1/10 - 5/31/10	\$51,426.50	\$1,647.24
7/27/10	6/1/10 - 6/30/10	\$40,515.50	\$1,674.66
8/23/10	7/1/10 - 7/31/10	\$59,455.00	\$1,408.00
9/29/10	8/1/10 - 8/31/10	\$77,448.50	\$12,540.08
10/29/10	9/1/10 - 9/30/10	\$25,994.50	\$295.45
11/30/10	10/1/10 - 10/31/10	\$32,298.00	\$4,066.19
12/28/10	11/1/10 - 11/30/10	\$28,094.50	\$974.57
1/31/11	12/1/10 - 12/31/10	\$57,991.50	\$5,416.14
2/28/11	1/1/11 - 1/31/11	\$20,285.50	\$1,196.93
3/28/11	2/1/11 - 2/28/11	\$41,146.00	\$10,456.98

**COMPENSATION BY PROFESSIONAL
FEBRUARY 1, 2011 THROUGH FEBRUARY 28, 2011**

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Paul N. Heath	Joined firm as associate in 1999. Director in 2007. Member of DE Bar since 1998.	\$550	21.4	\$11,770.00
Wes Peterson	Joined firm as associate in Counsel in 2010. Member of DE Bar since 2005.	\$425	0.6	\$255.00
Chun I. Jang	Joined firm as associate in 2005. Member of DE Bar since 2006.	\$365	1.5	\$547.50
Lee E. Kaufman	Joined firm as associate in 2006. Member of DE Bar since 2006.	\$340	0.4	\$136.00
Laura A. Diertrich	Joined firm as associate in 2006. Member of DE Bar since 2006.	\$320	0.1	\$32.00
Zachary I. Shapiro	Joined firm as associate in 2007. Member of DE Bar since 2008.	\$315	61.6	\$19,404.00
Anthony W. Rodgers	Joined firm as associate in 2007. Member of DE Bar since 2007.	\$295	0.1	\$29.50
Andrew C. Irgens	Joined firm as associate in 2008. Member of DE Bar since 2009.	\$280	1.7	\$476.00
Marisa Terranova	Joined firm as associate in 2009. Member of DE Bar since 2009.	\$280	0.1	\$28.00
Ann Jerominski	Paralegal since 1995. Joined firm in 2000.	\$200	0.1	\$20.00
Jamie E. Schairer	Paralegal since 2009. Joined firm in 2009.	\$200	35.8	\$7,160.00

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Robyn K. Sinclair	Paralegal since 2010. Joined firm in 2010.	\$200	5.3	\$1,060.00
Cathy M. Greer	Paralegal since 1995. Joined firm in 2000.	\$200	0.3	\$60.00
Amy B. Anderson	Case Management Assistant.	\$105	1.6	\$168.00
TOTAL			130.6	\$41,146.00

Grand Total	\$41,146.00
Attorney Compensation	\$32,678.00
Total Attorney Hours	87.5
Blended Rate	\$373.46

Dated: March 30, 2011
Wilmington, Delaware

COMPENSATION BY PROJECT CATEGORY
FEBRUARY 1, 2011 THROUGH FEBRUARY 28, 2011

Project Category	Total Hours	Total Fees
Case Administration (A)	1.7	\$364.00
Creditor Inquiries (B)	1.2	\$363.00
Meetings (C)	0.0	\$0.00
Executory Contracts/Unexpired Leases (D)	0.0	\$0.00
Automatic Stay/Adequate Protection (E)	0.1	\$55.00
Plan of Re-Organization/Disclosure Statement (F)	58.1	\$20,241.00
Use, Sale, Lease of Assets (G)	0.2	\$73.00
Cash Collateral/DIP Financing (H)	0.0	\$0.00
Claims Administration (I)	1.0	\$318.00
Court Hearings (J)	41.9	\$12,564.00
General Corporate/Real Estate (K)	0.0	\$0.00
Schedules/SOFA/U.S. Trustee Reports (L)	4.1	\$1,294.00
Employee Issues (M)	0.0	\$0.00
Environmental (N)	0.0	\$0.00
Tax Issues (O)	0.2	\$40.00
Litigation/Adversary Proceedings (P)	0.0	\$0.00
RL&F Retention (Q-1)	0.0	\$0.00
Retention of Others (Q-2)	0.0	\$0.00
RL&F Fee Applications (R-1)	9.4	\$2,352.00
Fee Applications of Others (R-2)	12.4	\$3,380.00
Vendor/Supplies (S)	0.0	\$0.00
Non-Working Travel (T)	0.0	\$0.00
Utilities (U)	0.0	\$0.00
Insurance (V)	0.3	\$102.00
TOTAL	130.6	\$41,146.00

EXPENSE SUMMARY
FEBRUARY 1, 2011 THROUGH FEBRUARY 28, 2011

Expense Category	Service Provider (if applicable)	Total Expenses
Facsimile		\$0.00
Long Distance Telephone		\$84.79
In-House Reproduction (Duplication/Printing)	Copies - 5,366 @ \$.10/pg. Printing - 18,786 @ \$.10/pg.	\$2,415.20
Outside Reproduction	Parcels	\$6,552.50
Legal Research	Westlaw	\$10.70
Filing/Court Fees	Courtcall	\$72.00
Court Reporting	Diaz Data Services	\$319.75
Travel Expenses		\$0.00
Inside Courier & Expense Carriers		\$0.00
Outside Courier & Expense Carriers	Blue Marble, Fed Ex	\$208.93
Postage		\$0.00
Binding		\$14.00
Business Meals	<i>See attached chart</i>	\$537.11
Document Retrieval	Pacer	\$242.00
Record Retrieval		\$0.00
Room Rental		\$0.00
Professional Services		\$0.00
Overtime		\$0.00
TOTAL		\$10,456.98

BUSINESS MEAL DETAIL				
Date Posted	Provider	Meal & # of people	Description	Amount
2/2/2011	Mikimotos	Dinner for 1	Review confirmation order and brief	\$44.46
2/3/2011	Mikimotos	Dinner for 1	Review confirmation order	\$39.14
2/4/2011	Mikimotos	Dinner for 1	Review and revise confirmation hearing agenda	\$46.49
2/7/2011	Mikimotos	Dinner for 1	Preparation for confirmation hearing	\$36.22
2/8/2011	Mikimotos	Dinner for 2	Prepare and file modified plan and related documents	\$60.72
2/9/2011	Pizza by Elizabeth's	Dinner for 1	Preparation for confirmation hearing	\$29.31
2/9/2011	Washington Street Ale House	Dinner for 1	Preparation for confirmation hearing	\$35.77
2/10/2011	Brew Ha Ha	Lunch for 10	Confirmation Hearing	\$222.70
2/10/2011	Mikimotos	Dinner for 1	Revise confirmation order to reflect post-hearing modifications	\$22.30
TOTAL				\$537.11

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<i>In re</i>	:		Chapter 11
	:		
ADVANTA CORP., <i>et al.</i> ,	:		Case No. 09-13931 (KJC)
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Debtors. ¹	:		(Jointly Administered)
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	:		Objection Deadline: 4/19/11 at 4:00 p.m. (EDT)
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**FIFTEENTH MONTHLY APPLICATION OF RICHARDS, LAYTON & FINGER, P.A.
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND
FOR REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE
DEBTORS AND DEBTORS-IN-POSSESSION FOR THE PERIOD
FROM FEBRUARY 1, 2011 THROUGH FEBRUARY 28, 2011**

Pursuant to sections 330 and 331 of title 11 of the United States Code (the “*Bankruptcy Code*”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”), and the *Order Pursuant to Sections 330 and 331 of the Bankruptcy Code and Bankruptcy Rule 2016 Implementing Certain Procedures for the Interim Compensation and Reimbursement of Professionals* [Docket No. 102] (the “*Interim Compensation Order*”), Richards, Layton & Finger, P.A. (“*RL&F*”) hereby files this Fifteenth Monthly Application for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors-in-Possession for the Period from February 1, 2011 through February 28, 2011 (the “*Application*”). By this Application, RL&F seeks a monthly allowance pursuant to the Interim Compensation Order with respect to the sums of \$41,146.00 as

¹ 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).

compensation and \$10,456.98 for reimbursement of actual and necessary expenses for a total of \$51,602.98 for the period February 1, 2011 through and including February 28, 2011 (the “*Compensation Period*”). In support of this Application, RL&F respectfully represents as follows:

Background

1. On November 8, 2009 (the “*First Filed Date*”), the majority of the above-captioned debtors and debtors in possession (collectively, the “*Debtors*”) filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. On November 20, 2009 (together with the First Filed Date, the “*Petition Date*”), the remainder of the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

2. RL&F was retained effective as of the Petition Date by this Court’s Order dated December 3, 2009 (the “*Retention Order*”). The Retention Order authorized RL&F to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

Compensation Paid and Its Source

3. All services for which compensation is requested by RL&F were performed for or on behalf of the Debtors.

4. Except to the extent of the retainer paid to RL&F as described in the application seeking approval of RL&F’s employment by the Debtors during the period covered by this Application, RL&F has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between RL&F

and any other person other than the directors of RL&F for the sharing of compensation to be received for services rendered in these cases.

Fee Statements

5. The fee statement for the Compensation Period is attached hereto as Exhibit A. This statement contains daily time logs describing the time spent by each attorney and paraprofessional for this period. To the best of RL&F's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Guidelines adopted by the Office of the United States Trustee, Del. Bankr. L.R. 2016-2, and the Interim Compensation Order.

Actual and Necessary Expenses

6. A summary of actual and necessary expenses and daily logs of expenses incurred by RL&F during the Compensation Period is attached hereto as Exhibit B. RL&F charges all of its bankruptcy clients \$0.10 per page for photocopying expenses and \$0.10 per page for printing jobs of ten pages or larger. RL&F also charges all of its clients \$0.25 per page for out-going facsimile transmissions. Actual long-distance carrier charges for outgoing facsimile transmissions are reflected in the long-distance telephone charges.

7. Regarding providers of on-line legal research (e.g., LEXIS and WESTLAW), RL&F charges all of its clients the standard usage rates these providers charge, which, due to contractual flat fees, may not always equal RL&F's actual cost. RL&F currently is under contract to pay these providers a flat fee every month. Charging its clients the on-line providers' standard usage rates allows RL&F to cover adequately the monthly flat fees it must pay to these types of providers.

8. RL&F believes the foregoing rates are the market rates that the majority of law firms charges clients for such services. In addition, RL&F believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

Summary of Services Rendered

9. The directors and associates of RL&F who have rendered professional services in these cases are as follows: Paul N. Heath, Wes Peterson, Chun I. Jang, Lee E. Kaufman, Laura A. Dietrich, Zachary I. Shapiro, Anthony W. Rodgers, Andrew C. Irgens and Marisa Terranova. The paraprofessionals of RL&F who have provided service to these attorneys in these cases are as follows: Ann Jerominski, Jamie E. Schairer, Robyn K. Sinclair, Cathy M. Greer, and Amy B. Anderson.

10. RL&F, by and through the above-named persons, has prepared and/or assisted in the preparation of various applications and orders submitted to the Court for consideration, advised the Debtors on a regular basis with respect to various matters in connection with these cases, and has performed all necessary professional services which are described and narrated in detail hereinafter.

Summary of Services By Project

11. The services rendered by RL&F during the Compensation Period can be grouped into the categories set forth below. These categories are generally described below, with a more detailed identification of the actual services provided set forth on the attached Exhibit A. The attorneys and paraprofessionals who 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 Exhibit A attached hereto.

A. Case Administration/Miscellaneous Matters

Fees: \$364.00: Total Hours: 1.7

This category includes all matters related to filing documents with the Court, service thereof, maintenance of calendars, communications with the U.S. Trustee, review of work in process reports, review of notices of appearance and maintaining service lists.

B. Creditor Inquiries

Fees: \$363.00: Total Hours: 1.2

This category includes all matters related to responding to creditor inquiries.

C. Meetings

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to preparing for and attending meetings with Debtors, the creditors' committees, individual creditors, the U.S. Trustee and co-counsel.

D. Executory Contracts/Unexpired Leases

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to contract and lease analysis and matters related to assumption, assignment or rejection of executory contracts and unexpired leases.

E. Automatic Stay/Adequate Protection

Fees: \$55.00: Total Hours: 0.1

This category includes all matters related to and including all motions to modify the automatic stay, issues related to the effect of the automatic stay or pending matters, and all other types of actions where adequate protection is the central issue.

F. Plan of Reorganization/Disclosure Statement

Fees: \$20,241.00: Total Hours: 58.1

This category includes all matters related to review, formulation, negotiation, preparation and promulgation of plans of reorganization, disclosure statements, and related corporate documentation and research relating thereto.

G. Use, Sale, Lease of Assets

Fees: \$73.00: Total Hours: 0.2

This category includes all matters relating to acquisitions, dispositions and other postpetition uses of property of the estate.

H. Cash Collateral/DIP Financing

Fees: \$0.00: Total Hours: 0.0

This category includes all matters relating to negotiation and documentation of debtor in possession financing and post-confirmation financing, all cash collateral issues and related pleadings.

I. Claims Administration

Fees: \$318.00: Total Hours: 1.0

This category includes all matters related to and including claims administration matters and bar date matters, including claims objections and related contested matters.

J. Court Hearings

Fees: \$12,564.00: Total Hours: 41.9

This category includes all matters relating to preparation for and attendance at court hearings.

K. General Corporate/Real Estate

Fees: \$0.00: Total Hours: 0.0

This category includes all matters relating to transactional, corporate governance and related matters involving the debtors' business operations that are not part of a plan of reorganization or disclosure statement.

L. Schedules/SOFA/U.S. Trustee Reports

Fees: \$1,294.00: Total Hours: 4.1

This category includes preparation of schedules and amendments, statements of financial affairs and amendments, operating reports and other reports required by the U.S. Trustee or Bankruptcy Court.

M. Employee Issues

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to employee wages, benefits, collective bargaining issues, other employee relations matters, ERISA, and retirement benefits.

N. Environmental

Fees: \$0.00: Total Hours: 0.0

This category includes all environmental matters, other than environmental aspects of plan of reorganization.

O. Tax Issues

Fees: \$40.00: Total Hours: 0.2

This category includes all federal and state income, property, employment, excise and other tax matters, other than the tax aspects of plan of reorganization.

P. Litigation/Adversary Proceedings

Fees: \$0.00: Total Hours: 0.0

This category includes all matters relating to litigation and adversary proceedings.

Q-1. RL&F Applications

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to preparing applications to retain RL&F and supplements thereto.

Q-2. Retention of Others

Fees: \$0.00: Total Hours: 0.0

This category includes time spent reviewing applications for retention by other professionals, objecting to the retention of other professionals and assisting other professionals with preparing and filing retention applications.

R-1. RL&F Fee Application

Fees: \$2,352.00: Total Hours: 9.4

This category includes all time spent preparing, reviewing, filing, circulating and/or relating to monthly invoices and fee applications for RL&F.

R-2. Fee Application of Others

Fees: \$3,380.00: Total Hours: 12.4

This category includes time spent reviewing invoices or applications of other professionals, objecting to fees of other professionals and assisting other professionals with filing and circulating monthly invoices and applications.

S. Vendor/Supplies

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to vendors and suppliers, including reclamation issues.

T. Non-Working Travel

Fees: \$0.00: Total Hours: 0.0

This category includes all travel time not otherwise chargeable.

U. Utilities

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to utility issues.

V. Insurance

Fees: \$102.00: Total Hours: 0.3

This category includes all matters related to insurance policies or coverage.

Valuation of Services

12. Attorneys and paraprofessionals of RL&F have expended a total of 130.6 hours in connection with this matter during the Compensation Period, as follows:

<u>ATTORNEYS</u>	<u>HOURS</u>	<u>HOURLY RATE</u>
Paul N. Heath	21.4	\$550
Wes Peterson	0.6	\$425
Chun I. Jang	1.5	\$365
Lee E. Kaufman	0.4	\$340
Laura A. Dietrich	0.1	\$320
Zachary I. Shapiro	61.6	\$315
Anthony W. Rodgers	0.1	\$295
Andrew C. Irgens	1.7	\$280
Marisa Terranova	0.1	\$280

<u>PARAPROFESSIONALS</u>	<u>HOURS</u>	<u>HOURLY RATE</u>
Ann Jerominski	0.1	\$200
Jamie E. Schairer	35.8	\$200
Robyn K. Sinclair	5.3	\$200
Cathy M. Greer	0.3	\$200
Amy B. Anderson	1.6	\$105

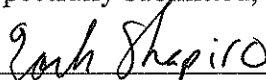
The nature of the work performed by these persons is fully set forth in Exhibit A attached hereto. These are RL&F's normal hourly rates for work of this character. The reasonable value of the services rendered by RL&F to the Debtors during the Compensation Period is \$41,146.00.

13. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by RL&F 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. Moreover, RL&F has reviewed the requirements of Del. Bankr. L.R. 2016-2 and believes that this Application complies with that Rule.

WHEREFORE, RL&F respectfully requests that the Court authorize that for the period February 1, 2011 through February 28, 2011, an allowance be made to RL&F pursuant to the terms of the Interim Compensation Order, with respect to the sum of \$41,146.00 as compensation for necessary professional services rendered (80% of which equals \$32,916.80), and the sum of \$10,456.98 as 100% reimbursement of actual necessary costs and expenses, for a total of \$51,602.98 and that such sums be authorized for payment and for such other and further relief as this Court may deem just and proper.

Dated: March 30, 2011
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
(302) 651-7700 (Telephone)
(302) 651-7701 (Facsimile)

- and -

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

ATTORNEYS FOR DEBTORS
AND DEBTORS IN POSSESSION

VERIFICATION


STATE OF DELAWARE)
) SS:
COUNTY OF NEW CASTLE)

Zachary I. Shapiro, after being duly sworn according to law, deposes and says:

a) I am an associate with the applicant firm, Richards, Layton & Finger, P.A. and have been admitted to appear before this Court.

b) I am familiar with the work performed on behalf of the Debtors by the lawyers in the firm.

c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. L.R. 2016-2, and submit that the Application substantially complies with such order.



Zachary I. Shapiro (No. 5103)

SWORN AND SUBSCRIBED before me
this 30th day of March, 2011.



Notary Public
My Commission Expires: 2/14/12

ANN JEROMINSKI
Notary Public - State of Delaware
My Comm. Expires Feb. 14, 2012

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

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In re : Chapter 11
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ADVANTA CORP., *et al.*, : Case No. 09-13931 (KJC)
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Debtors.¹ : (Jointly Administered)
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: **Objection Deadline: 4/19/11 at 4:00 p.m. (EDT)**
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NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that Richards, Layton & Finger, P.A. (the “*Applicant*”) has today filed the attached **Fifteenth Monthly Application of Richards, Layton & Finger, P.A. for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors-in-Possession for the Period from February 1, 2011 through February 28, 2011** (the “*Application*”) with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “*Bankruptcy Court*”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must be made in accordance with the *Order Pursuant to Sections 330 and 331 of the Bankruptcy Code and Bankruptcy Rule 2016 Implementing Certain Procedures for the Interim Compensation and Reimbursement of Professionals* [Docket No. 102] (the “*Interim Compensation Order*”) and must be filed with the Clerk of the Bankruptcy Court, and be served

¹ 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).

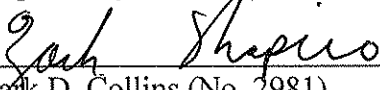
upon and received by (i) the Debtors, Advanta Corp., P.O. Box 844, Spring House, Pennsylvania 19477-844 (Attn: Philip M. Browne); (ii) counsel to the Debtors, Weil, Gotshal & Manges, LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Robert J. Lemons); (iii) local counsel to the Debtors, Richards Finger & Layton, P.A. One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn: Chun I. Jang); (iv) counsel to Official Committee of Unsecured Creditors, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022-4834 (Attn: Roger G. Schwartz); (v) local counsel to the Official Committee of Unsecured Creditors, Drinker Biddle & Reath LLP, 1100 North Market Street, Suite 1000, Wilmington, Delaware 19801 (Attn: Howard A. Cohen); and (vi) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Dave Klauder) by no later than **4:00 p.m. (Eastern Daylight Time) on April 19, 2011.**

PLEASE TAKE FURTHER NOTICE that if any responses or objections to the Application are timely filed, served and received in accordance with this notice and the Interim Compensation Order, a hearing on the Application will be held at the convenience of the Bankruptcy Court. Only those objections made in writing and timely filed and received in accordance with the Interim Compensation Order and the procedures described herein will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Interim Compensation Order, the Applicant may be paid an amount equal to the lesser of (i) 80 percent of the fees and 100 percent of expenses requested in the Application or (ii) 80 percent of the fees and 100 percent of the expenses not subject to a timely-filed objection without the need for further order of the Bankruptcy Court.

Dated: March 30, 2011
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
(302) 651-7700 (Telephone)
(302) 651-7701 (Facsimile)

- and -

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

ATTORNEYS FOR THE DEBTORS
AND DEBTORS IN POSSESSION

Exhibit A

Jay A. Dubow, Esq.
Advanta Corp.
Plymouth Corporate Center
625 W. Ridge Pike, Bldg. E,
Suite 100
Conshohocken PA 19428

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Client # 707765

Matter # 167839

For services through February 28, 2011
relating to Case Administration

02/01/11	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.10 hrs.	105.00	\$10.50
02/02/11	Correspondence with D. Zabaha re: AOS re: docket no. 1132 (.1); Review and approve same for filing (.1)			
Associate	Zachary I. Shapiro	0.20 hrs.	315.00	\$63.00
02/07/11	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.10 hrs.	105.00	\$10.50
02/08/11	Provide Z. Shapiro with docket number for notice affidavits re: disclosure statement order			
Paralegal	Jamie E. Schairer	0.10 hrs.	200.00	\$20.00
02/08/11	E-mail correspondence with J. Schairer re: withdrawal of trading motion			
Director	Paul N. Heath	0.10 hrs.	550.00	\$55.00
02/10/11	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.20 hrs.	105.00	\$21.00
02/15/11	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.10 hrs.	105.00	\$10.50
02/15/11	Coordinate delivery of correspondence from T. Paul re: update to service list to Garden City			
Paralegal	Jamie E. Schairer	0.10 hrs.	200.00	\$20.00
02/15/11	Review AOS re: docket no. 1173 and approve same for filing			
Associate	Zachary I. Shapiro	0.20 hrs.	315.00	\$63.00

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02/23/11	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.10 hrs.	105.00	\$10.50
02/23/11	Review confirmation order and update critical dates calendar			
Paralegal	Jamie E. Schairer	0.40 hrs.	200.00	\$80.00

Total Fees for Professional Services \$364.00

TOTAL DUE FOR THIS INVOICE	<u>\$364.00</u>
BALANCE BROUGHT FORWARD	\$1,775.50
TOTAL DUE FOR THIS MATTER	<u>\$2,139.50</u>

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For services through February 28, 2011
relating to Creditor Inquiries

02/01/11	Return telephone call to Sharon re: inquiry re: notification received			
Paralegal	Jamie E. Schairer	0.10 hrs.	200.00	\$20.00
02/01/11	Phone call with creditor regarding meeting voting deadline			
Associate	Marisa Terranova	0.10 hrs.	280.00	\$28.00
02/01/11	Review notice of modifications to Debtor's chapter 13 plan for which Advanta is a creditor (.2); Conference with P. Heath re: same (.1)			
Associate	Zachary I. Shapiro	0.30 hrs.	315.00	\$94.50
02/01/11	Call with S. Kass re: solicitation issues (.3); Correspondence with Garden City Group re: same (.2); Call with V. Vron re: same (.2)			
Associate	Zachary I. Shapiro	0.70 hrs.	315.00	\$220.50

Total Fees for Professional Services \$363.00

TOTAL DUE FOR THIS INVOICE	<u>\$363.00</u>
BALANCE BROUGHT FORWARD	\$834.90
TOTAL DUE FOR THIS MATTER	\$1,197.90

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For services through February 28, 2011
relating to Automatic Stay/Adequate Protection

02/07/11	Review email from K. Iraitte re: stay issue			
Director	Paul N. Heath	0.10 hrs.	550.00	\$55.00

Total Fees for Professional Services				<u>\$55.00</u>
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TOTAL DUE FOR THIS INVOICE	<u>\$55.00</u>
BALANCE BROUGHT FORWARD	\$389.30
TOTAL DUE FOR THIS MATTER	<u>\$444.30</u>

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For services through February 28, 2011
relating to Plan of Reorganization/Disclosure Statement

02/01/11	Review and circulate modification to Chapter 13 plan after confirmation as-filed by Debtor in case In re Ted R Symon, Sr. (09-13181) (.2); Conference with Z. Shapiro re: same (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	200.00	\$60.00
02/01/11	Review plan objections from Western Pennsylvania and ERISA class (.7); E-mail correspondence with Z. Shapiro re: same (.2); Review e-mail from V. Vron re: same (.1); E-mail correspondence with V. Vron and Z. Shapiro re: confirmation documents (.1)			
Director	Paul N. Heath	1.10 hrs.	550.00	\$605.00
02/01/11	Review Lead Plaintiff's confirmation objection (.3); Review Erisa Class Representative's confirmation objection (.3); Correspondence with J. Schairer re: same (.1); Correspondence with Weil team re: same (.2); Review and comment on memorandum of law in support of plan confirmation (1.9); Review voting tabulation (.2); Correspondence with V. Vron re: same (.1); Correspondence with K. Petriano re: same (.1)			
Associate	Zachary I. Shapiro	3.20 hrs.	315.00	\$1,008.00
02/02/11	Confer with Z. Shapiro			
Associate	Anthony W. Rodgers	0.10 hrs.	295.00	\$29.50
02/02/11	Review draft confirmation brief and form of order			
Associate	Chun I. Jang	0.70 hrs.	365.00	\$255.50

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02/02/11	E-mail correspondence with Z. Shapiro re: plan issue (.2); Conference with Z. Shapiro re: same (.2); Telephone call to H. Cohen (w/Z. Shapiro) re: same (.1); Telephone call with H. Cohen re: same (.2); Telephone call with M. Purpura re: same (.2); Telephone call with V. Vron and Z. Shapiro re: same (.2); Legal research re: trust issue (.8); E-mail correspondence with Z. Shapiro and H. Cohen re: same (.2); E-mail correspondence with Z. Shapiro and V. Vron re: plan issue (.1); Review e-mail from V. Vron re: voting report (.1); Review draft confirmation order (.9); Review draft Bondi declaration (.1); Review draft Rosoff declaration (.3); Review draft confirmation brief (1.1); Conference with Z. Shapiro re: trust issue (.2)			
Director	Paul N. Heath	4.90 hrs.	550.00	\$2,695.00
02/02/11	Legal research re: resident trustee issue (2.1); Review and comment on confirmation order and legal brief (1.9); Review voting results (.2)			
Associate	Zachary I. Shapiro	4.20 hrs.	315.00	\$1,323.00
02/03/11	Review objection status chart (.3); Review draft confirmation documents (1.5)			
Director	Paul N. Heath	1.80 hrs.	550.00	\$990.00
02/03/11	Review and comment on confirmation brief and proposed confirmation order (2.6); Correspondence with V. Vron re: drafting motion to exceed page limit for confirmation brief (.2); Correspondence with V. Vron and D. Hoehne re: same and appendix to brief (.2); Review chart summarizing outstanding objections and responses thereto (.3)			
Associate	Zachary I. Shapiro	3.30 hrs.	315.00	\$1,039.50
02/04/11	Phone call with Z. Shapiro re: plan settlement documents			
Associate	Laura A. Dietrich	0.10 hrs.	320.00	\$32.00
02/04/11	E-mail correspondence with Z. Shapiro and V. Vron re: trustee issue			
Director	Paul N. Heath	0.10 hrs.	550.00	\$55.00

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02/04/11	Correspondence with V. Vron re: resident trustee issue (.3); Correspondence with V. Petherbridge re: same (.1); Review form trustee agreement providing for bifurcated trust role (.2)			
Associate	Zachary I. Shapiro	0.60 hrs.	315.00	\$189.00
02/06/11	Review revised confirmation brief and email from V. Vron re: same			
Director	Paul N. Heath	0.70 hrs.	550.00	\$385.00
02/07/11	Retrieve reservations of rights of W. Underland and M. Schaller/Class Action Plaintiffs re: objections to confirmation of plan			
Paralegal	Jamie E. Schairer	0.10 hrs.	200.00	\$20.00
02/07/11	Review Underland reservation of rights (.1); E-mail correspondence with V. Vron and Z. Shapiro re: confirmation brief (.1)			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00
02/07/11	Review and revise response portion of brief (2.9); Correspondence with D. Hoehne re: same (.1); Correspondence with V. Vron re: same (.1)			
Associate	Zachary I. Shapiro	3.10 hrs.	315.00	\$976.50
02/08/11	Meeting with Z. Shapiro re: motion to shorten re: confirmation brief page limit motion (.1); Review background info re: confirmation hearing and brief (.2); Draft motion to shorten re: same (.7); Meeting with Z. Shapiro re: notice of same (.1); Review and revise same (.3); Meeting with Z. Shapiro re: motion to shorten re: same (.1)			
Associate	Andrew C. Irgens	1.50 hrs.	280.00	\$420.00
02/08/11	Compile exhibits to confirmation brief (.6); Email same to Z. Shapiro (.1)			
Paralegal	Jamie E. Schairer	0.70 hrs.	200.00	\$140.00
02/08/11	E-mail correspondence with Z. Shapiro and V. Vron re: confirmation brief (.1); Conference with Z. Shapiro re: trust issue (.1); Review Stein voting declaration (.1); E-mail correspondence with Z. Shapiro and D. Hoehne re: confirmation brief (.1); Review blackline of plan (.2)			
Director	Paul N. Heath	0.60 hrs.	550.00	\$330.00

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02/08/11	Prepare to file modified plan and related documents (1.0); File chapter 11 plan (.1); File blackline of plan (.1); Research local service parties re: same (.2); File notice of filing confirmation order (.1); File Rosoff Declaration in support of confirmation of plan (.1); File Bondi Declaration in support of confirmation of plan (.1); File Memorandum of Law in Support of Confirmation of Plan as Modified (.1); File Motion to Authorize Debtors to Exceed Page Limit Requirement re:same (.1); Motion to Shorten Notice and Objection Periods With Respect to Motion for an Order Authorizing Debtors to Exceed Page Limit Requirement re: same (.1); Prepare documents for service (.1); Serve the same (.1); Prepare Memorandum of Law in Support of Confirmation of Plan, Motion to Authorize Debtors to Exceed Page Limit Requirement re: same, and motion to shorten notice and objection periods with respect to motion authorizing Debtors to Exceed Page Limit Requirement to be sent to chambers (.1); Prepare to file plan supplement (modified) in Support of the Plan (1.3); File the same (.1); Circulate plan, plan blackline, Rosoff Declaration, Bondi Declaration, Memorandum of Law in Support of Confirmation of the Plan, Motion to exceed page limited re: same, and Motion to shorten re: motion to exceed page limit (.1)				
Paralegal	Robyn K. Sinclair	3.80 hrs.	200.00		\$760.00
02/08/11	Revise and finalize confirmation brief for filing (2.3); Revise and finalize for filing motion to exceed page limit re: same (.6); Revise and finalize for filing motion to shorten re: same (.4); Revise and finalize for filing modified plan (2.2); Revise and finalize for filing modified plan supplement (1.9); Finalize and file Bondi and Rosoff declarations in support of plan confirmation (.6)				
Associate	Zachary I. Shapiro	8.00 hrs.	315.00		\$2,520.00
02/09/11	Retrieve order re: motion to exceed page limit re: memorandum of law in support of confirmation of plan (.1); Circulate same to distribution (.1); Serve same (.1)				
Paralegal	Jamie E. Schairer	0.30 hrs.	200.00		\$60.00

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02/09/11	Conference with Z. Shapiro re: plan issue (.1); Conference with Z. Shapiro re: trust issue (.2); E-mail correspondence (x2) with Z. Shapiro and W. Peterson re: same (.3); E-mail correspondence with Z. Shapiro and V. Vron re: plan issue (.2)			
Director	Paul N. Heath	0.80 hrs.	550.00	\$440.00
02/09/11	Emails re: trust agreements and shared service (.5); Telephone call with Z. Shapiro re: trust (.1)			
Counsel	Wes Peterson	0.60 hrs.	425.00	\$255.00
02/09/11	Legal research re: liquidating trust mechanics (.6); Correspondence with W. Peterson re: same (.1); Conferences with W. Petereson re: same (.1); Correspondence with V. Vron re: same (.2)			
Associate	Zachary I. Shapiro	1.00 hrs.	315.00	\$315.00
02/10/11	E-mail correspondence with V. Vron and Z. Shapiro re: plan and confirmation order (.2); Review e-mail from V. Vron re: plan (.1); Review e-mail from M. Etkin re: confirmation order (.1)			
Director	Paul N. Heath	0.40 hrs.	550.00	\$220.00
02/10/11	Revise confirmation order to reflect post-hearing modifications (1.1); Correspondence with V. Vron re: same (.2)			
Associate	Zachary I. Shapiro	1.30 hrs.	315.00	\$409.50
02/11/11	Prepare exhibits and schedules to plan for filing (.9); Efile plan (.3); Prepare same for delivery to chambers (.4); Efile certification of counsel re: confirmation order (.2); Prepare same for delivery to chambers (.3); Coordinate delivery of plan and certification of counsel re: confirmation order to chambers (.1); Retrieve order confirming plan (.2); Circulate same to distribution (.1); Serve same (.1)			
Paralegal	Jamie E. Schairer	2.60 hrs.	200.00	\$520.00

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02/11/11	Review e-mails from R. Lemons re: confirmation order (.2); Conference with Z. Shapiro re: same (.2); Review e-mail from C. Martin re: plan (.1); Review e-mail from J. Wojslawowicz re: same (.1); Review blackline of plan (.2); E-mail correspondence with V. Vron re: plan (.1); E-mail correspondence (x2) with V. Vron and Z. Shapiro re: confirmation order (.3); E-mail correspondence with Z. Shapiro re: same (.1); E-mail correspondence with J. Schairer re: same (.1)			
Director	Paul N. Heath	1.40 hrs.	550.00	\$770.00
02/11/11	Finalize and file plan reflecting post-hearing modifications (1.1); Finalize confirmation order reflecting same (.5); Draft, revise and finalize confirmation order re: same (.7)			
Associate	Zachary I. Shapiro	2.30 hrs.	315.00	\$724.50
02/17/11	Correspondence with V. Vron re: trust agreements			
Associate	Zachary I. Shapiro	0.20 hrs.	315.00	\$63.00
02/18/11	Order certified copies confirmation order			
Paralegal	Robyn K. Sinclair	0.10 hrs.	200.00	\$20.00
02/18/11	Correspondence with V. Vron and S. Giusti re: obtaining certified confirmation order in connection with plan implementation			
Associate	Zachary I. Shapiro	0.70 hrs.	315.00	\$220.50
02/22/11	E-mail to I. Colon re: certified copies of confirmation order			
Paralegal	Robyn K. Sinclair	0.10 hrs.	200.00	\$20.00
02/23/11	Correspondence with S. Giusti re: procedure to obtain certified confirmation order			
Associate	Zachary I. Shapiro	0.20 hrs.	315.00	\$63.00
02/26/11	E-mail correspondence with Z. Shapiro and V. Vron re: plan modification			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00

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02/27/11	Review and revise non-material modifications to plan supplement documents			
Associate	Zachary I. Shapiro	1.20 hrs.	315.00	\$378.00
02/28/11	Efile plan with technical amendments (.4); Efile notice of non-material modifications to plan (.2); Efile notice of non-material modifications to plan supplement in support of plan (.4); Serve all three documents (.1); Circulate all three documents to distribution (.1); Email Garden City re: service preparation for second notice of non-material modifications to plan supplement in support of plan (.1); Efile second notice of non-material modifications to plan supplement in support of plan (.2); Serve same (.1); Circulate same to distribution (.1)			
Paralegal	Jamie E. Schairer	1.70 hrs.	200.00	\$340.00
02/28/11	Review revised plan (.1); Conference with Z. Shapiro re: same (.1); Review notice of plan modifications (.1); E-mail correspondence with Z. Shapiro re: trust agreement (.2); Review e-mail from V. Vron re: effective date (.1)			
Director	Paul N. Heath	0.60 hrs.	550.00	\$330.00
02/28/11	Review, revise and finalize non-material plan modifications and notice of same (1.3); Review revise and finalize non-material plan supplement modifications and notice of filing of same (1.4); Correspondence with J. Schairer re: filing and service of each of same (.2); Correspondence with V. Vron re: notice of effective date (.2); Review same (.2)			
Associate	Zachary I. Shapiro	3.30 hrs.	315.00	\$1,039.50

Total Fees for Professional Services	\$20,241.00
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TOTAL DUE FOR THIS INVOICE	\$20,241.00
BALANCE BROUGHT FORWARD	\$17,254.00
TOTAL DUE FOR THIS MATTER	\$37,495.00

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For services through February 28, 2011
relating to Use, Sale of Assets

02/07/11	Telephone call with Z. Shapiro re: partial withdrawal of NOL motion			
Associate	Chun I. Jang	0.10 hrs.	365.00	\$36.50
02/18/11	Review notice of abandonment of de minimis assets			
Associate	Chun I. Jang	0.10 hrs.	365.00	\$36.50

Total Fees for Professional Services \$73.00

TOTAL DUE FOR THIS INVOICE	<u>\$73.00</u>
BALANCE BROUGHT FORWARD	\$1,775.30
TOTAL DUE FOR THIS MATTER	<u>\$1,848.30</u>

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For services through February 28, 2011
relating to Claims Administration

02/02/11	Circulate correspondence from A. Enright re: claim			
Paralegal	Jamie E. Schairer	0.20 hrs.	200.00	\$40.00
02/02/11	Review correspondence re: A. Enright's claim			
Director	Paul N. Heath	0.10 hrs.	550.00	\$55.00
02/07/11	Call with Z. Shapiro re: claims issues			
Associate	Lee Kaufman	0.10 hrs.	340.00	\$34.00
02/07/11	Legal research re: disputed claim treatment (.5); Correspondence with J. Ganesh re: same (.1)			
Associate	Zachary I. Shapiro	0.60 hrs.	315.00	\$189.00

Total Fees for Professional Services \$318.00

TOTAL DUE FOR THIS INVOICE	\$318.00
BALANCE BROUGHT FORWARD	\$2,119.90
TOTAL DUE FOR THIS MATTER	\$2,437.90

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For services through February 28, 2011
relating to Court Hearings

02/01/11	Update motion chart (.5); Draft 2/10/11 hearing agenda (.9)			
Paralegal	Jamie E. Schairer	1.40 hrs.	200.00	\$280.00
02/03/11	Multiple emails with Z. Shapiro re: second interim fee hearing binders and chart re: second interim fees (.1); Revise chart re: second interim fees (.1); Finalize second interim fee hearing binder (.1) Coordinate delivery of same to chambers (.1); Update motion chart (.1); Update 2/10/11 hearing agenda (.5); Circulate same to Z. Shapiro for review (.1)			
Paralegal	Jamie E. Schairer	1.10 hrs.	200.00	\$220.00
02/03/11	E-mail correspondence (x2) with Z. Shapiro and V. Vron re: hearing (.4); Conference with Z. Shapiro re: same (.2)			
Director	Paul N. Heath	0.60 hrs.	550.00	\$330.00
02/03/11	Correspondence with J. Schairer re: 2/10 confirmation hearing agenda (.1); Review same (.1); Correspondence with V. Vron re: same (.3); Correspondence with J. Schairer re: preparing fee binders for 2/10 hearing (.1)			
Associate	Zachary I. Shapiro	0.60 hrs.	315.00	\$189.00
02/04/11	Update 2/10/11 hearing agenda (.6); Circulate same to Z. Shapiro for review (.1); Continue updating 2/10/11 hearing agenda (.4); Circulate same to Z. Shapiro for review (.1)			
Paralegal	Jamie E. Schairer	1.20 hrs.	200.00	\$240.00
02/04/11	Conference with Z. Shapiro re: hearing (.2); Review draft agenda and email from Z. Shapiro re: same (.3)			
Director	Paul N. Heath	0.50 hrs.	550.00	\$275.00
02/04/11	Review and revise confirmation hearing agenda (2.5); Correspondence with V. Vron re: comments to same (.1)			
Associate	Zachary I. Shapiro	2.60 hrs.	315.00	\$819.00

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02/06/11	E-mail correspondence with V. Vron and Z. Shapiro re: agenda			
Director	Paul N. Heath	0.10 hrs.	550.00	\$55.00
02/07/11	Prepare 2/10/11 Hearing Binder			
Paralegal	Amy B. Anderson	1.00 hrs.	105.00	\$105.00
02/07/11	Update 2/10/11 hearing binder (.4); Email from Z. Shapiro re: updates to 2/10/11 hearing agenda (.1); Update 2/10/11 hearing agenda and Exhibit A thereto (.5); Email both to Z. Shapiro for review (.1)			
Paralegal	Jamie E. Schairer	1.10 hrs.	200.00	\$220.00
02/07/11	E-mail correspondence with Z. Shapiro re: hearing			
Director	Paul N. Heath	0.10 hrs.	550.00	\$55.00
02/07/11	Correspondence with N. Hunt re: fee hearing (.1)			
Associate	Zachary I. Shapiro	0.10 hrs.	315.00	\$31.50
02/08/11	Update index re: second interim fee application requests (.2); Meet with A. Jerominski re: same (.1); Meet with Z. Shapiro re: same (.1); Continue updating same (.1); Prepare certification of counsel binder for Judge Carey (.3); Review and revise 2/10/11 hearing binder (.3); Efile 2/10/11 hearing agenda (.1); Update 2/10/11 hearing binders for Judge Carey (.1); Coordinate delivery of same to chambers (.1); Serve 2/10/11 hearing agenda (.1); Circulate same to distribution (.1); Draft amended 2/10/11 hearing agenda (.4); Compile additional pleadings for delivery to Judge Carey (.2); Update attorney's binders (.1); Continue drafting amended 2/10/11 hearing agenda (.3); Update index re: second interim fee application requests (.3)			
Paralegal	Jamie E. Schairer	2.90 hrs.	200.00	\$580.00
02/08/11	Conference with Z. Shapiro re: hearing (.1); Review agenda (.1)			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00
02/08/11	Revise and finalize agenda for filing (.5); Correspondence with V. Vron re: comments to same (.2); Correspondence with J. Schairer re: filing and service of same (.1); Draft and revise amended agenda (.4)			
Associate	Zachary I. Shapiro	1.20 hrs.	315.00	\$378.00

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02/09/11	Prepare binder of additional pleadings for 2/10/11 hearing for Judge Carey (1.4); Schedule telephonic appearances for J. Depman and J. Stein (.2); Circulate confirmations of same to J. Depman and J. Stein (.2); Efile amended 2/10/11 hearing agenda (.1); Serve same (.1); Coordinate delivery of same and binder of additional pleadings for 2/10/11 hearing to chambers (.1); Update binders for attorneys (1.6); Prepare for confirmation hearing (4.6)				
Paralegal	Jamie E. Schairer	8.30 hrs.	200.00		\$1,660.00
02/09/11	Conferences (x2) with Z. Shapiro re: confirmation hearing (.4); Review amended agenda (.1); Review confirmation hearing materials in preparation for hearing (1.5)				
Director	Paul N. Heath	2.00 hrs.	550.00		\$1,100.00
02/09/11	Review and revise amended hearing agenda for 2/10 hearing (.4); Correspondence with V. Vron re: same (.2); Preparations in connection with 2/10 hearing, including preparing and reviewing hearing binders and coordinating telephonic appearances (3.7)				
Associate	Zachary I. Shapiro	4.30 hrs.	315.00		\$1,354.50
02/10/11	Preparation for confirmation hearing (.9); Request 2/10/11 hearing transcript (.2)				
Paralegal	Jamie E. Schairer	1.10 hrs.	200.00		\$220.00
02/10/11	Conference with Z. Shapiro re: hearing (.1); Conference with R. Lemons and V. Vron re: same (.3); Prepare for hearing (.5); Conference with R. Lemons re: same (.4); Hearing (Court appearance) (2.3)				
Director	Paul N. Heath	3.60 hrs.	550.00		\$1,980.00
02/10/11	Confirmation hearing preparation				
Paralegal	Robyn K. Sinclair	0.20 hrs.	200.00		\$40.00
02/10/11	Final preparations in connection with 2/10 confirmation hearing (3.5); Attend confirmation hearing and participate in same (3.1)				
Associate	Zachary I. Shapiro	6.60 hrs.	315.00		\$2,079.00

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02/15/11	Circulate 2/10/11 hearing transcript			
Paralegal	Jamie E. Schairer	0.10 hrs.	200.00	\$20.00
02/15/11	Review confirmation hearing transcript			
Associate	Zachary I. Shapiro	0.20 hrs.	315.00	\$63.00
02/16/11	Email 11/17/10 hearing transcript to Z. Shapiro			
Paralegal	Jamie E. Schairer	0.10 hrs.	200.00	\$20.00
02/25/11	Email from Z. Shapiro re: certification of counsel re: new omnibus hearing date (.1); Draft same (.2); Efile same (.1); Coordinate delivery of same to chambers (.1)			
Paralegal	Jamie E. Schairer	0.50 hrs.	200.00	\$100.00
02/28/11	Retrieve order scheduling omnibus hearing date (.1); Serve same (.1)			
Paralegal	Jamie E. Schairer	0.20 hrs.	200.00	\$40.00

Total Fees for Professional Services \$12,564.00

TOTAL DUE FOR THIS INVOICE	\$12,564.00
BALANCE BROUGHT FORWARD	\$12,224.30
TOTAL DUE FOR THIS MATTER	\$24,788.30

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For services through February 28, 2011
relating to Schedules/SOFA/U.S. Trustee Reports

02/07/11	Correspondence with V. Vron re: post-confirmation quarterly reports (.2); Legal research re: same (.2)			
Associate	Zachary I. Shapiro	0.40 hrs.	315.00	\$126.00
02/08/11	Correspondence with A. Sagat re: post-confirmation quarterly reports (.3); Correspondence with L. Kaufman re: same (.1)			
Associate	Zachary I. Shapiro	0.40 hrs.	315.00	\$126.00
02/09/11	Discussions with Z. Shapiro re: MORs and post confirmation reports			
Associate	Andrew C. Irgens	0.20 hrs.	280.00	\$56.00
02/09/11	E-mail correspondence with V. Vron and Z. Shapiro re: reporting issue			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00
02/09/11	Review correspondence re: post-confirmation quarterly report (.2); Legal research re: same (.5)			
Associate	Zachary I. Shapiro	0.70 hrs.	315.00	\$220.50
02/14/11	E-mail correspondence with C. Wilson and V. Vron re: post-confirmation reporting (.2); E-mail correspondence with Z. Shapiro re: same (.1)			
Associate	Chun I. Jang	0.30 hrs.	365.00	\$109.50
02/14/11	Correspondence with V. Vron re: post-confirmation quarterly reports (.2); Correspondence with C. Jang re: same (.2); Correspondence with L. Kaufman re: same (.1)			
Associate	Zachary I. Shapiro	0.50 hrs.	315.00	\$157.50
02/15/11	E-mail correspondence with K. Kinkade re: monthly operating report			
Associate	Chun I. Jang	0.10 hrs.	365.00	\$36.50

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02/15/11	Correspondence with C. Wilson re: Jan. 2011 MOR (.1); Review Jan. 2011 MOR (.2)			
Associate	Zachary I. Shapiro	0.30 hrs.	315.00	\$94.50
02/22/11	Review MOR in preparation for MOR call (.2); Participate in call re: same (.3)			
Associate	Zachary I. Shapiro	0.50 hrs.	315.00	\$157.50
02/25/11	Efile January 2011 monthly operating report (.1); Email as-filed version to Z. Shapiro (.1); Coordinate delivery of same to UST (.1); Draft affidavit of service re: same (.1); Efile affidavit of service re: same (.1)			
Paralegal	Jamie E. Schairer	0.50 hrs.	200.00	\$100.00

Total Fees for Professional Services \$1,294.00

TOTAL DUE FOR THIS INVOICE	\$1,294.00
BALANCE BROUGHT FORWARD	\$3,439.00
TOTAL DUE FOR THIS MATTER	\$4,733.00

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relating to Tax Issues

02/08/11	Efile notice of partial withdrawal of NOL motion (.1); Serve same (.1)			
Paralegal	Jamie E. Schairer	0.20 hrs.	200.00	\$40.00

Total Fees for Professional Services	<u>\$40.00</u>
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TOTAL DUE FOR THIS INVOICE	<u>\$40.00</u>
BALANCE BROUGHT FORWARD	\$6.80
TOTAL DUE FOR THIS MATTER	<u>\$46.80</u>

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For services through February 28, 2011
relating to RLF Fee Applications

02/10/11	Update meal log for January 2011 fee application			
Paralegal	Jamie E. Schairer	0.20 hrs.	200.00	\$40.00
02/14/11	Retrieve RLF's interim fee application in Word and PDF format and forward to Z. Shapiro			
Paralegal	Ann Jerominski	0.10 hrs.	200.00	\$20.00
02/14/11	Correspondence with B. Ruhlander re: RL&F's third interim fee application			
Associate	Zachary I. Shapiro	0.20 hrs.	315.00	\$63.00
02/15/11	Review January 2011 bill memorandum			
Paralegal	Jamie E. Schairer	0.20 hrs.	200.00	\$40.00
02/15/11	E-mail correspondence with Z. Shapiro re: fee auditor report (.1); Review same (.1)			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00
02/15/11	Review initial report re: RL&F's third interim fee application (.2); Correspondence with J. Schairer re: same (.2); Conference with C. Jang re: same (.1)			
Associate	Zachary I. Shapiro	0.50 hrs.	315.00	\$157.50
02/16/11	Review fee auditor report re: RLF fees (.1); Conference with Z. Shapiro re: same (.1)			
Associate	Chun I. Jang	0.20 hrs.	365.00	\$73.00
02/16/11	Research re: information requested by fee auditor (2.3); Email results to Z. Shapiro (.1); Telephone call with Z. Shapiro re: same (.1)			
Paralegal	Jamie E. Schairer	2.50 hrs.	200.00	\$500.00

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02/18/11	Review January bill memorandum of RLF			
Paralegal	Jamie E. Schairer	0.90 hrs.	200.00	\$180.00
02/23/11	Draft certification of no objection re: December fee application of RL&F			
Paralegal	Jamie E. Schairer	0.20 hrs.	200.00	\$40.00
02/23/11	Review and revise RL&F's January fee application			
Associate	Zachary I. Shapiro	0.80 hrs.	315.00	\$252.00
02/24/11	Email Z. Shapiro re: informal responses to December 2010 fee application of RL&F (.1); Finalize certification of no objection re: December 2010 fee application of RL&F and circulate same to Z. Shapiro for review (.1); Efile same (.1); Email RL&F's December 2010 fee application and certification of no objection re: same to G. Hewitt for payment (.1)			
Paralegal	Jamie E. Schairer	0.40 hrs.	200.00	\$80.00
02/24/11	E-mail correspondence with Z. Shapiro re: RLF fee application			
Director	Paul N. Heath	0.10 hrs.	550.00	\$55.00
02/24/11	Correspondence with J. Schairer re: CNO re: RL&F's December fee application (.1); Review and finalize same for filing (.2)			
Associate	Zachary I. Shapiro	0.30 hrs.	315.00	\$94.50
02/28/11	Review and revise January 2011 fee application of RL&F (1.0); Attend to issue with meals for same (.3); Draft notice for same (.1); Efile same (.2); Serve same (.1)			
Paralegal	Jamie E. Schairer	1.70 hrs.	200.00	\$340.00
02/28/11	Review RLF fee application for filing			
Director	Paul N. Heath	0.10 hrs.	550.00	\$55.00
02/28/11	Correspondence with G. Hewitt re: CNO re: RL&F's December fee application (.1); Review and revise RL&F's January fee application (.3); Conference with J. Schairer re: filing and service of same (.2); Conference with A. Jerominski re: same (.2)			
Associate	Zachary I. Shapiro	0.80 hrs.	315.00	\$252.00

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Total Fees for Professional Services	\$2,352.00
TOTAL DUE FOR THIS INVOICE	\$2,352.00
BALANCE BROUGHT FORWARD	\$3,732.10
TOTAL DUE FOR THIS MATTER	\$6,084.10

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For services through February 28, 2011
relating to Fee Applications of Others

02/02/11	Circulate certification of no objection re: October fee application of Weil to J. Ganesh for review (.1); Efile certification of no objection re: October fee application of Weil (.1); Email October fee application of Weil and certification of no objection re: same to G. Hewitt for payment (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	200.00	\$60.00
02/03/11	E-mail correspondence with V. Vron and Z. Shapiro re: fee order (.1); Review draft fee order (.2)			
Director	Paul N. Heath	0.30 hrs.	550.00	\$165.00
02/03/11	Finalize omnibus fee order approving second interim fees (.5); Correspondence with V. Vron re: comments to same (.2); Correspondence with V. Vron re: same (.1); Correspondence with Debtors' professionals re: same (.2); Correspondence with Committee's professionals re: same (.2)			
Associate	Zachary I. Shapiro	1.20 hrs.	315.00	\$378.00
02/04/11	Circulate certification of no objection re: November fee application of Alvarez & Marsal to M. Napoliello and A. Sagat for review (.1); Circulate same to Z. Shapiro for review (.1); Efile same (.1); Email November fee application of Alvarez & Marsal and the certification of no objection re: same to G. Hewitt for payment (.1)			
Paralegal	Jamie E. Schairer	0.40 hrs.	200.00	\$80.00
02/04/11	Correspondence with P. Tatum re: omnibus fee order approving second interim fee applications (.1); Correspondence with A. Sagat re: same (.1); Correspondence with B. Ruhlander re: same (.2); Correspondence with H. Cohen re: same (.2); Correspondence with J. Schairer re: CNO re: A&M's November fee application (.1); Review and approve same for filing (.2)			
Associate	Zachary I. Shapiro	0.90 hrs.	315.00	\$283.50

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02/07/11	Circulate certification of no objection re: November fee application of Weil to J. Ganesh for review			
Paralegal	Jamie E. Schairer	0.10 hrs.	200.00	\$20.00
02/07/11	File Certificate of No Objection Regarding Twelfth Monthly Application of Weil, Gotshal & Manges LLP			
Paralegal	Robyn K. Sinclair	0.10 hrs.	200.00	\$20.00
02/07/11	Correspondence with B. Ruhlander re: proposed omnibus fee order (.1)			
Associate	Zachary I. Shapiro	0.10 hrs.	315.00	\$31.50
02/08/11	Efile certification of counsel re: second interim fee order (.1); Serve same (.1); Retrieve certification of no objection re: November fee application of Weil (.1); Email November fee application of Weil and certification of no objection re: same to G. Hewitt for payment (.1); Retrieve order approving second interim fee requests (.1); Serve same (.1); Circulate same to distribution (.1)			
Paralegal	Jamie E. Schairer	0.70 hrs.	200.00	\$140.00
02/08/11	Review fee order and certification of counsel re: same (.2); E-mail correspondence with Z. Shapiro re: fee order (.1)			
Director	Paul N. Heath	0.30 hrs.	550.00	\$165.00
02/08/11	Revise and finalize order approving second interim fee applications (.3); Revise and finalize for filing certification of counsel re: same (.2); Correspondence with J. Schairer re: filing and service of same (.3)			
Associate	Zachary I. Shapiro	0.80 hrs.	315.00	\$252.00
02/09/11	File Alvarez & Marsal December fee application (.2); Coordinate service of same (.1)			
Paralegal	Cathy M. Greer	0.30 hrs.	200.00	\$60.00
02/09/11	Prepare December 2010 fee application of Alvarez & Marsal for filing (.1); Draft notice of same (.2)			
Paralegal	Jamie E. Schairer	0.30 hrs.	200.00	\$60.00

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02/09/11	Review and finalize for filing A&M's December monthly fee application			
Associate	Zachary I. Shapiro	0.30 hrs.	315.00	\$94.50
02/16/11	Research and provide Z. Shapiro with deadline to file final fee applications (.2); Prepare chart re: second interim fee period amounts owed by debtor (1.2)			
Paralegal	Jamie E. Schairer	1.40 hrs.	200.00	\$280.00
02/16/11	Correspondence with P. Tatum re: final fee application deadlines (.3); Correspondence with J. Schairer re: same (.2)			
Associate	Zachary I. Shapiro	0.50 hrs.	315.00	\$157.50
02/17/11	Revise fee chart re: amounts still owed by debtors			
Paralegal	Robyn K. Sinclair	1.00 hrs.	200.00	\$200.00
02/18/11	Finalize chart of payments outstanding to professionals (.6); Correspondence with N. Gordon and G. Hewitt re: same (.3)			
Associate	Zachary I. Shapiro	0.90 hrs.	315.00	\$283.50
02/22/11	Correspondence with G. Hewitt re: outstanding holdback amounts owed pursuant to second interim fee order			
Associate	Zachary I. Shapiro	0.20 hrs.	315.00	\$63.00
02/23/11	Update fee application status chart (1.1); Draft certification of no objection re: December fee application of Alvarez & Marsal (.1)			
Paralegal	Jamie E. Schairer	1.20 hrs.	200.00	\$240.00
02/24/11	Correspondence with B. Ruhlander re: final fee hearing (.2); Review fee auditor order re: procedures in connection with scheduling same (.2); Correspondence with V. Vron re: same (.1)			
Associate	Zachary I. Shapiro	0.50 hrs.	315.00	\$157.50
02/25/11	Correspondence with V. Vron re: final fee hearing (.2); Correspondence with N. Hunt re: same (.2); Correspondence with B. Ruhlander re: same (.2)			
Associate	Zachary I. Shapiro	0.60 hrs.	315.00	\$189.00

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Total Fees for Professional Services	\$3,380.00
TOTAL DUE FOR THIS INVOICE	\$3,380.00
BALANCE BROUGHT FORWARD	\$6,592.50
TOTAL DUE FOR THIS MATTER	\$9,972.50

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relating to Insurance

02/10/11	Email correspondence with Z. Shapiro re: self-insured retention (.1); Review IOR and insurance motion re: same (.2)			
Associate	Lee Kaufman	0.30 hrs.	340.00	\$102.00

				<hr/>
			Total Fees for Professional Services	\$102.00

				<hr/>
			TOTAL DUE FOR THIS INVOICE	\$102.00
			BALANCE BROUGHT FORWARD	\$81.90
				<hr/>
			TOTAL DUE FOR THIS MATTER	\$183.90

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Summary of Hours

	Hours	Rate/Hr	Dollars
Amy B. Anderson	1.60	105.00	168.00
Andrew C. Irgens	1.70	280.00	476.00
Ann Jerominski	0.10	200.00	20.00
Anthony W. Rodgers	0.10	295.00	29.50
Cathy M. Greer	0.30	200.00	60.00
Chun I. Jang	1.50	365.00	547.50
Jamie E. Schairer	35.80	200.00	7,160.00
Laura A. Dietrich	0.10	320.00	32.00
Lee Kaufman	0.40	340.00	136.00
Marisa Terranova	0.10	280.00	28.00
Paul N. Heath	21.40	550.00	11,770.00
Robyn K. Sinclair	5.30	200.00	1,060.00
Wes Peterson	0.60	425.00	255.00
Zachary I. Shapiro	61.60	315.00	19,404.00
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TOTAL	130.60	\$315.05	41,146.00

TOTAL DUE FOR THIS INVOICE

\$51,602.98

Payment may be made by wire transfer to our account at Wilmington Trust Company, Rodney Square North, Wilmington, Delaware 19890, Account No. 2264-1174, ABA No. 031100092. Please indicate on wire transfer the invoice number stated above.

Photocopying and printing are charged at \$0.10 per page. Telephone charges are billed at standard AT&T rates which may not be our cost.

PAYABLE WHEN RENDERED

707765

Exhibit B

RICHARDS LAYTON & FINGER

Tax I.D. No.: 51-0226371

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For disbursements incurred through February 28, 2011
relating to Advanta - Restructuring Advice

OTHER CHARGES:

Binding	\$14.00	
Business Meals	\$537.11	
Court Reporter Services	\$319.75	
Document Retrieval	\$242.00	
Filing Fees	\$72.00	
Lexis/Westlaw	\$10.70	
Long distance telephone charges	\$84.79	
Messenger and delivery service	\$208.93	
Photocopying/ Printing 5,366 @ \$.10/pg. / 18,786 @ \$.10/pg.	\$2,415.20	
Photocopying/Printing - outside vendor	\$6,552.50	
Other Charges		\$10,456.98

TOTAL DUE FOR THIS INVOICE

\$10,456.98

■ ■ ■

One Rodney Square ■ 920 North King Street ■ Wilmington, DE 19801 ■ Phone: 302-651-7700 ■ Fax: 302-651-7701

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BALANCE BROUGHT FORWARD	\$1,196.93
TOTAL DUE FOR THIS MATTER	\$11,653.91

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Client: Advanta Corp.

Matter: Advanta - Restructuring Advice
 Case Administration
 Creditor Inquiries
 Automatic Stay/Adequate Protection
 Plan of Reorganization/Disclosure Statement
 Use, Sale of Assets
 Claims Administration
 Court Hearings
 Schedules/SOFA/U.S. Trustee Reports
 Tax Issues
 RLF Fee Applications
 Fee Applications of Others
 Insurance

Date	Description	Summary Phrase
02/01/11	12123108078 Long Distance Amount = \$9.73	LD
02/01/11	PACER Amount = \$7.44	DOCRETRI ---
02/01/11	Printing Amount = \$1.00	DUP.10CC
02/02/11	12123108078 Long Distance Amount = \$12.51	LD
02/02/11	PACER Amount = \$1.12	DOCRETRI ---
02/02/11	Printing Amount = \$4.60	DUP.10CC
02/02/11	Printing Amount = \$4.70	DUP.10CC
02/02/11	Printing Amount = \$1.80	DUP.10CC

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02/02/11	Westlaw	Amount = \$10.70	LEXIS
02/03/11	15176698872 Long Distance	Amount = \$15.29	LD
02/03/11	Messenger and delivery2/2/2011, from Mikimotos, zis	Amount = \$44.46	MEALSCL
02/03/11	PACER	Amount = \$1.20	DOCRETRI
02/03/11	Printing	Amount = \$1.40	DUP.10CC
02/03/11	Printing	Amount = \$1.80	DUP.10CC
02/03/11	Printing	Amount = \$4.60	DUP.10CC
02/03/11	Printing	Amount = \$4.70	DUP.10CC
02/04/11	12123108078 Long Distance	Amount = \$16.68	LD
02/04/11	Messenger and delivery2/3/2011, From Mikimotos, zis	Amount = \$39.14	MEALSCL
02/04/11	Messenger and delivery2/3/2011, Bankruptcy Court, ZIS	Amount = \$4.50	MESS
02/04/11	PACER	Amount = \$4.08	DOCRETRI
02/04/11	Printing	Amount = \$4.70	DUP.10CC
02/04/11	Printing	Amount = \$1.80	DUP.10CC
02/04/11	Printing	Amount = \$4.60	DUP.10CC
02/04/11	Printing	Amount = \$1.50	DUP.10CC
02/07/11	Binding/Tabs Velobinding	Amount = \$6.00	BIND

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02/07/11	Photocopies	Amount = \$86.80	DUP.10CC
02/07/11	12123108644 Long Distance	Amount = \$12.51	LD
02/07/11	Messenger and delivery2/4/2011, From Mikimotos, ZIS	Amount = \$46.49	MEALSCL
02/07/11	PACER	Amount = \$52.24	DOCRETRI ---
02/07/11	Printing	Amount = \$2.50	DUP.10CC
02/07/11	Printing	Amount = \$2.50	DUP.10CC
02/07/11	Printing	Amount = \$3.20	DUP.10CC
02/07/11	Printing	Amount = \$6.50	DUP.10CC
02/07/11	Printing	Amount = \$12.10	DUP.10CC
02/07/11	Printing	Amount = \$2.00	DUP.10CC
02/07/11	Printing	Amount = \$5.10	DUP.10CC
02/07/11	Printing	Amount = \$2.50	DUP.10CC
02/07/11	Printing	Amount = \$1.90	DUP.10CC
02/07/11	Printing	Amount = \$1.90	DUP.10CC
02/07/11	Printing	Amount = \$15.20	DUP.10CC
02/07/11	Printing	Amount = \$2.60	DUP.10CC
02/07/11	Printing	Amount = \$2.60	DUP.10CC
02/07/11	Printing	Amount = \$2.60	DUP.10CC

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02/07/11	Printing		DUP.10CC
		Amount = \$2.60	
02/07/11	Printing		DUP.10CC
		Amount = \$1.60	
02/07/11	Printing		DUP.10CC
		Amount = \$1.30	
02/07/11	Printing		DUP.10CC
		Amount = \$10.30	
02/07/11	Printing		DUP.10CC
		Amount = \$1.70	
02/07/11	Printing		DUP.10CC
		Amount = \$1.00	
02/07/11	Printing		DUP.10CC
		Amount = \$1.80	
02/08/11	Binding/Tabs Velobinding		BIND
		Amount = \$8.00	
02/08/11	Photocopies		DUP.10CC
		Amount = \$182.40	
02/08/11	12123108078 Long Distance		LD
		Amount = \$5.56	
02/08/11	12123108078 Long Distance		LD
		Amount = \$5.56	
02/08/11	12123108078 Long Distance		LD
		Amount = \$6.95	
02/08/11	PACER		DOCRETRI
		Amount = \$76.72	
02/08/11	Printing		DUP.10CC
		Amount = \$38.40	
02/08/11	Printing		DUP.10CC
		Amount = \$7.70	
02/08/11	Printing		DUP.10CC
		Amount = \$6.00	
02/08/11	Printing		DUP.10CC
		Amount = \$1.70	
02/08/11	Printing		DUP.10CC
		Amount = \$38.40	

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02/08/11	Printing	Amount = \$7.50	DUP.10CC
02/08/11	Printing	Amount = \$15.00	DUP.10CC
02/08/11	Printing	Amount = \$1.10	DUP.10CC
02/08/11	Printing	Amount = \$3.40	DUP.10CC
02/08/11	Printing	Amount = \$1.70	DUP.10CC
02/08/11	Printing	Amount = \$1.00	DUP.10CC
02/08/11	Printing	Amount = \$1.00	DUP.10CC
02/08/11	Printing	Amount = \$1.00	DUP.10CC
02/09/11	Photocopies	Amount = \$14.40	DUP.10CC
02/09/11	Photocopies	Amount = \$252.80	DUP.10CC
02/09/11	Messenger and delivery2/8/2011, Bankruptcy Court, ZIS/JZS	Amount = \$4.50	MESS
02/09/11	Messenger and delivery, From Mikimotos, RKS	Amount = \$60.72	MEALSCL
02/09/11	PACER	Amount = \$29.76	DOCRETRI
02/09/11	Printing	Amount = \$38.40	DUP.10CC
02/09/11	Printing	Amount = \$6.00	DUP.10CC
02/09/11	Printing	Amount = \$1.70	DUP.10CC
02/09/11	Printing	Amount = \$44.50	DUP.10CC

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02/09/11	Printing	Amount = \$7.70	DUP.10CC
02/09/11	Printing	Amount = \$10.70	DUP.10CC
02/09/11	Printing	Amount = \$1.20	DUP.10CC
02/09/11	Printing	Amount = \$1.90	DUP.10CC
02/09/11	Printing	Amount = \$3.80	DUP.10CC
02/09/11	Printing	Amount = \$7.50	DUP.10CC
02/09/11	Printing	Amount = \$1.00	DUP.10CC
02/09/11	Printing	Amount = \$89.00	DUP.10CC
02/09/11	Printing	Amount = \$3.80	DUP.10CC
02/09/11	Printing	Amount = \$76.80	DUP.10CC
02/09/11	Printing	Amount = \$21.40	DUP.10CC
02/09/11	Printing	Amount = \$15.40	DUP.10CC
02/09/11	Printing	Amount = \$1.00	DUP.10CC
02/09/11	Printing	Amount = \$12.00	DUP.10CC
02/09/11	Printing	Amount = \$3.40	DUP.10CC
02/09/11	Printing	Amount = \$7.50	DUP.10CC
02/09/11	Printing	Amount = \$7.50	DUP.10CC
02/09/11	Printing	Amount = \$1.30	DUP.10CC

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02/09/11	Printing	Amount = \$2.00	DUP.10CC
02/09/11	Printing	Amount = \$5.00	DUP.10CC
02/09/11	Printing	Amount = \$2.00	DUP.10CC
02/09/11	Printing	Amount = \$2.00	DUP.10CC
02/09/11	Printing	Amount = \$2.00	DUP.10CC
02/09/11	Printing	Amount = \$47.00	DUP.10CC
02/09/11	Printing	Amount = \$20.00	DUP.10CC
02/09/11	Printing	Amount = \$43.00	DUP.10CC
02/09/11	Printing	Amount = \$13.00	DUP.10CC
02/09/11	Printing	Amount = \$20.00	DUP.10CC
02/09/11	Printing	Amount = \$24.00	DUP.10CC
02/09/11	Printing	Amount = \$34.00	DUP.10CC
02/09/11	Printing	Amount = \$21.40	DUP.10CC
02/09/11	Printing	Amount = \$5.80	DUP.10CC
02/09/11	Printing	Amount = \$30.30	DUP.10CC
02/09/11	Printing	Amount = \$58.00	DUP.10CC
02/09/11	Printing	Amount = \$1.00	DUP.10CC
02/09/11	Printing	Amount = \$21.00	DUP.10CC

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02/09/11	Printing		DUP.10CC
		Amount = \$222.50	
02/09/11	Printing		DUP.10CC
		Amount = \$10.70	
02/09/11	Printing		DUP.10CC
		Amount = \$38.50	
02/09/11	Printing		DUP.10CC
		Amount = \$45.40	
02/09/11	Printing		DUP.10CC
		Amount = \$10.70	
02/09/11	Printing		DUP.10CC
		Amount = \$43.80	
02/09/11	Printing		DUP.10CC
		Amount = \$112.00	
02/09/11	Printing		DUP.10CC
		Amount = \$8.60	
02/09/11	Printing		DUP.10CC
		Amount = \$21.20	
02/09/11	Printing		DUP.10CC
		Amount = \$5.50	
02/09/11	Printing		DUP.10CC
		Amount = \$3.10	
02/09/11	Printing		DUP.10CC
		Amount = \$57.00	
02/09/11	Printing		DUP.10CC
		Amount = \$5.50	
02/09/11	Printing		DUP.10CC
		Amount = \$8.60	
02/09/11	Printing		DUP.10CC
		Amount = \$44.50	
02/09/11	Printing		DUP.10CC
		Amount = \$10.70	
02/10/11	DIAZ DATA SERVICES: Invoice 7350/ Transcript of 2/10/2011		CTRPT
		Amount = \$319.75	
02/10/11	BREW-HA HA: Lunch for 10 on 2/10/2011		MEALSCL
		Amount = \$222.70	

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02/10/11	Delivery expense 2/9/2011	MESS
	Amount = \$12.80	
02/10/11	Messenger and delivery 2/9/2011, Bankruptcy Court, ZIS/JZS	MESS
	Amount = \$4.50	
02/10/11	Messenger and delivery 2/9/2011, From Pizza By Elizabeth's, JZS	MEALSCL
	Amount = \$29.31	
02/10/11	Messenger and delivery 2/9/2011, Bankruptcy Court, ZIS	MESS
	Amount = \$4.50	
02/10/11	Messenger and delivery 2/9/2011, From Washington Street Ale House, zis	MEALSCL
	Amount = \$35.77	
02/10/11	PACER	DOCRETRI
	Amount = \$1.20	
02/10/11	Printing	DUP.10CC
	Amount = \$1.20	
02/11/11	Messenger and delivery 2/10/2011, To/from Bankruptcy Court (2), ZIS	MESS
	Amount = \$27.00	
02/11/11	Messenger and delivery 2/10/2011, From Mikimotos, ZIS	MEALSCL
	Amount = \$22.30	
02/11/11	Messenger and delivery 2/7/2011, From Mikimotos, ZIS	MEALSCL
	Amount = \$36.22	
02/11/11	PACER	DOCRETRI
	Amount = \$32.56	
02/11/11	Printing	DUP.10CC
	Amount = \$1.00	
02/11/11	Printing	DUP.10CC
	Amount = \$32.50	
02/11/11	Printing	DUP.10CC
	Amount = \$32.50	
02/11/11	Printing	DUP.10CC
	Amount = \$8.70	

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02/11/11	Printing	Amount = \$38.50	DUP.10CC
02/11/11	Printing	Amount = \$5.90	DUP.10CC
02/11/11	Printing	Amount = \$38.50	DUP.10CC
02/11/11	Printing	Amount = \$5.90	DUP.10CC
02/14/11	COURTCALL LLC: CCDA 05-1619/ Services 2/14-2/22	Amount = \$72.00	FLFEE
02/14/11	Messenger and delivery2/11/2011, Bankruptcy Court, ZIS	Amount = \$4.50	MESS
02/15/11	The Garden City Group Inc. - Messenger and delivery	Amount = \$23.29	MESS
02/15/11	Photocopies	Amount = \$0.20	DUP.10CC
02/15/11	PACER	Amount = \$1.12	DOCRETRI ---
02/16/11	PACER	Amount = \$1.04	DOCRETRI ---
02/18/11	PACER	Amount = \$5.20	DOCRETRI ---
02/22/11	PARCELS, INC.:	Amount = \$6,552.50	DUPOUT
02/22/11	Advanta Corp. - Messenger and delivery	Amount = \$36.97	MESS
02/22/11	ADVANTA CORP - Messenger and delivery	Amount = \$41.94	MESS
02/22/11	ADVANTA CORP - Messenger and delivery	Amount = \$38.03	MESS
02/22/11	PACER	Amount = \$16.24	DOCRETRI ---

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02/23/11	PACER		DOCRETRI
		Amount = \$4.56	---
02/23/11	Printing		DUP.10CC
		Amount = \$4.90	
02/23/11	Printing		DUP.10CC
		Amount = \$1.00	
02/24/11	PACER		DOCRETRI
		Amount = \$0.88	---
02/25/11	Messenger and delivery charges ZIS		MESS
		Amount = \$3.20	
02/25/11	Messenger and delivery charges 2/25/11 ZIS/JZS		MESS
		Amount = \$3.20	
02/25/11	Printing		DUP.10CC
		Amount = \$2.40	
02/25/11	Printing		DUP.10CC
		Amount = \$2.40	
02/28/11	PACER		DOCRETRI
		Amount = \$6.64	---
02/28/11	Printing		DUP.10CC
		Amount = \$22.70	
02/28/11	Printing		DUP.10CC
		Amount = \$23.10	
02/28/11	Printing		DUP.10CC
		Amount = \$3.10	
02/28/11	Printing		DUP.10CC
		Amount = \$3.30	
02/28/11	Printing		DUP.10CC
		Amount = \$3.40	
02/28/11	Printing		DUP.10CC
		Amount = \$3.20	
02/28/11	Printing		DUP.10CC
		Amount = \$3.20	
02/28/11	Printing		DUP.10CC
		Amount = \$3.20	

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02/28/11	Printing	Amount = \$3.20	DUP.10CC
02/28/11	Printing	Amount = \$3.10	DUP.10CC
02/28/11	Printing	Amount = \$7.70	DUP.10CC
02/28/11	Printing	Amount = \$7.60	DUP.10CC
02/28/11	Printing	Amount = \$2.10	DUP.10CC
02/28/11	Printing	Amount = \$3.20	DUP.10CC
02/28/11	Printing	Amount = \$3.20	DUP.10CC

TOTALS FOR 707765

Advanta Corp.

Expenses \$10,456.98