

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

In re:) Chapter 11
)
ADVANTA CORP, *et al.*,¹) Case No. 09-13931 (KJC)
)
Debtors.) (Jointly Administered)

Re: Docket No. 1328

**MOTION OF THE TRUSTEE FOR AN ORDER SHORTENING NOTICE WITH
RESPECT TO THE MOTION PURSUANT TO 11 U.S.C. §§ 105(A), 108, 363 AND 546(A)
FOR THE ENTRY OF AN ORDER APPROVING TOLLING AGREEMENTS**

FTI Consulting, Inc., as the Trustee (the “Trustee”) for the trusts established under the confirmed *Joint Plan Under Chapter 11 of the Bankruptcy Code* (as modified on February 28, 2011, the “Plan”) [Docket No. 1185], by and through its co-counsel, Latham & Watkins LLP and Drinker Biddle & Reath LLP, hereby moves for entry of an order pursuant to Rules 2002 and 6006 of the Federal Rules of Bankruptcy Procedure (as amended, the “Bankruptcy Rules”) and Rule 9006-1(e) of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware (the “Local Rules”) (i) approving the form and manner of notice of the *Motion of the Trustee Pursuant to 11 U.S.C. §§ 105(a), 108, 363 and 546(a) for the Entry of an Order Approving Tolling Agreements* (the “Motion”) filed contemporaneously with this motion, on October 31, 2011; (ii) permitting the parties to file and

¹ The Debtors in these jointly administered chapter 11 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., f/k/a BizEquity 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). Advanta Ventures Inc., BizEquity Corp., Ideablob Corp. and Advanta Credit Card Receivables Corp. commenced their chapter 11 cases on November 20, 2009. All other Debtors commenced their chapter 11 cases on November 8, 2009.

serve objections to the Motion through and including a date and time to be determined by the Court (the “Objection Deadline”); and (iii) allowing this motion to be heard at the hearing scheduled for **November 2, 2011 at 1:00 p.m.** (the “Hearing”) (altogether, the “Motion to Shorten”). For the reasons set forth herein, the Trustee believes that the prompt consideration of the Motion to Shorten is necessary and appropriate and respectfully requests that the Court enter an order shortening notice with respect to the Motion and permitting the Motion to be heard at the Hearing in substantially the same form as the proposed order attached hereto as Exhibit A. In support of this Motion to Shorten, the Trustee respectfully states as follows:

JURISDICTION

1. The Court has jurisdiction to consider this Motion to Shorten pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A) and (B). Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

RELIEF REQUESTED

2. By way of this Motion to Shorten, the Trustee respectfully requests that the Court enter an order (i) shortening notice pursuant to Bankruptcy Rules 2002 and 6006 and Local Rule 9006-1(e) with respect to the Motion; (ii) permitting parties to file and serve objections to the Motion, if any, through and including the Objection Deadline; (iii) allowing the Motion to be heard on an expedited basis at the Hearing; and (iv) granting such other and further relief to the Trustee as the Court deems appropriate.

3. Local Rule 9006-1(c) requires that “all motion papers shall be filed and served in accordance with Local Rule 2002-1(b) at least fourteen (14) days and an additional three (3) days if service is by mail; prior to the hearing date,” unless the Bankruptcy Rules or Local Rules state otherwise. Local Rule 2004-1 provides, in relevant part, that “[a]ll such motions shall be

accompanied by a notice of motion setting forth (A) an objection, response or answer deadline not less than seven (7) days from service of the motion and (B) the date, time and place of the hearing. Such objection, response or answer deadline shall be no less than seventy-two (72) hours prior to the hearing.”

4. The next hearing date in these cases is currently set for November 2, 2011. Importantly, however, the deadline for the Trustee to file Chapter 5 causes of action and other litigation claims ends on November 8, 2011 and there are currently no other scheduled hearing dates for this case prior to November 8, 2011. While the Trustee has been aware of the upcoming deadline, the Trustee has just been alerted to the fact that the Debtors’ former officers and directors are interested in entering into tolling agreements in order to avoid potentially unnecessary litigation before this Court.

5. As more fully set forth in the Motion, the Trustee and the parties to the Tolling Agreements have recently re-commenced good faith negotiations concerning potential resolution of the claims filed by Alter, Rosoff, Browne and Dubow, the potential Causes of Action against them and other former insiders of the Debtors and any potential avoidance actions against them and the former insiders of the Debtors. The parties have done so in an effort to promote judicial economy in these cases and avoid unnecessary litigation expenses to the Trusts and the other parties to the Tolling Agreements. Moreover, because of the interrelated nature of claims filed by Alter, Rosoff, Browne and Dubow, the potential Causes of Action against them and any potential avoidance actions against them, resolution of these remaining issues outside of court will benefit all parties-in-interest by streamlining the distribution process and freeing up cash that would otherwise be reserved for potential litigation.

6. As a result of these good faith negotiations, the Trustee and the parties to the Tolling Agreements intend to enter into the Tolling Agreements on a consensual basis in order to allow further negotiations and to secure a resolution of these outstanding issues.

7. Without a prompt hearing on the Motion, the Trustee will be forced to file the complaints, which all parties believe will be detrimental to their efforts to reach an out of court settlement. As such, the Trustee respectfully requests that this Court hear the Motion at the Hearing.

NOTICE

8. Notice of this Motion to Shorten has been given via CM/ECF to: (i) counsel for the Trustee; (ii) the Office of the United States Trustee for the District of Delaware; and (iii) all parties that have filed and not withdrawn requests for notices pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested, the Trustee submits that no further notice need be given.

NO PRIOR REQUEST

9. No previous application for the specific relief requested herein has been made to this or any other Court.

WHEREFORE, the Trustee respectfully requests that the Court enter an order, substantially in the form attached hereto as Exhibit A, approving the shortened notice period requested herein and the form, manner and sufficiency of notice of the Motion, and granting such other and further relief as may be just and proper.

Dated: November 1, 2011
Wilmington, Delaware

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Counsel for FTI Consulting, Inc., as Trustee

EXHIBIT A

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

In re:) Chapter 11
)
ADVANTA CORP, *et al.*,¹) Case No. 09-13931 (KJC)
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Debtors.) (Jointly Administered)

Re: Docket No. _____

**ORDER SHORTENING NOTICE WITH RESPECT TO THE MOTION PURSUANT TO
11 U.S.C. §§ 105(A), 108, 363 AND 546(A) FOR THE ENTRY OF AN ORDER
APPROVING TOLLING AGREEMENTS**

THIS MATTER having been brought before the Court by way of the Motion to Shorten² of FTI Consulting, Inc., as the Trustee (the “Trustee”) seeking entry of an order pursuant to Rules 2002 and 6006 of the Federal Rules of Bankruptcy Procedure (as amended, the “Bankruptcy Rules”) and Rule 9006-1(e) of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware (the “Local Rules”) (i) approving the form and manner of notice of the *Motion of the Trustee Pursuant to 11 U.S.C. §§ 105(a), 108, 363 and 546(a) for the Entry of an Order Approving Tolling Agreements* (the “Motion”) filed on October 31, 2011; (ii) permitting the parties to file and serve objections to the Motion through and including a date and time determined by the Court (the “Objection”

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² Capitalized terms, such as this one, used herein and not otherwise defined shall have the meanings ascribed thereto in the Motion to Shorten.

Deadline”); and (iii) allowing the Motion to be heard at the November 2, 2011 hearing (the “Hearing”); the Court having considered the Motion to Shorten; the Court finding that (a) the Court has jurisdiction over the Motion to Shorten pursuant to 28 U.S.C. §§ 157 and 1334 and (b) the Motion to Shorten is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having determined that the legal and factual bases set forth in the Motion to Shorten establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefore, it is hereby **ORDERED**:

1. That the Motion to Shorten is GRANTED;
2. The Trustee shall serve a copy of this Order together with the underlying notice of the Motion by CM/ECF, overnight or hand delivery upon the notice parties;
3. That service of this order and the notice of hearing with respect to the underlying Motion upon the parties set forth in the paragraph above by CM/ECF, overnight or hand delivery and upon all other parties having requested notice by the CM/ECF system shall be deemed good and sufficient notice and such further notice be and is hereby excused;
4. A hearing to consider the Motion will be held before the Honorable Kevin J. Carey on November [], 2011 at ____:____ __.m. (ET);
5. Any objection or response to the relief requested in the Motion may be asserted up to and through the time of the Hearing;
6. This Order shall be effective and enforceable immediately upon entry; and
7. This Court retains jurisdiction to interpret, implement and enforce the provisions of this Order.

Dated: November ____, 2011

THE HONORABLE KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE