

**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)  
 :  
 : (Jointly Administered)  
Debtors.<sup>1</sup> :  
 :  
 : **Re: Docket No. 128**  
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**CERTIFICATION OF NO OBJECTION REGARDING DEBTORS' MOTION FOR  
AUTHORITY TO REJECT THAT CERTAIN PRIVATE LABEL AGREEMENT**

The undersigned certifies as follows:

1. On December 21, 2009, the above-captioned debtors and debtors-in-possession (collectively, the "Debtors") filed the **Debtors' Motion for Authority to Reject That Certain Private Label Agreement** [Docket No. 128] (the "Motion") with the United States Bankruptcy Court for the District of Delaware (the "Court").

2. The undersigned certifies that he has reviewed the Court's docket in the above-captioned chapter 11 cases and no answer, objection or other responsive pleading to the Motion appears thereon. Pursuant to the Notice of Motion and Hearing, responses to the Motion were to be filed and served no later than 4:00 p.m. (Eastern Standard Time) on December 29,

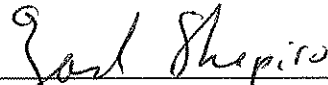
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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are Advanta Corp. (2070), Advanta Investment Corp. (5627), Advanta Business Services Holding Corp. (4047), Advanta Business 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), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), Great Expectations Management Corp. (3328), Advanta Ventures Inc. (5127), BizEquity Corp. (8960), Ideablob Corp. (0726), and Advanta Credit Card Receivables Corp. (7955). Each of the Debtors (other than Advanta Credit Card Receivables Corp. and the Great Expectations entities) maintains its principal corporate office at Welsh & McKean Roads, P.O. Box 844, Spring House, Pennsylvania 19477-0844. Advanta Credit Card Receivables Corp. maintains its principal corporate office at 2215 B. Renaissance Drive, Suite 5. Las Vegas, NV 89119, and the Great Expectations entities maintain their principal corporate office at 1209 Orange Street, Wilmington, Delaware 19801.

2009. The undersigned further certifies that neither he nor the Debtors have received any inquiries, objections or informal responses to the Motion.

WHEREFORE, the Debtors respectfully request that the proposed form of order, substantially in the form attached to the Motion and attached hereto as Exhibit A, be entered at the earliest convenience of the Court.

Dated: January 4, 2010  
Wilmington, Delaware

  
\_\_\_\_\_  
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ATTORNEYS FOR DEBTORS AND  
DEBTORS IN POSSESSION

**EXHIBIT A**

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

-----X  
*In re* : Chapter 11  
: :  
: Case No. 09-13931 (KJC)  
ADVANTA CORP., *et al.*, : :  
: (Jointly Administered)  
Debtors.<sup>1</sup> : :  
: **Re: Docket No. 128**  
-----X

**ORDER AUTHORIZING THE DEBTORS TO  
REJECT THAT CERTAIN PRIVATE LABEL AGREEMENT**

Upon the motion (the “*Motion*”), dated December 21, 2009, of Advanta Corp. and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the “*Debtors*”), pursuant to section 365 of title 11 of the United States Code (the “*Bankruptcy Code*”), for approval of their rejection of the Private Label Agreement,<sup>2</sup> as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the Notice Parties; and the relief requested

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<sup>1</sup> The Debtors in these cases 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), 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). Each of the Debtors (other than Advanta Credit Card Receivables Corp. and the Great Expectations entities) maintains its principal corporate office at Welsh & McKean Roads, P.O. Box 844, Spring House, Pennsylvania 19477-0844. Advanta Credit Card Receivables Corp. maintains its principal corporate office at 2215 B. Renaissance Drive, Suite 5, Las Vegas, Nevada 89119, and the Great Expectations entities maintain their principal corporate office at 1209 Orange Street, Wilmington, Delaware 19801.

<sup>2</sup> Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Motion.

in the Motion being in the best interests of the Debtors, their respective estates and their respective creditors; and the Court having reviewed the Motion; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court, and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that, pursuant to sections 365(a) of the Bankruptcy Code, rejection of the Private Label Agreement is hereby approved, and the Private Label Agreement shall be deemed rejected, without further action on the part of the Debtors, effective as of December 21, 2009; and it is further

ORDERED that, all claims for damages arising as a result of the rejection of the Private Label Agreement shall be filed by the deadline, once established by order of the Court, for filing proofs of claim in the Debtors' chapter 11 cases; and it is further

ORDERED that, nothing herein shall constitute a waiver by the Debtors of any potential claims any of them may have related to the Private Label Agreement; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

Dated: \_\_\_\_\_, 2010  
Wilmington, Delaware

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THE HONORABLE KEVIN J. CAREY  
CHIEF UNITED STATES BANKRUPTCY JUDGE