

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

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In re

Chapter 11

ADVANTA CORP., *et al.*,¹

Case No. 09-13931 (KJC)

Debtors.

(Jointly Administered)

Re: Docket No. 1631, 1634

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**ORDER APPROVING THE DISPOSAL
OF CERTAIN BOOKS AND RECORDS**

Upon the motion (the "Motion")² of FTI Consulting, Inc., in its capacity as the Liquidating Trustee of the Liquidating Trusts established under the *Debtors' Joint Plan Under Chapter 11 of the Bankruptcy Code*, by and through its counsel, Latham & Watkins LLP and Drinker Biddle & Reath LLP, for entry of an order pursuant to sections 105(a), 363(b) and 554(a) of the Bankruptcy Code and Rules 6007(a) and 3020(d) of the Bankruptcy Rules authorizing the Liquidating Trustee to dispose of certain books, records and files as more fully described in the Motion; and the Bankruptcy Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 1157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before the

¹ The Debtors in these jointly administered chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, were 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).

² Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the Motion, the Plan, and the Confirmation Order, respectively.

Bankruptcy Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided, and no other or further notice being required; and the Bankruptcy Court having considered all responses to the Motion, if any, and all such responses having been either overruled or withdrawn; and the Bankruptcy Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and the Bankruptcy Court having determined that the relief requested by the Motion is in the best interests of the estate, its creditors and other parties in interest; and after due deliberation and for good cause appearing for the Motion, it is hereby

ORDERED that the Motion is granted in its entirety; and it is further

ORDERED that the Liquidating Trustee is authorized, but not directed, to dispose of the Plan Reserved Materials in its sole discretion and without further Bankruptcy Court approval; and it is further

ORDERED that the Liquidating Trustee is authorized, but not directed, to dispose of the Litigation Books and Records in its sole discretion and without further Bankruptcy Court approval; and it is further

ORDERED that the Liquidating Trustee is authorized, but not directed, to dispose of the Selected Hard Copy Documents in its sole discretion and without further Bankruptcy Court approval; and it is further

ORDERED that the Liquidating Trustee is authorized, but not directed, to dispose of the Produced Records and the Selected Unprocessed Data in its sole discretion and without further Bankruptcy Court approval; and it is further

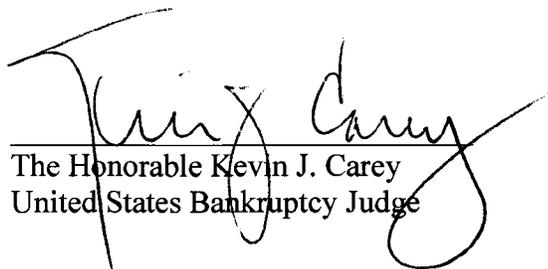
ORDERED that, for the avoidance of doubt, upon the entry of this Order, the Liquidating Trustee is authorized, but not directed, to dispose of all of the Debtors' documents, communications, books, and records, in any format, including physical, electronic, or otherwise, and including, without limitation, those materials related to the Debtors' mortgage origination, servicing, securitization and other mortgage-related businesses (the "**Books and Records**") in its sole discretion and without further Bankruptcy Court approval, approval of other court, or approval of any other third party; and it is further

ORDERED that the Liquidating Trustee is authorized, but not directed, to make payments necessary to dispose of the Books and Records, including, without limitation, the Plan Reserved Materials, Litigation Books and Records, Selected Hard Copy Documents, Produced Records, and the Selected Unprocessed Data, when necessary and take all reasonable and necessary actions to effectuate the disposal of the Books and Records, including, without limitation, the Plan Reserved Materials, Litigation Books and Records, Selected Hard Copy Documents, Produced Records, and the Selected Unprocessed Data; and it is further

ORDERED that the Liquidating Trustee is authorized, but not directed, to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion; and it is further

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

Dated: July 7, 2015


The Honorable Kevin J. Carey
United States Bankruptcy Judge