

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

-----X	:	
	:	
<i>In re</i>	:	Chapter 11
	:	
ADVANTA CORP., <i>et al.</i> ,	:	Case No. 09-13931 (KJC)
	:	
Debtors. ¹	:	(Joint Administration Requested)
	:	
-----X		

**MOTION AND ORDER FOR ADMISSION *PRO HAC VICE*
PURSUANT TO LOCAL RULE 9010-1**

Paul N. Heath, a member in good standing of the Bar of the State of Delaware, admitted to practice before the United States District Court for the District of Delaware, moves, pursuant to Local Rule 9010-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, the admission *pro hac vice* of Robert J. Lemons (the "Admittee") of Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153, to represent the above-captioned debtors and debtors in possession in the above-captioned cases.

The Admittee is a member in good standing of the Bar of the State of New York, and is admitted to practice in all state courts of the State of New York and in the United States District Courts for the Eastern and Southern Districts of New York.

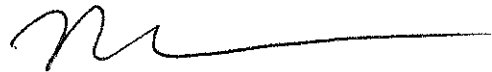
Dated: November 9, 2009
Wilmington, Delaware



Paul N. Heath (No. 3704)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 North King Street
Wilmington, Delaware 19801
Telephone: (302) 651-7700
Facsimile: (302) 651-7701

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), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328). Each of the Debtors (other than the Great Expectations entities) maintains its principal corporate office at Welsh & McKean Roads, P.O. Box 844, Spring House, Pennsylvania 19477-0844. The Great Expectations entities maintain their principal corporate office at 1209 Orange Street, Wilmington, Delaware 19801.

Pursuant to Local Rule 9010-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, the Admittee certifies that he is eligible for admission to this Court, is admitted to practice and in good standing in the jurisdictions shown in paragraph 1 above, submits to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the course of, or in the preparation of, these cases as provided in Local Rule 9010-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, and has access to, or has acquired, a copy of the Local Rules of this Court and is generally familiar with those Rules. In accordance with Standing Order for the District Court Fund effective January 1, 2005, the Admittee further certifies that the annual fee of \$25.00 has been paid to the Clerk's Office of the District Court prior to the filing of this motion.



Robert J. Lemons
767 Fifth Avenue
New York, NY 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

ORDER GRANTING MOTION

IT IS HEREBY ORDERED counsel's motion for admission *pro hac vice* is granted.

Dated: November ____, 2009
Wilmington, Delaware

UNITED STATES BANKRUPTCY JUDGE