

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

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

**NOTICE OF AGENDA OF MATTERS SCHEDULED
FOR HEARING ON FEBRUARY 4, 2010 AT 11:00 A.M. (EST)**²

I. CONTINUED/RESOLVED MATTERS:

1. Motion of Debtors for Authority (a) to (i) Pay Certain Employee Compensation and Benefits and (ii) Maintain and Continue Such Benefits and Other Employee-Related Programs and (b) for the Debtors' Financial Institutions to Honor and Process Checks and Transfers Related to Such Obligations Pursuant to Sections 105(a), 363(b), and 507(a) of the Bankruptcy Code [Docket No. 5 - filed November 8, 2009]

Objection Deadline: November 25, 2009 at 4:00 p.m. (EST); extended to December 1, 2009 for the Office of the United States Trustee and extended for the Official Committee of Unsecured Creditors.

¹ The Debtors, 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.

² The hearing will be held before The Honorable Kevin J. Carey at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 5th Floor, Courtroom 5, Wilmington, Delaware 19801. Any party who wishes to appear telephonically at the January 5, 2010 hearing must contact Courtcall, LLC at 866-582-6878 prior to **12:00 p.m. (noon) (EST) on Wednesday, February 3, 2010** in accordance with the *Instructions for Telephonic Appearances Effective January 5, 2005, Revised April 27, 2009*.

Objections/Responses Received: Informal responses received from the Office of the United States Trustee and the Official Committee of Unsecured Creditors.

Related Documents:

- i. Interim Order Pursuant to Sections 105(a), 363(b), and 507(a) of the Bankruptcy Code (A) Authorizing the Debtors to (i) Pay Certain Employee Compensation and Benefits and (ii) Maintain and Continue Such Benefits and Other Employee-Related Programs and (B) Authorizing the Debtors' Financial Institutions to Honor and Process Checks and Transfers Related to Such Obligations [Docket No. 23 - filed November 10, 2009]
- ii. Notice of (1) Entry of "Interim Order Pursuant to Sections 105(a), 363(b), and 507(a) of the Bankruptcy Code (A) Authorizing the Debtors to (i) Pay Certain Employee Compensation and Benefits and (ii) Maintain and Continue Such Benefits and Other Employee-Related Programs and (B) Authorizing the Debtors' Financial Institutions to Honor and Process Checks and Transfers Related to Such Obligations;" and (2) Scheduling of a Final Hearing Thereon [Docket No. 30 - filed November 10, 2009]

Status: The hearing on this matter is continued to the omnibus hearing scheduled for March 3, 2010 at 10:00 a.m. (EST).

2. Motion of Debtors for an Order Pursuant to Sections 105(a), 345(b), and 363(c) of the Bankruptcy Code (I) Authorizing the Debtors to (A) Continue Their Existing Cash Management System, and (B) Maintain Their Existing Bank Accounts and Business Forms, and (II) Granting an Extension of Time to Comply With Section 345(b) of the Bankruptcy Code [Docket No. 8 - filed November 8, 2009]

Objection Deadline: November 25, 2009 at 4:00 p.m. (EST); extended to December 1, 2009 for the Office of the United States Trustee and extended for the Official Committee of Unsecured Creditors.

Objections/Responses Received: Informal responses received from the Office of the United States Trustee and the Official Committee of Unsecured Creditors.

Related Documents:

- i. Interim Order Pursuant to Sections 105(a), 345(b), and 363(c) of the Bankruptcy Code (I) Authorizing the Debtors to Continue Their Existing Cash Management System, and (B) Maintain Their Existing Bank Accounts and Business Forms, and (II) Granting an Extension of Time to Comply With Section 345(b) of the Bankruptcy Code [Docket No. 26 - filed November 10, 2009]
- ii. Notice of (1) Entry of “Interim Order Pursuant to Sections 105(a), 345(b), and 363(c) of the Bankruptcy Code (I) Authorizing the Debtors to Continue Their Existing Cash Management System, and (B) Maintain Their Existing Bank Accounts and Business Forms, and (II) Granting an Extension of Time to Comply With Section 345(b) of the Bankruptcy Code;” and (2) Scheduling of a Final Hearing Thereon [Docket No. 31 - filed November 10, 2009]

Status: The hearing on this matter is continued to the omnibus hearing scheduled for March 3, 2010 at 10:00 a.m. (EST).

3. Motion of Debtors Pursuant to Sections 105(a) and 362 of the Bankruptcy Code (I) Establishing Notification Procedures Regarding Restrictions on Certain Transfers of Claims Against and Equity Interests in the Debtors and (II) Scheduling a Final Hearing [Docket No. 9 - filed November 8, 2009]

Objection Deadline: November 25, 2009 at 4:00 p.m. (EST); extended to December 1, 2009 for the Office of the United States Trustee and extended for certain other parties, including the Official Committee of Unsecured Creditors.

Objections/Responses Received: Informal responses received from the Office of the United States Trustee and the Official Committee of Unsecured Creditors.

Related Documents:

- i. Interim Order Pursuant to Sections 105(a) and 362 of the Bankruptcy Code (i) Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Interests in the Debtors’ Estates, and (ii) Scheduling a Final Hearing [Docket No. 27 - filed November 10, 2009]
- ii. Notice of (1) Entry of “Interim Order Pursuant to Sections 105(a) and 362 of the Bankruptcy Code (i) Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Interests in the Debtors’ Estates, and (ii) Scheduling a Final Hearing” [Docket No. 33 - filed November 10, 2009]

Status: The hearing on this matter is continued to the omnibus hearing scheduled for March 3, 2010 at 10:00 a.m. (EST).

4. Application for an Order Approving the Employment and Retention of Latham & Watkins LLP as Counsel for the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to November 24, 2009 [Docket No. 124 - filed December 21, 2009]

Objection Deadline: January 11, 2010 at 4:00 p.m. (EST)

Objections/Responses Received: None to date.

Related Documents:

- i. Certification of Counsel Regarding the Application for Order Approving the Employment and Retention of Latham & Watkins LLP as Counsel for the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to November 19 [corrected date], 2009 [Docket No. 156 - filed January 14, 2010]
- ii. Order Granting Application for Order Approving the Employment and Retention of Latham & Watkins LLP as Counsel for the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to November 19, 2009 [Docket No. 163 - filed January 19, 2010]

Status: On January 19, 2010, the Court entered an order with respect this matter. Accordingly, a hearing on this matter is no longer necessary.

5. Application of the Official Committee of Unsecured Creditors for Authority to Employ and Retain The Garden City Group, Inc. as Communications Agent for the Official Committee of Unsecured Creditors [Docket No. 126 - filed December 21, 2009]

Objection Deadline: January 11, 2010 at 4:00 p.m. (EST)

Objections/Responses Received: None to date.

Related Documents:

- i. Certification of Counsel Regarding the Application of the Official Committee of Unsecured Creditors for Authority to Employ and Retain The Garden City Group, Inc. as Communications Agent for the Official Committee of Unsecured Creditors [Docket No. 157 - filed January 14, 2010]

- ii. Order Authorizing the Retention and Employment of The Garden City Group, Inc. as Communications Agent for the Official Committee of Unsecured Creditors [Docket No. 165 - filed January 19, 2010]

Status: On January 19, 2010, the Court entered an order with respect this matter. Accordingly, a hearing on this matter is no longer necessary.

- 6. Application of the Official Committee of Unsecured Creditors Pursuant to Fed. R. Bankr. P. 2014(a) for Order Under Sections 328 and 1103 of the Bankruptcy Code Authorizing the Retention of FTI Consulting, Inc. as Financial Advisors *Nunc Pro Tunc* to November 24, 2009 [Docket No. 130 - filed December 22, 2009]

Objection Deadline: January 12, 2010 at 4:00 p.m. (EST)

Objections/Responses Received: None to date.

Related Documents:

- i. Certification of Counsel Regarding the Application of the Official Committee of Unsecured Creditors Pursuant to Fed. R. Bankr. P. 2014(a) for Order Under Sections 328 and 1103 of the Bankruptcy Code Authorizing the Retention of FTI Consulting, Inc. as Financial Advisors *Nunc Pro Tunc* to November 24, 2009 [Docket No. 158 - filed January 14, 2010]
- ii. Order Authorizing Retention of FTI Consulting, Inc. as Financial Advisors for the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to November 24, 2009 [Docket No. 164 - filed January 19, 2010]

Status: On January 19, 2010, the Court entered an order with respect this matter. Accordingly, a hearing on this matter is no longer necessary.

II. **UNCONTESTED MATTERS WITH CERTIFICATION OF NO OBJECTION:**

- 7. Application of the Official Committee of Unsecured Creditors to Employ Drinker Biddle & Reath LLP, *Nunc Pro Tunc* to November 23, 2009, as Delaware Counsel for the Official Committee of Unsecured Creditors Pursuant to 11 U.S.C. §§ 1103(a) and 328(a) and Fed. R. Bankr. P. 2014 [Docket No. 125 - filed December 21, 2009]

Objection Deadline: January 8, 2010 at 4:00 p.m. (EST)

Objections/Responses Received: None to date.

Related Documents:

- i. Certification of No Objection [Docket No. 159 - filed January 14, 2010]

Status: On January 14, 2010, the Official Committee of Unsecured Creditors filed a certification of no objection with respect to this matter. Accordingly, no hearing is necessary unless the Court has any questions or concerns.

8. Motion Pursuant to Section 105(a) of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure for Approval of Agreement Between Advanta Corp. and Advanta Solutions, LLC [Docket No. 153 - filed January 12, 2010]

Objection Deadline: January 28, 2010 at 4:00 p.m. (EST)

Objections/Responses Received: None to date.

Related Documents:

- i. Certification of No Objection Regarding Motion Pursuant to Section 105(a) of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure for Approval of Agreement Between Advanta Corp. and Advanta Solutions, LLC [Docket No. 224 - filed February 1, 2010]

Status: On February 1, 2010, the Debtors filed a certification of no objection with respect to this matter. Accordingly, no hearing is necessary unless the Court has any questions or concerns.

9. Debtors' Motion for Authority to Reject Eagles Stadium License Agreement [Docket No. 161 - filed January 15, 2010]

Objection Deadline: January 28, 2010 at 4:00 p.m. (EST)

Objections/Responses Received: None to date.

Related Documents:

- i. Certification of No Objection Regarding Debtors' Motion for Authority to Reject Eagles Stadium License Agreement [Docket No. 225 - filed February 1, 2010]

Status: On February 1, 2010, the Debtors filed a certification of no objection with respect to this matter. Accordingly, no hearing is necessary unless the Court has any questions or concerns.

10. Debtors' Motion for Authority to Reject Phillies Ballpark License Agreement [Docket No. 162 - filed January 15, 2010]

Objection Deadline: January 28, 2010 at 4:00 p.m. (EST)

Objections/Responses Received: None to date.

Related Documents:

- i. Certification of No Objection Regarding Debtors' Motion for Authority to Reject Phillies Ballpark License Agreement [Docket No. 226 - filed February 1, 2010]

Status: On February 1, 2010, the Debtors filed a certification of no objection with respect to this matter. Accordingly, no hearing is necessary unless the Court has any questions or concerns.

III. **UNCONTESTED MATTER GOING FORWARD:**

11. Debtors' Motion Pursuant to Sections 105(a), 363, and 554 of the Bankruptcy Code Approving Procedures to Sell, Abandon or Otherwise Dispose of *De Minimis* Assets Free and Clear of Liens, Claims and Encumbrances Without Further Court Approval [Docket No. 167 - filed January 19, 2010]

Objection Deadline: January 28, 2010 at 4:00 p.m. (EST)

Objections/Responses Received: Informal responses received

Related Documents: None to date.

Status: The Debtors intend to submit a revised form of order resolving the informal responses with respect to this matter under certification of counsel prior to the hearing.

Dated: February 2, 2010
Wilmington, Delaware

Zach Shapiro

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
Telephone: (302) 651-7700
Facsimile: (302) 651-7701

- 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