

**IN THE 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)
:
Debtors.¹ : (Jointly Administered)
:
-----X

**CERTIFICATION OF COUNSEL REGARDING STIPULATION SETTING TIME TO
TAKE ACTION TO DETERMINE DISCHARGEABILITY OF A DEBT OWING TO A
GOVERNMENTAL UNIT PURSUANT TO 11 U.S.C. § 1141(d)(6)**

The undersigned certifies as follows:

1. On February 12, 2010, Advanta Corp. and its affiliated debtors in the above-referenced chapter 11 cases (collectively, the “Chapter 11 Cases”), as debtors and debtors in possession (collectively, the “Debtors”), entered into a stipulation (the “Stipulation”) with the United States Securities and Exchange Commission (the “Commission”).

2. As is set forth more fully in the Stipulation, cause exists to extend the deadline set forth in Rule 4007(c) of the Federal Rules of Bankruptcy Procedure solely with respect to the Commission’s right to seek a determination of whether a nondischargeable claim lies against any of the Debtors that are corporations (as the term “corporation” is defined in section 101(9) of 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, 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.

title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”)) pursuant to section 1141(d)(6) of the Bankruptcy Code.

3. Pursuant to the Stipulation, the Debtors and the Commission agreed that, *inter alia*, the Commission shall have until confirmation of the Debtors’ chapter 11 plan to file a complaint, or take any other action, to determine the dischargeability of a debt (if any) owing to the Commission by any Debtor that is a corporation (as such term is defined in section 101 of the Bankruptcy Code) to the extent such debt is of the type referred to in section 1141(d)(6) of the Bankruptcy Code; provided, however, that nothing in the Stipulation shall excuse the Commission from timely complying with any deadlines established by the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) in the Chapter 11 Cases for filing proofs of claims and requests for payment of administrative expenses.

4. The Stipulation has been circulated to, and is acceptable to, the Official Committee of Unsecured Creditors.

WHEREFORE, the Debtors respectfully request that the order, substantially in the form attached hereto as Exhibit A (the "Order"), approving the Stipulation, substantially in the form attached to the Order as Exhibit 1, be entered at the earliest convenience of the Bankruptcy Court.

Dated: February 12, 2010
Wilmington, Delaware



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ATTORNEYS FOR
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EXHIBIT A

IN THE 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

**ORDER APPROVING STIPULATION SETTING TIME TO TAKE ACTION TO
DETERMINE DISCHARGEABILITY OF A DEBT OWING TO A
GOVERNMENTAL UNIT PURSUANT TO 11 U.S.C. § 1141(d)(6)**

The stipulation attached hereto as Exhibit 1 (the “Stipulation”) is approved and incorporated into the provisions of this Order as if fully set forth herein, and is effective as an Order of this Court. The Court reserves jurisdiction to enforce the terms of this Order or the Stipulation.

Dated: February _____, 2010
Wilmington, Delaware

THE HONORABLE KEVIN J. CAREY
CHIEF UNITED STATES BANKRUPTCY JUDGE

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), 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.

EXHIBIT 1

Stipulation

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

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

**STIPULATION SETTING TIME TO TAKE ACTION TO DETERMINE
DISCHARGEABILITY OF A DEBT OWING TO A
GOVERNMENTAL UNIT PURSUANT TO 11 U.S.C. § 1141(d)(6)**

RECITALS

WHEREAS, on November 8, 2009 (and with respect to certain of the Debtors, on November 20, 2009), Advanta Corp. and certain of its affiliates (collectively, the “Debtors”) commenced cases under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), which are currently pending in the United States Bankruptcy Court for the District of Delaware and are being jointly administered under Case No. 09-13931 (KJC) (the “Cases”);

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), 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.

WHEREAS, section 1141(d)(6) of the Bankruptcy Code provides in relevant part that “the confirmation of a plan does not discharge a debtor that is a corporation from any debt (A) of a kind specified in paragraph (2)(A) or (2)(B) of section 523(a) that is owed to a domestic governmental unit” (emphasis added);

WHEREAS, rule 4007(c) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) provides in relevant part that “. . . a complaint to determine the dischargeability of a debt under § 523(c) shall be filed no later than 60 days after the first date set for the meeting of creditors under § 341(a)”;

WHEREAS, the staff of the United States Securities and Exchange Commission (“Commission”) does not concede the applicability of section 523(c) to section 1141(d)(6), but recognizes that if section 523(c) were to be applicable to a determination under section 1141(d)(6), then an action to determine the dischargeability of a debt pursuant to section 523(a)(2) in these Cases would have to be filed on or before February 15, 2010 in accordance with Bankruptcy Rule 4007(c);

WHEREAS, if the Commission staff were required, at this time, to seek a determination of whether a nondischargeable claim lies against the Debtors, so as to protect the Commission’s rights pursuant to section 1141(d)(6) of the Bankruptcy Code, then such efforts could result in an unnecessary expenditure of judicial resources by this Court, as well as unnecessary time and expense for the Debtors and other parties in interest; and

WHEREAS, for the reasons set forth above and in an abundance of caution, cause exists to extend the deadline set forth in Bankruptcy Rule 4007(c) solely with respect to the Commission’s right to seek a determination of whether a nondischargeable

claim lies against any of the Debtors that are corporations (as the term “corporation” is defined in section 101(9) of the Bankruptcy Code) pursuant to section 1141(d)(6) of the Bankruptcy Code.

AGREEMENT

IT IS NOW STIPULATED AND AGREED between the parties hereto that:

1. The Commission shall have until confirmation of the Debtors’ chapter 11 plan to file a complaint, or take any other action, to determine the dischargeability of a debt (if any) owing to the Commission by any Debtor that is a corporation (as such term is defined in section 101 of the Bankruptcy Code) to the extent such debt is of the type referred to in section 1141(d)(6) of the Bankruptcy Code; provided, however, that nothing herein shall excuse the Commission from timely complying with any deadlines established by the Bankruptcy Court in the Cases for filing proofs of claims and requests for payment of administrative expenses.

2. This Stipulation is without prejudice to any of the Debtors’, the Official Committee of Unsecured Creditors’ and other parties in interests’ rights to object to the applicability of section 1141(d)(6) to any claims asserted by the Commission and to object to the allowance of, seek estimation or subordination of, or otherwise challenge or contest, any claims asserted by the Commission in connection with the Cases.

Dated: February 12, 2010

U.S. SECURITIES AND EXCHANGE COMMISSION

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