

**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)
: Hearing Date: April 7, 2010 at 3:00 p.m.
-----X : Objection Deadline: March 31, 2010 at 4:00 p.m.

**MOTION TO ESTABLISH DEADLINE
TO FILE PROOFS OF CLAIM AND APPROVE THE
FORM AND MANNER OF NOTICE THEREOF**

Advanta Corp. (“*Advanta*”) and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the “*Debtors*”), respectfully represent:

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. Additional information regarding the Debtors’ businesses and the background relating to events leading up to these chapter 11 cases can be found in (i) the Declaration of William A. Rosoff in Support of the Debtors’ Chapter 11 Petitions and First-Day Motions, filed on November 8, 2009, (the “*Rosoff Declaration*”), the date the majority of Debtors filed their petitions (the “*Commencement Date*”) under chapter 11 of title 11 of the United States Code (the “*Bankruptcy Code*”), and (ii) that certain supplement thereto, filed on November 20, 2009, the date Advanta Ventures Inc., BizEquity Corp., Ideablob Corp. and Advanta Credit Card Receivables Corp. filed their chapter 11 cases (the “*Second Commencement Date*”, and together with the Commencement Date, the “*Commencement Dates*”). The Debtors are authorized to continue to operate their businesses and manage their properties as debtors and debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Further, in accordance with an order of this Court, the Debtors’ cases are being jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”).

Relief Requested

1. By this Motion (the “*Motion*”), the Debtors request, pursuant to section 502(b)(9) of the Bankruptcy Code and Bankruptcy Rules 2002(a)(7), (f), (l), and 3003(c), entry of the proposed order (the “*Bar Date Order*”) substantially in the form attached hereto as *Exhibit A* (i) establishing **5:00 p.m. (Eastern Daylight Time) on May 14, 2010** as the deadline to file Proofs of Claim (as defined below); (ii) approving the proposed Proof of Claim Form (as defined below); and (iii) approving the proposed Bar Date Notices (as defined below).

2. For the Court’s reference, the following exhibits are attached to the Motion:

Exhibit Letter	Exhibit
A	Proposed Bar Date Order
B	Proposed Proof of Claim Form
C	Proposed General Bar Date Notice
D	Proposed Publication Bar Date Notice

The Proposed Bar Date

3. Bankruptcy Rule 3003(c)(3) provides that the Court shall fix the time within which claimants must file proofs of claim (the “*Proofs of Claim*”) in a chapter 11 case (the “*Bar Date*”). Moreover, Bankruptcy Rule 3003(c)(2) requires that any claimant who asserts a claim against any of the Debtors that arose prior to the Commencement Date and is not scheduled or whose claim is scheduled as disputed, contingent, or unliquidated must file a Proof of Claim. Section 502(b)(9) of the Bankruptcy Code provides that a Proof of Claim filed by “a governmental unit shall be timely filed if it is filed before 180 days after the date of the order for relief.”

4. Fixing the proposed Bar Date will enable the Debtors to receive, process, and begin their analysis of creditors' claims in a timely and efficient manner and expedite the administration of these cases. The Debtors propose that, except as otherwise provided below, all persons and entities (including, without limitation, individuals, partnerships, corporations, joint ventures, trusts, and Governmental Units (as defined in section 101(27) of the Bankruptcy Code) that assert a claim (as defined in section 101(5) of the Bankruptcy Code) against the Debtors that arose prior to the Commencement Date should be required to file a Proof of Claim.

5. The Debtors request that the Court establish **5:00 p.m.(Eastern Daylight Time)** on **May 14, 2010** as the Bar Date to file Proofs of Claim. As **May 14, 2010** is at least 30 days after April 14, 2010, the latest anticipated mailing date of the Bar Date Notices, and more than 180 days after the Commencement Date, the Debtors submit that the proposed Bar Date complies with the time requirements imposed by section 502(b)(9), provides sufficient notice to all parties in interest of the Bar Date, and affords ample opportunity for such parties to prepare and file a Proof of Claim.

The Proposed Procedures for Filing Proofs of Claim

6. The Debtors propose the following procedures for filing Proofs of Claim:

The Bar Date

- (a) Except as otherwise provided herein, all entities (including, without limitation, individuals, partnerships, corporations, joint ventures, trusts, and Governmental Units) that assert a claim (as defined in section 101(5) of the Bankruptcy Code) against the Debtors that arose prior to the relevant Debtor's Commencement Date shall file a Proof of Claim on or before the Bar Date (i.e., 5:00 p.m. (Eastern Daylight Time) on May 14, 2010).
- (b) The trustee or administrative agent of any debt issued by the Debtors may, but is not obligated to, file a Proof of Claim on behalf of all the debt holders for which it acts, in lieu of, or in addition to, any Proof of Claim that may be filed by an individual debt holder. In respect of any such claim filed by The Bank of New York Mellon (the "*Indenture Trustee*")

on behalf of holders of debt issued by the Debtors under the indenture dated as of October 23, 1995 (the “*Indenture*”), the Indenture Trustee may rely solely on the records of the Debtors, in their capacity as paying agent and securities registrar under the Indenture, for the amount of interest and principal owing.

- (c) Any entity (including, without limitation, individuals, partnerships, corporations, joint ventures, trusts, and Governmental Units) that asserts a claim that arises from the rejection of an executory contract or unexpired lease must file a Proof of Claim based on such rejection on or before the later of
 - (i) the Bar Date, and
 - (ii) **5:00 p.m. (Prevailing Eastern Time)** on the date that is **thirty (30) days** following the effective date of such rejection (unless the order authorizing such rejection provides otherwise);

provided, however, that a party to an executory contract or unexpired lease that asserts a claim on account of unpaid amounts accrued and outstanding as of the relevant Debtor’s Commencement Date pursuant to such executory contract or unexpired lease (other than a rejection damages claim) must file a Proof of Claim for such amounts on or before the Bar Date unless another exception identified herein applies.

- (d) If any of the Debtors amends or supplements its Schedule D, E, or F (collectively, the “*Schedules*”), the deadline to file a Proof of Claim with respect to any claimant affected by such amendment or supplement shall be the later of (i) the Bar Date or (ii) **5:00 p.m. (Prevailing Eastern Time)** on the date that is **thirty (30) days** from the date of notice of the amendment or supplement.

Proofs of Claim

- (e) Proofs of Claim must specify by name and case number the Debtor against which the Proof of Claim is asserted, and, if the holder asserts a claim against more than one Debtor, a separate Proof of Claim must be filed against each Debtor.
- (f) Proofs of Claim must also comply with the following requirements:
 - (i) conform to the proof of claim form attached hereto as ***Exhibit B*** (the “***Proof of Claim Form***”) or the Official Bankruptcy Form No. 10;
 - (ii) if applicable, assert any priority status pursuant to sections 507(a) of the Bankruptcy Code or administrative status pursuant to section 503(b)(9);

- (iii) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant;
- (iv) include supporting documentation or, if voluminous, a summary or explanation as to why documentation is not available;
- (v) be in the English language; and
- (vi) be denominated in United States currency.

Advanta Claims Processing Center

Proofs of Claim must be received on or before the Bar Date by Garden City Group, Inc. (“**GCG**”), the official claims agent in the Debtors’ chapter 11 cases, at the following address:

Advanta Claims Processing
c/o Garden City Group, Inc.
P.O. Box 9562
Dublin, Ohio 43017-4862

(the “Advanta Claims Processing Center”).

- (a) The Debtors and GCG shall **not** be required to accept a Proof of Claim sent by facsimile, telecopy, or electronic mail transmission.
- (b) Proofs of Claim will be deemed timely filed only if **actually received** by the Advanta Claims Processing Center on or before the Bar Date.
- (c) Any entity that files a Proof of Claim by mail and wishes to receive a clocked-in copy by return mail must include an additional copy of the Proof of Claim and a self-addressed postage-paid envelope.

Persons or Entities Not Required to File a Proof of Claim

7. The Debtors propose that the following persons or entities **not** be required to file a Proof of Claim for the following claims:

- (a) a claim asserted by any entity in an **already** properly filed Proof of Claim against a Debtor with the Clerk of the United States Bankruptcy Court for the District of Delaware or GCG in a form substantially similar to the Official Bankruptcy Form No. 10;
- (b) a claim listed on a Debtor’s Schedules and
 - (i) the claim is **not** described as “disputed,” “contingent,” or “unliquidated” on the Schedules;

- (ii) the claimant agrees with the amount, nature, and priority of the claim set forth in the Schedules; **and**
- (iii) the claimant agrees that the claim is an obligation of the specific Debtor that has listed the claim in its Schedules;
- (c) a claim that has been allowed by order of the Court or satisfied in full prior to the Bar Date;
- (d) a claim against a Debtor by any Debtor or non-debtor, direct or indirect, subsidiary of Advanta (other than Advanta Bank Corp., which is not excused from requirements of filing a Proof of Claim); and
- (e) a claim allowable under sections 503(b) or 507(a) of the Bankruptcy Code as an administrative expense of the Debtors' chapter 11 cases **other than** administrative expenses allowable under section 503(b)(9)².

The Proposed Proof of Claim Form

8. The Debtors, with the assistance of GCG, have prepared the Proof of Claim Form, based upon the Official Bankruptcy Form No. 10 and tailored to these chapter 11 cases. As described below, the Debtors propose to send the Proof of Claim Form to, among others, each entity scheduled on the Debtors' Schedules.

9. When sent to a creditor that is listed on Schedules D, E, or F, the Proof of Claim Form will be customized to specify (i) the particular Debtor and its chapter 11 case number, (ii) the amount of the claim such creditor holds against such Debtor as set forth in the Debtor's Schedules, (iii) the nature of the claim held by such creditor (e.g., non-priority, priority, or secured), and (iv) whether such claim is disputed, contingent, or unliquidated.

² Section 503(b)(9) of the Bankruptcy Code provides – "After notice and a hearing, there shall be allowed administrative expenses . . . including – the value of any goods received by the debtor within 20 days before the date of the commencement of a case under this title in which the goods have been sold to the debtor in the ordinary course of such debtor's business." Because section 503(b)(9) applies exclusively to claims that arose prior to the Commencement Date, the Debtors are requesting that the Court require any creditor that asserts an administrative expense under section 503(b)(9) to file a Proof of Claim by the Bar Date with respect to such asserted administrative expense.

**Consequences of Failure to File a Proof of
Claim or Assert Priority/Administrative Status**

10. While the Debtors are generally liquidating their assets, they all expect to file chapter 11 plans, and some of them may file plans of reorganization. In the event that a Debtor receives a discharge under its chapter 11 plan, the Debtors request that any holder of a claim against such Debtor who is required, but fails, to file a Proof of Claim in accordance with the Bar Date Order on or before the proposed Bar Date shall be forever barred, estopped, and enjoined from asserting such claim against the Debtor (or filing a Proof of Claim with respect thereto), and the Debtor and its property shall be forever discharged from any and all indebtedness or liability with respect to such claim.

11. Additionally, the Debtors request that any holder of a claim against the Debtors who is required, but fails, to file a Proof of Claim in accordance with the Bar Date Order on or before the proposed Bar Date, with the exception of a holder who holds a claim against the Debtors with respect to which claim the trustee or the administrative agent has already filed a Proof of Claim, shall not be permitted to vote to accept or reject any chapter 11 plan (whether a plan of reorganization or liquidation) filed in these chapter 11 cases or receive further notices in these chapter 11 cases.

12. Further, the Debtors request that any holder of a claim against the Debtors who files a proof of claim but fails to assert, if applicable, the claim's priority or administrative status (in the case of claims arising under section 503(b)(9) of the Bankruptcy Code) shall be forever barred, estopped, and enjoined from asserting such priority or administrative claim status with respect to any such claim and such claim shall not be entitled to such status.

13. Finally, holders of claims against the Debtors should be aware that the Debtors do not expect, under the terms of any chapter 11 plan, to withhold distributions to their

creditors to reserve for any claims that are not asserted in a Proof of Claim filed in accordance with the Bar Date Order on or before the proposed Bar Date.

Proposed Notice Procedures

14. The Debtors propose the following procedures to provide notice of the Bar Date to all parties in interest. The Debtors submit that the procedures described below are “reasonably calculated under the circumstances to apprise an interested party” of the requirement of filing a Proof of Claim by the Bar Date, see *Mullane v. Central Hanover Bank & Trust Co.*, 339 U.S. 306, 314 (1950), and therefore, constitute adequate and sufficient notice.

The General Bar Date Notice

15. Pursuant to Bankruptcy Rule 2002(a)(7) and to provide sufficient notice to all parties in interest of the Bar Date, the Debtors propose to mail the proposed notice of the bar date, substantially in the form attached hereto as *Exhibit C* (the “*General Bar Date Notice*”), as well as the proposed Proof of Claim Form, to the following parties:

- (a) the Office of the United States Trustee for the District of Delaware (the “*U.S. Trustee*”);
- (b) counsel to the official committee of general unsecured creditors (the “*Committee*”);
- (c) counsel to the Indenture Trustee under the Indenture and Law Debenture Trust Company of New York as trustee under the 8.99% Indenture (as defined in the Rosoff Declaration);
- (d) all parties that have requested notice in these chapter 11 cases;
- (e) all persons or entities that have previously filed a Proof of Claim;
- (f) all creditors and other known holders of claims as of the Commencement Date, including all persons or entities listed in the Debtors’ Schedules;
- (g) all parties to executory contracts and unexpired leases of the Debtors listed on any of the Debtors’ Schedule G;
- (h) all parties to litigation with the Debtors;

- (i) the Internal Revenue Service, the Securities Exchange Commission, the Federal Deposit Insurance Corporation, and any applicable state taxing authorities;
- (j) any applicable state banking regulatory agencies; and
- (k) the applicable state Attorney Generals' offices.

16. The proposed Bar Date Notice notifies the parties of the Bar Date and contains information regarding who must file a Proof of Claim, the procedure for filing a Proof of Claim, and the consequences of failing to timely file a Proof of Claim.

Notice by Publication

17. In addition to mailing the General Bar Date Notice, the Debtors have determined that it would be in the best interest of their respective estates to give notice by publication to certain creditors including: (i) those creditors to whom no other notice was sent and who are unknown or not reasonably ascertainable by the Debtors; (ii) known creditors with addresses unknown by the Debtors; and (iii) potential creditors with claims unknown by the Debtors.

18. Pursuant to Bankruptcy Rules 2002(f) and (l), the Debtors seek authority to publish an abridged form of the General Bar Date Notice, substantially in the form of the attached hereto as *Exhibit D* (the "**Publication Bar Date Notice**"). The Publication Bar Date Notice provides general information as to who must file a Proof of Claim, the procedure for filing a Proof of Claim, the consequences of failing to timely file a Proof of Claim, and the contact information to find out more information and detail regarding the same. The Debtors submit that the shorter Publication Bar Date notice is appropriate because of the significant costs of publishing the longer General Bar Date Notice.

19. The Debtors propose to publish the Published Bar Date Notice once in the *The Wall Street Journal* and *The Philadelphia Inquirer* covering locations where the Debtors are

currently operating. In each instance, the Debtors propose to publish the notice at least 25 days prior to the Bar Date and, accordingly, such publication shall satisfy the notice requirements of Bankruptcy Rule 2002(a)(7).

Jurisdiction

20. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Notice

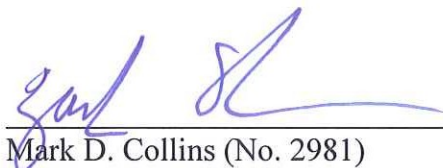
21. No trustee or examiner has been appointed in these chapter 11 cases. Notice of this Motion will be provided to (i) the U.S. Trustee; (ii) attorneys for the Committee; (iii) counsel to the Indenture Trustee under the Indenture and Law Debenture Trust Company of New York as trustee under the 8.99% Indenture (as defined in the Rosoff Declaration); and (iv) all parties on the Master Service List filed with this Court (collectively, the “*Notice Parties*”). The Debtors respectfully submit that no further notice of this Motion is required.

No Previous Request

No previous request for the relief sought herein has been made by the Debtors to this or any other court.

WHEREFORE, the Debtors respectfully request that the Court grant the relief requested herein and such other and further relief as the Court may deem just and proper.

Dated: March 17, 2010
Wilmington, Delaware



Mark D. Collins (No. 2981)
Paul N. Heath (No. 3704)
Chun I. Jang (No. 4790)
Zachary I. Shapiro (No. 5103)
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Telephone: (302) 651-7700
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- and -

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ATTORNEYS FOR
DEBTORS AND DEBTORS IN
POSSESSION

**IN THE 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.¹ : :
: : **Hearing: April 7, 2010 at 3:00 p.m. (ET)**
-----x **Obj. Deadline: March 31, 2010 at 4:00 p.m. (ET)**

NOTICE OF MOTION AND HEARING

PLEASE TAKE NOTICE that, on March 17, 2010, Advanta Corp. and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the “Debtors”) filed the **Motion to Establish Deadline to File Proofs of Claim and Approve the Form and Manner of Notice Thereof** (the “Motion”) with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “Bankruptcy Court”).

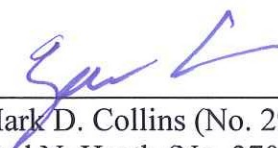
PLEASE TAKE FURTHER NOTICE that any responses or objections to the Motion must be in writing, filed with the Clerk of the Bankruptcy Court and served upon and received by the undersigned counsel for the Debtors on or before **March 31, 2010 at 4:00 p.m. (Eastern Daylight Time)**.

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.

PLEASE TAKE FURTHER NOTICE that if an objection is timely filed, served and received and such objection is not otherwise timely resolved, a hearing to consider such objection and the Motion will be held before The Honorable Kevin J. Carey at the Bankruptcy Court, 824 Market Street, 5th Floor, Courtroom 5, Wilmington, Delaware 19801 on **April 7, 2010 at 3:00 p.m. (Eastern Daylight Time)**.

IF NO OBJECTIONS TO THE MOTION ARE TIMELY FILED, SERVED AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR HEARING.

Dated: March 17, 2010
Wilmington, Delaware



Mark D. Collins (No. 2981)
Paul N. Heath (No. 3704)
Chun I. Jang (No. 4790)
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- and -

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Facsimile: (212) 310-8007

ATTORNEYS FOR DEBTORS AND
DEBTORS IN POSSESSION

Exhibit A
Proposed Bar Date Order

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

-----X
:
In re : Chapter 11
:
ADVANTA CORP. : Case No. 09-13931
:
Debtors.¹ : (Jointly Administered)
:
-----X **Re: Docket No. ____**

**ORDER ESTABLISHING THE DEADLINE TO FILE PROOFS OF
CLAIM AND APPROVING THE FORM AND MANNER OF NOTICE THEREOF**

Upon the motion dated March 17, 2009 (the “*Motion*”) of Advanta Corp. and its affiliated debtors, as debtors and debtors in possession (collectively, the “*Debtors*”), pursuant to section 502(b)(9) of title 11 of the United States Code (the “*Bankruptcy Code*”) and Rules 2002(a)(7), (f), and (l) and 3003(c) of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”) to (i) establish May 14, 2010 at 5:00 p.m. (Eastern Daylight Time) (the “*Bar Date*”) as the deadline to file proofs of claim (each a “*Proof of Claim*,” and, collectively, “*Proofs of Claim*”), (ii) approve the proposed form of Proof of Claim in substantially the form attached hereto as *Exhibit 1*

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.

(the “*Proof of Claim Form*”), (iii) approve the proposed notices of the Bar Date, substantially in the form attached hereto as *Exhibits 2* and *3* (collectively, the “*Bar Date Notices*”), and (iv) approve the form and manner of notice of the Bar Date, all 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 Parties²; and the relief requested in the Motion being in the best interests of the Debtors, their estates and their 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 upon the record of the hearing on the Motion, and after due deliberation and sufficient cause appearing therefor, it is

ORDERED as follows: –

1. **The Bar Date**

- (a) Except as otherwise provided herein, all persons and entities (including, without limitation, individuals, partnerships, corporations, joint ventures, trusts, and Governmental Units) that assert a claim (as defined in section 101(5) of the Bankruptcy Code) against any of the Debtors that arose on or prior to the relevant Debtor’s Commencement Date shall file a Proof of Claim on or before the Bar Date (i.e., 5:00 p.m. (Eastern Daylight Time) on May 14, 2010).

² Capitalized terms that are used but not defined herein shall have the meanings ascribed to them in the Motion.

- (b) The trustee or administrative agent of any debt issued by the Debtors may, but is not obligated to, file a Proof of Claim on behalf of all the debt holders for which it acts, in lieu of, or in addition to, any Proof of Claim that may be filed by an individual debt holder. In respect of any such claim filed by The Bank of New York Mellon (the "*Indenture Trustee*") on behalf of holders of debt issued by the Debtors under the indenture dated as of October 23, 1995 (the "*Indenture*"), the Indenture Trustee may rely solely on the records of the Debtors, in their capacity as paying agent and securities registrar under the Indenture, for the amount of interest and principal owing.
- (c) Any person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, trusts, and Governmental Units) that asserts a claim that arises from the rejection of an executory contract or unexpired lease must file a Proof of Claim based on such rejection on or before the later of
- (i) the Bar Date, and
 - (ii) **5:00 p.m. (Prevailing Eastern Time)** on the date that is **thirty (30) days** following the effective date of such rejection (unless the order authorizing such rejection provides otherwise);
- provided, however*, that a party to an executory contract or unexpired lease that asserts a claim on account of unpaid amounts accrued and outstanding as of the relevant Debtor's Commencement Date pursuant to such executory contract or unexpired lease (other than a rejection damages claim) must file a Proof of Claim for such amounts on or before the Bar Date unless another exception identified in herein applies.
- (d) If any of the Debtors amends or supplements any of Schedule D, E, or F (collectively, the "*Schedules*"), the deadline to file a Proof of Claim with respect to any claimant affected by such amendment or supplement shall be the later of (i) the Bar Date and (ii) **5:00 p.m. (Prevailing Eastern Time)** on the date that is **thirty (30) days** from the date of notice of the amendment or supplement.

2. **Proofs of Claim**

- (a) Proofs of Claim shall specify by name and case number the Debtor against which the Proof of Claim is asserted and, if the holder asserts a claim against more than one Debtor, a separate Proof of Claim must be filed against each Debtor.

- (b) Proofs of Claim shall also:
- (i) conform to the Proof of Claim Form attached hereto as ***Exhibit B*** or the Official Bankruptcy Form No. 10.
 - (ii) if applicable, assert any priority status pursuant to sections 507(a) of the Bankruptcy Code or administrative status pursuant to section 503(b)(9);
 - (iii) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant;
 - (iv) include supporting documentation or, if voluminous, a summary or explanation as to why documentation is not available;
 - (v) be in the English language; and
 - (vi) be denominated in United States currency.

3. **Advanta Claims Processing Center**

Proofs of Claim must be received on or before the Bar Date by GCG, the official claims agent in the Debtors' chapter 11 cases, at the following address:

Advanta Claims Processing
c/o Garden City Group, Inc.
P.O. Box 9562
Dublin, Ohio 43017-4862

(the "***Advanta Claims Processing Center***").

- (a) The Debtors and GCG shall **not** be required to accept a Proof of Claim sent by facsimile, telecopy, or electronic mail transmission.
- (b) Proofs of Claim shall be deemed timely filed only if **actually received** by the Advanta Claims Processing Center on or before the Bar Date.
- (c) Any entity that files a Proof of Claim by mail and wishes to receive a clocked-in copy by return mail must include an additional copy of the Proof of Claim and a self-addressed postage-paid envelope.

4. **Exceptions to the Bar Date**

Parties are **not** required to file a Proof of Claim by the Bar Date for the following claims:

- (a) a claim asserted by any person or entity in a Proof of Claim that has already been properly filed against a Debtor with the Clerk of the United States Bankruptcy Court for the District of Delaware or GCG in a form substantially similar to Official Bankruptcy Form No. 10;
- (b) a claim listed on a Debtor's Schedules and
 - (i) the claim is **not** described as "disputed," "contingent," or "unliquidated" on the Schedules;
 - (ii) the claimant agrees with the amount, nature, and priority of the claim set forth in the Schedules; **and**
 - (iii) the claimant agrees that the claim is an obligation of the specific Debtor that has listed the claim in its Schedules;
- (c) a claim that has been allowed by order of the Court or satisfied in full prior to the Bar Date;
- (d) a claim against a Debtor by any Debtor or non-debtor, direct or indirect, subsidiary of Advanta (other than Advanta Bank Corp., which is not excused from the requirement to file Proofs of Claim); and
- (e) a claim allowable under sections 503(b) or 507(a) of the Bankruptcy Code as an administrative expense of the Debtors' chapter 11 cases **other than** administrative expenses allowable under section 503(b)(9) of the Bankruptcy Code.

5. **Effects of the Bar Date**

- (a) In the event a Debtor receives a discharge under a chapter 11 plan, any holder of a claim against any of the Debtors who is required, but fails, to file a Proof of Claim in accordance with the Bar Date Order on or before the Bar Date shall be forever barred, estopped, and enjoined from asserting such claim against the Debtors (or filing a Proof of Claim with respect thereto), and the Debtors and their property shall be forever discharged from any and all indebtedness or liability with respect to such claim.
- (b) Additionally, the Debtors request that any holder of a claim against the Debtors who is required, but fails, to file a Proof of Claim in

accordance with this Order on or before the Bar Date, with the exception of a holder who holds a claim against the Debtors with respect to which claim the trustee or the administrative agent has already filed a Proof of Claim, shall not be permitted to vote to accept or reject any chapter 11 plan filed in these chapter 11 cases (whether a plan of liquidation or reorganization) or receive further notices regarding such claim.

- (c) Any holder of a claim against any of the Debtors who files a proof of claim but fails to assert the claim's priority or administrative status shall be forever barred, estopped, enjoined from asserting such priority or administrative claim status with respect to any such claim and such claim shall not be entitled to such status.

6. Form of Proof of Claim

The Proof of Claim Form is **APPROVED**.

7. Notice of the Bar Date

- (a) The form of each of the Bar Date Notices and the method of delivery or publication of each, as proposed in the Motion, are **APPROVED** and shall constitute adequate and sufficient notice of the Bar Date.
- (b) The Debtors shall, as soon as reasonably practicable after the date of this Order, serve the General Bar Date Notice and Proof of Claim Form, by first-class mail on the following parties:
 - (i) the Office of the United States Trustee for the District of Delaware (the "*U.S. Trustee*");
 - (ii) counsel to the official committee of unsecured creditors (the "*Committee*");
 - (iii) counsel to the Indenture Trustee under the Indenture and Law Debenture Trust Company of New York as trustee under the 8.99% Indenture (as defined in the Rosoff Declaration);
 - (iv) all parties that have requested notice in these chapter 11 cases;
 - (v) all persons or entities that have previously filed a Proof of Claim;

- (vi) all creditors and other known holders of claims as of the Commencement Date, including all persons or entities listed in the Debtors' Schedules;
- (vii) all parties to executory contracts and unexpired leases of the Debtors listed on any of the Debtors' Schedule G;
- (viii) all parties to litigation with the Debtors;
- (ix) the Internal Revenue Service, the Securities and Exchange Commission, and the Federal Deposit Insurance Corporation;
- (x) any application state banking regulatory agencies; and
- (xi) the applicable state Attorney Generals' offices.

8. Miscellaneous Provisions

- (a) The Debtors and GCG are authorized and empowered to take such steps and perform such acts as may be necessary or appropriate to implement and effectuate the terms of this Order
- (b) That entry of this Order is without prejudice to the right of the Debtors to seek a further order of this Court fixing a date by which holders of claims or interests **not** subject to the Bar Date established herein shall file such Proofs of Claim or interests or be forever barred from asserting such claims or interests against the Debtors or their estates.
- (c) All time periods in this Order shall be subject to Bankruptcy Rule 9006.
- (d) 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: April _____, 2010
Wilmington, Delaware

THE HONORABLE KEVIN J. CAREY
CHIEF UNITED STATES BANKRUPTCY JUDGE

Exhibit B
Proof of Claim Form



UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE	PROOF OF CLAIM
--	-----------------------

Name of Debtor (Check Only One): <input type="checkbox"/> Advanta Corporation <input type="checkbox"/> Advanta Service Corp. <input type="checkbox"/> Advanta Business Services Corp. <input type="checkbox"/> Advanta Shared Services Corp. <input type="checkbox"/> Advanta Business Services Holding Corp.	<input type="checkbox"/> Great Expectations Franchise Corp. <input type="checkbox"/> Advanta Mortgage Corp. USA <input type="checkbox"/> Advanta Mortgage Holding Company <input type="checkbox"/> Advanta Auto Finance Corporation <input type="checkbox"/> Great Expectations Management Corp. <input type="checkbox"/> Advantennis Corp. <input type="checkbox"/> Advanta Investment Corp.	<input type="checkbox"/> Advanta Advertising Inc. <input type="checkbox"/> Advanta Finance Corp. <input type="checkbox"/> Great Expectations International Inc. <input type="checkbox"/> Advanta Ventures Inc. <input type="checkbox"/> Advanta Credit Card Receivables Corp. <input type="checkbox"/> IdeaBlob Corp. <input type="checkbox"/> BizEquity Corp.
--	---	--

NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case, but may be used for purposes of asserting a claim under 11 U.S.C. § 503(b)(9) (see Item # 6). All other requests for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

Name of Creditor (the person or other entity to whom the debtor owes money or property): Name and address where notices should be sent: Telephone number: Email Address:	<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. Court Claim Number: _____ <i>(If known)</i> Filed on: _____
Name and address where payment should be sent (if different from above): Telephone number:	<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.

Your Claim is Scheduled As Follows:

If an amount is identified above, you have a claim scheduled by one of the Debtors as shown. (This scheduled amount of your claim may be an amendment to a previously scheduled amount.) If you agree with the amount and priority of your claim as scheduled by the Debtor and you have no other claim against the Debtor, you do not need to file this proof of claim form, **EXCEPT AS FOLLOWS:** If the amount shown is listed as any of DISPUTED, UNLIQUIDATED, or CONTINGENT, a proof of claim **MUST** be filed in order to receive any distribution in respect of your claim. If you have already filed a proof of claim in accordance with the attached instructions, you need not file again.

1. Total Amount of Claim as of Date Case Filed: \$ _____ If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item # 4. If all or part of your claim is entitled to priority, complete item # 5. If all or part of your claim is an administrative expense arising under 11 U.S.C. §503(b)(9), complete item #6. <input type="checkbox"/> Check this box if claim is filed by a governmental unit. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.	5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim.
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2. Basis for Claim: _____ (See instruction #2 on reverse side.)	<input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).
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3. Last four digits of any number by which creditor identifies debtor: _____ 3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.)	<input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier – 11 U.S.C. § 507(a)(4).
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4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Equipment <input type="checkbox"/> Other Describe: Value of Property: \$ _____ Annual Interest Rate % Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____	<input type="checkbox"/> Contributions to an employee benefit plan – 11 U.S.C. § 507(a)(5). <input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use – 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units – 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other – Specify applicable paragraph of 11 U.S.C. § 507(a)(____).
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6. Claim Pursuant to 11 U.S.C. § 503(b)(9): \$ _____ Indicate the amount of your claim arising from the value of any goods received by the Debtor within 20 days before the applicable Commencement Date in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.	Amount entitled to priority: \$ _____
--	---

7. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. 8. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements or running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction # 8 and definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain in an attachment.	*Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.
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Date: _____	Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.	FOR COURT USE ONLY
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INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules. The attorneys for the Debtors and their court-appointed claims agent, The Garden City Group, Inc. are not authorized to provide and are not providing you with any legal advice.

PLEASE SEND YOUR ORIGINAL, COMPLETED CLAIM FORM AS FOLLOWS: **IF BY MAIL:** THE GARDEN CITY GROUP, INC., ATTN: ADVANTA CORP., P.O. BOX 9562, DUBLIN, OH 43017-4862; **IF BY HAND OR OVERNIGHT COURIER:** THE GARDEN CITY GROUP, INC., ATTN: ADVANTA CORP., 5151 BLAZER PARKWAY, SUITE A, DUBLIN, OH 43017. ANY PROOF OF CLAIM SUBMITTED BY FACSIMILE OR E-MAIL WILL NOT BE ACCEPTED.

THE GENERAL BAR DATE IN THESE CHAPTER 11 CASES IS _____, 2010 AT __:00 __.M. (PREVAILING EASTERN TIME)

THE GOVERNMENTAL BAR DATE IN THESE CHAPTER 11 CASES IS _____, 2010 AT __:00 __.M. (PREVAILING EASTERN TIME)

Court, Name of Debtor, and Case Number:

Each of these chapter 11 cases were commenced in the United States Bankruptcy Court for the District of Delaware on November 8, 2009 or November 20, 2009 (each a "Commencement Date"). You should select the Debtor against which you are asserting your claim. A SEPARATE PROOF OF CLAIM FORM MUST BE FILED AGAINST EACH DEBTOR.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. Please provide us with a valid email address. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if the debtor, trustee or another party in interest files an objection to your claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

3a. Debtor May Have Scheduled Account As:

Use this space to report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

4. Secured Claim:

Check the appropriate box and provide the requested information if the claim is fully

or partially secured. Skip this section if the claim is entirely unsecured. (See DEFINITIONS, below.) State the type and the value of property that secures the claim, attach copies of lien documentation, and state annual interest rate and the amount past due on the claim as of the date of the bankruptcy filing.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. § 507(a):

If any portion of your claim falls in one or more of the listed categories, check the appropriate box(es) and state the amount entitled to priority. (See DEFINITIONS, below.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Claim Pursuant to 11 U.S.C. § 503(b)(9):

Check this box if you have a claim arising from the value of any goods received by the Debtor within 20 days before the applicable Commencement Date of the above cases, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim. (See DEFINITIONS, below.)

7. Credits:

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

8. Documents:

Attach to this proof of claim form redacted copies documenting the existence of the debt and of any lien securing the debt. You may also attach a summary. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary, FRBP 3001(c) and (d). If the claim is based on the delivery of health care goods or services, see instruction 2. Do not send original documents, as attachments may be destroyed after scanning.

Date and Signature:

The person filing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2), authorizes courts to establish local rules specifying what constitutes a signature. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. Attach a complete copy of any power of attorney. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS

Debtor

A debtor is the person, corporation, or other entity that has filed a bankruptcy case. Below is a list of Debtors, case numbers and Commencement Dates.

Advanta Corporation	09-13931	11/08/09
Advanta Service Corp.	09-13932	11/08/09
Advanta Business Services Corp.	09-13933	11/08/09
Advanta Shared Services Corp.	09-13934	11/08/09
Advanta Business Services Holding Corp.	09-13935	11/08/09
Great Expectations Franchise Corp.	09-13936	11/08/09
Advanta Mortgage Corp. USA	09-13937	11/08/09
Advanta Mortgage Holding Company	09-13938	11/08/09
Advanta Auto Finance Corporation	09-13939	11/08/09
Great Expectations Management Corp.	09-13940	11/08/09
Advantennis Corp.	09-13941	11/08/09
Advanta Investment Corp.	09-13942	11/08/09
Advanta Advertising Inc.	09-13943	11/08/09
Advanta Finance Corp.	09-13944	11/08/09
Great Expectations International Inc.	09-13945	11/08/09
Advanta Ventures Inc.	09-14125	11/20/09
Advanta Credit Card Receivables Corp.	09-14127	11/20/09
IdeaBlob Corp.	09-14129	11/20/09
BizEquity Corp.	09-14130	11/20/09

Creditor

A creditor is the person, corporation, or other entity owed a debt by the debtor on the date of the bankruptcy filing. See 11 U.S.C. § 101(10).

Claim

A claim is the creditor's right to receive payment on a debt owed by the debtor that arose on the date of the bankruptcy filing. See 11 U.S.C. § 101(5). A claim may be secured or unsecured.

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with The Garden City Group, Inc. as described in the instructions above.

Secured Claim Under 11 U.S.C. § 506(a)

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien. A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

Claim Entitled to Priority Under 11 U.S.C. § 507(a)

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

Section 503(b)(9) Claim

A Section 503(b)(9) claim is a claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of a bankruptcy case in which the goods have been sold to the debtor in the ordinary course of such debtor's business.

Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor should redact and use only the last four digits of any social-security, individual's tax-identification, or financial-account number, all but the initials of a minor's name and only the year of any person's date of birth.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

Governmental Unit

A governmental unit means the United States; State; Commonwealth; District; Territory; municipality; foreign state; department, agency, or instrumentality of the United States (but not a United States trustee while serving as a trustee in a case under title 11); or other foreign or domestic government. See 11 U.S.C. § 101(27).

INFORMATION

Acknowledgment of Filing of Claim

To receive acknowledgment of your filing, please provide a stamped self-addressed envelope and a copy of this proof of claim when you file the original claim. You may view a list of filed claims in this case by visiting the following website: <http://advantareorg.com>

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.), and any applicable orders of the bankruptcy court.

Exhibit C
General Bar Date Notice

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

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

NOTICE OF THE DEADLINE TO FILE PROOFS OF CLAIMS

**TO ALL PERSON AND ENTITIES WITH CLAIMS AGAINST ANY OF THE
FOLLOWING ENTITIES (collectively, the “Debtors”)**

Advanta Corp. (“ <i>Advanta Corp</i> ”) Case No. 09-13931	Advantennis Corp. Case No. 09-13941
Advanta Service Corp. Case No. 09-13932	Advanta Investment Corp. Case No. 09-13942
Advanta Business Services Corp. Case No. 09-13933	Advanta Advertising Inc. Case No. 09-13943
Advanta Shared Services Corp. Case No. 09-13934	Advanta Finance Corp. Case No. 09-13944
Advanta Business Services Holding Corp. Case No. 09-13935	Great Expectations International Inc. Case No. 09-13945
Great Expectations Franchise Corp. Case No. 09-13937	Advanta Ventures Inc. Case No. 09-14125
Advanta Mortgage Corp. USA Case No. 09-13937	Advanta Credit Card Receivables Corp. Case No. 09-14127
Advanta Mortgage Holding Company Case No. 09-13938	ideaBlob Corp. Case No. 09-14129
Advanta Auto Finance Corporation Case No. 09-13939	BizEquity Corp. Case No. 09-14130
Great Expectations Management Corp. Case No. 09-13940	

PLEASE TAKE NOTICE OF THE FOLLOWING –

On November 8, 2009 or November 20, 2009 (the “*Commencement Dates*”), each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “*Bankruptcy Code*”).¹

On ____, 2010, the United States Bankruptcy Court for the District of Delaware (the “*Court*”) entered an order (the “*Bar Date Order*”) establishing **May 14, 2010 at 5:00 p.m. (Eastern Daylight Time)** (the “*Bar Date*”) as the deadline for all

¹ The following Debtors filed voluntary petitions on November 20, 2009: Advanta Credit Card Receivables Corp., Advanta Ventures Inc., Ideablob Corp., and Bizequity Corp. All other Debtors filed voluntary petitions on November 8, 2009.

entities to file a proof of claim ("***Proof of Claim***") with respect to any claim against any of the Debtors that arose prior to such Debtor's Commencement Date. The following are instructions for completing and submitting the Proof of Claim forms, including instructions as to who must file a Proof of Claim.

A CLAIMANT SHOULD CONSULT AN ATTORNEY IF THE CLAIMANT HAS ANY QUESTIONS ABOUT WHETHER IT HAS A CLAIM OR ABOUT WHETHER TO FILE A PROOF OF CLAIM

If you have any questions with respect to this notice, you may contact the Debtors' claim agent, Garden City Group, Inc. ("GCG") at 1-800-223-7074.

1. WHO MUST FILE A PROOF OF CLAIM

You **MUST** file a Proof of Claim if you have a claim that arose prior to the relevant Debtor's Commencement Date, and it is not a claim described in Section 2 below. Acts or omissions of the Debtors that arose prior to the relevant Debtor's Commencement Date may give rise to claims against the Debtors that must be filed by the Bar Date notwithstanding that such claims may not have matured or become fixed or liquidated as of the relevant Debtor's Commencement Date. Except as otherwise set forth in Section 2, all entities (including, without limitation, individuals, partnerships, corporations, joint ventures, trusts, and Governmental Units) that assert a claim (as defined in section 101(5) of the Bankruptcy Code) against the Debtors that arose prior to the relevant Debtor's Commencement Date shall file a Proof of Claim on or before the Bar Date (i.e., 5:00 p.m. (Eastern Daylight Time) on May 14, 2010).

Under section 101(5) of the Bankruptcy Code and as used herein, the word "claim" means: (i) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (ii) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

2. WHO NEED NOT FILE A PROOF OF CLAIM

The following do **not** need to file a Proof of Claim:

- a. a claim asserted by any person or entity in a Proof of Claim that has already been properly filed against a Debtor with the Clerk of the United States Bankruptcy Court for the District of Delaware or GCG in a form substantially similar to Official Bankruptcy Form No. 10;
- b. a claim listed on a Debtor's Schedules and

- i. the claim is **not** described as “disputed,” “contingent,” or “unliquidated” on the Schedules;
 - ii. the claimant agrees with the amount, nature, and priority of the claim set forth in the Schedules; **and**
 - iii. the claimant agrees that the claim is an obligation of the specific Debtor that has listed the claim in its Schedules;
- c. a claim that has been allowed by order of the Court or satisfied in full prior to the Bar Date;
 - d. a claim against a Debtor by any Debtor or non-debtor, direct or indirect, subsidiary of Advanta (other than Advanta Bank Corp., which is not excused from the requirement to file Proofs of Claim); and
 - e. a claim allowable under sections 503(b) or 507(a) of the Bankruptcy Code as an administrative expense of the Debtors’ chapter 11 cases **other than** administrative expenses allowable under section 503(b)(9) of the Bankruptcy Code.

YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST ANY OF THE DEBTORS. THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THAT THE DEBTORS OR THE COURT BELIEVE THAT YOU HAVE A CLAIM.

Please note that the Debtors have been informed that the indenture trustee, The Bank of New York Mellon (the “*Indenture Trustee*”), under the indenture dated as of October 23, 1995 (the “*Indenture*”) intends to file a proof of claim (the “*Master Proof of Claim*”) on behalf of itself and all holders (the “*Holder*s”) of the debt issued by Advanta under the Indenture, including the Investment Notes (the “*Investment Notes*”) and the RediReserve Variable Certificates (the “*RediReserve Certificates*”) for principal, interest and any applicable fees and costs owed by Advanta. The Debtors have been advised that the Master Proof of Claim will **NOT** include claims that the individual Holders may have against any of the Debtors arising out of or relating to the Indenture other than claims for principal and interest. In respect of any Master Proof of Claim filed by the Indenture Trustee, the Indenture Trustee will rely solely on the records of Advanta in its capacity as paying agent and securities registrar under the Indenture, for the amount of principal and interest owing.

3. CLAIMS ARISING UNDER EXECUTORY CONTRACTS AND UNEXPIRED LEASES

If you are a party to an executory contract or unexpired lease with a Debtor and assert a claim for amounts accrued and unpaid as of such Debtors’

Commencement Date pursuant to such executory contract or unexpired lease (other than a rejection damages claim), you **must** file a Proof of Claim for such amounts on or before the Bar Date unless an exception in Section 2 otherwise applies.

If you hold a claim that arises from the rejection of an executory contract or unexpired lease, you **must** file a Proof of Claim for claims arising from such rejection on or before the later of (i) **May 14, 2010 at 5:00 p.m. (Eastern Daylight Time)** and (ii) **5:00 p.m. (Prevailing Eastern Time)** on the date that is **thirty (30)** days following the effective date of such rejection (unless the order authorizing such rejection provides otherwise).

4. **WHEN AND WHERE TO FILE**

All Proofs of Claim must be filed so as to be **received** on or before **the Bar Date** at the following address:

Advanta Claims Processing
c/o Garden City Group, Inc.
P.O. Box 9562
Dublin, Ohio 43017-4862

(the "*Advanta Claims Processing Center*").

Proofs of Claims will be deemed timely filed only if **actually received** by the Advanta Claims Processing Center on or before the Bar Date. Proofs of Claims may **not** be delivered by facsimile, telecopy, or electronic mail transmission.

If you file a Proof of Claim and wish to receive a clocked-in copy by return mail, you must include with your Proof of Claim an additional copy of your Proof of Claim and a self-addressed, postage-paid envelope.

5. **WHAT TO FILE**

You may receive a Debtor-specific Proof of Claim form for use in these chapter 11 cases; if your claim is scheduled by a Debtor, the form will also set forth the amount of your claim as scheduled by the Debtors, the specific Debtor against which the claim is scheduled and whether the claim is scheduled as disputed, contingent, or unliquidated. You will receive a different Proof of Claim form for each claim scheduled in your name by the Debtors. You may utilize the Proof of Claim form(s) provided by the Debtors to file your claim. Additional Proof of Claim forms may be obtained at **<http://www.uscourts.gov/bkforms>** or **www.advantareorg.com**.

If you file a Proof of Claim, your filed Proof of Claim must

- (i) if applicable, assert any priority status pursuant to section 507(a) of the Bankruptcy Code or administrative status pursuant to section 503(b)(9);
- (ii) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant;
- (iii) include supporting documentation or, if voluminous, a summary or explanation as to why documentation is not available;
- (iv) be in the English language;
- (v) be denominated in United States currency; and
- (vi) conform substantially with the Proof of Claim Form provided to you with this notice or the Official Bankruptcy Form No. 10 (which is available at <http://www.uscourts.gov/bkforms>).

Any holder of a claim against more than one Debtor must file a separate Proof of Claim against each Debtor, and all holders of claims must identify on their Proof of Claim the specific Debtor against which the claim is asserted and the case number of that Debtor's bankruptcy case. The Debtors' names and case numbers are set forth above.

YOU SHOULD ATTACH TO YOUR COMPLETED PROOF OF CLAIM FORM COPIES OF ANY WRITINGS UPON WHICH YOUR CLAIM IS BASED.

6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE BAR DATE

In the event a Debtor receives a discharge under a chapter 11 plan, any holder of a claim against any of the Debtors who is required, but fails, to file a Proof of Claim in accordance with the Bar Date Order on or before the Bar Date shall be forever barred, estopped, and enjoined from asserting such claim against the Debtors (or filing a Proof of Claim with respect thereto), and the Debtors and their property shall be forever discharged from any and all indebtedness or liability with respect to such claim.

Except for a holder who holds a claim against the Debtors with respect to which claim the trustee or the administrative agent has already filed a Proof of Claim on behalf of, any holder of a claim against the Debtors who is required, but fails, to file a Proof of Claim in accordance with this Order on or before the Bar Date, shall not be permitted to vote to accept or reject any chapter 11

plan filed in these chapter 11 cases (whether a plan of liquidation or reorganization) or receive further notices regarding such claim.

Any holder of a claim against any of the Debtors who files a proof of claim but fails to assert the claim's priority or administrative status shall be forever barred, estopped, enjoined from asserting such priority or administrative claim.

Holders of claims against the Debtors should be aware that the Debtors do not expect, under the terms of any chapter 11 plan, to withhold distributions to their creditors to reserve for any claims that are not asserted in a Proof of Claim filed in accordance with the Bar Date Order on or before the proposed Bar Date.

7. THE DEBTORS' SCHEDULES AND ACCESS THERETO

You may be listed in the Schedules as the holder of a claim against one or more of the Debtors.²

To determine if and how you are listed on the Schedules, please refer to the description set forth on the customized Proof of Claim you have received regarding the nature, amount, and status of your claim(s). If you received postpetition payments from the Debtors (which payments were authorized by the Court) on account of your claim(s) prior to the filing of the Debtors' Schedules, the Proof of Claim form(s) will reflect the net amount of your claim(s) (*i.e.*, the amount listed in the Schedules reduced by the postpetition payments). If the Debtors believe that you hold claims against more than one Debtor, you will receive multiple Proofs of Claim, each of which will reflect the nature and amount of your claims, as listed in the Schedules.

If you rely on the Debtors' Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules.

As set forth above, if you agree with the nature, amount, and status of your claim as listed in the Debtors' Schedules, and if you do not dispute that your claim is only against the Debtor specified, and if your claim is not described as "disputed," "contingent," or "unliquidated," you need not file a Proof of Claim. If you decide to file a Proof of Claim, you must do so before the Bar Date, in accordance with the procedures set forth in this Notice.

² Holders of Investment Notes and the RediReserve Certificates were not individually listed on the Schedules. The aggregate principal amount of the Investment Notes and RediReserve Certificates was listed on the Schedules together with the Indenture Trustee as creditor.

Interested parties may examine copies of the Schedules at www.advantareorg.com or on the Court's electronic docket <http://ecf.deb.uscourts.gov> (a PACER login and password are required and can be obtained through the PACER Service Center at <http://.pacer.psc.uscourts.gov>).

DATED: April __, 2010
Wilmington, Delaware

BY ORDER OF THE COURT

Exhibit D
Publication Bar Date Notice

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

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

NOTICE OF THE DEADLINE TO FILE PROOFS OF CLAIMS

TO ALL PERSON AND ENTITIES WITH CLAIMS AGAINST ANY OF THE FOLLOWING ENTITIES (collectively, the “Debtors”):

Advanta Corp. (“*Advanta*”) (Case No. 09-13931); Advanta Service Corp. (Case No. 09-13932); Advanta Business Services Corp. (Case No. 09-13932); Advanta Shared Services Corp. (Case No. 09-13934); Advanta Business Services Holding Corp. (Case No. 09-13935); Great Expectations Franchise Corp. (Case No. 09-13937); Advanta Mortgage Corp. USA (Case No. 09-13937); Advanta Mortgage Holding Company (Case No. 09-13939); Great Expectations Management Corp. (Case No. 09-13940); Advantennis Corp. (Case No. 09-13941); Advanta Investment Corp. (Case No. 09-13942); Advanta Advertising Inc. (Case No. 09-13943); Advanta Finance Corp. (Case No. 09-13944); Great Expectations International Inc. (Case No. 09-13945); Advanta Ventures Inc. (Case No. 09-14125); Advanta Credit Card Receivables Corp. (Case No. 09-14127); IdeaBlob Corp. (Case No. 09-14129); and BizEquity Corp. (Case No. 09-14130).

PLEASE TAKE NOTICE OF THE FOLLOWING –

On November 8, 2009 or November 20, 2009, each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “*Bankruptcy Code*”).¹

On _____, 2010, the United States Bankruptcy Court for the District of Delaware (the “*Court*”) entered an order (the “*Bar Date Order*”) establishing **May 14, 2010 at 5:00 p.m. (Eastern Daylight Time)** (the “*Bar Date*”) as the deadline for each entity to file a proof of claim (“*Proof of Claim*”) with respect to any claim against any of the Debtors that arose prior to such Debtor’s Commencement Date. The following are instructions for completing and submitting the Proof of Claim forms, including instructions as to who must file a Proof of Claim.

¹ The following Debtors filed voluntary petitions on November 20, 2009: Advanta Credit Card Receivables Corp., Advanta Ventures Inc., Ideablob Corp., and Bizequity Corp. All other Debtors filed voluntary petitions on November 8, 2009.

A CLAIMANT SHOULD CONSULT AN ATTORNEY IF THE CLAIMANT HAS ANY QUESTIONS, INCLUDING WHETHER TO FILE A PROOF OF CLAIM.

If you have any questions with respect to this notice, you may contact the Debtors' claim agent, Garden City Group, Inc. ("GCG") at 1-800-223-7074.

1. WHO MUST FILE A PROOF OF CLAIM

You **MUST** file a Proof of Claim if you have a claim that arose prior to the relevant Debtor's Commencement Date, and it is not a claim described in Section 2 below. Acts or omissions of the Debtors that arose prior to the relevant Debtor's Commencement Date may give rise to claims against the Debtors that must be filed by the Bar Date notwithstanding that such claims may not have matured or become fixed or liquidated as of the relevant Debtor's Commencement Date.

Under section 101(5) of the Bankruptcy Code and as used herein, the word "claim" means: (i) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (ii) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

2. WHO NEED NOT FILE A PROOF OF CLAIM

The following do **not** need to file a Proof of Claim:

- a. a claim asserted by any person or entity in a Proof of Claim that has already been properly filed against a Debtor with the Clerk of the United States Bankruptcy Court for the District of Delaware or GCG in a form substantially similar to Official Bankruptcy Form No. 10;
- b. a claim listed on a Debtor's Schedules and
 - i. the claim is **not** described as "disputed," "contingent," or "unliquidated" on the Schedules;
 - ii. the claimant agrees with the amount, nature, and priority of the claim set forth in the Schedules; **and**
 - iii. the claimant agrees that the claim is an obligation of the specific Debtor that has listed the claim in its Schedules;
- c. a claim that has been allowed by order of the Court or satisfied in full prior to the Bar Date;

- d. a claim against a Debtor by any Debtor or non-debtor, direct or indirect, subsidiary of Advanta (other than Advanta Bank Corp., which is not excused from the requirement to file Proofs of Claim); and
- e. a claim allowable under sections 503(b) or 507(a) of the Bankruptcy Code as an administrative expense of the Debtors' chapter 11 cases **other than** administrative expenses allowable under section 503(b)(9) of the Bankruptcy Code.

YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST ANY OF THE DEBTORS.

Please note that the Debtors have been informed that the indenture trustee, The Bank of New York Mellon (the "**Indenture Trustee**"), under the indenture dated as of October 23, 1995 (the "**Indenture**") intends to file a proof of claim (the "**Master Proof of Claim**") on behalf of itself and all holders (the "**Holders**") of the debt issued by Advanta under the Indenture, including the Investment Notes (the "**Investment Notes**") and the RediReserve Variable Certificates (the "**RediReserve Certificates**") for principal, interest and any applicable fees and costs owed by Advanta. The Debtors have been advised that the Master Proof of Claim will **NOT** include claims that the individual Holders may have against any of the Debtors arising out of or relating to the Indenture other than claims for principal and interest. In respect of any Master Proof of Claim filed by the Indenture Trustee, the Indenture Trustee will rely solely on the records of Advanta in their capacity as paying agent and securities registrar under the Indenture, for the amount of principal and interest owing.

3. CLAIMS ARISING UNDER EXECUTORY CONTRACTS AND UNEXPIRED LEASES

If you are a party to an executory contract or unexpired lease with a Debtor and assert a claim for amounts accrued and unpaid as of such Debtor's Commencement Date pursuant to such executory contract or unexpired lease (other than a rejection damages claim), you **must** file a Proof of Claim for such amounts on or before the Bar Date unless an exception in Section 2 otherwise applies.

If you hold a claim that arises from the rejection of an executory contract or unexpired lease, you **must** file a Proof of Claim based on such rejection on or before the later of (i) the **May 14, 2010 at 5:00 p.m. (Eastern Daylight Time)** and (ii) **5:00 p.m. (Prevailing Eastern Time)** on the date that is **thirty (30) days** following the effective date of such rejection (unless the order authorizing such rejection provides otherwise).

4. WHEN AND WHERE TO FILE

All Proofs of Claim must be filed so as to be **received** on or before **the Bar Date** at the following address:

Advanta Claims Processing
c/o Garden City Group, Inc.
P.O. Box 9562
Dublin, Ohio 43017-4862

(the “*Advanta Claims Processing Center*”).

Proofs of Claims will be deemed timely filed only if **actually received** by the Advanta Claims Processing Center on or before the Bar Date. Proofs of Claims may **not** be delivered by facsimile, telecopy, or electronic mail transmission.

If you file a Proof of Claim and wish to receive a clocked-in copy by return mail, you must include with your Proof of Claim an additional copy of your Proof of Claim and a self-addressed, postage-paid envelope.

5. **WHAT TO FILE**

You must file a Proof of Claim form which conforms substantially with the Proof of Claim form that is available at www.advantareorg.com or the Official Bankruptcy Form No. 10 that is available at www.uscourts.gov/bkforms.

In addition, if you file a Proof of Claim, your filed Proof of Claim form must

- (i) if applicable, assert any priority status pursuant to section 507(a) of the Bankruptcy Code or administrative status pursuant to section 503(b)(9);
- (ii) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant;
- (iii) include supporting documentation or, if voluminous, attach a summary or explanation as to why documentation is not available;
- (iv) be in the English language; and
- (v) be denominated in United States currency.

Any holder of a claim against more than one Debtor must file a separate Proof of Claim against each Debtor, and all holders of claims must identify on their Proof of Claim the specific Debtor against which the claim is asserted and the case number of that Debtor’s bankruptcy case. The Debtors’ names and case numbers are set forth above.

YOU SHOULD ATTACH TO YOUR COMPLETED PROOF OF CLAIM FORM COPIES OF ANY WRITINGS UPON WHICH YOUR CLAIM IS BASED.

6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE BAR DATE

In the event a Debtor receives a discharge under a chapter 11 plan, any holder of a claim against any of the Debtors who is required, but fails, to file a Proof of Claim in accordance with the Bar Date Order on or before the Bar Date shall be forever barred, estopped, and enjoined from asserting such claim against the Debtors (or filing a Proof of Claim with respect thereto), and the Debtors and their property shall be forever discharged from any and all indebtedness or liability with respect to such claim.

Except for a holder who holds a claim against the Debtors with respect to which claim the trustee or the administrative agent has already filed a Proof of Claim on behalf of, any holder of a claim against the Debtors who is required, but fails, to file a Proof of Claim in accordance with this Order on or before the Bar Date, shall not be permitted to vote to accept or reject any chapter 11 plan filed in these chapter 11 cases (whether a plan of liquidation or reorganization) or receive further notices regarding such claim.

Any holder of a claim against any of the Debtors who files a proof of claim but fails to assert the claim's priority or administrative status shall be forever barred, estopped, enjoined from asserting such priority or administrative claim.

Holders of claims against the Debtors should be aware that the Debtors do not expect, under the terms of any chapter 11 plan, to withhold distributions to their creditors to reserve for any claims that are not asserted in a Proof of Claim filed in accordance with the Bar Date Order on or before the proposed Bar Date.

7. THE DEBTORS' SCHEDULES AND ACCESS THERETO

You may be listed in the Schedules as the holder of a claim against one or more of the Debtors. Interested parties may examine copies of the Schedules at www.gardencitygroup.com or on the Court's electronic docket <http://ecf.deb.uscourts.gov> (a PACER login and password are required and can be obtained through the PACER Service Center at <http://pacer.psc.uscourts.gov>).

If you rely on the Debtors' Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules.

As set forth above, if you agree with the nature, amount, and status of your claim as listed in the Debtors' Schedules, and if you do not dispute that your claim is only against the Debtor specified, and if your claim is not described as "disputed," "contingent," or "unliquidated," you need not file a Proof of Claim. Otherwise, or if you decide to file a Proof of Claim, you must do so before the Bar Date, in accordance with the procedures set forth in this Notice.

DATED: _____, 2010
Wilmington, Delaware

BY ORDER OF THE COURT