

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

	X	
In re:	:	Chapter 11
	:	
ADVANTA CORP., <i>et al.</i>	:	Case No. 09-13931 (KJC)
	:	
Debtors. ¹	:	(Jointly Administered)
	:	
	:	RE: D.I. 323, 332
	X	
ADVANTA BANK CORP.	:	
	:	
Plaintiff,	:	
	:	
-against-	:	Adversary Proceeding
	:	No.: 10-50795 (KJC)
ADVANTA CORP.	:	
	:	
Defendant.	:	RE: D.I. 8, 9
	:	
	X	

**CERTIFICATION OF COUNSEL REGARDING
STIPULATION REGARDING BRIEFING SCHEDULE**

The undersigned hereby certifies as follows:

1. On March 12, 2010, Advanta Bank Corp. ("ABC") filed the *Emergency Motion of Advanta Bank Corp. for Entry of an Order Compelling Debtor Advanta Corp. to (i) Timely File a Request for an Extension of Time to File 2009 Consolidated Federal Income Tax Return; Or, in*

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are Advanta Corp. (2070), Advanta Investment Corp. (5627), Advanta Business Services Holding Corp. (4047), Advanta Business Services Corp. (3786), Advanta Shared Services Corp. (7074), Advanta Service Corp. (5625), Advanta Advertising Inc. (0186), Advantennis Corp. (2355), Advanta Mortgage Holding Company (5221), Advanta Auto Finance Corporation (6077), Advanta Mortgage Corp. USA (2654), Advanta Finance Corp. (8991), 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, NV 89119, and the Great Expectations entities maintain their principal corporate office at 1209 Orange Street, Wilmington, Delaware 19801.

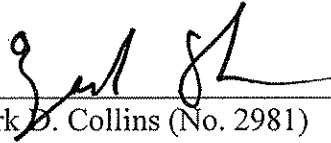
the Alternative, (ii) Elect to Carry Back 2009 Consolidated Net Operating Losses Five Years in the above-captioned chapter 11 cases [D.I. 323] (the “Emergency Tax Motion”).

2. On March 19, 2010, ABC filed the *Emergency Motion of Plaintiff Advanta Bank Corp. for Declaratory and Injunctive Relief in Connection with its Amended Complaint* in the above-captioned adversary proceeding [D.I. 9] (the “Emergency Motion for Injunctive Relief” and together with the Emergency Tax Motion, the “Emergency Motions”).

3. Advanta Corp. and the Federal Deposit Insurance Company, as receiver of ABC, have conferred regarding certain scheduling matters relating to the Emergency Motions, and have agreed upon a briefing schedule which is memorialized in the *Stipulation Regarding Briefing Schedule* (the “Stipulation”) attached hereto as Exhibit 1. A proposed form of order approving the Stipulation is attached hereto as Exhibit 2 (the “Proposed Order”).

WHEREFORE, Advanta respectfully requests that the Court enter the Proposed Order approving the Stipulation, substantially in the form attached hereto as Exhibit 2, at its earliest convenience.

Dated: April 1, 2010
Wilmington, Delaware



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ATTORNEYS FOR DEBTORS
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EXHIBIT 1

[Stipulation]

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

	X	
In re:	:	Chapter 11
ADVANTA CORP., <i>et al.</i>	:	Case No. 09-13931 (KJC)
Debtors. ¹	:	(Jointly Administered)
	:	RE: D.I. 323, 332
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ADVANTA BANK CORP.	:	
Plaintiff,	:	
-against-	:	Adversary Proceeding
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Defendant.	:	RE: D.I. 8, 9
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	X	

STIPULATION REGARDING BRIEFING SCHEDULE

The parties to this adversary proceeding (the “*Parties*”), plaintiff Federal Deposit Insurance Corporation (“*FDIC*”), as receiver for Advanta Bank Corp. (“*ABC*”), and defendant Advanta Corp. (“*Advanta*”), as debtor and debtor in possession in the above-captioned chapter 11 cases, by and through their undersigned counsel, stipulate and agree as follows:

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are Advanta Corp. (2070), Advanta Investment Corp. (5627), Advanta Business Services Holding Corp. (4047), Advanta Business Services Corp. (3786), Advanta Shared Services Corp. (7074), Advanta Service Corp. (5625), Advanta Advertising Inc. (0186), Advantennis Corp. (2355), Advanta Mortgage Holding Company (5221), Advanta Auto Finance Corporation (6077), Advanta Mortgage Corp. USA (2654), Advanta Finance Corp. (8991), 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, NV 89119, and the Great Expectations entities maintain their principal corporate office at 1209 Orange Street, Wilmington, Delaware 19801.

1. The following schedule shall govern the pending (a) *Emergency Motion of Advanta Bank Corp. for Entry of an Order Compelling Debtor Advanta Corp. to (i) Timely File a Request for an Extension of Time to File 2009 Consolidated Federal Income Tax Return; Or, in the Alternative, (ii) Elect to Carry Back 2009 Consolidated Net Operating Losses Five Years* filed in the above-captioned chapter 11 cases [D.I. 323] (the “**Tax Motion**”) and (b) *Emergency Motion of Plaintiff Advanta Bank Corp. for Declaratory and Injunctive Relief in Connection With its Amended Complaint* filed in the above-captioned adversary proceeding [D.I. 9] (the “**Injunctive Relief Motion**,” and together with the Tax Motion, the “**Motions**”), and any current deadlines with respect to the Motions shall be extended as follows:

- (a) Advanta shall file its response to the Injunctive Relief Motion by Friday, April 30, 2010 at 5:00 p.m. (prevailing Eastern Time).
- (b) The committee of unsecured creditors (the “**Creditors’ Committee**”) shall file its responsive pleading, if any, to the Injunctive Relief Motion by Friday, April 30, 2010 at 5:00 p.m. (prevailing Eastern Time).
- (c) ABC shall file its reply, if any, with respect to the Tax Motion by Friday, April 30, 2010 at 5:00 p.m. (prevailing Eastern Time).
- (c) ABC shall file its reply with respect to the Injunctive Relief Motion by Thursday, May 6, 2010 at 5:00 p.m. (prevailing Eastern Time).
- (d) The Motions are scheduled to be heard at the omnibus hearing on May 11, 2010, at 10:00 a.m. (prevailing Eastern Time).

2. Advanta's time to file a responsive pleading to ABC's *Amended Complaint* [Adv. Proc. D.I. 8] shall be extended until thirty (30) days after entry of this Court's last order resolving the Motions.
3. ABC hereby withdraws its *Emergency Motion of Plaintiff Advanta Bank Corp. for Temporary Restraining Order and Preliminary Injunctive Relief Against Defendant Advanta Corp.* filed in the above-captioned adversary proceeding [D.I. 3].
4. Deadlines in this stipulated briefing schedule (the "*Stipulation*") may be extended only by the Court and only for good cause shown.
5. This Stipulation is executed and entered into without prejudice to the claims or defenses of the Parties.
6. The parties agree that the Creditors' Committee may participate fully in all matters related to the adjudication of the Motions and the Amended Complaint.
7. The Parties may seek a supplemental scheduling order, if necessary, after entry of this Court's last order resolving the Motions.
8. This Stipulation may be executed in any number of counterparts, each of which shall be deemed as an original, but all of which taken together shall constitute one in the same instrument. Additionally, signature pages delivered electronically or via facsimile shall be deemed original.

Dated: New York, New York
April 1, 2010

BY: /s/ Robert J. Lemons
Robert J. Lemons

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Counsel for Federal Deposit Insurance
Corporation, as receiver of the assets of ABC

EXHIBIT 2

[Proposed Order]

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

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Plaintiff,	:	
-against-	:	Adversary Proceeding
ADVANTA CORP.	:	No.: 10-50795 (KJC)
Defendant.	:	RE: D.I. 8, 9
	:	
	X	

ORDER APPROVING STIPULATION

To promote the efficient and expeditious disposition of the above-captioned adversary proceeding, it is hereby ORDERED that the stipulation, attached hereto as *Exhibit A*, is approved, and the briefing schedule therein shall apply to the above-captioned actions.

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are Advanta Corp. (2070), Advanta Investment Corp. (5627), Advanta Business Services Holding Corp. (4047), Advanta Business Services Corp. (3786), Advanta Shared Services Corp. (7074), Advanta Service Corp. (5625), Advanta Advertising Inc. (0186), Advantennis Corp. (2355), Advanta Mortgage Holding Company (5221), Advanta Auto Finance Corporation (6077), Advanta Mortgage Corp. USA (2654), Advanta Finance Corp. (8991), 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, NV 89119, and the Great Expectations entities maintain their principal corporate office at 1209 Orange Street, Wilmington, Delaware 19801.

Dated: April ____, 2010
Wilmington, Delaware

THE HONORABLE KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A

1. The following schedule shall govern the pending (a) *Emergency Motion of Advanta Bank Corp. for Entry of an Order Compelling Debtor Advanta Corp. to (i) Timely File a Request for an Extension of Time to File 2009 Consolidated Federal Income Tax Return; Or, in the Alternative, (ii) Elect to Carry Back 2009 Consolidated Net Operating Losses Five Years* filed in the above-captioned chapter 11 cases [D.I. 323] (the “**Tax Motion**”) and (b) *Emergency Motion of Plaintiff Advanta Bank Corp. for Declaratory and Injunctive Relief in Connection With its Amended Complaint* filed in the above-captioned adversary proceeding [D.I. 9] (the “**Injunctive Relief Motion**,” and together with the Tax Motion, the “**Motions**”), and any current deadlines with respect to the Motions shall be extended as follows:

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Dated: New York, New York
April 1, 2010

BY: /s/ Robert J. Lemons
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Corporation, as receiver of the assets of ABC