

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

-----X
: Chapter 11
In re :
: Case No. 09-13931 (KJC)
ADVANTA CORP., *et al.*, :
: (Jointly Administered)
: Debtors.¹ :
: **Re: Docket No. 340**
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**CERTIFICATION OF NO OBJECTION REGARDING MOTION FOR
AUTHORITY TO REDEEM CERTAIN SHARES IN COMMUNITY
REINVESTMENT ACT QUALIFIED INVESTMENT FUND**

The undersigned certifies as follows:

1. On March 17, 2010, the above-captioned debtors and debtors-in-possession (collectively, the “*Debtors*”) filed the **Motion for Authority to Redeem Certain Shares in Community Reinvestment Act Qualified Investment Fund** [Docket No. 340] (the “*Motion*”) with the United States Bankruptcy Court for the District of Delaware (the “*Court*”).

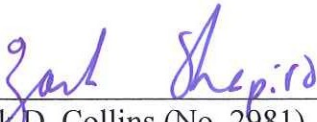
2. The undersigned certifies that he has reviewed the Court’s docket in the above-captioned chapter 11 cases and no answer, objection or other responsive pleading to the Motion appears thereon. Pursuant to the Notice of Motion and Hearing, responses to the Motion were to be filed and served no later than 4:00 p.m. (Eastern Daylight Time) on March 31, 2010.

The undersigned further certifies that neither he nor the Debtors have received any inquiries, objections or informal responses to the Motion.

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).

WHEREFORE, the Debtors respectfully request that the proposed form of order, substantially in the form attached to the Motion and attached hereto as Exhibit A, be entered at the earliest convenience of the Court.

Dated: April 5, 2010
Wilmington, Delaware



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ATTORNEYS FOR DEBTORS AND
DEBTORS IN POSSESSION

EXHIBIT A

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

-----X	:	
<i>In re</i>	:	Chapter 11
	:	
ADVANTA CORP., <i>et al.</i> ,	:	Case No. 09-13931 (KJC)
	:	
Debtors. ¹	:	(Jointly Administered)
	:	
-----X	:	Re: Docket No. 340

**ORDER AUTHORIZING REDEMPTION OF CERTAIN SHARES IN
COMMUNITY REINVESTMENT ACT QUALIFIED INVESTMENT
FUND FREE AND CLEAR OF LIENS, CLAIMS, AND ENCUMBRANCES**

Upon the motion, dated March 17, 2010 (the “*Motion*”), of Advanta Corp. (“*Advanta*”), as debtor and debtor in possession in the above-referenced jointly administered chapter 11 cases, for authorization to redeem the CRAIX Shares² through the Fund’s transfer agent at the publicly quoted per share net asset value (“*NAV*”), free and clear of liens, claims, and encumbrances, on a future date that Advanta determines will capitalize on the highest publicly quoted NAV of each of the CRAIX Shares, 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

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² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Motion.

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 Parties; and the relief requested in the Motion being in the best interests of Advanta, its estate, and its 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 after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted; and it is further

ORDERED that, pursuant to section 363(b)(1) of title 11 of the United States Code (the “*Bankruptcy Code*”), Advanta is authorized to redeem the CRAIX Shares at such time as Advanta determines, in its business judgment, will capitalize on the highest net asset value of each CRAIX Share and provide the greatest return on Advanta’s investment (the “*Redemption*”); and it is further

ORDERED that Advanta provide two business days’ prior notice to the Creditors’ Committee of the Redemption; and it is further

ORDERED that, pursuant to section 363(f) of the Bankruptcy Code, the Redemption shall be free and clear of any and all liens, claims and encumbrances, with such liens, claims and encumbrances, if any, to attach to the proceeds of the Redemption with the same force, effect, and priority as such liens, claims and encumbrances have on the CRAIX Shares, as appropriate; and it is further

ORDERED that the rights and defenses of Advanta and any other party in interest with respect to any assertion that any liens, claims and encumbrances have attached to the proceeds of the Redemption are hereby preserved; and it is further

ORDERED that Advanta is authorized to execute, deliver, implement and fully perform any and all obligations, instruments, documents and papers and to take any and all actions reasonably necessary or appropriate to effectuate the Redemption and perform any and all obligations contemplated therein without the need for further corporate authorization; and it is further

ORDERED that the 14-day stay under Rule 6004(h) of the Federal Rules of Bankruptcy Procedure is waived; and it is further

ORDERED that 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