

**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	

**MOTION TO SHORTEN THE NOTICE PERIOD FOR MOTION FOR
AUTHORITY TO SELL STOCK OF ADVANTA LIFE INSURANCE
COMPANY FREE AND CLEAR OF LIENS, CLAIMS, AND ENCUMBRANCES**

Advanta Corp. (“*Advanta*”) and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (together with Advanta, the “*Debtors*”), hereby submit this Motion to Shorten the Notice Period (the “*Motion to Shorten*”) for the Motion for Authority to Sell Stock of Advanta Life Insurance Company Free and Clear of Liens, Claims, and Encumbrances (the “*Underlying Motion*”).² The Debtors are filing and serving the Underlying Motion contemporaneously with this Motion to Shorten. In support of this Motion to Shorten, the Debtors respectfully represent as follows:

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.

² Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to such terms in the Underlying Motion.

Relief Requested

1. The Debtors seek to shorten the notice period for the Underlying Motion. The Debtors respectfully request that the Underlying Motion be scheduled for the omnibus hearing already scheduled on May 10, 2010 at 1:30 p.m. (Eastern Daylight Time) (the “*Hearing*”), or at the Court’s earliest convenience thereafter, with objections, if any, to be made by May 3, 2010 at 4:00 p.m. (Eastern Daylight Time).

Basis for Relief

2. All motions must be filed and served at least fourteen (14) days (seventeen (17) if served by mail) prior to the hearing date, unless the Bankruptcy Rules state otherwise. Del. Bankr. L.R. 9006-1(c)(i). The Bankruptcy Rules state that twenty-one (21) days of notice is required for a motion proposing the use, sale or lease of property outside the ordinary course of business. Fed. R. Bankr. P. 2002(a)(2).

3. Objection deadlines normally must be set seven (7) business days before a hearing date. Del. Bankr. L.R. 9006-1(c)(ii).

4. Despite these notice requirements, a court may schedule a motion on less notice upon “written motion (served on all interested parties) specifying the exigencies justifying shortened notice.” Del. Bankr. L.R. 9006-1(e).

5. Exigent circumstances exist here for the reasons set forth in the Underlying Motion, which the Debtors incorporate herein by reference. Having the Underlying Motion heard at the Hearing will allow the Debtors to sooner commence certain procedures, such as the audit, which are required pursuant to the SPA. Commencing such procedures sooner will allow an expedited closing of the sale, which, in turn, will expedite the payment of sale proceeds to the Debtors’ estates for the benefit of all the Debtors’ creditor constituencies. In light of such

exigent circumstances, the Debtors respectfully request that the Court shorten the notice period and schedule the Underlying Motion for the Hearing. Indeed, the Debtors will be serving the Underlying Motion by overnight mail. Thus, the Debtors submit that this modest modification of the notice period from 21 days to 20 days will not prejudice any parties.

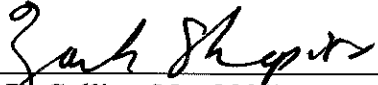
6. The Debtors also request that the objection deadline for the Underlying Motion be May 3, 2009 at 4:00 p.m. (Eastern Daylight Time). Given the proposed modest modification of the notice period required under the Bankruptcy Rules and that this Motion to Shorten and the Underlying Motion are being served by overnight mail, the Debtors submit that this objection period is appropriate under the circumstances. Accordingly, the Debtors respectfully submit that parties in interest will not be prejudiced by the dates proposed herein.

Notice

7. Notice of this Motion to Shorten has been provided by overnight mail to (i) the Office of the United States Trustee for the District of Delaware; (ii) counsel to the statutory committee of unsecured creditors; (iii) Bank of New York Mellon, as trustee under the Investment Note Indenture, and Law Debenture Trust Company of New York, as trustee under the 8.99% Indenture (both as defined in the Rosoff Declaration); (iv) the Buyer; and (v) those parties who have requested notice pursuant to Bankruptcy Rule 2002. The Debtors respectfully submit that no further notice of this Motion to Shorten is required.

WHEREFORE, the Debtors respectfully request entry of an Order, substantially in the form attached hereto as Exhibit A, granting the relief requested herein and such other and further relief as the Court deems appropriate

Dated: April 21, 2010
Wilmington, Delaware



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ATTORNEYS FOR
DEBTORS AND DEBTORS IN
POSSESSION

EXHIBIT A

Proposed Order

**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. __

**ORDER SHORTENING NOTICE PERIOD FOR MOTION FOR AUTHORITY
TO SELL STOCK OF ADVANTA LIFE INSURANCE COMPANY FREE
AND CLEAR OF LIENS, CLAIMS, AND ENCUMBRANCES**

Upon the Motion to Shorten the Notice Period (the “*Motion to Shorten*”) for the Motion for Authority to Sell Stock of Advanta Life Insurance Company Free and Clear of Liens, Claims, and Encumbrances (the “*Underlying Motion*”) filed by the above-captioned debtors and debtors in possession (collectively, the “*Debtors*”); and the Court finding that (a) it has jurisdiction over this matter; (b) the Debtors have provided due notice of the Motion to Shorten and no other or further notice need be provided; and (c) the exigencies of the circumstances justify shortened notice of the Underlying Motion; and after due deliberation and sufficient cause appearing therefor,

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.

IT IS HEREBY ORDERED THAT:

1. The Motion to Shorten is GRANTED.
2. The Underlying Motion will be scheduled for hearing on May 10, 2010 at 1:30 p.m. (Eastern Daylight Time).
3. Objections to the Underlying Motion shall be made by May 3, 2010 at 4:00 p.m. (Eastern Daylight Time).
4. This Court retains jurisdiction to interpret, implement and enforce the provisions of this Order.

Dated: April _____, 2010
Wilmington, Delaware

THE HONORABLE KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE