

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

In re:	:	Chapter 11
	:	:
ADVANTA CORP., <i>et al.</i> ,	:	Case No. 09-13931 (KJC)
	:	:
Debtors.	:	(Jointly Administered)
	:	:
	:	Hearing Date: May 10, 2010 at 1:30 p.m.
	:	Objection Deadline: May 3, 2010 at 4:00 p.m.
	:	:

**MOTION OF SHI INTERNATIONAL INC. FOR ALLOWANCE
AND IMMEDIATE PAYMENT OF ADMINISTRATIVE EXPENSE
CLAIM PURSUANT TO 11 U.S.C. § 503(b)(9)**

SHI International, Inc. (“SHI”), a creditor and party in interest in the above-captioned chapter 11 case, by and through its undersigned counsel, hereby files this Motion For Allowance And Immediate Payment Of Administrative Expense Claim Pursuant To 11 U.S.C. § 503(b)(9) (the “Motion”). In support of the Motion, SHI respectfully states the following:

JURISDICTION AND VENUE

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. § 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). The venue of the Debtors’ chapter 11 case and this Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

BACKGROUND

2. On November 8, 2009 (the “Petition Date”), Advanta Corp. and certain of its affiliates (together, the “Debtors”) filed voluntary petitions for relief under Chapter 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Delaware (the “Court”).

3. Prior to the Petition Date, Advanta Corp., one of the Debtors, purchased a variety of information technology hardware and software products from SHI, a global provider of information technology products and services, in the ordinary course of Advanta Corp.'s business.

4. In the ordinary course of SHI's business, SHI would ship the products or goods requested by Advanta Corp. to Advanta Corp. for use in its business operations.

5. As of the Petition Date, Advanta Corp. owed SHI at least \$360,251.05 for products or goods sold and delivered to Advanta Corp. prior to the Petition Date.¹ Of this amount, \$138,437.00 worth of products or goods (the "503(b)(9) Goods") were sold and delivered to Advanta Corp. in the twenty (20) days prior to the Petition Date (the "503(b)(9) Period"). Attached hereto as **Exhibit "A,"** and incorporated herein by reference, are invoices containing a description of the 503(b)(9) Goods, the value of such goods and the shipment date of such goods.

RELIEF REQUESTED

6. By this Motion, SHI requests that the Court enter an order allowing it an administrative expense claim (the "503(b)(9) Administrative Expense Claim") for the full value of the goods delivered by SHI to Advanta Corp. during the 503(b)(9) Period as permitted by 11 U.S.C. § 503(b)(9).

BASIS FOR RELIEF

7. Section 503(b)(9) of the Bankruptcy Code provides in pertinent part:

After notice and a hearing, there shall be allowed, administrative expenses...including

¹ SHI filed a proof of claim against Advanta Corp. in the amount of \$360,192.20, which is identified as Proof of Claim No. 3 on the Debtors' claims registry. SHI expressly reserves all rights to amend and/or modify this claim or file new claims as it sees fit.

(9) the value of any goods received by the debtor in the ordinary course of such debtor's business.

11 U.S.C. § 503(b)(9).

8. The reason for according administrative priority to claims for goods received by a debtor within 20 days before the commencement of the case was “to prevent debtors from acquiring goods at a time where the debtor knew that bankruptcy was imminent and that the debtor would not be able to pay for such goods.” *See 4 Collier on Bankruptcy*, ¶503.16 (15th Ed. 2006).

9. Bankruptcy courts have discretion to determine whether to compel immediate payment of an administrative expense. *In re HQ Global Holdings, Inc.*, 282 B.R. 169, 173-74 (Bankr. D. Del. 2002). In determining the time of payment of an administrative expense, courts consider prejudice to the debtor, hardship to the claimant, and potential detriment to other creditors. *Id.* Those factors favor immediate payment here.

10. First, upon information and belief, the Debtors will not be prejudiced if the Court requires the immediate payment of SHI's 503(b)(9) Administrative Expense Claim. Moreover, SHI does not believe that requiring immediate payment of SHI's 503(b)(9) Administrative Expense Claim will open the floodgates for other administrative claimants. In fact, as of today, almost six months into these chapter 11 proceedings, the docket reflects that no other 503(b)(9) motions have been filed against the Debtors. Conversely, SHI has waited patiently for months without having received the benefit of its bargained for exchange with Advanta Corp. Finally, upon information and belief, requiring immediate payment of SHI's 503(b)(9) Administrative Expense Claim will cause no detriment to other creditors. If there is any detriment to other creditors, it is likely to be minimal.

11. A weighing of the applicable factors demonstrates that the Court can and should direct payment of SHI's 503(b)(9) Administrative Expense Claim immediately.

RESERVATION OF RIGHTS

12. SHI expressly reserves its right to assert additional claims against Advanta Corp. or the other Debtors and to modify, supplement or amend this or any other claim.

NOTICE

13. Notice of this Motion has been given to the following parties: (a) the Debtors, (b) counsel to the Debtors, (c) the Office of the United States Trustee for the District of Delaware, and (d) counsel for the Official Committee of Unsecured Creditors. In light of the relief requested herein, SHI submits that no other or further notice is required.

NO PRIOR REQUEST

14. No prior motion for the relief requested herein has been made to this or any other court.

[Remainder Of Page Intentionally Left Blank]

WHEREFORE, SHI requests that the Court enter an Order (i) allowing SHI an administrative expense claim pursuant to Section 503(b)(9) of the Bankruptcy Code in the amount \$138,437.00, (ii) requiring payment of the administrative expense claim immediately, and (iii) granting such other relief as the Court deems just and proper.

Dated: April 23, 2010
Wilmington, Delaware

Respectfully submitted,

/s/ Sommer L. Ross

Richard W. Riley (DE 4052)
Sommer L. Ross (DE 4598)
Duane Morris LLP
1100 North Market Street, Suite 1200
Wilmington, DE 19801
Telephone: (302) 657-4900
Facsimile: (302) 657-4901
E-mail: rwiley@duanemorris.com
slross@duanemorris.com

EXHIBIT A

SHI INTERNATIONAL CORP.
 FED ID. NO. 22-3009648
 33 Knightsbridge Road
 Piscataway, NJ 08854
 Phone (732) 764-9393
 Fax (732) 805-9669

Please remit payment to:
 SHI International Corp.
 P.O. Box 8500-41155
 Philadelphia, PA 19178

Wire information:
 WACHOVIA
 A/C #2000109935662
 ABA # 031201467

PAGE NO. 1	INVOICE NO. 5F2CC	APPLY TO 5F2CC	INVOICE DATE 10/19/09	CUST. AC. 21814
INVOICE			X1088	
			WORK ORDER NO.	B.G.

Finance Charges of 1 1/2% per month will
 be charged on Past Due Accounts-18%/yr.

All returns require an RMA Number supplied by your SHI Sales Rep.

ADVANTA CORP.
 P.O. BOX 130
 ATTN: ACCOUNTS PAYABLE
 HORSHAM, PA 19044

ADVANTA
 700 DRESHER ROAD
 PO# 16800
 IT DEPT TO RAJESH TAMBE
 HORSHAM, PA 19044

DATE SHIPPED 10/19/09	PURCHASE ORDER NO. 16800	SHIP VIA UPS GROUND	F.O.B. ORIGIN	TERMS NET 30
--------------------------	-----------------------------	------------------------	------------------	-----------------

BUYER KATHY JO FINE	DATE REQUESTED 10/13/09	LOCATION DROP	SALESPERSON ANDREA GILLETT	TERRITORY CORPORATE ACCO
------------------------	----------------------------	------------------	-------------------------------	-----------------------------

ITEM NO.	DESCRIPTION	QUANTITY ORDERED	QUANTITY BACK ORD.	QUANTITY SHIPPED	UNIT PRICE	EXTENSION	TAX
Y1143295 993 DROP	AT&T 993 CORDED TELEPHONE NO MEDIA HARDWARE <i>100000B</i>	2	<i>I-4</i>	2	52.00	104.00	T
Y1168071 1070 DROP	AT&T 1070 - CORDED 4 LINE TELEPHONE WITH NO MEDIA HARDWARE <i>100000C</i>	2	<i>I-4</i>	2	108.00	216.00	T
FREIGHT DROP		1	<i>1</i>	1	15.85	15.85	T
SUBTOTAL		335.85	TAX AMOUNT	20.15	FREIGHT	15.85	356.00

INVOICE NO.

PLEASE REMIT
THIS AMOUNT

SHI INTERNATIONAL CORP.
 FED ID. NO. 22-3009648
 33 Knightsbridge Road
 Piscataway, NJ 08854
 Phone (732) 764-9393
 Fax (732) 805-9669

Please remit payment to:
 SHI International Corp
 P.O. Box 8500-1113
 Philadelphia, PA 19178

Wire Information:
 Wicohia
 ac #2000109935092
 ABA # 031201467

PAGE NO.	INVOICE NO.	APPLY TO	INVOICE DATE	CUST NO.
1	5FD37	5FD37	10/20/09	21814
INVOICE			XOCZO	2
			WORK ORDER NO.	B.O.

Finance Charges of 1 1/2% per month will
 be charged on Past Due Accounts-18%/yr.

All returns require an RMA Number supplied by your SHI Sales Rep.

ADVANTA CORP.
 P.O. BOX 130
 ATTN: ACCOUNTS PAYABLE
 HORSHAM, PA 19044

ADVANTA
 700 DRESHER ROAD
 PO# 16825
 IT DEPT TO CHRIS MAGUIRE
 HORSHAM, PA 19044

DATE SHIPPED	PURCHASE ORDER NO.	SHIP VIA	F.O.B.	TERMS
10/20/09	16825	UPS GROUND	ORIGIN	NET 30
BUYER	DATE REQUESTED	LOCATION	SALESPERSON	TERRITORY
KATHY JO FINE	09/22/09	DROP	ANDREA GILLETT	CORPORATE ACCO

ITEM NO.	DESCRIPTION	QUANTITY ORDERED	QUANTITY BACK ORD.	QUANTITY SHIPPED	UNIT PRICE	EXTENSION	TAX
Y1138901 5168 DROP	LEFT LOWER 4U MAGAZINE F/TS3200 TAP LIB NO MEDIA HARDWARE	1		1	369.00	369.00	T
Y1138887 8164 DROP	ULTRIUM 4 FIBRE CHANNEL DRIVE F/TS3200 NO MEDIA HARDWARE	2		2	5846.00	11692.00	T
Y1138888 8495 DROP	ULTRIUM 4 DATA CARTRIDGE (5-PACK) NO MEDIA HARDWARE	1		1	392.00	392.00	T

*20th
6050W
TD/IT
per*

SUBTOTAL 12,453.00 TAX AMOUNT 747.18 13,200.18

INVOICE NO.

PLEASE REMIT THIS AMOUNT

SHI INTERNATIONAL CORP.
 FED ID. NO. 22-3009648
 33 Knightsbridge Road
 Piscataway, NJ 08854
 Phone (732) 764-9393
 Fax (732) 805-9669

Please remit payments to:
 SHI International Corp.
 P.O. Box 8500-41153
 Philadelphia, PA 19178

Wire Information:
 Wachovia
 ac #2000109900892
 ABA # 031201487

PAGE NO. 1	INVOICE NO. 60F8D	APPLY TO 60F8D	INVOICE DATE 10/21/09	CUST. NO. 21814
INVOICE			X0GPD	2
			WORK ORDER NO.	B.U.

Finance Charges of 1 1/2% per month will
 be charged on Past Due Accounts-18%/yr.

All returns require an RMA Number supplied by your SHI Sales Rep.

ADVANTA CORP.
 P.O. BOX 130
 ATTN: ACCOUNTS PAYABLE
 HORSHAM, PA 19044

S
H
I
P
T
O
 ADVANTA
 700 DRESHER ROAD
 PO# 16838
 IT DEPT TO CHRIS MAGUIRE
 HORSHAM, PA 19044

DATE SHIPPED 10/21/09	PURCHASE ORDER NO. 16838	SHIP VIA UPS GROUND	F.O.B. ORIGIN	TERMS NET 30
--------------------------	-----------------------------	------------------------	------------------	-----------------

BUYER KATHY JO FINE	DATE REQUESTED 09/25/09	LOCATION DROP	SALESPERSON ANDREA GILLETT	TERRITORY CORPORATE ACCO
------------------------	----------------------------	------------------	-------------------------------	-----------------------------

ITEM NO.	DESCRIPTION	QUANTITY ORDERED	QUANTITY BACK ORD.	QUANTITY SHIPPED	UNIT PRICE	EXTENSION	TAX
11149500 AS 33750G-24TS-S1U NOE	CATALYST 3750 24PORT 10/100/ 1000T 4 SFP NO MEDIA HARDWARE S/N: SPOC1339Y3H2 () S/N: SPOC1339W3TG () S/N: SPOC1339Z2L4 () S/N: SPOC1339Z3NH ()	4		4	4345.00	17380.00	T
	<i>PO# 60F8D</i>						
	<i>TD</i>						
	<i>Pd.</i>						

SUBTOTAL 17,380.00	TAX AMOUNT 1,042.80	18,422.80
-----------------------	------------------------	-----------

INVOICE NO.

PLEASE REMIT
THIS AMOUNT

SHI INTERNATIONAL CORP.
 FED ID. NO. 22-3009648
 33 Knightsbridge Road
 Piscataway, NJ 08854
 Phone (732) 764-9393
 Fax (732) 805-9669

Please remit payment to:
 SHI International Corp.
 P.O. Box 8560-41155
 Philadelphia, PA 19178

Wire Information:
 Wachovia
 a/c #2500109935692
 ABA # 031201487

PAGE NO.	INVOICE NO.	APPLY TO	INVOICE DATE	CUST. NO.
1	61BC3	61BC3	10/22/09	21814
INVOICE			X12BJ	
			WORK ORDER NO.	E.O.

Finance Charges of 1 1/2% per month will be charged on Past Due Accounts-18%/yr.

All returns require an RMA Number supplied by your SHI Sales Team

ADVANTA CORP.
 P.O. BOX 130
 ATTN: ACCOUNTS PAYABLE
 HORSHAM, PA 19044

ADVANTA
 700 DRESHER ROAD
 PO# 16851
 IT DEPT FOR CHRIS MAGUIRE
 HORSHAM, PA 19044

DATE SHIPPED	PURCHASE ORDER NO.	SHIP VIA	F.O.B.	TERMS
10/22/09	16851	UPS GROUND	ORIGIN	NET 30
BUYER	DATE REQUESTED	LOCATION	SALESPERSON	TERRITORY
KATHY JO FINE	10/15/09	DROP	ANDREA GILLETT	CORPORATE ACCO

ITEM NO.	DESCRIPTION	QUANTITY ORDERED	QUANTITY BACK ORD.	QUANTITY SHIPPED	UNIT PRICE	EXTENSION	TAX
20050341	DISPLAYPORT TO DVI-D ADAPTER 19CM	1		1	28.50	28.50	T
20073AA	NO MEDIA						
DROP	HARDWARE						
Y1148850	IBM 8-PORT ACTIVATION - LICENSE	2		2	6517.00	13034.00	T
2005505	MULTIPLE PLATFORMS DVD						
DROP	FULL PACKAGE/SHRINKWRAP						
Y1138652	SFP (MJNI-GBIC) TRANSCEIVER MODULE - FIB	2		2	765.00	1530.00	T
45W0496	NO MEDIA						
DROP	HARDWARE						
Y1148842	NETWORK CABLE - LC - 16.4 FT - FIBER OPT	16		16	64.00	1024.00	T
3905637	NO MEDIA						
DROP	HARDWARE						
Y1094972	VSPHERE ENTERPRISE	8		8	2397.00	19176.00	T
584-ENT-C	MULTIPLE PLATFORMS ELECTRONIC DELIVERY						
DROP	PERPETUAL LICENSE, NEW						
Y1119233	PLATINUM SNS FOR 1 CPU VSPHERE ENTERPRIS	8		8	692.00	5536.00	T
584-ENT-P-SSS-C	MULTIPLE PLATFORMS NO MEDIA						
DROP	SOFTWARE MAINTENANCE WITH SUPPORT						
FREIGHT		1		1	26.85	26.85	T
DROP							

SUBTOTAL 40,355.35 TAX AMOUNT 2,421.32 FREIGHT 26.85 42,776.67

INVOICE NO.

PLEASE REMIT THIS AMOUNT

SHI INTERNATIONAL CORP.
 FED ID. NO. 22-3009648
 33 Knightsbridge Road
 Piscataway, NJ 08854
 Phone (732) 764-9393
 Fax (732) 805-9669

Please remit payment to:
 SHI International Corp.
 P.O. Box 2500-41155
 Philadelphia, PA 19176
 Wire information:
 Wachovia
 a/c #20001099355692
 ADA # 031201007

PAGE NO.	INVOICE NO.	APPLY TO	INVOICE DATE	CUST. NO.
1	61BD9	61BD9	10/22/09	21814
INVOICE			X17VY	
			WORK ORDER NO.	B.G.

Finance Charges of 1 1/2% per month will
 be charged on Past Due Accounts-18%/yr.

All returns require an RMA Number supplied by your SHI Sales team

ADVANTA CORP.
 P.O. BOX 130
 ATTN: ACCOUNTS PAYABLE
 HORSHAM, PA 19044

ADVANTA
 700 DRESHER ROAD
 PO# 16854
 IT DEPT TO AARON SITRON
 HORSHAM, PA 19044

DATE SHIPPED	PURCHASE ORDER NO.	SHIP VIA	F.O.B.	TERMS
10/22/09	16854	FEDEX PRIORITY	ORIGIN	NET 30
BUYER	DATE REQUESTED	LOCATION	SALESPERSON	TERRITORY
KATHY JO FINE	10/21/09	DROP	ANDREA GILLETT	CORPORATE ACCO

ITEM NO.	DESCRIPTION	QUANTITY ORDERED	QUANTITY BACK ORD.	QUANTITY SHIPPED	UNIT PRICE	EXTENSION	TAX
Y1150777	X3850 M2 7946 - SERVER - RACK-MOUNTABLE	1		1	2521.00	2521.00	T
4946520	NO MEDIA						
DROP	HARDWARE						
	S/N: 1S794652099B2794 (1)						
Y1150826	MEMORY - 2 GB - DIMM 240-PIN LOW PROFILE	6		6	110.00	660.00	T
44T1481	NO MEDIA						
DROP	HARDWARE						
Y1150834	146GB 15K 6GBPS SAS 2.5 SFF SLIM-HS HD	2		2	557.00	1114.00	T
4000677	NO MEDIA						
DROP	HARDWARE						
Y1150836	IBM 4GBPS FC DUAL PORT PCIE HBA	1		1	1321.00	1321.00	T
3306527	NO MEDIA						
DROP	HARDWARE						
Y1150837	INTEL PRO/1000 PT DUAL PORT SERVER ADAPT	1		1	166.00	166.00	T
3096126	NO MEDIA						
DROP	HARDWARE						
Y1150838	POWER SUPPLY - REDUNDANT (PLUG-IN MODUL	1		1	263.00	263.00	T
44M1675	NO MEDIA						
DROP	HARDWARE						
Y191859	WARRANTY 3YR ONSITE 24X7 4-HOUR X-SERIES	1		1	397.00	397.00	T
1.82073	VIRTUAL						
DROP	SERVICE						
FREIGHT		1		1	189.85	189.85	T

*6 QASW
TD/IGF*

Services.

SUBTOTAL	TAX AMOUNT	FREIGHT	
6,631.85	397.91	189.85	7,029.76

INVOICE NO.

PLEASE REMIT THIS AMOUNT

SHI INTERNATIONAL CORP.
 FED ID. NO. 22-3009648
 33 Knightsbridge Road
 Piscataway, NJ 08854
 Phone (732) 764-9393
 Fax (732) 805-9669

Please remit payment to:
 SHI International Corp.
 P.O. Box 8500-41155
 Philadelphia, PA 19178
 Wire Information:
 Wachovia
 a/c #2000109935692
 ABA # 031201467

PAGE NO.	INVOICE NO.	APPLY TO	INVOICE DATE	CUST. NO.
1	626F9	626F9	10/23/09	21814
INVOICE			X194X	
			WORK ORDER NO.	S.O.

Finance Charges of 1 1/2% per month will be charged on Past Due Accounts-18%/yr.
 All returns require an RMA Number supplied by your SHI Sales team.

ADVANTA CORP.
 P.O. BOX 130
 ATTN: ACCOUNTS PAYABLE
 HORSHAM, PA 19044

ADVANTA
 700 DRESHER ROAD
 PO# 16855
 IT DEPT TO RAJESH TAMBE
 HORSHAM, PA 19044

DATE SHIPPED	PURCHASE ORDER NO.	SHIP VIA	F.O.B.	TERMS
10/23/09	16855	FEDEX STANDARD	ORIGIN	NET 30
BUYER	DATE REQUESTED	LOCATION	SALESPERSON	TERRITORY
KATHY JO FINE	10/22/09	DROP	ANDREA GILLETT	CORPORATE ACCO

ITEM NO.	DESCRIPTION	QUANTITY ORDERED	QUANTITY BACK ORD.	QUANTITY SHIPPED	UNIT PRICE	EXTENSION	TAX
Y1151347	KX TS600W - CORDED PHONE W/ CALL WAITING	25		25	35.00	875.00	T
KX-TS600W	NO MEDIA						
PROP	HARDWARE						
Y1143795	AT&T 993 CORDED TELEPHONE	24		24	52.00	1248.00	T
993	NO MEDIA						
PROP	HARDWARE						
Y1148071	AT&T 1070 - CORDED 4 LINE TELEPHONE WITH	4		4	108.00	432.00	T
1070	NO MEDIA						
PROP	HARDWARE						
FREIGHT		1		1	384.85	384.85	T
PROP							

SUBTOTAL 2,939.85 TAX AMOUNT 176.39 FREIGHT 384.85 3,116.24

INVOICE NO.

PLEASE REMIT THIS AMOUNT

SHI INTERNATIONAL CORP.
 FED ID. NO. 22-3009648
 33 Knightsbridge Road
 Piscataway, NJ 08854
 Phone (732) 764-9393
 Fax (732) 805-9669

Please remit payment to:
 SHI International Corp.
 P.O. Box 8500-41158
 Philadelphia, PA 19178
 Wire Information:
 Wachovia
 a/c #2000108935892
 ABA # 031201467

PAGE NO.	INVOICE NO.	APPLY TO	INVOICE DATE	CUST NO.
1	62CE6	62CE6	10/26/09	21814
INVOICE			X19M4	
			WORK ORDER NO.	B.C.

Finance Charges of 1 1/2% per month will be charged on Past Due Accounts-18%/yr.
 All returns require an RMA Number supplied by your SHI Sales Rep.

ADVANTA CORP.
 P.O. BOX 130
 ATTN: ACCOUNTS PAYABLE
 HORSHAM, PA 19044

ADVANTA
 700 DRESHER ROAD
 PO# RTAMBE102209
 IT DEPT TO RAJESH TAMBE
 HORSHAM, PA 19044

DATE SHIPPED	PURCHASE ORDER NO.	SHIP VIA	F.O.B.	TERMS			
10/26/09	16857	FEDEX PRIORITY	ORIGIN	NET 30			
BUYER	DATE REQUESTED	LOCATION	SALESPERSON	TERRITORY			
KATHY JO FINE	10/22/09	DROP	ANDREA GILLETT	CORPORATE ACCO			
ITEM NO.	DESCRIPTION	QUANTITY ORDERED	QUANTITY BACK ORD.	QUANTITY SHIPPED	UNIT PRICE	EXTENSION	TAX
Y481367	RJ45 MODULAR SPLITTER UNSHIELDED-W/2.5"	30		30	12.95	388.50	T
FR25-K2	NO MEDIA						
GROUP	HARDWARE	1		1	48.85	48.85	T
FREIGHT							
GROUP							
SUBTOTAL		TAX AMOUNT	FREIGHT				
437.35		26.24	48.85			463.59	

Post to ACE DB Black Box

INVOICE NO.

PLEASE REMIT THIS AMOUNT

SHI INTERNATIONAL CORP.
 FED ID. NO. 22-3009648
 33 Knightsbridge Road
 Piscataway, NJ 08854
 Phone (732) 764-9393
 Fax (732) 805-9669

Please remit payment to:
 SHI International Corp.
 P.O. Box 6500-41155
 Philadelphia, PA 19178

Wire Information:
 Wachovia
 ac # 2000109935692
 ABA # 051201467

PAGE NO.	INVOICE NO.	APPLY TO	INVOICE DATE	CUST. NO.
1	62D5A	62D5A	10/26/09	21814
INVOICE			X1ACP	
			WORK ORDER NO.	B.O.

Finance Charges of 1 1/2% per month will
 be charged on Past Due Accounts-18%/yr.

All returns require an RMA Number supplied by your RMA Sales Team

ADVANTA CORP.
 P.O. BOX 130
 ATTN: ACCOUNTS PAYABLE
 HORSHAM, PA 19044

S ADVANTA
 H 700 DRESHER ROAD
 I PO# 16857
 P IT DEPT TO CHRIS MAGUIRE
 T
 O HORSHAM, PA 19044

DATE SHIPPED	PURCHASE ORDER NO.	SHIP VIA	F.O.B.	TERMS
10/26/09	16857	UPS GROUND	ORIGIN	NET 30
BUYER	DATE REQUESTED	LOCATION	SALESPERSON	TERRITORY
CATHY JO FINE	10/23/09	DROP	ANDREA GILLETT	CORPORATE ACCO

ITEM NO.	DESCRIPTION	QUANTITY ORDERED	QUANTITY BACK ORD.	QUANTITY SHIPPED	UNIT PRICE	EXTENSION	TAX
1151809	EXP3000 ENVIRONMENTAL SERVICES MODULE	1		1	709.00	709.00	T
1140515	NO MEDIA						
1141816	HARDWARE						
1141816	EXP3000 - STORAGE ENCLOSURE - 12 BAYS	1			1862.00	1862.00	T
114201X	NO MEDIA						
114201X	HARDWARE						
	S/N: IS1727HC113K0BXM ()						
1151811	450GB 4200519 SAS 15K RPM 3.5IN	12		12	700.00	8400.00	T
1140515	NO MEDIA						
1140515	HARDWARE						
1140519	SERIAL ATTACHED SCSI (SAS) EXTERNAL CABL	2		2	95.00	190.00	T
1140521	NO MEDIA						
1140521	HARDWARE						
1140521	SERVICEPAC WARRANTY EXT PARTS 3YR ONSITE	1		1	644.00	644.00	T
1140521	NO MEDIA						
1140521	SERVICE	1		1	51.85	51.85	T

60 DIES ID / 1862.00 per.

PO# 60 DIES TD / 51.85 Not billed.

SUBTOTAL	TAX AMOUNT	FREIGHT	
11,856.85	711.41	51.85	12,568.26

INVOICE NO.

PLEASE REMIT THIS AMOUNT

615825-8

SHI INTERNATIONAL CORP.
 FED ID. NO. 22-3009648
 33 Knightsbridge Road
 Piscataway, NJ 08854
 Phone (732) 764-9393
 Fax (732) 805-9669

Please remit payment to:
 SHI International Corp.
 P.O. Box 8500-41186
 Philadelphia, PA 19178

Wire information:
 Wachovia
 a/c #2000109935692
 ABA # 031201467

PAGE NO. 1	INVOICE NO. 636D8	APPLY TO 636D8	INVOICE DATE 10/27/09	CUST. NO. 21814
INVOICE			X1AA8	
WORK ORDER NO.				B.O.

Finance Charges of 1 1/2% per month will be charged on Past Due Accounts-18%/yr.
 All returns require an RMA Number supplied by your SHI Sales person

ADVANTA CORP.
 P.O. BOX 130
 ATTN: ACCOUNTS PAYABLE
 HORSHAM, PA 19044

ADVANTA
 700 DRESHER ROAD
 PO# 16856
 IT DEPT TO AARON SITRON
 HORSHAM, PA 19044

DATE SHIPPED 10/27/09	PURCHASE ORDER NO. 16856	SHIP VIA ELECTRONIC DLY	F.O.B. ORIGIN	TERMS NET 30
BUYER KATHY JO FINE	DATE REQUESTED 10/23/09	LOCATION DROP	SALESPERSON ANDREA GILLETT	TERRITORY CORPORATE ACCO

ITEM NO.	DESCRIPTION	QUANTITY ORDERED	QUANTITY BACK ORD.	QUANTITY SHIPPED	UNIT PRICE	EXTENSION	TAX
11151774	NETWORKER AND MGT CONSOLE FOR WIN	1		1			T
11151774	WINDOWS - MULTIPLE WINDOWS PLATFORM ELEC						
11151774	PERPETUAL LICENSE, NEW						
11151774	NETWORKER NETWORK ED STORAGE MODE	1		1	1417.00	1417.00	T
11151774	WIN 98,ME,NT4 W/SP 6A, 2000 W/SP 3, XE,2						
11151774	PERPETUAL LICENSE, NEW						
11151758	NETWORKER AUTOCHANGER 1-64 SLOTS	1		1	6775.00	6775.00	T
11151758	WINDOWS 98/2000/NT/ME/XP NO MEDIA						
11151758	PERPETUAL LICENSE, NEW						
11151770	NETWORKER MOD FOR MS SQL-SERVER CLT WIND	2		2	983.00	1966.00	T
11151770	WINDOWS 98/2000/ME/XP NO MEDIA						
11151770	PERPETUAL LICENSE, NEW						
11151785	NETWORKER MODULE FOR MS EXCHANGE SERVER	2		2	983.00	1966.00	T
11151785	WINDOWS - MULTIPLE WINDOWS PLATFORM ELEC						
11151785	PERPETUAL LICENSE, NEW						
11151786	NETWORKER CLIENT CONNECTION - LICENSE	1		1	7083.00	7083.00	T
11151786	WINDOWS - MULTIPLE WINDOWS PLATFORM ELEC						
11151786	PERPETUAL LICENSE, NEW						
11151788	NETWORKER NETWORK EDITION LICENSE 7.5	1		1	1417.00	1417.00	T
11151788	WINDOWS - MULTIPLE WINDOWS PLATFORM ELEC						
11151788	PERPETUAL LICENSE, NEW						
11151781	EMC ENHANCED OPEN SOFTWARE SUPPORT	1		1	4498.00	4498.00	T
11151781	WINDOWS 2000/XP NO MEDIA						
11151781	SOFTWARE MAINTENANCE ONLY						

*Arrow.
 PO# 60 DAR*

D POPL

SUBTOTAL 25,122.00	TAX AMOUNT 1,507.32	26,629.32
-----------------------	------------------------	-----------

INVOICE NO.

PLEASE REMIT THIS AMOUNT

SHI INTERNATIONAL CORP.
 FED ID. NO. 22-3009648
 33 Knightsbridge Road
 Piscataway, NJ 08854
 Phone (732) 764-9393
 Fax (732) 805-9669

Please remit payment to:
 SHI International Corp.
 P.O. Box 8500 41155
 Philadelphia, PA 19178
 Wire Information:
 Wachovia
 a/c #2000109935632
 ADA # 031291467

PAGE NO.	INVOICE NO.	APPLY TO	INVOICE DATE	CUST NO.
1	647F1	647F1	10/28/09	21814
INVOICE			X1C73	
			WORK ORDER NO.	B.O.

Finance Charges of 1 1/2% per month will be charged on Past Due Accounts-18%/yr.
 All returns require an RMA Number supplied by your SHI Sales team

ADVANTA CORP.
 P.O. BOX 130
 ATTN: ACCOUNTS PAYABLE
 HORSHAM, PA 19044

ADVANTA
 700 DRESHER ROAD
 PO# RTAMBE102609
 RAJESH TAMBE
 HORSHAM, PA 19044

DATE SHIPPED	PURCHASE ORDER NO.	SHIP VIA	F.O.B.	TERMS
10/28/09	16863	FEDEX 2-DAY	ORIGIN	NET 30

BUYER	DATE REQUESTED	LOCATION	SALESPERSON	TERRITORY
KATHY JO FINE	10/26/09	DROP	ANDREA GILLETT	CORPORATE ACCO

ITEM NO.	DESCRIPTION	QUANTITY ORDERED	QUANTITY BACK ORD.	QUANTITY SHIPPED	UNIT PRICE	EXTENSION	TAX
2272459	MODULAR PATCH CORD RJ11 CROSS 12FT WHITE	100		100	2.00	200.00	T
FRV100-12-WH	NO MEDIA						
DROP	HARDWARE						
FREIGHT					68.85	68.85	T
DROP							

PO # 647F1
647F1
IM.
10/28/09

SUBTOTAL	TAX AMOUNT	FREIGHT	
268.85	16.13	68.85	284.98

INVOICE NO.

PLEASE REMIT THIS AMOUNT

SHI INTERNATIONAL CORP.
 FED ID. NO. 22-3009648
 33 Knightsbridge Road
 Piscataway, NJ 08854
 Phone (732) 764-9393
 Fax (732) 805-9669

Please remit payment to:
 SHI International Corp.
 P.O. Box 6600-41155
 Philadelphia, PA 19178

Wire information:
 Wachovia
 a/c #2000109935682
 ABA # 031201467

PAGE NO.	INVOICE NO.	APPLY TO	INVOICE DATE	CUST. NO.
1	65956	65956	10/30/09	21814
INVOICE			X0VDP	1
WORK ORDER NO.				B.O.

Finance Charges of 1 1/2% per month will
 be charged on Past Due Accounts-18%/yr.

All returns require an RMA Number supplied by your SHI Sales Rep.

ADVANTA CORP.
 P.O. BOX 130
 ATTN: ACCOUNTS PAYABLE
 HORSHAM, PA 19044

ADVANTA CORP.
 WELSH & MCKEAN ROAD
 PO# 16848
 IT DEPT TO KEVIN SANDERS
 SPRING HOUSE, PA 19477

DATE SHIPPED	PURCHASE ORDER NO.	SHIP VIA	F.O.B.	TERMS			
10/30/09	16848	ELECTRONIC DLY	ORIGIN	NET 30			
BUYER	DATE REQUESTED	LOCATION	SALESPERSON	TERRITORY			
KATHY JO FINE	10/08/09	DROP	ANDREA GILLETT	CORPORATE ACCO			
ITEM NO.	DESCRIPTION	QUANTITY ORDERED	QUANTITY BACK ORD.	QUANTITY SHIPPED	UNIT PRICE	EXTENSION	TAX
Y1146502 NONE DROP	MPKI FOR EV PREMIUM SSL MULTIPLE PLATFORMS ELECTRONIC DELIVERY PERPETUAL LICENSE, NEW <i>copy YW Verisign.</i>	10		10	1282.00	12820.00	T
SUBTOTAL		TAX AMOUNT					
12,820.00		769.20				13,589.20	

INVOICE NO.

PLEASE REMIT
THIS AMOUNT

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

In re:	:	Chapter 11
	:	
ADVANTA CORP., <i>et al.</i> ,	:	Case No. 09-13931 (KJC)
	:	
Debtors.	:	(Jointly Administered)
	:	
	:	Hearing Date: May 10, 2010 at 1:30 p.m.
	:	Objection Deadline: May 3, 2010 at 4:00 p.m.

**NOTICE OF MOTION OF SHI INTERNATIONAL INC. FOR ALLOWANCE
AND IMMEDIATE PAYMENT OF ADMINISTRATIVE EXPENSE
CLAIM PURSUANT TO 11 U.S.C. § 503(b)(9)**

PLEASE TAKE NOTICE that on April 23, 2010, SHI International Inc. filed the *Motion Of SHI International Inc. For Allowance And Immediate Payment Of Administrative Expense Claim Pursuant To 11 U.S.C. § 503(b)(9)* (the "**Motion**") with the United States Bankruptcy Court for the District of Delaware (the "**Bankruptcy Court**").

PLEASE TAKE FURTHER NOTICE that responses or objections to the Motion, if any, are required to be filed on or before **May 3, 2010 at 4:00 p.m. (Prevailing Eastern Time)** (the "**Objection Deadline**") with the Bankruptcy Court, 824 Market Street, Wilmington, Delaware 19801, 3rd Floor. At the same time, you must also serve a copy of any response or objection upon counsel for SHI International Inc. so as to be received on or before the Objection Deadline.

PLEASE TAKE FURTHER NOTICE that a hearing on the Motion shall be held before the Honorable Kevin J. Carey on **May 10, 2010 at 1:30 p.m. (Prevailing Eastern Time)** at the Bankruptcy Court, 824 Market Street, 5th Floor, Courtroom 5, Wilmington, Delaware 19801.

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

Dated: April 23, 2010
Wilmington, Delaware

/s/ Sommer L. Ross
Richard W. Riley (DE 4052)
Sommer L. Ross (DE 4598)
Duane Morris LLP
1100 North Market Street, Suite 1200
Wilmington, DE 19801
Telephone: (302) 657-4900
Facsimile: (302) 657-4901
E-mail: rwiley@duanemorris.com
slross@duanemorris.com

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

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

CERTIFICATE OF SERVICE

I, Sommer L. Ross, do hereby certify I am not less than 18 years of age and that on April 23, 2010, I caused a true and correct copy of the *Motion Of SHI International Inc. For Allowance And Immediate Payment Of Administrative Expense Claim Pursuant To 11 U.S.C. § 503(b)(9)* to be served upon the parties listed on the attached service list in the manner so indicated.

Under penalty of perjury, I declare the foregoing to be true and correct.

Dated: April 23, 2010
Wilmington, Delaware

/s/ Sommer L. Ross
Sommer L. Ross (DE 4598)

SERVICE LIST

Advanta Corp.
Welsh & McKean Roads
Post Office Box 844
Spring House, PA 19477
(via U.S. mail)

Chun I. Jang, Esquire
Mark D. Collins, Esquire
Paul N. Heath, Esquire
Zachary I. Shapiro, Esquire
Richards Layton & Finger
920 North King Street
Post Office Box 551
Wilmington, DE 19899
(via hand delivery)

Marcia L. Goldstein, Esquire
Robert J. Lemons, Esquire
Robert Jordan, Esquire
Weil Gotshal & Manges LLP
767 Fifth Avenue
New York, NY 10153
(via U.S. mail)

Andrew Kassner, Esquire
Howard A. Cohen, Esquire
Drinker Biddle & Reath LLP
One Logan Square
18th and Cherry Streets
Philadelphia, PA 19103
(via U.S. mail)

Mitchell A. Seider, Esquire
Roger G. Schwartz, Esquire
Melinda C. Franek, Esquire
Latham & Watkins LLP
885 Third Avenue
New York, NY 10022
(via U.S. mail)

David Klauder, Esquire
Office of the United States Trustee
844 King Street, Room 2207
Lockbox #35
Wilmington, DE 19899-0035
(via hand delivery)