

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

-----X
:
In re : Chapter 11
:
ADVANTA CORP., *et al.*, : Case No. 09-13931 (KJC)
:
Debtors.¹ : (Jointly Administered)
:
: **Objection Deadline: 5/17/10 at 4:00 p.m. (EDT)**
:
-----X

**FOURTH MONTHLY APPLICATION OF RICHARDS, LAYTON & FINGER, P.A.
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND
FOR REIMBURSEMENT OF EXPENSES AS CO-COUNSEL
TO THE DEBTORS AND DEBTORS-IN-POSSESSION FOR THE PERIOD
FROM MARCH 1, 2010 THROUGH MARCH 31, 2010**

Name of Applicant: Richards, Layton & Finger, P.A.

Authorized to Provide Professional Services to: the above-captioned debtors and debtors-in-possession

Date of Retention: December 3, 2009, *nunc pro tunc* to November 8, 2009

Period for which compensation and reimbursement are sought: March 1, 2010 through March 31, 2010

Amount of Compensation sought as actual, reasonable, and necessary: \$34,510.40 (80% of \$43,138.00)

Amount of Expense Reimbursement sought as actual, reasonable, and necessary: \$2,208.74

This is a(n): X monthly ___ interim ___ final application

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.

Prior Applications Filed:

Date Filed	Period Covered	Fees	Expenses
1/28/10	11/8/09 - 12/31/09	\$97,773.00	\$11,758.14
2/25/10	1/1/10 - 1/31/10	\$22,001.00	\$217.44
3/30/10	2/1/10 - 2/28/10	\$31,485.00	\$1,326.03

**COMPENSATION BY PROFESSIONAL
MARCH 1, 2010 THROUGH MARCH 31, 2010**

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Mark D. Collins	Joined firm as associate in 1993. Director in 1998. Member of DE Bar since 1991.	\$675	6.2	\$4,185.00
Russell Silberglied	Joined firm as associate in 1995. Director in 2002. Member of DE Bar since 1996.	\$600	0.2	\$120.00
Paul N. Heath	Joined firm as associate in 1999. Director in 2007. Member of DE Bar since 1998.	\$525	22.2	\$11,655.00
Jason M. Madron	Joined firm as associate in 2003. Member of DE Bar since 2003.	\$390	0.1	\$39.00
Wes Peterson	Joined firm as associate in 2005. Member of DE Bar since 2005.	\$385	1.0	\$385.00
Chun I. Jang	Joined firm as associate in 2005. Member of DE Bar since 2006.	\$340	26.6	\$9,044.00
L. Katherine Good	Joined firm as associate in 2007. Member of PA Bar since 2007. Member of DE Bar since 2008.	\$340	0.1	\$34.00
Lee E. Kaufman	Joined firm as associate in 2006. Member of DE Bar since 2006.	\$315	0.3	\$94.50
Cory D. Kandestin	Joined firm as associate in 2007. Member of DE Bar since 2008.	\$290	2.7	\$783.00
Zachary I. Shapiro	Joined firm as associate in 2007. Member of DE Bar since 2008.	\$290	31.0	\$8,990.00
Robert C. Maddox	Joined firm as associate in 2009. Member of DE Bar since 2009.	\$240	1.3	\$312.00

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Jamie E. Schairer	Paralegal since 2009. Joined firm in 2009.	\$195	31.6	\$6,162.00
Cathy M. Greer	Paralegal since 1995. Joined firm in 2000.	\$195	2.4	\$468.00
Ann Jerominski	Paralegal since 1995. Registered Paralegal since 2000. Joined firm in 2000.	\$195	0.7	\$136.50
Janel Gates	Paralegal since 2007. Joined firm in 2007.	\$195	0.4	\$78.00
Robyn K. Sinclair	Paralegal since 2010. Joined firm in 2010.	\$195	2.4	\$468.00
Carol A. Chubb	Paralegal since 2001. Joined firm in 2001.	\$170	0.2	\$34.00
Brenda D. Tobin	Case Management Assistant.	\$100	1.5	\$150.00
TOTAL			130.9	\$43,138.00

Grand Total	\$43,138.00
Attorney Compensation	\$35,641.50
Total Attorney Hours	91.7
Blended Rate	\$388.68

Dated: April 27, 2010
Wilmington, Delaware

COMPENSATION BY PROJECT CATEGORY
MARCH 1, 2010 THROUGH MARCH 31, 2010

Project Category	Total Hours	Total Fees
Case Administration (A)	3.7	\$736.00
Creditor Inquiries (B)	0.3	\$58.50
Meetings (C)	9.6	\$2,961.00
Executory Contracts/Unexpired Leases (D)	6.8	\$2,071.50
Automatic Stay/Adequate Protection (E)	2.8	\$874.00
Plan of Re-Organization/Disclosure Statement (F)	1.0	\$228.00
Use, Sale, Lease of Assets (G)	8.0	\$2,173.50
Cash Collateral/DIP Financing (H)	0.0	\$0.00
Claims Administration (I)	3.6	\$1,068.00
Court Hearings (J)	16.4	\$5,152.00
General Corporate/Real Estate (K)	2.7	\$1,169.50
Schedules/SOFA/U.S. Trustee Reports (L)	10.3	\$2,913.50
Employee Issues (M)	19.2	\$8,159.50
Environmental (N)	0.0	\$0.00
Tax Issues (O)	16.7	\$6,080.50
Litigation/Adversary Proceedings (P)	11.1	\$4,878.00
RL&F Retention (Q-1)	0.0	\$0.00
Retention of Others (Q-2)	1.1	\$466.50
RL&F Fee Applications (R-1)	6.1	\$1,459.50
Fee Applications of Others (R-2)	10.1	\$2,283.50
Vendor/Supplies (S)	0.0	\$0.00
Non-Working Travel (T)	0.0	\$0.00
Utilities (U)	0.0	\$0.00
Insurance (V)	1.4	\$405.00
TOTAL	130.9	\$43,138.00

EXPENSE SUMMARY
MARCH 1, 2010 THROUGH MARCH 31, 2010

Expense Category	Service Provider (if applicable)	Total Expenses
Facsimile		\$0.00
Long Distance Telephone		\$173.75
In-House Reproduction (Duplication/Printing)	Copies - 5,399 @ \$.10/pg. Printing - 2,417 @ \$.10/pg.	\$781.60
Outside Reproduction		\$0.00
Legal Research		\$0.00
Filing/Court Fees		\$687.01
Court Reporting	Diaz Data Services	\$112.75
Travel Expenses		\$0.00
Inside Courier & Expense Carriers		\$0.00
Outside Courier & Expense Carriers		\$37.43
Postage		\$0.00
Binding		\$28.00
Business Meals	<i>(See attached chart)</i>	\$258.84
Document Retrieval	Pacer	\$129.36
Record Retrieval		\$0.00
Room Rental		\$0.00
Professional Services		\$0.00
Overtime		\$0.00
TOTAL		\$2208.74

BUSINESS MEAL DETAIL

Date	Provider	Meal & # of people	Description	Amount
3/3/2010	Manhattan Bagel	Breakfast for 6	Prepare for 3/3/10 hearing and further continuation of 341 Meeting	\$85.00
3/3/2010	Cavanaugh's	Lunch for 6	Prepare for further continuation of 341 Meeting	\$120.75
3/15/2010	Washington Street Ale House	Dinner for 1	Revise bar date motion and D&O insurance motion	\$29.63
3/19/2010	Grottos	Dinner for 1	Review, revise and finalize severance pay motion	\$15.79
3/31/2010	Kid Shelleen's	Dinner for 1	Efile and serve February fee application of KPMG	\$7.67
TOTAL				\$258.84

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

-----X
:
In re : Chapter 11
:
ADVANTA CORP., *et al.*, : Case No. 09-13931 (KJC)
:
Debtors.¹ : (Jointly Administered)
:
: **Objection Deadline: 5/17/10 at 4:00 p.m. (EDT)**
:
-----X

**FOURTH MONTHLY APPLICATION OF RICHARDS, LAYTON & FINGER, P.A.
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED
AND FOR REIMBURSEMENT OF EXPENSES AS CO-COUNSEL
TO THE DEBTORS AND DEBTORS-IN-POSSESSION FOR
THE PERIOD FROM MARCH 1, 2010 THROUGH MARCH 31, 2010**

Pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and the *Order Pursuant to Sections 330 and 331 of the Bankruptcy Code and Bankruptcy Rule 2016 Implementing Certain Procedures for the Interim Compensation and Reimbursement of Professionals* [Docket No. 102] (the “Administrative Order”), Richards, Layton & Finger, P.A. (“RL&F”) hereby files this Fourth Monthly Application for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors-in-Possession for the Period From March 1, 2010 through March 31, 2010 (the “Application”). By this Application, RL&F seeks a monthly allowance pursuant to the

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.

Administrative Order with respect to the sums of \$43,138.00 as compensation and \$2,208.74 for reimbursement of actual and necessary expenses for a total of \$45,346.74 for the period March 1, 2010 through and including March 31, 2010 (the “Compensation Period”). In support of this Application, RL&F respectfully represents as follows:

Background

1. On November 8, 2009 (the “Petition Date”), the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

2. RL&F was retained effective as of the Petition Date by this Court’s Order dated December 3, 2009 (the “Retention Order”). The Retention Order authorized RL&F to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

Compensation Paid and Its Source

3. All services for which compensation is requested by RL&F were performed for or on behalf of the Debtors.

4. Except to the extent of the retainer paid to RL&F as described in the application seeking approval of RL&F’s employment by the Debtors during the period covered by this Application, RL&F has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between RL&F and any other person other than the directors of RL&F for the sharing of compensation to be received for services rendered in these cases.

Fee Statements

5. The fee statement for the Compensation Period is attached hereto as Exhibit A. This statement contains daily time logs describing the time spent by each attorney and paraprofessional for this period. To the best of RL&F's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Guidelines adopted by the Office of the United States Trustee, Del. Bankr. L.R. 2016-2, and the Administrative Order.

Actual and Necessary Expenses

6. A summary of actual and necessary expenses and daily logs of expenses incurred by RL&F during the Compensation Period is attached hereto as Exhibit B. RL&F charges all of its bankruptcy clients \$0.10 per page for photocopying expenses and \$0.10 per page for printing jobs of ten pages or larger. RL&F also charges all of its clients \$0.25 per page for out-going facsimile transmissions. Actual long-distance carrier charges for outgoing facsimile transmissions are reflected in the long-distance telephone charges.

7. Regarding providers of on-line legal research (e.g., LEXIS and WESTLAW), RL&F charges all of its clients the standard usage rates these providers charge, which, due to contractual flat fees, may not always equal RL&F's actual cost. RL&F currently is under contract to pay these providers a flat fee every month. Charging its clients the on-line providers' standard usage rates allows RL&F to cover adequately the monthly flat fees it must pay to these types of providers.

8. RL&F believes the foregoing rates are the market rates that the majority of law firms charges clients for such services. In addition, RL&F believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's

Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

Summary of Services Rendered

9. The directors and associates of RL&F who have rendered professional services in these cases are as follows: Mark D. Collins, Russell Silberglied, Paul N. Heath, Jason M. Madron, Wes Peterson, Chun I. Jang, L. Katherine Good, Lee E. Kaufman, Cory D. Kandestin, Zachary I. Shapiro and Robert C. Maddox. The paraprofessionals of RL&F who have provided service to these attorneys in these cases are as follows: Jamie E. Schairer, Cathy M. Greer, Ann Jerominski, Janel Gates, Robyn K. Sinclair, Carol A. Chubb and Brenda D. Tobin.

10. RL&F, by and through the above-named persons, has prepared and/or assisted in the preparation of various applications and orders submitted to the Court for consideration, advised the Debtors on a regular basis with respect to various matters in connection with these cases, and has performed all necessary professional services which are described and narrated in detail hereinafter.

Summary of Services By Project

11. The services rendered by RL&F during the Compensation Period can be grouped into the categories set forth below. These categories are generally described below, with a more detailed identification of the actual services provided set forth on the attached Exhibit A. The attorneys and paraprofessionals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in Exhibit A attached hereto.

A. Case Administration/Miscellaneous Matters

Fees: \$736.00: Total Hours: 3.7

This category includes all matters related to filing documents with the Court, service thereof, maintenance of calendars, communications with the U.S. Trustee, review of work in process reports, review of notices of appearance and maintaining service lists.

B. Creditor Inquiries

Fees: \$58.50: Total Hours: 0.3

This category includes all matters related to responding to creditor inquiries.

C. Meetings

Fees: \$2,961.00: Total Hours: 9.6

This category includes all matters related to preparing for and attending meetings with Debtors, the creditors' committees, individual creditors, the U.S. Trustee and co-counsel.

D. Executory Contracts/Unexpired Leases

Fees: \$2,071.50: Total Hours: 6.8

This category includes all matters related to contract and lease analysis and matters related to assumption, assignment or rejection of executory contracts and unexpired leases.

E. Automatic Stay/Adequate Protection

Fees: \$874.00: Total Hours: 2.8

This category includes all matters related to and including all motions to modify the automatic stay, issues related to the effect of the automatic stay or pending matters, and all other types of actions where adequate protection is the central issue.

F. Plan of Reorganization/Disclosure Statement

Fees: \$228.00: Total Hours: 1.0

This category includes all matters related to review, formulation, negotiation, preparation and promulgation of plans of reorganization, disclosure statements, and related corporate documentation and research relating thereto.

G. Use, Sale, Lease of Assets

Fees: \$2,173.50: Total Hours: 8.0

This category includes all matters relating to acquisitions, dispositions and other postpetition uses of property of the estate.

H. Cash Collateral/DIP Financing

Fees: \$0.00: Total Hours: 0.0

This category includes all matters relating to negotiation and documentation of debtor in possession financing and post-confirmation financing, all cash collateral issues and related pleadings.

I. Claims Administration

Fees: \$1,068.00: Total Hours: 3.6

This category includes all matters related to and including claims administration matters and bar date matters, including claims objections and related contested matters.

J. Court Hearings

Fees: \$5,152.00: Total Hours: 16.4

This category includes all matters relating to preparation for and attendance at court hearings.

K. General Corporate/Real Estate

Fees: \$1,169.50: Total Hours: 2.7

This category includes all matters relating to transactional, corporate governance and related matters involving the debtors' business operations that are not part of a plan of reorganization or disclosure statement.

L. Schedules/SOFA/U.S. Trustee Reports

Fees: \$2,913.50: Total Hours: 10.3

This category includes preparation of schedules and amendments, statements of financial affairs and amendments, operating reports and other reports required by the U.S. Trustee or Bankruptcy Court.

M. Employee Issues

Fees: \$8,159.50: Total Hours: 19.2

This category includes all matters related to employee wages, benefits, collective bargaining issues, other employee relations matters, ERISA, and retirement benefits.

N. Environmental

Fees: \$0.00: Total Hours: 0.0

This category includes all environmental matters, other than environmental aspects of plan of reorganization.

O. Tax Issues

Fees: \$6,080.50: Total Hours: 16.7

This category includes all federal and state income, property, employment, excise and other tax matters, other than the tax aspects of plan of reorganization.

P. Litigation/Adversary Proceedings

Fees: \$4,878.00: Total Hours: 11.1

This category includes all matters relating to litigation and adversary proceedings.

Q-1. RL&F Applications

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to preparing applications to retain RL&F and supplements thereto.

Q-2. Retention of Others

Fees: \$466.50: Total Hours: 1.1

This category includes time spent reviewing applications for retention by other professionals, objecting to the retention of other professionals and assisting other professionals with preparing and filing retention applications.

R-1. RL&F Fee Application

Fees: \$1,459.50: Total Hours: 6.1

This category includes all time spent preparing, reviewing, filing, circulating and/or relating to monthly invoices and fee applications for RL&F.

R-2. Fee Application of Others

Fees: \$2,283.50: Total Hours: 10.1

This category includes time spent reviewing invoices or applications of other professionals, objecting to fees of other professionals and assisting other professionals with filing and circulating monthly invoices and applications.

S. Vendor/Supplies

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to vendors and suppliers, including reclamation issues.

T. Non-Working Travel

Fees: \$0.00: Total Hours: 0.0

This category includes all travel time not otherwise chargeable.

U. Utilities

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to utility issues.

V. Insurance

Fees: \$405.00: Total Hours: 1.4

This category includes all matters related to insurance policies or coverage.

Valuation of Services

12. Attorneys and paraprofessionals of RL&F have expended a total of 130.9 hours in connection with this matter during the Compensation Period, as follows:

<u>ATTORNEYS</u>	<u>HOURS</u>	<u>HOURLY RATE</u>
Mark D. Collins	6.2	\$675
Russell Silberglied	0.2	\$600
Paul N. Heath	22.2	\$525
Jason M. Madron	0.1	\$390
Wes Peterson	1.0	\$385
Chun I. Jang	26.6	\$340
L. Katherine Good	0.1	\$340
Lee E. Kaufman	0.3	\$315
Cory D. Kandestin	2.7	\$290
Zachary I. Shapiro	31.0	\$290
Robert C. Maddox	1.3	\$240

<u>PARAPROFESSIONALS</u>	<u>HOURS</u>	<u>HOURLY RATE</u>
Jamie E. Schairer	31.6	\$195
Cathy M. Greer	2.4	\$195
Ann Jerominski	0.7	\$195
Janel Gates	0.4	\$195
Robyn K. Sinclair	2.4	\$195
Carol A. Chubb	0.2	\$170
Brenda D. Tobin	1.5	\$100

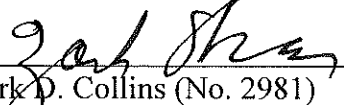
The nature of the work performed by these persons is fully set forth in Exhibit A attached hereto. These are RL&F's normal hourly rates for work of this character. The reasonable value of the services rendered by RL&F to the Debtors during the Compensation Period is \$43,138.00.

13. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by RL&F is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title. Moreover, RL&F has reviewed the requirements of Del. Bankr. L.R. 2016-2 and believes that this Application complies with that Rule.

WHEREFORE, RL&F respectfully requests that the Court authorize that for the period March 1, 2010 through March 31, 2010, an allowance be made to RL&F pursuant to the terms of the Administrative Order, with respect to the sum of \$43,138.00 as compensation for necessary professional services rendered (80% of which equals \$34,510.40), and the sum of \$2,208.74 as 100% reimbursement of actual necessary costs and expenses, for a total of \$45,346.74 and that such sums be authorized for payment and for such other and further relief as this Court may deem just and proper.

Dated: April 27, 2010
Wilmington, Delaware

Respectfully submitted,



Mark D. Collins (No. 2981)
Paul Heath (No. 3704)
Chun I. Jang (No. 4790)
Zachary I. Shapiro (No. 5103)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 North King Street
Wilmington, Delaware 19801
(302) 651-7700 (Telephone)
(302) 651-7701 (Facsimile)

- and -

WEIL, GOTSHAL & MANGES LLP
Marcia L. Goldstein
Robert J. Lemons
767 Fifth Avenue
New York, NY 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

ATTORNEYS FOR DEBTORS
AND DEBTORS IN POSSESSION

VERIFICATION

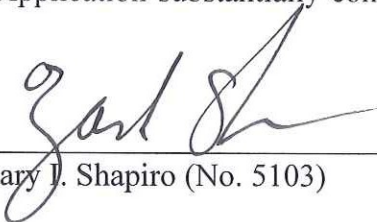
STATE OF DELAWARE)
) SS:
COUNTY OF NEW CASTLE)

Zachary I. Shapiro, after being duly sworn according to law, deposes and says:

a) I am an associate with the applicant firm, Richards, Layton & Finger, P.A. and have been admitted to appear before this Court.

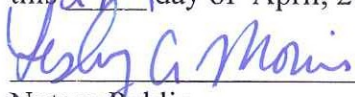
b) I am familiar with the work performed on behalf of the Debtors by the lawyers in the firm.

c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. L.R. 2016-2, and submit that the Application substantially complies with such order.



Zachary I. Shapiro (No. 5103)

SWORN AND SUBSCRIBED before me
this 27th day of April, 2010.



Notary Public
My Commission Expires: 4/17/11

LESLEY A. MORRIS
Notary Public - State of Delaware
My Comm. Expires April 17, 2011

**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)
	: :
	: Objection Deadline: 5/17/10 at 4:00 p.m. (EDT)
-----X	

NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that Richards, Layton & Finger, P.A. (the "Applicant") has today filed the attached **Fourth Monthly Application of Richards, Layton & Finger, P.A. for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors-in-Possession for the Period from March 1, 2010 through March 31, 2010** (the "Application") with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801 (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must be made in accordance with the *Order Pursuant to Sections 330 and 331 of the Bankruptcy Code and Bankruptcy Rule 2016 Implementing Certain Procedures for the Interim*

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.

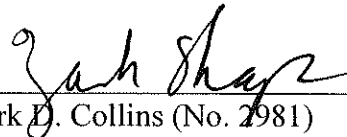
Compensation and Reimbursement of Professionals [Docket No. 102] (the “Administrative Order”) and must be filed with the Clerk of the Bankruptcy Court, and be served upon and received by (i) the Debtors, Advanta Corp., P.O. Box 844, Spring House, Pennsylvania 19477-844 (Attn: Philip M. Browne); (ii) counsel to the Debtors, Weil, Gotshal & Manges, LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Robert L. Lemons, Esq.); (iii) local counsel to the Debtors, Richards Finger & Layton, P.A. One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn: Chun I. Jang, Esq.); (iv) counsel to Official Committee of Unsecured Creditors, Latham & Watkins LLP, One Logan Square, 18th and Cherry Streets, Philadelphia, PA 19103 (Attn: Andrew C. Kassner); (v) local counsel to the Official Committee of Unsecured Creditors, Drinker Biddle & Reath LLP, 1100 North Market Street, Suite 1000, Wilmington, DE 19801 (Attn: Howard A. Cohen); and (vi) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Dave Klauder, Esq.) by no later than **4:00 p.m. (Eastern Daylight Time) on May 17, 2010** (the “Objection Deadline”).

PLEASE TAKE FURTHER NOTICE that if any responses or objections to the Application are timely filed, served and received in accordance with this notice, a hearing on the Application will be held at the convenience of the Bankruptcy Court. Only those objections made in writing and timely filed and received in accordance with the Administrative Order and the procedures described herein will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Administrative Order, if no objection to the Application is timely filed, served and received by the Objection Deadline, the Applicant may be paid an amount equal to the lesser of (i) 80 percent of the fees and 100 percent of expenses requested in the Application or (ii) 80 percent of the fees and 100 percent of the expenses not subject to an objection without the need for further order of the Bankruptcy Court.

Dated: April 27, 2010
Wilmington, Delaware

Respectfully submitted,



Mark D. Collins (No. 2981)
Paul Heath (No. 3704)
Chun I. Jang (No. 4790)
Zachary I. Shapiro (No. 5103)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 North King Street
Wilmington, Delaware 19801
(302) 651-7700 (Telephone)
(302) 651-7701 (Facsimile)

- and -

WEIL, GOTSHAL & MANGES LLP
Marcia L. Goldstein
Robert J. Lemons
767 Fifth Avenue
New York, NY 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

ATTORNEYS FOR THE DEBTORS
AND DEBTORS IN POSSESSION

Exhibit A

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 2
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Case Administration

03/04/10	Update critical dates calendar			
Paralegal	Jamie E. Schairer	0.40 hrs.	195.00	\$78.00
03/05/10	Review email from P. Kelly re: creditor matrix			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/09/10	Update critical dates calendar			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
03/12/10	Maintain original pleadings			
Paralegal	Brenda D. Tobin	0.20 hrs.	100.00	\$20.00
03/12/10	Update critical dates calendar			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50
03/16/10	Maintain original pleadings			
Paralegal	Brenda D. Tobin	0.40 hrs.	100.00	\$40.00
03/17/10	Maintain original pleadings			
Paralegal	Brenda D. Tobin	0.30 hrs.	100.00	\$30.00
03/19/10	Maintain original pleadings			
Paralegal	Brenda D. Tobin	0.20 hrs.	100.00	\$20.00
03/19/10	Review docket for new filings			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/23/10	E-mail correspondence with C. Jang re: service issue			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 3
Client # 707765

Matter # 167839

03/24/10	Update critical dates calendar			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
03/24/10	Correspondence with D. DeFranceschi re: status of Resilient's trustee motion (.1); Factual investigation re: same (.2); Call with F. Rosner re: same (.1); Correspondence from F. Rosner re: same (.2)			
Associate	Zachary I. Shapiro	0.60 hrs.	290.00	\$174.00
03/24/10	Call with A. Hiller re: 2002 notice list (.1); Correspondence with A. Hiller re: same (.2); Correspondence with M. Wasserman re: same (.1)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00
03/25/10	Maintain original pleadings			
Paralegal	Brenda D. Tobin	0.10 hrs.	100.00	\$10.00
03/26/10	Maintain original pleadings			
Paralegal	Brenda D. Tobin	0.20 hrs.	100.00	\$20.00
03/31/10	Maintain original pleadings			
Paralegal	Brenda D. Tobin	0.10 hrs.	100.00	\$10.00

Total Fees for Professional Services \$736.00

TOTAL DUE FOR THIS INVOICE	\$736.00
BALANCE BROUGHT FORWARD	\$3,565.70
TOTAL DUE FOR THIS MATTER	\$4,301.70

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 4
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Creditor Inquiries

03/01/10	Telephone call with D. Burroughs re: account			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50

Total Fees for Professional Services	<u>\$58.50</u>
--------------------------------------	----------------

TOTAL DUE FOR THIS INVOICE	<u>\$58.50</u>
BALANCE BROUGHT FORWARD	\$275.20
TOTAL DUE FOR THIS MATTER	<u>\$333.70</u>

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 5
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Meetings

03/01/10	Email correspondence with V. Vron re: 341 meeting			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/01/10	Correspondence with L. Kaufman re: preparations for 341 hearing (.2); Preparations in connection with same (.3); Correspondence with J. Schairer re: same (.2)			
Associate	Zachary I. Shapiro	0.70 hrs.	290.00	\$203.00
03/02/10	Conference call with Debtors and Committee representatives re: 341 meeting			
Associate	Chun I. Jang	0.60 hrs.	340.00	\$204.00
03/02/10	Prepare binders for 3/3/10 341 meeting			
Paralegal	Jamie E. Schairer	2.80 hrs.	195.00	\$546.00
03/02/10	Call with C. Jang, V. Vron and others re: 341 meeting (.6); Email with C. Jang re: 341 meeting (.1)			
Director	Paul N. Heath	0.70 hrs.	525.00	\$367.50
03/03/10	Prepare for 341 Meeting (.5); Prepare for and attend 341 Meeting (3.7)			
Associate	Chun I. Jang	4.20 hrs.	340.00	\$1,428.00
03/03/10	Finalize binders for 341 meeting			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
03/03/10	Meeting with C. Jang re: results of 341 meeting			
Director	Mark D. Collins	0.10 hrs.	675.00	\$67.50
03/04/10	Meet with C. Jang re: 341 meeting			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 6
Client # 707765

Matter # 167839

Total Fees for Professional Services	\$2,961.00
TOTAL DUE FOR THIS INVOICE	\$2,961.00
BALANCE BROUGHT FORWARD	\$3,118.10
TOTAL DUE FOR THIS MATTER	\$6,079.10

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 7
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Executory Contracts/Unexpired Leases

03/03/10	Retrieve order re: motion to assume or reject (.1); Serve same (.1); Circulate same to distribution (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
03/08/10	Email to RL&F attorneys re: deadline to assume or reject (.1); Review order re: deadline to assume or reject (.1)			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
03/09/10	Review email from V. Vron re: Dresher lease assumption and assignment			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/10/10	Email with C. Jang re: assumption motion (.1); Review of draft Liberty assumption motion (.6)			
Director	Paul N. Heath	0.70 hrs.	525.00	\$367.50
03/11/10	Review draft motion to assume and assign Dresher lease			
Associate	Chun I. Jang	0.30 hrs.	340.00	\$102.00
03/19/10	File motion to rejection Talleyville property lease (.2); Coordinate service of same (.1); File motion authorizing rejection of Spring House facility lease (.2); Coordinate service of same (.1)			
Paralegal	Cathy M. Greer	0.60 hrs.	195.00	\$117.00
03/19/10	Telephone call with V. Vron re: lease rejection motions (.1); Telephone call with V. Vron re: Dresher lease assumption motion (.1)			
Associate	Chun I. Jang	0.20 hrs.	340.00	\$68.00
03/19/10	Draft notice of motion to reject Talleyville property lease (.2); Circulate same to Z. Shapiro for review (.1); Draft notice of motion to reject Spring House property lease (.2); Circulate same to Z. Shapiro for review (.1)			
Paralegal	Jamie E. Schairer	0.60 hrs.	195.00	\$117.00

Jay A. Dubor, Esq.
 Vice President, General Counsel and Chief Administrative Officer
 Advanta Corp.
 Welsh and McKean Roads
 P.O. Box 844
 Spring House PA 19477-0844

April 27, 2010
 Invoice 354990
 Page 8
 Client # 707765

Matter # 167839

03/19/10	Draft, revise and finalize motion to reject Spring House Facility Lease (.8); Finalize notice of filing of same(.2); Conference with C. Jang re: same (.2); Call with V. Vron re: same (.2); Conference with J. Madron re: same (.2); Draft, revise and finalize motion to reject Brandywine lease (.6); Finalize notice of filing of same (.2); Correspondence with J. Ganesh re: same (.2)			
Associate	Zachary I. Shapiro	2.60 hrs.	290.00	\$754.00
03/22/10	Circulate motion to reject Talleyville lease to distribution (.1); Circulate motion to reject Spring House lease to distribution (.1)			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
03/31/10	Telephone call with G. McDaniel re: Talleyville lease rejection motion (.1); E-mail correspondence with V. Vron re: same (.1); E-mail correspondence with G. McDaniel re: same (.1)			
Associate	Chun I. Jang	0.30 hrs.	340.00	\$102.00
03/31/10	E-mail correspondence with C. Jang and V. Vron re: lease issue (.1); E-mail correspondence with C. Jang and G. McDaniel re: same (.1); E-mail correspondence with Z. Shapiro and C. Jang re: same (.1)			
Director	Paul N. Heath	0.30 hrs.	525.00	\$157.50
03/31/10	Correspondence with C. Jang re: motion to reject Talleyville lease (.1); Correspondence with C. Jang and P. Heath re: comments to same (.2); Correspondence with V. Vron re: same (.1)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00

Total Fees for Professional Services \$2,071.50

TOTAL DUE FOR THIS INVOICE	<u>\$2,071.50</u>
BALANCE BROUGHT FORWARD	\$3,893.20
TOTAL DUE FOR THIS MATTER	<u>\$5,964.70</u>

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 9
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Automatic Stay/Adequate Protection

03/03/10	Draft, revise and finalize order denying Thatte motion to lift stay (.6); Conference with C. Jang re: same (.2)			
Associate	Zachary I. Shapiro	0.80 hrs.	290.00	\$232.00
03/11/10	E-mail correspondence with Z. Shapiro re: Thatte motion for stay relief			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/11/10	Correspondence with C. Jang re: Thatte stay relief motion			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00
03/12/10	Review proposed form of order re: Thatte motion for relief from automatic stay and email V. Vron re: same			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/12/10	E-mail correspondence with C. Jang and V. Vron re: stay order			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/14/10	E-mail correspondence with C. Jang and V. Vron re: stay relief order			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/16/10	Email L. Harris re: Thatte motion for relief from stay			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/19/10	Draft, revise and finalize motion to modify stay to permit D&O insurance proceeds (.7); Finalize notice of filing of same (.2); Conference with J. Schairer re: filing and service of same (.1)			
Associate	Zachary I. Shapiro	1.00 hrs.	290.00	\$290.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 10
Client # 707765

Matter # 167839

03/31/10	Review Western Pennsylvania Electrical Employees Pension Fund objection to motion to modify stay (.2); Correspondence with J. Schairer re: same (.1)			
Associate	Zachary I. Shapiro	0.30 hrs.	290.00	\$87.00

Total Fees for Professional Services	\$874.00
--------------------------------------	----------

TOTAL DUE FOR THIS INVOICE	\$874.00
BALANCE BROUGHT FORWARD	\$577.50
TOTAL DUE FOR THIS MATTER	\$1,451.50

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 11
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Plan of Reorganization/Disclosure Statement

03/01/10	Draft certification of no objection re: exclusivity motion (.3); Efile same (.1)			
Paralegal	Jamie E. Schairer	0.40 hrs.	195.00	\$78.00
03/03/10	Retrieve order re: exclusivity motion (.1); Serve same (.1); Circulate same to distribution (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
03/08/10	Email to RL&F attorneys re: exclusivity (to file) deadline (.1); Review order re: same (.1)			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
03/08/10	Email with J. Schairer re: exclusivity issue			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50

Total Fees for Professional Services **\$228.00**

TOTAL DUE FOR THIS INVOICE	\$228.00
BALANCE BROUGHT FORWARD	\$900.50
TOTAL DUE FOR THIS MATTER	\$1,128.50

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 12
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Use, Sale of Assets

03/01/10	Confer with Z. Shapiro concerning sale issue			
Associate	Jason M. Madron	0.10 hrs.	390.00	\$39.00
03/01/10	Conference with Z. Shapiro re: declaration in support of motion for private sale			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
03/01/10	Conference with Z. Shapiro re: sale order issues (.1); Email correspondence with Z. Shapiro re: declaration in support of private sale (.1)			
Associate	Lee Kaufman	0.20 hrs.	315.00	\$63.00
03/01/10	Meet with Z. Shapiro re: sale motion			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/01/10	Research in connection with proffers for NetJets sale motion (.4); Conference with V. Vron re: same (.2); Correspondence with L. Kaufman re: same (.2); Call with L. Kaufman re: same (.1); Correspondence with C. Samis re: same (.1); Correspondence with V. Vron re: same (.3); Meet with P. Heath re: same (.1)			
Associate	Zachary I. Shapiro	1.40 hrs.	290.00	\$406.00
03/02/10	Discussion with Z. Shapiro re: declaration in support of NetJets motion (.1); Discussion with Z. Shapiro re: CNO re: NetJets motion (.1)			
Associate	Chun I. Jang	0.20 hrs.	340.00	\$68.00
03/02/10	Draft certification of no objection re: NetJets sale motion (.2); Circulate same to Z. Shapiro for review (.1); Efile declaration in support of NetJets sale motion (.2); Serve same (.1); Efile certification of no objection re: NetJet sale motion (.2)			
Paralegal	Jamie E. Schairer	0.80 hrs.	195.00	\$156.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 13
Client # 707765

Matter # 167839

03/02/10	Review of Dubow declaration in support of sale motion			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/02/10	Review, revise and finalize Dubow declaration in support of NetJets sale (.4); Correspondence with V. Vron re: same (.1); Correspondence with J. Schairer re: filing and service of same (.1); Review, revise and finalize certification of no objection re: NetJets sale motion (.3)			
Associate	Zachary I. Shapiro	0.90 hrs.	290.00	\$261.00
03/03/10	Retrieve order re: NetJets Sale motion (.1); Serve same (.1); Circulate same to distribution (.1); Retrieve order re motion to permitting securities trading upon establishment of a screening wall (.1); Circulate same to distribution (.1)			
Paralegal	Jamie E. Schairer	0.50 hrs.	195.00	\$97.50
03/07/10	Correspondence with V. Vron re: investment in Dreyfus fund (.2); Review prospectus for Dreyfus fund (.2)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00
03/08/10	Finalize and efile notice of investment (.2); Coordinate service to UST (.1)			
Paralegal	Janel Gates	0.30 hrs.	195.00	\$58.50
03/08/10	Draft, revise and finalize notice of investment in mutual fund (.4); Conference with J. Gates re: filing and service of same (.2)			
Associate	Zachary I. Shapiro	0.60 hrs.	290.00	\$174.00
03/09/10	Draft affidavit of service regarding notice of investment			
Paralegal	Janel Gates	0.10 hrs.	195.00	\$19.50
03/15/10	Review correspondence from J. Ganesh re: D&O motion			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00
03/17/10	Finalize and efile motion for authority to redeem shares (.2); Coordinate service of same (.1)			
Paralegal	Ann Jerominski	0.30 hrs.	195.00	\$58.50

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 14
Client # 707765

Matter # 167839

03/17/10	Draft notice of CRAIX shares sale motion (.3); Circulate same to Z. Shapiro for review (.1)			
Paralegal	Jamie E. Schairer	0.40 hrs.	195.00	\$78.00
03/17/10	E-mail correspondence with Z. Shapiro re: CRAIX sale motion			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/17/10	Draft, review, revise and finalize CRAIX shares motion (.6); Correspondence with P. Heath re: same (.1); Finalize notice of filing of same (.2); Coordinate service of same (.1)			
Associate	Zachary I. Shapiro	1.00 hrs.	290.00	\$290.00
03/22/10	File affidavit of service re: notice of investment in money market fund			
Paralegal	Robyn K. Sinclair	0.20 hrs.	195.00	\$39.00

Total Fees for Professional Services \$2,173.50

TOTAL DUE FOR THIS INVOICE	\$2,173.50
BALANCE BROUGHT FORWARD	\$4,096.90
TOTAL DUE FOR THIS MATTER	\$6,270.40

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 15
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Claims Administration

03/01/10	Coordinate delivery of proof of claim of California Franchise Tax Board to Garden City			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
03/04/10	Coordinate delivery of multiple proofs of claim of New Jersey Department of Treasury Division of Taxation to Garden City			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
03/11/10	Provide Z. Shapiro with filed letter from D. Picaro re: claim			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50
03/12/10	Correspondence with J. Ganesh re: draft bar date motion			
Associate	Zachary I. Shapiro	0.10 hrs.	290.00	\$29.00
03/15/10	Review bar date motion and exhibits (.5); Email to J. Ganesh re: same (.1)			
Associate	Chun I. Jang	0.60 hrs.	340.00	\$204.00
03/15/10	E-mail correspondence with Z. Shapiro re: bar date motion (.1); Review draft bar date motion (.2)			
Director	Paul N. Heath	0.30 hrs.	525.00	\$157.50
03/15/10	Correspondence with J. Ganesh re: bar date motion			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00
03/16/10	Telephone call with L. Harris re: client's proof of claim			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50
03/17/10	Finalize and efile motion to establish bar date (.3); Coordinate service of same (.1)			
Paralegal	Ann Jerominski	0.40 hrs.	195.00	\$78.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 16
Client # 707765

Matter # 167839

03/17/10	Draft notice of bar dates motion (.2); Circulate same to Z. Shapiro for review (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
03/17/10	Draft, revise and finalize bar date motion (.6); Finalize notice of filing of same (.2); Coordinate service of filing of same (.1)			
Associate	Zachary I. Shapiro	0.90 hrs.	290.00	\$261.00
03/31/10	E-mail correspondence with V. Vron, C. Jang and R. Lemons re: bar date issue			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00

Total Fees for Professional Services \$1,068.00

TOTAL DUE FOR THIS INVOICE	\$1,068.00
BALANCE BROUGHT FORWARD	\$863.80
TOTAL DUE FOR THIS MATTER	\$1,931.80

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 17
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Court Hearings

03/01/10	Email correspondence with V. Vron re: 3/3 hearing			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/01/10	Review and update 3/3/10 hearing agenda (.2); Circulate same to Z. Shapiro for review (.1); Review 3/3/10 hearing binder (.3); Efile 3/3/10 hearing agenda (.1); Serve same (.1); Update 3/3/10 hearing binder re: same (.1); Coordinate delivery of 3/3/10 hearing agenda and binder to chambers (.1); Update RLF attorneys' 3/3/10 hearing binders (.2)			
Paralegal	Jamie E. Schairer	1.20 hrs.	195.00	\$234.00
03/01/10	Email with Z. Shapiro re: agenda (.2); Review of agenda for filing (.2); Email with V. Vron and Z. Shapiro re: agenda (.2)			
Director	Paul N. Heath	0.60 hrs.	525.00	\$315.00
03/01/10	Correspondence with V. Vron 3/3/10 hearing (.4); Draft, revise and finalize 3/3/10 hearing agenda (.5); Correspondence with J. Schairer re: service and filing of same (.1); Conference with J. Schairer re: same (.1); Conference with C. Jang re: same (.1)			
Associate	Zachary I. Shapiro	1.20 hrs.	290.00	\$348.00
03/02/10	Discussion with Z. Shapiro re: 3/3 hearing (.1); Call with V. Vron re: 3/3 hearing (.1); Prepare for 3/3 hearing (.4); Discussion with Z. Shapiro re: amended agenda for 3/3 hearing (.1)			
Associate	Chun I. Jang	0.70 hrs.	340.00	\$238.00
03/02/10	Draft amended 3/3/10 hearing agenda (.4); Efile amended 3/3/10 hearing agenda (.1); Serve same (.1); Update 3/3/10 hearing binders re: same (.2); Coordinate delivery of amended 3/3/10 hearing agenda and added documents to chambers (.1); Update attorneys' 3/3/10 hearing binders (.5); Prepare orders for 3/3/10 hearing (.6)			
Paralegal	Jamie E. Schairer	2.00 hrs.	195.00	\$390.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 18
Client # 707765

Matter # 167839

03/02/10	Prepare for hearing (.9); Review of amended agenda (.1)			
Director	Paul N. Heath	1.00 hrs.	525.00	\$525.00
03/02/10	Review, revise and finalize amended agenda for 3/3/10 hearing (.4); Correspondence with N. Hunt re: same (.2); Conference with C. Jang re: same (.2); Conference with J. Schairer re: same (.1)			
Associate	Zachary I. Shapiro	0.90 hrs.	290.00	\$261.00
03/03/10	Meet with V. Vron re: 3/3 hearing (.4); Prepare for and attend hearing (1.0)			
Associate	Chun I. Jang	1.40 hrs.	340.00	\$476.00
03/03/10	Prepare for 3/3/10 hearing (.3); Update motion chart (.4); Request 3/3/10 hearing transcript (.2)			
Paralegal	Jamie E. Schairer	0.90 hrs.	195.00	\$175.50
03/03/10	Meeting with P. Heath re: results of stay relief hearing			
Director	Mark D. Collins	0.10 hrs.	675.00	\$67.50
03/03/10	Meet with V. Vron and D. Dubow re: hearing			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
03/03/10	Meet with C. Jang re: hearing (.2); Meet with V. Vron and J. Dubow re: hearing (.2); Attend hearing (.7); Meet with M. Collins re: hearing (.1)			
Director	Paul N. Heath	1.20 hrs.	525.00	\$630.00
03/15/10	Prepare for emergency hearing re: Advanta Bank Corp's motions to compel and for TRO (1.3); Telephone call with R. Lemons, V. Vron and D. Hoehne re: same (.2); Telephone call with P. Heath re: same (.1); Review emails from V. Vron re: adjournment of emergency hearing (.1)			
Associate	Chun I. Jang	1.70 hrs.	340.00	\$578.00
03/15/10	Update motion chart			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 19
Client # 707765

Matter # 167839

03/15/10	E-mail correspondence with R. Jordan and C. Jang re: hearing (.2); E-mail correspondence with V. Vron and C. Jang re: same (.1)			
Director	Paul N. Heath	0.30 hrs.	525.00	\$157.50
03/18/10	Update motion chart			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50
03/24/10	Update motion chart			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
03/25/10	Update motion chart (.1); Draft 4/7/10 hearing agenda (.8); Prepare 4/7/10 hearing binder (.6)			
Paralegal	Jamie E. Schairer	1.50 hrs.	195.00	\$292.50
03/29/10	Circulate 4/7/10 hearing agenda to Z. Shapiro and C. Jang for review			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50
03/29/10	Correspondence with J. Schairer re: draft 4/7/10 agenda (.1); Conference with C. Jang re: same (.1)			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00
03/31/10	Update 4/7/10 hearing agenda (.2); Update 4/7/10 hearing binders (.1); Update motion chart (.1)			
Paralegal	Jamie E. Schairer	0.40 hrs.	195.00	\$78.00
03/31/10	Email to J. Schairer re: agenda			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50

Total Fees for Professional Services **\$5,152.00**

TOTAL DUE FOR THIS INVOICE **\$5,152.00**
BALANCE BROUGHT FORWARD **\$14,626.30**

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 20
Client # 707765

Matter # 167839

TOTAL DUE FOR THIS MATTER

\$19,778.30

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 21
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to General Corporate/Real Estate

03/17/10	E-mail correspondence with C. Jang and D. Griffiths re: trust issue (.2); E-mail correspondence with Z. Shapiro re: same (.1)			
Director	Paul N. Heath	0.30 hrs.	525.00	\$157.50
03/18/10	Secretary of State research in connection with trust issues			
Paralegal	Carol A Chubb	0.20 hrs.	170.00	\$34.00
03/18/10	Telephone call with W. Peterson re: dissolution of trust issues			
Associate	Chun I. Jang	0.20 hrs.	340.00	\$68.00
03/18/10	Review emails (x2) from W. Peterson re: trust issue (.1); E-mail correspondence with C. Jang and W. Peterson re: same (.1)			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
03/18/10	Review Declaration of Trust re: dissolution mechanics (.6); telephone call with C. Jang re: status (.1); telephone call with Weil Gotshal re: dissolution steps (.3)			
Associate	Wes Peterson	1.00 hrs.	385.00	\$385.00
03/19/10	Review emails from B. Rosoff and R. Lemons re: FDIC issues			
Director	Paul N. Heath	0.40 hrs.	525.00	\$210.00
03/20/10	Review emails (x5) from B. Rosoff and R. Lemons re: FDIC issues			
Director	Paul N. Heath	0.40 hrs.	525.00	\$210.00

Total Fees for Professional Services \$1,169.50

TOTAL DUE FOR THIS INVOICE **\$1,169.50**
BALANCE BROUGHT FORWARD \$915.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 22
Client # 707765

Matter # 167839

TOTAL DUE FOR THIS MATTER

\$2,084.50

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 23
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Schedules/SOFA/U.S. Trustee Reports

03/03/10	Assist J. Schairer with schedules and statements binders in preparation for 341 hearing			
Paralegal	Robyn K. Sinclair	1.00 hrs.	195.00	\$195.00
03/08/10	Review emails from Z. Shapiro and J. Ganesh re: amendments to schedules			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/08/10	Email correspondence with Z. Shapiro re: amended schedules			
Associate	Lee Kaufman	0.10 hrs.	315.00	\$31.50
03/08/10	Review of email from Z. Shapiro re: schedules and statements			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/09/10	Call with M. West re: MORs			
Associate	Chun I. Jang	0.20 hrs.	340.00	\$68.00
03/11/10	Review emails from Z. Shapiro and J. Ganesh re: amendments to schedules and statements			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/11/10	Correspondence with J. Ganesh re: amended schedules (.2); Review draft amended schedules (.1); Correspondence with P. Heath and C. Jang re: same (.1)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00
03/12/10	Research re: first quarterly report			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
03/12/10	Conference with C. Jang re: amendments to schedules			
Associate	Zachary I. Shapiro	0.10 hrs.	290.00	\$29.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 24
Client # 707765

Matter # 167839

03/22/10	Attention to email from V. Vron re: monthly operating report			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/22/10	E-mail correspondence with Z. Shapiro re: amended schedules (.1); Review same (.2); E-mail correspondence with Z. Shapiro and J. Ganesh re: same (.1)			
Director	Paul N. Heath	0.40 hrs.	525.00	\$210.00
03/22/10	Review correspondence from J. Ganesh re: amendments to schedules (.2); Review amendments to schedules (.2); Conference with C. Jang re: same (.2); Call with J. Ganesh re: same (.1); Draft, revise and finalize email memorandum to J. Ganesh and V. Vron re: comments to schedules and statements (.8); Conference with L. Kaufman re: same (.1)			
Associate	Zachary I. Shapiro	1.60 hrs.	290.00	\$464.00
03/23/10	Teleconference call re: monthly operating report			
Associate	Chun I. Jang	0.40 hrs.	340.00	\$136.00
03/23/10	Review email from J. Ganish re: amended schedules (.1); E-mail correspondence with J. Ganesh and Z. Shapiro re: same (.2)			
Director	Paul N. Heath	0.30 hrs.	525.00	\$157.50
03/23/10	Correspondence with J. Ganesh re: amended schedules			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00
03/26/10	Efile amended schedules B and F for Advanta Corp. (.2); Efile amended schedule B for Advanta Mortgage Corp. USA (.2); Efile amended schedule B for Advanta Shared Services Corp. (.2); Serve all amended schedules along with notice (.2); Update index re: schedules and statements (.1)			
Paralegal	Jamie E. Schairer	0.90 hrs.	195.00	\$175.50
03/26/10	Review amended schedules for filing			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 25
Client # 707765

Matter # 167839

03/26/10	Correspondence with J. Ganesh re: amended schedules (.2); Conference with C. Jang re: same (.2); Review, revise and finalize same, including notice of filing of same (.5); Conference with J. Schairer re: filing and service of same (.1); Correspondence with J. Schairer re: same (.2); Correspondence with M. Wasserman re: same (.1)			
Associate	Zachary I. Shapiro	1.30 hrs.	290.00	\$377.00
03/29/10	Prepare schedules and statements for 341 meeting			
Paralegal	Robyn K. Sinclair	1.00 hrs.	195.00	\$195.00
03/29/10	Correspondence with M. Wasserman re: Advanta Corp.'s amended Schedule F (.2); Correspondence with J. Ganesh re: same (.1); Correspondence with J. Schairer re: same (.1); Correspondence with D. Lewandowski re: same (.1)			
Associate	Zachary I. Shapiro	0.50 hrs.	290.00	\$145.00
03/30/10	Email Z. Shapiro and C. Jang re: deadline to file quarterly OCP report			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50
03/30/10	Correspondence with C. Jang re: draft February 2010 monthly operating report			
Associate	Zachary I. Shapiro	0.10 hrs.	290.00	\$29.00
03/31/10	Efile February monthly operating report (.1); Coordinate delivery of same to U.S. Trustee (.1); Draft affidavit of service re: same (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
03/31/10	Review, revise and finalize February 2010 monthly operating report (.2); Conferences with C. Jang re: same (.2); Correspondence with J. Sagot re: same (.2); Correspondence with J. Schairer re: filing and service of same (.1)			
Associate	Zachary I. Shapiro	0.70 hrs.	290.00	\$203.00

Total Fees for Professional Services

\$2,913.50

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 26
Client # 707765

Matter # 167839

TOTAL DUE FOR THIS INVOICE	<u>\$2,913.50</u>
BALANCE BROUGHT FORWARD	\$4,969.80
TOTAL DUE FOR THIS MATTER	<u>\$7,883.30</u>

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 27
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Employee Issues

03/01/10	Email R. Lemons re: severance issues (.1); Email M. Collins re: severance research (.1)			
Associate	Chun I. Jang	0.20 hrs.	340.00	\$68.00
03/01/10	Review prepetition severance plan and case law in Third Circuit dealing with same			
Director	Mark D. Collins	0.80 hrs.	675.00	\$540.00
03/01/10	Meet with C. Jang re: employee issue (.1); Email with M. Collins, C. Jang and R. Lemons re: severance issue (.1)			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
03/02/10	Prepare for conference call with WGM re: severance issues (.8); Discussion with M. Collins and P. Heath re: severance issues (.2); Attend conference call re: same (.4); Discussion with M. Collins and P. Heath re: same (.1)			
Associate	Chun I. Jang	1.50 hrs.	340.00	\$510.00
03/02/10	Meeting with P. Heath and C. Jang re: status of prepetition severance plan (.3); Call with P. Heath, C. Jang and R. Lemons re: same (.5)			
Director	Mark D. Collins	0.80 hrs.	675.00	\$540.00
03/02/10	Prepare for call re: severance issues (.4); Call with R. Lemons, M. Collins, and V. Vron re: severance (.5); Email with R. Lemons re: severance issue (.1)			
Director	Paul N. Heath	1.00 hrs.	525.00	\$525.00
03/03/10	Review correspondence from J. Plavner re: severance amounts (.3); Call with R. Lemons re: same (.3); Call with J. Plavner and R. Lemons re: same (.9)			
Director	Mark D. Collins	1.50 hrs.	675.00	\$1,012.50

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 28
Client # 707765

Matter # 167839

03/03/10	Review of email from R. Lemons re: severance issues (.1); Email with M. Collins and R. Lemons re: severance issues (.1)			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
03/04/10	Call with R. Lemons re: severance/401k issues (.3); Call with D. Klauder re: same (.3); Communications with R. Lemons re: same (.1)			
Director	Mark D. Collins	0.70 hrs.	675.00	\$472.50
03/18/10	Review email from D. Hoehne re: severance motion and email to M. Collins re: same			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/19/10	File motion for authority to implement Postpetition severance plan (.2); Coordinate service of same (.1); File motion to shorten notice re: same (.2); Coordinate service of same (.1); Email to claims agent re: special service parties (.1)			
Paralegal	Cathy M. Greer	0.70 hrs.	195.00	\$136.50
03/19/10	E-mail to M. Collins re: severance motion (.1); Review postpetition severance motion and motion to shorten notice re: same (.7); E-mail correspondence with D. Hoehne and V. Vron re: same (.1); Conference with M. Collins re: same (.1)			
Associate	Chun I. Jang	1.00 hrs.	340.00	\$340.00
03/19/10	Draft notice of severance plan motion and motion to shorten re: same (.4); Circulate same to Z. Shapiro for review (.1)			
Paralegal	Jamie E. Schairer	0.50 hrs.	195.00	\$97.50
03/19/10	Review and comment on motion to approve modified severance plan			
Director	Mark D. Collins	0.70 hrs.	675.00	\$472.50
03/19/10	E-mail correspondence with R. Lemons re: severance motion (.1); Review and revise same (.3); E-mail correspondence with D. Hoehne and C. Jang re: same (.1); E-mail correspondence with C. Jang re: same (.1); E-mail correspondence with M. Collins and R. Lemons re: same (.2)			
Director	Paul N. Heath	0.80 hrs.	525.00	\$420.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 29
Client # 707765

Matter # 167839

03/19/10	Draft, revise and finalize motion to pay severance payments (1.1); Correspondence with D. Hoehne re: same (.3); Finalize notice of filing of same (.1) Correspondence with C. Jang re: same (.2)			
Associate	Zachary I. Shapiro	1.70 hrs.	290.00	\$493.00
03/22/10	Circulate motion to implement postpetition severance program to distribution (.1); Circulate motion to shorten re: same to distribution (.1); Circulate order re: motion to shorten re: same to distribution (.1); Serve order re: motion to shorten re: same to distribution (.1)			
Paralegal	Jamie E. Schairer	0.40 hrs.	195.00	\$78.00
03/22/10	Conference with C. Jang re: severance issue (.2); Conference with C. Jang and Z. Shapiro re: same (.1); E-mail correspondence with Z. Shapiro and D. Hoehne re: severance motion (.1)			
Director	Paul N. Heath	0.40 hrs.	525.00	\$210.00
03/22/10	Correspondence with V. Vron re: service issues in connection with motion to pay post-petition severance (.2); Call with D. Hoehne re: same (.3); Call with D. Hoehne re: same (.2); Conference with C. Jang and P. Heath re: same (.2); Correspondence with M. Wasserman re: same (.1); Correspondence with J. Schairer re: service of order granting motion to shorten re: motion to pay post-petition severance (.2)			
Associate	Zachary I. Shapiro	1.20 hrs.	290.00	\$348.00
03/23/10	Correspondence with V. Vron re: service issues in connection with motion to pay severance (.3); Correspondence with M. Wasserman re: same (.2); Correspondence with C. Jang re: same (.2); Conference with C. Jang re: same (.1); Conference with P. Heath re: same (.1); Correspondence with D. Hoehne re: same (.1); Review affidavits of service re: confidentiality issues (.3); Correspondence with M. Wasserman re: same (.1)			
Associate	Zachary I. Shapiro	1.40 hrs.	290.00	\$406.00
03/25/10	Efile declaration in support of severance plan motion (.2); Serve same (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 30
Client # 707765

Matter # 167839

03/25/10	Review Rosoff declaration in support of severance motion			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
03/25/10	Correspondence with D. Hoehne re: declaration in support of severance motion (.1); Correspondence with V. Vron re: same (.1); Review, revise and finalize declaration in support of severance motion (.4); Correspondence with J. Schairer re: service and filing of same (.1)			
Associate	Zachary I. Shapiro	0.70 hrs.	290.00	\$203.00
03/26/10	Telephone call with V. Vron re: Cobra payments			
Associate	Chun I. Jang	0.20 hrs.	340.00	\$68.00
03/26/10	E-mail correspondence with C. Jang re: employee issue			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/29/10	Conference with P. Heath re: Cobra issues			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/29/10	Conference with C. Jang re: employee issue			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/31/10	Review email from D. Klauder re: severance motion and email correspondence with R. Lemons and V. Vron re: same			
Associate	Chun I. Jang	0.30 hrs.	340.00	\$102.00
03/31/10	E-mail correspondence with C. Jang re: severance issue (.2); Review severance motion (.3); E-mail correspondence with V. Vron, C. Jang and R. Lemons re: severance issues (.2)			
Director	Paul N. Heath	0.70 hrs.	525.00	\$367.50
03/31/10	Correspondence with R. Lemons re: severance motion (.2); Correspondence with V. Vron re: same (.3); Correspondence with C. Jang re: same (.2)			
Associate	Zachary I. Shapiro	0.70 hrs.	290.00	\$203.00

Total Fees for Professional Services

\$8,159.50

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 31
Client # 707765

Matter # 167839

TOTAL DUE FOR THIS INVOICE	<u>\$8,159.50</u>
BALANCE BROUGHT FORWARD	<u>\$6,782.20</u>
TOTAL DUE FOR THIS MATTER	\$14,941.70

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 32
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Tax Issues

03/12/10	Discussion with P. Heath re: tax filings (.1); Call with P. Heath and R. Lemons re: same (.4); Call with R. Lemons re: emergency motion to compel re: NOL carryback (.1); Email same to R. Lemons (.1); Review same (.3); Call with chambers re: same (.1); Call with P. Heath and R. Lemons re: same (.3); Review email from R. Lemons re: motion to compel re: NOL carryback and motion to shorten notice re: same (.1)			
Associate	Chun I. Jang	1.50 hrs.	340.00	\$510.00
03/12/10	Retrieve emergency motion of Advanta Bank Corp. re: 2009 tax returns (.1); Retrieve motion to shorten notice re: same (.1) Circulate both to C. Jang (.1); Circulate both to distribution (.1); Retrieve notice of withdrawal re: motion to shorten notice (.1); Retrieve motion to shorten notice (.1); Circulate both to distribution (.1)			
Paralegal	Jamie E. Schairer	0.70 hrs.	195.00	\$136.50
03/12/10	Conference with C. Jang re: tax issue (.2); Telephone calls (x2) with R. Lemons and C. Jang re: same (.8); E-mail correspondence with C. Jang re: same (.1); Conference with C. Jang re: emergency motion re: same (.1)			
Director	Paul N. Heath	1.20 hrs.	525.00	\$630.00
03/12/10	Conference with C. Jang re: Advanta Bank Corp's motion to extend time for debtors to file tax return and to elect to carry back 2009 net operating losses			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00
03/13/10	Attention to emails from R. Lemons and P. Heath re: response to Advanta Bank Corp.'s motion to compel re: NOL carryback			
Associate	Chun I. Jang	0.20 hrs.	340.00	\$68.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 33
Client # 707765

Matter # 167839

03/13/10	Review e-mail from R. Lemons re: tax issues (.2); E-mail correspondence with R. Lemons re: same (.2); Review e-mails (4) from R. Lemons re: same (.3); E-mail correspondence with R. Lemons re: tax motion (.1); Review draft response to tax motion (.7); E-mail correspondence with C. Jang re: same (.2); Review e-mail from S. Goldring re: tax issue (.1)			
Director	Paul N. Heath	1.80 hrs.	525.00	\$945.00
03/14/10	Review draft response to Advanta Bank Corp.'s motion to compel re: NOL carryback (.5); Review emails (x48) re: same (1.4); Email P. Heath re: same (.1); Call with P. Heath and R. Lemons re: same (.4); Review Advanta Bank Corp.'s complaint for TRO (.3)			
Associate	Chun I. Jang	2.70 hrs.	340.00	\$918.00
03/14/10	Telephone call with R. Lemons and C. Jang re: tax motion issues (.4); E-mail correspondence (x2) with R. Lemons and C. Jang re: tax issues (.3); Review revised response to tax motion (.2); E-mail correspondence with R. Lemons and R. Levine re: tax motion (.1); Review e-mail from D. Hoehne re: same (.1)			
Director	Paul N. Heath	1.10 hrs.	525.00	\$577.50
03/15/10	Review draft response to Advanta Bank Corp.'s motion to compel re: NOL carryback (.3); Email correspondence with D. Hoehne and R. Lemons re: same (.2); Discussion with R. Silberglied re: possible appeal of TRO (.1); Discussion with M. Ramos re: same (.1); Discussion with R. Stearn and M. Collins re: same (.1); Discussion with R. Maddox re: research re: same (.1); Call with P. Heath re: same (.1); Call with chambers re: filed motions and responses and emergency hearing (.1); Call with P. Heath and R. Lemons re: same (.2); Review and revise response to Advanta Bank Corp.'s motion to compel re: NOL carryback and prepare for filing (.8); Attention to issues re: possible appeal of TRO (.6); Discussions with C. Kandestin re: motion for relief from stay pending appeal (.2)			
Associate	Chun I. Jang	2.90 hrs.	340.00	\$986.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 34
Client # 707765

Matter # 167839

03/15/10	Prepare for and file objection to ABC Papers' motion to compel re: 2009 tax returns (.4); Coordinate delivery of same to chambers (.2); Serve same (.3); Draft affidavit of service of same (.2); Circulate as filed version of same to C. Jang (.2); Circulate to distribution Committee's joinder to ABC Papers' motion to compel re: 2009 tax returns (.2); Provide Z. Shapiro with declaration in support of ABC Papers' motion to compel re: 2009 tax returns (.1)			
Paralegal	Jamie E. Schairer	1.60 hrs.	195.00	\$312.00
03/15/10	Review final response to tax motion (.4); E-mail correspondence with C. Jang and R. Lemons re: same (.1); Review committee joinder to objection to tax motion (.1)			
Director	Paul N. Heath	0.60 hrs.	525.00	\$315.00
03/15/10	Research interlocutory appeal of TRO (.3); Research interlocutory appeals and collateral order doctrine (.7); Review Colliers for collateral order doctrine (.3)			
Associate	Robert C. Maddox	1.30 hrs.	240.00	\$312.00
03/15/10	File affidavit of service re: objection to motion to compel filing a request for extension to file 2009 federal tax return			
Paralegal	Robyn K. Sinclair	0.20 hrs.	195.00	\$39.00
03/16/10	E-mail correspondence with C. Jang and R. Lemons re: tax issue			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/21/10	Review emails from R. Lemons, B. Rosoff and V. Vron re: tax issue			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
03/25/10	Correspondence with D. Hoehne re: equity and claims trading motion (.2); Factual investigation re: same (.2)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00

Total Fees for Professional Services

\$6,080.50

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 35
Client # 707765

Matter # 167839

TOTAL DUE FOR THIS INVOICE	<u>\$6,080.50</u>
BALANCE BROUGHT FORWARD	\$666.70
TOTAL DUE FOR THIS MATTER	<u>\$6,747.20</u>

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 36
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Litigation/Adversary Proceedings

03/01/10	Email correspondence with M. Collins re: litigation expert			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/01/10	Communications with C. Jang re: retention of expert			
Director	Mark D. Collins	0.10 hrs.	675.00	\$67.50
03/14/10	E-mail correspondence with R. Lemons re: tax motion TRO (.2); Review Advanta Bank Corp. complaint and e-mail from R. Lemons re: same (.3); E-mail correspondence with R. Lemons and C. Jang re: appeal issue (.2)			
Director	Paul N. Heath	0.70 hrs.	525.00	\$367.50
03/15/10	Begin drafting motion for stay pending appeal			
Associate	Cory D. Kandestin	2.70 hrs.	290.00	\$783.00
03/15/10	Review TRO and complaint filed by Advanta Bank Corp (.5); Meetings with C. Jang re: same (.2)			
Director	Mark D. Collins	0.70 hrs.	675.00	\$472.50
03/15/10	Telephone calls (x2) with C. Jang re: TRO issues (.4); Telephone call to C. Jang re: same (.1); E-mail correspondence with C. Jang re: same (.2); Telephone call with R. Lemons and C. Jang re: same (.3); E-mail correspondence with C. Jang re: appeal issue (.2); E-mail correspondence with R. Jordan and C. Jang re: stay pending appeal issue (.2)			
Director	Paul N. Heath	1.40 hrs.	525.00	\$735.00
03/15/10	Conference with C. Jang re: TRO issues			
Director	Russell Silberglied	0.20 hrs.	600.00	\$120.00
03/16/10	Email correspondence with R. Lemons re: status of filings by Advanta Bank Corp. (.1); Review dockets and email R. Lemons re: same (.1)			
Associate	Chun I. Jang	0.20 hrs.	340.00	\$68.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 37
Client # 707765

Matter # 167839

03/16/10	E-mail correspondence with R. Lemons and C. Jang re: adversary proceeding			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/19/10	Review email from R. Lemons re: FDIC seizure (.1); Review amended complaint and associated pleadings filed by Advanta Bank Corp. (.4); Review emails (x10) from R. Lemons and company re: FDIC seizure and status of adversary (.3)			
Associate	Chun I. Jang	0.80 hrs.	340.00	\$272.00
03/20/10	Review emails (x6) from R. Lemons and B. Rosoff re: FDIC seizure of Advanta Bank Corp.			
Associate	Chun I. Jang	0.20 hrs.	340.00	\$68.00
03/21/10	Review emails from R. Lemons and B. Rosoff re: FDIC seizure of Advanta Bank Corp.			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/22/10	E-mail correspondence with R. Lemons re: ABC adversary proceeding			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/23/10	Review Advanta Bank Corp litigation pleadings (.4); Calls (x2) with J. Dubow re: Chancery Court matter (.2); Communications with G. Varallo and G. Williams re: same (.1)			
Director	Mark D. Collins	0.70 hrs.	675.00	\$472.50
03/24/10	Conference with M. Ramos re: adversary scheduling (.1); E-mail correspondence (x2) with R. Lemons re: same (.2); Conference with P. Heath re: same (.1)			
Associate	Chun I. Jang	0.40 hrs.	340.00	\$136.00
03/24/10	Conferences (2) with C. Jang re: FDIC adversary proceeding (.4); E-mail correspondence with R. Lemons and C. Jang re: same (.2)			
Director	Paul N. Heath	0.60 hrs.	525.00	\$315.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 38
Client # 707765

Matter # 167839

03/25/10	Attention to chambers procedures re: adversary proceedings and email to V. Vron re: same			
Associate	Chun I. Jang	0.20 hrs.	340.00	\$68.00
03/25/10	E-mail correspondence with V. Vron and C. Jang re: scheduling order (.1); Conference with C. Jang re: same (.1)			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
03/26/10	Telephone call with V. Vron re: adversary scheduling (.2); Review scheduling stipulation (.1); Conference with M. Ramos re: same (.1); Conference with P. Heath re: same and e-mail to D. Hoehne (.1); E-mail correspondence with D. Hoehne re: same (.1)			
Associate	Chun I. Jang	0.60 hrs.	340.00	\$204.00
03/26/10	Review scheduling order (.1); Conference with C. Jang re: same (.1); E-mail correspondence with C. Jang re: scheduling stipulation (.1)			
Director	Paul N. Heath	0.30 hrs.	525.00	\$157.50
03/27/10	Review revised scheduling stipulation for adversary proceeding			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/29/10	Review revised draft of scheduling order and email inquiry from D. Hoehne re: same (.1); Telephone call with D. Hoehne re: scheduling stipulation (.1); Conference with P. Heath re: same (.1)			
Associate	Chun I. Jang	0.30 hrs.	340.00	\$102.00
03/29/10	Conference with C. Jang re: scheduling order (.2); E-mail correspondence with C. Jang re: same (.1)			
Director	Paul N. Heath	0.30 hrs.	525.00	\$157.50
Total Fees for Professional Services				\$4,878.00

TOTAL DUE FOR THIS INVOICE

\$4,878.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 39
Client # 707765

Matter # 167839

BALANCE BROUGHT FORWARD	\$777.70
TOTAL DUE FOR THIS MATTER	\$5,655.70

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 40
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Retention of Others

03/01/10	Email with C. Jang re: retention issue			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/08/10	Review e-mails (x2) from V. Vron re: KPMG retention and e-mail to P. Heath re: same (.2); E-mail to P. Heath re: same (.1); Conference with P. Heath re: same and e-mail to V. Vron and R. Lemons re: same (.1)			
Associate	Chun I. Jang	0.40 hrs.	340.00	\$136.00
03/08/10	Meet with C. Jang re: retention issues (.2); Email with C. Jang re: same (.2)			
Director	Paul N. Heath	0.40 hrs.	525.00	\$210.00
03/11/10	E-mail correspondence with D. Griffiths re: ordinary course professional declarations			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/18/10	Telephone call with V. Vron re: retention of liquidator			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00

Total Fees for Professional Services \$466.50

TOTAL DUE FOR THIS INVOICE	<u>\$466.50</u>
BALANCE BROUGHT FORWARD	\$4,056.60
TOTAL DUE FOR THIS MATTER	<u>\$4,523.10</u>

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 41
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to RLF Fee Applications

03/01/10	Draft certification of no objection re: January fee application of RLF			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
03/10/10	Review bill memorandum			
Paralegal	Jamie E. Schairer	1.10 hrs.	195.00	\$214.50
03/19/10	Review docket re: objections to RLF's January fee application			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50
03/22/10	Email to M. Collins, P. Heath and C. Jang re: informal objections to RLF's January fee application (.1); Finalize certification of no objection re: RLF's January fee application and circulate same to Z. Shapiro for review (.1); Efile same (.1); Circulate certifications of no objection re: RLF's and KPMG's January fee application to G. Hewitt for payment (.1)			
Paralegal	Jamie E. Schairer	0.40 hrs.	195.00	\$78.00
03/22/10	E-mail correspondence with J. Schairer re: RLF fee application			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/22/10	Review, revise and finalize certification of no objection re: RLF's January fee application (.2); Review, revise and finalize RLF's February 2010 bill memorandum (.6); Conference with P. Heath re: same (.1)			
Associate	Zachary I. Shapiro	0.90 hrs.	290.00	\$261.00
03/23/10	Conference with Z. Shapiro re: RLF fee application			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/24/10	Multiple emails with G. Hewitt re: RLF billing information (.3); Telephone call with Accounting re: same (.1)			
Paralegal	Jamie E. Schairer	0.40 hrs.	195.00	\$78.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 42
Client # 707765

Matter # 167839

03/25/10	Circulate RLF's first fee application and certification of no objection re: same to G. Hewitt (.2); Multiple emails with Z. Shapiro re: G. Hewitt's request for RLF's W-9 (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
03/25/10	Correspondence with J. Schairer re: RLF's first monthly fee application (.2); Correspondence with G. Hewitt re: same (.1)			
Associate	Zachary I. Shapiro	0.30 hrs.	290.00	\$87.00
03/26/10	Telephone call with Accounting re: RLF's W-9 (.1); Circulate RLF's W-9 to G. Hewitt (.1)			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
03/30/10	Review and prepare February fee application of RLF for filing (.5); Draft notice of same (.2); Circulate same to Z. Shapiro for review (.1); Efile February fee application of RLF (.2); Serve same (.1)			
Paralegal	Jamie E. Schairer	1.10 hrs.	195.00	\$214.50
03/30/10	Review RLF fee application for filing			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
03/30/10	Review, revise and finalize RLF's third monthly fee application and related notice of filing of same (.3); Conference with J. Schairer re: comments to same and service and filing of same (.1); Correspondence with J. Schairer re: same (.1); Correspondence with K. Petriano re: same (.1)			
Associate	Zachary I. Shapiro	0.60 hrs.	290.00	\$174.00
03/31/10	Draft certification of no objection re: February fee application of RLF			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
Total Fees for Professional Services				\$1,459.50

TOTAL DUE FOR THIS INVOICE

\$1,459.50

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 43
Client # 707765

Matter # 167839

BALANCE BROUGHT FORWARD	\$1,541.10
TOTAL DUE FOR THIS MATTER	\$3,000.60

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 44
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Fee Applications of Others

03/01/10	Review docket re: filed fee applications and certifications of no objection re: same (.2); Update fee application chart (.3); Draft certification of no objection re: January fee application of KPMG (.2)			
Paralegal	Jamie E. Schairer	0.70 hrs.	195.00	\$136.50
03/04/10	Review correspondence from A. Sagat re: payment procedures for professionals (.2); Correspondence to J. Schairer re: same (.2)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00
03/08/10	Review W. Smith fee application			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
03/08/10	Review docket re: recently filed certifications of no objection (.1); Circulate certification of no objection re: first fee application of FTI Consulting along with corresponding fee application to G. Hewitt (.3); Update fee application chart (.2)			
Paralegal	Jamie E. Schairer	0.60 hrs.	195.00	\$117.00
03/12/10	Research re: first interim fee application (.2); Return telephone call of J. Goreman re: same (.3)			
Paralegal	Jamie E. Schairer	0.50 hrs.	195.00	\$97.50
03/15/10	Email to claims agent re: Alvarez fee application (.1); File Alvarez & Marsal second fee application (.2); Coordinate service of same (.1)			
Paralegal	Cathy M. Greer	0.40 hrs.	195.00	\$78.00
03/15/10	Review emails (x5) from C. Greer, K. Petriano and Z. Shapiro re: Alvarez fee application			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 45
Client # 707765

Matter # 167839

03/15/10	Prepare January fee application of Alvarez for filing (.3); Draft notice of same (.2); Circulate same to Z. Shapiro for review (.1)			
Paralegal	Jamie E. Schairer	0.60 hrs.	195.00	\$117.00
03/15/10	Correspondence with from M. Napoliello re: Advanta's second monthly fee application (.1); Correspondence with J. Schairer re: same (.1); Review, revise and finalize same and related notice of filing of same (.2); Conference with C. Greer re: service and filing of same (.1); Correspondence with C. Greer re: same (.1); Correspondence with K. Petriano re: same (.1)			
Associate	Zachary I. Shapiro	0.70 hrs.	290.00	\$203.00
03/16/10	Update fee application chart (.2); Draft certification of no objection re: January fee application of A & M (.3)			
Paralegal	Jamie E. Schairer	0.50 hrs.	195.00	\$97.50
03/17/10	Return telephone call and leave message for J. Goreman re: deadline to file first interim fee applications			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50
03/19/10	File Weil first fee application (.2); Coordinate service of same (.1)			
Paralegal	Cathy M. Greer	0.30 hrs.	195.00	\$58.50
03/19/10	Draft, revise and finalize Weil's first fee application and related notice of filing of same (.2); Correspondence with J. Ganesh re: same (.2); Conference with C. Greer re: same (.1); Correspondence with C. Greer re: same (.1)			
Associate	Zachary I. Shapiro	0.60 hrs.	290.00	\$174.00
03/22/10	Review docket re: formal objections to January fee application of KPMG (.1); Circulate certification of no objection re: January fee application of KPMG to P. Tatum for review (.1); Efile same (.1); Update fee application chart (.2); Draft certification of no objection re: first fee application of WGM (.3)			
Paralegal	Jamie E. Schairer	0.80 hrs.	195.00	\$156.00

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 46
Client # 707765

Matter # 167839

03/22/10	Review, revise and finalize certification of no objection re: KPMG's January fee application (.2); Conference with J. Schairer re: same (.1); Conference with J. Schairer re: Alvarez pending fee applications (.2)			
Associate	Zachary I. Shapiro	0.50 hrs.	290.00	\$145.00
03/29/10	Circulate W. Smith's first fee application and certification of no objection re: same to G. Hewitt for payment (.2); Update fee application chart (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
03/29/10	Review correspondence from J. Schairer re: W.H. Smith's first fee application (.1); Review W.H. Smith's first fee application (.1); Correspondence with B. Ruhlander re: same (.1); Correspondence with M. White re: same (.2); Correspondence with G. Hewitt re: same (.2)			
Associate	Zachary I. Shapiro	0.70 hrs.	290.00	\$203.00
03/30/10	Update fee application chart			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50
03/30/10	Correspondence with G. Hewitt re: W. H. Smith's first fee application			
Associate	Zachary I. Shapiro	0.10 hrs.	290.00	\$29.00
03/31/10	File KPMG third fee application (.3); Coordinate service of same (.1)			
Paralegal	Cathy M. Greer	0.40 hrs.	195.00	\$78.00
03/31/10	Update fee application chart (.2); Retrieve and circulate first and second fee applications of Latham & Watkins, certifications of no objections re: same and wire instructions for Latham & Watkins to G. Hewitt (1.0); Prepare February fee application of KPMG for filing (.1); Draft notice of same (.1); Circulate February fee application of KPMG to Z. Shapiro for review (.1); Circulate Latham & Watkins's W-9 to G. Hewitt (.1)			
Paralegal	Jamie E. Schairer	1.60 hrs.	195.00	\$312.00
Total Fees for Professional Services				\$2,283.50

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 47
Client # 707765

Matter # 167839

TOTAL DUE FOR THIS INVOICE	\$2,283.50
BALANCE BROUGHT FORWARD	\$2,420.80
TOTAL DUE FOR THIS MATTER	\$4,704.30

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 48
Client # 707765

Matter # 167839

For services through March 31, 2010
relating to Insurance

03/16/10	Review draft D&O insurance motion			
Director	Paul N. Heath	0.30 hrs.	525.00	\$157.50
03/19/10	Draft notice of motion to modify automatic stay to allow advancement under insurance policies (.2); Circulate same to Z. Shapiro for review (.1); Efile motion to modify automatic stay to allow advancement under insurance policies (.3); Serve same (.1)			
Paralegal	Jamie E. Schairer	0.70 hrs.	195.00	\$136.50
03/22/10	Circulate revised DO insurance motion to distribution			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50
03/31/10	Retrieve limited objection of Western PA Electrical Employees Pension Fund to revised DO insurance motion (.1); Circulate same to distribution (.1)			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
03/31/10	Review objection to insurance motion			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50

Total Fees for Professional Services \$405.00

TOTAL DUE FOR THIS INVOICE **\$405.00**

BALANCE BROUGHT FORWARD \$11.70

TOTAL DUE FOR THIS MATTER **\$416.70**

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 49
Client # 707765

Summary of Hours

	Hours	Rate/Hr	Dollars
Ann Jerominski	0.70	195.00	136.50
Brenda D. Tobin	1.50	100.00	150.00
Carol A Chubb	0.20	170.00	34.00
Cathy M. Greer	2.40	195.00	468.00
Chun I. Jang	26.60	340.00	9,044.00
Cory D. Kandestin	2.70	290.00	783.00
Jamie E. Schairer	31.60	195.00	6,162.00
Janel Gates	0.40	195.00	78.00
Jason M. Madron	0.10	390.00	39.00
L. Katherine Good	0.10	340.00	34.00
Lee Kaufman	0.30	315.00	94.50
Mark D. Collins	6.20	675.00	4,185.00
Paul N. Heath	22.20	525.00	11,655.00
Robert C. Maddox	1.30	240.00	312.00
Robyn K. Sinclair	2.40	195.00	468.00
Russell Silberglied	0.20	600.00	120.00
Wes Peterson	1.00	385.00	385.00
Zachary I. Shapiro	31.00	290.00	8,990.00
TOTAL	130.90	\$329.55	43,138.00

TOTAL DUE FOR THIS INVOICE

\$45,346.74

Payment may be made by wire transfer to our account at Wilmington Trust Company, Rodney Square North, Wilmington, Delaware 19890, Account No. 2264-1174, ABA No. 031100092. Please indicate on wire transfer the invoice number stated above.

Photocopying and printing are charged at \$0.10 per page. Telephone charges are billed at standard AT&T rates which may not be our cost.

PAYABLE WHEN RENDERED

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 50
Client # 707765

707765

Exhibit B

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

Tax I.D. No.: 51-0226371

April 27, 2010
Invoice 354990

Page 1
Client # 707765
Matter # 167839

For disbursements incurred through March 31, 2010
relating to Advanta - Restructuring Advice

OTHER CHARGES:

Binding	\$28.00
Business Meals	\$258.84
Court Reporter Services	\$112.75
Document Retrieval	\$129.36
Lexis/Westlaw	\$687.01
Long distance telephone charges	\$173.75
Messenger and delivery service	\$37.43
Photocopying/Printing 5,399 @ \$.10 pg. / 2,417 @ \$.10 pg.	\$781.60
Other Charges	\$2,208.74

TOTAL DUE FOR THIS INVOICE	\$2,208.74
BALANCE BROUGHT FORWARD	\$1,326.03
TOTAL DUE FOR THIS MATTER	\$3,534.77



Jay A. Dubor, Esq.
 Vice President, General Counsel and Chief Administrative Officer
 Advanta Corp.
 Welsh and McKean Roads
 P.O. Box 844
 Spring House PA 19477-0844

April 27, 2010
 Invoice 354990
 Page 51
 Client # 707765

Client: Advanta Corp.

Matter: Advanta - Restructuring Advice
 Case Administration
 Creditor Inquiries
 Meetings
 Executory Contracts/Unexpired Leases
 Automatic Stay/Adequate Protection
 Plan of Reorganization/Disclosure Statement
 Use, Sale of Assets
 Claims Administration
 Court Hearings
 General Corporate/Real Estate
 Schedules/SOFA/U.S. Trustee Reports
 Employee Issues
 Tax Issues
 Litigation/Adversary Proceedings
 Retention of Others
 RLF Fee Applications
 Fee Applications of Others
 Insurance

Date	Description	Summary Phrase
02/01/10	ALL PACER	DOCRETRI
	Amount = \$0.56	
03/01/10	Photocopies	DUP
	Amount = \$1.20	
03/01/10	Photocopies	DUP
	Amount = \$66.40	
03/01/10	Photocopies	DUP
	Amount = \$0.30	
03/01/10	2123108078 Long Distance	LD
	Amount = \$5.56	

Jay A. Dubor, Esq.
 Vice President, General Counsel and Chief Administrative Officer
 Advanta Corp.
 Welsh and McKean Roads
 P.O. Box 844
 Spring House PA 19477-0844

April 27, 2010
 Invoice 354990
 Page 52
 Client # 707765

03/01/10	ALL PACER		DOCRETRI
		Amount = \$7.20	---
03/01/10	Printing		DUP
		Amount = \$1.00	
03/01/10	Printing		DUP
		Amount = \$1.00	
03/01/10	Printing		DUP
		Amount = \$0.10	
03/01/10	Printing		DUP
		Amount = \$1.10	
03/02/10	Photocopies		DUP
		Amount = \$150.80	
03/02/10	Photocopies		DUP
		Amount = \$202.60	
03/02/10	Photocopies		DUP
		Amount = \$70.00	
03/02/10	Messenger and delivery, 3/1/10, Bankruptcy Court, ZIS/JZS		MESS
		Amount = \$4.50	
03/02/10	ALL PACER		DOCRETRI
		Amount = \$1.92	---
03/02/10	Printing		DUP
		Amount = \$0.10	
03/02/10	Printing		DUP
		Amount = \$0.10	
03/02/10	Printing		DUP
		Amount = \$0.20	
03/02/10	Printing		DUP
		Amount = \$0.10	
03/02/10	Printing		DUP
		Amount = \$0.10	
03/02/10	Printing		DUP
		Amount = \$1.00	
03/02/10	Printing		DUP
		Amount = \$6.20	

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 53
Client # 707765

03/02/10	Printing	Amount = \$0.20	DUP
03/02/10	Printing	Amount = \$2.10	DUP
03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$1.10	DUP
03/02/10	Printing	Amount = \$1.60	DUP
03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$0.20	DUP
03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$0.20	DUP
03/02/10	Printing	Amount = \$0.30	DUP
03/02/10	Printing	Amount = \$0.20	DUP
03/02/10	Printing	Amount = \$0.30	DUP
03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$0.20	DUP
03/02/10	Printing	Amount = \$0.10	DUP

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 54
Client # 707765

03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$0.20	DUP
03/02/10	Printing	Amount = \$0.30	DUP
03/02/10	Printing	Amount = \$0.20	DUP
03/02/10	Printing	Amount = \$0.20	DUP
03/02/10	Printing	Amount = \$0.20	DUP
03/02/10	Printing	Amount = \$0.20	DUP
03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$0.20	DUP
03/02/10	Printing	Amount = \$0.20	DUP
03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$0.10	DUP
03/02/10	Printing	Amount = \$0.20	DUP
03/02/10	Printing	Amount = \$0.20	DUP
03/02/10	Printing	Amount = \$0.10	DUP

Jay A. Dubor, Esq.
 Vice President, General Counsel and Chief Administrative Officer
 Advanta Corp.
 Welsh and McKean Roads
 P.O. Box 844
 Spring House PA 19477-0844

April 27, 2010
 Invoice 354990
 Page 55
 Client # 707765

03/02/10	Printing		DUP
		Amount = \$0.10	
03/02/10	Printing		DUP
		Amount = \$0.10	
03/02/10	Printing		DUP
		Amount = \$0.10	
03/02/10	Printing		DUP
		Amount = \$0.10	
03/02/10	Printing		DUP
		Amount = \$0.10	
03/02/10	Printing		DUP
		Amount = \$0.10	
03/02/10	Printing		DUP
		Amount = \$0.10	
03/02/10	Printing		DUP
		Amount = \$0.10	
03/02/10	Printing		DUP
		Amount = \$0.10	
03/03/10	DIAZ DATA SERVICES		CTRPT
		Amount = \$112.75	
03/03/10	MANHATTAN BAGEL COMPANY: Invoice 9580/Breakfast for 4 on 3/3/10/167839		MEALSCL
		Amount = \$85.00	
03/03/10	CAVANAUGH'S RESTAURANT: Invoices 164-165/Food service 3/3/10		MEALSCL
		Amount = \$120.75	
03/03/10	Messenger and delivery, 3/2/10, Bankruptcy Court, JZS		MESS
		Amount = \$4.50	
03/03/10	ALL PACER		DOCRETRI
		Amount = \$3.52	
03/03/10	Printing		DUP
		Amount = \$0.10	
03/03/10	Printing		DUP
		Amount = \$0.10	
03/03/10	Printing		DUP
		Amount = \$0.10	

Jay A. Dubor, Esq.
 Vice President, General Counsel and Chief Administrative Officer
 Advanta Corp.
 Welsh and McKean Roads
 P.O. Box 844
 Spring House PA 19477-0844

April 27, 2010
 Invoice 354990
 Page 56
 Client # 707765

03/04/10	Photocopies	Amount = \$0.70	DUP
03/04/10	Photocopies	Amount = \$0.40	DUP
03/04/10	ALL PACER	Amount = \$1.04	DOCRETRI ---
03/05/10	Binding 2/25/10 to 3/3/10	Amount = \$28.00	BIND
03/08/10	ALL PACER	Amount = \$2.88	DOCRETRI ---
03/08/10	Printing	Amount = \$7.00	DUP
03/09/10	ALL PACER	Amount = \$1.52	DOCRETRI ---
03/10/10	Delivery expense 3/9/10	Amount = \$3.20	MESS
03/12/10	2123108078 Long Distance	Amount = \$27.80	LD
03/12/10	2123108924 Long Distance	Amount = \$23.63	LD
03/12/10	2159882513 Long Distance	Amount = \$4.17	LD
03/12/10	2159882512 Long Distance	Amount = \$11.12	LD
03/12/10	ALL PACER	Amount = \$7.60	DOCRETRI ---
03/15/10	Pepper Hamilton LLP - Messenger and delivery	Amount = \$13.03	MESS
03/15/10	Photocopies	Amount = \$4.30	DUP
03/15/10	Photocopies	Amount = \$11.90	DUP
03/15/10	Photocopies	Amount = \$6.60	DUP

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 57
Client # 707765

03/15/10	Photocopies	Amount = \$2.20	DUP
03/15/10	Photocopies	Amount = \$7.10	DUP
03/15/10	2123108924 Long Distance	Amount = \$13.90	LD
03/15/10	4435534138 Long Distance	Amount = \$9.73	LD
03/15/10	2123108924 Long Distance	Amount = \$11.12	LD
03/15/10	4435534138 Long Distance	Amount = \$12.51	LD
03/15/10	ALL PACER	Amount = \$2.24	DOCRETRI
03/15/10	Printing	Amount = \$2.20	DUP
03/15/10	Printing	Amount = \$2.20	DUP
03/15/10	Printing	Amount = \$3.40	DUP
03/15/10	Printing	Amount = \$7.00	DUP
03/15/10	Printing	Amount = \$2.00	DUP
03/15/10	Printing	Amount = \$2.40	DUP
03/15/10	Printing	Amount = \$11.90	DUP
03/15/10	Printing	Amount = \$11.90	DUP
03/15/10	Printing	Amount = \$11.90	DUP
03/15/10	Printing	Amount = \$11.90	DUP
03/15/10	Printing	Amount = \$11.90	DUP

Jay A. Dubor, Esq.
 Vice President, General Counsel and Chief Administrative Officer
 Advanta Corp.
 Welsh and McKean Roads
 P.O. Box 844
 Spring House PA 19477-0844

April 27, 2010
 Invoice 354990
 Page 58
 Client # 707765

03/15/10	Printing	Amount = \$11.90	DUP
03/15/10	Printing	Amount = \$3.40	DUP
03/15/10	Printing	Amount = \$0.10	DUP
03/15/10	Printing	Amount = \$2.40	DUP
03/15/10	Printing	Amount = \$1.10	DUP
03/15/10	Printing	Amount = \$1.20	DUP
03/15/10	Westlaw	Amount = \$198.75	LEXIS
03/15/10	Westlaw	Amount = \$488.26	LEXIS
03/16/10	ALL PACER	Amount = \$5.20	DOCRETRI ---
03/16/10	Printing	Amount = \$0.10	DUP
03/16/10	Printing	Amount = \$0.10	DUP
03/17/10	2159882513 Long Distance	Amount = \$2.78	LD
03/17/10	03/15/10 - LOCAL DELIVERY - CIJ/JZS	Amount = \$3.20	MESS
03/17/10	03/15/10 - FROM WASHINGTON STREET ALE - ZXS	Amount = \$29.63	MEALSCL
03/17/10	03/15/10 - TO BANKRUPTCY COURT - CIJ	Amount = \$4.50	MESS
03/17/10	ALL PACER	Amount = \$1.36	DOCRETRI ---
03/17/10	Printing	Amount = \$3.50	DUP

Jay A. Dubor, Esq.
 Vice President, General Counsel and Chief Administrative Officer
 Advanta Corp.
 Welsh and McKean Roads
 P.O. Box 844
 Spring House PA 19477-0844

April 27, 2010
 Invoice 354990
 Page 59
 Client # 707765

03/19/10	GROTTO PIZZA, INC.: Food service 3/1-3/26/see enclosed	MEALSCL
	Amount = \$15.79	
03/19/10	ALL PACER	DOCRETRI
	Amount = \$2.48	----
03/19/10	Printing	DUP
	Amount = \$0.10	
03/19/10	Printing	DUP
	Amount = \$0.10	
03/19/10	Printing	DUP
	Amount = \$0.10	
03/19/10	Printing	DUP
	Amount = \$0.10	
03/19/10	Printing	DUP
	Amount = \$9.10	
03/19/10	Printing	DUP
	Amount = \$2.40	
03/19/10	Printing	DUP
	Amount = \$2.40	
03/19/10	Printing	DUP
	Amount = \$2.40	
03/19/10	Printing	DUP
	Amount = \$0.10	
03/22/10	2123108614 Long Distance	LD
	Amount = \$5.56	
03/22/10	2123108644 Long Distance	LD
	Amount = \$8.34	
03/22/10	2123108078 Long Distance	LD
	Amount = \$4.17	
03/22/10	ALL PACER	DOCRETRI
	Amount = \$1.44	----
03/22/10	Printing	DUP
	Amount = \$2.20	
03/22/10	Printing	DUP
	Amount = \$1.10	
03/22/10	Printing	DUP
	Amount = \$3.60	

Jay A. Dubor, Esq.
 Vice President, General Counsel and Chief Administrative Officer
 Advanta Corp.
 Welsh and McKean Roads
 P.O. Box 844
 Spring House PA 19477-0844

April 27, 2010
 Invoice 354990
 Page 60
 Client # 707765

03/22/10	Printing		DUP
		Amount = \$2.50	
03/23/10	Messenger and delivery, 3/22/10, Bankruptcy Court, CXG		MESS
		Amount = \$4.50	
03/23/10	Printing		DUP
		Amount = \$2.70	
03/24/10	ALL PACER		DOCRETRI
		Amount = \$5.28	----
03/25/10	Photocopies		DUP
		Amount = \$15.40	
03/25/10	ALL PACER		DOCRETRI
		Amount = \$3.20	----
03/25/10	Printing		DUP
		Amount = \$0.10	
03/25/10	Printing		DUP
		Amount = \$0.30	
03/25/10	Printing		DUP
		Amount = \$0.10	
03/25/10	Printing		DUP
		Amount = \$0.20	
03/26/10	2123108078 Long Distance		LD
		Amount = \$29.19	
03/26/10	ALL PACER		DOCRETRI
		Amount = \$1.36	----
03/29/10	ALL PACER		DOCRETRI
		Amount = \$69.28	----
03/29/10	Printing		DUP
		Amount = \$1.80	
03/29/10	Printing		DUP
		Amount = \$1.80	
03/29/10	Printing		DUP
		Amount = \$1.30	
03/29/10	Printing		DUP
		Amount = \$2.10	

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 61
Client # 707765

03/29/10	Printing	Amount = \$1.30	DUP
03/29/10	Printing	Amount = \$1.20	DUP
03/29/10	Printing	Amount = \$1.80	DUP
03/29/10	Printing	Amount = \$1.20	DUP
03/29/10	Printing	Amount = \$1.20	DUP
03/29/10	Printing	Amount = \$2.30	DUP
03/29/10	Printing	Amount = \$0.10	DUP
03/29/10	Printing	Amount = \$0.10	DUP
03/29/10	Printing	Amount = \$0.10	DUP
03/29/10	Printing	Amount = \$0.10	DUP
03/29/10	Printing	Amount = \$4.70	DUP
03/29/10	Printing	Amount = \$1.30	DUP
03/29/10	Printing	Amount = \$1.40	DUP
03/29/10	Printing	Amount = \$0.10	DUP
03/29/10	Printing	Amount = \$0.10	DUP
03/29/10	Printing	Amount = \$1.30	DUP
03/29/10	Printing	Amount = \$2.00	DUP
03/29/10	Printing	Amount = \$2.00	DUP

Jay A. Dubor, Esq.
Vice President, General Counsel and Chief Administrative Officer
Advanta Corp.
Welsh and McKean Roads
P.O. Box 844
Spring House PA 19477-0844

April 27, 2010
Invoice 354990
Page 62
Client # 707765

03/29/10	Printing	Amount = \$1.30	DUP
03/29/10	Printing	Amount = \$1.30	DUP
03/29/10	Printing	Amount = \$2.00	DUP
03/29/10	Printing	Amount = \$2.00	DUP
03/29/10	Printing	Amount = \$1.30	DUP
03/29/10	Printing	Amount = \$1.30	DUP
03/29/10	Printing	Amount = \$1.20	DUP
03/29/10	Printing	Amount = \$2.30	DUP
03/29/10	Printing	Amount = \$3.50	DUP
03/29/10	Printing	Amount = \$2.30	DUP
03/29/10	Printing	Amount = \$1.30	DUP
03/29/10	Printing	Amount = \$1.30	DUP
03/29/10	Printing	Amount = \$8.70	DUP
03/29/10	Printing	Amount = \$10.80	DUP
03/29/10	Printing	Amount = \$1.20	DUP
03/29/10	Printing	Amount = \$2.00	DUP
03/29/10	Printing	Amount = \$2.00	DUP
03/30/10	ALL PACER	Amount = \$1.36	DOCRETRI

Jay A. Dubor, Esq.
 Vice President, General Counsel and Chief Administrative Officer
 Advanta Corp.
 Welsh and McKean Roads
 P.O. Box 844
 Spring House PA 19477-0844

April 27, 2010
 Invoice 354990
 Page 63
 Client # 707765

03/30/10	Printing	Amount = \$2.10	DUP
03/31/10	8017859001 Long Distance	Amount = \$4.17	LD
03/31/10	Messenger and delivery, 3/31/2010, From Kid Shelleen's, CXG	Amount = \$7.67	MEALSCL
03/31/10	ALL PACER	Amount = \$9.92	DOCRETRI
03/31/10	Printing	Amount = \$0.10	DUP
03/31/10	Printing	Amount = \$0.10	DUP
03/31/10	Printing	Amount = \$0.10	DUP
03/31/10	Printing	Amount = \$2.70	DUP

TOTALS FOR 707765

Advanta Corp.

Expenses \$2,208.74