

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

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<i>In re</i>	: Chapter 11
ADVANTA CORP., <i>et al.</i> ,	: Case No. 09-13931 (KJC)
Debtors. <sup>1</sup>	: (Jointly Administered)
-----X	: <b>Re: Docket No. 473</b>

**ORDER PURSUANT TO 11 U.S.C. §§ 105(a) AND 107(c)  
GRANTING MOTION FOR ORDER AUTHORIZING FILING  
UNDER SEAL OF SCHEDULES TO SUPPLEMENTAL DECLARATION OF  
WILLIAM A. ROSOFF IN SUPPORT OF THE DEBTORS' REPLY TO ACTING  
UNITED STATES TRUSTEE'S OBJECTION TO MOTION FOR AUTHORITY TO  
IMPLEMENT POSTPETITION SEVERANCE PLAN AND OTHER RELATED RELIEF**

Upon the motion dated May 5, 2010 (the "*Seal Motion*")<sup>2</sup> of Advanta Corp. and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the "*Debtors*"), for entry of an order pursuant to sections 105(a) and 107(c) of the Bankruptcy Code, authorizing the filing under seal of the Sealed Schedules to the Supplemental Declaration, and directing that the Sealed Schedules shall remain under seal and shall not be made available to anyone other than the Court, the U.S. Trustee, and the Creditors' Committee, as more fully set forth in the Seal Motion; and the Court having jurisdiction to consider the Seal Motion and the relief sought therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Seal Motion and the requested relief being a core proceeding in this

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<sup>1</sup> The Debtors in these cases jointly administered chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are Advanta Corp. (2070), Advanta Investment Corp. (5627), Advanta Business Services Holding Corp. (4047), Advanta Business Services Corp. (3786), Advanta Shared Services Corp. (7074), Advanta Service Corp. (5625), Advanta Advertising Inc. (0186), Advantennis Corp. (2355), Advanta Mortgage Holding Company (5221), Advanta Auto Finance Corporation (6077), Advanta Mortgage Corp. USA (2654), Advanta Finance Corp. (8991), Advanta Ventures Inc. (5127), BizEquity Corp. (8960), Ideablob Corp. (0726), Advanta Credit Card Receivables Corp. (7955), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328).

<sup>2</sup> All capitalized terms used but not defined herein shall have the meanings ascribed to them in the Seal Motion.

Court pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Seal Motion having been provided to the Notice Parties; and no other or further notice being required; and the relief requested in the Seal Motion being in the best interests of the Debtors and their estates; and the Court having reviewed the Seal Motion; and the Court having determined that the disclosure of the information proposed to be filed under seal would create undue risk of harm to individuals or their property and that the legal and factual bases set forth in the Seal Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Debtors are authorized to file the unredacted Sealed Schedules to the Supplemental Declaration under seal; and it is further

ORDERED that the Clerk of the Court shall segregate the Sealed Schedules and maintain under seal pursuant to the procedures set forth in Rule 9018-1(b) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware until further order of this Court; and it is further

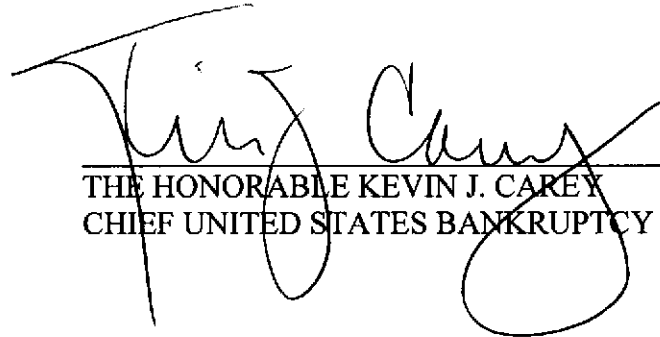
ORDERED that the foregoing notwithstanding, access to the Sealed Schedules shall be provided only to the Court, the U.S. Trustee, and counsel to the Creditors' Committee, each of which shall maintain the confidentiality of the Sealed Schedules and their contents; and it is further

ORDERED that the Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Seal Motion, including, without limitation, requiring any party requesting additional information about the Sealed Schedules to

submit to confidentiality agreements with the Debtors, who, in their sole discretion, shall determine whether to provide such additional information; and it is further

ORDERED that this Court hereby retains jurisdiction to interpret and enforce this Order.

Dated: May 10, 2010  
Wilmington, Delaware



THE HONORABLE KEVIN J. CAREY  
CHIEF UNITED STATES BANKRUPTCY JUDGE