

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

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

**SEVENTH MONTHLY FEE STATEMENT OF ALVAREZ & MARSAL NORTH
AMERICA, LLC IN THEIR CAPACITY AS FINANCIAL ADVISORS TO THE
DEBTORS AND DEBTORS-IN-POSSESSION, FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES INCURRED FOR THE
PERIOD JUNE 1, 2010 THROUGH JUNE 30, 2010**

Name of Applicant: Alvarez & Marsal North America, LLC

Authorized to provide professional services to: Debtors and Debtors-in-Possession

Date of Retention: December 17, 2009 *Nunc pro Tunc* to Petition Date

Period for which compensation and reimbursement are sought: June 1, 2010 through June 30, 2010

Amount of compensation sought as actual, reasonable, and necessary: \$ 235,070.50

Amount of expense reimbursement sought as actual, reasonable, and necessary: \$ 4,608.21

Unapplied Retainer \$ 221,449.34

This is an: 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. (0786), Advanta Credit Card Receivables Corp (7955), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328). Information regarding the Debtors' businesses and the background relating to events leading up to these chapter 11 cases can be found in (i) the Declaration of William A. Rosoff in Support of the Debtors' Chapter 11 Petitions and First-Day Motions, filed on November 8, 2009, the date the majority of Debtors filed their petitions under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), and (ii) that certain supplement thereto, filed on November 20, 2009, the date Advanta Ventures Inc., BizEquity Corp., Ideablob Corp. and Advanta Credit Card Receivables Corp. filed their chapter 11 cases. The debtors are authorized to continue to operate their businesses and manage their properties as debtors and debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Further, in accordance with an order of this Court, the Debtors' cases are being jointly administered pursuant to Rule 10159(b) of the Federal Rules of Bankruptcy Procedure.

Requested Payment Amount:

Fees at 80%	\$188,056.40
Expenses at 100%	<u>\$ 4,608.21</u>
Total:	<u>\$192,664.61</u>

Prior Applications							
Date & Docket No.	Filing Period	Requested Fees	Requested Expenses	CNO Date & Docket No.	Approved Fees	Approved Expenses	Unapproved Holdback
2/1/10 [227]	11/9/09 through 12/31/09	\$354,725.50	\$15,337.15	2/24/10 [287]	\$283,780.40	\$15,337.15	\$70,945.10
3/15/10 [338]	1/1/10 through 1/31/10	\$292,362.50	\$6,017.66	4/7/10 [402]	\$233,890.00	\$6,017.66	\$58,472.50
4/26/10 [444]	2/1/10 through 2/28/10	\$255,967.50	\$840.17	5/19/10 [535]	\$204,774.00	\$840.17	\$51,193.50
5/13/10 [508]	3/1/10 through 3/31/10	\$278,095.50	\$2,824.71	6/7/10 [593]	\$224,476.40	\$2,824.71	\$55,619.10
6/10/10 [508]	4/1/10 through 4/30/10	\$225,602.50	\$7,655.88	7/7/10 [649]	\$180,482.00	\$7,655.88	\$45,120.50
7/22/10 [670]	5/1/10 through 5/31/10	\$234,259.50	\$3,524.26	8/16/10 [734]	\$187,407.60	\$3,524.26	\$46,851.90
Totals		\$1,641,013.00	\$36,199.83		\$1,314,810.40	\$36,199.83	\$328,202.60

ATTACHMENT TO MONTHLY FEE APPLICATION

JUNE 1, 2010 THROUGH JUNE 30, 2010

SUMMARY OF TIME & FEES BY PROFESSIONAL

Name of Professional	Position	Rate	Total Hours	Total Fees (Prior to Holdback)
Kevin Gregson	Managing Director	\$815	19.5	\$15,892.50
Joseph Bondi	Managing Director	\$775	19.0	\$14,725.00
Julie Hertzberg	Managing Director	\$625	3.6	\$2,250.00
Andrew Sagat	Director	\$500	188.1	\$94,050.00
Michael Eisenberg	Associate	\$400	182.1	\$72,840.00
Uri Horowitz	Senior Associate	\$410	3.2	\$1,312.00
Doug Lewandowski	Consultant	\$375	46.0	\$17,250.00
Robert Esposito	Consultant	\$350	3.3	\$1,155.00
Betty Croft	Consultant	\$325	45.3	\$14,722.50
Mary Napoliello	Paraprofessional	\$200	6.7	\$1,340.00
Debra Mosley	Paraprofessional	\$135	5.1	\$688.50
Total			518.6	\$235,070.50
	Blended Rate \$453.28			

SUMMARY OF TIME & FEES BY MATTER CODE

Matter Code	Description	Total Hours	Total Fees Requested
Bankruptcy Reporting	Preparation or review of financial related disclosures required by the Court, including the MOR and Form 26.	7.2	\$2,990.00
Bankruptcy Support	Advise and assist the company on matters concerning operating the business under Chapter 11.	11.7	\$6,007.50
Business Planning/Operations	Advise and assist the company with the planning, development, evaluation and implementation of the company's strategic, business and operating plans.	23.5	\$9,830.00
Cash Management	Advise and assist management in treasury matters including the development of weekly cash forecasts, reporting on cash activity and management of letters of credit and bonding matters.	2.7	\$1,220.00
Chapter 11 Plan	Assist the Debtors with supporting and seeking approval of the Plan of Reorganization and Disclosure Statement, overall restructuring actions, case management, identification and evaluation of strategic initiatives and meetings to discuss overall reorganization plan.	155.6	\$67,160.00
Claims	Assist the company with the review and analysis of claims filed against the Debtors.	126.8	\$49,565.00
Coordination & Communication with Stakeholders	Coordinate and fulfill information requests, prepare for and attend meetings and participate in negotiations with the prepetition lenders, other interested parties and their advisors.	4.9	\$2,450.00
Fee Applications	Preparation of monthly and interim fee applications in accordance with court guidelines.	32.2	\$11,683.50
Restructuring Actions	Assist the Debtors with overall restructuring actions, including the sale or disposition of assets, and identification and evaluation of strategic initiatives.	90.0	\$50,614.50
Tax	Advise and assist the company on tax matters.	40.6	\$23,020.00
Travel Time	Billable travel time (reflects 50% of time incurred).	23.4	\$10,530.00
	Total	518.6	\$235,070.50
	Blended Rate \$453.28		

SUMMARY OF EXPENSES BY CATEGORY

Expense Category	Service Provider (if applicable)	Expense Amount
Lodging	Various	\$1,943.38
Meals	Various	\$338.50
Miscellaneous	Various	\$196.08
Transportation	Various	\$2,130.25
Total		\$4,608.21

Annexed hereto are the following schedules for total compensation and reimbursement of expenses sought by the Applicant for the Compensation Period:

1. Exhibit A – Summary of Time by Task
2. Exhibit B – Summary of Time Detail by Professional
3. Exhibit C – Summary of Time Detail by Task by Professional
4. Exhibit D – Time Detail by Task Code which includes a daily time log detailing the activities and services performed by the Applicant on behalf of the Debtor
5. Exhibit E – Summary of Expense by Category
6. Exhibit F - Expense Detail by Professional which includes a breakdown of the Applicant's expenses incurred.

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

In re:	)	Chapter 11
ADVANTA CORP., <i>et al.</i> , ¹	)	Case No. 09- 13931 (KJC)
Debtors.	)	(Jointly Administered)
	)	Objection Deadline:
	)	September 9, 2010
	)	4:00 p.m. EST
	)	Hearing Date: N/A

**SEVENTH MONTHLY FEE STATEMENT OF ALVAREZ & MARSAL NORTH
AMERICA, LLC IN ITS CAPACITY AS FINANCIAL ADVISORS TO THE DEBTORS
AND DEBTORS-IN-POSSESSION, FOR COMPENSATION AND REIMBURSEMENT
OF EXPENSES INCURRED FOR THE
PERIOD JUNE 1, 2010 THROUGH JUNE 30, 2010**

For its Seventh Monthly Fee Statement for Compensation and Reimbursement of Expenses (the “Monthly Fee Statement”) Alvarez & Marsal North America, LLC (the “Applicant”), financial advisors to the Debtors and Debtors-in-Possession (the “Debtors”), respectfully represents as follows:

A. BACKGROUND

1. On November 8, 2009 (the “Commencement Date”), each of the Debtors filed a petition with the Court under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their property as debtors in possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner has been made in these chapter 11 cases.

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. (0786), Advanta Credit Card Receivables Corp (7955), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328). Information regarding the Debtors’ businesses and the background relating to events leading up to these chapter 11 cases can be found in (i) the Declaration of William A. Rosoff in Support of the Debtors’ Chapter 11 Petitions and First-Day Motions, filed on November 8, 2009, the date the majority of Debtors filed their petitions under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), and (ii) that certain supplement thereto, filed on November 20, 2009, the date Advanta Ventures Inc., BizEquity Corp., Ideablob Corp. and Advanta Credit Card Receivables Corp. filed their chapter 11 cases. The debtors are authorized to continue to operate their businesses and manage their properties as debtors and debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Further, in accordance with an order of this Court, the Debtors’ cases are being jointly administered pursuant to Rule 10159(b) of the Federal Rules of Bankruptcy Procedure.

2. Pursuant to an order entered on December 3, 2009, the employment of Applicant as financial advisors to the Debtors was authorized effective as of November 8, 2009.

3. Applicant has rendered services on behalf of the Debtors from June 1, 2010 through June 30, 2010 (the "Application Period") totaling 518.6, and in connection therewith requests allowance of monthly compensation in the amount of \$235,070.50, and reimbursement of expenses in the amount of \$4,608.21.

4. The Debtors to date have paid Applicant \$925,250.58 for services rendered and expenses incurred from the commencement of this case through April 30, 2010. Applicant is holding an unapplied retainer in the amount of \$221,449.34.

5. Applicant maintains contemporaneous records of the time expended for the professional services and expenses related thereto performed in connection with these Chapter 11 cases and such records are maintained in the ordinary course of its business. These records provide a detailed description of the services rendered and expenses incurred during the period for which this Application is being made. Applicant's time records in the sum of \$235,070.50 regarding the Chapter 11 proceedings are annexed hereto as Exhibit D.

B. DESCRIPTION OF SERVICES AND EXPENSES AND RELIEF REQUESTED

6. Applicant's services on behalf of the Debtors are described in detail in Exhibit D. In general, Applicant assisted the Debtors in bankruptcy matters, business planning and other related business activities, and also represented the Debtors in meetings with creditors, advisors, and others.

7. To assist the Court in its review of the fees sought by Applicant, Applicant has separated its time entries in Exhibit D into the following categories:

a. Bankruptcy Reporting. This category contains time assisting the company with the preparation and review of financial related disclosures required by the Court.

During the Application Period, the Debtors reviewed the May 2010 MOR and Form 26, and participated in review meetings with Debtor employees and counsel. The total fees sought under this category for the period June 1, 2010 through June 30, 2010 are \$2,990.00 (7.2 hours).

b. Bankruptcy Support. This category contains time advising and assisting the company on matters concerning operating the business under Chapter 11. During the Application Period, the Applicant assisted the Debtors with the review of the tax implications of a relocation agreement and participated in various calls with the Debtors and counsel regarding the Debtor's case status and planning. The total fees sought under this category for the period June 1, 2010 through June 30, 2010 are \$6,007.50 (11.7 hours).

c. Business Planning/Operations. This category contains time advising and assisting the company with the planning, development and implementation of the Company's business and liquidation forecasts. In addition, the Applicant reviewed the monthly cash forecast, reviewed and revised the professional fee forecast, and prepared drafts of a liquidation recovery forecast. The Applicant also participated in meetings and conference calls to review the monthly forecast with the Debtors. The total fees sought under this category for the period June 1, 2010 through June 30, 2010 are \$15,840.00 (37.1 hours).

d. Cash Management. This category includes time spent assisting the Debtors with preparation of cash flow forecasts and budget vs. actual reporting on cash results, and addressing treasury management issues. During the Application Period, the Applicant assisted the Debtors in reviewing the 13-week cash flow forecast and variances, and participated in bi-weekly meetings with Debtor employees and management to review the weekly cash forecast. The total fees sought under this category for the period June 1, 2010 through June 30, 2010 are \$1,220.00 (2.7 hours).

e. Claims. This category includes time spent assisting the Debtors with the claims review process. During the Application Period, the Applicant assisted the

Debtors in the review, analysis and classification of filed claims, including type, entity, priority level, and amount of claim. In addition, the Applicant reviewed and prepared a weekly claim data summary and tracking database detailing all reconciled claims, claims subject to further review, and claims subject to objection and prepared Omnibus objections for disputed claims. The Applicant also assisted the Debtor in reviewing, negotiating and coordinating payment of a 503(b)(9) claim. The Applicant also participated in various meetings and conference calls regarding the claims process. The total fees sought under this category for the period June 1, 2010 through June 30, 2010 are \$49,565.00 (126.8 hours).

f. Coordination and Communication With Stakeholders. This category includes time coordinating and fulfilling information requests, preparing for and attending meetings and discussions with the Official Committee of Unsecured Creditors (the “UCC”) and its advisors. During the Application Period, the Applicant participated in meetings and conference calls with the advisors to the UCC on various topics. In addition, the Applicant compiled, reviewed and discussed information requests and participated in meetings and conference calls with the Debtors, counsel, and the UCC and its advisors. The total fees for the period June 1, 2010 through June 30, 2010 are \$2,450.00 (4.9 hours).

g. Fee Application. This category includes time preparing monthly fee statements in compliance with court guidelines. The total fees sought under this category for the period June 1, 2010 through June 30, 2010 are \$11,683.50 (32.2 hours).

h. Plan of Reorganization. This category includes time assisting the Debtors with structuring the Plan of Reorganization and Disclosure Statement. During the Application period, the Applicant analyzed and evaluated a liquidation recovery model which includes the treatment of inter-company balances and equity positions, 3rd party claims, recoverable assets to the Debtors and a forecast of wind-down activity. The Applicant also assisted the Debtors by reviewing, discussing and evaluating the possibility of substantive

consolidation of the Estate and various other Chapter 11 Plan structures including, semi-consolidation and deconsolidation scenarios of the Estate and participated in meetings and conference calls with the Debtors and counsel to discuss the overall plan structure. The total fees sought under this category for the period June 1, 2010 through June 30, 2010 are \$61,150.00 (142.0 hours).

i. Restructuring Actions. This category includes time assisting the Debtors with overall restructuring actions, including the sale or disposition of assets and identification and evaluation of strategic alternatives. During the Application Period, the Applicant coordinated and advised the Debtors' on the strategy and sale process of the Debtors' artwork, including reviewing auction house and gallery proposals, art consignment agreements, art appraisals, art sale strategy memos, and other related activities. The Applicant also advised the Debtors with regards to recovering value from various employee insurance programs and other corporate assets. In addition, the Applicant participated in bi-weekly meetings and conference calls regarding the status of all the Debtor's asset sales. The total fees sought under this category for the period June 1, 2010 through June 30, 2010 are \$50,614.50 (90.0 hours).

j. Tax. This category includes time advising and assisting the company on tax matters. During the Application Period, the Applicant reviewed a claim against the FDIC, court filed papers related to the FDIC litigation and participated in meetings with the Debtors, its advisors and counsel to the FDIC to discuss potential settlement options. The total fees sought under this category for the period June 1, 2010 through June 30, 2010 are \$23020.00 (40.6 hours).

k. Travel. This category contains non-working travel time on behalf of the Debtor. This time was billed at ½ the time incurred. The total fees sought under this category for the period June 1, 2010 through June 30, 2010 are \$10,530.00 (23.4 hours).

The foregoing general description of services rendered in specific areas is not intended to be exhaustive of the scope of the Applicant's activities on behalf of the Debtors in this case. The time records attached as Exhibit D present more completely the work performed by Applicant in each billing category during the period covered by this Application.

8. Applicant believes that the post-petition services rendered during the period June 1, 2010 through June 30, 2010 on behalf of the Debtors are reasonably worth the sum of \$235,070.50, and Applicant requests the allowance of such sum. The blended hourly rate for all services post-petition rendered by Applicant is \$453.28.

9. Applicant further requests reimbursement of costs expended on behalf of the Debtors for the period June 1, 2010 through June 30, 2010 in connection with these Chapter 11 proceedings in the sum of \$4,608.21 as set forth in the summary attached as Exhibit E. The detailed expense items incurred by professional is attached and outlined as Exhibit F.

10. The expenses incurred by Applicant may include wireless and long distance telephone calls, over-night delivery, travel expenses, local messenger service, meals, postage and duplicating charges, all of which Applicant normally bills to its non-bankruptcy clients at rates calculated to compensate Applicant for only the actual cost of the expense. Applicant does not charge for facsimiles.

11. Applicant has reviewed the requirements of Del.Bankr.LR 2016-2 and believes that this Application complies with the requirements of the same.

WHEREFORE, Applicant prays this Court enter an Order allowing Applicant monthly compensation in the sum of \$235,070.50 and reimbursement of costs expended June 1, 2010 through June 30, 2010 in the sum of \$4,608.21, directing prompt payment of the same by the Debtors to the extent not previously paid, approval to draw down the unapplied retainer, and granting such other and further relief as may be just.

Dated: August 18, 2010
New York, NY

Respectfully submitted,

**ALVAREZ & MARSAL NORTH
AMERICA, LLC**

/s/ Joseph A. Bondi

Joseph A. Bondi
600 Lexington Avenue
6th Floor
New York, NY 10022
Telephone: 646.495.3600
Facsimile: 212.759.5532
jbondi@alvarezandmarsal.com

Financial Advisors for the Debtors
and Debtors-in-Possession

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

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In re : Chapter 11
:
ADVANTA CORP., *et al.*, : Case No. 09-13931 (KJC)
:
Debtors.¹ : (Jointly Administered)
:
: Obj. Deadline: 9/9/10 at 4:00 p.m. (EDT)
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NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that Alvarez & Marsal North America, LLC (the “Applicant”) has today filed the attached **Seventh Monthly Fee Statement of Alvarez & Marsal North America, LLC in Their Capacity as Financial Advisors to the Debtors and Debtors-in-Possession, for Compensation and Reimbursement of Expenses Incurred for the Period June 1, 2010 through June 30, 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 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-

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), BE 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).


844 (Attn: Philip M. Browne); (ii) counsel to the Debtors, Weil, Gotshal & Manges, LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Robert J. Lemons); (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); (iv) counsel to Official Committee of Unsecured Creditors, Latham & Watkins LLP, One Logan Square, 18th and Cherry Streets, Philadelphia, Pennsylvania 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, Delaware 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) by no later than **4:00 p.m. (Eastern Daylight Time) on September 9, 2010** (the "Objection Deadline").

PLEASE TAKE FURTHER NOTICE that if a response or objection to the Application is timely filed, served and received in accordance with this notice and the Administrative Order, and such objection cannot be resolved, a hearing on the Application and such objection 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 is filed by the Objection Deadline, the Applicant will be paid 80 percent of the fees and 100 percent of expenses requested in the Application and, if an objection is filed by the Objection Deadline, the Applicant will be paid 80 percent of the fees and 100 percent of the expenses not subject to such objection, each without the need for further order of the Bankruptcy Court.

Dated: August 20, 2010
Wilmington, Delaware

Respectfully submitted,



Mark D. Collins (No. 2981)
Paul Heath (No. 3704)
Chun I. Jang (No. 4790)
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- and -

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ATTORNEYS FOR THE DEBTORS
AND DEBTORS IN POSSESSION

*Advanta Corp., et al.,
Summary of Time Detail by Task
June 1, 2010 through June 30, 2010*

<i>Task Description</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Bankruptcy Reporting	7.2	\$2,990.00
Bankruptcy Support	11.7	\$6,007.50
Business Planning / Operations	23.5	\$9,830.00
Cash Management	2.7	\$1,220.00
Chapter 11 Plan	155.6	\$67,160.00
Claims	126.8	\$49,565.00
Coordination & Communication with Stakeholders	4.9	\$2,450.00
Fee Applications	32.2	\$11,683.50
Restructuring Actions	90.0	\$50,614.50
Tax	40.6	\$23,020.00
Travel Time	23.4	\$10,530.00
	<i>Total</i>	518.6
		\$235,070.50

*Advanta Corp., et al.,
Summary of Time Detail by Professional
June 1, 2010 through June 30, 2010*

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Kevin Gregson	Managing Director	\$815.00	19.5	\$15,892.50
Joseph Bondi	Managing Director	\$775.00	19.0	\$14,725.00
Julie Hertzberg	Managing Director	\$625.00	3.6	\$2,250.00
Andrew Sagat	Director	\$500.00	188.1	\$94,050.00
Michael Eisenberg	Associate	\$400.00	182.1	\$72,840.00
Uri Horowitz	Senior Associate	\$410.00	3.2	\$1,312.00
Doug Lewandowski	Consultant	\$375.00	46.0	\$17,250.00
Betty Croft	Consultant	\$325.00	45.3	\$14,722.50
Mary Napoliello	Paraprofessional	\$200.00	6.7	\$1,340.00
Debra Mosley	Paraprofessional	\$135.00	5.1	\$688.50
		<i>Total</i>	518.6	<u>\$235,070.50</u>

*Advanta Corp., et al.,
Summary of Time Detail by Professional
June 1, 2010 through June 30, 2010*

Bankruptcy Reporting

Preparation or review of financial related disclosures required by the Court,
including the MOR and Form 26.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Andrew Sagat	Director	\$500	1.1	\$550.00
Michael Eisenberg	Associate	\$400	6.1	\$2,440.00
			7.2	\$2,990.00
				\$415.28

*Advanta Corp., et al.,
Summary of Time Detail by Professional
June 1, 2010 through June 30, 2010*

Bankruptcy Support

Advise and assist the company on matters concerning operating the business under Chapter 11.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Joseph Bondi	Managing Director	\$775	1.7	\$1,317.50
Andrew Sagat	Director	\$500	6.9	\$3,450.00
Michael Eisenberg	Associate	\$400	3.1	\$1,240.00
			11.7	\$6,007.50
				\$513.46
			<i>Average Billing Rate</i>	

*Advanta Corp., et al.,
Summary of Time Detail by Professional
June 1, 2010 through June 30, 2010*

Business Planning / Operations Advise and assist the company with the planning, development, evaluation and implementation of the company's strategic, business and operating plans.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Andrew Sagat	Director	\$500	4.3	\$2,150.00
Michael Eisenberg	Associate	\$400	19.2	\$7,680.00
			23.5	\$9,830.00
				\$418.30
		<i>Average Billing Rate</i>		

*Advanta Corp., et al.,
Summary of Time Detail by Professional
June 1, 2010 through June 30, 2010*

Cash Management

Advise and assist management in treasury matters including the development of weekly cash forecasts, reporting on cash activity and management of letters of credit and bonding matters.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Andrew Sagat	Director	\$500	1.4	\$700.00
Michael Eisenberg	Associate	\$400	1.3	\$520.00
			2.7	\$1,220.00
				\$451.85
		<i>Average Billing Rate</i>		

*Advanta Corp., et al.,
Summary of Time Detail by Professional
June 1, 2010 through June 30, 2010*

Chapter 11 Plan

Assist the Debtors with supporting and seeking approval of the Plan of Reorganization and Disclosure Statement, overall restructuring actions, case management, identification and evaluation of strategic initiatives and meetings to discuss overall reorganization plan.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Andrew Sagat	Director	\$500	49.2	\$24,600.00
Michael Eisenberg	Associate	\$400	106.4	\$42,560.00
			155.6	\$67,160.00
				\$431.62
		<i>Average Billing Rate</i>		

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Coordination & Communication
with Stakeholders

Coordinate and fulfill information requests, prepare for and attend meetings and participate in negotiations with the prepetition lenders, other interested parties and their advisors.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Andrew Sagat	Director	\$500	4.9	\$2,450.00
			4.9	\$2,450.00
	<i>Average Billing Rate</i>			\$500.00

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Fee Applications

Preparation of monthly and interim fee applications in accordance with court guidelines.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Joseph Bondi	Managing Director	\$775	2.2	\$1,705.00
Andrew Sagat	Director	\$500	6.7	\$3,350.00
Michael Eisenberg	Associate	\$400	11.5	\$4,600.00
Debra Mosley	Paraprofessional	\$135	5.1	\$688.50
Mary Napoliello	Paraprofessional	\$200	6.7	\$1,340.00
			32.2	\$11,683.50
				\$362.84

Average Billing Rate

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Restructuring Actions

Assist the Debtors with overall restructuring actions, including the sale or disposition of assets, and identification and evaluation of strategic initiatives.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Joseph Bondi	Managing Director	\$775	2.0	\$1,550.00
Kevin Gregson	Managing Director	\$815	19.5	\$15,892.50
Andrew Sagal	Director	\$500	57.4	\$28,700.00
Michael Eisenberg	Associate	\$400	7.9	\$3,160.00
Uri Horowitz	Senior Associate	\$410	3.2	\$1,312.00
			90.0	\$50,614.50
				\$562.38
			<i>Average Billing Rate</i>	

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Travel Time

Billable travel time (reflects 50% of time incurred).

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Andrew Sagat	Director	\$500	11.7	\$5,850.00
Michael Eisenberg	Associate	\$400	11.7	\$4,680.00
			23.4	\$10,530.00
				\$450.00

Average Billing Rate

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Exhibit D

Bankruptcy Reporting

Professional	Date	Hours	Activity
Andrew Sagat	6/2/2010	0.5	Review Form 26 report.
Andrew Sagat	6/3/2010	0.3	Prepare for and participate in meeting with Advanta, Weil and RLF regarding Form 26 review.
Michael Eisenberg	6/17/2010	3.2	Prepare May MOR variance analysis and review.
Andrew Sagat	6/21/2010	0.3	Prepare for and participate in meeting with Advanta, Weil and RLF regarding MOR review.
Michael Eisenberg	6/22/2010	1.5	Review balance sheet MOR.
Michael Eisenberg	6/25/2010	1.4	Continue May MOR variance analysis and review.
Subtotal		7.2	

Bankruptcy Support

Professional	Date	Hours	Activity
Andrew Sagat	6/1/2010	0.7	Prepare for and participate in bi-weekly update meeting.
Joseph Bondi	6/1/2010	0.6	Participate in coordination call with WGM and debtor executives regarding Ch. 11 issues and related follow up items.
Michael Eisenberg	6/1/2010	0.7	Prepare for and participate in bi-weekly status update call.
Andrew Sagat	6/2/2010	0.4	Prepare for and participate in call with V. Vron (Weil) regarding various asset updates and case issues.
Joseph Bondi	6/3/2010	0.6	Participate in coordination call regarding Ch. 11 issues.
Andrew Sagat	6/10/2010	0.7	Prepare for and participate in bi-weekly update call.
Andrew Sagat	6/10/2010	0.8	Review Hilsman relocation summary.
Michael Eisenberg	6/10/2010	0.7	Prepare for and participate in bi-weekly status update call.
Joseph Bondi	6/15/2010	0.5	Participate in coordination call regarding Ch. 11 issues.
Andrew Sagat	6/17/2010	1.1	Review Hilsman relocation tax gross up schedule.
Andrew Sagat	6/17/2010	0.8	Prepare for and participate in internal A&M call regarding document retention.
Andrew Sagat	6/17/2010	0.2	Prepare for and participate in weekly update call.
Michael Eisenberg	6/17/2010	0.2	Prepare for and participate in bi-weekly status update call.
Andrew Sagat	6/22/2010	0.4	Prepare for and participate in bi-weekly update call.
Michael Eisenberg	6/22/2010	0.4	Prepare for and participate in bi-weekly update call.

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Bankruptcy Support

Professional	Date	Hours	Activity
Andrew Sagat	6/24/2010	0.6	Prepare for and participate in bi-weekly update call.
Andrew Sagat	6/24/2010	0.7	Prepare for and participate in calls regarding relocation agreements.
Michael Eisenberg	6/24/2010	0.6	Prepare for and participate in bi-weekly update call.
Andrew Sagat	6/29/2010	0.5	Prepare for and participate in bi-weekly update meeting.
Michael Eisenberg	6/29/2010	0.5	Prepare for and participate in bi-weekly update meeting.
Subtotal		11.7	

Business Planning / Operations

Professional	Date	Hours	Activity
Andrew Sagat	6/2/2010	0.5	Review draft letter to court related to severance.
Michael Eisenberg	6/2/2010	0.8	Review draft letter to court related to severance.
Michael Eisenberg	6/9/2010	3.4	Review and revise UCC meeting presentation.
Michael Eisenberg	6/10/2010	3.4	Continue to update UCC meeting presentation.
Michael Eisenberg	6/10/2010	2.9	Update UCC meeting presentation based on comments and discussions with company.
Michael Eisenberg	6/10/2010	3.2	Create draft May re-forecast employment slides, May FTE forecast and other sections.
Andrew Sagat	6/11/2010	1.4	Review monthly financial update presentation and monthly forecast data.
Michael Eisenberg	6/11/2010	2.4	Review May forecast presentation, supporting cash and expense forecasts and headcount variance analysis.
Andrew Sagat	6/13/2010	0.5	Prepare email of comments to monthly financial update presentation.
Andrew Sagat	6/14/2010	0.6	Review revised monthly update presentation.
Andrew Sagat	6/14/2010	0.3	Review Advanta comments on monthly financial update presentation.
Michael Eisenberg	6/14/2010	0.3	Incorporate Advanta comments on monthly financial update presentation.
Michael Eisenberg	6/14/2010	2.8	Review debtor cash flow for May, support detail and build-up expenses.
Andrew Sagat	6/25/2010	1.0	Prepare for and participate in call with D. Epstein (Advanta) regarding move out of Spring House location and follow ups.

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Exhibit D

Business Planning / Operations

Professional	Date	Hours	Activity
Subtotal		23.5	

Cash Management

Professional	Date	Hours	Activity
Andrew Sagat	6/1/2010	0.3	Prepare for and participate in cash flow meeting.
Michael Eisenberg	6/1/2010	0.3	Prepare for and participate in bi-weekly cash flow call.
Andrew Sagat	6/2/2010	0.2	Prepare for and participate in cash meetings.
Michael Eisenberg	6/2/2010	0.2	Prepare for and participate in bi-weekly cash flow call.
Andrew Sagat	6/7/2010	0.2	Prepare for and participate in cash forecast meeting.
Michael Eisenberg	6/7/2010	0.2	Prepare for and participate in cash forecast meeting.
Andrew Sagat	6/9/2010	0.3	Review cash forecast and prepare email of questions.
Michael Eisenberg	6/9/2010	0.3	Review cash forecast.
Andrew Sagat	6/30/2010	0.4	Prepare for and participate in cash forecast meeting.
Michael Eisenberg	6/30/2010	0.3	Prepare for and participate in cash forecast meeting.
Subtotal		2.7	

Chapter 11 Plan

Professional	Date	Hours	Activity
Andrew Sagat	6/1/2010	3.1	Review draft liquidation model and related discussions.
Michael Eisenberg	6/1/2010	3.2	Continue to revise and prepare liquidation model.
Michael Eisenberg	6/1/2010	1.5	Review liquidation forecast model and related discussions.
Andrew Sagat	6/3/2010	0.4	Review intercompany balance information.
Michael Eisenberg	6/3/2010	3.1	Prepare intercompany balances and set off calculations for liquidation model.
Michael Eisenberg	6/3/2010	0.4	Review intercompany balance information.
Michael Eisenberg	6/7/2010	1.7	Review intercompany tax balances for model.
Andrew Sagat	6/8/2010	1.0	Review responses to intercompany reconciliation questions and related discussions.

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Chapter 11 Plan

Professional	Date	Hours	Activity
Andrew Sagat	6/8/2010	2.1	Review draft liquidation recovery model.
Michael Eisenberg	6/8/2010	1.0	Review responses to intercompany reconciliation questions and related discussions.
Michael Eisenberg	6/8/2010	3.2	Work on preparation, overview and explanation of draft liquidation recovery model.
Michael Eisenberg	6/8/2010	1.8	Review tax claims and balances to include in liquidation model.
Andrew Sagat	6/9/2010	0.3	Prepare for and participate in call with V. Vron (Weil) regarding intercompany claims.
Michael Eisenberg	6/9/2010	0.3	Prepare for and participate in call with V. Vron (Weil) regarding intercompany claims.
Michael Eisenberg	6/9/2010	3.4	Review and include draft tax claims and balances in recovery model.
Michael Eisenberg	6/9/2010	0.6	Prepare and review intercompany tax balance treatment on balance sheet and in models.
Andrew Sagat	6/11/2010	2.1	Review investments in subs in liquidation model and reconciliation of consolidated debtors balance sheet.
Andrew Sagat	6/11/2010	0.5	Review intercompany variance explanations.
Michael Eisenberg	6/11/2010	0.5	Review intercompany variance explanations.
Michael Eisenberg	6/11/2010	3.4	Analyze intercompany relationships and calculations for model.
Michael Eisenberg	6/11/2010	2.1	Review investments in subs in liquidation model and reconciliation of consolidated debtors balance sheet.
Andrew Sagat	6/14/2010	0.6	Prepare for and participate in call with Advanta regarding intercompany tax balances.
Andrew Sagat	6/14/2010	0.4	Review intercompany tax balances in liquidation recovery model.
Michael Eisenberg	6/14/2010	3.2	Review and include intercompany tax balances in liquidation recovery model.
Michael Eisenberg	6/14/2010	0.6	Prepare for and participate in call with Advanta regarding intercompany tax balances.
Michael Eisenberg	6/14/2010	3.3	Prepare debtor entity asset and claim data for recovery model.
Andrew Sagat	6/15/2010	3.2	Prepare and review liquidation recovery sensitivity model scenarios.
Andrew Sagat	6/15/2010	0.5	Prepare for and participate in meeting with P. Browne and A. Holderer (Advanta) regarding liquidation recovery analysis.
Andrew Sagat	6/15/2010	1.3	Review draft liquidation recovery model.
Michael Eisenberg	6/15/2010	3.1	Prepare liquidation recovery sensitivity model scenarios.
Michael Eisenberg	6/15/2010	1.3	Work on preparation, overview and explanation of draft liquidation recovery model.

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Chapter 11 Plan

Professional	Date	Hours	Activity
Michael Eisenberg	6/15/2010	3.0	Continue preparing sensitivity model scenarios based on various claim data.
Michael Eisenberg	6/15/2010	0.5	Prepare for and participate in meeting with P. Browne and A. Holderer (Advanta) regarding liquidation recovery analysis.
Andrew Sagat	6/16/2010	2.2	Review and prepare analysis of liquidation model recovery sensitivity.
Andrew Sagat	6/16/2010	2.1	Review liquidation model de-consolidated balance sheets and information.
Michael Eisenberg	6/16/2010	3.3	Prepare model for intercompany setoffs and balances.
Michael Eisenberg	6/16/2010	3.1	Prepare and analyze liquidation model recovery sensitivities.
Michael Eisenberg	6/16/2010	3.5	Prepare liquidation model de-consolidated balance sheets and related support.
Andrew Sagat	6/17/2010	0.3	Prepare for and participate in call with Weil regarding intercompany claims and substantive consolidation.
Andrew Sagat	6/17/2010	1.2	Review revised model for intercompany setoffs.
Andrew Sagat	6/17/2010	3.2	Review liquidation forecast model and related discussions.
Michael Eisenberg	6/17/2010	3.2	Review liquidation forecast model.
Michael Eisenberg	6/17/2010	0.3	Prepare for and participate in call with Weil regarding intercompany claims and substantive consolidation.
Andrew Sagat	6/18/2010	2.0	Prepare notes and assumptions for liquidation recovery model.
Andrew Sagat	6/18/2010	3.1	Review liquidation recovery model substantive consolidation interaction and intercompany treatment.
Andrew Sagat	6/19/2010	5.3	Prepare detailed review and revisions to liquidation distribution model and prepare package to distribute internally.
Andrew Sagat	6/21/2010	0.6	Review liquidation forecast variances vs. prior models.
Michael Eisenberg	6/21/2010	2.8	Prepare overview and summary analysis of liquidation model.
Michael Eisenberg	6/21/2010	3.1	Work on detailed review and revisions to liquidation model.
Michael Eisenberg	6/21/2010	0.6	Review liquidation forecast variances vs. prior models.
Michael Eisenberg	6/22/2010	3.2	Prepare and review semi-consolidated analyses in liquidation model.
Michael Eisenberg	6/22/2010	3.1	Continue to prepare and calculate semi-consolidated scenarios in model.
Andrew Sagat	6/23/2010	0.4	Review Advanta Corp. balance sheet information with C. Wilson (Advanta).
Michael Eisenberg	6/23/2010	3.0	Work on intercompany claims and calculations for liquidation model.

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Exhibit D

Chapter 11 Plan

Professional	Date	Hours	Activity
Michael Eisenberg	6/23/2010	0.4	Review Advanta Corp. balance sheet information with C. Wilson (Advanta).
Michael Eisenberg	6/23/2010	3.3	Review filed claims for liquidation model.
Andrew Sagat	6/24/2010	2.6	Review substantive consolidation summary of liquidation analysis and related discussions.
Michael Eisenberg	6/24/2010	2.6	Review substantive consolidation summary of liquidation analysis and related discussions.
Michael Eisenberg	6/25/2010	3.1	Review liquidation recovery model sub-consolidated and intercompany treatment.
Michael Eisenberg	6/25/2010	2.3	Prepare liquidation model for distribution internally.
Michael Eisenberg	6/25/2010	2.0	Review notes and assumptions for liquidation recovery model.
Michael Eisenberg	6/26/2010	3.2	Prepare and calculate liquidation recovery model sub-consolidated and intercompany treatment.
Andrew Sagat	6/28/2010	0.8	Review de-consolidation presentation and information.
Andrew Sagat	6/28/2010	1.3	Review updated and revised substantive consolidation scenarios.
Michael Eisenberg	6/28/2010	1.3	Review updated and revised substantive consolidation scenarios.
Michael Eisenberg	6/28/2010	0.8	Review de-consolidation presentation and information.
Michael Eisenberg	6/28/2010	3.2	Review and analyze intercompany balances and set off calculations.
Andrew Sagat	6/29/2010	3.2	Review substantive consolidation model scenarios and related conversations.
Michael Eisenberg	6/29/2010	3.2	Review substantive consolidation model scenarios and related conversations.
Michael Eisenberg	6/29/2010	3.3	Review and analyze debtor entity claims data and related assets.
Andrew Sagat	6/30/2010	1.3	Review impact of new filed claims on substantive consolidation scenarios.
Andrew Sagat	6/30/2010	3.1	Continue to review revised substantive consolidation scenarios and impact on claims.
Andrew Sagat	6/30/2010	1.0	Prepare for and participate in meeting with P. Browne (Advanta) regarding substantive consolidation model and options.
Michael Eisenberg	6/30/2010	1.3	Review impact of new filed claims on substantive consolidation scenarios.
Michael Eisenberg	6/30/2010	2.9	Review and analyze debtor entity claims data and related assets.
Michael Eisenberg	6/30/2010	3.1	Continue to review revised substantive consolidation scenarios and impact on claims.

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Chapter 11 Plan

Professional	Date	Hours	Activity
Subtotal		155.6	

Claims

Professional	Date	Hours	Activity
Andrew Sagat	6/1/2010	0.3	Internal discussion regarding claims review meeting preparation.
Betty Croft	6/1/2010	1.5	Prepare the weekly claims summary report.
Betty Croft	6/1/2010	0.8	Review weekly claims summary report.
Betty Croft	6/1/2010	2.4	Upload the retail notes claim to the claims tracking database.
Betty Croft	6/1/2010	1.2	Analyze the proof of claim form and update the claims tracking database for proper categorization.
Doug Lewandowski	6/1/2010	0.6	Update names and addresses for new claims in BART.
Doug Lewandowski	6/1/2010	0.8	Load newly filed claims into BART.
Doug Lewandowski	6/1/2010	2.1	Prepare claims kickoff presentation for weekly claims discussion.
Julie Hertzberg	6/1/2010	0.2	Prepare for claims reconciliation call with company.
Julie Hertzberg	6/1/2010	0.3	Review materials related to claims reconciliation call with company.
Michael Eisenberg	6/1/2010	0.3	Internal discussion regarding claims review meeting preparation.
Andrew Sagat	6/2/2010	1.3	Prepare for and participate in meeting with Weil, A&M and Advanta regarding claims reconciliation process.
Andrew Sagat	6/2/2010	0.6	Review claims reconciliation instructions and presentation materials.
Andrew Sagat	6/2/2010	0.3	Review draft SHI stipulation.
Andrew Sagat	6/2/2010	0.5	Download litigation claim information from claim docket.
Doug Lewandowski	6/2/2010	0.4	Correspond with D. Virdin (Advanta) regarding the retail note claims reconciliation.
Doug Lewandowski	6/2/2010	1.3	Participate in discussion with Advanta and Weil regarding claims reconciliation.
Michael Eisenberg	6/2/2010	1.3	Prepare for and participate in meeting with Weil, A&M and Advanta regarding claims reconciliation process.
Michael Eisenberg	6/2/2010	0.6	Review claims reconciliation instructions and presentation materials.
Andrew Sagat	6/3/2010	1.0	Prepare for and participate in meeting with Weil regarding preparation for claims review meeting.

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Claims

Professional	Date	Hours	Activity
Andrew Sagat	6/3/2010	2.8	Prepare for and participate in meeting with Latham, FTI and Weil regarding claims review.
Andrew Sagat	6/3/2010	0.5	Review employee claims detail.
Andrew Sagat	6/3/2010	0.4	Coordinate on SHI International claim amount.
Doug Lewandowski	6/3/2010	1.1	Create CRW for A/P claims reconciliation.
Michael Eisenberg	6/3/2010	1.0	Prepare for and participate in meeting with Weil regarding preparation for claims review meeting.
Michael Eisenberg	6/3/2010	2.8	Prepare for and participate in meeting with Latham, FTI and Weil regarding claims review.
Andrew Sagat	6/4/2010	0.6	Review SHI unsecured claim amounts.
Michael Eisenberg	6/4/2010	1.0	Review employee filed claim and supporting documentation.
Doug Lewandowski	6/5/2010	0.7	Review A/P reconciliation worksheets.
Andrew Sagat	6/7/2010	0.2	Prepare for and participate in calls with J. Ganesh (Weil) regarding SHI stipulation.
Andrew Sagat	6/7/2010	0.3	Review SHI International stipulation.
Andrew Sagat	6/7/2010	1.9	Review claims data in draft liquidation model.
Betty Croft	6/7/2010	2.0	Revise the zip code addresses in the claims tracking database.
Betty Croft	6/7/2010	2.6	Revise the Omnibus objections to remove the employee name.
Michael Eisenberg	6/7/2010	1.9	Review claims data in draft liquidation model.
Andrew Sagat	6/8/2010	0.5	Prepare for and participate in meeting with L. Preston (Advanta) regarding claims reconciliation and Integra Bank.
Betty Croft	6/8/2010	0.1	Revise the Omnibus objections to remove the employee name.
Betty Croft	6/8/2010	1.6	Load the new claims into the claims tracking database and triage.
Doug Lewandowski	6/8/2010	1.8	Prepare updated weekly claims report for the weekly claims call.
Andrew Sagat	6/9/2010	1.7	Review materials regarding executive proofs of claim in advance of meeting.
Andrew Sagat	6/9/2010	0.2	Review draft claim objection.
Andrew Sagat	6/9/2010	2.7	Prepare for and participate in meeting with Dechert, Latham, FTI, Weil and Advanta regarding executive proofs of claim and related follow up.
Andrew Sagat	6/9/2010	0.4	Prepare for and participate in weekly claims update call.
Doug Lewandowski	6/9/2010	0.4	Participate in discussion with Weil and Advanta claims recon team regarding claims status.

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Claims

Professional	Date	Hours	Activity
Doug Lewandowski	6/9/2010	1.1	Create and review equity claim exhibits.
Joseph Bondi	6/9/2010	1.9	Participate in conference call with WGM, Latham and Dechert regarding executive claims and related preparation.
Michael Eisenberg	6/9/2010	0.4	Prepare for and participate in weekly claims update call.
Betty Croft	6/14/2010	0.5	Claims triage and update claims tracking database accordingly.
Doug Lewandowski	6/14/2010	0.7	Review duplicate claim exhibits.
Doug Lewandowski	6/14/2010	1.8	Update reconciliation for certain A/P claims in BART.
Doug Lewandowski	6/14/2010	0.8	Review cured contracts and reflect the agreement in BART.
Doug Lewandowski	6/14/2010	0.6	Participate in discussion with V. Vron (Weil), P. Kelly, J. Plavner and J. Dubow (Advanta) regarding employee claims.
Betty Croft	6/15/2010	3.6	Review the Garden City claims register to the claims tracking database to ensure accuracy.
Betty Croft	6/15/2010	3.5	Continue to review the Garden City claims register to the claims tracking database to ensure accuracy.
Doug Lewandowski	6/15/2010	0.4	Review Advanta claims tasks.
Doug Lewandowski	6/15/2010	2.3	Create weekly claims summary report for A. Sagat (A&M) review.
Doug Lewandowski	6/15/2010	1.5	Enter the legal claim reconciliation data into BART.
Andrew Sagat	6/16/2010	0.7	Review updated claims report and claims research updates.
Betty Croft	6/16/2010	4.1	Review and update the claims tracking database for ABC employees, the estimated and reconciled amount of the claim.
Betty Croft	6/16/2010	1.5	Review updated claims register. Prepare and update the claims tracking database as necessary.
Doug Lewandowski	6/16/2010	0.4	Correspond with Weil regarding legal claims reconciliation.
Doug Lewandowski	6/16/2010	0.5	Update the reconciliation adjustments for claims that are being disallowed.
Doug Lewandowski	6/16/2010	0.8	Update A/P reconciliation for certain claims in BART for weekly report.
Doug Lewandowski	6/16/2010	0.8	Review employee claims that were reconciled by the company.
Doug Lewandowski	6/16/2010	0.7	Add filed claim detail to the weekly claims report.
Doug Lewandowski	6/16/2010	1.4	Create weekly summary report for the weekly claim update call.
Michael Eisenberg	6/16/2010	0.6	Review updated claims report and claims research updates.
Andrew Sagat	6/17/2010	0.4	Prepare for and participate in weekly claims review call.
Andrew Sagat	6/17/2010	0.5	Review updated weekly claims summary.

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Claims

Professional	Date	Hours	Activity
Betty Croft	6/17/2010	0.1	Update retail note claims and claims tracking database accordingly.
Doug Lewandowski	6/17/2010	0.3	Create listing of debt claims for L. Browne (Advanta) review.
Doug Lewandowski	6/17/2010	0.4	Participate in weekly status update call with Weil and company.
Doug Lewandowski	6/17/2010	1.5	Update Omnibus objections in BART.
Michael Eisenberg	6/17/2010	0.4	Prepare for and participate in weekly claims review call.
Michael Eisenberg	6/17/2010	0.5	Review updated weekly claims summary.
Doug Lewandowski	6/18/2010	1.4	Create template for Exhibit A to Omni 3 listing the claimants and related claims subject to Omni 3.
Doug Lewandowski	6/18/2010	0.8	Recreate Omni's 1 and 2 with changes from Weil.
Doug Lewandowski	6/18/2010	1.7	Create Omni 1 and 2 drafts for Weil review of equity claims.
Doug Lewandowski	6/18/2010	1.8	Review the amended and duplicate claim exhibits for Weil review.
Doug Lewandowski	6/21/2010	0.6	Load new claims into BART.
Doug Lewandowski	6/22/2010	0.3	Participate in weekly claims discussion with Weil and Advanta.
Doug Lewandowski	6/23/2010	0.6	Correspond with J. Ganesh (Weil) regarding Omni 1.
Doug Lewandowski	6/23/2010	0.4	Participate in weekly claims discussion with Weil and Advanta.
Doug Lewandowski	6/23/2010	0.4	Update claim types for various mis-typed claims.
Betty Croft	6/24/2010	2.7	Compare Garden City claims register to the claims tracking database register.
Betty Croft	6/24/2010	0.5	Discuss the comparison of registers and the retail notes reconciliation with D. Lewandowski (A&M).
Doug Lewandowski	6/24/2010	2.1	Create revised exhibits of Omni 1 and 2 for equity claims.
Doug Lewandowski	6/24/2010	1.6	Review retail note reconciliation detail and compare to POC. Discuss with B. Croft (A&M).
Betty Croft	6/25/2010	2.5	Compare Garden City claims register to the claims tracking database register.
Betty Croft	6/25/2010	2.2	Review retail note reconciliation between the claims tracking database, the company's sub ledger and the proof of claim form.
Doug Lewandowski	6/25/2010	0.8	Create revised Omni 1 with additional changes from Weil.
Doug Lewandowski	6/25/2010	2.1	Review comparison of claim register and identify issues with certain claims.
Julie Hertzberg	6/25/2010	0.2	Work on updates regarding analysis of note retail claims.
Julie Hertzberg	6/27/2010	0.8	Review and revise first Omnibus objection to claims.

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Exhibit D

Claims

Professional	Date	Hours	Activity
Betty Croft	6/28/2010	3.3	Review retail note reconciliation between the claims tracking database, the company's sub ledger and the proof of claim form.
Betty Croft	6/28/2010	0.6	Continue to review retail note reconciliation between the claims tracking database, the company's sub ledger and the proof of claim form.
Betty Croft	6/28/2010	1.0	Continue to review retail note reconciliation between the claims tracking database, the company's sub ledger and the proof of claim form.
Doug Lewandowski	6/28/2010	0.4	Discuss first Omnibus objection exhibit revisions with J. Hertzberg (A&M).
Doug Lewandowski	6/28/2010	0.4	Correspond with J. Ganesh (Weil) regarding Omni 1 exhibits.
Doug Lewandowski	6/28/2010	1.5	Review equity claim exhibit.
Julie Hertzberg	6/28/2010	0.2	Review analysis of note retail claims with team.
Julie Hertzberg	6/28/2010	0.3	Participate in telephone conference with D. Lewandowski (A&M) regarding revisions to first Omnibus objection exhibit.
Julie Hertzberg	6/28/2010	0.4	Prepare final review and approval of first Omnibus objection to claims.
Julie Hertzberg	6/28/2010	0.4	Review revised draft of first Omnibus objection exhibit.
Betty Croft	6/29/2010	1.8	Continue to review retail note reconciliation between the claims tracking database, the company's sub ledger and the proof of claim form.
Betty Croft	6/29/2010	2.9	Review retail note reconciliation between the claims tracking database, the company's sub ledger and the proof of claim form.
Betty Croft	6/29/2010	0.2	Follow up with D. Lewandowski (A&M) on retail note claims.
Doug Lewandowski	6/29/2010	1.5	Create weekly summary report.
Doug Lewandowski	6/29/2010	0.4	Discuss legal class action claims with Weil.
Doug Lewandowski	6/29/2010	0.3	Review legal class action claims.
Andrew Sagat	6/30/2010	0.5	Prepare for and participate in weekly claims review meeting and follow up.
Andrew Sagat	6/30/2010	0.4	Prepare for and participate in call with J. Hertzberg (A&M) regarding post-confirmation costs.
Betty Croft	6/30/2010	1.1	Review retail note reconciliation between the claims tracking database, the company's sub ledger and the proof of claim form.
Betty Croft	6/30/2010	1.0	Participate in discussion with D. Lewandowski (A&M), D. Virdin and L. Preston (Advanta) regarding retail note reconciliation.
Doug Lewandowski	6/30/2010	0.3	Participate in weekly claim discussion follow-up with J. Hertzberg (A&M).

*Advanta Corp., et al.,
Time Detail by Activity by Professional
June 1, 2010 through June 30, 2010*

Claims

Professional	Date	Hours	Activity
Doug Lewandowski	6/30/2010	0.4	Participate in weekly claim discussion with Advanta, Weil, A. Sagat and J. Hertzberg (A&M).
Doug Lewandowski	6/30/2010	1.0	Participate in discussion with B. Croft (A&M) and joined by D. Virdin and L. Preston (Advanta) regarding retail note reconciliation.
Julie Hertzberg	6/30/2010	0.3	Participate in conference with A. Sagat (A&M) regarding post-confirmation fee estimate for trust.
Julie Hertzberg	6/30/2010	0.3	Participate in follow up conference with D. Lewandowski (A&M) regarding note retail claims analysis.
Julie Hertzberg	6/30/2010	0.2	Participate in weekly conference call regarding updates on claims reconciliation process.
Michael Eisenberg	6/30/2010	0.5	Prepare for and participate in weekly claims review meeting and follow up.
Subtotal		126.8	

Coordination & Communication with Stakeholders

Professional	Date	Hours	Activity
Andrew Sagat	6/4/2010	0.4	Review art diligence questions from FTI.
Andrew Sagat	6/8/2010	0.6	Review follow-up art diligence questions.
Andrew Sagat	6/9/2010	0.8	Review responses to art diligence questions.
Andrew Sagat	6/10/2010	0.9	Consolidate art diligence responses from Advanta and prepare questions in response.
Andrew Sagat	6/18/2010	0.5	Prepare for and participate in call with L. Park (FTI) regarding case updates.
Andrew Sagat	6/24/2010	0.8	Prepare for and participate in discussion with FTI, Latham and Weil regarding Hilsman relocation tax gross-up.
Andrew Sagat	6/25/2010	0.6	Review G/L and response to FTI follow-up art inventory question.
Andrew Sagat	6/29/2010	0.3	Prepare for and participate in call with L. Park (FTI) regarding Hilsman relocation and related follow up.
Subtotal		4.9	

Fee Applications

Professional	Date	Hours	Activity
Joseph Bondi	6/1/2010	0.8	Review time entries for May fee application.

*Advanta Corp., et al.,
Time Detail by Activity by Professional
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Fee Applications

Professional	Date	Hours	Activity
Andrew Sagat	6/2/2010	1.4	Review April fee statement.
Michael Eisenberg	6/2/2010	3.2	Prepare April fee statement and application.
Mary Napoliello	6/3/2010	0.2	Begin working on edits to April.
Mary Napoliello	6/4/2010	1.4	Work on edits to exhibits, cover sheet, application and send to M. Eisenberg.
Andrew Sagat	6/7/2010	0.8	Review revised April fee statement.
Michael Eisenberg	6/7/2010	3.3	Edit and review April fee statement and application.
Joseph Bondi	6/8/2010	0.5	Review draft of A&M fee application and participate in call to discuss.
Mary Napoliello	6/8/2010	0.8	Work on additional edits to April; review docket and update application with cno data; send revised exhibits and application to M. Eisenberg (A&M).
Mary Napoliello	6/10/2010	0.5	Finalize April statement and send to counsel for filing.
Mary Napoliello	6/11/2010	0.5	Prepare fee data and forward to Melanie White - examiner.
Debra Mosley	6/21/2010	2.1	Review and edit detailed time records for June statement.
Debra Mosley	6/21/2010	2.4	Review and edit detailed expense records for June statement.
Debra Mosley	6/21/2010	0.6	Prepare reconciliation of June statement.
Michael Eisenberg	6/21/2010	3.1	Work on 2nd draft review and edits to May fee statement.
Mary Napoliello	6/23/2010	0.3	Review case docket for cno data.
Mary Napoliello	6/23/2010	3.0	Review time detail and prepare first draft of exhibits, cover sheet and application for May.
Joseph Bondi	6/28/2010	0.5	Review comments of fee examiner regarding A&M invoice.
Andrew Sagat	6/29/2010	0.3	Review team May time detail.
Andrew Sagat	6/29/2010	2.6	Prepare draft response to fee auditor initial report on first fee statement.
Joseph Bondi	6/29/2010	0.4	Participate in conference regarding response to issues raised by fee examiner.
Michael Eisenberg	6/29/2010	0.3	Review team May time detail.
Andrew Sagat	6/30/2010	0.5	Review and make revisions to letter response to fee auditor.
Andrew Sagat	6/30/2010	1.1	Review May fee statement time and expense information.
Michael Eisenberg	6/30/2010	1.1	Review May fee statement time and expense information.
Michael Eisenberg	6/30/2010	0.5	Review and make revisions to letter response to fee auditor.

**Advanta Corp., et al.,
Time Detail by Activity by Professional
June 1, 2010 through June 30, 2010**

Exhibit D

Fee Applications

Professional	Date	Hours	Activity
Subtotal		32.2	

Restructuring Actions

Professional	Date	Hours	Activity
Andrew Sagat	6/1/2010	0.4	Prepare for and participate in asset realization meeting.
Andrew Sagat	6/1/2010	0.5	Prepare for and participate in meeting with R. Vara (VGFA) regarding art sale discussions.
Andrew Sagat	6/1/2010	1.1	Prepare for and participate in meeting with J. Pfavner (Advanta) regarding deferred comp diligence and related follow-ups.
Andrew Sagat	6/1/2010	0.8	Prepare for and participate in meeting with N. Gordon (Advanta) regarding SHI claim, art invoices and A/P claims review.
Andrew Sagat	6/1/2010	0.4	Review draft of Freeman's auction house proposal.
Michael Eisenberg	6/1/2010	0.4	Prepare for and participate in asset realization meeting.
Andrew Sagat	6/2/2010	0.3	Prepare for and participate in call with L. Park (FTI) regarding COLI policies.
Andrew Sagat	6/2/2010	0.9	Coordinate with Advanta and VGFA regarding art sales.
Andrew Sagat	6/2/2010	0.3	Prepare for and participate in asset realization meetings.
Andrew Sagat	6/2/2010	0.6	Review final Freeman auction house proposal.
Michael Eisenberg	6/2/2010	0.3	Prepare for and participate in asset realization meeting.
Uri Horowitz	6/2/2010	1.2	Research PA law and COLI programs and reinstatement provisions.
Andrew Sagat	6/3/2010	1.8	Review art proposals and consignment agreements.
Kevin Gregson	6/3/2010	0.8	Review COLI in preparation for Friday conference call with Weil.
Uri Horowitz	6/3/2010	0.9	Research PA law and COLI programs and reinstatement provisions.
Andrew Sagat	6/4/2010	0.2	Prepare for and participate in follow-up call with K. Gregson (A&M).
Andrew Sagat	6/4/2010	1.0	Prepare for and participate in call with R. Vara (VGFA) regarding auction proposals and art sale options.
Andrew Sagat	6/4/2010	0.8	Prepare art sale proceeds forecast.
Andrew Sagat	6/4/2010	0.8	Prepare for and participate in call with K. Gregson (A&M), FTI, Weil and Latham regarding COLI policies.
Andrew Sagat	6/4/2010	1.3	Prepare for and participate in call with R. Vara (VGFA) and A&M regarding art sale strategy discussion.

***Advanta Corp., et al.,
Time Detail by Activity by Professional
June 1, 2010 through June 30, 2010***

Exhibit D

Restructuring Actions

Professional	Date	Hours	Activity
Joseph Bondi	6/4/2010	1.7	Review proposal for sale of artworks and participate in conference call to discuss.
Kevin Gregson	6/4/2010	3.1	Participate in conference call with committee and follow-up with A. Sagat (A&M). Set up additional requests from call.
Michael Eisenberg	6/4/2010	6.3	Attend and review Great American auction.
Uri Horowitz	6/4/2010	0.6	Research PA law and COLI programs and reinstatement provisions.
Andrew Sagat	6/7/2010	1.5	Review draft art strategy proposal and provide comments.
Andrew Sagat	6/7/2010	0.4	Prepare for and participate in meeting with D. Epstein (Advanta) regarding artwork sale.
Andrew Sagat	6/7/2010	0.6	Review art appraisal draft.
Andrew Sagat	6/7/2010	1.0	Prepare for and participate in calls with R. Vara (VGFA) regarding art strategy proposal and consignment offers.
Andrew Sagat	6/7/2010	0.7	Review revised art consignment agreement to gallery.
Kevin Gregson	6/7/2010	2.0	Review COLI program for Pac Life policies.
Andrew Sagat	6/8/2010	0.6	Coordinate open items and related information regarding consigning art to gallery.
Andrew Sagat	6/8/2010	1.1	Review final art strategy proposal memo and related discussions.
Andrew Sagat	6/8/2010	0.7	Prepare revisions to art consignment agreement with gallery.
Andrew Sagat	6/8/2010	1.4	Prepare for and participate in calls with R. Vara (VGFA) regarding appraisals, consignment agreement and art sale strategy.
Andrew Sagat	6/8/2010	0.5	Prepare for and participate in meeting with D. Epstein (Advanta) regarding art diligence questions and sale of art.
Kevin Gregson	6/8/2010	2.5	Discuss waiver of death claims and questions from Weil with J. Wood (HSBC).
Andrew Sagat	6/9/2010	0.4	Review and respond to various other emails regarding asset sales and art contract related items.
Kevin Gregson	6/9/2010	1.6	Review COLI policies and trust statement reconciliation with policy activity.
Andrew Sagat	6/10/2010	0.6	Review updated art inventory information from VGFA.
Andrew Sagat	6/10/2010	0.8	Review deferred comp trust email and related discussion and follow up.
Andrew Sagat	6/10/2010	2.5	Review and coordinate art sale consignment agreement and information with AMY Gallery and participate in discussions with R. Vara (VGFA).
Kevin Gregson	6/10/2010	2.8	Draft note on trust reconciliation and follow up discussion with A. Sagat (A&M).

*Advanta Corp., et al.,
Time Detail by Activity by Professional
June 1, 2010 through June 30, 2010*

Exhibit D

Restructuring Actions

Professional	Date	Hours	Activity
Andrew Sagat	6/11/2010	0.5	Prepare for and participate in call with R. Vara (VGFA) regarding sale of artwork.
Andrew Sagat	6/11/2010	0.6	Review and make revisions to AMY Gallery consignment agreement.
Andrew Sagat	6/14/2010	0.7	Review motion to retain AMY Gallery to sell certain artwork and prepare comments.
Andrew Sagat	6/14/2010	0.7	Prepare for and participate in various calls with R. Vara (VGFA) and AMY Gallery regarding art sale strategy and coordination.
Andrew Sagat	6/15/2010	0.6	Prepare for and participate in meeting with D. Epstein (Advanta) regarding sale of artwork and facilities move.
Andrew Sagat	6/15/2010	0.7	Prepare for and participate in meeting with R. Vara (VGFA) regarding sale of artwork.
Andrew Sagat	6/16/2010	0.5	Prepare for and participate in call with K. Gregson (A&M) regarding COLI and deferred compensation policies.
Kevin Gregson	6/16/2010	1.5	Review questions regarding COLI update call and discuss with A. Sagat (A&M).
Andrew Sagat	6/17/2010	0.4	Prepare for and participate in weekly asset update call.
Michael Eisenberg	6/17/2010	0.4	Prepare for and participate in asset realization meeting.
Andrew Sagat	6/18/2010	0.9	Review Sotheby's proposal.
Andrew Sagat	6/18/2010	0.8	Prepare for and participate in call with R. Vara (VGFA) regarding auction house discussions.
Andrew Sagat	6/21/2010	0.8	Prepare for and participate in call with R. Vara (VGFA) regarding auction house negotiations.
Andrew Sagat	6/21/2010	0.7	Prepare estimates analysis for auction house financial terms.
Andrew Sagat	6/22/2010	0.6	Prepare for and participate in meeting with R. Vara (VGFA) and D. Epstein (Advanta) regarding artwork move logistics.
Andrew Sagat	6/22/2010	3.2	Prepare and make revisions to auction house economic analyses.
Andrew Sagat	6/22/2010	3.1	Participate in various meetings and discussions with R. Vara (VGFA) regarding auction house proposals and negotiations.
Joseph Bondi	6/22/2010	0.3	Participate in discussion regarding disposition of artwork.
Andrew Sagat	6/23/2010	2.3	Review revised Christies proposal and financial offer.
Andrew Sagat	6/23/2010	0.6	Participate in various discussions related to monetizing domain names.
Andrew Sagat	6/23/2010	3.2	Review art sale strategy memo drafts, financial analyses and exhibits.
Andrew Sagat	6/23/2010	0.5	Prepare for and participate in asset realization meeting.

*Advanta Corp., et al.,
Time Detail by Activity by Professional
June 1, 2010 through June 30, 2010*

Exhibit D

Restructuring Actions

Professional	Date	Hours	Activity
Andrew Sagat	6/23/2010	0.6	Prepare for and participate in call with D. Albert (Advanta) and K. Gregson (A&M) regarding COLI and related follow-up.
Kevin Gregson	6/23/2010	1.5	Participate in call with TBG and C. Mullen to discuss the Pac Life COLI policies. Follow up with call with D. Albert (Advanta) and A. Sagat (A&M).
Michael Eisenberg	6/23/2010	0.5	Prepare for and participate in asset realization meeting.
Uri Horowitz	6/23/2010	0.5	Participate in conference call regarding life insurance waivers vs. CVR.
Andrew Sagat	6/24/2010	2.5	Coordinate comments and terms regarding consignment of artwork to auction house.
Andrew Sagat	6/24/2010	0.6	Review prepared comments related to auction house commitment letter and related discussions.
Kevin Gregson	6/24/2010	1.0	Review COLI information sent by TBG on the COLI PAC Life policies.
Andrew Sagat	6/25/2010	0.7	Review revised art auction dates and proposals.
Andrew Sagat	6/25/2010	0.4	Prepare email correspondence with Advanta regarding move date of artwork by auction house.
Andrew Sagat	6/25/2010	0.6	Review Christies insurance information and related emails from R. Vara (VGFA).
Andrew Sagat	6/25/2010	1.3	Review revised auction house commitment letter and related discussions.
Andrew Sagat	6/25/2010	0.4	Review Pacific Life supporting information.
Kevin Gregson	6/25/2010	0.7	Prepare initial draft of COLI email.
Andrew Sagat	6/26/2010	0.6	Review and respond to comments on art auction house commitment letter by UCC advisors.
Andrew Sagat	6/28/2010	0.5	Prepare for and participate in call with Christies and R. Vara (VGFA) regarding commitment letter and next steps.
Andrew Sagat	6/28/2010	0.4	Review draft Pac Life diligence email and discussion with K. Gregson (A&M).
Andrew Sagat	6/28/2010	0.6	Review and respond to comments on art auction house commitment letter by UCC advisors.
Andrew Sagat	6/28/2010	1.0	Review final auction house commitment letter and final coordination of terms with VGFA, Weil and Christies.
Andrew Sagat	6/29/2010	0.5	Prepare for and participate in meeting with P. Browne (Advanta) regarding deferred comp and other case items.
Andrew Sagat	6/29/2010	0.7	Prepare for and participate in meeting with R. Vara (VGFA) and Christies regarding art contract, art move coordination and related follow ups.

*Advanta Corp., et al.,
Time Detail by Activity by Professional
June 1, 2010 through June 30, 2010*

Exhibit D

Restructuring Actions

Professional	Date	Hours	Activity
Andrew Sagat	6/30/2010	0.6	Coordinate diligence and distribution on deferred compensation policies.
Kevin Gregson	6/30/2010	2.0	Re-draft COLI email memo.
Subtotal		90.0	

Tax

Professional	Date	Hours	Activity
Andrew Sagat	6/3/2010	1.1	Review FDIC papers filed with court.
Michael Eisenberg	6/3/2010	1.1	Review FDIC papers filed with court.
Andrew Sagat	6/9/2010	0.6	Review intercompany tax balance treatment on balance sheet and in models.
Andrew Sagat	6/10/2010	0.2	Review FDIC claim questions from Weil.
Andrew Sagat	6/11/2010	1.5	Prepare for and participate in meeting with Latham, FTI and Weil regarding FDIC discussions.
Joseph Bondi	6/12/2010	0.4	Participate in conference to discuss FDIC claim settlement issues.
Andrew Sagat	6/14/2010	1.2	Prepare for and participate in call with Advanta and Weil regarding questions on FDIC proof of claim.
Andrew Sagat	6/14/2010	3.0	Prepare for and participate in meeting with McDermott, Weil, FTI and Latham regarding FDIC proof of claim and other matters and related follow-up.
Joseph Bondi	6/14/2010	1.6	Participate in conference with FDIC counsel regarding settlement of claims and related preparation.
Andrew Sagat	6/15/2010	1.2	Prepare for and participate in meeting with Weil and Advanta regarding FDIC meeting.
Andrew Sagat	6/15/2010	0.8	Prepare for and participate in call with FTI regarding FDIC meeting.
Andrew Sagat	6/15/2010	0.5	Prepare for and participate in meeting with P. Browne (Advanta) regarding FDIC meeting and other case updates.
Andrew Sagat	6/15/2010	0.5	Prepare for and participate in call with Weil regarding FDIC meeting.
Andrew Sagat	6/15/2010	0.5	Prepare for and participate in call with FTI, Latham and Weil regarding FDIC meeting.
Joseph Bondi	6/15/2010	1.5	Participate in conferences with FTI, Latham and WGM regarding potential FDIC settlement.
Joseph Bondi	6/15/2010	0.8	Participate in discussion with WGM and company regarding potential FDIC settlement.

*Advanta Corp., et al.,
Time Detail by Activity by Professional
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Exhibit D

Tax

Professional	Date	Hours	Activity
Andrew Sagat	6/16/2010	4.0	Prepare for and participate in meeting with Latham, Weil, Advanta, McDermott and FDIC regarding FDIC claim discussions.
Andrew Sagat	6/16/2010	0.6	Review draft claim against ABC.
Andrew Sagat	6/16/2010	0.4	Prepare for and participate in call with P. Browne (Advanta) regarding FDIC discussions.
Joseph Bondi	6/16/2010	0.7	Participate in conference regarding FDIC settlement discussion.
Andrew Sagat	6/17/2010	0.4	Prepare for and participate in call with Weil and Advanta regarding FDIC discussion.
Andrew Sagat	6/17/2010	0.3	Prepare for and participate in call with Weil regarding document retention.
Joseph Bondi	6/17/2010	1.6	Participate in discussions regarding FDIC document request and related review of files.
Michael Eisenberg	6/17/2010	0.8	Prepare for and participate in internal A&M call regarding document retention.
Michael Eisenberg	6/17/2010	0.3	Prepare for and participate in call with Weil regarding document retention.
Andrew Sagat	6/21/2010	0.8	Prepare for and participate in call with P. Browne (Advanta) and L. Park (FTI) regarding FDIC discussions.
Andrew Sagat	6/21/2010	0.7	Review document retention protocol and organization of process.
Andrew Sagat	6/21/2010	2.5	Prepare for and participate in meeting with Latham, Weil, FTI and Advanta regarding FDIC settlement and litigation discussions and related follow up.
Andrew Sagat	6/21/2010	0.7	Review tax sharing scenarios and recovery analysis.
Joseph Bondi	6/21/2010	2.8	Discuss potential settlement with FDIC and related preparation with UCC and advisors.
Michael Eisenberg	6/21/2010	0.7	Review tax sharing scenarios and recovery analysis.
Michael Eisenberg	6/21/2010	0.7	Review document retention protocol and organization of process.
Andrew Sagat	6/22/2010	2.1	Prepare for and participate in various discussions with Advanta regarding settlement negotiations and related follow-up.
Andrew Sagat	6/22/2010	0.8	Prepare for and participate in call with FTI regarding settlement negotiations.
Joseph Bondi	6/22/2010	1.4	Participate in conferences with company and FTI regarding potential FDIC settlement.
Andrew Sagat	6/23/2010	0.6	Prepare for and participate in call with FTI and Latham regarding settlement negotiations.
Andrew Sagat	6/23/2010	0.8	Review settlement negotiation scenarios.
Joseph Bondi	6/23/2010	0.4	Participate in conference regarding FDIC settlement.

Advanta Corp., et al., Time Detail by Activity by Professional June 1, 2010 through June 30, 2010
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Tax

Professional	Date	Hours	Activity
Subtotal		40.6	

Travel Time

Professional	Date	Hours	Activity
Andrew Sagat	6/1/2010	1.1	Non-working travel from New York to Spring House at 1/2 time.
Michael Eisenberg	6/1/2010	1.1	Non-working travel from New York to Spring House at 1/2 time.
Andrew Sagat	6/2/2010	1.2	Non-working travel from Spring House to New York at 1/2 time.
Michael Eisenberg	6/2/2010	1.2	Non-working travel from Spring House to New York at 1/2 time.
Andrew Sagat	6/7/2010	1.1	Non-working travel from New York to Spring House at 1/2 time.
Michael Eisenberg	6/7/2010	1.1	Non-working travel from New York to Spring House at 1/2 time.
Andrew Sagat	6/8/2010	1.5	Non-working travel from Spring House to NY at 1/2 time.
Michael Eisenberg	6/8/2010	1.5	Non-working travel from Spring House to NY at 1/2 time.
Andrew Sagat	6/15/2010	2.2	Non-working travel roundtrip from New York to Spring House at 1/2 time.
Michael Eisenberg	6/15/2010	2.2	Non-working roundtrip travel - New York/Spring House at 1/2 time.
Andrew Sagat	6/22/2010	1.1	Non-working travel from NY to Spring House at 1/2 time.
Michael Eisenberg	6/22/2010	1.1	Non-working travel from NY to Spring House at 1/2 time.
Andrew Sagat	6/23/2010	1.1	Non-working travel from Spring House to NY at 1/2 time.
Michael Eisenberg	6/23/2010	1.1	Non-working travel from Spring House to New York at 1/2 time.
Andrew Sagat	6/29/2010	1.1	Non-working travel from New York to Conshohocken, PA at 1/2 time.
Michael Eisenberg	6/29/2010	1.1	Non-working travel from New York to Conshohocken, PA at 1/2 time.
Andrew Sagat	6/30/2010	1.3	Non-working travel from Conshohocken, PA to New York at 1/2 time.
Michael Eisenberg	6/30/2010	1.3	Non-working travel from Conshohocken, PA to New York at 1/2 time.
Subtotal		23.4	

Grand Total	518.6
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*Advanta Corp., et al.,
Summary of Expense Detail by Category
June 1, 2010 through June 30, 2010*

<i>Expense Category</i>	<i>Sum of Expenses</i>
Lodging	\$1,943.38
Meals	\$338.50
Miscellaneous	\$196.08
Transportation	\$2,130.25
	<i>Total</i> \$4,608.21

*Advanta Corp., et al.,
Expense Detail by Category
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Lodging

Professional/Service	Date	Expense	Expense Description
Andrew Sagat	6/2/2010	\$3.00	Cash tips for housekeeping - 6/1/10 - 6/2/10.
Andrew Sagat	6/2/2010	\$202.39	Hotel in Conshohocken - 1 night.
Andrew Sagat	6/8/2010	\$176.88	Hotel in Conshohocken - 1 night.
Andrew Sagat	6/8/2010	\$3.00	Cash tips for housekeeping - 6/7/10 - 6/8/10.
Andrew Sagat	6/23/2010	\$193.32	Hotel in Conshohocken - 1 night.
Andrew Sagat	6/23/2010	\$3.00	Cash tips for housekeeping - 6/22/10 - 6/23/10.
Andrew Sagat	6/30/2010	\$225.72	Hotel in Conshohocken - 1 night.
Andrew Sagat	6/30/2010	\$225.72	Hotel in Conshohocken - 1 night.
Michael Eisenberg	6/1/2010	\$202.39	Hotel in Conshohocken - 1 night.
Michael Eisenberg	6/10/2010	\$439.04	Hotel in Conshohocken - 2 nights.
Michael Eisenberg	6/15/2010	\$268.92	Hotel in Conshohocken - 1 night.
Expense Category Total		\$1,943.38	

Meals

Professional/Service	Date	Expense	Expense Description
Andrew Sagat	6/1/2010	\$104.88	Out of town dinner - Sagat, Eisenberg, Vara (VGFA).
Andrew Sagat	6/7/2010	\$41.13	Out of town dinner - Sagat.
Andrew Sagat	6/15/2010	\$5.01	Out of town breakfast - Sagat.
Andrew Sagat	6/22/2010	\$6.69	Out of town breakfast - Sagat.
Andrew Sagat	6/22/2010	\$39.24	Out of town dinner - Sagat.
Andrew Sagat	6/29/2010	\$56.56	Out of town dinner - Sagat, Eisenberg.
Michael Eisenberg	6/1/2010	\$13.77	Out of town dinner - Eisenberg.
Michael Eisenberg	6/15/2010	\$8.16	Out of town breakfast - Eisenberg.
Michael Eisenberg	6/15/2010	\$50.00	Out of town dinner - Eisenberg.
Michael Eisenberg	6/29/2010	\$13.06	Out of town breakfast - Eisenberg, Sagat.
Expense Category Total		\$338.50	

*Advanta Corp., et al.,
Expense Detail by Category
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Miscellaneous

Professional/Service	Date	Expense	Expense Description
Andrew Sagat	6/3/2010	\$24.48	Conference call charges.
Andrew Sagat	6/28/2010	\$140.46	Wireless usage charges - 5/23/10 - 6/23/10.
Doug Lewandowski	6/28/2010	\$10.94	Wireless usage charges - 5/23/10 - 6/23/10.
Joseph Bondi	6/26/2010	\$6.78	Wireless usage charges - 5/23/10 - 6/23/10.
Julie Hertzberg	6/8/2010	\$1.30	Wireless usage charges - 4/18/10 - 5/17/10.
Julie Hertzberg	6/28/2010	\$0.56	Wireless usage charges - 5/23/10 - 6/23/10.
Mark Zeiss	6/17/2010	\$4.56	Wireless usage charges - 5/13/10 - 6/12/10.
Michael Eisenberg	6/28/2010	\$7.00	Wireless usage charges - 5/23/10 - 6/23/10.
Expense Category Total		\$196.08	

Transportation

Professional/Service	Date	Expense	Expense Description
Andrew Sagat	6/1/2010	\$13.00	Taxi from home to Hertz rental office.
Andrew Sagat	6/2/2010	\$10.00	Taxi from Hertz rental office to home.
Andrew Sagat	6/7/2010	\$115.00	Mileage - New York/Philadelphia.
Andrew Sagat	6/8/2010	\$21.63	Fuel for rental car.
Andrew Sagat	6/14/2010	\$13.00	Taxi from home to McDermott office.
Andrew Sagat	6/15/2010	\$21.32	Fuel for rental car.
Andrew Sagat	6/23/2010	\$26.53	Fuel for car.
Andrew Sagat	6/23/2010	\$68.38	EZ-Pass toll charges.
Andrew Sagat	6/23/2010	\$332.50	Mileage - New York/Philadelphia (3 trips).
Andrew Sagat	6/29/2010	\$11.00	Taxi from home to Hertz rental office.
Andrew Sagat	6/30/2010	\$11.00	Taxi from Hertz rental office to home.
Michael Eisenberg	6/1/2010	\$246.20	Rental car - 2 days.
Michael Eisenberg	6/2/2010	\$6.10	Taxi from Hertz office to home.
Michael Eisenberg	6/3/2010	\$47.00	Train ticket from NYP to PHL.
Michael Eisenberg	6/3/2010	\$10.50	Taxi from home to Penn Station.
Michael Eisenberg	6/8/2010	\$257.75	Rental car - 2 days.

*Advanta Corp., et al.,
Expense Detail by Category
June 1, 2010 through June 30, 2010*

Transportation

Professional/Service	Date	Expense	Expense Description
Michael Eisenberg	6/10/2010	\$34.34	Fuel for rental car.
Michael Eisenberg	6/10/2010	\$6.10	Taxi from Hertz office to home.
Michael Eisenberg	6/15/2010	\$281.95	Rental car - 2 days.
Michael Eisenberg	6/15/2010	\$33.85	Tolls to/from Manhattan and Spring House.
Michael Eisenberg	6/16/2010	\$6.50	Taxi from home to Hertz office.
Michael Eisenberg	6/22/2010	\$33.60	Tolls to/from Manhattan and Spring House.
Michael Eisenberg	6/23/2010	\$5.00	Taxi from Hertz office to home.
Michael Eisenberg	6/24/2010	\$6.10	Taxi from home to Hertz office.
Michael Eisenberg	6/24/2010	\$167.65	Rental car - 2 days.
Michael Eisenberg	6/26/2010	\$29.10	Tolls to/from Manhattan and Spring House.
Michael Eisenberg	6/29/2010	\$33.50	Tolls to/from Manhattan and Spring House.
Michael Eisenberg	6/30/2010	\$281.65	Rental car - 2 days.
Expense Category Total		\$2,130.25	
Grand Total		\$4,608.21	