

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

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

**Objection Deadline: April 4, 2011 at 4:00 p.m.
Hearing Date: Only if objections are filed**

NOTICE OF APPLICATION

PLEASE TAKE NOTICE that co-counsel for the Official Committee of Unsecured Creditors (“Committee”) has filed the its *Fifteenth Monthly Application of Latham & Watkins LLP (“Latham”) for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Committee for the Period From January 1, 2011 Through January 31, 2011* (the “Application”), which seeks approval of Latham’s request for compensation for the professional services rendered in the amount of \$283,502.00 and reimbursement for the expenses it incurred in the amount of \$1,972.33 during the period from January 1, 2010 Through January 31, 2011.

PLEASE TAKE FURTHER NOTICE that objections to the Application, if any, must be filed and served so as to actually be received by the undersigned counsel on or before 4:00 p.m. (E.T.) on **April 4, 2011** (the “Objection Deadline”) with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801. At the same time, you must also serve a copy of the response so as to be received on or before the Objection Deadline by the following: (i) the Debtors, Advanta Corp., P.O. Box 844, Spring House, Pennsylvania 19477-0844 (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 the Official Committee of Unsecured Creditors, Latham & Watkins LLP, 885 Third Avenue, Suite 1000, New York, New York 10003 (Attn: Mitchell A. Seider, Esq.) and Drinker Biddle & Reath LLP, 1100 N. Market Street, Suite 1000, Wilmington, Delaware 19801 (Attn: Howard A. Cohen, Esq.); and (v) the Office of the United States Trustee, District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: David Klauder, Esq.).

¹ The Debtors in these cases, along with the last four digits of each Debtors’ 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), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328), Advanta Ventures Inc. (5127), BizEquity Corp. (8960), Ideablob Corp. (0726), and Advanta Credit Card Receivables Corp. (7955).

PLEASE TAKE FURTHER NOTICE THAT, PURSUANT TO THE ADMINISTRATIVE ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES OF PROFESSIONALS [DOCKET NO. 102], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURE, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF REQUESTED INTERIM FEES AND 100% OF REQUESTED INTERIM EXPENSES WITHOUT FURTHER ORDER OF THE COURT.

Dated: March 14, 2011

DRINKER BIDDLE & REATH LLP

/s/ Howard A. Cohen

Howard A. Cohen (DE 4082)
1100 N. Market Street, Suite 1000
Wilmington, DE 19801
Telephone: (302) 467-4200
Facsimile: (302) 467-4201

- and -

LATHAM & WATKINS LLP

Mitchell A. Seider (admitted *pro hac vice*)
Roger G. Schwartz (admitted *pro hac vice*)
Adam J. Goldberg (admitted *pro hac vice*)
885 Third Avenue, Suite 1000
New York, NY 10003
Telephone: (212) 906-1200
Facsimile: (212) 751-4864

*Counsel for the Official
Committee of Unsecured Creditors*

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

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

**Objection Deadline: April 4, 2011 at 4:00 p.m.
Hearing Date: Only if objections are filed**

**FIFTEENTH MONTHLY APPLICATION OF LATHAM & WATKINS LLP FOR
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND FOR
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE COMMITTEE
FOR THE PERIOD FROM JANUARY 1, 2011 THROUGH JANUARY 31, 2011**

Name of Applicant: Latham & Watkins LLP

Authorized to Provide Professional Services to: Official Committee of Unsecured Creditors

Date of Retention: nunc pro tunc to November 19, 2009

Period for which compensation
and reimbursement are sought: January 1, 2011 through January 31, 2011

Amount of Compensation sought as actual,
reasonable, and necessary: \$226,801.60 (80% of \$283,502.00)

Amount of Expense Reimbursement sought
as actual, reasonable, and necessary: \$ 1,972.33

This is an: X interim final application

¹ The Debtors in these cases, along with the last four digits of each Debtors' 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), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328), Advanta Ventures Inc. (5127), BizEquity Corp. (8960), Ideablob Corp. (0726), and Advanta Credit Card Receivables Corp. (7955).

If this is not the first application filed, disclose the following for each prior application:

Date Filed	Period Covered	Requested		Approved	
		Fees	Expenses	Fees	Expenses
01/20/2010	11/19/2009 - 11/30/2009	\$ 109,783.50	\$ 18.00	\$ 109,783.50	\$ 18.00
02/10/2010	12/01/2009 - 12/31/2009	\$ 133,832.00	\$ 744.59	\$ 133,832.00	\$ 744.59
03/30/2010	01/01/2010 - 01/31/2010	\$ 342,981.50	\$ 2,725.47	\$ 342,981.50	\$ 2,725.47
04/23/2010	02/01/2010 - 02/28/2010	\$ 318,160.50	\$ 3,858.37	\$ 318,160.50	\$ 3,858.37
04/29/2010	03/01/2010 - 03/31/2010	\$ 426,353.00	\$ 13,534.20	\$ 426,353.00	\$ 13,534.20
06/04/2010	04/01/2010 - 04/30/2010	\$ 289,940.50	\$ 8,583.09	\$ 289,940.50	\$ 8,583.09
07/02/2010	05/01/2010 - 05/31/2010	\$ 315,757.00	\$ 4,859.76	\$ 315,757.00	\$ 4,859.76
08/13/2010	06/01/2010 - 06/30/2010	\$ 422,064.00	\$ 7,909.21	\$ 422,064.00	\$ 7,909.21
09/02/2010	07/01/2010 - 07/31/2010	\$ 470,483.00	\$ 7,214.88	\$ 470,483.00	\$ 7,214.88
10/13/2010	08/01/2010 - 08/31/2010	\$ 598,607.75	\$ 15,313.58	\$ 478,886.20	\$ 15,313.58
12/01/2010	09/01/2010 - 09/30/2010	\$ 441,173.50	\$ 26,759.70	\$ 352,938.80	\$ 26,759.70
12/06/2010	10/01/2010 - 10/31/2010	\$ 585,457.50	\$ 9,336.96	\$ 468,366.00	\$ 9,336.96
01/06/2011	11/01/2010 - 11/30/2010	\$ 596,920.00	\$ 13,219.92	\$ 477,536.00	\$ 13,219.92
02/02/2011	12/01/2010 - 12/31/2010	\$ 419,828.50	\$ 4,924.16	\$ 335,862.80	\$ 4,924.16
	TOTAL	\$5,471,342.25	\$119,001.89	\$4,942,944.80	\$119,001.89

Name of Professional Individual	Position, Number of Years in Practice, Year of Obtaining License to Practice	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
David W. Barby	Partner/ 26 years Admitted 1984	\$995.00	1.80	\$1,791.00
Jed W. Brickner	Partner/ 30 years Admitted 1993	\$995.00	2.20	\$2,189.00
David S. Raab	Partner/ 22 years Admitted 1994	\$995.00	12.90	\$12,835.50
Mitchell A. Seider	Partner/ 6 years Admitted 1987	\$995.00	1.30	\$1,293.50
John D. Shyer	Partner/ 25 years Admitted 1982	\$995.00	1.90	\$1,881.00
Robert A. Zuccaro	Partner/ 12 years Admitted 1983	\$995.00	10.50	\$10,447.50
Roger G. Schwartz	Partner/ 13 years Admitted 1997	\$990.00	83.70	\$77,004.00
Robert J. Malionek	Partner/ 12 years Admitted 1997	\$810.00	20.20	\$16,362.00
Alexandra A. Roje	Counsel/ 6 years Admitted 2000	\$785.00	1.50	\$1,177.50
Jocelyn F. Noll	Associate/8 years Admitted 2002.	\$765.00	10.00	\$7,650.00
Adam J. Goldberg	Associate/4 years Admitted 2007	\$640.00	1.50	\$960.00
Austin T. Ozawa	Associate/3 years Admitted 2008	\$630.00	8.10	\$5,103.00
Catherine M. Martin	Associate/3 years Admitted 2008	\$600.00	76.10	\$45,660.00
Aaron M. Singer	Associate/3 years Admitted 2008	\$600.00	117.60	\$70,560.00
Jennifer E. Glasser	Associate/1 year Admitted 2010	\$515.00	24.10	\$12,411.50
Kenneth M. Rock	Associate/1 year Admitted 2010	\$515.00	11.40	\$5,871.00
Kimberley M. Coppola	Law Clerk/ Less than 1 year	\$450.00	10.60	\$4,770.00
Justin A. Levy	Law Clerk/ Less than 1 year	\$450.00	3.90	\$1,755.00
Karen O'Donnell	Professional Staff/ 6 years	\$285.00	0.80	\$228.00
Amadou Sarr	Professional Staff/ Less than years	\$250.00	2.60	\$650.00
Sarita Chalen	Paralegal/ 7 years.	\$240.00	0.30	\$72.00
Yelizaveta Lozovatskaya	Paralegal/ less than 1 year	\$185.00	15.30	\$2,830.50
TOTAL			418.30	\$283,502.00

COMPENSATION BY PROJECT CATEGORY
JANUARY 1, 2011 THROUGH JANUARY 31, 2011

Project Category	Total Hours	Total Fees
Case Administration	19.90	\$10,890.50
Committee Meetings	7.50	\$5,422.00
Asset Sales	15.10	\$13,911.50
Plan and Disclosure Statement	273.10	\$195,797.50
Fee Application Preparation	39.20	\$19,182.00
Claims Analysis and Employee Claims	63.50	\$38,298.50
TOTAL	418.30	\$283,502.00

EXPENSE SUMMARY
JANUARY 1, 2011 THROUGH JANUARY 31, 2011

Expense Category	Total Expenses
Photocopying	\$0.34
Telephone	\$186.62
Lexis	\$272.70
Outside Services	\$899.14
Westlaw	\$63.00
Document Preparation	\$12.00
Other Database Research	\$231.00
Ground Transportation – Local	\$79.14
Docket Research	\$15.60
Meal Services	\$134.79
Global Document Support	\$78.00
TOTAL	\$1,972.33

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ADVANTA CORP, *et al.*,¹) Case No. 09-13931 (KJC)
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Debtors.) (Jointly Administered)

**Objection Deadline: April 4, 2011 at 4:00 p.m.
Hearing Date: Only if objections are filed**

**FOURTEENTH MONTHLY APPLICATION OF LATHAM & WATKINS LLP FOR
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND FOR
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE COMMITTEE
FOR THE PERIOD FROM JANUARY 1, 2011 THROUGH JANUARY 31, 2011**

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 this Court’s Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members [Docket No. 102] (the “Interim Compensation Order”), Latham & Watkins LLP (“L&W”) hereby files this Fifteenth Monthly Application for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors (the “Committee”) for the Period from January 1, 2011 through January 31, 2011 (the “Application”). By this Application, L&W seeks a monthly allowance pursuant to the Interim Compensation Order with respect to the sums of \$283,502.00 as compensation and \$1,972.33 for reimbursement of actual and necessary expenses for a total of \$285,474.33 for the period commencing January 1, 2011

¹ The Debtors in these cases, along with the last four digits of each Debtors’ 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), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328), Advanta Ventures Inc. (5127), BizEquity Corp. (8960), Ideablob Corp. (0726), and Advanta Credit Card Receivables Corp. (7955).

through January 31, 2011 (the “Compensation Period”). In support of this Application, L&W 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 title 11 of the Bankruptcy Code.

2. On November 19, 2009, the Committee was formed and on November 24, 2009, the United States Trustee for the District of Delaware filed a Notice of Appointment of the Committee pursuant to section 1102(a)(1) of the Bankruptcy Code.

3. This Court approved the Committee’s retention of L&W *nunc pro tunc* to November 19, 2009 by the order dated January 15, 2010 (the “Retention Order”).

BASIS FOR THE MONTHLY FEE APPLICATION

4. By this Application, L&W seeks compensation for the services rendered and reimbursement of expenses incurred by L&W as general reorganization and bankruptcy counsel to the Committee during the Compensation Period. The amount of fees sought for services rendered during this period is \$283,502.00, representing 418.30 hours in professional and paraprofessional time for such services. Reimbursement of actual and necessary expenses incurred by L&W during the Compensation Period in connection with these services is requested in the amount of \$1,972.33.

5. All services for which compensation is requested by L&W were performed solely for or on behalf of the Committee. As set forth in the Committee’s motion seeking authority to retain L&W, L&W’s services to the Committee, while focused on restructuring and insolvency issues, have also encompassed a wide range of legal services, including (but not limited to) tax

and regulatory matters. The Retention Order authorized L&W to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

6. L&W 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 L&W and any other person other than the partners of L&W for the sharing of compensation to be received for services rendered in these cases.

FEE STATEMENT

7. The fee statement for the Compensation Period is attached hereto as Exhibit A (the "Billing Detail"). The Billing Detail contains a detailed chronological narrative of the time spent (divided among six (6) descriptive billing categories), the dates and descriptions of the services rendered, and the identity of the attorneys and other professionals who provided such services on behalf of the Committee during the Compensation Period. Certain of these narratives in the Billing Detail have been redacted for privilege and confidentiality purposes. To the best of L&W'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 Interim Compensation Order.

ACTUAL AND NECESSARY EXPENSES

8. A summary of actual and necessary expenses incurred by L&W during the Compensation Period is included in the attached Billing Detail. L&W has incurred out-of-pocket expenses in the amount of \$1,972.33 in connection with its services rendered to the Committee during the Compensation Period. These expenses were incurred for items not included in L&W's hourly rates, including (but not limited to) duplicating charges, document delivery and

messenger services, telephone and facsimile charges, legal research charges, travel expenses and in-house document production. L&W submits that all such expenses are necessary and actual expenses for the performance of its services in this case, and further submits that many of the expenses were necessitated by the time constraints under which L&W's professionals and staff have operated in this case.

INTERIM NATURE OF COMPENSATION

9. In accordance with the Interim Compensation Order, L&W requests that, upon expiration of the objection deadline in respect of this Application and L&W's filing of a certificate of no objection, the Committee be authorized to pay L&W an amount equal to 80 percent of the fees and 100 percent of the expenses requested in this Application.

10. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, L&W respectfully submits that the amounts requested by this Application are fair and reasonable given (a) the complexity of this case, (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 the Bankruptcy Code.

REVIEW OF APPLICABLE LOCAL RULES

11. The undersigned has reviewed the requirements of Del. Bankr. L.R. 2016-2 and certifies that, to the best of his information, knowledge and belief, this Application complies with Rule 2016-2.

NOTICE

12. No trustee or examiner has been appointed in these Chapter 11 Cases. The Committee has provided notice of this Application to: (a) the Office of the United States Trustee, (b) the Debtors, (c) counsel for the Debtors, (c) local counsel to the Debtors and (d) all parties entitled to notice pursuant to the Interim Compensation Order. In light of the nature of the relief requested, the Committee submits that no further notice is required or needed under the circumstances.

WHEREFORE, L&W respectfully requests that the Court (i) approve compensation in the amount of \$283,502.00 for necessary professional services rendered and reimbursement of expenses in the amount of \$1,972.33, (ii) authorize the Committee to remit to L&W, in accordance with the Interim Compensation Order, \$266,801.60 (80% of \$283,502.00) for necessary professional services rendered and \$1,972.33 for the reimbursement of expenses and (iii) grant such other and further relief as may be just and proper.

Dated: March 14, 2011
Wilmington, Delaware

Respectfully Submitted,

/s/ Mitchell A. Seider
Mitchell A. Seider
Roger G. Schwartz
LATHAM & WATKINS LLP
885 Third Avenue, Suite 1200
New York, New York 10022-4834
Telephone: (212) 906-1200
Facsimile: (212) 751-4864
E-mail: Mitchell.Seider@lw.com
Roger.Schwartz@lw.com

Attorneys for the Official Committee
of Unsecured Creditors

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

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

CERTIFICATION

I, Mitchell A. Seider, Esq., hereby certify and state as follows:

1. I am a member of the law firm of Latham & Watkins LLP, counsel to the Official Committee of Unsecured Creditors, in the above-captioned matter. I submit this certification in connection with Latham & Watkins LLP's fifteenth monthly application for allowance of compensation for services rendered and for reimbursement of expenses for the period of January 1, 2011 through January 31, 2011 (the "Application").

2. I have reviewed the requirements of Local Rule 2016-2 of the United States Bankruptcy Court for the District of Delaware and certify to the best of my knowledge and belief that this Application complies with Local Rule 2016-2.

I certify, under penalty of perjury, that the foregoing statements made by me are true to the best of my knowledge, information, and belief.

Dated: March 14, 2011

/s/ Mitchell A. Seider
Mitchell A. Seider

EXHIBIT A

[L&W Invoice]

LATHAM & WATKINS LLP

53rd at Third
885 Third Avenue
New York, New York 10022-4834
Tel: +1.212.906.1200 Fax: +1.212.751.4864
www.lw.com

Tax identification No: 95-2018373

INVOICE

January 31, 2011

OFFICIAL UNSECURED CREDITORS' COMMITTEE
OF ADVANTA CORP.
STONEHILL CAPITAL
885 THIRD AVENUE
NEW YORK, NY 10022

REMITTANCE INSTRUCTIONS

WIRE TRANSFERS:
Bank: Citibank, Delaware
One Penn's Way
New Castle, DE 19720
ABA: 0311-00209
SWIFT: CITIUS33
Account Name: **Latham & Watkins LLP**
Account Number: **3911-7003**

CHECKS:
Latham & Watkins LLP
P.O. Box 7247-8181
Philadelphia, PA
19170-8181

Please identify your check or wire transfer with the following numbers:
Invoice No. 110601269
File No. 047606-0000

The following is a summary of services rendered through January 31, 2011:

NAME	TITLE	HOURS	RATE	AMOUNT
BARBY, DAVID W	PARTNER	1.80	995.00	1,791.00
BRICKNER, JED W	PARTNER	2.20	995.00	2,189.00
MALIONEK, ROBERT J	PARTNER	20.20	810.00	16,362.00
RAAB, DAVID S	PARTNER	12.90	995.00	12,835.50
SCHWARTZ, ROGER G	PARTNER	83.70	920.00	77,004.00
SEIDER, MITCHELL A	PARTNER	1.30	995.00	1,293.50
SHYER, JOHN D	PARTNER	1.90	990.00	1,881.00
ZUCCARO, ROBERT A	PARTNER	10.50	995.00	10,447.50
ROJE, ALEXANDRA A	COUNSEL	1.50	785.00	1,177.50
GLASSER, JENNIFER E	ASSOCIATE, JR.	24.10	515.00	12,411.50
MARTIN, CATHERINE M	ASSOCIATE, JR.	76.10	600.00	45,660.00
OZAWA, AUSTIN T	ASSOCIATE, JR.	8.10	630.00	5,103.00
ROCK, KENNETH M	ASSOCIATE, JR.	11.40	515.00	5,871.00
SINGER, AARON M	ASSOCIATE, JR.	117.60	600.00	70,560.00
GOLDBERG, ADAM J	ASSOCIATE, SR.	1.50	640.00	960.00
NOLL, JOCELYN F	ASSOCIATE, SR.	10.00	765.00	7,650.00
CHALEN, SARITA	PARALEGAL	0.30	240.00	72.00
LOZOVATSKAYA, YELIZAVETA	PARALEGAL	15.30	185.00	2,830.50
O'DONNELL, KAREN	PROF STAFF	0.80	285.00	228.00
SARR, AMADOU	PROF STAFF	2.60	250.00	650.00
COPPOLA, KIMBERLY M	LAW CLERK	10.60	450.00	4,770.00
LEVY, JUSTIN A	LAW CLERK	3.90	450.00	1,755.00
GRAND TOTAL		418.30		283,502.00

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 110601269

NY\1774433.2

Matter Name CASE ADMINISTRATION

R G SCHWARTZ	1.40hrs. @	\$920.00	\$1,288.00
A J GOLDBERG	1.50hrs. @	\$640.00	\$960.00
C M MARTIN	.20hrs. @	\$600.00	\$120.00
A M SINGER	12.60hrs. @	\$600.00	\$7,560.00
S CHALEN	.30hrs. @	\$240.00	\$72.00
Y LOZOVATSKAYA	1.30hrs. @	\$185.00	\$240.50
A SARR	2.60hrs. @	\$250.00	<u>\$650.00</u>

10,890.50

Matter Name COMMITTEE MEETINGS

R J MALIONEK	1.90hrs. @	\$810.00	\$1,539.00
D S RAAB	1.00hrs. @	\$995.00	\$995.00
R G SCHWARTZ	.40hrs. @	\$920.00	\$368.00
C M MARTIN	1.00hrs. @	\$600.00	\$600.00
A M SINGER	3.20hrs. @	\$600.00	<u>\$1,920.00</u>

5,422.00

Matter Name ASSET SALES

D S RAAB	6.80hrs. @	\$995.00	\$6,766.00
R G SCHWARTZ	5.90hrs. @	\$920.00	\$5,428.00
AA ROJE	1.50hrs. @	\$785.00	\$1,177.50
A M SINGER	.90hrs. @	\$600.00	<u>\$540.00</u>

13,911.50

Matter Name PLAN AND DISCLOSURE STATEMENT

D W BARBY	1.80hrs. @	\$995.00	\$1,791.00
J W BRICKNER	2.20hrs. @	\$995.00	\$2,189.00
R J MALIONEK	6.10hrs. @	\$810.00	\$4,941.00
D S RAAB	5.10hrs. @	\$995.00	\$5,074.50
R G SCHWARTZ	66.50hrs. @	\$920.00	\$61,180.00
M A SEIDER	1.30hrs. @	\$995.00	\$1,293.50
J D SHYER	1.90hrs. @	\$990.00	\$1,881.00
RA ZUCCARO	10.50hrs. @	\$995.00	\$10,447.50
J F NOLL	10.00hrs. @	\$765.00	\$7,650.00
J E GLASSER	6.70hrs. @	\$515.00	\$3,450.50
C M MARTIN	72.10hrs. @	\$600.00	\$43,260.00
A T OZAWA	8.10hrs. @	\$630.00	\$5,103.00
K M ROCK	11.10hrs. @	\$515.00	\$5,716.50
A M SINGER	69.70hrs. @	\$600.00	<u>\$41,820.00</u>

195,797.50

Matter Name FEE APPLICATION PREPARATION

R G SCHWARTZ	4.60hrs. @	\$920.00	\$4,232.00
C M MARTIN	2.80hrs. @	\$600.00	\$1,680.00
A M SINGER	17.80hrs. @	\$600.00	\$10,680.00
Y LOZOVATSKAYA	14.00hrs. @	\$185.00	<u>\$2,590.00</u>

19,182.00

Matter Name Claims Analysis and Employee Claims

R J MALIONEK	12.20hrs. @	\$810.00	\$9,882.00
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BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
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R G SCHWARTZ	4.90hrs. @	\$920.00	\$4,508.00
J E GLASSER	17.40hrs. @	\$515.00	\$8,961.00
K M ROCK	.30hrs. @	\$515.00	\$154.50
A M SINGER	13.40hrs. @	\$600.00	\$8,040.00
K M COPPOLA	10.60hrs. @	\$450.00	\$4,770.00
J A LEVY	3.90hrs. @	\$450.00	\$1,755.00
K O'DONNELL	.80hrs. @	\$285.00	<u>\$228.00</u>

38,298.50

Matter Name EXPENSES

Other Charges	
PHOTOCOPYING	0.34
TELEPHONE	186.62
LEXIS	272.70
OUTSIDE SERVICES	899.14
WESTLAW	63.00
DOCUMENT PREPARATION	12.00
OTHER DATABASE RESEARCH	231.00
GROUND TRANSPORTATION – LOCAL	79.14
DOCKET RESEARCH	15.60
MEAL SERVICES	134.79
GLOBAL DOCUMENT SUPPORT	78.00

\$1,972.33

Total Fees	283,502.00
Less 20% Holdback	<u>(56,700.40)</u>
Total Fees	226,801.60
Total Charges and Disbursements	<u>1,972.33</u>
TOTAL AMOUNT DUE	<u>\$228,773.93</u>

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 110601269

CLIENT: 047606
 COMM OF ADVANTA CORP.
 MATTER: 047606-0000

NAME: OFFICIAL UNSECURED CREDITORS '
 NAME: EXPENSES

COSTS AND DISBURSEMENTS:

<u>DATE</u>	<u>TYPE</u>	<u>DESCRIPTION</u>	<u>ATTY</u>	<u>VENDOR</u>	<u>AMOUNT</u>
01/06/11	TELEPHONE	TELEPHONE 01828 GOLDBERG, ADAM J	A J GOLDBERG		5.17
01/07/11	TELEPHONE	TELEPHONE 04527 SINGER, AARON M	A M SINGER		1.41
01/13/11	TELEPHONE	TELEPHONE 04527 SINGER, AARON M	A M SINGER		.47
01/13/11	TELEPHONE	TELEPHONE 01816 MALIONEK, ROBERT J	R J MALIONEK		.47
01/14/11	TELEPHONE	TELEPHONE 01766 SCHWARTZ, ROGER G	R G SCHWARTZ		1.41
01/18/11	TELEPHONE	TELEPHONE 01667 GLASSER, JENNIFER E	J E GLASSER		.94
01/19/11	TELEPHONE	TELEPHONE 01816 MALIONEK, ROBERT J	R J MALIONEK		3.29
01/20/11	TELEPHONE	TELEPHONE 01766 SCHWARTZ, ROGER G	R G SCHWARTZ		6.58
01/24/11	TELEPHONE	TELEPHONE 04527 SINGER, AARON M	A M SINGER		15.51
01/27/11	TELEPHONE	TELEPHONE 04527 SINGER, AARON M	A M SINGER		1.88
		** TOTAL TELEPHONE			37.13
01/31/11	LEXIS NEXIS	LEXIS NEXIS Search-- 01/31/11 USER DEFINED 1:bill_group:100MX7 USER DEFINED 2:lexis_id:H7MHDV	J A LEVY		272.70
		** TOTAL LEXIS NEXIS			272.7
01/31/11	WESTLAW (WEST PUBLISHING)	WESTLAW (WEST PUBLISHING) Search-- 01/31/11 USER DEFINED 1:grp:1000427646 USER DEFINED 2:westlaw_id10240553	J A LEVY		63.00
		** TOTAL WESTLAW (WEST PUBLISHIN			63

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
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01/10/11	MEAL SERVICES	MEAL SERVICES	A M SINGER		13.68
01/13/11	MEAL SERVICES	MEAL SERVICES	A M SINGER		13.68
01/14/11	MEAL SERVICES	MEAL SERVICES	A M SINGER		12.86
01/20/11	MEAL SERVICES	MEAL SERVICES	A M SINGER		26.74
01/21/11	MEAL SERVICES	MEAL SERVICES	A M SINGER		15.23
01/25/11	MEAL SERVICES	MEAL SERVICES	A M SINGER		24.00
01/26/11	MEAL SERVICES	MEAL SERVICES	A M SINGER		15.23
01/28/11	MEAL SERVICES	MEAL SERVICES	A M SINGER		13.37

** TOTAL MEAL SERVICES 134.79

01/01/11	TELEPHONE	TELEPHONE - - AT&T TELECONFERENCE SERVICES 12/1/2010-12/22/2010	A M SINGER	AT&T TELECONFERENCE SERVICES	50.80
01/01/11	TELEPHONE	TELEPHONE - - AT&T TELECONFERENCE SERVICES 12/21/2010	R J MALIONEK	AT&T TELECONFERENCE SERVICES	.85
01/01/11	TELEPHONE	TELEPHONE - - AT&T TELECONFERENCE SERVICES 12/9/2010	R G SCHWARTZ	AT&T TELECONFERENCE SERVICES	3.22
01/01/11	TELEPHONE	TELEPHONE - - AT&T TELECONFERENCE SERVICES 12/23/2010	R G SCHWARTZ	AT&T TELECONFERENCE SERVICES	1.09
01/07/11	TELEPHONE	TELEPHONE Client calls 12/8/2010-1/7/2011	A M SINGER	AARON M SINGER	93.53

** TOTAL TELEPHONE 149.49

01/21/11	OUTSIDE SERVICES (NON-ATTORNEY)	OUTSIDE SERVICES (NON-ATTORNEY) - - COMPLETE DOCUMENT SOURCE INC. - 01/18/2011	J E GLASSER	COMPLETE DOCUMENT SOURCE INC.	899.14
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** TOTAL OUTSIDE SERVICES (NON-A 899.14

12/21/10	GROUND TRANSPORTATION - LOCAL	GROUND TRANSPORTATION - LOCAL - - VITAL TRANSPORTATION INC. 12/16/2010	A J GOLDBERG	VITAL TRANSPORTATION INC.	23.73
01/10/11	GROUND TRANSPORTATION - LOCAL	GROUND TRANSPORTATION - LOCAL Taxi Fare while working late on client/matter	A M SINGER	AARON M SINGER	17.97
01/20/11	GROUND TRANSPORTATION - LOCAL	GROUND TRANSPORTATION - LOCAL Taxi Fare while working on client/matter	A M SINGER	AARON M SINGER	9.37
01/26/11	GROUND TRANSPORTATION	GROUND TRANSPORTATION -	A M SINGER	AARON M SINGER	9.87

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	- LOCAL	LOCAL Taxi Fare while working late on client/matter			
01/31/11	GROUND TRANSPORTATION - LOCAL	GROUND TRANSPORTATION - LOCAL Taxi Fare while working late on client matter	A M SINGER	AARON M SINGER	18.20
		** TOTAL GROUND TRANSPORTATION -			79.14
01/05/11	PHOTOCOPYING	PHOTOCOPYING 71963 CT0601061149065	K M ROCK		.34
		** TOTAL PHOTOCOPYING			0.34
01/11/11	DOCUMENT PREPARATION	DOCUMENT PREPARATION PRINT DOCUMENTS AND DELIVER TO A. SINGER	B ALVAREZ-LADD		12.00
		** TOTAL DOCUMENT PREPARATION			12
01/05/11	OTHER DATABASE RESEARCH	OTHER DATABASE RESEARCH - 10/1/2010-12/31/2010	S CHALEN		117.45
01/05/11	OTHER DATABASE RESEARCH	OTHER DATABASE RESEARCH - 10/1/2010-12/31/2010	S CHALEN		20.15
01/05/11	OTHER DATABASE RESEARCH	OTHER DATABASE RESEARCH - 10/1/2010-12/31/2010	S CHALEN		93.40
		** TOTAL OTHER DATABASE RESEARCH			231
01/31/11	DOCKET RESEARCH	PACER LW0020 1/1-1/31/11 REGARDING:DOCKET RESEARCH	K O'DONNELL		15.60
		** TOTAL DOCKET RESEARCH			15.6
01/09/11	GLOBAL DOCUMENT SUPPORT	GLOBAL DOCUMENT SUPPORT AARON SINGER \ CONVERT \ JOB 61016	R CONNER		48.00
01/25/11	GLOBAL DOCUMENT	GLOBAL DOCUMENT SUPPORT DOCUMENT	T M ROLLE		30.00

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
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SUPPORT

SUPPORT FOR A.
SINGER (NY);
REDLINE

** TOTAL GLOBAL
DOCUMENT SUPPORT

78

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # **110601269**

CLIENT: 047606
COMM OF ADVANTA CORP.
MATTER: 047606-0001

NAME: OFFICIAL UNSECURED CREDITORS'

NAME: CASE ADMINISTRATION

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
SCHWARTZ	01/03/11	.30	EMAILS WITH WEIL AND BNYM REGARDING TRUSTEE NOTICE ISSUES
GOLDBERG	01/03/11	.20	CORRESPONDENCE REGARDING CREDITOR INQUIRIES
MARTIN	01/03/11	.20	CALLS WITH CREDITORS REGARDING CASE STATUS
SINGER	01/03/11	1.60	CALLS WITH CREDITORS REGARDING PLAN ISSUES AND INQUIRIES
SCHWARTZ	01/04/11	.20	TELEPHONE CALL WITH V. VRON REGARDING FOLLOW UP ON TRUSTEE NOTICE DISTRIBUTION ISSUES
SCHWARTZ	01/04/11	.30	EMAILS WITH BONY COUNSEL AND A. SINGER REGARDING TRUSTEE NOTICE DISTRIBUTION ISSUES AND MECHANICS
GOLDBERG	01/04/11	.20	CORRESPONDENCE REGARDING CREDITOR INQUIRIES
SINGER	01/04/11	1.00	CALLS WITH CREDITORS REGARDING PLAN ISSUES AND INQUIRIES
SCHWARTZ	01/05/11	.20	FOLLOW UP EMAILS WITH BNYM REGARDING RESOLUTION OF NOTICE PROCESS ISSUES
GOLDBERG	01/05/11	.50	CORRESPONDENCE RESPONDING TO CREDITOR INQUIRIES REGARDING PLAN ISSUES
SINGER	01/05/11	1.80	REVIEW EMAIL IN ORDER TO COME UP TO SPEED ON VARIOUS CASE ISSUES (.3); CALL CREDITORS REGARDING PLAN AND DISCLOSURE STATEMENT (1.5)
LOZOVATSKAYA	01/05/11	.20	SEND DOCKET UPDATE AND REVIEW SAME
SCHWARTZ	01/06/11	.20	TELEPHONE CALL WITH M. SEIDER REGARDING UPDATE ON LIQUIDATING TRUSTEE PROCESS AND OTHER PENDING CONFIRMATION ISSUES
GOLDBERG	01/06/11	.60	CORRESPONDENCE RESPONDING TO CREDITOR INQUIRIES
SCHWARTZ	01/07/11	.20	EMAILS WITH BNYM COUNSEL AND A. SINGER REGARDING DISTRIBUTION OF BNYM NOTICE TO HOLDERS
SINGER	01/07/11	1.30	COORDINATE DISTRIBUTION OF BNYM NOTICE TO RETAIL NOTEHOLDERS (1.0); UPDATE WEBSITE (.3);
SINGER	01/10/11	.10	REPLY TO CREDITOR CALL

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CHALEN	01/10/11	.10	PULL UPDATED COURT DOCKETS AND DISTRIBUTE TO ATTORNEYS FOR REVIEW OF ISSUES AND DEVELOPMENTS RELEVANT TO CLIENT'S CLAIM
LOZOVATSKAYA	01/10/11	.20	SEND DOCKET UPDATE AND REVIEW SAME
SINGER	01/11/11	.90	DISTRIBUTE AND REQUEST COPIES OF SOLICITATION PACKAGE (.2); CALL WITH CREDITOR AND FTI (.7)
LOZOVATSKAYA	01/12/11	.20	SEND DOCKET UPDATE AND REVIEW SAME
SINGER	01/13/11	.60	TAKE CALL WITH CREDITORS REGARDING PLAN ISSUES (.3); TAKE CALL FROM R. TENNENBAUM (.3)
LOZOVATSKAYA	01/13/11	.20	SEND DOCKET UPDATE AND REVIEW SAME
SINGER	01/14/11	.10	EMAIL CORRESPONDENCE WITH COMMITTEE MEMBER REGARDING TRADING WALL NOTICES
SINGER	01/17/11	.50	TAKE CREDITOR CALL REGARDING PLAN ISSUES
SINGER	01/18/11	1.00	TAKE CREDITOR CALLS REGARDING PLAN QUESTIONS AND VOTING ISSUES
LOZOVATSKAYA	01/18/11	.20	SEND DOCKET UPDATE AND REVIEW SAME
SARR	01/18/11	.80	REVIEW AND CREATE A SUMMARY REPORT OF THE DOCUMENTS THAT WERE PREVIOUSLY LOADED INTO THE REVIEW DATABASE (.3); ANALYZE NEW DATA SETS RECEIVED FROM MS. GLASSER AND CREATE A SUMMARY REPORT FOR ATTORNEY DOCUMENT REVIEW(.2); MODIFY DATABASE STRUCTURE AND ADD ADDITIONAL FIELDS(.2); EMAIL AND TELECONFERENCE WITH MR. LINN OF VENDOR COMPLETE DOCUMENTS SOURCES RE: SPECIFICATIONS OF THE ELECTRONIC CONVERSION OF THE DATA SETS(.1)
SINGER	01/19/11	1.20	CALLS WITH CREDITORS REGARDING PROCESS (.5); REVISE WORKING GROUP LIST (.1); DISCUSS NOTICE WITH COMMITTEE MEMBER REGARDING TRADING WALL (.2); CREATE NEW TAB DISTRIBUTION LIST (.3); CALL WITH CREDITOR REGARDING QUESTIONS (.1)
SARR	01/19/11	1.40	COORDINATE TECHNICAL TASK RELATED TO THE ELECTRONIC FILE CONVERSION OF THE FIRST DATA SET AND THE NEW DOCUMENTS RELATED TO THE DILIGENCE RESPONSE AND BOARD MEETING MATERIALS SOURCE DATA INTO CONCORDANCE DATABASE FOR ATTORNEY DOCUMENT REVIEW

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LOZOVATSKAYA	01/20/11	.10	SEND DOCKET UPDATE AND REVIEW SAME
SARR	01/21/11	.40	COORDINATE TECHNICAL TASKS RELATED TO THE ELECTRONIC FILE PROCESSING OF THE BUSINESS JUSTIFICATION FORMS ("BJF") RELATED TO EVENT TICKETS AND SUITES SOURCES DATA INTO CONCORDANCE REVIEW DATABASE FOR ATTORNEY DOCUMENT REVIEW; EMAIL WITH MS. CAMBEIRO OF COMPLETE DOCUMENTS SOURCES RE: SPECIFICATION OF THE ELECTRONIC CONVERSION PROCESS
SINGER	01/23/11	.20	TAKE CREDITOR CALL
SINGER	01/24/11	.90	ORGANIZE MEETING WITH FTI TO DISCUSS NEXT STEPS (.3); CALLS WITH CREDITORS (.6)
LOZOVATSKAYA	01/24/11	.20	SEND DOCKET UPDATE AND REVIEW SAME
SINGER	01/25/11	.10	CALL WITH CREDITOR
SINGER	01/26/11	.10	ORGANIZE MEETING WITH BENEFITS TEAM;
CHALEN	01/26/11	.20	PULL UPDATED COURT DOCKETS AND DISTRIBUTE TO ATTORNEYS FOR REVIEW OF ISSUES AND DEVELOPMENTS RELEVANT TO CLIENT'S CLAIM
SINGER	01/27/11	.30	TAKE CALL FROM CREDITOR:
SINGER	01/28/11	.40	ORGANIZE STATUS MEETINGS (.2); CALL WITH CREDITOR (.2)
SINGER	01/31/11	.50	TAKE CREDITOR CALLS FROM THREE SEPARATE CREDITORS

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
R G SCHWARTZ	04913	1.40	920.00	1,288.00	PARTNER
A J GOLDBERG	71125	1.50	640.00	960.00	ASSOCIATE, SR.
C M MARTIN	71406	.20	600.00	120.00	ASSOCIATE, JR.
A M SINGER	71423	12.60	600.00	7,560.00	ASSOCIATE, JR.
S CHALEN	17183	.30	240.00	72.00	PARALEGAL
Y LOZOVATSKAYA	17240	1.30	185.00	240.50	PARALEGAL
A SARR	90903	2.60	250.00	650.00	PROF STAFF
		19.90		10,890.50	

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CLIENT: 047606
 COMM OF ADVANTA CORP.
 MATTER: 047606-0002

NAME: OFFICIAL UNSECURED CREDITORS'

NAME: COMMITTEE MEETINGS

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
MARTIN	01/07/11	1.00	COMMITTEE CALL TO DISCUSS TRUSTEE CANDIDATES
SINGER	01/07/11	.80	ATTEND COMMITTEE MEETING REGARDING TRUSTEE APPOINTMENT IN ORDER TO COME UP TO SPEED AND MANAGE PROCESS
SINGER	01/07/11	.20	ORGANIZE MEETING WITH COMMITTEE REGARDING TRUSTEES (.2)
SCHWARTZ	01/12/11	.40	EMAILS AND TELEPHONE CALLS WITH FTI AND A. SINGER REGARDING AGENDA FOR 1/13 COMMITTEE CALL
SINGER	01/12/11	.30	ORGANIZE MEETING WITH COMMITTEE (.3)
MALIONEK	01/13/11	1.90	CONFERENCES AND EMAILS WITH R. SCHWARTZ REGARDING COMMITTEE DISCUSSIONS AND REVIEW BYLAWS (0.9); MEET AND CONFERENCE CALLS AND PREPARE FOR SAME (1.0)
RAAB	01/13/11	1.00	TELEPHONE CONFERENCE WITH CREDITORS' COMMITTEE
SINGER	01/13/11	1.60	ATTEND COMMITTEE MEETING REGARDING DE MINIMIS ASSET SALE, INTEREST AND NEXT STEPS TO TRANSITION (1.0); ATTEND POST-MEETING WITH FTI TEAM TO DISCUSS NEXT STEPS AS TO SAME (.6)
SINGER	01/13/11	.30	ORGANIZE COMMITTEE MEETING (.3)

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
R J MALIONEK	06779	1.90	810.00	1,539.00	PARTNER
D S RAAB	01848	1.00	995.00	995.00	PARTNER
R G SCHWARTZ	04913	.40	920.00	368.00	PARTNER
C M MARTIN	71406	1.00	600.00	600.00	ASSOCIATE, JR.
A M SINGER	71423	3.20	600.00	1,920.00	ASSOCIATE, JR.
		7.50		5,422.00	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
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CLIENT: 047606
COMM OF ADVANTA CORP.
MATTER: 047606-0008

NAME: OFFICIAL UNSECURED CREDITORS'

NAME: ASSET SALES

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
SCHWARTZ	01/09/11	.30	TELEPHONE CALL WITH B. TRUST (COUNSEL FOR BOA) REGARDING DISCUSSION OF FLEET INTEREST ISSUES AND POTENTIAL TRANSACTION RELATED TO SAME
SCHWARTZ	01/09/11	.20	EMAILS WITH L&W AND FTI TEAMS REGARDING UPDATE ON DISCUSSION WITH BOA COUNSEL AND NEXT STEPS RELATED TO SAME
SINGER	01/09/11	.20	EMAIL CORRESPONDENCE REGARDING UPDATE ON DEBTOR ASSETS;
RAAB	01/10/11	1.00	TELEPHONE CONFERENCE WITH BANK OF AMERICA COUNSEL REGARDING PROPOSED TRANSACTION
SCHWARTZ	01/10/11	.40	REVIEW OF HISTORICAL MATERIALS AND ANALYSIS RELATED TO FLEET INTEREST ISSUES IN PREPARATION FOR CALL WITH BOA COUNSEL
SCHWARTZ	01/10/11	1.00	PARTICIPATE IN CONFERENCE CALL WITH BOA COUNSEL, L&W TEAM AND FTI REGARDING DISCUSSION OF POTENTIAL TRANSACTION INVOLVING FLEET INTEREST (0.6); FOLLOW UP TELEPHONE CALL WITH L&W AND FTI TEAMS REGARDING SAME(0.4)
RAAB	01/12/11	1.60	TELEPHONE CONFERENCE WITH WEIL, COZEN TAX TEAMS REGARDING BANK OF AMERICA PROPOSAL (1.1); TELEPHONE CONFERENCE WITH FTI, R. SCHWARTZ, ET. AL. REGARDING SAME (0.5)
SCHWARTZ	01/12/11	1.00	PARTICIPATE ON CONFERENCE. CALL WITH WEIL, T. GALLAGHER, L&W AND FTI REGARDING DISCUSSION OF BOA LOI, ASSESSMENT OF RELATED ISSUES AND NEXT STEPS
SCHWARTZ	01/12/11	.40	FOLLOW UP CALL WITH L&W AND FTI TEAMS REGARDING DISCUSSION OF NEXT STEPS REGARDING BOA LOI AND ASSESSMENT OF ISSUES RELATED TO SAME
SINGER	01/12/11	.30	REVIEW DE MINIMIS ASSET SALE MATERIALS AND SUMMARIZE FOR COMMITTEE;
SINGER	01/14/11	.30	REVIEW DE MINIMIS ASSET SALE ISSUES

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SCHWARTZ	01/18/11	.50	TELEPHONE CALLS WITH R. LEMONS REGARDING BOA TRANSACTION; CALL WITH R. LEMONS AND B. TRUST (BOA COUNSEL) REGARDING DISCUSSION OF STATUS OF BOA LOI AND NEXT STEPS
SCHWARTZ	01/19/11	.20	TELEPHONE CALL WITH D. RAAB REGARDING FOLLOW UP ON PARTICULAR ISSUES RELATED TO POTENTIAL BOA TRANSACTION AND NEXT STEPS REGARDING SAME
SCHWARTZ	01/19/11	.20	EMAILS WITH DEBTORS AND FTI REGARDING CONFIRMATION OF DE MINIMIS ASSET SALE RELATED TO AUTOMOBILES
SINGER	01/19/11	.10	EMAIL REGARDING DI MINIMIS ASSET SALE PROPOSAL
RAAB	01/20/11	2.20	E-MAIL CORRESPONDENCE WITH C. MARTIN REGARDING TRUST AGREEMENT (0.5); ANALYSIS REGARDING TAX ISSUES REGARDING BANK OF AMERICA PROPOSAL (1.4); CONFERENCE WITH R. SCHWARTZ (0.3)
SCHWARTZ	01/20/11	.30	TELEPHONE CALL AND EMAILS WITH D. RAAB REGARDING FOLLOW UP ON PARTICULAR BOA ISSUES AND ANALYSIS RELATED TO PROPOSED BOA TRANSACTION
SCHWARTZ	01/20/11	.20	TELEPHONE CALL WITH R. LEMONS REGARDING UPDATE ON BOA ISSUES
RAAB	01/24/11	2.00	TELEPHONE CONFERENCE WITH R. SCHWARTZ AND BANK OF AMERICA COUNSEL REGARDING POSSIBLE TRANSACTION (0.9); ANALYSIS REGARDING TAX ISSUES (0.8); CONFERENCE WITH J. NOLL REGARDING SAME (0.3)
SCHWARTZ	01/24/11	1.00	PARTICIPATE ON CONFERENCE CALL WITH D. RAAB AND BOA COUNSEL REGARDING FOLLOW UP DISCUSSION OF POTENTIAL TRANSACTION
SCHWARTZ	01/25/11	.20	TELEPHONE CALL WITH R. LEMONS REGARDING UPDATE ON DISCUSSIONS WITH BOA COUNSEL
ROJE	01/28/11	.80	EMAILS AND TELECONFERENCE WITH A. SINGER AND K. ROCK REGARDING MORTGAGE INSURANCE COVERAGE MATTERS
ROJE	01/31/11	.70	EMAILS WITH K. ROCK AND A. SINGER, AND RESEARCH REGARDING MORTGAGE INSURANCE ASSIGNMENT ISSUES

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<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
D S RAAB	01848	6.80	995.00	6,766.00	PARTNER
R G SCHWARTZ	04913	5.90	920.00	5,428.00	PARTNER
AA ROJE	07140	1.50	785.00	1,177.50	COUNSEL
A M SINGER	71423	.90	600.00	540.00	ASSOCIATE, JR.
		15.10		13,911.50	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # **110601269**

CLIENT: 047606
COMM OF ADVANTA CORP.
MATTER: 047606-0009

NAME: OFFICIAL UNSECURED CREDITORS'

NAME: PLAN AND DISCLOSURE STATEMENT

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
RAAB	01/03/11	1.20	REVIEWED DRAFT LIQUIDATING TRUST AGREEMENT
SCHWARTZ	01/03/11	.40	EMAILS WITH WEIL AND COMMITTEE MEMBERS REGARDING LIQUIDATING TRUSTEE INTERVIEWS AND SCHEDULE AND COORDINATION OF ISSUES RELATED TO SAME
SCHWARTZ	01/03/11	1.00	MULTIPLE EMAILS AND TELEPHONE CALLS WITH CREDITORS REGARDING QUESTIONS AND INQUIRIES RELATED TO PLAN AND VOTING QUESTIONS RELATED TO SOLICITATION PACKAGES AND L&W TEAM REGARDING RESPONSES TO PARTICULAR CREDITOR INQUIRIES
MARTIN	01/03/11	5.00	REVIEW AND COMMENT TO LITIGATION TRUST AGREEMENT
RAAB	01/04/11	.50	CONFERENCE WITH J. NOLL REGARDING LIQUIDATING TRUST AGREEMENT
SCHWARTZ	01/04/11	.30	EMAILS WITH L&W TEAM REGARDING RESPONSES TO PARTICULAR CREDITOR INQUIRIES RELATED TO PLAN VOTING AND CLAIMS ISSUES
SCHWARTZ	01/04/11	.30	REVIEW OF COMMENTS ON DRAFT LIQUIDATING TRUST AGREEMENT FROM TAX SPECIALISTS
ZUCCARO	01/04/11	.50	ATTENTION TO LIQ. TRUST AGREEMENT (.50)
NOLL	01/04/11	1.70	REVIEW AND REVISE LIQUIDATING TRUST AGREEMENT (1.3); CALL WITH D. RAAB REGARDING SAME (0.4)
MARTIN	01/04/11	3.00	REVIEW PRECEDENT OF LITIGATION TRUST AGREEMENT (1.5); CONTINUE COMMENTS TO LTA (1.5)
SCHWARTZ	01/05/11	.80	TELEPHONE CALL WITH A. SCRUTON REGARDING DISCUSSION OF STATUS OF VARIOUS PLAN CONFIRMATION ISSUES AND OTHER OPEN AND PENDING CASE MATTERS RELATED TO CONFIRMATION AND POST CONFIRMATION
SEIDER	01/05/11	.30	TELEPHONE CALL WITH POTENTIAL LIQUIDATING TRUSTEE (0.2); FOLLOW UP WITH LATHAM (0.1)

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MARTIN	01/05/11	3.00	CALL WITH WEIL AND LATHAM TO DISCUSS TRUSTEE INTERVIEWS (0.8); DISCUSS LTA WITH R. SCHWARTZ (1.0); REVISE MARKUP TO LTA (1.2)
ROCK	01/05/11	1.10	EMAIL CORRESPONDENCE WITH A. GOLDBERG REGARDING AMENDMENTS TO SCHEDULES (.1); EMAIL CORRESPONDENCE WITH L. PARK REGARDING AMENDMENTS TO SCHEDULES (.1); PREPARE FOR CALL WITH DEBTORS' COUNSEL REGARDING AMENDMENTS TO SCHEDULES (.9)
SCHWARTZ	01/06/11	.30	TELEPHONE CALL WITH M. SEIDER REGARDING UPDATE ON LIQUIDATING TRUSTEE PROCESS AND OTHER PENDING CONFIRMATION ISSUES
SCHWARTZ	01/06/11	3.50	PARTICIPATE IN LIQUIDATING TRUSTEE INTERVIEWS WITH DEBTORS AND COMMITTEE MEMBERS
SCHWARTZ	01/06/11	.20	TELEPHONE CALL WITH A. SCRUTON REGARDING UPDATE ON STATUS OF LIQUIDATING TRUST DOCUMENTATION AND OTHER LIQUIDATING TRUST STRUCTURING ISSUES
SCHWARTZ	01/06/11	.20	EMAILS WITH M. SEIDER REGARDING REPORT ON LIQUIDATING TRUSTEE INTERVIEWS AND NEXT STEPS RELATED TO SAME
SCHWARTZ	01/06/11	.70	REVIEW AND COMMENT ON DRAFT ISSUES LIST AND LIQUIDATING TRUST AGREEMENT MARK UP CIRCULATED BY C. MARTIN
SEIDER	01/06/11	.70	TELEPHONE CALL AND EMAILS WITH LATHAM REGARDING SELECTION OF LIQUIDATING TRUSTEE AND RELATED MATTERS
ZUCCARO	01/06/11	.40	ATTENTION TO LIQUIDATING TRUST (.40)
NOLL	01/06/11	.50	TAX ANALYSIS REGARDING LIQUIDATING TRUST AGREEMENT
MARTIN	01/06/11	7.00	REVIEW TAX COMMENTS TO LTA AND REVISE SAME (2.0); ATTEND TRUSTEE CANDIDATE INTERVIEWS (4.0); DRAFT BULLET SUMMARY OF LTA COMMENTS FOR COMMITTEE (1.0)
ROCK	01/06/11	2.70	PREPARE FOR AND LEAD TELECONFERENCE WITH V. VRON OF DEBTORS COUNSEL REGARDING AMENDMENTS TO SCHEDULES (1.0); DRAFT EMAIL UPDATE REGARDING

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			TELECONFERENCE WITH V. VRON AND FURTHER ANALYSIS OF AMENDMENTS TO SCHEDULES (1.5); EMAIL CORRESPONDENCE WITH L. PARK REGARDING ANALYSIS OF AMENDMENTS TO SCHEDULES (.2)
SCHWARTZ	01/07/11	1.30	PARTICIPATE ON COMMITTEE CALL REGARDING DISCUSSION OF LIQUIDATING TRUSTEE CANDIDATE INTERVIEWS, SELECTION OF LIQUIDATING TRUST AND TRUST ADVISORY BOARD MEMBERS (0.8); NEXT STEPS IN CONNECTION WITH ADVISORY BOARD MEMBER SELECTIONS, STATUS OF LIQUIDATING TRUST DOCUMENTATION AND COMMITTEE REVIEW AND ASSESSMENT OF SAME (0.3); NEXT STEPS REGARDING CONFIRMATION PROCESS AND OPEN ISSUES RELATED TO SAME (0.2)
SCHWARTZ	01/07/11	.30	TELEPHONE CALL AND EMAILS WITH A. SCRUTON REGARDING UPDATE ON COMMITTEE CALL AND DECISIONS RELATED TO TRUSTEE AND ADVISORY BOARD SELECTIONS AND NEXT STEPS RELATED TO SAME
SCHWARTZ	01/07/11	.20	TELEPHONE CALL WITH V. VRON REGARDING UPDATE AND REPORT ON COMMITTEE PREFERENCES REGARDING TRUSTEE AND ADVISORY BOARD SELECTIONS AND TAKE STEPS RELATED TO SAME
SCHWARTZ	01/07/11	.30	PROVIDE COMMENTS ON DRAFT LIQUIDATING TRUST AGREEMENT ISSUES LIST PREPARED BY C. MARTIN
SCHWARTZ	01/07/11	.30	REVIEW OF FTI COMMENTS AND EDITS TO DRAFT LIQUIDATING TRUST AGREEMENT
SCHWARTZ	01/07/11	.30	EMAILS WITH C. MARTIN AND A. SINGER REGARDING COMMENTS TO DRAFT LIQUIDATING TRUST AGREEMENT AND DISTRIBUTION OF SAME TO COMMITTEE
MARTIN	01/07/11	3.20	REVIEW AND REVISE COMMENTS TO LTA (2.7); DISCUSS SAME WITH FTI (0.5)
ROCK	01/07/11	.50	TELECONFERENCE WITH L. PARK OF FTI REGARDING REVIEW OF INTERCOMPANY BALANCES (.5)
SINGER	01/07/11	1.80	REVIEW PROPOSED SCHEDULE 8.17 TO PLAN SUPPLEMENT AND DISCUSS SAME WITH L. PARK (1.0); REVIEW TRUST DOCUMENTS AND PROVIDE COMMENTS (.8)

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SINGER	01/08/11	.90	REVIEW COMMENTS TO LIQUIDATION TRUST AGREEMENTS (.5); REVIEW AND PROVIDE COMMENTS TO SCHEDULE 8.17 (.4)
SCHWARTZ	01/09/11	.20	EMAILS WITH M. SEIDER REGARDING UPDATE ON STATUS OF TRUSTEE AND ADVISORY BOARD SELECTION ISSUES AND STATUS
SCHWARTZ	01/10/11	.20	TELEPHONE CALL WITH A. SINGER AND C. MARTIN REGARDING DISCUSSION OF VARIOUS ACTION ITEMS RELATED TO LIQUIDATING TRUST ISSUES AND CONFIRMATION ISSUES
SCHWARTZ	01/10/11	.50	TELEPHONE CALL WITH R. LEMONS AND V. VRON REGARDING DISCUSSION OF STATUS OF VARIOUS ISSUES RELATES TO LIQUIDATING TRUST ISSUES AND OTHER PLAN CONFIRMATION ISSUES
SCHWARTZ	01/10/11	.30	COMMUNICATIONS WITH PARTICULAR CREDITORS AND LIQUIDATING TRUSTEE CANDIDATES REGARDING LIQUIDATING TRUST ISSUES AND STATUS
NOLL	01/10/11	1.20	MEETING REGARDING RESTRUCTURING PROPOSALS
MARTIN	01/10/11	1.00	CALL WITH LATHAM TEAM TO DISCUSS PLAN ISSUES (0.4); REVIEW FTI COMMENTS TO LTA (0.6)
SINGER	01/10/11	2.40	MEET WITH R. SCHWARTZ TO DISCUSS BOFA INTEREST AND PLAN (1.2); REVIEW EMAIL FROM A. SAGAT REGARDING PLAN SUPPLEMENT 8.1 AND DRAFT EMAIL QUESTIONS TO DEBTORS (1.2)
SCHWARTZ	01/11/11	.30	EMAILS WITH C. MARTIN REGARDING COMMITTEE COMMENTS TO DRAFT LIQUIDATING TRUST AGREEMENT
SCHWARTZ	01/11/11	.30	TELEPHONE CALL AND EMAILS WITH A. SCRUTON REGARDING STATUS OF SELECTION OF TRUST ADVISORY BOARD MEMBERS AND NEXT STEPS REGARDING PROCESS
SCHWARTZ	01/11/11	.20	EMAILS AND TELEPHONE CALL WITH A. SINGER REGARDING RECORDS RETENTION ISSUES RELATED TO PLAN AND CONFIRMATION
SCHWARTZ	01/11/11	.40	EMAILS WITH FTI AND L&W TEAMS REGARDING INSURANCE AND LITIGATION CLAIMS ISSUES RELATED TO PLAN CONFIRMATION

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SCHWARTZ	01/11/11	.30	TELEPHONE CALLS AND EMAILS WITH A. SINGER REGARDING TRUST ADVISORY BOARD ISSUES AND ASSESSMENT OF POTENTIAL CANDIDATES FOR SAME
ROCK	01/11/11	.60	REVIEW AND ANALYSIS OF REINSURANCE AGREEMENT FOR AMCUSA MORTGAGE LIFE INSURANCE POLICIES PROVIDED BY DEBTORS COUNSEL
SINGER	01/11/11	.20	REVIEW EMAIL REGARDING TRUST AGREEMENTS (.2)
MALIONEK	01/12/11	.60	EMAILS AND CONFERENCES WITH TEAM REGARDING PLAN ISSUES
SCHWARTZ	01/12/11	.40	TELEPHONE CALL WITH R. LEMONS REGARDING DISCUSSION OF TRUST ADVISORY BOARD ISSUES, BOA LETTER OF INTENT ISSUES AND PROCESS AND OTHER PLAN CONFERENCE RELATED ISSUES
SCHWARTZ	01/12/11	.20	TELEPHONE CALL WITH PARTICULAR CREDITOR COUNSEL REGARDING ADVISORY BOARD ISSUES
SCHWARTZ	01/12/11	.30	EMAILS WITH FTI AND A. SINGER REGARDING ADVISORY BOARD ISSUES
SCHWARTZ	01/12/11	.60	PRELIMINARY REVIEW OF DRAFT TRANSITION PLAN CIRCULATED BY DEBTORS
SCHWARTZ	01/12/11	.70	MULTIPLE TELEPHONE CALLS WITH PARTICULAR CREDITORS REGARDING ADVISORY BOARD ISSUES
SCHWARTZ	01/12/11	.30	TELEPHONE CALL WITH M. STERN REGARDING UPDATE ON TRUST ADVISORY BOARD AND VARIOUS CONFERENCE ISSUES
SCHWARTZ	01/12/11	.50	TELEPHONE CALLS WITH A. SCRUTON AND M. STERN REGARDING FOLLOW UP ON ADVISORY BOARD AND OTHER LIQUIDATING TRUST ISSUES AND STATUS AND OTHER CONFIRMATION RELATED ISSUES
NOLL	01/12/11	1.90	REVIEW RESTRUCTURING DOCUMENTS (0.3); CONFERENCE CALLS REGARDING TAX ISSUES (1.6)
MARTIN	01/12/11	2.50	PREPARE FOR CALL WITH DEBTORS' COUNSEL REGARDING LTA (0.5); CALL WITH WEIL REGARDING SAME (0.8); FOLLOW UP REGARDING COMMENTS TO LTA (1.2)

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ROCK	01/12/11	.30	EMAIL CORRESPONDENCE TO A. GOLDBERG REGARDING RESULTS OF REVIEW AND ANALYSIS OF REINSURANCE AGREEMENT AND STRATEGY FOR REVIEW OF AMENDMENTS TO SCHEDULES
SINGER	01/12/11	3.80	DRAFT EMAIL TO COMMITTEE REGARDING TRUST BOARD UPDATES, TRUST AGREEMENT UPDATES, CERTAIN INTERESTS AND MEETING (1.0); ATTEND CALL REGARDING TRUST AGREEMENTS (1.1); DRAFT SUMMARIES OF CLASS ACTION CLAIMS (.3); RESEARCH PLAN LANGUAGE REQUEST OF CLASS ACTION PLAINTIFFS (.3); REVIEW TAX ISSUES AND LETTER OF INTENT (.8); REVIEW COMMENTS TO PLAN FROM FEE AUDITOR (.3)
SINGER	01/12/11	.20	ORGANIZE MEETING WITH WEIL REGARDING TRUST DOCUMENTS (.2)
SCHWARTZ	01/13/11	.50	OFFICE CONFERENCE WITH C. MARTIN AND A. SINGER (PARTIAL) REGARDING REPORT ON DISCUSSION WITH WEIL REGARDING COMMENTS ON LTA AND OPEN ISSUES AND POINTS RELATED TO SAME
SCHWARTZ	01/13/11	.70	PARTICIPATE ON CONFERENCE CALL WITH WEIL, COMPANY, FTI REGARDING DISCUSSION OF TRANSITION PLAN AND ACTION ITEMS FOR TRANSITION OF ADMINISTRATION TO LIQUIDATING TRUSTEE
SCHWARTZ	01/13/11	.30	TELEPHONE CALL WITH M. STERN REGARDING ADVISORY BOARD AND PLAN CONFIRMATION ISSUES
SCHWARTZ	01/13/11	1.10	PARTICIPATE ON COMMITTEE CALL REGARDING ADVISORY BOARD ISSUES; BOA LOI ISSUES (0.5); MISCELLANEOUS ASSET SALE ISSUES (0.4); AND UPDATE ON TRANSITION ACTIVITIES (0.2)
SCHWARTZ	01/13/11	.20	TELEPHONE CALL WITH FTI REGARDING DISCUSSION OF PARTICULAR LTA ISSUES
ZUCCARO	01/13/11	2.50	ATTENTION TO LIQUIDATING TRUST (1.6); TELEPHONE CONFERENCE C. MARTIN (.20); DRAFTING CONFERENCE C. MARTIN (.70)
GLASSER	01/13/11	6.10	RESEARCH AND ANALYSIS REGARDING PENDING CLASS ACTIONS AGAINST ADVANTA OR ITS CURRENT OR FORMER OFFICERS AND DIRECTORS AND IMPACT REGARDING PLAN ISSUES (4.8); DRAFT MEMORANDUM REGARDING SAME (1.3)

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MARTIN	01/13/11	2.00	DISCUSS WEIL COMMENTS ON LTA AND FOLLOW UP REGARDING SAME (1.5); DISCUSS CORPORATE COMMENTS TO PLAN DOCUMENTS WITH R. ZUCCARO (0.5)
SINGER	01/13/11	2.00	ATTEND MEETING REGARDING TRUST AGREEMENT (.2); REVIEW TRADING MOTION AND ORDER (.2); ATTEND MEETING REGARDING TRANSITION TO TRUSTS WITH DEBTORS AND FINANCIAL ADVISORS (1.0); REVIEW EMAIL REGARDING TRUST AGREEMENT (.3); DRAFT ISSUES LIST (0.3)
RAAB	01/14/11	.30	E-MAIL CORRESPONDENCE WITH C. MARTIN REGARDING LIQUIDATING TRUST
SCHWARTZ	01/14/11	.50	EMAILS AND TELEPHONE CALLS WITH C. MARTIN, R. MALIONEK AND A. SINGER REGARDING PARTICULAR ISSUES RELATED TO LIQUIDATING TRUSTS AND LIQUIDATING TRUST ADVISORY BOARDS
SCHWARTZ	01/14/11	.50	MULTIPLE EMAILS WITH R. LEMONS REGARDING SUMMARY OF VARIOUS OPEN ISSUES RELATED TO PLAN CONFIRMATION ISSUES
SCHWARTZ	01/14/11	.30	TELEPHONE CALL BNYM COUNSEL REGARDING DISCUSSION OF FOLLOW UP ON PARTICULAR PLAN ISSUES RAISED ON 1/13 COMMITTEE CALL
SCHWARTZ	01/14/11	.70	TELEPHONE CALL WITH A. SCRUTON REGARDING DISCUSSION OF STATUS OF VARIOUS PLAN CONFIRMATION AND LIQUIDATING TRUST ISSUES
SCHWARTZ	01/14/11	.70	TELEPHONE CALL WITH R. LEMONS AND V. VRON REGARDING DISCUSSION OF ISSUES LIST REGARDING PLAN CONFIRMATION AND LIQUIDATING TRUST POINTS
SCHWARTZ	01/14/11	.30	FOLLOW UP WITH R. LEMONS REGARDING PARTICULAR OPEN ISSUES REGARDING PLAN AND TRUST ISSUES
SCHWARTZ	01/14/11	.30	TELEPHONE CALL WITH M. STERN REGARDING DISCUSSION OF PARTICULAR PLAN CONFIRMATION AND LIQUIDATING TRUST ISSUES
SCHWARTZ	01/14/11	.40	TELEPHONE CALL AND EMAILS WITH COUNSEL FOR CREDITOR REGARDING ADVISORY BOARD ISSUES
MARTIN	01/14/11	3.60	FOLLOW UP REGARDING LTA TAX AND CORPORATE ISSUES (1.0); RESEARCH

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			ISSUES RELATED TO LITIGATION TRUST (2.0); CONFERENCE CALL WITH WEIL TO DISCUSS LTA (0.6)
ROCK	01/14/11	.20	TELEPHONE CALL WITH V. VRON OF WEIL GOTSHAL REGARDING REINSURANCE AGREEMENT ENTERED INTO BY AMCUSA (.1); EMAIL CORRESPONDENCE WITH L. PARK REGARDING ANALYSIS OF INTERCOMPANY CLAIMS (.1)
SINGER	01/14/11	2.10	DRAFT PLAN ISSUES LIST AND DISCUSS ISSUES WITH L. PARK (.8); REVIEW LTA EMAILS TO COME UP TO SPEED ON ISSUES (.2); ATTEND CALL TO PROVIDE COMMENTS TO LTA (.5); ASSESS PRIVILEGE ISSUES WITH RESPECT TO COMMITTEE AND TRUSTS FOR POST-CONFIRMATION PERIOD (.6)
MALIONEK	01/17/11	1.50	REVIEW AND REVISE TAB CONFIDENTIALITY AGREEMENT AND EMAILS REGARDING SAME
SCHWARTZ	01/17/11	.80	REVIEW AND EDIT OF DRAFT CONFIDENTIALITY AGREEMENT CIRCULATED BY WEIL(0.6); MULTIPLE EMAILS WITH LW TEAM RE: COMMENTS AND ISSUES RELATED TO SAME(0.2)
SCHWARTZ	01/17/11	.20	TELEPHONE CALL WITH R. LEMONS RE: UPDATE ON PARTICULAR PLAN AND TRUST RELATED ISSUES
SINGER	01/17/11	.60	REVIEW CONFIDENTIALITY AGREEMENTS AND CORRESPONDING EMAILS (.2); REVIEW SCHEDULES OF CONTRACTS TO BE ASSUMED AND TERMINATED (.4)
BARBY	01/18/11	.40	DISCUSSION WITH A. OZAWA REGARDING EMPLOYEE BENEFIT PLAN AND TRANSITION SERVICE ISSUES
SCHWARTZ	01/18/11	.50	REVIEW AND COMMENT ON REVISED VERSION OF LIQUIDATING TRUST AGREEMENT CIRCULATED BY WEIL
SCHWARTZ	01/18/11	.30	EMAILS WITH C. MARTIN REGARDING COMMENTS RELATED TO REVISED LIQUIDATING TRUST AGREEMENT
SCHWARTZ	01/18/11	.30	REVIEW AND COMMENT ON FURTHER REVISED VERSION OF CONFIDENTIALITY AGREEMENT FOR PROSPECTIVE TRUST ADVISORY BOARD CANDIDATES
SCHWARTZ	01/18/11	.20	EMAILS WITH C. MARTIN REGARDING COMMENTS AND OPEN POINTS REGARDING CONFIDENTIALITY

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AGREEMENT

SCHWARTZ	01/18/11	.40	OFFICE CONFERENCE WITH C. MARTIN REGARDING DISCUSSION OF COMMENTS AND REVISED DRAFT OF LTA
SCHWARTZ	01/18/11	.40	TELEPHONE CALLS AND EMAILS WITH PROSPECTIVE TRUST ADVISORY BOARD MEMBERS AND COUNSEL TO SAME REGARDING TIMING AND PROCESS ISSUES RELATED TO DOCUMENTATION
SCHWARTZ	01/18/11	1.00	TELEPHONE CALL WITH A. SCRUTON REGARDING DISCUSSION OF MULTIPLE ISSUES RELATED TO TRUSTEE STRUCTURE, DOCUMENTATION, CONFIRMATION PROCESS AND OPEN ISSUES AND NEXT STEPS RELATED TO SAME
SCHWARTZ	01/18/11	.30	TELEPHONE CALL WITH M. SEIDER REGARDING UPDATE ON STATUS OF CONFIRMATION PROCESS AND DISCUSSION OF PARTICULAR ISSUES RELATED TO TRUST ADVISORY BOARD AND TRUST STRUCTURE
SCHWARTZ	01/18/11	.30	TELEPHONE CALL WITH R. LEMONS REGARDING ADDITIONAL FOLLOW UP ON BOA ISSUES AND PARTICULAR TRUST ADVISORY BOARD ISSUES
SCHWARTZ	01/18/11	.40	EMAILS WITH PROSPECTIVE TAB MEMBERS REGARDING DRAFT CONFIDENTIALITY AGREEMENT AND TIMING AND PROCESS ISSUES RELATED TO SAME AND CONFIRMATION PROCESS
ZUCCARO	01/18/11	.40	ATTENTION TO REVISED TRUST AGREEMENT (0.4);
MARTIN	01/18/11	6.00	REVIEW COMMENTS AND REVISIONS TO DRAFT LTA (3.5); REVIEW PRECEDENT AND RESEARCH REGARDING SAME (1.0); FOLLOW UP WITH DEBTORS' COUNSEL REGARDING LTA (0.7); VARIOUS EMAILS AND CALLS REGARDING LTA (0.8)
OZAWA	01/18/11	1.50	TELEPHONE CONFERENCE WITH V. VRON, S. MARGOLIS, A. SCRUTON, L. PARK AND A. SINGER REGARDING POST-EFFECTIVE DATE EMPLOYMENT OF CERTAIN INDIVIDUALS (0.6); TELEPHONE CONFERENCE WITH D. BARBY REGARDING THE SAME (0.5); REVIEW BANKRUPTCY PLAN FOR KEY PROVISIONS REGARDING CONTINUING EMPLOYEE BENEFITS (0.4)
ROCK	01/18/11	.50	REVIEW MEMORANDUM FROM L. PARK OF FTI REGARDING INTERCOMPANY

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BALANCES ON AMENDED SCHEDULES (.4);
TELECONFERENCE WITH D. GRIFFITHS OF
WEIL GOTSHAL REGARDING
REINSURANCE AGREEMENT (.1)

SINGER	01/18/11	1.90	REVIEW DILIGENCE ON CONTRACT ASSUMPTION LIST (.2); REVIEW REVISED LTA AND PROPOSE COMMENTS (1.1); ATTEND AND PARTICIPATE IN CALL AS TO EMPLOYMENT AT TRUST OF EMPLOYEES POST-CONFIRMATION (.6);
RAAB	01/19/11	.80	REVIEWED REVISED TRUST AGREEMENT (0.5); CONFERENCE WITH R. SCHWARTZ REGARDING BANK OF AMERICA (0.2); CONFERENCE WITH J. NOLL REGARDING SAME (0.1)
SCHWARTZ	01/19/11	.50	EMAILS WITH C. MARTIN, A. SINGER AND PARTICULAR PROSPECTIVE TRUST ADVISORY BOARD MEMBERS AND THEIR RESPECTIVE COUNSEL REGARDING COMMENTS AND ISSUES RELATED TO DRAFT CONFIDENTIALITY AGREEMENT
SCHWARTZ	01/19/11	.30	FOLLOW UP EMAILS AND TELEPHONE CALL WITH C. MARTIN REGARDING RESOLUTION OF OPEN POINTS RELATED TO DRAFT CONFIDENTIALITY AGREEMENT
SCHWARTZ	01/19/11	.40	TELEPHONE CALL AND EMAILS WITH R. ZUCCARO REGARDING DISCUSSION OF CORPORATE LAW COMMENTS AND OPEN POINTS RELATED TO DRAFT CORPORATE GOVERNANCE DOCS AND TRUST STRUCTURE AND GOVERNANCE ISSUES RELATED TO PLAN
SCHWARTZ	01/19/11	.20	TELEPHONE CALL WITH COUNSEL FOR PARTICULAR CREDITOR REGARDING QUESTIONS CONCERNING DISCLOSURE STATEMENT AND CONFIRMATION
SCHWARTZ	01/19/11	.40	MULTIPLE EMAILS WITH WEIL AND LW TEAMS REGARDING VARIOUS CORPORATE GOVERNANCE AND TRUST GOVERNANCE ISSUES RELATED TO PLAN
SCHWARTZ	01/19/11	1.30	REVIEW OF MULTIPLE REVISED VERSIONS OF LTA AND CONSIDERATION OF VARIOUS COMMENTS RECEIVED FROM SPECIALISTS AND WEIL RELATED TO SAME
SCHWARTZ	01/19/11	.50	CONFERENCE CALL WITH R. LEMONS AND V. VRON REGARDING DISCUSSION OF OPEN ISSUES AND TASKS RELATED TO PLAN SUPPLEMENT DOCS AND OPEN ISSUES RELATED TO CURRENT VERSION OF LTA

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SCHWARTZ	01/19/11	.30	TELEPHONE CALL WITH C. MARTIN REGARDING UPDATE ON AND DISCUSSION OF VARIOUS LTA COMMENTS AND OPEN POINTS
SCHWARTZ	01/19/11	.20	FOLLOW UP TELEPHONE CALL WITH R. LEMONS REGARDING PARTICULAR TAX ISSUES RELATED TO PLAN
SCHWARTZ	01/19/11	.30	EMAILS WITH A. SINGER AND FTI REGARDING EMPLOYEE TRANSITION ISSUES RELATED TO TRUST AND PLAN ISSUES
SHYER	01/19/11	.70	REVIEW EMAIL FROM A. OZAWA REGARDING PROPOSED EMPLOYER STRUCTURE (0.10); CONFER BY PHONE WITH A. OZAWA STRUCTURE ISSUES (0.20); REVIEW A. OZAWA EMAIL SUMMARY RE STRUCTURE ISSUES AND A. SCRUTON RESPONSE (0.20); SEND EMAIL TO A. OZAWA REGARDING POSSIBLE WARN ISSUES AND ANALYSIS; REVIEW RESPONSES FROM A. SINGER AND A. OZAWA (0.20)
ZUCCARO	01/19/11	1.30	FURTHER ATTENTION TO LIQ. TRUST (.30); TELEPHONE CONFERENCE C. MARTIN REGARDING TRUST (.20); TELEPHONE CONFERENCE R. SCHWARTZ REGARDING D&O AT REORGANIZED DEBTORS (.40); PRELIMINARY ATTENTION TO CORPORATE ORGANIZATIONAL DOCUMENTS (.40)
NOLL	01/19/11	.60	REVIEW LIQUIDATING TRUST AGREEMENT (0.3); CALL WITH D. RAAB REGARDING SAME (0.3)
MARTIN	01/19/11	7.00	REVIEW COMMENTS TO CONFIDENTIALITY AGREEMENT AND REVISE DRAFT (1.0); CALL BOARD MEMBER REGARDING SAME (0.3); VARIOUS CALLS WITH DEBTORS' COUNSEL REGARDING LTA (0.5); MEETING WITH LATHAM TO DISCUSS CHANGES TO LTA (0.5); REVISE LTA (2.7); DRAFT COMMON INTEREST AGREEMENT (2.0)
OZAWA	01/19/11	.80	TELEPHONE CONFERENCE WITH J. SHYER REGARDING POST-EFFECTIVE DATE EMPLOYMENT OF CERTAIN INDIVIDUALS BY REORGANIZED ADVANTA (0.5); REVIEW AND ANALYZE POTENTIAL WARN ISSUES REGARDING POTENTIAL EMPLOYEE TERMINATIONS (0.3)
SINGER	01/19/11	3.90	DRAFT AND REVISE CONFIDENTIALITY AGREEMENT IN CONNECTION WITH FORMATION OF TRUSTS (.5); CALL WITH A. OZAWA REGARDING NEXT STEPS FOR POST-CONFIRMATION EMPLOYMENT (.3);

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			REVIEW FTI'S MARKUP OF LTA (.1); ORGANIZE COMMENTS FOR REORGANIZED ADVANTA'S BYLAWS AND REVIEW AND REVISE SAME (.5); ORGANIZE COMMENTS TO LTA (2.5)
SCHWARTZ	01/20/11	.30	EMAILS WITH L&W AND WEIL REGARDING FOLLOW UP ON PARTICULAR OUTSTANDING COMMENTS ON LTA
SCHWARTZ	01/20/11	.30	TELEPHONE CALL WITH A. SCRUTON REGARDING DISCUSSION OF PARTICULAR ISSUES RELATED TO LTA, TRUSTEE AND PLAN ISSUES
SCHWARTZ	01/20/11	.30	REVIEW OF REVISED CONFIDENTIALITY AGREEMENT (0.2); EMAILS WITH A. SINGER REGARDING NEXT STEPS RELATED TO SAME(0.1)
SCHWARTZ	01/20/11	.20	TELEPHONE CALL WITH COUNSEL FOR TAB MEMBER REGARDING LTA ISSUES AND COMMENTS
SCHWARTZ	01/20/11	.50	REVIEW AND COMMENT ON DRAFT CORPORATE GOVERNANCE DOCUMENTS FOR REORGANIZED ADVANTA CIRCULATED BY WEIL
SCHWARTZ	01/20/11	1.50	REVIEW OF FURTHER REVISED VERSION OF LTA AND VARIOUS COMMENTS AND MARK-UPS RECEIVED FROM COMMITTEE MEMBERS, TAB MEMBERS AND RESPECTIVE COUNSEL
SCHWARTZ	01/20/11	1.30	MEET WITH A. SINGER, C. MARTIN (PARTIAL) AND R. ZUCCARO (PARTIAL) REGARDING DISCUSSION OF VARIOUS OPEN ISSUES AND POINTS RELATED TO LTA (0.8); DRAFT CORPORATE GOVERNANCE DOCUMENTS AND OTHER PLAN SUPPLEMENT DOCUMENTS (0.5)
SCHWARTZ	01/20/11	1.00	MULTIPLE FOLLOW UP TELEPHONE CALLS WITH A. SCRUTON REGARDING DISCUSSION OF STATUS OF VARIOUS OPEN ISSUES RELATED TO TRUST FORMATION, TAB FORMATION, DOCUMENTATION RELATED TO BOTH AND TRANSITION PLAN ISSUES, TIMING AND PROCESS
SCHWARTZ	01/20/11	.30	EMAILS WITH A. SINGER REGARDING ISSUES RELATED TO CONTRACT AND EMPLOYEE BENEFITS SCHEDULES TO BE FILED WITH PLAN SUPPLEMENT
SHYER	01/20/11	.60	REVIEW EMAIL FROM A. OZAWA REGARDING WARN COMPLIANCE ISSUES (0.20); DRAFT FOLLOW-UP QUESTIONS CONCERNING TIMING AND LOCATION OF

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			LAYOFFS (0.10); REVIEW EMAIL FROM WEIL REGARDING "LIQUIDATING FIDUCIARY" DOCTRINE AND SEND COMMENTS TO A. OZAWA REGARDING SAME (0.30)
ZUCCARO	01/20/11	2.50	ATTENTION TO CORPORATE ORGANIZATIONAL DOCUMENTS (2.0); TELEPHONE CONFERENCE R. SCHWARTZ REGARDING INDEMNIFICATION (.20); CONFERENCE A. SINGER (0.30)
NOLL	01/20/11	.50	CALL WITH D. RAAB (0.3); REVISE LIQUIDATING TRUST AGREEMENT (0.2)
MARTIN	01/20/11	4.60	REVISIONS TO LTA (3.0); VARIOUS CALLS AND EMAILS WITH BOARD AND CREDITORS REGARDING SAME (0.5); MEET WITH LATHAM TEAM TO DISCUSS LTA COMMENTS (0.5); CALL WITH DEBTORS' COUNSEL TO DISCUSS SAME (0.6)
OZAWA	01/20/11	1.20	REVIEW AND ANALYZE REVISED SCHEDULES REGARDING CONTINUATION OF BENEFITS AND COMPENSATION PLANS; TELEPHONE CONFERENCE WITH A. SINGER REGARDING THE SAME
SINGER	01/20/11	13.60	DRAFT AND REVISE CONFIDENTIALITY AGREEMENT IN CONNECTION WITH FORMATION OF TRUSTS (.6); CALL WITH A. OZAWA REGARDING NEXT STEPS FOR POST-CONFIRMATION EMPLOYMENT (.2); REVIEW FTI'S MARKUP OF LTA (.5); ORGANIZE COMMENTS FOR REORGANIZED ADVANTA'S BYLAWS AND REVIEW AND REVISE SAME (4.0); DISCUSS WARN LAW ISSUE (.2); DRAFT AND REVISE LTA (7.0); REVIEW REVISED SCHEDULE 8.7 AND 8.1 AND DISCUSS RELATED EMPLOYMENT ISSUE (1.1);
BRICKNER	01/21/11	.50	SEIP CONTINUATION ISSUE
RAAB	01/21/11	2.00	REVIEWED REVISED LIQUIDATING TRUST AGREEMENT (1.0); TELEPHONE CONFERENCE WITH T. GALLAGHER REGARDING BANK OF AMERICA (0.5); E-MAIL CORRESPONDENCE WITH J. NOLL REGARDING BANK OF AMERICA (0.5)
SCHWARTZ	01/21/11	.30	TELEPHONE CALL WITH R. LEMONS REGARDING DISCUSSION OF OPEN ISSUES AND POINTS CONCERNING PLAN SUPPLEMENT DOCUMENTS AND TIMING AND PROCESS FOR FINALIZING OF SAME
SCHWARTZ	01/21/11	.50	TELEPHONE CALL WITH A. SCRUTON REGARDING DISCUSSION OF AGENDA AND ISSUES FOR CALL WITH PROSPECTIVE TAB

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MEMBERS, OPEN ISSUES RELATED TO PLAN SUPPLEMENT DOCUMENTS AND NEXT STEPS REGARDING FINALIZING OF SAME FOR FILING

SCHWARTZ	01/21/11	.50	REVIEW OF FURTHER REVISED AND FINAL VERSIONS OF CONFIDENTIALITY AGREEMENT FOR TAB MEMBERS (0.3); EMAILS AND TELEPHONE CALLS WITH L&W TEAM REGARDING SAME (0.2)
SCHWARTZ	01/21/11	1.00	REVIEW OF FURTHER REVISED VERSION OF LTA INCORPORATING VARIOUS COMMITTEE AND TAB MEMBER COMMENTS
SCHWARTZ	01/21/11	1.00	MULTIPLE TELEPHONE CALLS AND EMAILS WITH A. SINGER AND R. ZUCCARO REGARDING DISCUSSION OF VARIOUS CORPORATE GOVERNANCE ISSUES AND POINTS RELATED TO CHARTER AND BYLAWS FOR REORGANIZED DEBTORS
SCHWARTZ	01/21/11	1.30	REVIEW OF MULTIPLE FURTHER REVISED VERSIONS OF LTA AND OTHER DRAFT TRUST AGREEMENTS, CONTRACT ASSUMPTION LIST AND BENEFITS/PROGRAMS CONTINUATION LIST IN CONNECTION WITH FILING OF PLAN SUPPLEMENT
SCHWARTZ	01/21/11	.80	MULTIPLE FOLLOW UP EMAILS, TELEPHONE CALLS AND OFFICE CONFERENCES WITH A. SINGER AND C. MARTIN ASSESSMENT AND RESOLUTION OF VARIOUS OPEN ISSUES AND POINTS IN CONNECTION WITH PLAN SUPPLEMENT DOCUMENTS AND FILINGS
ZUCCARO	01/21/11	2.40	ATTENTION TO CORPORATE GOVERNANCE DOCUMENTS (1.20); ATTENTION TO EMAILS (0.3); ATTENTION TO ADVANTA LIQUIDATING TRUST (0.5); TELEPHONE CONFERENCE C. MARTIN (0.2); TELEPHONE CONFERENCE R. SCHWARTZ (0.2)
NOLL	01/21/11	2.30	REVIEW DOCUMENTS REGARDING FLEET INTEREST (1.5); REVISE LIQUIDATING TRUST AGREEMENT (0.8)
MARTIN	01/21/11	5.00	INCORPORATE WEIL COMMENTS TO LTA AND DISCUSS SAME WITH TAX AND CORPORATE TEAMS (1.5); CONFERENCE CALL WITH DEBTORS' COUNSEL REGARDING LTA (0.5); REVIEW DEBTORS' COMMENTS TO LTA AND REVISE SAME (3.0)
ROCK	01/21/11	.90	TELECONFERENCE WITH FTI REGARDING INTERCOMPANY BALANCES ON AMENDED

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			SCHEDULES (.5); TELECONFERENCE WITH A. SINGER REGARDING INTERCOMPANY BALANCES ON AMENDED SCHEDULES (.4)
SINGER	01/21/11	8.20	DRAFT AND REVISE CHARTER, BYLAWS AND LTA (6.0); EMAIL AND PHONE CORRESPONDENCE WITH DEBTORS, TAB MEMBERS AND FTI AS TO SAME (2.2)
SINGER	01/21/11	.40	DISCUSS INSURANCE ISSUES AND NEW SCHEDULES AND STATEMENTS
RAAB	01/22/11	.30	E-MAIL CORRESPONDENCE WITH J. NOLL REGARDING TRUST AGREEMENT
ZUCCARO	01/22/11	.30	ATTENTION TO EMAILS REGARDING LIQUIDATING TRUST (0.3)
SINGER	01/22/11	.20	EMAIL PLAN SUPPLEMENT TO TAB AND COMMITTEE
BARBY	01/23/11	.40	REVIEW AND EMAIL REGARDING SEIP AND EMPLOYEE ISSUES
SCHWARTZ	01/23/11	.50	EMAILS WITH L&W TEAM REGARDING PLAN SUPPLEMENT AND PLAN ISSUES RELATED TO COMPENSATION AND BENEFITS SCHEDULE AND CLAIMS RELATED TO SAME
SINGER	01/23/11	.60	EMAIL CORRESPONDENCE WITH TEAM REGARDING STATUS AND TREATMENT OF BENEFITS PLANS
BARBY	01/24/11	.10	REVIEW REGARDING SECTION 8.7 OF PLAN OF REORGANIZATION
MALIONEK	01/24/11	1.20	REVIEW CI AGREEMENT AND COMMENTS REGARDING SAME
SCHWARTZ	01/24/11	.20	TELEPHONE CALL WITH R. LEMONS REGARDING DISCUSSION OF PARTICULAR OPEN CONFIRMATION POINTS AND NEXT STEPS RELATED TO PREPARATION FOR CONFIRMATION
SCHWARTZ	01/24/11	1.00	REVIEW OF AS FILED VERSION OF PLAN SUPPLEMENT
SCHWARTZ	01/24/11	1.00	OFFICE CONFERENCE WITH A. SINGER AND C. MARTIN REGARDING DISCUSSION OF PLAN SUPPLEMENT FILINGS AND OPEN ISSUES AND POINTS RELATED TO SAME, NEXT STEPS REGARDING CONFIRMATION AND TRANSITION OF ESTATES, COORDINATION OF COMMITTEE AND TAB ACTIVITIES AND ACTION PLAN MOVING FORWARD
SHYER	01/24/11	.10	REVIEW/RESPOND TO EMAIL FROM L.

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			INSCOE REGARDING FORM OF EMPLOYEE LEASING AGREEMENTS (0.1)
ZUCCARO	01/24/11	.20	COMMUNICATE A. SINGER REGARDING EFFECTIVE DATE (.20)
NOLL	01/24/11	.30	CALL WITH D. RAAB REGARDING LIQUIDATING TRUST AGREEMENT
MARTIN	01/24/11	4.00	MEETING REGARDING PLAN SUPPLEMENT (1.0); FOLLOW UP REGARDING SAME (0.5); DRAFT COMMON INTEREST AGREEMENT (2); FOLLOW UP REGARDING LTA REVIEW (0.5)
SINGER	01/24/11	2.90	PROVIDE COMMENTS TO BYLAWS (.5); AND CONFIDENTIALITY AGREEMENT (1.0); REVIEW REVISED LTAS AND TAKE INVENTORY OF ISSUES (.5); ATTEND CATCH-UP MEETING WITH FTI REGARDING NEXT STEPS (.9)
SCHWARTZ	01/25/11	.60	CONFERENCE CALL WITH A. SINGER, C. MARTIN AND FTI REGARDING DISCUSSION OF STATUS OF DOCUMENT REVIEW, TRANSITION PLANS AND OPEN POINTS AND ISSUES RELATED TO CONFIRMATION
SCHWARTZ	01/25/11	.80	REVIEW AND MARK UP OF DRAFT COMMON INTEREST AGREEMENT CIRCULATED BY C. MARTIN RELATED TO COMMITTEE/TRUST PRIVILEGE ISSUES
SCHWARTZ	01/25/11	.30	EMAILS AND TELEPHONE CALLS WITH A. SINGER AND DRINKER REGARDING FINALIZING DRAFT CONFIDENTIALITY AGREEMENT FOR TAB MEMBERS
SCHWARTZ	01/25/11	.20	TELEPHONE CALL WITH A. SCRUTON REGARDING FOLLOW UP ON TRUST STRUCTURING ISSUES
SCHWARTZ	01/25/11	.30	TELEPHONE CALL WITH M. SEIDER REGARDING STATUS OF CONFIRMATION PROCESS AND DISCUSSION OF PARTICULAR TRUST AND TRUSTEE REPRESENTATION ISSUES
SEIDER	01/25/11	.30	TELEPHONE CALL WITH LATHAM REGARDING TRUST IMPLEMENTATION
MARTIN	01/25/11	2.00	CALL WITH TRUSTEE TO DISCUSS PLAN DOCUMENTS (0.6); FOLLOW UP REGARDING PLAN DOCUMENTS (0.4); REVIEW OF PLAN (1.0)
OZAWA	01/25/11	.50	REVIEW AND ANALYZE SERVICES CONTEMPLATED IN CONNECTION WITH SERVICES AGREEMENT BETWEEN REORGANIZED ADVANTA AND

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LIQUIDATING TRUSTS (0.5)

SINGER	01/25/11	5.70	ORGANIZE AND DRAFT LIST OF ISSUES FOR PLAN AND PLAN SUPPLEMENT (.9); CALL WITH FTI AS TO SAME (.3); REVIEW LIST OF SERVICES TO BE PERFORMED BY TRUSTEES (.9); REVIEW ASSUMPTION OF CONTRACTS LIST AND DISCUSS SAME WITH FTI AND WEIL (1.0); REVIEW AND PROVIDE COMMENTS ON SCHEDULES 8.1 AND 8.7 TO PLAN (.8); REVIEW REVISED CONFIDENTIALITY AGREEMENT AND DISCUSS SAME WITH TAB MEMBERS (.6); DISCUSS SERVICES AGREEMENT WITH A. OZAWA, LATHAM SPECIALISTS AND FTI AND OUTLINE ISSUES TO BE INCORPORATED INTO AGREEMENT (1.2)
BARBY	01/26/11	.90	TELECONFERENCE REGARDING SEIP, SERP AND EMPLOYEE BENEFIT PLAN ISSUES
BRICKNER	01/26/11	1.00	CONFERENCE CALL REGARDING EXEC COMP ISSUES (0..6); REVIEW COMP PLANS (0.4)
MALIONEK	01/26/11	1.30	REVIEW AND REVISE CI AGREEMENT AND CONFERENCE, EMAILS WITH TEAM REGARDING SAME
SCHWARTZ	01/26/11	.60	TELEPHONE CALL WITH C. MARTIN AND R. MALIONEK REGARDING DISCUSSION OF COMMENTS AND CONCEPTS RELATED TO DRAFT COMMON INTEREST AGREEMENT FOR COMMITTEE/TABS
SCHWARTZ	01/26/11	1.00	TELEPHONE CALL WITH L&W TEAM REGARDING DISCUSSION OF PLAN AND CLAIMS ISSUES RELATED TO CONTINUATION OF CERTAIN COMPENSATION AND BENEFITS PROGRAMS BY REORGANIZED ADVANTA
SCHWARTZ	01/26/11	.40	EMAILS WITH A. SCRUTON REGARDING INDEPENDENT TAB MEMBER ISSUES AND PROCESS
SCHWARTZ	01/26/11	.30	TELEPHONE CALLS AND EMAILS WITH A. SINGER AND A. OZAWA FOLLOW UP ON TRANSITION SERVICES ISSUES
SCHWARTZ	01/26/11	.30	TELEPHONE CALLS AND EMAILS WITH A. SINGER AND K. ROCK RE: ASSESSMENT OF PARTICULAR CLAIMS AND INSURANCE ISSUES RELATED TO PLAN CONFIRMATION
SCHWARTZ	01/26/11	3.00	CLOSE REVIEW OF AS FILED PLAN, DISCLOSURE STATEMENT AND PLAN AND DS-RELATED DOCUMENTS IN CONNECTION WITH IDENTIFICATION OF ISSUES AND POINTS FOR AMENDMENT OR

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RESOLUTION IN ADVANCE OF
CONFIRMATION

SHYER	01/26/11	.50	REVIEW LIST OF SERVICES OF LIQUIDATION TRUSTEE (0.50)
MARTIN	01/26/11	2.00	ATTENTION TO COMMON INTEREST AGREEMENT (0.3); CALL TO DISCUSS SAME (0.5); REVIEW BYLAWS IN CONNECTION WITH PLAN ISSUES (0.2); REVIEW PLAN (1.0)
OZAWA	01/26/11	1.90	TELEPHONE CONFERENCE WITH D. BARBY, J. BRICKNER, R. SCHWARTZ, AND A. SINGER REGARDING CONTINUATION OF BENEFIT PLANS AND SUPPLEMENTAL EXECUTIVE INSURANCE PROGRAM POST-EFFECTIVE DATE (0.8); TELEPHONE CONFERENCE WITH A. SINGER AND L. PARK REGARDING SERVICES AGREEMENT BETWEEN REORGANIZED ADVANTA AND LIQUIDATING TRUSTS (0.4); REVIEW AND ANALYZE SUPPLEMENTAL EXECUTIVE INSURANCE PROGRAM (0.7)
ROCK	01/26/11	1.00	TELECONFERENCE WITH A. SINGER REGARDING AMCUSA MORTGAGE LIFE INSURANCE CLAIMS (.4); TELECONFERENCE WITH D. GRIFFITHS OF WEIL GOTSHAL REGARDING AMCUSA MORTGAGE LIFE INSURANCE CLAIMS (.1); TELECONFERENCE WITH R. SCHWARTZ REGARDING AMCUSA MORTGAGE LIFE INSURANCE CLAIMS (.2); TELECONFERENCE WITH L. PARK OF FTI REGARDING AMCUSA MORTGAGE LIFE INSURANCE CLAIMS (.1); EMAIL CORRESPONDENCE WITH L. PARK REGARDING AMCUSA MORTGAGE LIFE INSURANCE CLAIM DOCUMENTS (.1); EMAIL CORRESPONDENCE WITH DEBTORS COUNSEL REGARDING PASSWORD REQUEST FOR ENCRYPTED DOCUMENT SENT BY DEBTORS COUNSEL (.1)
SINGER	01/26/11	5.90	ATTEND CALL WITH BENEFITS TEAM TO DISCUSS IMPLICATIONS AND REVISIONS TO PLAN AND PLAN SUPPLEMENT (1.0); CALL WITH FTI TO DISCUSS SERVICES AGREEMENT (1.0); PROVIDE COMMENTS TO BYLAWS AND CHARTER (.7); EMAIL TO COMMITTEE REGARDING AND FINALIZE CONFIDENTIALITY AGREEMENT (1.0); CALL WITH WEIL REGARDING AMCUSA AND INSURANCE ISSUES AND RESEARCH AS TO SAME (1.3); EMAIL REGARDING RESIDENT TRUSTEE (.3); EMAIL REGARDING TIMING OF EFFECTIVE DATE AND OTHER PLAN CONSUMMATION ISSUES (.6)

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MALIONEK	01/27/11	1.00	REVIEW AND REVISE CI AGREEMENT AND EMAILS REGARDING SAME
SCHWARTZ	01/27/11	1.30	REVIEW AND MARK-UP REVISED COMMON INTEREST AGREEMENT FOR TRUSTS (0.7); CIRCULATE REVISED VERSION AND EMAIL SUMMARY OF COMMENTS RELATED TO SAME TO LW TEAM (0.4)
SCHWARTZ	01/27/11	1.00	PREPARE AND CIRCULATE ISSUES LIST TO LW TEAM OF COMMENTS, AMENDMENTS AND PENDING OPEN ISSUES RELATED PLAN (0.7); FOLLOW UP EMAILS WITH LW TEAM RE: FOLLOW UP ON SAME WITH WEIL AND FTI (0.3)
SCHWARTZ	01/27/11	2.50	CLOSE REVIEW OF AS FILED PLAN SUPPLEMENT DOCS IN FURTHERANCE OF PRE-CONFIRMATION REVIEW FOR ISSUES AND OPEN POINTS TO BE RESOLVED BEFORE CONFIRMATION AND EFFECTIVE DATE
SCHWARTZ	01/27/11	.30	EMAILS WITH A. SCRUTON RE: UPDATE ON SITE VISIT WITH DEBTORS AND TRUST ISSUES FOR COMMITTEE CONSIDERATION
MARTIN	01/27/11	5.00	REVIEW PLAN AND PLAN COMMENTS (3.3); DISCUSS PLAN ISSUES WITH WEIL (0.4); REVIEW LTA (1.3)
SINGER	01/27/11	1.50	ORGANIZE EXECUTION OF CONFIDENTIALITY AGREEMENT (.3); REVIEW EMAIL REGARDING AMENDMENTS TO PLAN (.5); DRAFT PROPOSED REVISIONS TO PLAN SUPPLEMENT (.7)
BRICKNER	01/28/11	.70	COMPENSATION ISSUES IN PLAN OBJECTIONS
SCHWARTZ	01/28/11	.60	EMAILS WITH A. SINGER AND C. MARTIN RE: DISCUSSION OF VARIOUS EDITS, POINTS AND ISSUES RELATED TO PLAN AND PLAN SUPPLEMENT COMMENTS
SCHWARTZ	01/28/11	.70	TELEPHONE CALL WITH A. SCRUTON RE : UPDATE ON MEETING WITH DEBTORS RE : TRANSITION PLAN AND ACTION ITEMS RELATED TO SAME
SCHWARTZ	01/28/11	.30	EMAILS WITH C. MARTIN RE: FINALIZING AND DISTRIBUTION OF DRAFT COMMON INTEREST AGREEMENT
SCHWARTZ	01/28/11	1.40	MEET WITH A. SINGER, C. MARTIN AND A. OZAWA (PARTIAL) RE: DISCUSSION OF OPEN ISSUES AND POINTS RELATED TO PLAN AND PLAN SUPPLEMENT

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DOCUMENTS FOR CIRCULATION TO DEBTORS

SCHWARTZ	01/28/11	.50	REVIEW A. SINGER PLAN AND PLAN SUPPLEMENT ISSUES LIST (0.3); EMAILS WITH A. SINGER RE: SAME AND RE: CIRCULATION TO DEBTORS AND COMMITTEE (0.2)
SCHWARTZ	01/28/11	.30	TELEPHONE CALL WITH A. SINGER RE: UPDATE ON STATUS OF VARIOUS OPEN ISSUES AND POINTS OUT TO COMMITTEE AND FTI
SCHWARTZ	01/28/11	1.00	REVIEW AND COMMENT ON FURTHER REVISED DRAFT OF COMMON INTEREST AGREEMENT RELATED TO TRUST/COMMITTEE (0.8); EMAILS WITH C. MARTIN RE: SAME (0.2)
NOLL	01/28/11	.80	REVIEW AND REVISE LIQUIDATING TRUST AGREEMENTS (0.6); CALL WITH C. MARTIN REGARDING SAME (0.2)
GLASSER	01/28/11	.60	REVIEW AND ANALYZE SUBORDINATED CLAIMS AS DEFINED IN THE PLAN (.4); CORRESPONDENCE WITH C. MARTIN REGARDING SAME (.2)
MARTIN	01/28/11	4.00	REVISE COMMON INTEREST AGREEMENT (1.5); PROVIDE COMMENTS TO PLAN SUPPLEMENT (0.5) ; MEET WITH R.SCHWARTZ TO DISCUSS SAME (1.5); FOLLOW UP ON CERTAIN TAX INQUIRIES RELATED TO THE PLAN (0.5)
OZAWA	01/28/11	2.20	REVIEW AND ANALYZE SUPPLEMENTAL EXECUTIVE INSURANCE PROGRAM, SPLIT DOLLAR INSURANCE AGREEMENTS AND COLLATERAL ASSIGNMENT AGREEMENTS IN CONNECTION WITH BANKRUPTCY PLAN AND RELATED SCHEDULES (1.7); CONFERENCE WITH R. SCHWARTZ, A. SINGER AND C. MARTIN REGARDING THE SAME (0.3); TELEPHONE CONFERENCE WITH J. BRICKNER REGARDING THE SAME (0.2)
ROCK	01/28/11	.80	PREPARE FOR AND ATTEND TELECONFERENCE WITH FTI AND DEBTORS REGARDING AMCUSA MORTGAGE LIFE INSURANCE CLAIMS (.4); TELECONFERENCE WITH A. ROJE AND A. SINGER REGARDING REINSURANCE AGREEMENT FOR AMCUSA (.4)
SINGER	01/28/11	5.50	ATTEND TEAM MEETING REGARDING COMMENTS TO PLAN DOCUMENTS (1.0); ATTEND MEETING R. SCHWARTZ REGARDING UPDATE ON ANCILLARY

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ISSUES (.5); CALL WITH K. ROCK AND COMPANY REGARDING MOLI (.5); CALL WITH A. ROJE REGARDING MOLI (.3); REVIEW EMAIL REGARDING MOLI (.2); DRAFT CONSOLIDATED COMMENT SHEET FOR PLAN DOCUMENTS (2.3); REVIEW EMAIL REGARDING STATUS OF LITIGATION (.1); CALL WITH A. OZAWA TO DISCUSS COMMENTS TO PLAN AND BENEFITS ISSUE AND REVIEW OF DOCUMENTS AS TO SAME (.6)

MARTIN	01/29/11	.60	REVIEW AND REVISE COMMON INTEREST AGREEMENT
ROCK	01/29/11	.90	DRAFT EMAIL CORRESPONDENCE TO DEBTORS COUNSEL REGARDING ASSIGNMENT OF MORTGAGE LIFE INSURANCE POLICIES (.9)
SINGER	01/29/11	.50	EMAIL CORRESPONDENCE REGARDING COMMENTS TO PLAN DOCUMENTS AND TIMING FOR FINAL COMMENTS;
ROCK	01/30/11	.20	EMAIL CORRESPONDENCE WITH V. VRON OF WEIL REGARDING ASSIGNMENT OF THE AMCUSA MORTGAGE LIFE INSURANCE POLICIES
SINGER	01/30/11	.80	DISCUSS AND DRAFT EMAIL REGARDING MOLI ISSUES AND ORGANIZE CALL AS TO SAME;
MALIONEK	01/31/11	.50	EMAILS WITH TEAM REGARDING CI AGREEMENT ISSUES
SCHWARTZ	01/31/11	1.50	REVIEW AND MARK UP DRAFT CONFIRMATION ORDER (0.8); EMAILS WITH A. SINGER AND C. MARTIN RE: PRELIMINARY GLOBAL COMMENTS AND ISSUES RELATED TO SAME (0.7)
SCHWARTZ	01/31/11	.20	EMAILS WITH R. MALIONEK RE: PARTICULAR CONFIRMATION ORDER ISSUES
SCHWARTZ	01/31/11	.20	TELEPHONE CALL AND EMAILS WITH A. SINGER RE: FOLLOW UP ON PARTICULAR INTERCOMPANY CLAIMS ISSUES RELATED TO THE PLAN
SCHWARTZ	01/31/11	.40	TELEPHONE CALLS AND EMAILS WITH A. SINGER RE: DISCUSSION OF ISSUES RELATED TO TREATMENT OF PARTICULAR CLAIMS UNDER THE PLAN
SCHWARTZ	01/31/11	.30	EMAILS WITH A. SINGER AND C. MARTIN RE: CONFIRMATION ORDER REVIEW AND TIMING ISSUES

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SCHWARTZ	01/31/11	.30	EMAILS WITH C. MARTIN AND R. MALIONEK RE: RESOLUTION OF FTI COMMENTS TO DRAFT COMMON INTEREST AGREEMENT
NOLL	01/31/11	.20	CALL WITH WEIL GOTSHAL REGARDING LIQUIDATING TRUST AGREEMENTS
MARTIN	01/31/11	1.60	REVIEW FTI COMMENTS TO COMMON INTEREST AGREEMENT AND SUMMARIZE SAME (1.0); RESEARCH RELATED TO COMP BENEFIT PLANS (0.6)
ROCK	01/31/11	1.40	PREPARE FOR AND ATTEND TELECONFERENCE WITH V. VRON OF WEIL GOTSHAL REGARDING AMCUSA MORTGAGE LIFE INSURANCE POLICIES (.4); CONFERENCE WITH A. SINGER REGARDING AMCUSA MORTGAGE LIFE INSURANCE POLICIES (.2); TELECONFERENCE WITH R. SCHWARTZ REGARDING AMCUSA MORTGAGE LIFE INSURANCE POLICIES (.1); EMAIL CORRESPONDENCE TO A. ROJE OF LATHAM REGARDING REVIEW OF AMCUSA REINSURANCE AGREEMENT (.7)
SINGER	01/31/11	4.10	CALLS REGARDING MOLI ISSUE (.5); REVIEW DRAFT OF CONFIRMATION ORDER AND PROVIDE COMMENTS (2.5); EMAIL COMMITTEE REGARDING DRAFT CONFIRMATION ORDER (.3); REVIEW ISSUES LIST AND PROVIDE COMMENTS FOR OUTSTANDING PLAN CONFIRMATION ISSUES (0.5); DISCUSS RESEARCH QUESTION W. K ROCK REGARDING MOLI (.3)

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<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
D W BARBY	01213	1.80	995.00	1,791.00	PARTNER
J W BRICKNER	00739	2.20	995.00	2,189.00	PARTNER
R J MALIONEK	06779	6.10	810.00	4,941.00	PARTNER
D S RAAB	01848	5.10	995.00	5,074.50	PARTNER
R G SCHWARTZ	04913	66.50	920.00	61,180.00	PARTNER
M A SEIDER	01754	1.30	995.00	1,293.50	PARTNER
J D SHYER	00870	1.90	990.00	1,881.00	PARTNER
RA ZUCCARO	00993	10.50	995.00	10,447.50	PARTNER
J F NOLL	07300	10.00	765.00	7,650.00	ASSOCIATE, SR.
J E GLASSER	08346	6.70	515.00	3,450.50	ASSOCIATE, JR.
C M MARTIN	71406	72.10	600.00	43,260.00	ASSOCIATE, JR.
A T OZAWA	04636	8.10	630.00	5,103.00	ASSOCIATE, JR.
K M ROCK	71963	11.10	515.00	5,716.50	ASSOCIATE, JR.
A M SINGER	71423	69.70	600.00	41,820.00	ASSOCIATE, JR.
		273.10		195,797.50	

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CLIENT: 047606
COMM OF ADVANTA CORP.
MATTER: 047606-0015

NAME: OFFICIAL UNSECURED CREDITORS'

NAME: FEE APPLICATION PREPARATION

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
LOZOVATSKAYA	01/03/11	1.50	DRAFT NOVEMBER FEE APPLICATION
LOZOVATSKAYA	01/04/11	1.00	DRAFT INTERIM FEE APPLICATION AND EMAIL CORRESPONDENCE WITH C. MARTIN REGARDING SAME
SCHWARTZ	01/05/11	.30	REVIEW OF FEE AUDITOR REPORT REGARDING L&W 2ND INTERIM FEE APPLICATION
MARTIN	01/06/11	.30	REVIEW FEE APPLICATIONS
LOZOVATSKAYA	01/06/11	.20	EMAIL CORRESPONDENCE WITH C. MARTIN AND LOCAL COUNSEL REGARDING NOVEMBER FEE APPLICATION
SINGER	01/07/11	.10	REVIEW FEE AUDITORS' COMMENTS TO INTERIM FEE APPLICATION
SINGER	01/08/11	.50	REVIEW INITIAL REPORT OF FEE AUDITOR AND DRAFT RESPONSES
SINGER	01/09/11	2.00	REVIEW INITIAL REPORT OF FEE AUDITOR AND DRAFT RESPONSES
SINGER	01/10/11	6.10	REVIEW INITIAL REPORT OF FEE AUDITOR AND DRAFT RESPONSES
LOZOVATSKAYA	01/10/11	2.20	REVIEW AND MARK UP DECEMBER PRO FORMAS
SINGER	01/11/11	3.60	REVIEW INITIAL REPORT OF FEE AUDITOR AND DRAFT RESPONSES
LOZOVATSKAYA	01/11/11	.60	CONTINUE TO REVIEW AND MARK UP DECEMBER PRO FORMAS AND EMAIL CORRESPONDENCE WITH C. MARTIN REGARDING SAME
LOZOVATSKAYA	01/12/11	1.00	MEET WITH C. MARTIN REGARDING DECEMBER PROFORMAS (0.50); FINAL REVIEW AND MARK UP OF DECEMBER PROFORMAS (0.50)
SCHWARTZ	01/13/11	1.00	REVIEW AND COMMENT ON DRAFT RESPONSE TO FEE AUDITOR REPORT CIRCULATED BY A. SINGER
SCHWARTZ	01/14/11	.40	OFFICE CONFERENCE WITH A. SINGER REGARDING DISCUSSION OF COMMENTS TO DRAFT RESPONSE TO FEE AUDITOR REPORT
SINGER	01/14/11	.50	MEET WITH R. SCHWARTZ TO DISCUSS COMMENTS TO RESPONSE TO FEE AUDITOR REPORT (.5);
SINGER	01/16/11	2.30	DRAFT RESPONSE TO FEE AUDITOR'S INITIAL REPORT

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SCHWARTZ	01/17/11	.80	FURTHER AND FINAL REVISIONS AND EDITS TO LW RESPONSE TO FEE AUDITOR REPORT
SINGER	01/17/11	1.50	DRAFT RESPONSE TO FEE AUDITOR AND EMAIL CORRESPONDENCE AS TO SAME;
SINGER	01/19/11	.30	DRAFT EMAIL RESPONSE TO FEE AUDITOR;
LOZOVATSKAYA	01/19/11	.10	EMAIL CORRESPONDENCE WITH S. SCHADE REGARDING DECEMBER INVOICE
SCHWARTZ	01/20/11	.30	EMAILS WITH A. SINGER REGARDING FINAL FEE AUDITOR REPORT REGARDING SECOND APPLICATION AND RESULTS OF SAME
MARTIN	01/20/11	1.50	REVIEW DECEMBER PROFORMAS
LOZOVATSKAYA	01/20/11	.20	EMAILS WITH C. MARTIN AND S. SCHADE REGARDING DECEMBER FEE APPLICATION
SINGER	01/21/11	.30	REVIEW FINAL REPORT OF FEE AUDITOR AND REPORT ON SAME;
SCHWARTZ	01/24/11	1.80	REVIEW AND MARK UP OF DECEMBER PROFORMA BILLING STATEMENTS
LOZOVATSKAYA	01/25/11	3.10	REVIEW AND REVISE DECEMBER INVOICE AGAINST THE PROFORMAS (2.6) EMAIL CORRESPONDENCE AND PHONE CALLS WITH S. SCHADE AND A. DUBOV REGARDING SAME (0.5)
LOZOVATSKAYA	01/26/11	2.40	MEETING WITH A. DUBOV REGARDING DECEMBER INVOICE REVISIONS (0.60); REVISE AND FINALIZE DECEMBER INVOICE (1.80)
MARTIN	01/27/11	1.00	REVIEW FINAL INVOICE
SINGER	01/31/11	.60	REVIEW FEE APPLICATION OF FTI
LOZOVATSKAYA	01/31/11	1.70	DRAFT DECEMBER FEE APPLICATION

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
R G SCHWARTZ	04913	4.60	920.00	4,232.00	PARTNER
C M MARTIN	71406	2.80	600.00	1,680.00	ASSOCIATE, JR.
A M SINGER	71423	17.80	600.00	10,680.00	ASSOCIATE, JR.
Y LOZOVATSKAYA	17240	14.00	185.00	2,590.00	PARALEGAL
		39.20		19,182.00	

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CLIENT: 047606
COMMITTEE OF ADVANTA CORP.
MATTER: 047606-0017
Claims

NAME: OFFICIAL UNSECURED CREDITORS'

NAME: Claims Analysis and Employee

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
ROCK	01/03/11	.30	EMAIL CORRESPONDENCE WITH R. SCHWARTZ REGARDING CONFERENCE WITH V. VRON OF WEIL GOTSHAL (.1); EMAIL CORRESPONDENCE WITH V. VRON OF WEIL GOTSHAL REGARDING REVIEW OF AMENDMENTS TO SCHEDULE (.2)
MALIONEK	01/04/11	1.70	REVIEW/REVISE 2004 MOTION AND REQUESTS (1.0); EMAILS, CONFERENCES WITH TEAM REGARDING SAME AND STRATEGY (0.7)
SCHWARTZ	01/04/11	1.00	REVIEW AND REVISE CURRENT VERSION OF THIRD PARTY 2004 MOTION IN ADVANCE OF CIRCULATION TO COMMITTEE
SCHWARTZ	01/04/11	.30	EMAILS AND TELEPHONE CALLS WITH R. MALIONEK, J. GLASSER, A. SINGER REGARDING COMMENTS AND OPEN POINTS REGARDING FINALIZING THIRD PARTY 2004 MOTION FOR CIRCULATION TO COMMITTEE
GLASSER	01/04/11	2.20	REVISE DOCUMENT REQUESTS IN CONNECTION WITH RULE 2004 DISCOVERY FROM THIRD PARTIES (1.7); CORRESPONDENCE WITH LATHAM TEAM AND THE COMMITTEE REGARDING SAME (.3); COMMUNICATION WITH TANNER PARTNERS (.1); CORRESPONDENCE WITH A. SINGER REGARDING SAME (.1)
SINGER	01/04/11	3.50	DRAFT RULE 2004 MOTION AND REVISE SAME
GLASSER	01/05/11	.40	CORRESPONDENCE WITH FTI AND LATHAM TEAM REGARDING STATUS OF PRIORITY DILIGENCE REQUESTS FOR DEBTORS
MALIONEK	01/06/11	.70	CONFERENCE WITH R. SCHWARTZ REGARDING 2004 MOTION AND REQUESTS (0.2); EMAILS AND CONFERENCE WITH J. GLASSER REGARDING SAME (0.3); EMAILS REGARDING THIRD PARTY REQUESTS (0.2)
SCHWARTZ	01/06/11	.20	TELEPHONE CALL WITH R. MALIONEK REGARDING DISCUSSION OF STATUS AND TIMING ISSUES RELATED TO THIRD PARTY 2004 DISCOVERY

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SCHWARTZ	01/06/11	.20	EMAILS WITH J. GLASSER AND R. MALIONEK REGARDING FOLLOW UP ON STATUS AND TIMING ISSUES RELATED TO THIRD PARTY 2004 DISCOVERY
GLASSER	01/06/11	2.40	RESEARCH AND ANALYSIS IN CONNECTION WITH RULE 2004 DISCOVERY FROM THIRD PARTIES (.6); REVISE DOCUMENT REQUESTS IN CONNECTION WITH RULE 2004 DISCOVERY FROM THIRD PARTIES (1.4); COMMUNICATION AND CORRESPONDENCE WITH R. MALIONEK, R. SCHWARTZ AND THE COMMITTEE REGARDING SAME (.4)
MALIONEK	01/07/11	.20	EMAILS WITH R. SCHWARTZ REGARDING TRUSTEE AND MEET/CONFER ISSUES
SCHWARTZ	01/07/11	.30	EMAILS WITH R. MALIONEK AND J. GLASSER REGARDING STATUS OF THIRD PARTY 2004 MEET AND CONFER EFFORTS (0.3)
GLASSER	01/07/11	.30	COMMUNICATION WITH R. MALIONEK AND A. SINGER REGARDING RULE 2004 DISCOVERY FROM THIRD PARTIES
SINGER	01/07/11	.40	REVIEW RULE 2004 MOTION AND REQUESTS
SINGER	01/10/11	.90	CALL TO DISCUSS SCHEDULE 8.7, (0.5) REVIEW SCHEDULE 8.7 AND DRAFT EMAIL WITH FURTHER QUESTIONS (0.4)
MALIONEK	01/11/11	1.30	REVIEW INSURANCE ISSUES AND CONFERENCES WITH TEAM REGARDING SAME AND REGARDING DOCUMENT STORAGE, REQUESTS (0.5); EMAILS WITH M. SAGE REGARDING REQUESTS AND CONFERENCE WITH SAME (0.8)
SCHWARTZ	01/11/11	.30	EMAILS AND TELEPHONE CALLS WITH R. MALIONEK REGARDING UPDATE ON CALL WITH DECHERT AND MEET AND CONFER ISSUES RELATED TO THIRD PARTY 2004 REQUESTS
GLASSER	01/11/11	.30	CORRESPONDENCE WITH R. MALIONEK AND A. SINGER REGARDING RULE 2004 DISCOVERY FROM THIRD PARTIES AND STATUS OF PENDING CLASS ACTIONS
GLASSER	01/11/11	.10	CORRESPONDENCE WITH A. SINGER REGARDING PENDING CLASS ACTION AGAINST ADVANTA AND ITS CURRENT AND FORMER OFFICERS AND DIRECTORS

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SINGER	01/11/11	.60	RESEARCH DOCUMENT RETENTION ISSUE
SINGER	01/11/11	1.90	PREPARE FOR AND ATTEND CALL WITH DEBTORS REGARDING SCHEDULES 8.1 AND 8.7 (.7); REVIEW PLAN LANGUAGE RELATING TO CLASS ACTION LAWSUITS AND ASSOCIATED RESEARCH ON COMPLAINTS (.4); REVIEW EMAIL AND DRAFT SUMMARIES OF CLASS ACTIONS (.8)
O'DONNELL	01/12/11	.80	LIBRARY SERVICES: RESEARCH STATE AND FEDERAL COURT FILINGS FOR J GLASSER
SINGER	01/13/11	.90	REVIEW EMAIL REGARDING AMENDMENTS TO SCHEDULES (.1); REVIEW SUMMARY OF CLASS ACTION CLAIMS FOR PURPOSES OF INSURANCE ANALYSIS (.8)
MALIONEK	01/14/11	.60	MEET AND CONFER WITH JP MORGAN (0.3); MEET AND CONFER ATTEMPTS WITH THIRD PARTIES (0.3)
GLASSER	01/14/11	.30	REVIEW AND ANALYZE DEBTORS' RESPONSES TO THE COMMITTEE'S PRIORITY DOCUMENT REQUESTS (.2); COMMUNICATION WITH L. PARK, R. MALIONEK AND R. SCHWARTZ REGARDING SAME (.1)
SINGER	01/14/11	.30	REVIEW AND DRAFT SUMMARIES OF CLASS ACTION SUITS FOR PURPOSES OF INSURANCE ANALYSIS;
MALIONEK	01/18/11	2.30	MEET AND CONFERENCE CALLS AND EMAILS REGARDING 2004S (1.0); REVIEW AND REVISE DEBTORS' DOCUMENT RESPONSES (1.3)
SCHWARTZ	01/18/11	.30	TELEPHONE CALL WITH R. MALIONEK REGARDING REPORT ON STATUS OF MEET-AND-CONFER EFFORTS WITH THIRD PARTIES RELATED TO POTENTIAL THIRD PARTY 2004 EFFORTS
GLASSER	01/18/11	1.60	CALLS WITH THIRD PARTIES AND R. MALIONEK IN CONNECTION WITH MEET-AND-CONFER REQUIREMENT FOR RULE 2004 DISCOVERY (.3); COMMUNICATION WITH A. SINGER AND TECHNOLOGY IN PRACTICE DEPARTMENT TO DEVELOP PROTOCOLS FOR REVIEW OF DILIGENCE FROM DEBTORS (.4); RESEARCH AND ANALYSIS IN CONNECTION WITH MEET-AND-CONFER (.6); CORRESPONDENCE

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			WITH R. SCHWARTZ REGARDING NEGOTIATION WITH DEBTORS IN CONNECTION WITH RULE 2004 DISCOVERY FROM THIRD PARTIES (.3)
SINGER	01/18/11	.90	DISCUSS NEXT STEPS FOR REVIEW OF MATERIALS AND RULE 2004 MOTION WITH LITIGATION TEAM (.3); REVIEW DOCUMENTS PROVIDED BY DEBTORS (.6);
MALIONEK	01/19/11	1.10	2004 MEET AND CONFERENCE CALLS AND EMAILS WITH TEAM REGARDING SAME
GLASSER	01/19/11	1.30	RESEARCH AND ANALYSIS IN CONNECTION WITH RULE 2004 DISCOVERY FROM THIRD PARTIES (1.0); CORRESPONDENCE WITH R. SCHWARTZ AND R. MALIONEK REGARDING SAME (.3)
SINGER	01/19/11	.20	REVIEW DOCUMENT PROVIDE BY DEBTORS;
MALIONEK	01/20/11	2.60	CONFERENCE WITH M. SAGE REGARDING 2004S AND CONFERENCES WITH R. SCHWARTZ REGARDING SAME (0.9); CONFERENCE WITH JPM AND EE AND EMAILS WITH TEAM REGARDING SAME (1.4); REVIEW ORDER LANGUAGE (0.3)
SCHWARTZ	01/20/11	.30	TELEPHONE CALL AND EMAILS WITH R. MALIONEK REGARDING DISCUSSION OF THIRD PARTY 2004 DISCOVERY ISSUES
SCHWARTZ	01/20/11	.20	EMAILS WITH L&W TEAM REGARDING TIMING AND PROCESS ISSUES AND LOCAL COUNSEL INPUT RELATED TO THIRD PARTY 2004 DISCOVERY EFFORTS
GLASSER	01/20/11	1.80	COMMUNICATION WITH R. MALIONEK REGARDING RULE 2004 DISCOVERY FROM THIRD PARTIES (.2); RESEARCH AND ANALYSIS IN CONNECTION WITH POTENTIAL DISCOVERY FROM THIRD PARTIES (.9); REVIEW AND REVISE CHART OF PRIORITY DOCUMENT REQUESTS FOR DEBTORS (.5); COMMUNICATION WITH A. SINGER AND R. MALIONEK REGARDING REVIEW OF DILIGENCE FROM DEBTOR (.2)
SINGER	01/20/11	.90	DISCUSS NEXT STEPS FOR RULE 2004 INVESTIGATION AND REVIEW MOTION (.5); CALL AND EMAIL CORRESPONDENCE REGARDING STRATEGY FOR TIMING OF FILING MOTION (.4)
MALIONEK	01/21/11	1.10	EMAILS WITH TEAM REGARDING 2004 REQUESTS AND MOTION

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SCHWARTZ	01/21/11	.20	TELEPHONE CALL WITH R. MALIONEK REGARDING UPDATE ON DEBTORS' POSITION REGARDING THIRD PARTY 2004 DISCOVERY AND NEXT STEPS RELATED TO SAME
SCHWARTZ	01/21/11	.50	TELEPHONE CALLS AND EMAILS WITH A. SINGER, R. MALIONEK AND DRINKER REGARDING STATUS OF THIRD PARTY 2004 MOTION AND PROCESS AND TIMING ISSUES RELATED TO SAME
GLASSER	01/21/11	5.50	MEETING WITH K. COPPOLA TO REVIEW CASE BACKGROUND IN PREPARATION FOR REVIEW AND ANALYSIS OF RECENT DILIGENCE RECEIVED FROM DEBTORS (.8); COMMUNICATION WITH R. MALIONEK REGARDING STRATEGY FOR RULE 2004 DISCOVERY FROM THIRD PARTIES (.2); COMMUNICATION AND CORRESPONDENCE WITH COUNSEL FROM CONSULTING COMPANY IN CONNECTION WITH MEET-AND-CONFER FOR RULE 2004 DISCOVERY (.6); REVISE MOTION AND DOCUMENT REQUESTS IN CONNECTION WITH RULE 2004 DISCOVERY FROM THIRD PARTIES (3.5); REVIEW COMMITTEE BY-LAWS IN CONNECTION WITH REQUEST FOR INFORMATION FROM THIRD PARTY (.3); CORRESPONDENCE WITH R. MALIONEK REGARDING SAME (.1)
SINGER	01/21/11	1.00	PHONE CORRESPONDENCE WITH LOCAL COUNSEL AS TO STRATEGY FOR RULE 2004 MOTION (.3); DRAFT AND REVISE MOTION (.7)
COPPOLA	01/21/11	4.60	CONFERENCE WITH J. GLASSER REGARDING STRATEGY FOR DOCUMENT REVIEW (0.8); REVIEW AND ANALYSIS OF DOCUMENTS FOR MOTION (3.8)
MALIONEK	01/23/11	.30	EMAILS WITH R. SCHWARTZ REGARDING 2004 DISCOVERY PLAN
SCHWARTZ	01/23/11	.40	PARTICIPATE ON CONFERENCE CALL WITH R. MALONE AND H. COHEN REGARDING DISCUSSION OF THIRD PARTY 2004 DISCOVERY ISSUES AND PROCESS AND TIMING CONSIDERATIONS RELATED TO SAME
SCHWARTZ	01/23/11	.30	EMAILS WITH R. MALIONEK REGARDING UPDATE ON THIRD PARTY 2004 DISCOVERY ISSUES
COPPOLA	01/23/11	4.30	REVIEW AND ANALYSIS OF DOCUMENTS FOR MOTION (4.1); CORRESPONDENCE WITH J. GLASSER ABOUT SAME (0.2)

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SCHWARTZ	01/24/11	.20	EMAILS WITH R. MALIONEK REGARDING STATUS OF THIRD PARTY 2004 DISCOVERY AND NEXT STEPS
GLASSER	01/24/11	1.20	REVIEW AND ANALYZE RECENT DILIGENCE RECEIVED FROM DEBTORS IN CONNECTION WITH INVESTIGATION OF POTENTIAL CLAIMS AGAINST ADVANTA'S OFFICERS AND DIRECTORS (.8); CORRESPONDENCE AND COMMUNICATION WITH C. COPPOLA REGARDING REVIEW AND ANALYSIS OF RECENT DILIGENCE RECEIVED FROM THE DEBTORS (.4)
COPPOLA	01/24/11	1.70	CONFERENCE WITH J. GLASSER ABOUT REVIEW AND ANALYSIS OF DOCUMENTS (0.2); REVIEW OF FDIC INSPECTOR GENERAL REPORT TO COMPARE FINDINGS WITH ALCO MEETING DISCUSSIONS (1.0); CORRESPONDENCE WITH J. GLASSER ABOUT SAME (0.5)
MALIONEK	01/25/11	.30	CONFERENCE WITH R. SCHWARTZ REGARDING DISCOVERY
SCHWARTZ	01/25/11	.20	TELEPHONE CALL WITH R. MALIONEK REGARDING THIRD PARTY 2004 MOTION STATUS
SINGER	01/25/11	.10	EMAIL CORRESPONDENCE REGARDING DILIGENCE ON SENIOR MANAGEMENT CLAIMS
SINGER	01/31/11	1.80	REVIEW CASE LAW AND CONDUCT RESEARCH ON POTENTIAL INTERPRETATIONS OF CLAIMS (1.0); ASSIGN RESEARCH QUESTION TO J. LEVY REGARDING GUC CLAIMS AND TAKE QUESTIONS (.8)
LEVY	01/31/11	3.90	MEET WITH A. SINGER TO DISCUSS RESEARCH PROJECT(0.2); RESEARCH ISSUES CONCERNING SERP AND SEIP AND NON-EXECUTORY CONTRACTS (3.7)

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
R J MALIONEK	06779	12.20	810.00	9,882.00	PARTNER
R G SCHWARTZ	04913	4.90	920.00	4,508.00	PARTNER
J E GLASSER	08346	17.40	515.00	8,961.00	ASSOCIATE, JR.
K M ROCK	71963	.30	515.00	154.50	ASSOCIATE, JR.
A M SINGER	71423	13.40	600.00	8,040.00	ASSOCIATE, JR.
K M COPPOLA	72167	10.60	450.00	4,770.00	LAW CLERK
J A LEVY	71944	3.90	450.00	1,755.00	LAW CLERK
K O'DONNELL	08736	.80	285.00	228.00	PROF STAFF

63.50

38,298.50

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LATHAM & WATKINS LLP

53rd at Third
885 Third Avenue
New York, New York 10022-4834
Tel: +1.212.906.1200 Fax: +1.212.751.4864
www.lw.com

INVOICE

January 31, 2011

OFFICIAL UNSECURED CREDITORS' COMMITTEE
OF ADVANTA CORP.
STONEHILL CAPITAL
885 THIRD AVENUE
NEW YORK, NY 10022

Tax identification No: 95-2018373

REMITTANCE INSTRUCTIONS

WIRE TRANSFERS:

Bank: Citibank, Delaware
One Penn's Way
New Castle, DE 19720
ABA: 0311-00209
SWIFT: CITIUS33

CHECKS:

Latham & Watkins LLP
P.O. Box 7247-8181
Philadelphia, PA
19170-8181

Account Name: **Latham & Watkins LLP**
Account Number: **3911-7003**

Please identify your check or wire transfer with the following numbers:
Invoice No. 110601269
File No. 047606-0000

REMITTANCE COPY

Invoice Date

Invoice Number

Invoice Amount

Prior Billings:

Current Billing:

January 31, 2011

110601269

\$228,773.93

Balance Due

\$228,773.93

AMOUNT REMITTED:

\$ _____

Method of Payment:

CHECK

WIRE TRANSFER

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NY\1774433.2

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

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

CERTIFICATE OF SERVICE

I, the undersigned, hereby certify that on this 14th day of March, 2011, I caused a true and correct copy of the *Fifteenth Monthly Application of Latham & Watkins LLP for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Committee for the Period From January 1, 2011 Through January 31, 2011* to be served upon the following parties in the manner indicated.

Hand Delivery

David Klauder, Esq.
Office of the United States Trustee
District of Delaware
J. Caleb Boggs Federal Building
844 King Street, Room 2207
Wilmington, DE 19801

Hand Delivery

Chun I. Jang, Esq.
Richards Layton & Finger, P.A.
One Rodney Square
920 North King Street
Wilmington, DE 19801

First Class Mail

Advanta Corp.
Attn: Philip M. Browne
P.O. Box 844
Spring House, PA 19477-0844

First Class Mail

Robert L. Lemons, Esq.
Weil, Gotshal & Manges, LLP
767 Fifth Avenue
New York, New York 10153

Dated: March 14, 2011

DRINKER BIDDLE & REATH LLP

/s/ Howard A. Cohen

Howard A. Cohen (DE 4082)
1100 North Market Street, Suite 1000
Wilmington, DE 19801-1254
Telephone: (302) 467-4200
Facsimile: (302) 467-4201

*Counsel for the Official
Committee of Unsecured Creditors*