

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

ORIGINAL

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: *In re* : Chapter 11
: :
: ADVANTA CORP., : Case No. 09-13931 (KJC)
: :
: Debtor. :
: :
: Employer I.D. No. 23-1462070 :
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: *In re* : Chapter 11
: :
: ADVANTA INVESTMENT CORP., : Case No. 09-13942 (KJC)
: :
: Debtor. :
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: Employer I.D. No. 23-2765627 :
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: *In re* : Chapter 11
: :
: ADVANTA BUSINESS SERVICES : Case No. 09-13935 (KJC)
: HOLDING CORP., :
: :
: Debtor. :
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: Employer I.D. No. 51-0334047 :
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In re : Chapter 11
:
ADVANTA BUSINESS :
SERVICES CORP., : Case No. 09-13933 (KJC)
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Debtor. :
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Employer I.D. No. 23-2333786 :
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In re : Chapter 11
:
ADVANTA SHARED SERVICES CORP., : Case No. 09-13934 (KJC)
:
Debtor. :
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Employer I.D. No. 23-3097074 :
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In re : Chapter 11
:
ADVANTA SERVICE CORP., : Case No. 09-13932 (KJC)
:
Debtor. :
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Employer I.D. No. 23-2765625 :
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In re : Chapter 11
:
ADVANTA ADVERTISING INC., : Case No. 09-13943 (KJC)
:
Debtor. :
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Employer I.D. No. 23-2440186 :
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In re : Chapter 11
ADVANTENNIS CORP., : Case No. 09-13941 (KJC)
Debtor. :
Employer I.D. No. 23-2692355 :
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In re : Chapter 11
ADVANTA MORTGAGE : Case No. 09-13938 (KJC)
HOLDING COMPANY, :
Debtor. :
Employer I.D. No. 52-0325221 :
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In re : Chapter 11
ADVANTA AUTO FINANCE : Case No. 09-13939 (KJC)
CORPORATION, :
Debtor. :
Employer I.D. No. 23-2826077 :
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In re : Chapter 11
ADVANTA MORTGAGE CORP. USA, : Case No. 09-13937 (KJC)
Debtor. :
Employer I.D. No. 23-2532654 :
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In re : Chapter 11
ADVANTA FINANCE CORP., : Case No. 09-13944 (KJC)
Debtor. :
Employer I.D. No. 23-2778991 :
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In re : Chapter 11
GREAT EXPECTATIONS : Case No. 09-13945 (KJC)
INTERNATIONAL INC., :
Debtor. :
Employer I.D. No. 95-4510440 :
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In re : Chapter 11
GREAT EXPECTATIONS : Case No. 09-13936 (KJC)
FRANCHISE CORP., :
Debtor. :
Employer I.D. No. 95-4513326 :
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In re : Chapter 11
: :
GREAT EXPECTATIONS : Case No. 09-13940 (KJC)
MANAGEMENT CORP., : :
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Debtor. : :
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Employer I.D. No. 95-4513328 : :
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**ORDER PURSUANT TO RULE 1015(b) OF THE
FEDERAL RULES OF BANKRUPTCY PROCEDURE
DIRECTING JOINT ADMINISTRATION OF CHAPTER 11 CASES**

Upon the motion (the “*Motion*”), dated November 8, 2009, of Advanta Corp. and its affiliated debtors, as debtors and debtors in possession (collectively, the “*Debtors*”¹), for an order pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”) directing the joint administration of the Debtors’ chapter 11 cases for procedural purposes only, as more fully described in the Motion; and upon consideration of the Rosoff Declaration;² and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are Advanta Corp. (2070), Advanta Investment Corp. (5627), Advanta Business Services Holding Corp. (4047), Advanta Business Services Corp. (3786), Advanta Shared Services Corp. (7074), Advanta Service Corp. (5625), Advanta Advertising Inc. (0186), Advantennis Corp. (2355), Advanta Mortgage Holding Company (5221), Advanta Auto Finance Corporation (6077), Advanta Mortgage Corp. USA (2654), Advanta Finance Corp. (8991), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328). Each of the Debtors (other than the Great Expectations entities) maintains its principal corporate office at Welsh & McKean Roads, P.O. Box 844, Spring House, Pennsylvania 19477-0844. The Great Expectations entities maintain their principal corporate office at 1209 Orange Street, Wilmington, Delaware 19801.

² All capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

the Motion having been provided to the Notice Parties, and it appearing that no other or further notice need be provided; and this Court having determined that the relief sought in the Motion is in the best interests of the Debtors, their creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before this Court and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by the Court under Case No. 09-13931 (KJC); and it is further

ORDERED that nothing contained in this order shall be deemed or construed as directing or otherwise affecting the substantive consolidation of any of the above-captioned cases; and it is further

ORDERED that the caption of the jointly administered cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

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<i>In re</i>	:	Chapter 11
	:	
ADVANTA CORP., <i>et al.</i> ,	:	Case No. 09-13931 (KJC)
	:	
Debtors ¹	:	(Jointly Administered)
	:	
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; and it is further

ORDERED that a docket entry shall be made in each of the above-captioned cases substantially as follows:

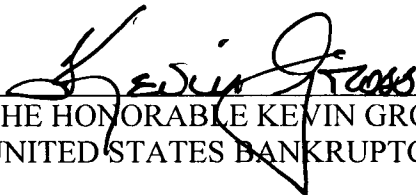
An order has been entered in this case directing the procedural consolidation and joint administration of the chapter 11 cases of Advanta Corp., Advanta Investment Corp., Advanta Business Services Holding Corp., Advanta Business Services Corp., Advanta Shared Services Corp., Advanta Service Corp., Advanta Advertising Inc., Advantennis Corp., Advanta Mortgage Holding Company, Advanta Auto Finance Corporation, Advanta Mortgage Corp. USA, Advanta Finance Corp., Great Expectations International Inc., Great Expectations Franchise Corp., and Great Expectations Management Corp. The docket in Case No. 09-13931 (KJC) should be consulted for all matters affecting these cases.

; and it is further

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are Advanta Corp. (2070), Advanta Investment Corp. (5627), Advanta Business Services Holding Corp. (4047), Advanta Business Services Corp. (3786), Advanta Shared Services Corp. (7074), Advanta Service Corp. (5625), Advanta Advertising Inc. (0186), Advantennis Corp. (2355), Advanta Mortgage Holding Company (5221), Advanta Auto Finance Corporation (6077), Advanta Mortgage Corp. USA (2654), Advanta Finance Corp. (8991), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328). Each of the Debtors (other than the Great Expectations entities) maintains its principal corporate office at Welsh & McKean Roads, P.O. Box 844, Spring House, Pennsylvania 19477-0844. The Great Expectations entities maintain their principal corporate office at 1209 Orange Street, Wilmington, Delaware 19801.

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

Dated: November 10, 2009
Wilmington, Delaware



THE HONORABLE KEVIN GROSS
UNITED STATES BANKRUPTCY JUDGE