

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

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

**Objection Deadline: April 19, 2010 at 4:00 p.m.
Hearing Date: Only if objections are filed**

**THIRD 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, 2010 THROUGH JANUARY 31, 2010**

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, 2010 through January 31, 2010

Amount of Compensation sought as actual, reasonable, and necessary: \$274,385.20 (80% of \$342,981.50)

Amount of Expense Reimbursement sought as actual, reasonable, and necessary: \$2,725.47

This is an: X interim ___ final application

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

		Requested		Approved	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
01/20/2010	11/19/2009 - 11/30/2009	\$ 109,783.50	\$ 18.00	\$ 87,826.80	\$ 18.00
02/10/2010	12/01/2009 - 12/31/2009	\$ 133,832.00	\$ 744.59	N/A	N/A
TOTAL		\$ 109,783.50	\$ 762.59	\$ 87,826.80	\$ 18.00

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
Mitchell A. Seider	Partner/22 years. Admitted 1987.	\$990.00	34.3	\$33,957.00
David Raab	Partner/21 years. Admitted 1988.	\$995.00	24.6	\$24,477.00
Brian W. Smith	Partner/37 years. Admitted 1972.	\$930.00	15.3	\$14,229.00
Roger G. Schwartz	Partner/12 years. Admitted 1997.	\$885.00	48.7	\$43,099.50
Robert J. Malionek	Partner/12 years. Admitted 1997.	\$780.00	5.1	\$3,978.00
Alexandra A. Roje	Counsel/9 years. Admitted 2000.	\$755.00	5.3	\$4,001.50
Jocelyn F. Noll	Associate/7 years. Admitted 2002.	\$755.00	23.9	\$18,044.50
Melissa R.H. Hall	Associate/8 years. Admitted 2001.	\$670.00	77.7	\$52,059.00
Melinda C. Franek	Associate/8 years. Admitted 2001.	\$645.00	50.8	\$32,766.00
Nicholas C. Yunes	Associate/3 years. Admitted 2006.	\$575.00	8.5	\$4,887.50
Adam J. Goldberg	Associate/2 years. Admitted 2007.	\$575.00	48.8	\$28,060.00
Catherine M. Martin	Associate/1 year. Admitted /2008.	\$550.00	26.7	\$14,685.00
Aaron M. Singer	Associate/1 year. Admitted 2008.	\$550.00	83.4	\$45,870.00
Christopher D. Blickley	Associate/1 year. Admitted 2008.	\$495.00	22.9	\$11,335.50
Evan R. Thorn	Associate/less than 1 year. Admitted 2009.	\$495.00	14.2	\$7,029.00
Lauren S. Gaskill	Paralegal/2 years.	\$190.00	23.7	\$4,503.00
TOTAL			513.90	\$342,981.50

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

Project Category	Total Hours	Total Fees
Case Administration	35.30	\$21,093.50
Committee Meetings	45.10	\$34,032.50
Review and Summary of Pleadings	81.90	\$51,541.50
Tax	57.80	\$48,597.50
FDIC and Regulatory	91.20	\$61,750.00
Professional Retention	19.50	\$11,545.00
Asset Sales	25.80	\$15,357.00
Meetings with Committee Professionals	29.70	\$20,307.00
Meetings with Other Parties	46.30	\$34,513.00
Non Working Travel Time	4.50	\$3,015.00
Draft and Revise Pleadings and Documents	45.30	\$28,324.00
Claims	4.50	\$2,695.00
Fee Application Preparation	27.00	\$10,210.50
TOTAL	513.90	\$342,981.50

EXPENSE SUMMARY
JANUARY 1, 2010 THROUGH JANUARY 31, 2010

Expense Category	Total Expenses
Photocopying	\$59.33
Telephone	\$78.47
Postage	\$5.54
Meals	\$6.49
Ground Transportation	\$57.25
Lexis	\$825.30
Other Database Research	\$207.50
Meal Services	\$1,049.26
Global Document Support	\$222.00
Ground Transportation – Local	\$214.33
TOTAL	\$2,725.47

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

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

**THIRD 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, 2010 THROUGH JANUARY 31, 2010**

Pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and 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 Third 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, 2010 through January 31, 2010 (the “Application”). By this Application, L&W seeks a monthly allowance pursuant to the Interim Compensation Order with respect to the sums of \$342,981.50 as compensation and \$2,725.47 for reimbursement of actual and necessary expenses for a total of \$345,706.97 for the period commencing January 1, 2010 through January 31, 2010 (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 \$342,981.50, representing 513.90 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 \$2,725.47.

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 thirteen (13) 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 \$2,725.47 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 RULE

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 \$342,981.50 for necessary professional services rendered and reimbursement of expenses in the amount of \$2,725.47, (ii) authorize the Committee to remit to L&W, in accordance with the Interim Compensation Order, \$274,385.20 (80% of \$342,981.50) for necessary professional services rendered and \$2,725.47 for the reimbursement of expenses and (iii) grant such other and further relief as may be just and proper.

Dated: March 30, 2010
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

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 19, 2010 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 *Third 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, 2010 Through January 31, 2010* (the “Application”), which seeks approval of Latham’s request for compensation for the professional services rendered in the amount of \$342,981.50 and reimbursement for the expenses it incurred in the amount of \$2,725.47 during the period from January 1, 2010 Through January 31, 2010.

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 19, 2010** (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 30, 2010

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*

EXHIBIT A

[L&W Invoice]

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

LATHAM & WATKINS LLP

Tax identification No: 95-2018373

INVOICE

January 31, 2010

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. 100601197
 File No. 047606-0000

The following is a summary of services rendered January 1, 2010 through January 31, 2010:

NAME	TITLE	HOURS	RATE	AMOUNT
SMITH, BRIAN W	PARTNER	15.3	930.00	14,229.00
SEIDER, MITCHELL A	PARTNER	34.3	990.00	33,957.00
RAAB, DAVID S	PARTNER	24.6	995.00	24,477.00
HALL, MELISSA R H	ASSOCIATE, SR.	77.7	670.00	52,059.00
YUNES, NICHOLAS C	ASSOCIATE, JR.	8.5	575.00	4,887.50
FRANEK, MELINDA C	ASSOCIATE, SR.	50.8	645.00	32,766.00
SCHWARTZ, ROGER G	PARTNER	48.7	885.00	43,099.50
MALIONEK, ROBERT J	PARTNER	5.1	780.00	3,978.00
ROJE, ALEXANDRA A	COUNSEL	5.3	755.00	4,001.50
NOLL, JOCELYN F	ASSOCIATE, SR.	23.9	755.00	18,044.50
GASKILL, LAUREN S	PARALEGAL	23.7	190.00	4,503.00
GOLDBERG, ADAM J	ASSOCIATE, JR.	48.8	575.00	28,060.00
MARTIN, CATHERINE M	ASSOCIATE, JR.	26.7	550.00	14,685.00
SINGER, AARON M	ASSOCIATE, JR.	83.4	550.00	45,870.00
BLICKLEY, CHRISTOPHER D	ASSOCIATE, JR.	22.9	495.00	11,335.50
THORN, EVAN R	ASSOCIATE, JR.	14.2	495.00	7,029.00
GRAND TOTAL		513.90		342,981.50

For services rendered during January 31, 2010:

Matter Name 0001 CASE ADMINISTRATION

R G SCHWARTZ	PARTNER	4.20hrs. @	\$885.00	\$3,717.00
M A SEIDER	PARTNER	2.40hrs. @	\$990.00	\$2,376.00
AA ROJE	PARTNER	5.30hrs. @	\$755.00	\$4,001.50
M R HALL	COUNSEL	4.40hrs. @	\$670.00	\$2,948.00
A J GOLDBERG	ASSOCIATE, SR	3.40hrs. @	\$575.00	\$1,955.00

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
 FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

C M MARTIN	ASSOCIATE, JR	.80hrs. @	\$550.00	\$440.00
A M SINGER	ASSOCIATE, JR	7.90hrs. @	\$550.00	\$4,345.00
L S GASKILL	PARALEGAL	6.90hrs. @	\$190.00	<u>\$1,311.00</u>
		35.30		21,093.50

TOTAL: \$21,093.50

Matter Name 0002 COMMITTEE MEETINGS

D S RAAB	PARTNER	2.00hrs. @	\$995.00	\$1,990.00
R G SCHWARTZ	PARTNER	7.60hrs. @	\$885.00	\$6,726.00
M A SEIDER	PARTNER	10.00hrs. @	\$990.00	\$9,900.00
M R HALL	ASSOCIATE, SR	8.60hrs. @	\$670.00	\$5,762.00
J F NOLL	ASSOCIATE, SR	1.00hrs. @	\$755.00	\$755.00
A J GOLDBERG	ASSOCIATE, JR	7.50hrs. @	\$575.00	\$4,312.50
C M MARTIN	ASSOCIATE, JR	3.50hrs. @	\$550.00	\$1,925.00
A M SINGER	ASSOCIATE, JR	4.30hrs. @	\$550.00	\$2,365.00
E R THORN	ASSOCIATE, JR	.60hrs. @	\$495.00	<u>\$297.00</u>
		45.10		34,032.50

TOTAL: \$34,032.50

Matter Name 0003 REVIEW AND SUMMARY OF PLEADINGS

R J MALIONEK	PARTNER	5.10hrs. @	\$780.00	\$3,978.00
R G SCHWARTZ	PARTNER	4.90hrs. @	\$885.00	\$4,336.50
M A SEIDER	PARTNER	4.80hrs. @	\$990.00	\$4,752.00
M C FRANEK	ASSOCIATE, SR	23.80hrs. @	\$645.00	\$15,351.00
M R HALL	ASSOCIATE, SR	1.30hrs. @	\$670.00	\$871.00
C D BLICKLEY	ASSOCIATE, JR	4.60hrs. @	\$495.00	\$2,277.00
A J GOLDBERG	ASSOCIATE, JR	3.60hrs. @	\$575.00	\$2,070.00
C M MARTIN	ASSOCIATE, JR	3.20hrs. @	\$550.00	\$1,760.00
A M SINGER	ASSOCIATE, JR	28.70hrs. @	\$550.00	\$15,785.00
L S GASKILL	PARALEGAL	1.90hrs. @	\$190.00	<u>\$361.00</u>
		81.90		51,541.50

TOTAL: \$51,541.50

Matter Name 0004 TAX

D S RAAB	PARTNER	17.60hrs. @	\$995.00	\$17,512.00
R G SCHWARTZ	PARTNER	8.90hrs. @	\$885.00	\$7,876.50
M A SEIDER	PARTNER	4.40hrs. @	\$990.00	\$4,356.00
M R HALL	ASSOCIATE, SR	2.80hrs. @	\$670.00	\$1,876.00
J F NOLL	ASSOCIATE, SR	17.90hrs. @	\$755.00	\$13,514.50
A J GOLDBERG	ASSOCIATE, JR	2.10hrs. @	\$575.00	\$1,207.50
C M MARTIN	ASSOCIATE, JR	4.10hrs. @	\$550.00	<u>\$2,255.00</u>
		57.80		48,597.50

TOTAL: \$48,597.50

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

Matter Name 0005 FDIC AND REGULATORY

R G SCHWARTZ	PARTNER	4.40hrs. @	\$885.00	\$3,894.00
M A SEIDER	PARTNER	4.60hrs. @	\$990.00	\$4,554.00
B W SMITH	ASSOCIATE, SR	15.30hrs. @	\$930.00	\$14,229.00
M R HALL	ASSOCIATE, JR	33.50hrs. @	\$670.00	\$22,445.00
C D BLICKLEY	ASSOCIATE, JR	18.30hrs. @	\$495.00	\$9,058.50
A J GOLDBERG	ASSOCIATE, JR	.50hrs. @	\$575.00	\$287.50
C M MARTIN	ASSOCIATE, JR	1.00hrs. @	\$550.00	\$550.00
E R THORN	ASSOCIATE, JR	13.60hrs. @	\$495.00	<u>\$6,732.00</u>
		91.20		61,750.00

TOTAL: \$61,750.00

Matter Name 0006 PROFESSIONAL RETENTIONS

R G SCHWARTZ	PARTNER	1.30hrs. @	\$885.00	\$1,150.50
M A SEIDER	PARTNER	.80hrs. @	\$990.00	\$792.00
A J GOLDBERG	ASSOCIATE, JR	1.30hrs. @	\$575.00	\$747.50
A M SINGER	ASSOCIATE, JR	16.10hrs. @	\$550.00	<u>\$8,855.00</u>
		19.50		11,545.00

TOTAL: \$11,545.00

Matter Name 0008 ASSET SALES

R G SCHWARTZ	PARTNER	2.70hrs. @	\$885.00	\$2,389.50
A J GOLDBERG	ASSOCIATE, JR	2.00hrs. @	\$575.00	\$1,150.00
C M MARTIN	ASSOCIATE, JR	2.70hrs. @	\$550.00	\$1,485.00
A M SINGER	ASSOCIATE, JR	9.90hrs. @	\$550.00	\$5,445.00
N C YUNES	ASSOCIATE, JR	8.50hrs. @	\$575.00	<u>\$4,887.50</u>
		25.80		15,357.00

TOTAL: \$15,357.00

Matter Name 0010 MEETINGS WITH COMMITTEE PROFESSIONALS

R G SCHWARTZ	PARTNER	2.80hrs. @	\$885.00	\$2,478.00
M A SEIDER	PARTNER	3.60hrs. @	\$990.00	\$3,564.00
M C FRANEK	ASSOCIATE, SR	7.90hrs. @	\$645.00	\$5,095.50
M R HALL	ASSOCIATE, SR	4.10hrs. @	\$670.00	\$2,747.00
A J GOLDBERG	ASSOCIATE, JR	8.30hrs. @	\$575.00	\$4,772.50
C M MARTIN	ASSOCIATE, JR	1.20hrs. @	\$550.00	\$660.00
A M SINGER	ASSOCIATE, JR	1.80hrs. @	\$550.00	<u>\$990.00</u>
		29.70		20,307.00

TOTAL: \$20,307.00

Matter Name 0011 MEETINGS WITH OTHER PARTIES

D S RAAB	PARTNER	5.00hrs. @	\$995.00	\$4,975.00
R G SCHWARTZ	PARTNER	9.60hrs. @	\$885.00	\$8,496.00

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

M A SEIDER	PARTNER	2.00hrs. @	\$990.00	\$1,980.00
M R HALL	ASSOCIATE, SR	11.60hrs. @	\$670.00	\$7,772.00
J F NOLL	ASSOCIATE, SR	5.00hrs. @	\$755.00	\$3,775.00
A J GOLDBERG	ASSOCIATE, JR	12.40hrs. @	\$575.00	\$7,130.00
C M MARTIN	ASSOCIATE, JR	.20hrs. @	\$550.00	\$110.00
A M SINGER	ASSOCIATE, JR	.50hrs. @	\$550.00	<u>\$275.00</u>
		46.30		34,513.00

TOTAL: \$34,513.00

Matter Name 0012 NON WORKING TRAVEL TIME

M R HALL	ASSOCIATE SR	4.50hrs. @	\$670.00	<u>\$3,015.00</u>
		4.50		3,015.00

TOTAL: \$3,015.00

Matter Name 0013 DRAFT AND REVISE PLEADINGS AND DOCUMENTS

R G SCHWARTZ	PARTNER	.40hrs. @	\$885.00	\$354.00
M A SEIDER	PARTNER	1.00hrs. @	\$990.00	\$990.00
M C FRANEK	ASSOCIATE SR	19.10hrs. @	\$645.00	\$12,319.50
M R HALL	ASSOCIATE SR	6.90hrs. @	\$670.00	\$4,623.00
A J GOLDBERG	ASSOCIATE, JR	7.70hrs. @	\$575.00	\$4,427.50
A M SINGER	ASSOCIATE, JR	10.20hrs. @	\$550.00	<u>\$5,610.00</u>
		45.30		28,324.00

TOTAL: \$28,324.00

Matter Name 0014 CLAIMS

M A SEIDER	PARTNER	.50hrs. @	\$990.00	\$495.00
A M SINGER	ASSOCIATE, JR	4.00hrs. @	\$550.00	<u>\$2,200.00</u>
		4.50		2,695.00

TOTAL: \$2,695.00

Matter Name 0015 FEE APPLICATION PREPARATION

R G SCHWARTZ	PARTNER	1.90hrs. @	\$885.00	\$1,681.50
M A SEIDER	PARTNER	.20hrs. @	\$990.00	\$198.00
C M MARTIN	ASSOCIATE, JR	10.00hrs. @	\$550.00	\$5,500.00
L S GASKILL	PARALEGAL	14.90hrs. @	\$190.00	<u>\$2,831.00</u>
		27.00		10,210.50

TOTAL: \$10,210.50

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

Other Charges

PHOTOCOPYING	59.33
TELEPHONE	78.47
POSTAGE	5.54
MEALS	6.49
GROUND TRANSPORTATION	57.25
LEXIS	825.30
OTHER DATABASE RESEARCH	207.50
MEAL SERVICES	1,049.26
GLOBAL DOCUMENT SUPPORT	222.00
GROUND TRANSPORTATION – LOCAL	<u>214.33</u>

TOTAL: **\$ 2,725.47**

TOTAL CURRENT CHARGES	\$342,981.50
TOTAL EXPENSES	<u>\$2,725.47</u>
TOTAL BALANCE DUE	\$345,706.97

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

CLIENT: 047606

NAME: OFFICIAL UNSECURED CREDITORS'
COMMITTEE OF ADVANTA CORP.

MATTER: 047606-0001

NAME: CASE ADMINISTRATION

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
SCHWARTZ	01/04/10	.20	EMAILS WITH A. SINGER REGARDING MONTHLY OPERATING REPORT AND COMMITTEE WEBSITE ISSUES (0.2)
GOLDBERG	01/04/10	.90	ATTEND MEETING WITH LATHAM TEAM REGARDING STATUS OF CASE (0.9)
SINGER	01/04/10	.60	CORRESPOND WITH FTI (.2); CORRESPOND WITH GARDEN CITY REGARDING UPDATING WEBSITE (.4)
SINGER	01/05/10	1.50	ATTEND CONFERENCE CALL WITH FTI AND L&W TEAM (1.5)
SINGER	01/05/10	.90	CORRESPOND WITH CREDITORS COMMITTEE MEMBERS (0.7); CORRESPOND WITH CREDITOR (0.2)
HALL	01/06/10	.20	REVIEW REVISED CRITICAL DATES CALENDAR (0.1); ATTENTION TO VARIOUS ADMINISTRATIVE E-MAILS (0.1)
SINGER	01/06/10	.10	UPDATE CALENDAR OF EVENTS (.1)
SEIDER	01/08/10	.30	TELEPHONE CALL WITH CREDITOR REGARDING DEVELOPMENTS IN CASE (0.3)
SCHWARTZ	01/11/10	.30	EMAILS WITH L&W TEAM AND FTI REGARDING DEBTORS' 8K AND PUBLIC ANNOUNCEMENT OF LIQUIDATION PLANS (0.3)
SCHWARTZ	01/11/10	.30	FOLLOW UP OFFICE CONFERENCES, TELEPHONE CALLS AND EMAILS WITH D. RAAB, J. NOLL, A. GOLDBERG REGARDING AGENDA ITEMS AND CASE STATUS (0.3)
SEIDER	01/11/10	.40	SEVERAL EMAILS WITH COMMITTEE CHAIR REGARDING DEBTORS' ANNOUNCEMENT ON LIQUIDATION (0.4)
GOLDBERG	01/11/10	.20	REVIEW LIQUIDATION ANNOUNCEMENT (0.2)
SEIDER	01/12/10	.50	EMAILS WITH LATHAM REGARDING STRATEGIC ALTERNATIVES (.5)
SEIDER	01/13/10	.40	EMAILS AND TELEPHONE CALL WITH LATHAM REGARDING DISCUSSIONS WITH DEBTORS (.4)
SINGER	01/13/10	.40	UPDATE CALENDAR OF EVENTS (.2); ORGANIZE MEETING WITH COMMITTEE (.2)
GASKILL	01/13/10	.30	SEND DOCKET UPDATE AND DISTRIBUTE DOCUMENTS TO GROUP (.3)
SCHWARTZ	01/14/10	.50	FOLLOW-UP OFFICE CONFERENCES WITH LATHAM TEAM REGARDING NEXT STEPS ON AGENDA ITEMS RELATED TO CASE (0.5)
SEIDER	01/14/10	.50	TELEPHONE CALLS WITH LATHAM REGARDING CASE ISSUES (.5)
GOLDBERG	01/14/10	.20	CALL WITH CREDITOR TO DISCUSS CASE STATUS (0.2)
GOLDBERG	01/14/10	.60	REVIEW AND DISTRIBUTE NOTICE TO NOTEHOLDERS (0.2); CORRESPONDENCE REGARDING

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

			OPEN ISSUES AND CASE ADMINISTRATION (0.4)
MARTIN	01/14/10	.20	MULTIPLE EMAILS AND PHONE CALLS WITH LATHAM TO DISCUSS CASE STRATEGY (0.2)
SINGER	01/14/10	.20	ORGANIZE VARIOUS MEETINGS AND CONFERENCE CALLS WITH FTI AND COMMITTEE (0.2)
SCHWARTZ	01/15/10	.20	EMAILS WITH A. GOLDBERG REGARDING UPDATES ON DISCUSSIONS WITH DEBTORS AND STATUS OF PARTICULAR OPEN PENDING MATTERS AND MOTIONS (0.2)
MARTIN	01/15/10	.30	EMAILS AND TELEPHONE CALLS WITH LATHAM TEAM REGARDING CASE ADMIN MATTERS (0.3)
SCHWARTZ	01/19/10	.20	FURTHER FOLLOW UP EMAILS AND TELEPHONE CALLS WITH M. FRANEK REGARDING ASSESSMENT OF STRATEGIC ALTERNATIVES (0.2)
HALL	01/19/10	.30	CONFERENCES WITH LATHAM TEAM REGARDING REVIEW OF INSURANCE POLICIES AND FOLLOW UP REGARDING SAME (0.3)
SINGER	01/19/10	.10	UPDATE CALENDAR (0.1)
GASKILL	01/19/10	.20	PULL DOCUMENTS AND SEND RETENTION ORDERS AS REQUESTED (0.2)
SCHWARTZ	01/20/10	.30	VARIOUS EMAILS WITH L&W INSURANCE TEAM REGARDING ANALYSIS AND ASSESSMENT OF PARTICULAR ISSUES RELATED TO DEBTORS' INSURANCE POLICIES (0.3)
ROJE	01/20/10	2.40	REVIEW D&O INSURANCE POLICIES AND SEND EMAILS TO TEAM REGARDING SAME (2.4)
HALL	01/20/10	.30	E-MAILS WITH LATHAM SPECIALISTS REGARDING REVIEWING DIRECTOR AND OFFICER INSURANCE POLICIES (0.3)
ROJE	01/21/10	2.90	TELECONFERENCE WITH P. ROSEN AND M. HALL REGARDING INSURANCE ISSUES (0.5); REVIEW D&O POLICIES (0.5); DRAFT MEMORANDUM REGARDING D&O COVERAGE (1.9)
HALL	01/21/10	.80	TELEPHONE CONFERENCE WITH P. ROSEN AND A. ROJE REGARDING DIRECTOR AND OFFICER LIABILITY POLICIES AND ANALYSIS OF SAME (0.5); CORRESPONDENCE WITH LATHAM TEAM REGARDING VARIOUS SCHEDULING ISSUES (0.3)
GOLDBERG	01/21/10	.30	CORRESPONDENCE REGARDING SCHEDULING MEETINGS (0.3)
GASKILL	01/21/10	2.10	SEND DOCKET UPDATE AND REVIEW SAME (.2); PREPARE AUTHORITIES BINDER FOR M. FRANEK FOR DRAFT MOTION (1.9)
SCHWARTZ	01/22/10	.20	FOLLOW UP EMAILS WITH FTI AND M. SEIDER REGARDING ACTION ITEMS AND NEXT STEPS RESULTING FROM COMMITTEE CALL (0.2)
SCHWARTZ	01/22/10	.20	FOLLOW UP TELEPHONE CALL WITH FTI REGARDING DISCUSSION OF AGENDA AND ACTION ITEMS IN ADVANCE OF COMMITTEE MEETING WITH DEBTORS ON 1/28 (0.2)
SEIDER	01/22/10	.30	REVIEW MEMORANDUMS FROM LATHAM ON D&O POLICIES (.3)

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

HALL	01/22/10	.30	REVIEW DOCKET UPDATES AND RECENT FILINGS (0.3)
SINGER	01/22/10	.30	ORGANIZE FOR MEETING AND FILING (0.3)
GASKILL	01/22/10	2.00	FINISH COMPILATION OF AUTHORITIES BINDER FOR M. FRANEK (2)
HALL	01/25/10	.30	ATTENTION TO VARIOUS SCHEDULING E-MAILS (0.3)
SINGER	01/25/10	.30	ORGANIZE COMMITTEE AND ALL HANDS MEETING (0.3)
SCHWARTZ	01/26/10	.30	EMAILS WITH FTI AND L&W TEAM REGARDING PREPARATION AND AGENDA ISSUES RELATED TO COMMITTEE MEETING WITH DEBTORS ON 1/28 (0.3)
HALL	01/26/10	.50	ATTENTION TO E-MAILS REGARDING VARIOUS SCHEDULING MATTERS AND UPCOMING MEETINGS (0.5)
GOLDBERG	01/26/10	.80	CORRESPONDENCE REGARDING COORDINATION OF MEETINGS (0.8)
SINGER	01/26/10	.40	ORGANIZE MEETING WITH COMMITTEE (.1); ARRANGE DELIVERY OF MONTHLY BILLS TO TRUSTEE FOR GCG (.3)
SINGER	01/26/10	.80	CALL WITH CREDITORS REGARDING LETTER AND PROCESS AND GIVING DIRECTIONS TO WEBSITE (0.8)
GASKILL	01/26/10	2.30	DOWNLOAD SCHEDULES AND STATEMENTS FOR ADVANTA AND RELATED DEBTORS AND MAKE WIRE BOUND BINDERS FOR A. GOLDBERG (2.3)
HALL	01/27/10	.30	ATTENTION TO VARIOUS E-MAILS REGARDING STATUS, CALLS FROM CREDITORS AND OTHER ISSUES (0.3)
GOLDBERG	01/27/10	.40	CORRESPONDENCE REGARDING SET UP FOR MEETING WITH DEBTORS (0.4)
MARTIN	01/27/10	.30	RESPOND TO CREDITOR INQUIRIES ON CASE STATUS AND RELATED ISSUES (0.3)
SINGER	01/27/10	1.00	RESEARCH STATE BANKRUPTCY RULES (0.1); CORRESPOND WITH CREDITOR (0.5); REVIEW EMAIL CORRESPONDENCE REGARDING CREDITOR CALLS AND REPORTS (0.2); REPORT TO M. FRANEK (0.2)
SCHWARTZ	01/29/10	1.20	PARTICIPATE IN L&W TEAM MEETING REGARDING DISCUSSION OF ACTION ITEMS, RESEARCH ISSUES AND NEXT CASE STEPS FOLLOWING ALL HANDS MEETING WITH DEBTORS (1.2)
SCHWARTZ	01/29/10	.30	EMAILS WITH A. GOLDBERG AND M. SEIDER REGARDING UPDATE ON STATUS OF COMMITTEE REQUESTS AND DISCUSSIONS WITH DEBTORS' PROFESSIONALS (0.3)
HALL	01/29/10	1.40	PREPARE FOR AND PARTICIPATE IN TELEPHONE CONFERENCE WITH LATHAM TEAM REGARDING NEXT STEPS, DIVISION OF WORK, ISSUES TO BE RESEARCHED, AND OTHER COORDINATING ISSUES (1.2); CONFERENCES WITH E. THORN AND C. BLICKLEY REGARDING VARIOUS CASE ISSUES AND NEXT STEPS (0.2)
SINGER	01/29/10	1.30	ATTEND L&W ORGANIZATION AND NEXT STEPS MEETING (1.2); FOLLOW UP REGARDING SAME (0.1)

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

35.30

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
R G SCHWARTZ	04913	4.20	885.00	3,717.00	PARTNER
M A SEIDER	01754	2.40	990.00	2,376.00	PARTNER
AA ROJE	07140	5.30	755.00	4,001.50	COUNSEL
M R HALL	04246	4.40	670.00	2,948.00	ASSOCIATE, SR.
A J GOLDBERG	71125	3.40	575.00	1,955.00	ASSOCIATE, JR.
C M MARTIN	71406	.80	550.00	440.00	ASSOCIATE, JR.
A M SINGER	71423	7.90	550.00	4,345.00	ASSOCIATE, JR.
L S GASKILL	17237	6.90	190.00	1,311.00	PARALEGAL
		35.30		21,093.50	
TOTAL:		35.30		21,093.50	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

CLIENT: 047606

NAME: OFFICIAL UNSECURED CREDITORS'
COMMITTEE OF ADVANTA CORP.

MATTER: 047606-0002

NAME: COMMITTEE MEETINGS

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
SEIDER	01/12/10	1.70	PREPARE FOR COMMITTEE MEETING (.5); EMAILS WITH LATHAM REGARDING SAME (.4); TELEPHONIC COMMITTEE MEETING AND FOLLOW UP WITH LATHAM ON SAME (0.8)
HALL	01/12/10	1.60	PREPARE FOR (0.8) AND PARTICIPATE IN TELEPHONE CONFERENCE WITH COMMITTEE REGARDING RECENT DEVELOPMENTS AND NEXT STEPS (0.8)
GOLDBERG	01/12/10	1.30	PREPARE FOR (0.2) AND ATTEND COMMITTEE CONFERENCE CALL (0.8); CORRESPONDENCE WITH COMMITTEE (0.3)
MARTIN	01/12/10	.80	PARTICIPATE IN COMMITTEE MEETING TO DEBTORS' LIQUIDATION PLAN AND OTHER LITIGATION MATTERS (0.8)
GOLDBERG	01/13/10	.50	CORRESPONDENCE WITH COMMITTEE (0.5)
SCHWARTZ	01/14/10	.20	EMAILS WITH L&W TEAM AND FTI REGARDING AGENDA ITEMS FOR COMMITTEE CALL (0.2)
SCHWARTZ	01/14/10	.10	EMAILS WITH M. SEIDER AND A. GOLDBERG REGARDING FOLLOW UP ON ISSUES RAISED BY COMMITTEE MEMBER (0.1)
SCHWARTZ	01/14/10	1.00	PATICIPATE IN PREPARATION MEETING WITH L&W TEAM AND A. SCRUTON FOR COMMITTEE CALL ON FRIDAY (1)
SCHWARTZ	01/15/10	.20	MEET WITH L&W TEAM IN ADVANCE OF COMMITTEE CALL, DISCUSS AGENDA ITEMS FOR SAME (0.2)
SCHWARTZ	01/15/10	.60	PARTICIPATE ON CALL WITH COMMITTEE REGARDING UPDATE ON RECENT CASE DEVELOPMENTS (PARTIAL), COMMUNICATIONS WITH DEBTORS AND NEXT CASE STEPS (0.6)
SEIDER	01/15/10	1.20	REVIEW AND REVISE AGENDA FOR TODAY'S COMMITTEE MEETING (.2); ATTEND COMMITTEE MEETING AND FOLLOW UP WITH LATHAM ON SAME (1.0)
HALL	01/15/10	1.20	PREPARE FOR (0.2) AND PARTICIPATE IN TELEPHONE CONFERENCE WITH COMMITTEE REGARDING RECENT DEVELOPMENTS AND STRATEGY MOVING FORWARD (1)
GOLDBERG	01/15/10	1.20	PREPARE FOR (0.2) AND ATTEND CREDITORS COMMITTEE CONFERENCE CALL (1)
MARTIN	01/15/10	1.20	COMMITTEE MEETING TELECONFERENCE (1.); FOLLOW UP REGARDING SAME (0.2)
SEIDER	01/18/10	.40	EMAILS TO LATHAM REGARDING FOLLOW UP ON 1/15 COMMITTEE MEETING (.4)
SCHWARTZ	01/20/10	.30	TELEPHONE CALL WITH FTI AND A. GOLDBERG REGARDING DISCUSSION OF AGENDA FOR NEXT COMMITTEE MEETING AND POTENTIAL ALL HANDS MEETING WITH DEBTORS (0.3)

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

SCHWARTZ	01/20/10	.20	TELEPHONE CALL WITH A. GOLDBERG AND M. SEIDER REGARDING DISCUSSION OF AGENDA AND OPEN ISSUES FOR NEXT COMMITTEE MEETING (0.2)
SCHWARTZ	01/20/10	.20	FOLLOW UP WITH A. GOLDBERG REGARDING ADDITIONAL AGENDA ITEMS FOR NEXT COMMITTEE MEETING (0.2)
SCHWARTZ	01/20/10	.20	EMAIL TO A. SCRUTON REGARDING AGENDA ITEMS AND ISSUES FOR FOLLOW UP RELATED TO NEXT COMMITTEE MEETING AND PENDING CASE MATTERS (0.2)
SEIDER	01/21/10	.80	TELEPHONE CALL WITH FTI WITH LATHAM REGARDING ALL AGENDA ITEMS FOR COMMITTEE MEETING ON 1/22 (.6); REVIEW AND REVISE AGENDA FOR SAME (.2)
SCHWARTZ	01/22/10	.80	PARTICIPATE ON COMMITTEE CALL (0.8)
SEIDER	01/22/10	1.30	PREPARE FOR (0.2) AND PARTICIPATE IN COMMITTEE MEETING (0.8); FOLLOW UP OFFICE CALL WITH LATHAM REGARDING COMMITTEE MEETING (.3)
HALL	01/22/10	1.10	PREPARE FOR (0.3) AND PARTICIPATE IN COMMITTEE MEETING (0.8)
GOLDBERG	01/22/10	1.00	PREPARE FOR (0.2) AND ATTEND MEETING OF COMMITTEE (0.8)
SINGER	01/22/10	.80	ATTEND COMMITTEE CALL REGARDING SEVERAL ISSUES (0.8)
SCHWARTZ	01/25/10	.20	REVIEW OF DRAFT AND REVISED AGENDA FOR BOTH COMMITTEE AND DEBTORS' MEETINGS (0.2)
SEIDER	01/25/10	1.70	TELEPHONE CALL WITH COMMITTEE CHAIR REGARDING SEVERAL ISSUES (.3); FOLLOW UP WITH DELAWARE COUNSEL ON TRADING MOTION (.1); TELEPHONE CALL WITH FTI AND LATHAM REGARDING AGENDA FOR TOMORROW'S COMMITTEE MEETING (.7); MULTIPLE EMAILS WITH LATHAM REGARDING TAX ISSUES, FDIC ISSUES AND OTHER ISSUES ON AGENDA FOR MEETING (0.6)
SCHWARTZ	01/26/10	.30	REVIEW AND COMMENT ON DRAFT COMMITTEE REQUESTS TO DEBTORS IN CONNECTION WITH PLANNING FOR ALL HANDS MEETING ON 1/28 (0.3)
SEIDER	01/26/10	.30	REVIEW AND REVISE AGENDA FOR COMMITTEE MEETING (.2); EMAILS WITH LATHAM REGARDING SAME (.1)
RAAB	01/27/10	2.00	ALL-HANDS CALL WITH CREDITORS' COMMITTEE AND FTI (1.6); E-MAIL CORRESPONDENCE WITH FTI (0.4)
SCHWARTZ	01/27/10	.30	PARTICIPATE ON COMMITTEE CALL REGARDING AGENDA ISSUES FOR ALL HANDS MEETING WITH THE DEBTORS ON 1/28 AND OTHER PENDING CASES INCLUDING TAX ANALYSIS, FDIC ISSUES, AND OTHER MATTERS (PARTIAL) (0.3)
SEIDER	01/27/10	1.60	PREPARE FOR AND MEET WITH COMMITTEE (1.6)
HALL	01/27/10	2.00	PREPARE FOR (0.4) AND PARTICIPATE IN MEETING WITH COMMITTEE REGARDING UPCOMING MEETING WITH DEBTOR (1.6)

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

NOLL	01/27/10	1.00	ATTEND COMMITTEE CONFERENCE CALL (PARTIAL) (1)
GOLDBERG	01/27/10	1.30	PREPARE FOR (0.3) AND ATTEND MEETING OF CREDITORS COMMITTEE (PARTIAL) (1.0)
MARTIN	01/27/10	1.50	COMMITTEE MEETING CONFERENCE CALL REGARDING TAX AND FDIC ISSUES (1.5)
SINGER	01/27/10	1.20	ORGANIZE AND ARRANGE COMMITTEE MEETING AND ALL HANDS MEETING (1.2)
SCHWARTZ	01/28/10	.80	REVIEW OF MATERIALS AND PREPARATION FOR ALL HANDS COMMITTEE MEETING WITH DEBTORS (0.8)
SCHWARTZ	01/28/10	1.00	PRE-MEETING WITH COMMITTEE IN PREPARATION FOR ALL HANDS MEETING WITH DEBTORS (1)
SCHWARTZ	01/28/10	.50	FOLLOW-UP MEETING WITH COMMITTEE REGARDING DISCUSSION OF RESULTS OF ALL HANDS MEETING AND NEXT STEPS (0.5)
SEIDER	01/28/10	.60	EMAILS WITH LATHAM REGARDING CERTAIN ITEMS ON AGENDA FOR MEETING WITH DEBTORS (.4); OFFICE CALL WITH COMMITTEE CHAIR REGARDING MEETING AND FOLLOW UP (.2)
HALL	01/28/10	1.60	PREPARE FOR AND PARTICIPATE IN COMMITTEE MEETINGS BEFORE AND AFTER MEETING WITH DEBTOR (1.6)
GOLDBERG	01/28/10	1.00	ATTEND MEETING OF CREDITORS COMMITTEE (1)
SINGER	01/28/10	.80	PREPARE DOCUMENTS FOR MEETING (.4); ORGANIZE MEETING (.4)
SCHWARTZ	01/29/10	.70	PARTICIPATE IN COMMITTEE CALL REGARDING DISCUSSION OF FOLLOW UP FROM ALL HANDS MEETING WITH DEBTORS AND NEXT STEPS (0.7)
SEIDER	01/29/10	.40	EMAILS WITH LATHAM REGARDING FOLLOW UP POINTS WITH DEBTORS TO 1/28 MEETING (0.4)
HALL	01/29/10	1.10	PREPARE FOR (0.4) AND PARTICIPATE IN TELEPHONE CONFERENCE WITH COMMITTEE REGARDING MEETING WITH DEBTORS AND NEXT STEPS (0.7)
GOLDBERG	01/29/10	1.20	PREPARE FOR (0.5) AND ATTEND CREDITORS COMMITTEE CONFERENCE CALL (0.7)
SINGER	01/29/10	.30	ORGANIZE MEETING (0.3)
SINGER	01/29/10	1.20	ATTEND COMMITTEE CALL (0.7); FOLLOW UP RE: SAME (0.5)
THORN	01/29/10	.60	MEETINGS WITH M. HALL TO DISCUSS CALL AND FOLLOW-UP RESEARCH PROJECTS REGARDING FDIC MATTERS (0.6)

45.10

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
D S RAAB	01848	2.00	995.00	1,990.00	PARTNER
R G SCHWARTZ	04913	7.60	885.00	6,726.00	PARTNER
M A SEIDER	01754	10.00	990.00	9,900.00	PARTNER
M R HALL	04246	8.60	670.00	5,762.00	ASSOCIATE, SR.
J F NOLL	07300	1.00	755.00	755.00	ASSOCIATE, SR.
A J GOLDBERG	71125	7.50	575.00	4,312.50	ASSOCIATE, JR.

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

C M MARTIN	71406	3.50	550.00	1,925.00	ASSOCIATE, JR.
A M SINGER	71423	4.30	550.00	2,365.00	ASSOCIATE, JR.
E R THORN	71582	.60	495.00	297.00	ASSOCIATE, JR.
		45.10		34,032.50	
TOTAL:		45.10		34,032.50	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # **100601197**

CLIENT: 047606

NAME: OFFICIAL UNSECURED CREDITORS'
COMMITTEE OF ADVANTA CORP.

MATTER: 047606-0003

NAME: REVIEW AND SUMMARY OF
PLEADINGS

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
MARTIN	01/04/10	1.50	ATTEND TO OCP RETENTION MATTERS (0.8); SPEAK WITH DEBTORS' COUNSEL REGARDING SAME (0.2); FOLLOW UP WITH WEIL REGARDING SAME (0.3); UPDATE TO L&W REGARDING SAME (0.2)
SINGER	01/04/10	.30	REVIEW DEBTORS' MOTIONS AND PLEADINGS (0.3)
GOLDBERG	01/05/10	.30	CORRESPONDENCE REGARDING ORDINARY COURSE PROFESSIONALS (0.3)
SINGER	01/05/10	.10	REVIEW DEBTORS' MOTIONS (0.1)
SINGER	01/06/10	.20	REVIEW DOCKET AND AMENDED SCHEDULE (0.2)
SINGER	01/07/10	.10	REVIEW DEBTORS' MOTIONS (0.2)
MARTIN	01/11/10	.20	REVIEW ADVANTA BANK COMPLAINT (0.2)
SINGER	01/12/10	.10	REVIEW DEBTORS' MOTIONS (0.1)
SINGER	01/13/10	1.10	REVIEW DOCKET AND DRAFT SUMMARIES OF DEBTORS' MOTIONS FOR COMMITTEE (1.1)
SINGER	01/13/10	1.00	RESEARCH ON RELATED FILED CASES (1.0)
GASKILL	01/13/10	1.90	SEARCH FOR CLASS ACTION SECURITIES COMPLAINTS AGAINST ADVANTA AND SEND TO A. GOLDBERG AND A. SINGER (1.9)
MALIONEK	01/14/10	1.10	CONFERENCE WITH M. SEIDER AND A. GOLDBERG REGARDING RESPONSE TO DEBTORS' PLEADINGS AND STRATEGIC ALTERNATIVES (0.5); REVIEW EMAILS AND MATERIALS REGARDING SAME (0.6)
SEIDER	01/14/10	1.20	REVIEW MOTIONS AND PLEADINGS AND WORK ON RELATED MEMORANDUM RE: STRATEGIC ALTERNATIVES (.8); REVIEW DOCUMENTS FROM FTI REGARDING SAME (.4)
SINGER	01/14/10	.10	REVIEW DEBTORS' MOTIONS (0.1)
SCHWARTZ	01/15/10	.30	EMAILS WITH A. SINGER REGARDING COMMITTEE VIEW AND RECOMMENDATION REGARDING DEBTORS' PROPOSED 9019 TRADEMARK LITIGATION SETTLEMENT (0.3)
SEIDER	01/15/10	.50	ATTENTION TO MEMORANDUM AND CASE STRATEGY AND DEBTORS' PLEADINGS (.5)
FRANEK	01/15/10	2.60	REVIEW MATERIALS RE: DEBTORS' PLEADINGS AND STRATEGIC ALTERNATIVES (2.6)
HALL	01/15/10	.50	REVIEW UPDATES REGARDING MOTIONS AND DUE DILIGENCE UPDATES (0.5)
GOLDBERG	01/15/10	.90	CORRESPONDENCE REGARDING DRAFT MEMORANDUM ON STRATEGIC ALTERNATIVES (0.6); REVISE DRAFT MEMO SUMMARY (0.3)
SINGER	01/15/10	.10	REVIEW DEBTORS' MOTIONS (0.1)
SINGER	01/15/10	3.80	DRAFT MEMO RE: STRATEGIC ALTERNATIVES (3.8)
SINGER	01/15/10	1.40	ATTEND MEETING WITH TEAM REGARDING

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

				MOTIONS (0.5); ASSESS MOTIONS AND PRESENT RECOMMENDATIONS TO THE COMMITTEE (0.9)
FRANEK	01/16/10	3.90		RESEARCH AND DRAFT MEMO RE: DEBTORS' PLEADINGS AND STRATEGIC ALTERNATIVES (3.9)
SINGER	01/16/10	7.10		DRAFT MEMO RE: STRATEGIC ALTERNATIVES (7.1)
SINGER	01/17/10	5.50		RESEARCH AND DRAFT MEMO RE: STRATEGIC ALTERNATIVES (5.5)
MALIONEK	01/18/10	.30		EMAILS REGARDING STRATEGIC ALTERNATIVES (0.3)
SCHWARTZ	01/18/10	.30		REVIEW OF MATERIALS AND EMAILS REGARDING DEBTORS' PROPOSED DE MINIMUS ASSET SALE MOTION (0.3)
FRANEK	01/18/10	13.70		RESEARCH AND REVISE MEMO RE: STRATEGIC ALTERNATIVES (13.7)
GOLDBERG	01/18/10	.40		CORRESPONDENCE REGARDING DRAFT MEMO (0.4)
SINGER	01/18/10	2.50		DRAFT MEMO RE: STRATEGIC ALTERNATIVES (2.5)
MALIONEK	01/19/10	2.50		REVIEW AND REVISE MEMORANDUM RE: STRATEGIC ALTERNATIVES AND EMAILS REGARDING SAME (2.5)
SCHWARTZ	01/19/10	1.00		REVIEW OF DRAFT MEMO PREPARED AND CIRCULATED BY M. FRANEK AND A. GOLDBERG (1)
SCHWARTZ	01/19/10	.40		PREPARE COMMENTS TO DRAFT MEMO CIRCULATED BY M. FRANEK AND A. GOLDBERG (0.4)
SCHWARTZ	01/19/10	.20		FOLLOW UP TELEPHONE CALLS AND EMAILS WITH M. FRANEK REGARDING COMMENTS ON AND STATUS OF DRAFT MEMO (0.2)
SCHWARTZ	01/19/10	.80		REVIEW OF FURTHER REVISED VERSIONS OF DRAFT MEMO CIRCULATED BY M. FRANEK (0.8)
SEIDER	01/19/10	2.60		REVIEW AND REVISE DRAFT OF MEMO (1.2); MULTIPLE EMAILS AND TELEPHONE CALLS WITH LATHAM REGARDING REVISIONS AND RELATED ISSUES (1.4)
SINGER	01/19/10	.40		REVIEW DOCKET AND DISTRIBUTE MATERIALS TO PROFESSIONALS (0.4)
MALIONEK	01/20/10	.30		EMAILS REGARDING REVISIONS TO DRAFT MEMO (0.3)
SCHWARTZ	01/20/10	.10		TELEPHONE CALL WITH M. FRANEK REGARDING DISCUSSION OF FTI COMMENTS ON DRAFT MEMO (0.1)
SCHWARTZ	01/20/10	.80		REVIEW OF FURTHER REVISED MEMO CIRCULATED BY M. FRANEK (0.8)
SCHWARTZ	01/20/10	.20		TELEPHONE CALL WITH M. FRANEK REGARDING FURTHER COMMENTS TO REVISED VERSION OF MEMO (0.2)
FRANEK	01/20/10	3.60		REVISIONS TO MEMO RE: STRATEGIC ALTERNATIVES (3.6)
HALL	01/20/10	.80		REVIEW REVISED MEMO INCORPORATING TEAM COMMENTS (0.8)
SINGER	01/20/10	3.20		CONFERENCE CALL WITH FTI REGARDING MEMO (0.7); DRAFT MEMO RE: STRATEGIC ALTERNATIVES

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

			(2.5)
SINGER	01/20/10	.10	REVIEW DEBTORS' MOTIONS (0.1)
BLICKLEY	01/21/10	2.30	DRAFT SUMMARY OF DE MINIMUS SALE MOTION (1.7); DRAFT SUMMARY OF LEASE REJECTION MOTIONS (0.6)
SINGER	01/21/10	.10	REVIEW DEBTORS' MOTIONS (0.1)
MALIONEK	01/22/10	.90	CONFERENCES WITH A. GOLDBERG AND M. FRANEK REGARDING DRAFT MEMO STATUS AND PREPARATION (0.9)
BLICKLEY	01/22/10	.80	REVIEW AND SUMMARIZE MOTION TO LIFT THE AUTOMATIC STAY (0.8)
GOLDBERG	01/22/10	.20	REVIEW MOTION FOR RELIEF FROM STAY (0.1); CORRESPONDENCE REGARDING SAME (0.1)
SINGER	01/22/10	.20	DRAFT SUMMARY (0.2)
BLICKLEY	01/25/10	1.00	DRAFT SUMMARIES OF DE MINIMIS SALES MOTION, EAGLES LICENSE REJECTION MOTION, PHILLIES LICENSE REJECTION MOTION, AND MOTION TO LIFT THE STAY BASED ON A. GOLDBERG'S COMMENTS (1.0)
GOLDBERG	01/25/10	.40	REVISE MOTION SUMMARIES (0.4)
GOLDBERG	01/25/10	.20	CORRESPONDENCE REGARDING ORDINARY COURSE RETENTION (0.2)
MARTIN	01/25/10	.30	REVIEW DEBTORS' OCP MOTIONS AND FOLLOW UP WITH DEBTORS REGARDING SAME (0.3)
SINGER	01/25/10	.10	REVIEW DEBTORS' MOTIONS (0.1)
SCHWARTZ	01/26/10	.30	REVIEW OF MOTION SUMMARIES MEMO PREPARED AND CIRCULATED BY C. BLICKLEY (0.3)
SCHWARTZ	01/26/10	.20	EMAILS WITH M. SEIDER REGARDING FOLLOW UP QUESTIONS REGARDING PARTICULAR QUESTIONS ON MOTION SUMMARIES (0.2)
SCHWARTZ	01/26/10	.30	MULTIPLE EMAILS WITH C. MARTIN, A. GOLDBERG AND M. SEIDER REGARDING PARTICULAR ISSUES RELATED TO OCP APPLICATIONS (0.3)
SEIDER	01/26/10	.50	REVIEW SUMMARIES OF MOTIONS TO REJECT SEAT LICENSES FOR EAGLES AND PHILLIES (.3); EMAILS WITH LATHAM REGARDING OCP REQUEST
BLICKLEY	01/26/10	.50	DRAFT MOTION SUMMARIES TO REFLECT A. GOLDBERG'S COMMENTS (0.5)
GOLDBERG	01/26/10	.30	CORRESPONDENCE REGARDING ORDINARY COURSE RETENTION (0.3)
GOLDBERG	01/26/10	.30	REVISE MOTION SUMMARIES (0.3)
MARTIN	01/26/10	1.20	FOLLOW UP REGARDING OCP RETENTION AFFIDAVITS, REVIEW RELATED CIVIL PLEADINGS AND FOLLOW UP WITH LATHAM AND DEBTORS REGARDING SAME (1.2)
SINGER	01/26/10	.20	REVIEW SCHEDULES (0.2)
SINGER	01/28/10	.10	REVIEW DEBTORS' MOTIONS (0.1)
GOLDBERG	01/29/10	.30	REVISE TEMPLATE FOR REVIEW OF SCHEDULES AND STATEMENTS (0.3)

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

GOLDBERG	01/29/10	.30	DISCUSS SCHEDULES AND STATEMENTS WITH A. SINGER (0.3)
SINGER	01/29/10	.80	REVIEW SCHEDULES (.4); SUMMARIZE SCHEDULES (.4)
SINGER	01/29/10	.10	REVIEW MOTION TO APPOINT FEE AUDITOR (0.1)
		81.90	

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
R J MALIONEK	06779	5.10	780.00	3,978.00	PARTNER
R G SCHWARTZ	04913	4.90	885.00	4,336.50	PARTNER
M A SEIDER	01754	4.80	990.00	4,752.00	PARTNER
M C FRANEK	04365	23.80	645.00	15,351.00	ASSOCIATE, SR.
M R HALL	04246	1.30	670.00	871.00	ASSOCIATE, SR.
C D BLICKLEY	71553	4.60	495.00	2,277.00	ASSOCIATE, JR.
A J GOLDBERG	71125	3.60	575.00	2,070.00	ASSOCIATE, JR.
C M MARTIN	71406	3.20	550.00	1,760.00	ASSOCIATE, JR.
A M SINGER	71423	28.70	550.00	15,785.00	ASSOCIATE, JR.
L S GASKILL	17237	1.90	190.00	361.00	PARALEGAL
		81.90		51,541.50	
TOTAL:		81.90		51,541.50	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

CLIENT: 047606

NAME: OFFICIAL UNSECURED CREDITORS'
COMMITTEE OF ADVANTA CORP.

MATTER: 047606-0004

NAME: TAX

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
SCHWARTZ	01/02/10	.20	EMAILS WITH M. SEIDER AND A. GOLDBERG REGARDING TAX ISSUES AND POINTS FOR ADDITIONAL ANALYSIS AND DISCUSSION (0.2)
SEIDER	01/02/10	1.40	REVIEW PRECEDENT (.8); MEMORANDUM TO LATHAM REGARDING ISSUES AND RE: TAX ISSUES (.6)
SEIDER	01/04/10	.30	TELEPHONE CALL WITH LATHAM REGARDING TAX ISSUES AND ANALYSIS (.3)
HALL	01/04/10	.10	E-MAILS REGARDING CALL TO DISCUSS TAX ISSUES WITH FTI (0.1)
MARTIN	01/04/10	.30	DISCUSS TAX ISSUES WITH L&W TEAM (0.3)
RAAB	01/05/10	3.40	ANALYSIS REGARDING ISSUES WITH TAX SHARING AGREEMENT (1.6); MEETING WITH FTI, R. SCHWARTZ ET. AL. REGARDING ISSUES RELATED TO TAX (1.5); FOLLOW UP WITH LATHAM REGARDING SAME (0.3)
SCHWARTZ	01/05/10	.50	REVIEW OF MATERIALS AND PREPARATION IN ADVANCE OF TAX AND REGULATORY CALL WITH FTI (0.5)
SCHWARTZ	01/05/10	.20	TELEPHONE CALL WITH A. GOLDBERG REGARDING DISCUSSION OF AGENDA FOR TAX AND REGULATORY CALL WITH FTI AND STATUS OF REVIEW AND DISCUSSIONS WITH WEIL GOTSHAL (0.2)
SCHWARTZ	01/05/10	1.50	PARTICIPATE ON TAX AND REGULATORY CALL WITH L&W TEAM AND FTI REGARDING DISCUSSION OF VARIOUS TAX AND REGULATORY ISSUES RELATED TO CASE AND STRATEGY AND NEXT STEPS FOR ADDRESSING SAME (1.5)
SCHWARTZ	01/05/10	.30	FOLLOW UP CONFERENCE WITH L&W TEAM REGARDING FOLLOW UP ITEMS FROM TAX AND REGULATORY CALL WITH FTI (0.3)
SCHWARTZ	01/05/10	.80	FOLLOW UP REVIEW OF MATERIALS RELATED TO HISTORICAL TAX AND OTHER PRECEDENTS (0.8)
SCHWARTZ	01/05/10	.20	EMAILS WITH M. HALL REGARDING FOLLOW UP ON PARTICULAR ISSUES RELATED TO TAX MATTERS (0.2)
SEIDER	01/05/10	2.30	REVIEW TAX PRECEDENT (.3); EMAILS WITH LATHAM REGARDING SAME (.2); EXTENDED TELEPHONE CALL WITH FTI AND LATHAM REGARDING TAX ISSUES (1.5); FOLLOW UP DISCUSSIONS WITH LATHAM REGARDING SAME (.3)
HALL	01/05/10	2.70	REVIEW TAX PRECEDENT AND PREPARE FOR CALL (1.2) AND PARTICIPATE IN TELEPHONE CONFERENCE WITH LATHAM TEAM AND FTI TO DISCUSS VARIOUS TAX ISSUES AND STRATEGY FOR MOVING FORWARD (1.5)
NOLL	01/05/10	2.90	CALL WITH D. RAAB TO DISCUSS TAX ISSUES (0.3); RESEARCH TAX ISSUES (1.1); CONFERENCE CALL

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

			(1.5)	
GOLDBERG	01/05/10	1.10	PREPARE FOR (0.2) AND ATTEND CONFERENCE CALL REGARDING TAX ISSUES (PARTIAL) (0.9)	
MARTIN	01/05/10	1.60	CONFERENCE CALL WITH FTI AND L&W TO DISCUSS TAX ISSUES (1.5); FOLLOW UP ISSUES REGARDING SAME (0.1)	
RAAB	01/06/10	2.30	TELEPHONE CONFERENCE WITH FTI AND J. NOLL (1.0); E-MAIL CORRESPONDENCE WITH DEBTORS' COUNSEL (0.3); ANALYSIS REGARDING TAX ISSUES (1.0)	
NOLL	01/06/10	2.00	CALL WITH FTI AND D. RAAB (1); RESEARCH TAX ISSUES (1)	
RAAB	01/07/10	2.90	RESEARCH REGARDING TAX ISSUE (1.2); CONFERENCE WITH J. NOLL (0.3); TELEPHONE CONFERENCE WITH FTI, J. NOLL AND WEIL TEAM (1.4)	
NOLL	01/07/10	3.30	CONFERENCE CALL (1.4); CALLS WITH D. RAAB (0.3); RESEARCH TAX ISSUES (1.6)	
RAAB	01/08/10	.40	TELEPHONE CONFERENCE WITH J. NOLL AND FTI (0.4)	
NOLL	01/08/10	.40	CALL WITH D. RAAB AND FTI (0.4)	
MARTIN	01/08/10	1.00	REVIEW RESEARCH REGARDING TAX ISSUES (1)	
RAAB	01/11/10	1.50	CONFERENCE CALL WITH FTI, R. SCHWARTZ, ET. AL. REGARDING TAX ISSUES (1.5)	
SCHWARTZ	01/11/10	1.00	PARTICIPATE IN MEETING WITH L&W TEAM AND FTI REGARDING REPORT BACK ON DISCUSSION OF TAX ANALYSIS WITH DEBTORS' PROFESSIONALS AND PRELIMINARY CONCLUSIONS RELATED TO SAME (PARTIAL) (1)	
NOLL	01/11/10	1.50	CONFERENCE CALL RE: TAX ISSUES (1.5)	
GOLDBERG	01/11/10	1.00	ATTEND CONFERENCE CALL REGARDING TAX ISSUES (PARTIAL) (1)	
NOLL	01/12/10	1.80	RESEARCH TAX ISSUES (1.8)	
MARTIN	01/12/10	1.00	REVIEW TAX RESEARCH (1)	
RAAB	01/14/10	1.80	PREPARED SUMMARY OF ISSUES AND ALTERNATIVES REGARDING TAX ISSUES (1.1); TELEPHONE CONFERENCE WITH FTI (0.3); E-MAIL CORRESPONDENCE WITH FTI (0.4)	
SCHWARTZ	01/14/10	.20	EMAILS WITH D. RAAB AND FTI REGARDING TAX SHARING AGREEMENT MATERIALS FOR COMMITTEE MEETING/CALL (0.2)	
SCHWARTZ	01/14/10	.20	REVIEW D. RAAB SUMMARY OF TAX ISSUES FOR USE IN CONNECTION WITH PREPARATION OF MATERIALS FOR COMMITTEE MEETING (0.2)	
SCHWARTZ	01/14/10	.20	FURTHER EMAILS WITH D. RAAB AND FTI REGARDING TAX MATERIALS ANALYSIS AND PREPARATION OF MATERIALS RELATED TO SAME (0.2)	
SEIDER	01/14/10	.40	EMAILS WITH LATHAM REGARDING TAX ISSUES (0.4)	
NOLL	01/14/10	.50	REVISE OUTLINE REGARDING TAX ISSUES (0.5)	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

SCHWARTZ	01/15/10	.30	FOLLOW UP MEETING WITH L&W TEAM REGARDING ACTION PLAN FOR OPEN CASE TASKS, NEXT COMMUNICATIONS WITH DEBTORS AND PREPARATION FOR TAX ANALYSIS AND OTHER MATERIALS FOR COMMITTEE (0.3)
SCHWARTZ	01/19/10	.50	REVIEW OF DRAFT PRESENTATION PREPARED BY FTI RE: TAXISSUES AND ANALYSIS (0.5)
NOLL	01/19/10	1.00	CALL WITH FTI (0.4); REVIEW STRUCTURE SLIDES (0.6)
RAAB	01/20/10	1.40	REVIEWED CORRESPONDENCE FROM FTI (1.0); CONFERENCE WITH J. NOLL REGARDING SAME (0.3); E-MAIL CORRESPONDENCE WITH R. SCHWARTZ (0.1)
SCHWARTZ	01/20/10	.50	REVIEW COLLECTIVE COMMENTS OF L&W TEAM TO DRAFT FTI TAX ANALYSIS, PROVIDE COMMENTS TO SAME (0.5)
NOLL	01/20/10	1.70	CONFERENCE WITH D. RAAB (0.3); REVISE STRUCTURE SLIDES (1.4)
MARTIN	01/20/10	.20	REVIEW TAX MATERIALS (0.2)
SCHWARTZ	01/21/10	.20	REVIEW OF COLLECTIVE COMMENTS TO FTI TAX ANALYSIS MATERIALS (0.2)
NOLL	01/21/10	.30	REVISE STRUCTURE SLIDES (0.3)
RAAB	01/25/10	2.10	ANALYSIS REGARDING TAX ISSUES (0.8); TELEPHONE CONFERENCE WITH WEIL, FTI REGARDING TAX ISSUES (1.0); E-MAIL CORRESPONDENCE WITH FTI (0.3)
SCHWARTZ	01/25/10	1.00	PARTICIPATE ON CALL WITH WEIL GOTSHAL, L&W TAX TEAM AND FTI REGARDING DISCUSSION AND ASSESSMENT OF VARIOUS TAX ISSUES RELATED TO CASES, CONSIDERATION OF ADDITIONAL INFORMATION AND ANALYSIS TO BE COMPLETED (1)
SCHWARTZ	01/25/10	.30	MULTIPLE EMAILS WITH L&W TEAM AND FTI REGARDING FOLLOW UP ON TAX ISSUES AND ANALYSIS (0.3)
NOLL	01/25/10	1.00	CONFERENCE CALL WITH PROFESSIONALS (1)
RAAB	01/26/10	.60	REVIEWED CORRESPONDENCE FROM FTI REGARDING TAX ISSUES (0.6)
SCHWARTZ	01/26/10	.50	REVIEW AND DISCUSS FTI DECK REGARDING ANALYSIS RELATED TO DEBTORS' TAX ISSUES (0.5)
SCHWARTZ	01/26/10	.30	REVIEW OF REVISED FTI PRESENTATION REGARDING TAX ANALYSIS (0.3)
NOLL	01/26/10	1.50	CONFERENCE WITH D. RAAB (0.2); REVIEW AND REVISE POWERPOINTS REGARDING TAX ISSUES (1.3)
RAAB	01/28/10	1.00	ANALYSIS REGARDING TAX ISSUE (0.7); E-MAIL CORRESPONDENCE WITH FTI (0.3)
RAAB	01/29/10	.20	REVIEWED E-MAIL CORRESPONDENCE FROM A. GOLDBERG (0.2)

57.80

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
-------------------	-----------	--------------	-------------	--------------	--------------

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

D S RAAB	01848	17.60	995.00	17,512.00	PARTNER
R G SCHWARTZ	04913	8.90	885.00	7,876.50	PARTNER
M A SEIDER	01754	4.40	990.00	4,356.00	PARTNER
M R HALL	04246	2.80	670.00	1,876.00	ASSOCIATE, SR.
J F NOLL	07300	17.90	755.00	13,514.50	ASSOCIATE, SR.
A J GOLDBERG	71125	2.10	575.00	1,207.50	ASSOCIATE, JR.
C M MARTIN	71406	4.10	550.00	2,255.00	ASSOCIATE, JR.
		57.80		48,597.50	
TOTAL:		57.80		48,597.50	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # **100601197**

CLIENT: 047606

NAME: OFFICIAL UNSECURED CREDITORS'
COMMITTEE OF ADVANTA CORP.

MATTER: 047606-0005

NAME: FDIC AND REGULATORY

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
SCHWARTZ	01/04/10	.50	OFFICE CONFERENCE WITH C. MARTIN AND A. GOLDBERG REGARDING DISCUSSION OF REGULATORY ISSUES FOR REVIEW AND ASSESSMENT, COORDINATION OF CALL W/ FTI FOR STRATEGY REGARDING SAME (0.5)
HALL	01/04/10	.50	REVIEW BACKGROUND MATERIALS REGARDING FDIC POLICIES (0.5)
SEIDER	01/05/10	.40	EMAILS WITH LATHAM REGARDING PRECEDENT AND IMPACT ON ADVANTA (0.4)
HALL	01/05/10	.30	REVIEW AND RESPOND TO E-MAIL FROM COMMITTEE MEMBER REGARDING PRECEDENT (0.2); E-MAILS WITH M. SEIDER AND R. SCHWARTZ REGARDING SAME (0.1)
HALL	01/08/10	1.20	REVIEW FDIC PRECEDENT FORWARDED BY COMMITTEE MEMBER AND BACKGROUND REGARDING SAME (0.8); CONFERENCE WITH E. THORN REGARDING PRECEDENT CITED IN OBJECTION AND REVIEW PRECEDENT (0.4)
THORN	01/08/10	.20	RETRIEVE CASE LAW FOR M. HALL REGARDING FDIC ISSUES (0.2)
SEIDER	01/11/10	1.00	EXTENDED OFFICE CALL WITH LATHAM REGARDING DEBTORS ANNOUNCEMENT OF LIQUIDATION AND DISCLOSURE OF ITS BANKS' LAWSUIT AGAINST FDIC (1.0)
SMITH	01/11/10	.80	EMAIL REGARDING DELAWARE BANK C&D AND POL AND EMAIL TO M HALL (0.8)
HALL	01/11/10	3.10	REVIEW ADVANTA BANK CEASE AND DESIST ORDER AND COMPLAINT FILED AGAINST FDIC IN FEDERAL DISTRICT COURT (0.5); BACKGROUND RESEARCH REGARDING SAME (0.8); CONFERENCE WITH LATHAM TEAM REGARDING SAME (0.5); CONFERENCE WITH DEBTORS' COUNSEL REGARDING SAME AND OTHER REGULATORY ISSUES AND FOLLOW UP REGARDING SAME (0.7); CONTINUE REVIEWING PRECEDENT (0.6)
GOLDBERG	01/11/10	.50	REVIEW FDIC ACTION PLEADINGS (0.5)
THORN	01/11/10	.20	REVIEW CEASE AND DESIST ORDER FILED BY FDIC AND COMPLAINT FILED BY ADVANTA BANK CORPORATION AGAINST FDIC (0.2)
SCHWARTZ	01/12/10	.30	REVIEW OF EMAILS AND PLEADINGS CIRCULATED BY M. HALL AND A. GOLDBERG REGARDING FDIC LITIGATION ISSUES (0.3)
SMITH	01/12/10	2.80	REVIEW DOCUMENTS FROM M HALL REGARDING REGULATION OF DELAWARE BANK (0.1); CONFERENCE CALL WITH ADVISOR REGARDING REGULATORY RESEARCH (0.8); REVIEW C&D FROM FDIC AND NOTICE OF CHANGES (1)
HALL	01/12/10	4.00	CONFERENCES REGARDING REGULATORY

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

			DOCUMENTS AND ADDITIONAL DOCUMENTS NEEDED (0.3); CONTINUE REVIEWING PLEADINGS IN FDIC LITIGATION (0.7); REVIEW AGREEMENT FORWARDED BY DEBTORS' COUNSEL AND FORWARD TO LATHAM TEAM (0.4); CONFERENCES WITH E. THORN REGARDING ADVANTA BANK LITIGATION DOCKET AND FDIC DOCKET (0.2); REVIEW FDIC DOCKET AND VARIOUS PLEADINGS (1.7); FORWARD PLEADINGS TO LATHAM TEAM AND COMMITTEE (0.2); CONFERENCES WITH A. GOLDBERG REGARDING PLEADINGS IN FDIC LITIGATION AND DISCUSSIONS WITH DEBTORS COUNSEL REGARDING RECENT DEVELOPMENTS (0.5)
BLICKLEY	01/12/10	2.20	REVIEW DOCKET AND FILINGS FOR ADVANTA BANK V. FDIC MATTER (1.1); REVIEW FDIC TEMPORARY ORDER TO CEASE AND DESIST AND RELATED DOCUMENTS (1.1)
THORN	01/12/10	2.20	COMMUNICATIONS WITH M. HALL REGARDING LITIGATION INVOLVING ADVANTA BANK AND FDIC (0.5); PULL CASE FILINGS IN ADVANTA BANK V. FDIC (0.5); REVIEW CASE FILINGS AND REVIEW NOTICE OF CHARGES AND TEMPORARY CEASE AND DESIST ORDER ISSUED BY FDIC AGAINST ADVANTA BANK (1.2)
THORN	01/12/10	1.00	COMMUNICATIONS WITH A. GOLDBERG REGARDING DRAFT LETTER FROM M. SEIDER TO R. LEMONS OF WEIL GOTSHAL REGARDING SETTLEMENT CONFERENCE IN ADVANTA BANK V. FDIC (0.3); DRAFT AND EDIT LETTER REGARDING SETTLEMENT CONFERENCE (0.7)
SCHWARTZ	01/13/10	.50	EMAILS WITH A. GOLDBERG, M. SEIDER, M. HALL AND OTHER MEMBERS OF L&W TEAM REGARDING STATUS REPORT ON FDIC/ADVANTA BANK LITIGATION (0.5)
SMITH	01/13/10	1.20	REVIEW VARIOUS DOCUMENTS FROM TEAM AND EMAILS TO COMMITTEE REGARDING FDIC ISSUES (0.5); TELEPHONE CALL WITH ADVISOR RE: REGULATORY RESEARCH (0.4); FOLLOW UP WITH LATHAM TEAM (0.3)
HALL	01/13/10	1.90	CONFERENCES WITH E. THORN AND A. GOLDBERG REGARDING COMPILING SET OF PLEADINGS AND MOTIONS IN FDIC LITIGATION FOR DISTRIBUTION TO COMMITTEE (0.2); CONFERENCE WITH A. GOLDBERG REGARDING COMMUNICATIONS FROM COMMITTEE REGARDING FDIC LITIGATION AND DISCUSSIONS WITH DEBTOR COUNSEL REGARDING STATUS, REGULATORY AND OTHER ISSUES (0.4); REVIEW AND COMPARE ADVANTA BANK CORPORATION AND ADVANTA BANK CEASE AND DESIST ORDERS (1.0); CONFERENCE WITH B. SMITH REGARDING PENDING ISSUES (0.3)
THORN	01/13/10	.90	COMMUNICATIONS WITH M. HALL AND A. GOLDBERG REGARDING FDIC AND ADVANTA BANK DISTRICT COURT FILINGS (0.5); CONSOLIDATE AND COLLECT DOCUMENTS ISSUED BY FDIC AGAINST ADVANTA BANK AND DOCUMENTS FILED IN DISTRICT COURT BY ADVANTA BANK (0.2); DRAFT EMAIL FOR REVIEW BY A. GOLDBERG TO BE

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

			SUBMITTED TO COMMITTEE DISTRIBUTING RELEVANT DOCUMENTS (0.2)
THORN	01/13/10	.10	REVIEW COMMUNICATIONS WITH M. HALL REGARDING FDIC ISSUES (0.1)
SCHWARTZ	01/14/10	.80	REVIEW OF MATERIALS RELATED TO FDIC/ADVANTA BANK LITIGATION CIRCULATED BY A. GOLDBERG (0.8)
SEIDER	01/14/10	.80	EMAILS WITH COMMITTEE CHAIR REGARDING MEETING BETWEEN DEBTORS AND REGULATORS REGARDING DELAWARE BANK (.4); TELEPHONE CALLS AND EMAILS WITH LATHAM REGARDING FOLLOWING UP ON SAME (.4)
SMITH	01/14/10	.70	VARIOUS TEAM EMAILS RE: FDIC ISSUES (0.7)
HALL	01/14/10	2.30	CONTINUE REVIEWING BACKGROUND DOCUMENTS REGARDING FDIC LITIGATION, COMPARING PRECEDENT, AND PREPARING FOR MEETING WITH COMMITTEE (1.1); CONFERENCE WITH A. GOLDBERG REGARDING INQUIRIES FROM CREDITORS REGARDING PUBLIC AVAILABILITY OF FDIC ACTIONS (0.2); REVIEW AND RESPOND TO E-MAILS FROM M. STERN REGARDING CEASE AND DESIST ORDER TIMING AND PARTIES SIGNING CONSENT TO ORDER (0.4); CONFERENCE WITH C. BLICKLEY REGARDING FOLLOW UP TO CALL WITH FTI AND NEXT STEPS TO DEVELOP REGARDING REGULATORY ISSUES (0.6)
BLICKLEY	01/14/10	2.20	REVIEW REGULATORY FILINGS (1.2); TELEPHONE CONFERENCE WITH LATHAM ATTORNEYS AND FTI REGARDING REGULATORY STRATEGY (1.0)
SEIDER	01/15/10	.60	MULTIPLE EMAILS WITH LATHAM REGARDING MATTERS RELATED TO DELAWARE BANK (.6)
SMITH	01/15/10	1.60	REVIEW MATERIALS ON FDIC ISSUES (1.4); OFFICE CONFERENCE WITH M HALL (0.2)
HALL	01/15/10	1.10	CONFERENCE WITH M. FRANEK AND A. GOLDBERG REGARDING REGULATORY ISSUES (0.9); FOLLOW UP REGARDING SAME (0.2)
HALL	01/15/10	1.30	OFFICE CONFERENCE WITH C BLICKLEY REGARDING DRAFTING FDIC SUMMARY AND ISSUES (0.3) BACKGROUND RESEARCH AND FORWARD BACKGROUND DOCUMENTS REGARDING SAME (0.3); OFFICE CONFERENCE WITH B. SMITH REGARDING REGULATORY ISSUES AND RECENT DEVELOPMENTS (0.2); BEGIN REVIEWING SUMMARY OF FDIC ISSUES FORWARDED BY C. BLICKLEY (0.5);
BLICKLEY	01/15/10	5.10	CONFERENCE WITH M. HALL REGARDING BANKING ISSUES IN THE CASE (0.3); REVIEW FDIC-ISSUED DOCUMENTS, INCLUDING CEASE AND DESIST ORDERS (2.4); DRAFT SUMMARY OF FDIC-RELATED ISSUES (2.4)
SCHWARTZ	01/16/10	.50	REVIEW OF ADDITIONAL MATERIALS AND PLEADINGS RELATED TO FDIC/ADVANTA BANK LITIGATION CIRCULATED BY WEIL (0.5)
BLICKLEY	01/17/10	3.20	REVIEW FDIC-ISSUED DOCUMENTS, INCLUDING CEASE AND DESIST ORDERS (0.5); REVIEW ADVANTA BANK'S FILINGS IN THE DC DISTRICT COURT (0.5);

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

			DRAFT SUMMARY OF FDIC-RELATED ISSUES (2.2)
SMITH	01/19/10	1.80	REVIEW MEMO RE: FDIC ISSUES (1.5); OFFICE CONFERENCE WITH M HALL RE: SAME (0.3)
HALL	01/19/10	2.10	CONFERENCE WITH C. BLICKLEY REGARDING SUMMARY OF FDIC ISSUES AND STATUS OF EVOLVING REGULATORY ISSUES (0.2); REVIEW ADDITIONAL PLEADINGS IN FDIC LITIGATION FORWARDED BY WEIL (1.6); CONFERENCES WITH LATHAM REGARDING FDIC LITIGATION AND ADMINISTRATIVE PROCEEDINGS (0.3)
THORN	01/19/10	.40	COMMUNICATIONS WITH M. HALL REGARDING ADVANTA BANK V. FDIC CASE DOCKET (0.3); RETRIEVE CASE DOCKET AND RELEVANT CASE MATERIALS (0.1)
SEIDER	01/20/10	.60	EMAILS WITH LATHAM REGARDING LITIGATION INSTITUTED BY BANK AGAINST FDIC AND SETTLEMENT CONFERENCE (.3); TELEPHONE CALL WITH LATHAM REGARDING MEETING WITH DEBTORS TO DISCUSS FDIC ISSUES (0.3)
SMITH	01/20/10	1.50	CORRESPONDENCE WITH M HALL (.2); REVIEW DRAFT OF MEMO, COMMENTS (1.3)
HALL	01/20/10	.20	E-MAILS WITH DEBTOR REGULATORY COUNSEL REGARDING FDIC LITIGATION AND ADMINISTRATIVE PROCEEDINGS (0.2)
HALL	01/20/10	.30	E-MAILS WITH LATHAM TEAM REGARDING REGULATORY ISSUES (0.3)
SMITH	01/21/10	1.50	REVIEW AND COMMENT ON DRAFT MEMO WITH REGARDS TO FDIC ISSUES (0.7); OFFICE CONFERENCE WITH M HALL (0.8)
HALL	01/21/10	2.60	FINISH REVIEWING AND REVISING MEMORANDUM SUMMARIZING FDIC ISSUES DRAFTED BY C. BLICKLEY (0.8); CONFERENCE WITH C. BLICKLEY REGARDING SAME (0.2); REVIEW AND REVISE MEMORANDUM (0.3); E-MAILS WITH LATHAM TEAM REGARDING SAME (0.2); E-MAILS WITH E. THORN REGARDING FDIC DOCKETS (0.3); OFFICE CONFERENCE WITH B. SMITH (0.8)
BLICKLEY	01/21/10	1.40	DRAFT MEMORANDUM REGARDING SUMMARY OF FDIC ISSUES TO REFLECT M. HALL'S COMMENTS (1.4)
THORN	01/21/10	.40	COMMUNICATIONS WITH M. HALL AND W. KIRCHOFF REGARDING FDIC AND FEDERAL COURT CASE DOCKETS IN ADVANTA BANK MATTER (0.4)
SCHWARTZ	01/22/10	.50	REVIEW UPDATED PLEADINGS AND MATERIALS RELATED TO ADVANTA BANK/FDIC LITIGATION CIRCULATED BY E. THORN (0.5)
SEIDER	01/22/10	.40	EMAILS WITH COMMITTEE MEMBER IN FDIC LITIGATION (.4)
SMITH	01/22/10	1.50	TELEPHONE CALL WITH ADVISOR RE: REGULATORY RESEARCH (0.5); REVIEW MATERIALS FROM M HALL REGARDING FDIC LITIGATION (1)
HALL	01/22/10	3.20	REVIEW FDIC DISTRICT COURT LITIGATION DOCKET (1); REVIEW MEMORANDUM OF OPPOSITION AND OTHER PLEADINGS (1.1); TELEPHONE CONFERENCE WITH WEIL REGARDING UPDATE ON FDIC DISTRICT

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

				COURT LITIGATION AND ADMINISTRATIVE PROCEEDINGS (0.4); CONFERENCES WITH C. BLICKLEY REGARDING REVISING FDIC SUMMARY MEMORANDUM TO INCORPORATE RECENT DEVELOPMENTS AND DRAFT LIST OF ISSUES TO INCLUDE (0.3); CORRESPOND WITH B. SMITH REGARDING STATUS AND RECENT DEVELOPMENTS (0.4)
BLICKLEY	01/22/10	3.60		REVIEW ADVANTA BANK V. FDIC DOCKET, INCLUDING FDIC'S BRIEF IN RESPONSE TO ADVANTA BANK'S MOTION FOR TEMPORARY RESTRAINING ORDER (1.7); DRAFT SUMMARY OF FDIC ISSUES (1.9)
THORN	01/22/10	1.20		REVIEW CASE DOCKET OF ADVANTA BANK CASE; REVIEW FDIC BRIEF IN OPPOSITION TO TEMPORARY RESTRAINING ORDER (0.8); COMMUNICATIONS WITH M. HALL REGARDING FDIC ISSUES (0.4)
SEIDER	01/23/10	.40		REVIEW DRAFT MEMORANDUM TO COMMITTEE REGARDING REGULATORY ISSUES (0.4)
HALL	01/23/10	1.30		DRAFT AND SEND UPDATES REGARDING CONVERSATION WITH WEIL AND UPDATE AND NEXT STEPS REGARDING REGULATORY ISSUES (1.3)
SCHWARTZ	01/25/10	.30		MULTIPLE FOLLOW UP EMAILS WITH L&W TEAM AND FTI REGARDING REGULATORY AND OTHER ISSUES FOR CONSIDERATION ON COMMITTEE CALL AND AT DEBTORS' MEETING (0.3)
HALL	01/25/10	.20		CONFERENCE WITH E. THORN REGARDING REQUESTS FOR HEARING TRANSCRIPTS AND DOCKET MONITORING FOR FDIC LITIGATION AND ADMINISTRATIVE ACTIONS (0.2)
THORN	01/25/10	.30		COMMUNICATIONS WITH M. HALL, M. FRANEK, AND W. KIRCHOFF REGARDING ADVANTA BANK V. FDIC CASE DOCKET (0.3)
SCHWARTZ	01/26/10	.20		EMAILS WITH M. HALL REGARDING DISCUSSIONS WITH DEBTORS CONCERNING FDIC COMMUNICATION ISSUES (0.2)
SEIDER	01/26/10	.40		EMAILS WITH LATHAM REGARDING DEBTOR'S POSITION ON FDIC MATTERS (0.4)
SMITH	01/26/10	.70		REVIEW EMAILS FROM M HALL AND TEAM REGARDING FDIC (0.4); TELEPHONE CALL WITH M HALL REGARDING STRATEGY (0.3)
HALL	01/26/10	3.00		TELEPHONE CONFERENCE WITH J. DUBOW REGARDING FDIC CONFIDENTIALITY ISSUES (0.4); CONFERENCES WITH LATHAM TEAM REGARDING SAME (0.5); CONFERENCE WITH E. THORN REGARDING RESEARCHING SCOPE OF CONFIDENTIALITY PROVISIONS (0.3); E-MAILS REGARDING MONITORING FDIC LITIGATION DOCKET AND REVIEW DOCKET UPDATE (0.2); CONFERENCE WITH B. SMITH REGARDING FDIC CONTACT (0.3); REVIEW SUMMARY OF FDIC CONFIDENTIALITY RULES DRAFTED BY E. THORN (1.3)
BLICKLEY	01/26/10	.20		REVIEW FDIC REGULATORY MATERIALS (0.2)
THORN	01/26/10	4.40		COMMUNICATIONS WITH M. HALL AND M. FRANEK REGARDING ADVANTA BANK LITIGATION AND FDIC (0.5); DISTRIBUTE CASE FILING IN FDIC PROCEEDING

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

			TO LATHAM ATTORNEYS (0.2); PERFORM RESEARCH REGARDING FDIC CONFIDENTIALITY RULES CONCERNING BANK EXAMINATION REPORTS (3.7)
SCHWARTZ	01/27/10	.20	EMAILS WITH M. HALL REGARDING FOLLOW UP ON PARTICULAR FDIC AND REGULATORY ISSUES AND DISCUSSIONS WITH DEBTORS REGARDING SAME (0.2)
SCHWARTZ	01/27/10	.20	REVIEW OF LETTER FROM ABC COUNSEL FORWARDED BY WEIL GOTSHAL, EMAILS WITH L&W TEAM REGARDING SAME (0.2)
SCHWARTZ	01/27/10	.20	FOLLOW UP TELEPHONE CALL WITH FTI REGARDING LETTER FROM ABC COUNSEL (0.2)
SMITH	01/27/10	.80	OFFICE CONFERENCE WITH M HALL WITH SUGGESTIONS FOR STRATEGY TO RELEASE INFORMATION WITH FDIC (0.3); REVIEW FTI DILIGENCE LIST (0.5)
HALL	01/27/10	2.30	REVIEW REGULATORY ANALYSIS FROM E. THORN REGARDING FDIC CONFIDENTIALITY (1.0); CONFERENCE WITH B. SMITH (0.3); CALLS WITH J. DUBOW REGARDING CONFIDENTIALITY ISSUES (0.5); FOLLOW UP WITH LATHAM TEAM REGARDING CONFIDENTIALITY ISSUES (0.3); REVIEW LETTER TO DEBTOR FROM ADVANTA BANK CORPORATION (0.2)
THORN	01/27/10	2.10	PERFORM RESEARCH REGARDING FDIC CONFIDENTIALITY RULES CONCERNING BANK EXAMINATION REPORTS (2); COMMUNICATIONS WITH M. HALL REGARDING RESULTS OF RESEARCH ON FDIC CONFIDENTIALITY RULES (0.1)
SCHWARTZ	01/28/10	.20	EMAILS WITH M. SEIDER, M. HALL AND A. GOLDBERG REGARDING LETTER FROM ABC COUNSEL TO DEBTORS AND RELATED ISSUES (0.2)
HALL	01/28/10	1.00	E-MAILS REGARDING LETTER FROM ADVANTA BANK CORPORATION AND REGULATORY ISSUES SURROUNDING SAME (1)
THORN	01/28/10	.20	COMMUNICATIONS WITH M. HALL REGARDING FDIC MATTERS (0.2)
SMITH	01/29/10	.40	OFFICE CONFERENCE WITH M HALL REGARDING MEETING AND FDIC ISSUES (0.4)
HALL	01/29/10	.80	CONFERENCES WITH B. SMITH, E. THORN, AND C. BLICKLEY REGARDING MEETING WITH DEBTORS, PENDING REGULATORY QUESTIONS, AND RELATED ISSUES (0.4); CONFERENCE WITH C. BLICKLEY REGARDING FDIC BACKGROUND RESEARCH AND PRECEDENT RESEARCH (0.4)
HALL	01/29/10	.80	CONFERENCES WITH A. GOLDBERG AND E. MARKS REGARDING SEC REPORTING REQUIREMENTS FOR DEBTOR (0.2); BACKGROUND RESEARCH REGARDING SAME (0.4); FOLLOW UP REGARDING SAME (0.2)
BLICKLEY	01/29/10	.40	TELEPHONE CONFERENCE WITH M. HALL REGARDING FDIC-RELATED RESEARCH (0.4)
MARTIN	01/29/10	1.00	MEETING WITH LATHAM TEAM TO DISCUSS TAX, FDIC AND CLAIMS ISSUES

91.20

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
R G SCHWARTZ	04913	4.40	885.00	3,894.00	PARTNER
M A SEIDER	01754	4.60	990.00	4,554.00	PARTNER
B W SMITH	00311	15.30	930.00	14,229.00	PARTNER
M R HALL	04246	33.50	670.00	22,445.00	ASSOCIATE, SR.
C D BLICKLEY	71553	18.30	495.00	9,058.50	ASSOCIATE, JR.
A J GOLDBERG	71125	.50	575.00	287.50	ASSOCIATE, JR.
C M MARTIN	71406	1.00	550.00	550.00	ASSOCIATE, JR.
E R THORN	71582	13.60	495.00	6,732.00	ASSOCIATE, JR.
		91.20		61,750.00	
TOTAL:		91.20		61,750.00	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

CLIENT: 047606

NAME: OFFICIAL UNSECURED CREDITORS'
COMMITTEE OF ADVANTA CORP.

MATTER: 047606-0006

NAME: PROFESSIONAL RETENTIONS

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
SCHWARTZ	01/04/10	.70	MULTIPLE EMAILS AND TELEPHONE CALLS WITH C. MARTIN AND A, GOLDBERG REGARDING WEIL GOTSHAL OCP APPLICATIONS AND ISSUES RELATED TO SAME (0.7)
SEIDER	01/08/10	.20	EMAILS WITH LATHAM REGARDING APPLICATION (.2)
GOLDBERG	01/08/10	.50	CORRESPONDED REGARDING US TRUSTEE COMMENTS TO RETENTION ORDERS (0.3); DISCUSSION REGARDING SAME (0.2)
SINGER	01/08/10	1.20	REVISE RETENTION APPLICATIONS AND CORRESPOND WITH FTI AND GCG (1.2)
SCHWARTZ	01/10/10	.20	EMAILS WITH A. SINGER REGARDING RESOLUTION OF OPEN ISSUES RELATED TO RETENTION APPLICATIONS (0.2)
SINGER	01/10/10	1.90	REVISE ORDER BASED ON COMMENTS FROM UST OFFICE (1.9)
SCHWARTZ	01/11/10	.20	EMAILS WITH A. SINGER REGARDING RESOLUTION OF TRUSTEE COMMENTS TO RETENTION APPLICATIONS (0.2)
SINGER	01/11/10	2.00	CORRESPOND WITH UST (0.7); CORRESPOND WITH LOCAL COUNSEL REGARDING COMMENTS MADE BY UST (0.6); REVISE ORDERS (0.7)
SCHWARTZ	01/12/10	.20	TELEPHONE CALLS WITH C. MARTIN AND A. GOLDBERG REGARDING TECHNICAL AMENDMENTS TO L&W RETENTION APPLICATION (0.2)
GOLDBERG	01/12/10	.80	CORRESPONDENCE REGARDING LATHAM RETENTION (0.4); REVISE DRAFT CERTIFICATION OF COUNSEL REGARDING SAME (0.4)
SINGER	01/12/10	3.10	CORRESPOND WITH FTI REGARDING REVISIONS TO ORDER (.3); REVISE ORDER (1.2); DRAFT CERTIFICATE OF COUNSEL FOR FILING (1.6)
SINGER	01/13/10	2.40	REVISE ORDERS, CORRESPOND WITH DRINKER, FTI, THE US TRUSTEE AND DEBTORS AND ORGANIZE FILING (2.4)
SINGER	01/14/10	1.00	DISCUSS OPEN ISSUES IN CERTIFICATE AND ORDER AND MAKE FINAL CHANGES (.6); ORGANIZE FILING OF CERTIFICATES AND REVISED ORDER (.4)
SEIDER	01/25/10	.30	ATTENTION TO UPDATING 2014 STATEMENT (0.3)
SINGER	01/25/10	2.10	DRAFT SUPPLEMENTAL AFFIDAVIT (2.1)
SINGER	01/26/10	.50	DRAFT SUPPLEMENTAL AFFIDAVIT (0.5)
SEIDER	01/27/10	.30	REVIEW AND REVISE SUPPLEMENT TO 2014 SETTLEMENT (0.3)
SINGER	01/27/10	1.90	REVISE SUPPLEMENTAL AFFIDAVIT, EXECUTE AND FILE (1.9)

19.50

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
R G SCHWARTZ	04913	1.30	885.00	1,150.50	PARTNER
M A SEIDER	01754	.80	990.00	792.00	PARTNER
A J GOLDBERG	71125	1.30	575.00	747.50	ASSOCIATE, JR.
A M SINGER	71423	16.10	550.00	8,855.00	ASSOCIATE, JR.
		19.50		11,545.00	
TOTAL:		19.50		11,545.00	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

CLIENT: 047606

NAME: OFFICIAL UNSECURED CREDITORS'
COMMITTEE OF ADVANTA CORP.

MATTER: 047606-0008

NAME: ASSET SALES

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
SCHWARTZ	01/11/10	.20	OFFICE CONFERENCE WITH A. GOLDBERG REGARDING DISCUSSION OF WEIL GOTSHAL UPDATES REGARDING MISCELLANEOUS ASSET SALE (0.2)
SINGER	01/12/10	4.60	REVIEW SALE CONTRACTS AND PROVIDE COMMENTS (2.5); ATTEND COMMITTEE CALL TO DISCUSS AND REPORT ON VARIOUS ISSUES (1.0); REVIEW OPEN ISSUES (1.1)
MARTIN	01/13/10	1.50	REVIEW MATERIALS FROM DEBTORS REGARDING ASSET SALES AND CONDUCT RESEARCH REGARDING SAME (1); CALL WITH DEBTOR S REGARDING ASSET SALE (0.5)
SINGER	01/13/10	.30	REVIEW CONTRACTS AND PROVIDE COMMENTS (.3)
SCHWARTZ	01/14/10	.20	EMAILS WITH L&W TEAM REGARDING REVIEW OF DEBTORS' PROPOSED APA REGARDING SALE OF PARTICULAR ASSETS AND OPEN ISSUES RELATED TO SAME (0.2)
GOLDBERG	01/14/10	.40	REVIEW PROPOSED DE MINIMIS ASSET SALE PROCEDURES (0.4)
SINGER	01/14/10	1.90	REVIEW PROPOSED DE MINIMIS ASSET SALE PROCEDURES (.3); REVIEW DEBTORS PROPOSED SALE CONTRACT AND PROVIDE COMMENTS (1.6)
SCHWARTZ	01/15/10	.20	TELEPHONE CALL WITH A. GOLDBERG REGARDING UPDATE ON STATUS OF DISCUSSIONS WITH WEIL GOTSHAL CONCERNING DE MINIMIS ASSET SALE MOTION AND PROCEDURES AND OTHER PENDING MOTIONS AND PLEADINGS (0.2)
SCHWARTZ	01/15/10	.20	EMAILS WITH A. SINGER REGARDING SUMMARY AND STATUS OF REVIEW OF DEBTORS' PROPOSED APA FOR SALE OF PARTICULAR ASSETS (0.2)
YUNES	01/15/10	5.70	REVIEW DRAFT PURCHASE AGREEMENT RELATED TO SALE OF ADVANTA ASSETS (0.5); SUMMARIZE INDEMNIFICATION OBLIGATIONS AND OTHER POST-CLOSING OBLIGATIONS (2.5); REVIEW LETTERS OF INTENT RELATED TO THE SALE OF ADVANTA ASSETS AND SUMMARIZE INDEMNIFICATION OBLIGATIONS OF SAME (2); DISCUSS RELATED MATTERS WITH A. SINGER (0.7)
GOLDBERG	01/17/10	.40	CORRESPONDENCE REGARDING DE MINIMIS ASSET SALE PROCEDURES (0.4)
SINGER	01/17/10	.20	REVIEW DE MINIMIS SALE MOTION AND INTERNAL COMMENTS (0.2)
GOLDBERG	01/18/10	.20	CORRESPONDENCE WITH DEBTORS REGARDING DE MINIMIS ASSET SALE PROCEDURES (0.2)
SINGER	01/19/10	.20	REVIEW EMAIL CORRESPONDENCE AND DISCUSS POTENTIAL SALE OF ASSET (.2)
SCHWARTZ	01/20/10	.50	REVIEW OF MATERIALS, ANALYSIS AND EMAILS PROVIDED BY A. SINGER IN CONNECTION WITH

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

				PROPOSED SALE OF PARTICULAR ASSETS (0.5)
GOLDBERG	01/20/10	.70		CORRESPONDENCE REGARDING ASSET SALE (0.7)
SINGER	01/20/10	2.50		REVIEW SPECIALIST COMMENTS TO AGREEMENT (.3); CONFERENCE CALL WITH FTI REGARDING SAME (.7); DISCUSS SALE OF ASSETS WITH INTERNAL TEAM AND DETERMINE NEXT STEPS (1.1); DISCUSS OUTSTANDING ISSUES WITH FTI ON MOTION (.4)
YUNES	01/20/10	1.80		CONFERENCE CALL WITH A. SINGER AND CLIENT TO DISCUSS INDEMNIFICATION ISSUES RELATED TO DRAFT SPA AND LETTERS OF INTENT FOR SALE OF PARTICULAR ADVANTA ASSETS (1.1); REVIEW AGREEMENT AND ISSUES LIST TO PREPARE FOR SAME (0.7)
SCHWARTZ	01/25/10	.40		PRELIMINARY REVIEW OF MATERIALS FORWARDED BY A. SINGER REGARDING DEBTORS' SALE OF PARTICULAR ASSETS (0.4)
SCHWARTZ	01/25/10	.20		EMAILS WITH A. SINGER REGARDING ASSET SALES (0.2)
GOLDBERG	01/25/10	.30		CORRESPONDENCE REGARDING PROPOSED ASSET SALE (0.3)
MARTIN	01/25/10	.30		FOLLOW UP WITH DEBTORS REGARDING SALE OF NET JETS AND FOLLOW UP WITH LATHAM REGARDING SAME (0.3)
YUNES	01/25/10	1.00		REVIEW SLIDE DECK RELATED TO SALE OF PARTICULAR ASSETS (0.5); REVIEW DRAFT SPA TO CONFIRM TERMS (0.5)
SCHWARTZ	01/26/10	.20		EMAILS WITH A. SINGER REGARDING ISSUES RELATED TO PROPOSED SALE OF PARTICULAR ASSETS (0.2)
SCHWARTZ	01/26/10	.60		REVIEW AND EDIT OF FTI ANALYSIS OF DEBTORS' PROPOSED SALE OF PARTICULAR ASSETS (0.6)
MARTIN	01/26/10	.50		FOLLOW UP REGARDING ASSET SALES/NET JETS (0.5)
MARTIN	01/27/10	.40		REVIEW ASSET SALE DOCUMENTS REGARDING NETJETS AND RESEARCH REGARDING SAME (0.4)
SINGER	01/29/10	.20		CALL COUNSEL TO DEBTOR REGARDING DE MINIMIS ASSET SALES (0.2)

25.80

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
R G SCHWARTZ	04913	2.70	885.00	2,389.50	PARTNER
A J GOLDBERG	71125	2.00	575.00	1,150.00	ASSOCIATE, JR.
C M MARTIN	71406	2.70	550.00	1,485.00	ASSOCIATE, JR.
A M SINGER	71423	9.90	550.00	5,445.00	ASSOCIATE, JR.
N C YUNES	04340	8.50	575.00	4,887.50	ASSOCIATE, JR.
		25.80		15,357.00	
TOTAL:		25.80		15,357.00	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

CLIENT: 047606

NAME: OFFICIAL UNSECURED CREDITORS'
COMMITTEE OF ADVANTA CORP.

MATTER: 047606-0010

NAME: MEETINGS WITH COMMITTEE
PROFESSIONALS

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
SEIDER	01/06/10	.30	EMAILS WITH COMMITTEE CHAIR AND FTI REGARDING CASH MANAGEMENT ISSUE (.3)
GOLDBERG	01/11/10	.80	CORRESPONDENCE WITH FTI REGARDING STATUS OF CASE (0.8)
GOLDBERG	01/12/10	1.90	CALL WITH FTI (0.3); CORRESPONDENCE REGARDING SAME (0.2); CORRESPONDENCE REGARDING DEVELOPMENTS (0.8); FOLLOW UP RE: SAME (0.6)
MARTIN	01/12/10	.20	FOLLOW UP WITH FTI TO DISCUSS DEBTORS' LIQUIDATION PLAN AND RELATED LITIGATION MATTERS (0.2)
SEIDER	01/13/10	.60	EXTENDED TELEPHONE CALL WITH FTI AND LATHAM REGARDING VARIOUS CASE ISSUES (.6)
GOLDBERG	01/13/10	.60	CORRESPONDENCE WITH FTI REGARDING DEVELOPMENTS (0.6)
SEIDER	01/14/10	2.20	TELEPHONE CALLS WITH FTI REGARDING CASE ISSUES (.8); TELEPHONE CALL WITH COMMITTEE CHAIR AND FTI REGARDING SAME (.4); OFFICE CALL WITH LATHAM AND FTI REGARDING MEMORANDUM RE: DEBTORS' CASE STRATEGIES AND PLEADINGS, COMMITTEE CALL AND LITIGATION (1.0)
HALL	01/14/10	1.70	PREPARE FOR (0.7) AND PARTICIPATE IN TELEPHONE CONFERENCE WITH FTI AND LATHAM TEAM REGARDING RECENT DEVELOPMENTS AND UPCOMING COMMITTEE MEETING (1)
MARTIN	01/14/10	1.00	CONFERENCE CALL WITH LATHAM AND FTI TO DISCUSS DEBTORS' CASE STATUS (1)
FRANEK	01/15/10	2.80	CONFERENCE WITH R. SCHWARTZ, A. GOLDBERG, M. SEIDER, FTI, AND COMMITTEE REGARDING CASE STRATEGY (2); CONFERENCE CALL WITH M. HALL REGARDING FDIC ISSUES (0.8)
GOLDBERG	01/20/10	.80	ATTEND CONFERENCE CALL WITH FTI (0.8)
SCHWARTZ	01/21/10	.40	PARTICIPATE ON CALL WITH FTI AND L&W TEAM REGARDING DISCUSSION OF AGENDA ITEMS IN PREPARATION FOR COMMITTEE CALL ON JANUARY 22 (0.4)
FRANEK	01/21/10	.80	PREPARE FOR (0.2) AND ATTEND CONFERENCE CALL WITH LATHAM, FTI TEAMS (0.6)
HALL	01/21/10	1.30	PREPARE FOR (0.7) AND PARTICIPATE IN TELEPHONE CONFERENCE WITH FTI AND LATHAM TEAM REGARDING STATUS UPDATE, RECENT DEVELOPMENTS, AND UPCOMING COMMITTEE CALL (0.6)
GOLDBERG	01/21/10	.60	ATTEND CONFERENCE CALL WITH FTI (0.6)
GOLDBERG	01/21/10	.50	CALL WITH FTI REGARDING MEETING WITH DEBTORS (0.2); REVIEW AND REVISE AGENDA FOR SAME (0.3)

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

SINGER	01/22/10	.90	CORRESPOND WITH FTI REGARDING OUTSTANDING QUESTIONS (0.9)
SCHWARTZ	01/25/10	.80	PARTICIPATE ON CALL WITH L&W TEAM AND FTI REGARDING DISCUSSION OF CASE ISSUES, AGENDA FOR COMMITTEE CALL ON WEDNESDAY AND FOR ALL HANDS MEETING WITH DEBTORS ON THURSDAY (0.7); FOLLOW UP RE: SAME (0.1)
FRANEK	01/25/10	.70	CONFERENCE CALL WITH FTI AND LATHAM TEAMS (0.7)
HALL	01/25/10	1.10	PREPARE FOR (0.4) AND PARTICIPATE IN TELEPHONE CONFERENCE WITH LATHAM TEAM AND FTI REGARDING UPDATE AND UPCOMING MEETINGS WITH DEBTOR AND COMMITTEE (0.7)
GOLDBERG	01/25/10	.80	PREPARE FOR (0.1) AND ATTEND CONFERENCE CALL WITH FTI (0.7)
SINGER	01/25/10	.90	PREPARE FOR (0.2) AND ATTEND MEETING WITH FTI (0.7)
SCHWARTZ	01/26/10	.60	TELEPHONE CALL WITH A. SINGER (PARTIAL) AND FTI REGARDING DISCUSSION OF REVISIONS TO PRESENTATION AND OTHER ISSUES RELATED TO COMMITTEE CALL ON WEDNESDAY AND ALL HANDS MEETING ON 1/28 (0.6)
SCHWARTZ	01/27/10	.50	PARTICIPATE ON CONFERENCE CALL WITH L&W TEAM AND FTI REGARDING PREPARATION FOR CALL WITH DEBTORS' PROFESSIONALS TO DISCUSS AGENDA AND ISSUES FOR ALL HANDS MEETING ON 1/28 (0.5)
SEIDER	01/27/10	.50	TELEPHONE CALL WITH LATHAM AND FTI REGARDING PROFESSIONALS MEETING WITH DEBTORS' PROFESSIONALS (.5)
FRANEK	01/27/10	2.30	PREPARE FOR (1) AND ATTEND CONFERENCE CALL WITH COMMITTEE MEMBERS (0.5); MEETING WITH LATHAM TEAM (0.8)
GOLDBERG	01/27/10	1.10	MEETING WITH FTI (0.3); CONFERENCE CALL WITH FTI (0.5); CORRESPONDENCE REGARDING LETTER FROM ABC BANK (0.3)
SCHWARTZ	01/29/10	.30	FOLLOW UP TELEPHONE CALL WITH FTI AND L&W REGARDING NEXT STEPS AND ITEMS FOR NEXT CALL WITH WEIL GOTSHAL AND A&M (0.3)
SCHWARTZ	01/29/10	.20	FOLLOW-UP TELEPHONE CALL WITH FTI REGARDING DEBTORS' CASE (0.2)
FRANEK	01/29/10	1.30	PREPARE FOR (0.3) AND MEETING WITH LATHAM TEAM (1)
GOLDBERG	01/29/10	1.20	PREPARE FOR (0.2) AND MEET WITH LATHAM TEAM AND FTI (1.0)

29.70

TIMEKEEPER	ID	HOURS	RATE	TOTAL	TITLE
R G SCHWARTZ	04913	2.80	885.00	2,478.00	PARTNER
M A SEIDER	01754	3.60	990.00	3,564.00	PARTNER
M C FRANEK	04365	7.90	645.00	5,095.50	ASSOCIATE, SR.
M R HALL	04246	4.10	670.00	2,747.00	ASSOCIATE, SR.

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

A J GOLDBERG	71125	8.30	575.00	4,772.50	ASSOCIATE, JR.
C M MARTIN	71406	1.20	550.00	660.00	ASSOCIATE, JR.
A M SINGER	71423	1.80	550.00	990.00	ASSOCIATE, JR.
		29.70		20,307.00	
TOTAL:		29.70		20,307.00	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # **100601197**

CLIENT: 047606

NAME: OFFICIAL UNSECURED CREDITORS'
COMMITTEE OF ADVANTA CORP.

MATTER: 047606-0011

NAME: MEETINGS WITH OTHER PARTIES

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
SCHWARTZ	01/11/10	.30	TELEPHONE CALL WITH A. GOLDBERG AND WEIL GOTSHAL REGARDING DISCUSSION OF LATEST DEVELOPMENTS IN CASES INCLUDING DEBTORS' 8K ANNOUNCEMENT AND COMMENCEMENT OF ADVANTA BANK/FDIC LITIGATION (0.3)
GOLDBERG	01/11/10	.90	PREPARE FOR (0.2) AND ATTEND CONFERENCE CALL WITH DEBTORS (0.3); FOLLOW UP CALL WITH DEBTORS (0.4)
SEIDER	01/12/10	.50	TELEPHONE CALL WITH COMPANY COUNSEL REGARDING MULTIPLE ISSUES (.5)
GOLDBERG	01/12/10	.50	ATTEND CONFERENCE CALL WITH DEBTORS (0.5)
GOLDBERG	01/13/10	.80	CONFERENCE CALL WITH DEBTORS (0.5); SECOND CONFERENCE CALL WITH DEBTORS (0.3)
MARTIN	01/13/10	.20	TELEPHONE CALL WITH CREDITORS REGARDING CLAIM PROCEDURES (0.2)
SINGER	01/13/10	.40	DISCUSS STATUS OF CASE WITH DEBTORS' COUNSEL (.4)
GOLDBERG	01/15/10	.30	CALL WITH DEBTORS COUNSEL REGARDING UPCOMING MOTIONS (0.3)
SCHWARTZ	01/27/10	1.00	FOLLOW-UP MEETING WITH LATHAM TEAM (PARTIAL) REGARDING FOLLOW UP ON AGENDA ITEMS FOR ALL HANDS MEETING ON 1/28 AND OPEN CASE ISSUES FOR RESOLUTION (1)
SCHWARTZ	01/27/10	.80	PARTICIPATE ON CONFERENCE CALL WITH WEIL GOTSHAL, A&M AND FTI REGARDING DISCUSSION OF AGENDA AND ISSUES FOR ALL HANDS MEETING ON 1/28 (0.8)
SEIDER	01/27/10	1.50	FOLLOW UP WITH LATHAM TO PLAN FOR CONFERENCE WITH DEBTORS' PROFESSIONALS AND MEETING WITH DEBTORS (.7); TELEPHONE CALL WITH WEIL, ALVAREZ AND FTI REGARDING MEETING TOMORROW BETWEEN COMMITTEE AND DEBTORS (.8)
HALL	01/27/10	1.10	PREPARE FOR (0.3) AND PARTICIPATE IN TELEPHONE CONFERENCE WITH DEBTOR AND COMMITTEE PROFESSIONALS IN ANTICIPATION OF UPCOMING ALL HANDS MEETING (0.8)
GOLDBERG	01/27/10	.60	ATTEND CONFERENCE CALL WITH DEBTORS (PARTIAL) (0.6)
GOLDBERG	01/27/10	.70	REVISE AGENDA FOR MEETING WITH DEBTORS (0.2) DISCUSSION WITH DEBTORS (0.5)
GOLDBERG	01/27/10	.70	CALLS WITH CREDITORS (0.5); CORRESPONDENCE REGARDING SAME (0.2)
SINGER	01/27/10	.10	DRAFT AGENDA FOR ALL HANDS MEETING (0.1)
RAAB	01/28/10	5.00	ALL-HANDS MEETING WITH CREDITORS COMMITTEE, DEBTOR AND DEBTOR'S ADVISORS

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

			(PARTIAL) (5.0)
SCHWARTZ	01/28/10	6.50	PREPARE FOR (0.2) ALL HANDS MEETING WITH COMMITTEE AND DEBTORS (5.8)
HALL	01/28/10	10.50	TRAVEL TO, PREPARE FOR AND PARTICIPATE IN MEETING WITH CREDITORS COMMITTEE, DEBTOR, AND PROFESSIONALS (10.5)
NOLL	01/28/10	5.00	MEETING WITH DEBTORS (PARTIAL) (5)
GOLDBERG	01/28/10	6.40	PREPARE FOR (0.6) AND ATTEND MEETING BETWEEN COMMITTEE AND DEBTORS (5.8)
SCHWARTZ	01/29/10	1.00	PARTICIPATE ON CONFERENCE CALL WITH WEIL GOTSHAL, A&M AND FTI REGARDING DISCUSSION OF COMMITTEE REQUESTS, STATUS OF CASES AND NEXT STEPS FOLLOWING ALL HANDS MEETING (1)
GOLDBERG	01/29/10	.80	CONFERENCE CALL WITH DEBTORS (0.8)
GOLDBERG	01/29/10	.70	REVISE LIST OF COMMITTEE REQUESTS TO DEBTORS (0.7)
		46.30	

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
D S RAAB	01848	5.00	995.00	4,975.00	PARTNER
R G SCHWARTZ	04913	9.60	885.00	8,496.00	PARTNER
M A SEIDER	01754	2.00	990.00	1,980.00	PARTNER
M R HALL	04246	11.60	670.00	7,772.00	ASSOCIATE, SR.
J F NOLL	07300	5.00	755.00	3,775.00	ASSOCIATE, SR.
A J GOLDBERG	71125	12.40	575.00	7,130.00	ASSOCIATE, JR.
C M MARTIN	71406	.20	550.00	110.00	ASSOCIATE, JR.
A M SINGER	71423	.50	550.00	275.00	ASSOCIATE, JR.
		46.30		34,513.00	
TOTAL:		46.30		34,513.00	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

CLIENT: 047606

NAME: OFFICIAL UNSECURED CREDITORS'
COMMITTEE OF ADVANTA CORP.

MATTER: 047606-0012

NAME: NON WORKING TRAVEL TIME

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
HALL	01/28/10	4.50	RETURN TRAVEL FROM ALL HANDS MEETING
		4.50	

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
M R HALL	04246	4.50	670.00	3,015.00	ASSOCIATE, SR.
		4.50		3,015.00	
TOTAL:		4.50		3,015.00	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

CLIENT: 047606

NAME: OFFICIAL UNSECURED CREDITORS'
COMMITTEE OF ADVANTA CORP.

MATTER: 047606-0013

NAME: DRAFT AND REVISE PLEADINGS AND
DOCUMENTS

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
GOLDBERG	01/12/10	.50	REVISE LETTER TO DEBTORS (0.3) AND DISTRIBUTE SAME (0.2)
SEIDER	01/13/10	.50	EMAILS AND TELEPHONE CALLS WITH LATHAM REGARDING DRAFT PLEADINGS (.5)
GOLDBERG	01/13/10	1.30	PREPARE PRECEDENTS AND BACKGROUND FOR MOTION (0.7); CORRESPONDENCE REGARDING MOTION (0.6)
HALL	01/14/10	.30	REVIEW PLEADING AND MOTION SUMMARY AND REVISE AND COMMENT ON SAME (0.3)
GOLDBERG	01/14/10	1.60	RESEARCH BACKGROUND FOR MOTION (0.8); DRAFT OUTLINE OF MOTION (0.8)
SINGER	01/14/10	.80	RESEARCH FOR AND DRAFT MOTION MEMORANDUM ON STRATEGIC ALTERNATIVES (0.8)
GOLDBERG	01/17/10	2.60	REVISE DRAFT MEMO BY A. SINGER (1.2); DRAFT MEMO BACKGROUND (1.4)
SINGER	01/17/10	.40	CORRESPOND WITH FTI REGARDING MEMO (.4)
HALL	01/18/10	1.40	REVIEW DRAFT REGULATORY SECTION OF MEMO AND PROVIDE COMMENTS TO SAME (1.1); REVIEW AND RESPOND TO REGULATORY QUESTIONS IN CONNECTION WITH DRAFTING MEMO (0.3)
FRANEK	01/19/10	8.70	REVISIONS TO MOTIONS AND PLEADINGS (8.7)
HALL	01/19/10	2.00	REVIEW AND REVISE DRAFT MOTION (1.6); CONFERENCE WITH B. SMITH REGARDING SAME (0.4)
GOLDBERG	01/19/10	1.10	REVIEW AND REVISE DRAFT MEMO (1.1)
SINGER	01/19/10	8.20	CONDUCT FURTHER RESEARCH AND DRAFT SECTIONS TO MEMORANDUM (8.2)
SEIDER	01/20/10	.50	REVISE DRAFT MEMORANDUM RE: STRATEGIC ALTERNATIVES (0.5)
HALL	01/20/10	2.20	REVIEW REVISED MEMO AND REVISE SAME (1.1); CONFERENCE WITH B. SMITH REGARDING MEMO (0.3); CONTINUE TO REVISE MEMO, INCORPORATING COMMENTS FROM B. SMITH (0.8)
GOLDBERG	01/20/10	.60	REVIEW AND REVISE DRAFT MEMO (0.6)
FRANEK	01/21/10	.90	CALLS WITH COMMITTEE MEMBERS AND FTI REGARDING DRAFT MEMORANDUM AND REVISIONS TO SAME (0.9)
FRANEK	01/22/10	2.30	CALL WITH COMMITTEE REGARDING REVISIONS TO DRAFT MEMO AND FOLLOW-UP ON SAME (2.3)
HALL	01/23/10	1.00	REVIEW REGULATORY COMMENTS ON MEMORANDUM (0.3); DRAFT AND SEND REPOSE REGARDING SAME (0.7)
FRANEK	01/24/10	4.30	REVISIONS TO DRAFT MEMORANDUM (4.3)
FRANEK	01/25/10	.80	REVISIONS TO DRAFT MEMO AND AGENDA FOR

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

MEETING WITH DEBTORS (0.8)

FRANEK	01/26/10	2.10	REVIEW INFORMATION PERTINENT TO DRAFT MEMO (2.1)
SINGER	01/27/10	.80	DRAFT PLEADINGS (.5); RESEARCH LAW FOR DRAFT MEMO (.3)
SCHWARTZ	01/29/10	.40	REVIEW AND EDIT COMMITTEE REQUEST TO DEBTORS CIRCULATED BY A. GOLDBERG REGARDING ACTION ITEMS IN FOLLOW UP TO ALL HANDS MEETING (0.4)

45.30

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
R G SCHWARTZ	04913	.40	885.00	354.00	PARTNER
M A SEIDER	01754	1.00	990.00	990.00	PARTNER
M C FRANEK	04365	19.10	645.00	12,319.50	ASSOCIATE, SR.
M R HALL	04246	6.90	670.00	4,623.00	ASSOCIATE, SR.
A J GOLDBERG	71125	7.70	575.00	4,427.50	ASSOCIATE, JR.
A M SINGER	71423	10.20	550.00	5,610.00	ASSOCIATE, JR.
		45.30		28,324.00	
TOTAL:		45.30		28,324.00	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
 FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

CLIENT: 047606

NAME: OFFICIAL UNSECURED CREDITORS'
COMMITTEE OF ADVANTA CORP.

MATTER: 047606-0014

NAME: CLAIMS

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
SINGER	01/05/10	.30	REVIEW CORRESPONDENCE WITH LW TEAM (.3)
SEIDER	01/07/10	.50	EMAILS WITH LATHAM REGARDING SUBORDINATION PROVISION (0.5)
SINGER	01/07/10	1.70	CORRESPOND WITH COUNSEL TO CREDITOR (.2); REVIEW DOCUMENTS, CORRESPOND WITH SPECIALIST AND PROVIDE SUMMARY TO TEAM (1.5)
SINGER	01/21/10	.10	CONDUCT EMAIL CORRESPONDENCE WITH FTI RE: CLAIMS (0.1)
SINGER	01/25/10	1.90	REVIEW PURCHASE AND SALE AGREEMENT AND PROVIDE SUMMARY (2.9)
		4.50	

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
M A SEIDER	01754	.50	990.00	495.00	PARTNER
A M SINGER	71423	4.00	550.00	2,200.00	ASSOCIATE, JR.
		4.50		2,695.00	
TOTAL:		4.50		2,695.00	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

CLIENT: 047606

NAME: OFFICIAL UNSECURED CREDITORS'
COMMITTEE OF ADVANTA CORP.

MATTER: 047606-0015

NAME: FEE APPLICATION PREPARATION

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>HOURS</u>	<u>DESCRIPTION</u>
SCHWARTZ	01/02/10	.20	EMAILS WITH L. GASKILL, C. MARTIN AND A. GOLDBERG REGARDING NOVEMBER BILL STATUS AND INTERIM COMPENSATION ORDER PROCESS (0.2)
SCHWARTZ	01/04/10	.50	REVIEW AND MARK UP OF DRAFT NOVEMBER BILL (0.5)
SCHWARTZ	01/04/10	.30	OFFICE CONFERENCE WITH C. MARTIN, A. GOLDBERG AND L. GASKILL REGARDING DISCUSSION OF DRAFT NOVEMBER BILL (0.3)
MARTIN	01/04/10	.40	ATTEND TO BILLING AND ADMIN MATTERS (0.4)
GASKILL	01/04/10	3.10	MEET WITH R. SCHWARTZ AND C. MARTIN REGARDING BILL (.3)
GASKILL	01/06/10	.10	EMAIL C. MARTIN AND A. GOLDBERG REGARDING OBTAINING DECEMBER FEE AND EXPENSE ESTIMATES (0.1)
MARTIN	01/07/10	.20	ATTEND TO BILLING AND ADMIN MATTERS (0.2)
GASKILL	01/07/10	.30	SEND UPDATED MONTHLY BILL TOTALS TO C. MARTIN AND OBTAIN MONTHLY ESTIMATES (0.3)
MARTIN	01/11/10	1.50	PREPARE FEE APPLICATION AND STATEMENT(1.5)
MARTIN	01/12/10	.50	ATTEND TO BILLING AND ADMIN MATTERS (0.5)
MARTIN	01/12/10	1.00	DRAFT FEE STATEMENT APPLICATIONS (1)
GASKILL	01/12/10	2.20	UPDATE MONTHLY FEE APPLICATION WITH NECESSARY ATTORNEY INFORMATION (0.6); MAKE INITIAL PROFORMA MARK-UP FOR TRANSFERS AND DELIVER TO C. MARTIN FOR REVIEW (1.6)
MARTIN	01/13/10	1.30	ATTEND TO BILLING AND ADMIN MATTERS AND REVIEW PROFORMA (1.3)
MARTIN	01/13/10	.50	REVISE FEE STATEMENT AND RELATED PLEADING (0.5)
GASKILL	01/13/10	1.60	REVIEW AND DELIVER PROFORMAS TO ACCOUNTING (1.6)
GASKILL	01/15/10	.90	REVIEW TRANSFERS MADE TO CORRECT MATTERS ON INVOICE AND SEND TO C. MARTIN FOR REVIEW (0.9)
MARTIN	01/18/10	1.20	ATTEND TO BILLING AND ADMIN MATTERS (1.2)
SCHWARTZ	01/19/10	.30	REVIEW AND MARK UP OF DRAFT LATHAM FEE STATEMENT (0.3)
MARTIN	01/19/10	1.40	ATTEND TO BILLING AND ADMIN MATTERS AND REVIEW PROFORMAS (1.4)
SCHWARTZ	01/20/10	.10	TELEPHONE CALL WITH C. MARTIN REGARDING DISCUSSION OF COMMENTS TO DRAFT L&W FEE STATEMENT (0.1)
SEIDER	01/20/10	.20	REVIEW SUBMISSION OF NOVEMBER FEE REIMBURSEMENT
MARTIN	01/20/10	.50	REVISE DRAFT FEE APPLICATION PER L&W

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

			COMMENTS AND COORDINATE FILING WITH LOCAL COUNSEL (0.5)
MARTIN	01/20/10	.40	ATTEND TO BILLING AND ADMIN MATTERS AND FOLLOW UP WITH L.GASKILL REGARDING SAME (0.4)
GASKILL	01/20/10	.30	REVIEW UPDATES TO PROFORMA AND SEND TRANSFERS TO ACCOUNTING (0.3)
GASKILL	01/22/10	2.60	REVIEW FINISHED TRANSFERS AND NEW PROFORMAS, MEET WITH C. MARTIN TO REVIEW ADDITIONAL COMMENTS TO PROFORMAS BY M. SEIDER AND SEND FINAL TRANSFERS TO ACCOUNTING (2.6)
MARTIN	01/25/10	.60	ATTEND TO BILLING AND ADMIN MATTERS (0.6)
GASKILL	01/26/10	1.00	REVIEW AND REVISE PROFORMAS (1)
MARTIN	01/27/10	.50	ATTEND TO BILLING AND ADMIN MATTERS (0.5)
GASKILL	01/27/10	2.80	ATTEND TO BILLING AND ADMIN MATTERS (2.8)
SCHWARTZ	01/29/10	.10	REVIEW OF DRAFT DECEMBER 2009 BILLING STATEMENT PREPARED BY C. MARTIN (0.1)
SCHWARTZ	01/29/10	.40	OFFICE CONFERENCE WITH C. MARTIN REGARDING DISCUSSION OF COMMENTS AND EDITS AND 12/09 BILLING STATEMENT (0.4)

27.00

<u>TIMEKEEPER</u>	<u>ID</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	<u>TITLE</u>
R G SCHWARTZ	04913	1.90	885.00	1,681.50	PARTNER
M A SEIDER	01754	.20	990.00	198.00	PARTNER
C M MARTIN	71406	10.00	550.00	5,500.00	ASSOCIATE, JR.
L S GASKILL	17237	14.90	190.00	2,831.00	PARALEGAL
		27.00		10,210.50	
TOTAL:		27.00		10,210.50	

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 100601197

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, 2010

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. 100601197
File No. 047606-0000

REMITTANCE COPY

<u>Invoice Date</u>	<u>Invoice Number</u>	<u>Invoice Amount</u>
<u>Prior Billings:</u>		
November 30, 2009	90615394	109,801.50
December 31, 2009	100600034	<u>134,576.59</u>
Amounts Due on Prior Billings		244,378.09
<u>Current Billing:</u>		
January 31, 2010	100601197	\$345,706.97
Balance Due		<u>\$590,085.06</u>

AMOUNT REMITTED:

\$ _____

Method of Payment:

CHECK WIRE TRANSFER

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY 100601197

**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 third monthly application for allowance of compensation for services rendered and for reimbursement of expenses for the period of January 1, 2010 through January 31, 2010 (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 30, 2010

/s/ Mitchell A. Seider
Mitchell A. Seider, Esq.

**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 30th day of March, 2010, I caused a true and correct copy of the *Third 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, 2010 Through January 31, 2010* 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 Finger & Layton, 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 30, 2010

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*