

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

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

**SECOND MONTHLY APPLICATION OF WEIL, GOTSHAL & MANGES LLP
FOR ALLOWANCE OF COMPENSATION FOR
SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES INCURRED
AS COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION
FOR THE PERIOD FROM JANUARY 1, 2010 THROUGH JANUARY 31, 2010**

¹ The Debtors in these jointly administered chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are Advanta Corp. (2070), Advanta Investment Corp. (5627), Advanta Business Services Holding Corp. (4047), Advanta Business Services Corp. (3786), Advanta Shared Services Corp. (7074), Advanta Service Corp. (5625), Advanta Advertising Inc. (0186), Advantennis Corp. (2355), Advanta Mortgage Holding Company (5221), Advanta Auto Finance Corporation (6077), Advanta Mortgage Corp. USA (2654), Advanta Finance Corp. (8991), Advanta Ventures Inc. (5127), BizEquity Corp. (8960), Ideablob Corp. (0726), Advanta Credit Card Receivables Corp. (7955), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328). Each of the Debtors (other than Advanta Credit Card Receivables Corp. and the Great Expectations entities) maintains its principal corporate office at Welsh & McKean Roads, P.O. Box 844, Spring House, Pennsylvania 19477. Advanta Credit Card Receivables Corp. maintains its principal corporate office at 2215 B. Renaissance Drive, Suite 5, Las Vegas, Nevada 89119, and the Great Expectations entities maintain their principal corporate office at 1209 Orange Street, Wilmington, Delaware 19801. Additional information regarding the Debtors' businesses and the background relating to events leading up to these chapter 11 cases can be found in (i) the Declaration of William A. Rosoff in Support of the Debtors' Chapter 11 Petitions and First-Day Motions, filed on November 8, 2009 (the "***Rosoff Declaration***"), the date the majority of Debtors filed their petitions under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***"), and (ii) that certain supplement thereto, filed on November 20, 2009, the date Advanta Ventures Inc., BizEquity Corp., Ideablob Corp. and Advanta Credit Card Receivables Corp. filed their chapter 11 cases. The Debtors are authorized to continue to operate their businesses and manage their properties as debtors and debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Further, in accordance with an order of this Court, the Debtors' cases are being jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the "***Bankruptcy Rules***").

Name of Applicant: Weil, Gotshal & Manges LLP
Authorized to Provide Professional Services to: Debtors and Debtors in Possession
Date of Retention: December 3, 2009 *nunc pro tunc* to November 8, 2009
Period for which compensation and reimbursement are sought: January 1, 2010 through January 31, 2010
Amount of compensation sought for allowance as actual, reasonable, and necessary: \$394,392.00 (80% is \$315,513.60)
Amount of expense reimbursement sought for allowance as actual, reasonable, and necessary: \$4,513.70

This is a(n): X monthly interim final application

Prior Applications Filed: November 8, 2009- December 31, 2010 [Docket No. 345]

**COMPENSATION BY PROFESSIONAL
JANUARY 1, 2010 THROUGH JANUARY 31, 2010**

NAME OF PROFESSIONAL PERSON PARTNERS & COUNSEL:	DEPARTMENT AND YEAR ADMITTED ² Year of Obtaining License to Practice, Area of Expertise	HOURLY BILLING RATE	TOTAL BILLED HOURS	TOTAL COMPENSATION
Partner				
Marcia L. Goldstein	BFR - 1976	\$990.00	22.90	\$ 22,671.00
Simeon Gold	CORP - 1974	\$990.00	12.30	\$ 12,177.00
Stuart J. Goldring	TAX - 1984	\$990.00	24.20	\$23,958.00
Martin Pollack	TAX - 1977	\$990.00	32.40	\$32,076.00
Robert L. Messineo	CORP - 1979	\$950.00	20.40	\$ 19,380.00
Frank P. Nocco	CORP - 1989	\$925.00	6.30	\$ 5,827.50
Michael K. Kam	TAX - 1987	\$900.00	2.60	\$ 2,340.00
Matthew Bloch	CORP - 1986	\$900.00	2.60	\$ 2,340.00
John J. Dedyo	CORP - 1989	\$900.00	1.10	\$ 990.00
Richard L. Levine	LR - 1984	\$885.00	2.70	\$2,389.50
Miranda S. Schiller	LR - 1989	\$865.00	1.50	\$ 1,297.50
Walter E. Zalenski	LR - 1985	\$845.00	7.50	\$ 6,337.50
Robert J. Lemons	BFR - 2001	\$780.00	49.40	\$ 38,532.00
Steven M. Margolis	TAX - 1990	\$720.00	32.60	\$ 23,472.00
Total Partners and Counsel			218.50	\$193,788.00

² BFR – Business Finance & Restructuring, CORP – Corporate, LR – Litigation/Regulatory, TAX – Tax, LIBR – Library.

NAME OF PROFESSIONAL	DEPARTMENT AND YEAR ADMITTED ²	HOURLY BILLING RATE	TOTAL BILLED HOURS	TOTAL COMPENSATION
ASSOCIATES:	Year of Obtaining License to Practice, Area of Expertise			
Caroline S. Coursant	TAX - 2003	\$665.00	16.20	\$10,773.00
Vaughan Petherbridge	CORP - 2001	\$665.00	3.40	\$2,261.00
Max A. Goodman	TAX - 2004	\$665.00	14.50	\$9,642.50
Victoria Vron	BFR - 2004	\$630.00	84.00	\$52,920.00
Joshua Pohl	TAX - 2007	\$550.00	27.50	\$15,125.00
Haskell Murray	LR - Admission Pending	\$550.00	6.80	\$3,740.00
Alexander J. Swartz	CORP - 2008	\$550.00	4.00	\$2,200.00
David N. Griffiths	BFR - 2007	\$515.00	20.70	\$10,660.50
Jose R. Alcantar	BFR - 2008	\$515.00	54.10	\$27,861.50
Audrey K. Susanin	CORP - 2008	\$515.00	7.20	\$3,708.00
Kerianne Crooker	CORP - 2008	\$500.00	18.70	\$9,350.00
Jennifer N. Ganesh	BFR – Admission Pending	\$455.00	96.50	\$43,907.50
Jonathan L. Sagot	CORP - 2008	\$455.00	6.00	\$2,730.00
Total Associates			359.60	\$194,879.00

NAME OF PROFESSIONAL Paralegals, Clerks, Library Staff, and Other Non-Legal Staff:	DEPARTMENT Position of the Applicant, Area of Expertise	HOURLY BILLING RATE	TOTAL BILLED HOURS	TOTAL COMPENSATION
Mel C. Maravilla	CORP	\$225.00	5.00	\$1,125.00
Kaitlin C. Prindle	BFR	\$200.00	23.00	\$4,600.00
Total Paraprofessionals			28.00	\$5,725.00

PROFESSIONALS	BLENDED RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
TOTALS:			
Partners and Counsel	\$886.91	218.50	\$193,788.00
Associates	\$541.93	359.60	\$193,788.00
Paraprofessionals	\$204.46	28.00	\$387,576.00
Blended Professional Rate	\$650.70		
Total Fees Incurred		606.10	\$394,392.00

**COMPENSATION BY PROJECT CATEGORY FOR THE PERIOD
JANUARY 1, 2010 THROUGH JANUARY 31, 2010**

TASK CODE	PROJECT DESCRIPTION	HOURS	AMOUNT
002	Asset Dispositions / 363 Sales	32.30	\$17,658.50
003	Automatic Stay / Adequate Protection	1.90	\$1,211.00
005	Case Administration	7.30	\$1,775.00
007	Committee Issues / Meetings / Communications	46.40	\$37,184.50
009	Customer / Vendor / Creditor Issues	1.10	\$605.00
011	Employee / ERISA / Benefits Issues	76.20	\$53,293.50
012	Exclusivity	0.10	\$63.00
015	General Case Strategy / Internal Communications & Meetings	72.00	\$54,602.50
016	General Corporate Issues / Corporate Governance	59.90	\$44,017.50
018	Insurance & Workers Comp Issues	21.70	\$9,873.50
021	Non-Bankruptcy Litigation	6.90	\$5,877.50
023	Plan of Reorganization / Disclosure Statement / Solicitation / Voting	13.20	\$9,444.50
024	Real Property / Contract / 365 Issue	22.60	\$12,107.50
026	Retention/ Fee Applications / Billing: WG&M	28.30	\$9,928.00
027	Retention / Fee Applications: Ordinary Course Professionals	11.40	\$5,983.00
028	Retention / Fee Applications: Other Professionals	1.70	\$969.50
029	Schedules / Statement of Financial Affairs MOR's	94.80	\$44,983.50
030	Tax Issues	107.90	\$84,632.50
032	Utility Issues	0.40	\$182.00
	TOTAL	606.10	\$394,392.00

EXPENSE SUMMARY FOR THE PERIOD
JANUARY 1, 2010 THROUGH JANUARY 31, 2010

EXPENSES	AMOUNTS
Travel/Transportation	\$898.16
Meals	\$441.57
Postage	\$0.88
Filing Fees	\$175.00
Duplicating & Document Scanning	\$706.70
Courier / Express Mail	\$48.15
Computerized Research	\$2,158.24
Clipping Service/SEC Watch	\$85.00
Total Expenses Requested:	\$4,513.70

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

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<i>In re</i>	:	Chapter 11
	:	
ADVANTA CORP., <i>et al.</i> ,	:	Case No. 09-13931 (KJC)
	:	
Debtors.	:	(Jointly Administered)
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**SECOND MONTHLY APPLICATION OF WEIL, GOTSHAL & MANGES LLP
FOR ALLOWANCE OF COMPENSATION FOR
SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES INCURRED
AS COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION
FOR THE PERIOD FROM JANUARY 1, 2010 THROUGH JANUARY 31, 2010**

Pursuant to sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 issued by the Executive Office for United States Trustees (the “**Guidelines**”), and the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket No. 125] (the “**Interim Compensation Order**”), Weil, Gotshal & Manges LLP (“**WG&M**”) hereby files this Second Monthly Application for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses Incurred as Counsel to the Debtors and Debtors in Possession for the Period from January 1, 2010 through January 31, 2010 (the “**Application**”). By this Application, WG&M seeks allowance of \$394,392.00 as compensation and \$4,513.70 for reimbursement of actual and necessary expenses incurred for the period January 1, 2010 through January 31, 2010 (the

“*Compensation Period*”).¹ In support of this Application, WG&M respectfully represents as follows:

Preliminary Statement

1. Through the efforts of WG&M professionals and paraprofessionals, the debtors in the above captioned cases (the “*Debtors*”) have worked to stabilize their business, preserve value, and institute procedures to streamline the chapter 11 process, all while working with the statutory committee of unsecured creditors and other parties in interest. Over the course of January 2010, WG&M, among other things, (i) worked with the Debtors to preserve the value for their estates; (ii) advised the Debtors on various matters related to their operations in chapter 11; and (iii) performed all of the other professional services described in this Application.

Background

2. On November 8, 2009 (the “*Commencement Date*”), the majority of the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

3. Pursuant to the Order Authorizing the Employment and Retention of Weil, Gotshal & Manges LLP as Attorneys for the Debtors, Nunc Pro Tunc to the Commencement Date [Docket No. 104] (the “*Retention Order*”), WG&M was retained as counsel to the Debtors effective as of the Commencement Date and was authorized to be paid in accordance with the Order Implementing Certain Procedures for the Interim Compensation and Reimbursement of Professionals [Docket No. 102] (the “*Interim Compensation Order*”) and the Order Appointing Fee Auditor and Establishing Related Procedures Concerning the Payment of Compensation and Reimbursement of Expenses of Professionals and Members of Official Committees and

¹ Pursuant to the Interim Compensation Order, at this time WG&M seeks payment of only 80% of the total compensation for the Compensation Period, totaling \$315,513.60, and 100% of the expenses incurred during the Compensation Period in the amount of \$4,513.70.

Consideration of Fee Applications [Docket No. 249] (the “*Fee Auditor Order*”). The Retention Order authorized WG&M to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses pursuant to sections 330 and 331 of the Bankruptcy Code.

4. Similarly, by order dated December 3, 2009 [Docket No. 103], the Court approved the employment and retention of Richards, Layton & Finger, P.A. (“*RL&F*”) as co-counsel for the Debtors. WG&M and RL&F have divided responsibilities regarding representation of the Debtors and have made every effort to avoid or minimize unnecessary duplication of efforts in these chapter 11 cases.

**Summary of Professional Compensation
and Reimbursement of Expenses Requested**

5. All services for which compensation is requested by WG&M were performed for or on behalf of the Debtors.

6. During the period covered by this Application WG&M 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 WG&M and any other person other than the members of WG&M for the sharing of compensation to be received for services rendered in these cases.

7. The fees charged by WG&M in these cases are billed in accordance with WG&M’s existing billing rates and procedures in effect during the Compensation Period. The rates WG&M charges for the services rendered by its professionals and paraprofessionals in these chapter 11 cases are the same rates WG&M charges for professional and paraprofessional services rendered in comparable non-bankruptcy related matters. Such fees are reasonably based on the customary compensation charged by comparably skilled practitioners in comparable non-bankruptcy cases in a competitive national legal market.

8. WG&M maintains computerized records of the time spent by all WG&M attorneys and paraprofessionals in connection with its representation of the Debtors. Subject to redaction where necessary to preserve the attorney-client privilege, annexed hereto as ***Exhibit A*** are copies of WG&M's itemized time records for professionals and paraprofessionals who performed services for the Debtors during the Compensation Period. All entries itemized in WG&M's time records comply with the requirements set forth in Local Rule 2016-2 and the Guidelines, including the use of separate work codes for different project types, as hereinafter described.

9. Itemized records of expenses incurred by WG&M during the Compensation Period are attached hereto as ***Exhibit B***. All entries itemized in WG&M's expense records comply with the requirements set forth in Local Rule 2016-2 and the Guidelines.

Summary of Services by Project

10. The following is a summary of the significant professional services rendered by WG&M during the Compensation Period. This summary is organized in accordance with the internal system of work codes set up by WG&M at the outset of these chapter 11 cases. These categories are generally described below, with a more detailed identification of the actual services provided set forth on ***Exhibit A***. The attorneys and paraprofessionals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in ***Exhibit A***. Only those work codes for which five (5) or more hours of work was performed during the Compensation Period are listed below.

- a. Asset Dispositions/ 363 Sales (Task Code 002)
Fees \$ 17,658.50; Hours 32.30

Communicated with other professionals regarding sale of fractional interests in

two aircraft, negotiated sale of the same, prepared motion to sell same and prepared and negotiated motion regarding the sale of de minimis assets.

- b. Case Administration (Task Code 005)
Fees: \$1,775.00; Hours: 7.30

Attended to day-to-day administration of the chapter 11 cases, including preparing and circulating the docket and maintaining the case calendar and work-in-progress list.

- c. Committee Issues / Meetings / Communications (Task Code 007)
Fees: \$37,184.50; Hours: 46.40

Prepared for and attended Creditors' Committee meeting, communicated and coordinated with the Creditors' Committees' professionals regarding case developments and drafted and negotiated with the Creditors' Committee a protocol for interactions between the Debtors and the Creditors' Committee.

- d. Employee / ERISA / (Task Code 012)
Fees: \$53,293.50; Hours: 76.20

Reviewed, analyzed and advised Debtors with respect to employee benefits and obligations, ESOP issues, severance plans, and related issues and conducted research in connection with same.

- e. General Case Strategy /
Internal Communications & Meetings (Task Code 015)
Fees: \$54,602.50; Hours: 72.00

Meetings and other communications among WG&M attorneys, Alvarez & Marsal, RL&F, and other professionals, as well as the Debtors, relating to overall case strategy, status, and pending issues.

- f. General Corporate Issues / Corporate Governance (Task Code 016)
Fees: \$44,017.50; Hours: 59.90

Reviewed and analyzed issues relating to the Debtors' SEC reporting requirements and conducted research in connection with the same. Prepared and filed SEC Form

8-K. Prepared and participated in conferences with Alvarez & Marsal and the Debtors regarding SEC filing requirements.

- g. Insurance & Workers Comp Issues (Task Code 018)
Fees: \$9,873.50; Hours: 21.70

Numerous meetings and discussions internally and with Debtors regarding scope of insurance programs and related issues. Prepared motion to authorize insurance provider to pay defense costs under the Debtors' director and officer insurance liability policy.

- h. Non-Bankruptcy Litigation (Task Code 021)
Fees: \$5,877.50; Hours: 6.90

Internal strategy meetings and discussions regarding non-bankruptcy matters and class actions. Communications regarding Federal Insurance Deposit Corporation litigation.

- i. Reorganization/Disclosure Statement/Solicitation/Voting (Task Code 023)
Fees: \$9444.50; Hours 13.20

Reviewed and revised liquidation analysis and communications with Alvarez and Marsal in connection with the same.

- j. Real Property / Contract / 365 Issues (Task Code 024)
Fees: \$12,107.50; Hours: 22.60

Matters relating to real property leases and the assumption and rejection of executory contracts.

- k. Retention / Fee Applications / Billing : WGM (Task Code 026)
Fees: \$9,928.00; Hours: 28.30

Time spent preparing and reviewing WG&M's November and December billing detail for compliance with Local Rules and U.S. Trustee guidelines.

- l. Retention /
Fee Application: Ordinary Course Professionals (Task Code 027)
Fees: \$5,983.00; Hours: 11.40

Time spent assisting ordinary course professionals for the Debtors with the preparation and filing of their retention applications, and reviewing such retention applications.

- m. Schedules / Statement of Financial Affairs / MORs (Task Code 029)
Fees: \$44,983.50; Hours: 94.80

Time spent assisting the Debtors with preparing and filing the Schedules and Statements of Financial Affairs and preparing the Debtors' December monthly operating report. Communications with Alvarez and Marsal regarding the same.

- n. Tax Issues (Task Code 030)
Fees: 84,632.50; Hours 107.90

Reviewed and evaluated Debtors' tax considerations, including relating to elections regarding 2008 and 2009 tax returns, and communicated with the Debtors and Alvarez & Marsal regarding the same.

11. The foregoing professional services performed by WG&M were (a) necessary and appropriate to the administration of the Debtors' chapter 11 cases, (b) in the best interests of the Debtors and their estates, and (c) provided without unnecessary duplication of effort or expense incurred by professionals and paraprofessionals employed by RL&F.

12. Compensation for the foregoing services as requested is commensurate with the complexity, importance, and nature of the problems, issues, or tasks involved. The professional services were performed with expedition and in an efficient manner.

13. A significant percentage of services performed by members, counsel, and associates of WG&M were rendered by the Business Finance and Restructuring Department. WG&M has a preeminent practice in this area and enjoys a national reputation for its expertise in financial reorganizations and restructurings of troubled entities, with approximately 80 attorneys

specializing in this area of law. WG&M has been actively involved in major chapter 11 cases, and currently represents or has represented, among others, the following debtors: General Motors Corporation; Lehman Brothers Holdings Inc.; Enron Corp.; Pilgrim's Pride Corporation; BearingPoint, Inc.; SemGroup L.P.; Extended Stay Inc.; Magna Entertainment Group; Finlay Enterprises, Inc.; LandSource Communities Development LLC; Vertis Holdings, Inc.; PRC, LLC; Charys Holding Co., Inc. and Crochet & Borel Services, Inc.; Sharper Image Corporation; Silicon Graphics, Inc.; Atkins Nutritionals, Inc.; Footstar, Inc.; New World Pasta Company; Parmalat USA Corp.; Loral Space & Communications Ltd.; TL Administration Corporation; Republic Engineered Product Holdings; WestPoint Stevens Inc.; Worldcom, Inc.; and Adelphia Business Solutions, Inc. As a consequence, WG&M brings to these cases a high level of expertise and experience that inures to the benefit of the Debtors and all parties in interest.

14. Professional services performed by WG&M on behalf of the Debtors during the Compensation Period required an aggregate expenditure of 606.10 recorded hours by WG&M's members, counsel, associates, and paraprofessionals. Of the aggregate time expended, 218.50 recorded hours were expended by partners and counsel of WG&M, 359.60 recorded hours were expended by associates, and 28.00 recorded hours were expended by paraprofessionals of WG&M.

15. During the Compensation Period, WG&M's hourly billing rates for professionals ranged from \$200 to \$990 per hour. Allowance of compensation in the amount requested would result in a blended hourly rate for professionals of approximately \$650.70 (based on 606.10 recorded hours at WG&M's regular billing rates in effect at the time of the

performance of services).²

Actual and Necessary Disbursements of WG&M

16. Annexed hereto as ***Exhibit B*** are WGM's itemized records detailing expenses incurred on behalf of the Debtors during the Compensation Period. WG&M requests allowance of actual and necessary expenses incurred by WG&M during the Compensation Period in the aggregate amount of \$4,513.70.

17. WG&M's disbursement policies pass through out of pocket expenses at actual cost or an estimated actual cost when the actual cost is difficult to determine. For example, with respect to duplication charges, WG&M will charge \$.10 per page because the actual cost is difficult to determine. Similarly, as it relates to computerized research, WG&M believes that it does not make a profit on that service as a whole although the cost of any particular search is difficult to ascertain. Other reimbursable expenses (whether the service is performed by WG&M in-house or through a third party vendor) include, but are not limited to, facsimiles, toll calls, overtime, overtime meals, deliveries, court costs, cost of food at meetings, transcript fees, travel, and clerk fees. Notably, WG&M charges all of its clients \$1.00/page for out-going facsimile transmissions and does not charge its clients for incoming facsimile transmissions.

² The blended professional rate was calculated by dividing total professional compensation of \$394,392.00 by total professional hours billed of 606.10.

Reservation

18. To the extent time or disbursement charges for services rendered or disbursements incurred relate to the Compensation Period but were not processed prior to the preparation of this Application, or WG&M has for any other reason not sought compensation or reimbursement of expenses herein with respect to any services rendered or expenses incurred during the Compensation Period, WG&M reserves the right to request additional compensation for such services and reimbursement of such expenses in a future application.

Notice

19. No trustee or examiner has been appointed in these chapter 11 cases. Pursuant to the Interim Compensation Order and the Fee Auditor Order, notice of this Application will be provided to (i) the Office of the United States Trustee for the District of Delaware; (ii) Warran H. Smith & Associates, P.C. as the fee auditor appointed in these chapter 11 cases; and (iii) counsel to the official committee of unsecured creditors. The Debtors respectfully submit that no further notice of this Application is required.

Conclusion

WHEREFORE WG&M respectfully requests (i) allowance of compensation for professional services rendered to the Debtors during the Compensation Period in the amount of \$394,392.00 (80% of which equals \$315,513.60) and reimbursement for actual and necessary costs and expenses incurred by WG&M during the Compensation Period in the amount of \$4,513.70, for a total of \$398,905.70, (ii) that, in accordance with the Interim Compensation Order, the Court direct the Debtors to pay WG&M \$320,026.60 representing 80% of the total amount of fees and 100% of the expenses allowed, (iii) that the allowance of such compensation for professional services rendered and reimbursement of actual and necessary expenses incurred be without prejudice to WG&M's right to seek such further compensation for the full value of services performed and expenses incurred, and (iv) that the Court grant WG&M such other and further relief as is just.

Dated: April 28, 2010
Wilmington, Delaware



Marcia L. Goldstein
Robert J. Lemons
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, NY 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

ATTORNEYS FOR
DEBTORS AND DEBTORS IN
POSSESSION

VERIFICATION


STATE OF NEW YORK)
) SS:
COUNTY OF NEW YORK)

Robert J. Lemons, after being duly sworn according to law, deposes and says as follows:

(a) I am a member with the applicant firm, Weil, Gotshal & Manges LLP, and have been admitted *pro hac vice* to appear before this Court.


(b) I have personally performed many of the legal services rendered by Weil, Gotshal & Manges LLP, as counsel to the Debtors,¹ and am thoroughly familiar with the other work performed on behalf of the Debtors by the lawyers in the firm.

(c) I have reviewed the foregoing Application, and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed the applicable section of the Bankruptcy Rules, Local Rule 2016-2, and the Guidelines, and submit that the Application substantially complies with such rule.



Robert J. Lemons, Esq.

SWORN TO AND SUBSCRIBED
before me this 22 th day of April, 2010.



Notary Public
My Commission Expires: _____

NICOLE ALISEO
Notary Public, State of New York
No. 01AL6186782
Qualified in Richmond County
Commission Expires May 12, 2012

¹ Capitalized terms not defined herein have the meaning ascribed to such terms in the Application.

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

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	:	
<i>In re</i>	:	Chapter 11
	:	
ADVANTA CORP., <i>et al.</i> ,	:	Case No. 09-13931 (KJC)
	:	
Debtors. ¹	:	(Jointly Administered)
	:	
	:	Objection Deadline: 5/18/10 at 4:00 p.m. (EDT)

NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that Richards, Layton & Finger, P.A. ("RLF") on behalf of Weil, Gotshal & Manges LLP ("WGM") has today filed the attached **Second Monthly Application of Weil, Gotshal & Manges LLP for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses Incurred as Counsel to the Debtors and Debtors in Possession for the Period from January 1, 2010 through January 31, 2010** (the "Application") with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801 (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must be made in accordance with the *Order Pursuant to Sections 330 and 331 of the Bankruptcy Code and Bankruptcy Rule 2016 Implementing Certain Procedures for the Interim*

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are Advanta Corp. (2070), Advanta Investment Corp. (5627), Advanta Business Services Holding Corp. (4047), Advanta Business Services Corp. (3786), Advanta Shared Services Corp. (7074), Advanta Service Corp. (5625), Advanta Advertising Inc. (0186), Advantennis Corp. (2355), Advanta Mortgage Holding Company (5221), Advanta Auto Finance Corporation (6077), Advanta Mortgage Corp. USA (2654), Advanta Finance Corp. (8991), Advanta Ventures Inc. (5127), BizEquity Corp. (8960), Ideablob Corp. (0726), Advanta Credit Card Receivables Corp. (7955), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328). Each of the Debtors (other than Advanta Credit Card Receivables Corp. and the Great Expectations entities) maintains its principal corporate office at Welsh & McKean Roads, P.O. Box 844, Spring House, Pennsylvania 19477-0844. Advanta Credit Card Receivables Corp. maintains its principal corporate office at 2215 B. Renaissance Drive, Suite 5. Las Vegas, NV 89119, and the Great Expectations entities maintain their principal corporate office at 1209 Orange Street, Wilmington, Delaware 19801.

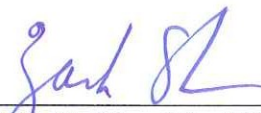
Compensation and Reimbursement of Professionals [Docket No. 102] (the “Administrative Order”) and must be filed with the Clerk of the Bankruptcy Court, and be served upon and received by (i) the above-captioned debtors and debtors in possession (collectively, the “Debtors”), Advanta Corp., P.O. Box 844, Spring House, Pennsylvania 19477-844 (Attn: Philip M. Browne); (ii) counsel to the Debtors, WGM, LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Robert L. Lemons); (iii) local counsel to the Debtors, RLF, One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn: Chun I. Jang); (iv) counsel to Official Committee of Unsecured Creditors, Latham & Watkins LLP, One Logan Square, 18th and Cherry Streets, Philadelphia, Pennsylvania 19103 (Attn: Andrew C. Kassner); (v) local counsel to the Official Committee of Unsecured Creditors, Drinker Biddle & Reath LLP, 1100 North Market Street, Suite 1000, Wilmington, Delaware 19801 (Attn: Howard A. Cohen); and (vi) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Dave Klauder) by no later than **4:00 p.m. (Eastern Daylight Time) on May 18, 2010** (the “Objection Deadline”).

PLEASE TAKE FURTHER NOTICE that if any responses or objections to the Application are timely filed, served and received in accordance with this notice, a hearing on the Application will be held at the convenience of the Bankruptcy Court. Only those objections made in writing and timely filed and received in accordance with the Administrative Order and the procedures described herein will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Administrative Order, if no objection to the Application is timely filed, served and received by the Objection Deadline, WGM shall be paid an amount equal to 80 percent of the fees and 100 percent of expenses requested in the Application without the need for further order of the Bankruptcy Court.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Administrative Order, if an objection to the Application is timely filed, served and received by the Objection Deadline, WGM shall be paid an amount equal to 80 percent of the fees and 100 percent of the expenses not subject to an objection without the need for further order of the Bankruptcy Court.

Dated: April 28, 2010
Wilmington, Delaware



Mark D. Collins (No. 2981)
Paul Heath (No. 3704)
Chun I. Jang (No. 4790)
Zachary I. Shapiro (No. 5103)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 North King Street
Wilmington, Delaware 19801
(302) 651-7700 (Telephone)
(302) 651-7701 (Facsimile)

- and -

WEIL, GOTSHAL & MANGES LLP
Marcia L. Goldstein
Robert J. Lemons
767 Fifth Avenue
New York, NY 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

ATTORNEYS FOR THE DEBTORS
AND DEBTORS IN POSSESSION

Exhibit A
Itemized Time Records

**SUMMARY OF SERVICES
BY TASK CODE**

Advanta Corp.- Chapter 11
78221.0007

<u>TASK CODE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
002	Asset Dispositions / 363 Sales	32.30	\$ 17,658.50
003	Automatic Stay / Adequate Protection	1.90	1,211.00
005	Case Administration	7.30	1,775.00
007	Committee Issues / Meetings / Communications	46.40	37,184.50
009	Customer / Vendor / Creditor Issues	1.10	605.00
011	Employee / ERISA / Benefits Issues	76.20	53,293.50
012	Exclusivity	0.10	63.00
015	General Case Strategy / Internal Communications & Meetings	72.00	54,602.50
016	General Corporate Issues / Corporate Governance	59.90	44,017.50
018	Insurance & Workers Comp Issues	21.70	9,873.50
021	Non-Bankruptcy Litigation	6.90	5,877.50
023	Plan of Reorganization/Disclosure Statement/Solicitation/Voting	13.20	9,444.50
024	Real Property / Contract / 365 Issues	22.60	12,107.50
026	Retention / Fee Applications / Billing: WGM	28.30	9,928.00
027	Retention / Fee Applications: Ordinary Course Professionals	11.40	5,983.00
028	Retention / Fee Applications: Other Professionals	1.70	969.50
029	Schedules / Statement of Financial Affairs / MORs	94.80	44,983.50
030	Tax Issues	107.90	84,632.50
032	Utility Issues	0.40	182.00
TOTAL:		606.10	\$ 394,392.00

ITEMIZED SERVICES - 78221.0007 - CHAPTER 11

DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
01/04/10	Vron, Victoria CALL WITH E. STONE AND ALVAREZ & MARSAL RE: INSURANCE COMPANY ASSET SALE.	0.50	\$ 315.00	002	19883680
01/05/10	Griffiths, David DRAFT DE MINIMIS ASSET SALE MOTION.	3.00	1,545.00	002	19883415
01/05/10	Alcantar, Jose DISCUSS NETJETS AGREEMENTS WITH ALVAREZ & MARSAL (.2); CORRESPOND WITH NETJETS RE: AGREEMENTS (.2).	0.40	206.00	002	19882431
01/06/10	Griffiths, David WORK ON DE MINIMIS ASSET SALE MOTION.	3.50	1,802.50	002	19884894
01/08/10	Alcantar, Jose CALLS WITH NETJETS (.3) AND ALVAREZ & MARSAL (.1) RE: FRACTIONAL OWNERSHIP INTERESTS.	0.40	206.00	002	19895618
01/09/10	Vron, Victoria REVIEW AND REVISE DE MINIMIS ASSET SALE MOTION.	1.70	1,071.00	002	19892841
01/10/10	Griffiths, David REVIEW AND REVISE COMMENTS TO DE MINIMIS ASSET SALE MOTION AND DO ADDITIONAL RESEARCH (.5); EMAIL SAME TO V. VRON (.1).	0.60	309.00	002	19893597
01/11/10	Vron, Victoria CALL WITH A. GOLDBERG RE: ASSET SALE MOTION AND ORDINARY COURSE PROFESSIONAL ISSUES.	0.30	189.00	002	20051453
01/11/10	Alcantar, Jose MULTIPLE EMAILS AND CALLS WITH NETJETS AND ALVAREZ & MARSAL RE: FRACTIONAL OWNERSHIP INTERESTS.	0.70	360.50	002	19895619
01/12/10	Vron, Victoria CONFER WITH J. ALCANTAR RE: NETJETS.	0.20	126.00	002	20051460
01/12/10	Vron, Victoria REVISE DE MINIMIS ASSET SALE MOTION AND EMAIL DRAFT PROCEDURES TO UCC.	0.40	252.00	002	19915396
01/12/10	Alcantar, Jose CALLS WITH ALVAREZ & MARSAL AND NETJETS RE: FRACTIONAL OWNERSHIP INTERESTS (.3); REVIEW SALE ANALYSIS (.2); REVIEW AGREEMENTS (.8).	1.30	669.50	002	19902989
01/13/10	Alcantar, Jose CALL WITH ALVAREZ & MARSAL, FTI, AND LATHAM RE: NETJETS AGREEMENTS.	0.50	257.50	002	19899591
01/13/10	Alcantar, Jose REVIEW NETJETS AGREEMENTS AND CORRESPOND WITH ALVAREZ & MARSAL RE: SAME.	1.80	927.00	002	19900239
01/14/10	Alcantar, Jose CALLS WITH ALVAREZ & MARSAL AND NETJETS RE: FRACTIONAL INTERESTS OWNERSHIP AGREEMENTS.	0.30	154.50	002	19902977
01/15/10	Lemons, Robert	1.00	780.00	002	19930368

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	REVIEW DE MINIMIS ASSET SALE MOTION (.8); EXCHANGE EMAILS RE: SAME WITH V. VRON (.2).				
01/15/10	Vron, Victoria	1.20	756.00	002	19915216
	CALL WITH A. GOLDBERG RE: COMMITTEE'S COMMENTS TO DE MINIMIS ASSET SALE MOTION (.3); REVISE SAME (.7); EMAIL R. LEMONS RE: SAME (.2).				
01/16/10	Vron, Victoria	0.50	315.00	002	19915139
	REVISE DRAFT DE MINIMIS SALE MOTION AND EMAIL SAME TO CLIENT.				
01/16/10	Griffiths, David	0.10	51.50	002	19908267
	REVIEW EMAILS BETWEEN V. VRON AND J. DUBOW RE: DE MINIMIS ASSET SALE MOTION.				
01/17/10	Vron, Victoria	0.10	63.00	002	19915203
	EMAIL UCC DRAFT DE MINIMIS SALE MOTION.				
01/18/10	Vron, Victoria	0.40	252.00	002	19915149
	REVISE DE MINIMIS ASSET SALE MOTION AND SEND SAME TO RICHARDS, LAYTON & FINGER.				
01/20/10	Vron, Victoria	0.10	63.00	002	20051977
	CONFER WITH J. ALCANTAR RE: NETJETS.				
01/21/10	Alcantar, Jose	0.50	257.50	002	19929408
	CALLS WITH NETJETS (.3) AND CORRESPOND WITH A. SAGAT (ALVAREZ & MARSAL)(.2) RE: FRACTIONAL OWNERSHIP INTERESTS.				
01/22/10	Alcantar, Jose	0.40	206.00	002	19973687
	CORRESPOND WITH ALVAREZ & MARSAL (.2) AND NETJETS (.2) RE: FRACTIONAL OWNERSHIP AGREEMENTS.				
01/22/10	Alcantar, Jose	2.20	1,133.00	002	19973693
	REVIEW NETJETS RENEWAL/REPURCHASE DOCUMENTATION.				
01/25/10	Alcantar, Jose	0.50	257.50	002	19932142
	CALL WITH A. SAGAT (ALVAREZ & MARSAL) RE: NETJETS AGREEMENTS.				
01/26/10	Griffiths, David	0.30	154.50	002	19952955
	REVIEW AND REPLY TO EMAIL FROM J. GANESH RE: ASSET SALE MOTION (.1); CALL WITH I. LEVY RE: DE MINIMIS ASSET SALE MOTION AND UPDATE EMAIL TO TEAM RE: SAME (.1); REVIEW EMAIL FROM V. VRON RE: SAME AND CALL WITH I. LEVY RE: SAME (.1).				
01/26/10	Alcantar, Jose	4.70	2,420.50	002	19939893
	MULTIPLE CALLS AND E-MAILS WITH R. TANNER OF NETJETS RE: FRACTIONAL OWNERSHIP AGREEMENTS (.7); CALLS WITH LATHAM RE: SAME (.1); CALLS AND EMAILS WITH V. VRON RE: SAME (.2); REVIEW PROPOSED AGREEMENTS (3.2); DRAFT PROPOSED LANGUAGE FOR INCLUSION (.5).				
01/27/10	Vron, Victoria	0.10	63.00	002	19976189
	REVIEW NETJETS AGREEMENT.				
01/27/10	Griffiths, David	0.20	103.00	002	19952921
	REVIEW EMAIL FROM I. LEVY RE: DE MINIMIS ASSET SALE MOTION AND FORWARD SAME TO R. LEMONS AND V. VRON (.1); VARIOUS EMAILS WITH V. VRON AND R. LEMONS AND RESPONDING TO I. LEVY (.1).				

ITEMIZED SERVICES - 78221.0007 - CHAPTER 11

DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
01/27/10	Alcantar, Jose REVIEW AND REVISE SALE DOCUMENTS (1.6); CORRESPOND WITH NETJETS RE: SAME (0.4); CORRESPOND WITH V. VRON RE: SAME (0.2).	2.20	1,133.00	002	20019820
01/28/10	Vron, Victoria RESPOND TO EMAIL RE: NETJETS.	0.10	63.00	002	19974399
01/29/10	Vron, Victoria REVIEW/REVISE NETJETS SALE DOCUMENTS (.8); RESPOND TO EMAIL RE: DE MINIMIS SALE ORDER (.1).	0.90	567.00	002	19976347
01/29/10	Griffiths, David AMEND DE MINIMIS ASSET SALE ORDER AND CIRCULATE SAME.	0.50	257.50	002	19953011
01/29/10	Griffiths, David REVIEW EMAIL FROM V. VRON RE: I. LEVEE EMAIL (.1); CONFIRM AGREEMENT RE: ASSET SALE ORDER TO SAME (.1); REVIEW FOLLOW-UP EMAIL FROM I. LEVEE AND EMAIL TO V. VRON (.1); REVIEW FOLLOW-UP EMAIL FROM I. LEVEE, FOLLOW-UP WITH V. VRON (.1); REVIEW EMAIL FROM V. VRON AND FOLLOW-UP EMAIL TO J. DUBOW RE: SAME (.1); RESPOND TO VOICEMAIL FROM A. SINGER RE: SAME (.1).	0.60	309.00	002	19953161
01/31/10	Vron, Victoria REVISE DE MINIMIS SALE ORDER.	0.10	63.00	002	19974596
SUBTOTAL TASK CODE 002 - ASSET DISPOSITIONS / 363 SALES:		32.30	\$ 17,658.50		
01/04/10	Vron, Victoria CALL WITH J. WHITMAN RE: FIRST DATA (.2); ATTEND TO EMAILS WITH E. STONE RE: SAME (.4).	0.60	378.00	003	20051144
01/07/10	Vron, Victoria CALL WITH FIRST DATA RE: CONTRACTS.	0.50	315.00	003	20051149
01/13/10	Alcantar, Jose CORRESPOND WITH FIRST DATA RE: REFERRAL AGREEMENT.	0.20	103.00	003	19902991
01/22/10	Lemons, Robert REVIEW MOTION SEEKING LIFTING OF AUTOMATIC STAY TO PAY RETAIL NOTE CLAIM (.2); EXCHANGE EMAILS WITH D. GRIFFITHS RE: SAME (.2).	0.40	312.00	003	19930565
01/22/10	Griffiths, David REVIEW DOCKET ENTRY 170 RELATED TO CLAIM TO LIFT AUTOMATIC STAY AND SEND SUMMARY EMAIL TO R. LEMONS.	0.20	103.00	003	19925711
SUBTOTAL TASK CODE 003 - AUTOMATIC STAY / ADEQUATE PROTECTION:		1.90	\$ 1,211.00		
01/04/10	Prindle, Kaitlin ATTEND TO DAILY DOCKET UPDATE AND CIRCULATE TO TEAM AND CLIENT.	0.30	60.00	005	19888568
01/05/10	Prindle, Kaitlin	0.30	60.00	005	19888516

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	ATTEND TO DAILY DOCKET UPDATE AND CIRCULATE TO TEAM AND CLIENT.				
01/06/10	Alcantar, Jose	1.00	515.00	005	19883355
	REVISE AND UPDATE WORK-IN-PROGRESS LIST.				
01/06/10	Prindle, Kaitlin	0.20	40.00	005	19906485
	ATTEND TO DAILY DOCKET UPDATE AND CIRCULATE TO TEAM AND CLIENT.				
01/07/10	Prindle, Kaitlin	0.20	40.00	005	19906490
	ATTEND TO DAILY DOCKET UPDATE AND CIRCULATE TO TEAM AND CLIENT.				
01/08/10	Prindle, Kaitlin	0.20	40.00	005	19888579
	ATTEND TO DAILY DOCKET UPDATE AND CIRCULATE TO TEAM AND CLIENT.				
01/14/10	Prindle, Kaitlin	0.30	60.00	005	19902581
	ATTEND TO DAILY DOCKET UPDATE AND CIRCULATE TO TEAM AND CLIENT.				
01/19/10	Prindle, Kaitlin	0.20	40.00	005	19983528
	ATTEND TO DAILY DOCKET UPDATE AND CIRCULATE TO TEAM AND CLIENT.				
01/20/10	Prindle, Kaitlin	0.60	120.00	005	19983787
	ATTEND TO DAILY DOCKET UPDATE AND CIRCULATE TO TEAM AND CLIENT (.2); REVIEW CRITICAL DATE PROVIDED BY RICHARDS LAYTON AND FINGER AND SEND OUT OUTLOOK CALENDAR REMINDERS FOR JANUARY DATES TO TEAM (.4).				
01/22/10	Prindle, Kaitlin	0.20	40.00	005	19983418
	ATTEND TO DAILY DOCKET UPDATE AND CIRCULATE TO TEAM AND CLIENT.				
01/25/10	Prindle, Kaitlin	0.20	40.00	005	19983422
	UPDATE DAILY DOCKET.				
01/26/10	Prindle, Kaitlin	1.50	300.00	005	19984137
	REVIEW CORRESPONDENCE, UPDATE PLEADINGS AND ORGANIZE FILES.				
01/27/10	Prindle, Kaitlin	0.20	40.00	005	19984083
	ATTEND TO DAILY DOCKET UPDATE AND CIRCULATE TO TEAM AND CLIENT.				
01/28/10	Prindle, Kaitlin	1.50	300.00	005	19984143
	REVIEW DOCKET FOR NEW CASE FILINGS (.3); REVIEW AND ORGANIZE CASE FILES AT DESK (1.2).				
01/29/10	Prindle, Kaitlin	0.40	80.00	005	19984215
	ATTEND TO DAILY DOCKET UPDATE AND CIRCULATE TO TEAM AND CLIENT.				
SUBTOTAL TASK CODE 005 - CASE ADMINISTRATION:		7.30	\$ 1,775.00		
01/11/10	Lemons, Robert	0.30	234.00	007	19900339
	CALL WITH LATHAM AND V. VRON RE: VARIOUS CASE STRATEGY ISSUES (.2); FOLLOW-UP RE: SAME (.1).				
01/12/10	Margolis, Steven	0.20	144.00	007	20053109

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	COORDINATE WITH R. LEMONS AND V. VRON RE: NOTIFICATION OF CREDITORS COMMITTEE.				
01/12/10	Zalenski, Walter	1.00	845.00	007	19993766
	TELEPHONE CONFERENCE WITH LATHAM RE: REGULATORY AND FDIC ISSUES (.6); SEND CAPITAL MAINTENANCE AGREEMENT OF JUNE 30 (.4).				
01/12/10	Lemons, Robert	1.60	1,248.00	007	19900334
	PARTICIPATE IN CALL WITH LATHAM AND V. VRON RE: VARIOUS ISSUES (1.0); FOLLOW UP CALLS AND EMAILS WITH M. GOLDSTEIN AND V. VRON RE: SAME (.2); REVIEW SAME (.4).				
01/12/10	Vron, Victoria	0.40	252.00	007	20051458
	CALL WITH R. LEMONS AND LATHAM RE: UCC'S INQUIRY (.2); CALL WITH R. LEMONS AND M. GOLDSTEIN RE: UCC'S INQUIRY (.2).				
01/13/10	Goldstein, Marcia	1.00	990.00	007	19934051
	PARTICIPATE IN CONFERENCE CALL WITH COMPANY RE: COMMITTEE PROTOCOL (.8); FOLLOW-UP WITH V. VRON (.2).				
01/13/10	Lemons, Robert	1.60	1,248.00	007	19901560
	CALL WITH TEAM RE: COMMITTEE COMMUNICATION ISSUES (.9); FOLLOW UP CALL AND MEETING WITH W. ROSOFF, M. GOLDSTEIN, AND V. VRON RE: SAME (.2); ATTEND PREMEETING WITH M. GOLDSTEIN RE: SAME (.2); CALL WITH W. ROSOFF RE: SAME (.3).				
01/13/10	Vron, Victoria	2.00	1,260.00	007	20051465
	CALL WITH A & M AND M. GOLDSTEIN RE: COMMITTEE PROTOCOL (.5); CALL WITH ADVANTA AND M. GOLDSTEIN RE: SAME (.9); CALL WITH M. GOLDSTEIN AND R. LEMONS RE: SAME (.4); FOLLOW UP RE: SAME (.2).				
01/14/10	Lemons, Robert	1.00	780.00	007	19930196
	PARTICIPATE IN CALL WITH W. ROSOFF RE: COMMITTEE REQUESTS (.6); EMAIL WITH M. GOLDSTEIN RE: SAME (.2); CALL WITH J. BONDI RE: SAME (.2).				
01/14/10	Vron, Victoria	0.20	126.00	007	20051968
	PARICIPATE IN CALL WITH LATHAM RE: PENDING MATTERS.				
01/19/10	Zalenski, Walter	1.10	929.50	007	19995087
	ADDRESS INQUIRIES FROM LATHAM RE: REGULATORY ISSUES WITH SUBSIDIARY BANKS.				
01/19/10	Vron, Victoria	0.10	63.00	007	20051976
	EMAIL CLIENT RE: CONVERSATION WITH LATHAM.				
01/20/10	Zalenski, Walter	0.80	676.00	007	20051142
	RESPOND TO INQUIRIES FROM LATHAM RE: SETTLEMENT DISCUSSIONS WITH FDIC.				
01/22/10	Goldstein, Marcia	0.30	297.00	007	19942003
	REVIEW COMMITTEE PROTOCOL.				
01/26/10	Goldstein, Marcia	0.30	297.00	007	19982682
	EMAILS WITH R. LEMONS RE: COMMITTEE PROTOCOL.				
01/26/10	Zalenski, Walter	0.30	253.50	007	19994943
	CALL FROM LATHAM RE: TEMPORARY RESTRAINING ORDER STATUS.				

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
01/27/10	Goldring, Stuart EMAIL EXCHANGES WITH V. VRON AND OTHERS RE: UPCOMING COMMITTEE MEETING (.2); AND PREPARE FOR SAME (.5).	0.70	693.00	007	19942847
01/27/10	Vron, Victoria CALL WITH LATHAM, FTI, ALVAREZ & MARSAL AND WEIL TO PREPARE FOR 1/28 UCC MEETING (1.0); CALL WITH ALVAREZ & MARSAL AND J. DUBOW AND R. LEMONS TO UPDATE ON SAME (.5).	1.50	945.00	007	20053035
01/28/10	Goldstein, Marcia CONFER WITH V. VRON R. LEMONS RE: COMMITTEE MEETING UPDATE (.2); REVIEW SAME (.3).	0.50	495.00	007	19981833
01/28/10	Goldstein, Marcia PRE MEETING WITH ALVAREZ AND MARSAL AND CLIENT RE: UCC MEETING.	1.20	1,188.00	007	19981540
01/28/10	Goldstein, Marcia ATTEND UCC MEETING.	1.70	1,683.00	007	19981541
01/28/10	Goldring, Stuart MEETING WITH TEAM, W. ROSOFF, J. DUBOW, P. BROWNE, AND ALVAREZ & MARSAL IN PREPARATION FOR CREDITORS COMMITTEE MEETING (1.0); ATTEND CREDITORS COMMITTEE MEETING (5.7); AND FOLLOW-UP (.3).	7.00	6,930.00	007	19967821
01/28/10	Lemons, Robert PREPARE FOR AND ATTEND MEETING WITH CREDITORS' COMMITTEE AND PREMEETING WITH ADVANTA, J. BONDI, A. SAGAT AND TEAM RE: SAME (8.5); FOLLOW UP MEETING WITH M. GOLDSTEIN AND V. VRON RE: SAME (.2).	8.70	6,786.00	007	19973814
01/28/10	Vron, Victoria PREPARE FOR MEETING WITH UCC (.5); ATTEND PRE-MEETING WITH CLIENT AND PROFESSIONALS (1.0); ATTEND UCC MEETING WITH CLIENT AND PROFESSIONALS TO UPDATE UCC ON VARIOUS ISSUES (5.8); CONFER WITH M. GOLDSTEIN AND R. LEMONS RE: THE UCC MEETING (.7).	8.00	5,040.00	007	19975321
01/29/10	Goldstein, Marcia REVIEW AND RESPOND TO EMAILS RE: COMMITTEE PROTOCOL.	0.30	297.00	007	19981688
01/29/10	Zalenski, Walter ADDRESS BANK REGULATORY INQUIRIES FROM COMMITTEE (.7); TELEPHONE CONFERENCE WITH R. MESSINEO RE: SAME (.2).	0.90	760.50	007	19995257
01/29/10	Lemons, Robert CALL WITH LATHAM, FTI, J. BONDI AND A. SAGAT RE: COMMITTEE REQUESTS (.9); CALL WITH R. MESSINEO RE: SAME (.2); FOLLOW UP CALL WITH J. BONDI AND V. VRON RE: SAME (.1); FOLLOW UP MEETING WITH V. VRON RE: SAME (.2).	1.40	1,092.00	007	19972639
01/29/10	Vron, Victoria CALL WITH PROFESSIONALS TO FOLLOW UP ON UCC MEETING (1.3); CONFER WITH R. LEMONS RE: RESEARCH ISSUES (.2).	1.50	945.00	007	19976037
01/30/10	Goldstein, Marcia REVIEW COMMITTEE EMAIL FROM LEMONS RE: SAME.	0.30	297.00	007	19982781
01/30/10	Lemons, Robert	0.50	390.00	007	19973963

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
REVIEW DRAFT COMMITTEE PROTOCOL AND SEND EMAIL TO ADVANTA MANAGEMENT RE: SAME.					
SUBTOTAL TASK CODE 007 - COMMITTEE ISSUES / MEETINGS / COMMUNICATIONS:		46.40	\$ 37,184.50		
01/21/10	Pohl, Joshua	1.10	605.00	009	19925414
CONFER WITH CLIENT AND WEIL ADVANTA TEAM RE: CREDITOR ISSUES.					
SUBTOTAL TASK CODE 009 - CUSTOMER / VENDOR / CREDITOR ISSUES:		1.10	\$ 605.00		
01/05/10	Margolis, Steven	0.80	576.00	011	19991645
ATTEND TO CORRESPONDENCE AND CONFERENCES WITH J. PLAVNER AND J. DORSCH RE: DEPARTMENT OF LABOR.					
01/05/10	Alcantar, Jose	0.30	154.50	011	19883052
CALL WITH J. GANESH RE: EMPLOYEE ISSUES (.1); DRAFT MEMORANDUM TO J. PLAVNER RE: SAME (.2).					
01/06/10	Margolis, Steven	0.90	648.00	011	19991218
CONFERENCES WITH J. DORSCH RE: DEPARTMENT OF LABOR (.6); REVIEW LETTER PREPARED BY M. KAM RE: SAME (.3).					
01/06/10	Alcantar, Jose	0.50	257.50	011	19883965
CONFER WITH V. VRON AND J. GANESH RE: "INSIDER" ISSUE.					
01/06/10	Alcantar, Jose	3.80	1,957.00	011	19884212
CALL WITH COMPANY AND ALVAREZ & MARSAL (.9); RESEARCH "INSIDER" UNDER THE CODE (2.1); DRAFT MEMORANDUM RE: SAME (.8).					
01/07/10	Margolis, Steven	0.70	504.00	011	19991088
CONFER WITH J. DORSCH RE: ESOP AND DEPARTMENT OF LABOR (.2); REVIEW DOCUMENTS FROM DEPARTMENT OF LABOR AND ADVANTA RE: SAME (.5).					
01/08/10	Goldstein, Marcia	0.60	594.00	011	19900092
TELEPHONE CONFERENCE WITH W. ROSOFF RE: EMPLOYEE ISSUES.					
01/08/10	Margolis, Steven	0.30	216.00	011	19991946
CONFER WITH J. DORSCH RE: ESOP AND DEPARTMENT OF LABOR ISSUES.					
01/11/10	Kam, Michael	0.40	360.00	011	19915939
CALL WITH J. DORSCH RE: ESOP.					
01/11/10	Margolis, Steven	0.90	648.00	011	19994794
REVIEW DOCUMENTS FROM J. DORSCH RE: ADVANTA ESOP AND DEPARTMENT OF LABOR (.6); REVIEW CORRESPONDENCE WITH J. DUBOW AND J. DORSCH RE: ESOP AND DEPARTMENT OF LABOR (.3).					
01/11/10	Vron, Victoria	0.10	63.00	011	20051450
CALL WITH J. PLAVIN RE: SEVERANCE ISSUES.					
01/12/10	Kam, Michael	1.00	900.00	011	19915938

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	DISCUSS ESOP WITH S. MARGOLIS (.2); TELEPHONE CONFERENCE WITH J. DORSCH AND S. MARGOLIS RE: ESOP (.2); CONFERENCE CALL WITH J. DUBOW, J. DORSC AND S. MARGOLIS RE: SAME (.2); REVIEW SAME (.4).				
01/12/10	Margolis, Steven	4.20	3,024.00	011	19995072
	CONFERENCES AND CORRESPONDENCE WITH CLIENT AND TEAM RE: RESEARCH ON ESOP TERMINATION, AMENDMENT IN CONNECTION WITH HEART ACT, DISTRIBUTION AND LIQUIDATION OF ESOP SHARES (2.1); REVISE LETTER FROM J. DUBOW TO DEPARTMENT OF LABOR (2.1).				
01/12/10	Coursant, Caroline	4.20	2,793.00	011	19951567
	DRAFT BOARD RESOLUTION FOR TERMINATION OF ESOP (1.3); ATTEND MEETING WITH S. MARGOLIS RE: SAME (.5); REVIEW FIDUCIARY LETTER (.5); PROVIDE COMMENTS ON LETTER (.4); ATTEND CONFERENCE CALL RE: ESOP TERMINATION (1.2); ATTEND CALL WITH S. BOWERS RE: ESOP AMENDMENT (.3).				
01/12/10	Lemons, Robert	0.50	390.00	011	19900342
	REVIEW ESOP LETTER (.3); EXCHANGE EMAILS RE: SAME WITH S. MARGOLIS (.2).				
01/14/10	Kam, Michael	0.80	720.00	011	19915950
	TELEPHONE FROM J. DORSCH (.1); TELEPHONE FROM J. DORSCH AND S. BARROWS RE: DEPARTMENT OF LABOR ISSUE (.5); DISCUSS WITH S. MARGOLIS (.2).				
01/14/10	Coursant, Caroline	2.50	1,662.50	011	19907737
	ATTEND CONFERENCE CALL RE: ESOP FIDUCIARY ISSUE (.7); REVISE RESOLUTIONS (.8); DISCUSS ISSUE OF FORFEITURE ALLOCATION AND PARTIAL TERMINATION (.2); ATTEND CALL RE: CORPORATE OWNED LIFE INSURANCE POLICY (.8).				
01/14/10	Lemons, Robert	0.80	624.00	011	19930573
	PARICIPATE IN CALL WITH J. DUBOW, J. PLAVNER, M. KAM, AND S. MARGOLIS RE: ESOP.				
01/15/10	Coursant, Caroline	1.00	665.00	011	19907759
	ATTEND CONFERENCE CALL WITH S. MARGOLIS RE: SEIP.				
01/15/10	Lemons, Robert	0.80	624.00	011	19930369
	CALL WITH CLIENT AND TEAM RE: EMPLOYEE ISSUES.				
01/15/10	Vron, Victoria	1.00	630.00	011	19915138
	CALL WITH CLIENT, R. LEMONS AND S. MARGOLIS RE: INSURANCE POLICY ISSUES (.5); REVIEW EMAILS RE: SAME (.5).				
01/15/10	Alcantar, Jose	0.60	309.00	011	19929196
	CORRESPOND WITH V. VRON AND R. LEMONS RE: EMPLOYEE WAGE/BENEFITS MOTION (.2); REVIEW MOTION AND INTERIM ORDER (.4).				
01/19/10	Margolis, Steven	0.30	216.00	011	19984282
	CONFER WITH J. DORSCH RE: S. COOPER ISSUE RE: ALLOCATION OF FORFEITURES (2004) IN ESOP.				
01/19/10	Margolis, Steven	0.40	288.00	011	19983546
	CORRESPOND WITH J. PLAVNER RE: SEIP PAYMENTS (.2); CORRESPOND WITH R. LEMONS RE: SAME (.2).				
01/19/10	Margolis, Steven	0.80	576.00	011	19983549
	REVIEW E. YATES CLASS ACTION (.6); CORRESPOND WITH N. PAPPAS RE: FIDUCIARY CONCERNS (.2).				

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01/19/10	Margolis, Steven	2.80	2,016.00	011	19983545
	CONFERENCES AND CORRESPOND WITH J. DORSCH AND S. BOWERS RE: ESOP AMENDMENTS, TERMINATION AND BOARD RESOLUTIONS (.9); REVIEW AND REVISE RESPONSE LETTER TO DEPARTMENT OF LABOR RE: APPOINTMENT OF INDEPENDENT COUNSEL AND INDEPENDENT FIDUCIARY AND REVIEW AND REVISE BOARD RESOLUTIONS (1.2); CORRESPOND WITH J. DUBOW, J. DORSCH AND R. LEMONS RE: BOARD MEETING AND APPROVAL OF ESOP TERMINATION, REVIEW LETTER TO DEPARTMENT OF LABOR (.7).				
01/19/10	Lemons, Robert	0.20	156.00	011	19930790
	REVIEW DRAFT LETTER TO DEPARTMENT OF LABOR.				
01/19/10	Vron, Victoria	1.30	819.00	011	19936158
	CALL WITH J. ALCANTAR RE: SEVERANCE PLAN RESEARCH (.1); RESPOND TO EMAIL FROM ALVAREZ & MARSAL RE: CORPORATE OWNED LIFE INSURANCE POLICY AND PRINTED OUT MATERIALS RE: SAME (.5); SEND EMAILS TO GROUP RE: COMPARISON SEVERANCE PLANS (.3); CALL WITH C. TSENG RE: SEVERANCE PLANS IN OTHER CASES (.3); REVIEW EMAIL FROM S. MARGOLIS RE: EMPLOYMENT PLAN PAYMENTS (.1).				
01/19/10	Alcantar, Jose	0.60	309.00	011	19929084
	CORRESPOND WITH V. VRON RE: SEVERANCE (.1); RESEARCH RE: SAME (.5).				
01/19/10	Alcantar, Jose	0.60	309.00	011	19929086
	CORRESPOND WITH V. VRON (.2) AND J. PLAVNER (.4) RE: CHARITABLE GIFT MATCHING PROGRAM.				
01/20/10	Goldstein, Marcia	0.50	495.00	011	19942149
	REVIEW EMAILS FROM V. VRON, J. BONDI AND R. LEMONS RE: EMPLOYEE ISSUES.				
01/20/10	Goldstein, Marcia	1.00	990.00	011	19942146
	TELEPHONE CONFERENCE WITH W. ROSOFF RE: EMPLOYEE ISSUES AND LIQUIDATION PLAN.				
01/20/10	Goldstein, Marcia	1.50	1,485.00	011	19942145
	CONFERENCE CALL WITH TEAM AND ALVAREZ & MARSAL RE: EMPLOYEE ISSUES (1.3); CALL WITH M. KAM AND S. MARGOLIS RE: SAME (.2).				
01/20/10	Margolis, Steven	0.40	288.00	011	19984220
	CONFER WITH J. DORSCH RE: LETTER TO DEPARTMENT OF LABOR AND REVISIONS TO SAME.				
01/20/10	Margolis, Steven	2.60	1,872.00	011	19984219
	REVIEW CORRESPONDENCE FROM J. BONDI RE: SEVERANCE, BONUS AND RETENTION PAYMENTS (.4); CONFER WITH M. KAM RE: SAME (.3); REVIEW EXISTING SEVERANCE PLANS AND 14A PROXY RE: BONUS AND SEVERANCE PAYMENTS (.5); CONFER WITH TEAM AND J. BONDI RE: SAME (1.1); CORRESPONDENCE WITH M. KAM AND V. VRON RE: SEVERANCE PAYMENTS AND PRE-PETITION V. POST-PETITION (.3).				
01/20/10	Coursant, Caroline	3.70	2,460.50	011	19951629
	REVIEW SEVERANCE PLANS (1.1); ATTEND CONFERENCE CALL RE: SEVERANCE PLANS (.8); ATTEND MEETING WITH S. MARGOLIS RE: SAME (.2); REVIEW SEIP RE: TERMINATION ISSUE (.8); DRAFT EMAIL RE: TERMINATION SEIP (.8).				
01/20/10	Lemons, Robert	2.20	1,716.00	011	19930590
	CALLS AND MEETINGS WITH J. BONDI, A. SAGAT AND TEAM RE: EMPLOYEE BONUS PLANS (2.0); CALL WITH J. DUBOW, J. DORSCH, M. KAM AND S. MARGOLIS RE: BOARD CALL (.2).				
01/20/10	Vron, Victoria	2.90	1,827.00	011	19936259

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	REVIEW SUMMARIES OF SEVERANCE PLANS (.5); REVIEW PROPOSED SEVERANCE OPTIONS (.3); CALL WITH J. BONDI, A. SAGAT AND TEAM RE: SEVERANCE PLAN (1.5); CONFER WITH M. GOLDSTEIN AND R. LEMONS RE: SAME (.2); EMAILS WITH ERISA TEAM RE: SEIP (.4).				
01/20/10	Alcantar, Jose	2.30	1,184.50	011	19929090
	REVIEW E-MAILS FROM M. KAM (.1), S. MARGOLIS (.1), AND V. VRON (.3) RE: SEVERANCE; RESEARCH RE: SAME (1.1); DRAFT SHORT MEMORANDUM TO V. VRON RE: SAME (.7).				
01/21/10	Margolis, Steven	0.40	288.00	011	19983817
	CORRESPONDENCE WITH V. VRON, A. SAGAT AND OTHERS RE: CORPORATE OWNED LIFE INSURANCE POLICY ISSUES AND ABILITY TO TERMINATE COVERAGE (.2); REVIEW SAME (.2).				
01/21/10	Margolis, Steven	0.60	432.00	011	19983802
	REVIEW AND RESPOND TO QUESTIOSN FROM J. PLAVNER RE: ABILITY TO MAKE SEIP PAYMENTS (.4); CORRESPOND WITH R. LEMONS RE: SAME (.2).				
01/21/10	Margolis, Steven	1.70	1,224.00	011	19983525
	PREPARE FOR AND CALL IN TO BOARD MEETING FOR TERMINATION OF ESOP (1.0); CONFERENCE WITH R. LEMONS AND C. COURSAINT RE: SAME (.2); CONFER WITH J. DORSCH RE: DEPARTMENT OF LABOR AND WRAP-UP OF BAORD MEETING (.5).				
01/21/10	Margolis, Steven	2.20	1,584.00	011	19983594
	REVIEW DOCUMENTATION FOR PROPOSED SEVERANCE PLAN AND RELATED ISSUES FROM A. SAGAT AND J. BONDI (.8); CONFER WITH R. LEMONS AND V. VRON RE: SEVERANCE ISSUES (.2); CONFER WITH ALVAREZ & MARSAL, WGM AND ADVANTA TEAMS RE: SEVERANCE ISSUES (1.2).				
01/21/10	Coursant, Caroline	4.50	2,992.50	011	19951561
	ATTEND CONFERENCE CALL RE: BOARD OF DIRECTORS MEETING RE: TRUSTEE (1.3) AND ESOP; RESEARCH ISSUE SEIP TERMINATION (1.0); ATTEND CALL WITH CLIENT RE: SEIP TERMINATION (1.2); ATTEND MEETING WITH S. MARGOLIS RE: BONUS (.2); ATTEND CALL RE: BONUS AND SEVERANCE (.8).				
01/21/10	Lemons, Robert	2.40	1,872.00	011	19930843
	BOARD CALL RE: ESOP (.8); CALL WITH ADVANTA AND ALVAREZ & MARSAL RE: SEVERANCE PLAN AND PREPARATION (1.4); FOLLOW UP MEETINGS WITH M. GOLDSTEIN AND V. VRON RE: SAME (.2).				
01/21/10	Vron, Victoria	0.10	63.00	011	20052161
	SEND EMAILS TO ALVAREZ & MARSAL AND TEAM RE: CORPORATE OWNED LIFE INSURANCE POLICY.				
01/21/10	Vron, Victoria	1.90	1,197.00	011	19944331
	CALL WITH TEAM, ALVAREZ & MARSAL AND ADVANTA RE: POSTPETITION SEVERANCE (1.1); REVIEW SEVERANCE PLAN DOCUMENTS AND EMAILS RE: SEVERANCE PLAN (.8).				
01/22/10	Margolis, Steven	0.40	288.00	011	19983808
	CORRESPOND WITH J. PLAVNER RE: SEIP PAYMENTS AND FOLLOW-UP RE: SAME.				
01/22/10	Margolis, Steven	0.60	432.00	011	19983812
	CONFER AND CORRESPOND WITH J. DORSCH RE: ESOP ISSUES AND DEPARTMENT OF LABOR.				
01/22/10	Margolis, Steven	1.40	1,008.00	011	19983809
	REVIEW CORPORATE OWNED LIFE INSURANCE POLICY DOCUMENTATION FROM ALVAREZ & MARSAL (1.2); CORRESPOND WITH V. VRON, A. SAGAT AND ALVAREZ & MARSAL RE: N. BACON LETTER AND CORPORATE OWNED LIFE INSURANCE POLICY CONTRACTS (.2).				
01/22/10	Coursant, Caroline	0.30	199.50	011	19951228

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	DISCUSS WITH S. MARGOLIS RE: DEPARTMENT OF LABOR LETTER, BOARD RESOLUTION AND SEIP.				
01/23/10	Vron, Victoria	0.10	63.00	011	19936205
	ATTEND TO EMAILS RE: CORPORATE OWNED LIFE INSURANCE POLICY ISSUES.				
01/24/10	Lemons, Robert	0.40	312.00	011	19930295
	REVIEW SUMMARIES OF D. ALTER AND W. ROSOFF EMPLOYMENT BENEFITS.				
01/25/10	Margolis, Steven	0.60	432.00	011	19983260
	REVIEW ISSUES RE: SALE OF ESOP SHARES AND NOL ORDER (.4); CONFER WITH S. GOLDRING RE: SAME (.2).				
01/25/10	Margolis, Steven	2.70	1,944.00	011	19983256
	REVIEW CORPORATE OWNED LIFE INSURANCE POLICY DOCUMENTATION AND PREPARE FOR CONFERENCE WITH ALVAREZ & MARSAL AND V. VRON RE: CORPORATE OWNED LIFE INSURANCE POLICY ISSUES.				
01/25/10	Lemons, Robert	0.60	468.00	011	19972360
	CALL WITH ALVAREZ & MARSAL, V. VRON, AND S. MARGOLIS RE: CORPORATE OWNED LIFE INSURANCE POLICY ISSUES (.4); CALL WITH J. PLAVNER AND V. VRON RE: EMPLOYEE LOAN ISSUE (.2).				
01/25/10	Vron, Victoria	0.80	504.00	011	20053030
	CALL WITH ERISA TEAM AND ALVAREZ & MARSAL RE: CORPORATE OWNED LIFE INSURANCE POLICY (.4); CALL WITH J. PLAVNER AND R. LEMONS RE: EMPLOYEE MATTER (.2); CALL WITH J. ALCANTAR RE: SAME (.2).				
01/26/10	Margolis, Steven	0.60	432.00	011	19983321
	REVIEW CORRESPONDENCE AND REPLY TO J. PLAVNER RE: DEPARTMENT OF LABOR AND CORRESPOND WITH J. DORSCH RE: SAME.				
01/26/10	Margolis, Steven	0.60	432.00	011	19983324
	CONFER WITH L. MILLER RE: CORPORATE OWNED LIFE INSURANCE POLICY ISSUES AND REVIEW DOCUMENTATION RE: SAME.				
01/27/10	Margolis, Steven	0.40	288.00	011	19983737
	CONFER WITH J. DORSCH RE: ESOP ISSUES AND DEPARTMENT OF LABOR.				
01/27/10	Margolis, Steven	1.20	864.00	011	19983690
	CORRESPOND RE: CORPORATE OWNED LIFE INSURANCE POLICY ISSUES WITH V. VRON AND L. MILLER RE: CORPORATE OWNED LIFE INSURANCE POLICY ISSUES (.2); REVIEW DOCUMENTATION FOR SAME AND REVIEW CORPORATE OWNED LIFE INSURANCE POLICY DOCUMENTATION (1.0).				
01/29/10	Margolis, Steven	0.30	216.00	011	19983842
	REVIEW NEW DOCUMENTATION FROM ADVANTA RE: ESOP AMENDMENT AND RESOLUTIONS.				
01/29/10	Margolis, Steven	0.60	432.00	011	19983840
	REVIEW AND RESPOND TO CORRESPONDENCE RE: ESOP AND SEC 13G FILING ISSUES.				
SUBTOTAL TASK CODE 011 - EMPLOYEE / ERISA / BENEFITS ISSUES:		76.20	\$ 53,293.50		
01/22/10	Vron, Victoria	0.10	63.00	012	20053026

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CALL WITH J. ALCANTAR RE: EXCLUSIVITY EXTENSION MOTION.					
SUBTOTAL TASK CODE 012 - EXCLUSIVITY:		0.10	\$ 63.00		
01/04/10	Gold, Simeon	3.00	2,970.00	015	19882730
PREPARATION FOR CONFERENCE WITH WEIL TEAM (1.6); CONFERENCE CALL WITH CLIENTS AND WEIL TEAM RE: CASE STRATEGY (1.4).					
01/04/10	Goldstein, Marcia	1.40	1,386.00	015	19896829
CALL WITH CLIENTS AND WEIL TEAM RE: CASE STRATEGY.					
01/04/10	Messineo, Robert	2.00	1,900.00	015	19972396
MEET WITH CLIENT AND WEIL TEAM RE: CASE STRATEGY (1.4); FOLLOW -UP RE: SAME (.6).					
01/04/10	Bloch, Matthew	1.80	1,620.00	015	19878223
PARTICIPATE IN CONFERENCE CALL WITH CLIENT AND WEIL TEAM RE: CASE STRATEGY (1.4); FOLLOW -UP RE: SAME (.4).					
01/04/10	Nocco, Frank	1.50	1,387.50	015	19949296
RESEARCH WITH W. ROSOFF AND J. DUBOW QUESTIONS RE: SUBORDINATE NOTES.					
01/04/10	Vron, Victoria	0.30	189.00	015	20051143
REVIEW AND REVISE DRAFT LETTER TO INVESTMENT NOTE HOLDERS.					
01/05/10	Goldstein, Marcia	0.20	198.00	015	19900284
REVIEW EMAILS FROM B. TRUST, ET AL RE: BANK OF AMERICA.					
01/05/10	Goldstein, Marcia	0.50	495.00	015	19900268
PARTICIPATE IN TELEPHONE CONFERENCE WITH F. NOCCO.					
01/05/10	Goldstein, Marcia	0.70	693.00	015	19900269
ATTEND CONFERENCE CALL/MEETING WITH M. SCHILLER, F. NOCCO AND J. DEDYO RE: POTENTIAL LITIGATION (.2); PREPARE FOR SAME (.5).					
01/05/10	Schiller, Miranda	0.80	692.00	015	19976366
MEET WITH F. NOCCO, J. DEDYO AND A. SWARTZ RE: POTENTIAL LITIGATION.					
01/05/10	Nocco, Frank	0.40	370.00	015	20142999
CALL WITH M. GOLDSTEIN TO DISCUSS J. DUBOW QUESTIONS RE: SUBORDINATED NOTES (.2); MEET WITH A. SWARTZ, J. DEDYO, M. SCHILLER AND M. GOLDSTEIN TO DISCUSS SAME (.2).					
01/05/10	Dedyo, John	1.10	990.00	015	19993705
MEET WITH WGM TEAM RE: POTENTIAL LITIGATION (.5); PREPARE FOR SAME (.6).					
01/05/10	Swartz, Alexander	3.20	1,760.00	015	19965326
MEET RE: J. DUBOW'S QUESTIONS ON PAYMENTS WITH M. SCHILLER, F. NOCCO AND J. DEDYO (.2); REVIEW AND OBTAIN DOCUMENTS IN PREPARATION FOR MEETING (3.0).					
01/06/10	Goldstein, Marcia	0.30	297.00	015	19900219
REVIEW EMAILS RE: BANK OF AMERICA INTEREST.					

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01/06/10	Vron, Victoria REVIEW AND REVISE 8K RE: LIQUIDATION AND EMAIL SAME TO TEAM FOR COMMENT.	0.20	126.00	015	20143744
01/06/10	Vron, Victoria REVIEW EMAIL FROM ADVANTA RE: 2015.3 REPORT AND ATTEND TO SAME (.2); CALL WITH ADVANTA RE: 2015.3 REPORT (.6).	0.80	504.00	015	20051145
01/07/10	Goldstein, Marcia CONFER WITH V. VRON (.2).	0.20	198.00	015	19900173
01/07/10	Goldstein, Marcia REVIEW AND RESPOND TO EMAILS FROM V. VRON RE: CASE.	0.30	297.00	015	19900174
01/07/10	Vron, Victoria REVIEW FEDEX AGREEMENT AND EMAIL E. STONE RE: SAME (.4); CALL WITH CLIENT RE: PENDING MATTERS (.4); RESPOND TO EMAILS FROM CLIENT THROUGHOUT DAY (1.3).	2.10	1,323.00	015	19893049
01/08/10	Goldstein, Marcia CONFERENCE CALL WITH F. NOCCO, M. SCHILLER AND J. DUBOW RE: POTENTIAL CLAIM.	1.00	990.00	015	19900203
01/08/10	Schiller, Miranda CALL WITH J. DUBOW, F. NOCCO, M. GOLDSTEIN, A. SWARTZ RE: POTENTIAL CLAIM (.2); PREPARE FOR SAME (.5).	0.70	605.50	015	19976070
01/08/10	Nocco, Frank CONFERENCE CALL WITH M. SCHILLER, J. DEDYO, A. SWARTZ, M. GOLDSTEIN TO DISCUSS J. DUBOW QUESTIONS RE: SUB D NOTES (.2); RESEARCH RE: QUESTIONS (2.1).	2.30	2,127.50	015	19948678
01/09/10	Vron, Victoria REVIEW BANK OF NEW YORK MELLON'S DRAFT LETTER TO NOTE HOLDERS.	0.20	126.00	015	19892833
01/10/10	Vron, Victoria EMAIL ADVANTA RE: BANK OF NEW YORK MELLON'S NOTICE TO HOLDERS (.3); EMAIL BANK OF NEW YORK RE: GUARANTEE AGREEMENT (.2); EMAIL J. ALCANTAR RE: COMPANY QUESTIONS (.1).	0.60	378.00	015	19892791
01/11/10	Lemons, Robert REVIEW NOTICE OF SENIOR NOTES TRUSTEE (.2); CONFER WITH V. VRON RE: SAME (.2).	0.40	312.00	015	19900316
01/11/10	Lemons, Robert MEET WITH V. VRON RE: VARIOUS CASE MATTERS.	0.90	702.00	015	19900313
01/11/10	Vron, Victoria CALL WITH J. ALCANTAR RE: 9019 MOTION.	0.10	63.00	015	20051451
01/11/10	Vron, Victoria RESPOND TO VARIOUS EMAILS THROUGHOUT DAY.	0.60	378.00	015	19915093
01/11/10	Vron, Victoria MEETING WITH R. LEMONS RE: OPEN ITEMS (.2); REVIEW SAME (.7).	0.90	567.00	015	20058305
01/11/10	Griffiths, David	0.10	51.50	015	19896356

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	OBTAIN CAPITAL MAINTENANCE AGREEMENT FOR V. VRON.				
01/11/10	Griffiths, David	0.10	51.50	015	19896357
	SEND VARIOUS EMAILS TO V. VRON RE: TRUST PREFERRED SUBORDINATION.				
01/11/10	Alcantar, Jose	0.60	309.00	015	19902986
	REVISE CHALNICK 9019 MOTION (.5) AND CORRESPOND WITH R. LEMONS RE: SAME (.1).				
01/12/10	Goldstein, Marcia	0.20	198.00	015	19902934
	FOLLOW-UP CALL WITH R. LEMONS AND V. VRON RE: CASE.				
01/12/10	Lemons, Robert	0.20	156.00	015	20053037
	ATTEND PREMEETING WITH V. VRON RE: SAME.				
01/12/10	Lemons, Robert	0.40	312.00	015	19900341
	REVIEW MOTION TO APPROVE SETTLEMENT OF INTELLECTUAL PROPERTY ISSUE (.2); MEET WITH V. VRON RE: SAME (.2).				
01/12/10	Lemons, Robert	1.20	936.00	015	19900353
	CALL WITH CLIENT AND TEAM RE: VARIOUS ISSUES.				
01/12/10	Vron, Victoria	0.50	315.00	015	19915372
	REVIEW CORRESPONDENCE FROM CLIENT AND FOLLOW-UP RE: SAME.				
01/12/10	Vron, Victoria	0.70	441.00	015	20058309
	RESPOND TO VARIOUS EMAILS THROUGHOUT DAY FROM CLIENT RE: OPEN MATTERS.				
01/12/10	Vron, Victoria	0.80	504.00	015	20058310
	CONFER WITH R. LEMONS THROUGHOUT DAY RE: PENDING MATTERS.				
01/12/10	Vron, Victoria	1.20	756.00	015	20058311
	PARTICIPATE IN CALL WITH ADVANTA TO DISCUSS PENDING MATTERS.				
01/13/10	Goldstein, Marcia	0.50	495.00	015	19934061
	PARTICIPATE IN CONFERENCE CALL WITH J. BONDI AND V. VRON.				
01/13/10	Vron, Victoria	1.70	1,071.00	015	19915491
	EMAIL BANK OF NEW YORK COUNSEL RE: NOTICE TO HOLDERS (.2); EMAIL A. SAGAT RE: INTEREST ISSUES (.2); REVIEW AND REVISE LETTER IN RESPONSE TO NOTEHOLDER (.3); RESPOND TO EMAILS FROM CLIENT/TEAM THROUGHOUT DAY (1.0).				
01/14/10	Goldstein, Marcia	0.40	396.00	015	19933989
	MEET WITH R. LEMONS RE: UCC ISSUES (.2); FOLLOW-UP RE: SAME (.2).				
01/14/10	Lemons, Robert	0.50	390.00	015	19930833
	PARICIPATE IN COORDINATION CALL WITH J. DUBOW, J. BONDI AND A. SAGAT.				
01/14/10	Vron, Victoria	0.50	315.00	015	20051967
	ATTEND TO BANK OF NEW YORK'S REQUEST TO DISTRIBUTE NOTICES TO NOTEHOLDERS (.2); REVIEW UCC'S REVISE RETENTION ORDERS (.3).				

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01/14/10	Vron, Victoria	0.60	378.00	015	19915286
	RESPOND TO EMAILS THROUGHOUT DAY FROM CLIENT AND TEAM.				
01/15/10	Vron, Victoria	0.30	189.00	015	19915075
	RESPOND TO EMAILS FROM CLIENT THROUGHOUT DAY.				
01/15/10	Vron, Victoria	0.60	378.00	015	20051971
	ATTEND TO DISTRIBUTION OF BANK OF NEW YORK NOTICE TO NOTEHOLDERS.				
01/17/10	Goldstein, Marcia	0.20	198.00	015	19941756
	REVIEW AND RESPOND TO EMAILS FROM V. VRON RE: CASE.				
01/19/10	Lemons, Robert	1.40	1,092.00	015	19930789
	MEET WITH V. VRON RE: CASE STRATEGY AND STATUS (.2); CALL WITH J. BONDI AND A. SAGAT RE: SAME (.3); CALL WITH J. DUBOW, P. BROWNE, J. BONDI AND A. SAGAT RE: CASE STATUS AND STRATEGY (.7); FOLLOW UP MEETING WITH V. VRON RE: SAME (.2).				
01/19/10	Vron, Victoria	0.30	189.00	015	20051974
	PARTICIPATE IN WEEKLY UPDATE CALL WITH ADVANTA.				
01/19/10	Vron, Victoria	0.40	252.00	015	20058313
	PREPARE LETTER TO CLIENT RE: INCREASE IN FEES.				
01/19/10	Vron, Victoria	0.60	378.00	015	19936126
	CONFER WITH R. LEMONS RE: TIMELINE AND VARIOUS OPEN MATTERS (.6); PREPARE CONTACT LIST FOR MAYER BROWN (.4); PREPARE LETTER TO CLIENT RE: INCREASE IN FEES (.4); CALL WITH A. SAGAT RE: TIMELINE (.2).				
01/19/10	Vron, Victoria	0.60	378.00	015	20058314
	CONFER WITH R. LEMONS RE: TIMELINE AND VARIOUS OPEN MATTERS.				
01/20/10	Vron, Victoria	0.30	189.00	015	19936221
	REVIEW AND RESPOND TO EMAIL FROM ADVANTA RE: CLAIMS OF NOTEHOLDERS.				
01/20/10	Vron, Victoria	0.30	189.00	015	20051978
	REVIEW AND REVISE V. VRON PRO HAC APPLICATION.				
01/21/10	Goldstein, Marcia	0.30	297.00	015	19941988
	REVIEW EMAILS/MATERIALS FROM W. ROSOFF.				
01/21/10	Goldstein, Marcia	0.70	693.00	015	19941987
	TELEPHONE CONFERENCE WITH W. ROSOFF.				
01/21/10	Goldstein, Marcia	1.00	990.00	015	19941953
	CONFERENCE CALL WITH CLIENT.				
01/21/10	Margolis, Steven	2.40	1,728.00	015	20053110
	CONFER WITH TEAM RE: SUMMARY OF ADVANTA PLANS AND ARRANGEMENTS COVERING W. ROSOFF AND DRAFT SAME.				
01/21/10	Murray, Haskell	2.00	1,100.00	015	19921709

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	MEET WITH R. LEVINE RE: CASE OVERVIEW (1.0); REVIEW BACKGROUND INFORMATION (.5); BEGIN RESEARCH (.5).				
01/21/10	Vron, Victoria	0.10	63.00	015	19944209
	REVIEW ISSUES RELATING TO ESCHEATMENT AT CLIENT'S REQUEST.				
01/21/10	Vron, Victoria	0.20	126.00	015	20052162
	CALL WITH COUNSEL FOR BNY RE: BANK OF NEW YORK PROOF OF CLAIM.				
01/22/10	Goldstein, Marcia	0.20	198.00	015	19942001
	TELEPHONE CONFERENCE W. ROSOFF.				
01/22/10	Goldstein, Marcia	0.20	198.00	015	19942002
	REVIEW AND RESPOND TO EMAILS FROM V. VRON RE: CASE.				
01/22/10	Goldstein, Marcia	0.30	297.00	015	19942000
	REVIEW AND RESPOND TO EMAILS FROM J. BONDI AND J. DUBOW.				
01/22/10	Lemons, Robert	0.50	390.00	015	19930208
	CALL WITH J. DUBOW RE: FDIC LETTER (.1); REVIEW SAME (.2); MEET WITH V. VRON RE: SAME (.2).				
01/22/10	Vron, Victoria	0.30	189.00	015	20053028
	RESPOND TO EMAILS FROM CLIENT.				
01/24/10	Vron, Victoria	0.30	189.00	015	19936160
	PREPARE AGENDA FOR TEAM MEETING.				
01/25/10	Lemons, Robert	1.00	780.00	015	19972344
	ATTEND TEAM STRATEGY AND COORDINATION MEETING.				
01/25/10	Vron, Victoria	0.30	189.00	015	19944386
	REVISE WORK IN PROGRESS LIST AND AGENDA FOR TEAM MEETING.				
01/25/10	Vron, Victoria	1.10	693.00	015	20053031
	TEAM MEETING TO DISCUSS PENDING MATTERS.				
01/25/10	Griffiths, David	0.20	103.00	015	19953145
	RESEARCH ESCHEATMENT ISSUE RAISED BY CLIENT (.1); REVIEW RESEARCH (.1).				
01/25/10	Griffiths, David	0.90	463.50	015	19953140
	ATTEND TEAM MEETING.				
01/25/10	Ganesh, Jennifer	1.00	455.00	015	19934375
	ATTEND TEAM MEETING RE: OPEN ISSUES.				
01/26/10	Goldstein, Marcia	0.50	495.00	015	19982681
	TELEPHONE CONFERENCE WITH J. BONDI.				
01/26/10	Goldstein, Marcia	1.30	1,287.00	015	19982374
	CONFERENCE CALL WITH W. ROSOFF AND R. LEMONS.				

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
01/26/10	Messineo, Robert CORRESPOND WITH L. BROWNE.	0.20	190.00	015	19973385
01/26/10	Lemons, Robert CALL WITH M. GOLDSTEIN AND W. ROSOFF RE: MANAGEMENT OF DEBTORS.	1.20	936.00	015	19973594
01/26/10	Vron, Victoria REVIEW GUARANTOR TRUSTEE AGREEMENT FOR NOTES.	0.50	315.00	015	20053032
01/26/10	Vron, Victoria CALL WITH ADVANTA AND ALVAREZ & MARSAL RE: PENDING MATTERS.	0.80	504.00	015	19974971
01/26/10	Griffiths, David ATTEND TO ESCHEATMENT RESEARCH, REVIEW EMAIL TO BFR GROUP RE: SAME AND RESEARCH PROVIDED BY GROUP, LEXIS RESEARCH AND SUMMARY EMAIL TO V. VRON.	1.70	875.50	015	19953276
01/26/10	Prindle, Kaitlin REVIEW DRAFT MOTION AND ENTER IN APPROPRIATE DOCKET NUMBERS FOR REFERENCED CASES PER THE REQUEST OF J. GANESH.	1.00	200.00	015	19984138
01/27/10	Goldstein, Marcia TELECONFERENCES AND EMAILS WITH V. VRON AND R. LEMONS (.2); ATTEND TO SAME WITH R. LEMONS (.1).	0.30	297.00	015	19982695
01/27/10	Messineo, Robert TELEPHONE CALLS AND CORRESPONDENCE WITH COMPANY (.8); TELEPHONE CONVERSATION WITH T. KIM RE: SAME (.8).	1.60	1,520.00	015	19972891
01/27/10	Lemons, Robert REVIEW LETTER FROM ADVANTA BANK CORP TO ADVANTA CORP.	0.30	234.00	015	20053113
01/27/10	Lemons, Robert CALL WITH W. ROSOFF RE: MANAGEMENT AND FOLLOW UP EMAIL WITH M. GOLDSTEIN RE: SAME (.2); CALL WITH J. BONDI RE: SAME (.2); CALL WITH LATHAM, FTI, ALVAREZ & MARSAL AND V. VRON RE: MEETING WITH COMMITTEE AND FOLLOW UP CALL WITH J. BONDI RE: SAME (1.5); CALLS AND EMAILS WITH R. SCHWARTZ, J. BONDI AND J. DUBOW RE: SAME (1.3); REVIEW LETTER FROM PEPPER HAMILTON RE: ADVANTA BANK CORP AND SEND EMAIL TO W. ROSOFF RE: SAME (.2).	3.30	2,574.00	015	19973475
01/27/10	Vron, Victoria RESPOND TO EMAILS FROM CLIENT RE: VARIOUS TOPICS (1.1); EMAIL CLIENT RE: DRAFT GUARANTEE TRUSTEE RESIGNATION AGREEMENT (.3).	1.40	882.00	015	20053036
01/28/10	Vron, Victoria REVIEW EMAILS FROM CLIENT AND RESPOND TO SAME.	0.20	126.00	015	19974727
01/29/10	Goldstein, Marcia DRAFT EMAIL TO R. LEMONS.	0.30	297.00	015	19981687
01/29/10	Vron, Victoria CALL WITH ADVANTA RE: POSTPETITION NOTE CHECKS.	0.30	189.00	015	19975070
01/30/10	Goldstein, Marcia	0.20	198.00	015	19981999

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	REVIEW AND RESPOND TO EMAIL FROM V. VRON.				
01/30/10	Messineo, Robert	0.20	190.00	015	20051141
	CORRESPOND WITH R. LEMONS RE: COMMITTEE PROTOCOL.				
SUBTOTAL TASK CODE 015 - GENERAL CASE STRATEGY / INTERNAL COMMUNICATIONS & MEETINGS:		72.00	\$ 54,602.50		
12/14/09	Crooker, Kerianne	4.00	2,000.00	016	19897440
	REVIEW BACKGROUND MATERIALS AND CORRESPONDENCE RELATED TO OUTSTANDING SEC ISSUES FOR ADVANTA CORP.				
12/15/09	Crooker, Kerianne	7.10	3,550.00	016	19897441
	CORRESPOND WITH WGM TEAM (.5); PREPARE FOR AND MEETING WITH H. DICKER (1.5); RESEARCH AND REVIEW SEC NO ACTION LETTERS AND OTHER RESOURCES AND SUMMARIZE AND ANALYZE SAME FOR S. GOLD IN PREPARATION OF CLIENT CALL (5.1).				
12/16/09	Crooker, Kerianne	1.50	750.00	016	19897444
	ATTENTION TO FOLLOW-UP RE: OUTSTANDING ISSUES.				
12/21/09	Crooker, Kerianne	1.50	750.00	016	19897521
	ATTENTION TO RESEARCH FOR S.GOLD RELATING TO COMPANIES RAINCOAT PROVISION AND CORRESPONDENCE RELATING THERETO.				
12/22/09	Crooker, Kerianne	4.60	2,300.00	016	19897494
	REVIEW RESEARCH PREPARED FOR WGM TEAM MEETING (2.6); ATTEND MEETING OF WGM TEAM TO DISCUSS OUTSTANDING ISSUES AND SEC REPORTING AND POTENTIAL DIRECTORS AND OFFICERS LIABILITIES RELATED THERETO AND FOLLOW UP CORRESPONDENCE RELATING THERETO (2.0).				
01/03/10	Messineo, Robert	1.00	950.00	016	19973155
	REVIEW 12B-25 REQUIREMENTS (.5); REVIEW RECENT SEC FILINGS AND DECEMBER MONTHLY REPORT (.5).				
01/04/10	Gold, Simeon	0.80	792.00	016	20143738
	FOLLOW-UP WITH WEIL TEAM RE: CLIENT'S SEC REPORTING.				
01/04/10	Goldstein, Marcia	0.20	198.00	016	19896854
	REVIEW EMAILS RE: SEC REPORTING.				
01/04/10	Messineo, Robert	1.10	1,045.00	016	19972391
	REVIEW SEC FILED DOCUMENTS (.4); CONFER WITH S. GLAZER AND M. BLOCH (.2); REVIEW SLB2 AND RELATED MATTERS (.5).				
01/04/10	Swartz, Alexander	0.80	440.00	016	19965404
	COORDINATE MEETING (.2); REVIEW DEAL DOCUMENTS (.6).				
01/04/10	Susanin, Audrey	3.80	1,957.00	016	19986047
	PARTICIPATE IN CONFERENCE CALL AND REVIEW 8-KS RE: ANNOUNCEMENT OF MODIFIED REPORTING, NO ACTION LETTERS RELATED TO SAME, AND STAFF LEGAL BULLETINS.				
01/05/10	Gold, Simeon	0.70	693.00	016	19882347

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	PARTICIPATE IN TELEPHONE CONFERENCE WITH V. PETHERBRIDGE (.2); CONFER WITH A. SUSANIN (.2); FOLLOW-UP RE: CLIENTS SEC REPORTING (.3).				
01/05/10	Messineo, Robert	0.30	285.00	016	19972258
	RESEARCH SEC REPORTING; TELEPHONE CALL WITH J. DUBOW.				
01/05/10	Susanin, Audrey	2.20	1,133.00	016	19986043
	REVIEW 8-KS RE: ANNOUNCEMENT OF MODIFIED REPORTING, NO ACTION LETTERS RELATED TO SAME, AND STAFF LEGAL BULLETINS.				
01/06/10	Goldstein, Marcia	0.30	297.00	016	19900218
	REVIEW EMAIL/DRAFT 8K LIQUIDATION LANGUAGE.				
01/06/10	Messineo, Robert	0.80	760.00	016	19972563
	ATTEND TO SEC REPORTING -- REVIEW 8-K (.4); ATTEND TO SUBSIDIARY FINANCIAL STATEMENT FILING (.4).				
01/06/10	Petherbridge, Vaughan	0.30	199.50	016	19892331
	REVIEW AND RESPOND TO EMAILS RE: 2015 REPORT (.1); REVIEW DRAFT 8-K RE: LIQUIDATION AND REVIEW COMMENTS FROM J. SAGOT (.2).				
01/06/10	Susanin, Audrey	0.90	463.50	016	19986039
	REVIEW EMAILS RE: 8-K AND 8-K.				
01/06/10	Sagot, Jonathan	0.30	136.50	016	19885454
	REVIEW AND COMMENT ON FORM 8-K (.2); EMAIL V. VRON, V. PETHERBRIDGE AND S. GOLD RE: COMMENTS TO FORM 8-K (.1).				
01/07/10	Goldstein, Marcia	0.20	198.00	016	19900188
	TELEPHONE CONFERENCE WITH R. MESSINEO RE: SEC REPORTING.				
01/07/10	Goldstein, Marcia	0.20	198.00	016	19900189
	REVIEW EMAILS RE: 8K.				
01/07/10	Goldstein, Marcia	0.20	198.00	016	20053111
	REVIEW 8K LANGUAGE.				
01/07/10	Messineo, Robert	0.70	665.00	016	19972868
	TELEPHONE CONVERSATION AND CORRESPOND WITH J. DUBOW RE: 8-K (.3). TELEPHONE CONFERENCE WITH V. VRON RE: SAME (.2); TELEPHONE CONVERSATION WITH M. GOLDSTEIN RE: SAME (.2).				
01/07/10	Petherbridge, Vaughan	0.50	332.50	016	19892330
	REVIEW AND RESPOND TO EMAILS RE: 2015 REPORT FOLLOWING REVIEW OF REPORT AND CONSIDER SEC FILING REQUIREMENTS.				
01/07/10	Vron, Victoria	0.30	189.00	016	20051148
	CALLS WITH J. DUBOW RE: 8K.				
01/07/10	Susanin, Audrey	0.30	154.50	016	19986037
	REVIEW EMAILS RE: RULE 2015.3 REPORT.				

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
01/08/10	Messineo, Robert	1.40	1,330.00	016	19974204
	ATTEND TO MISCELLANEOUS TELEPHONE CONVERSATIONS WITH V. VRON RE: SEC REPORTING (.2); TELEPHONE CONVERSATION WITH V. PETHERBRIDGE RE: SAME (.2); REVIEW 12B-21 RESOLUTION; REVIEW FORM 26 DRAFT REPORT (.5); REVIEW QUESTIONS AND ANSWERS (.5).				
01/11/10	Messineo, Robert	0.40	380.00	016	19973849
	TELEPHONE CONVERSATION AND CORRESPOND WITH L. BROWN AND R. LEMONS RE: 8-K FILING ON FORM 26 (.2); REVIEW SAME (.2).				
01/11/10	Lemons, Robert	0.50	390.00	016	19900352
	CALLS WITH R. MESSINEO AND L. BROWNE RE: 8-K FILING (.2); EMAILS WITH J. DUBOW AND M. GOLDSTEIN RE: FORM 26 FILING (.2); FOLLOW-UP RE: SAME (.1).				
01/11/10	Vron, Victoria	1.10	693.00	016	20051452
	EMAIL M. BLOCH RE: PRIORITY OF SUB NOTES (.1); CALL WITH NOTEHOLDER RE: NOL ISSUES (.1); CALL WITH LATHAM AND R. LEMONS RE: LIQUIDATION PRESS RELEASE (.2); EMAIL W. ZERINSKI RE: COPY OF CERTAIN AGREEMENT (.2); EMAIL WITH M. BLOCH RE: SUBORDINATION ISSUE (.5).				
01/12/10	Goldstein, Marcia	0.30	297.00	016	20053112
	REVIEW EMAIL RE: SEC REPORTING.				
01/12/10	Messineo, Robert	0.30	285.00	016	19972670
	CORRESPOND WITH J. DUBOW RE: SEC REPORTING.				
01/12/10	Bloch, Matthew	0.50	450.00	016	19918959
	REVIEW SUBORDINATION LANGUAGE IN SUBNOTE AND CORRESPOND WITH R. LEMONS RE: SAME.				
01/12/10	Petherbridge, Vaughan	0.20	133.00	016	19913357
	REVIEW AND RESPOND TO EMAILS RELATING TO TERMINATION OF ESOP.				
01/12/10	Griffiths, David	0.20	103.00	016	19898018
	REVIEW EMAIL FROM V. VRON RE: BOARD RESOLUTIONS (.1); LOCATE SAME AND PROVIDE TO V. VRON (.1).				
01/13/10	Goldstein, Marcia	0.20	198.00	016	19934060
	REVIEW AND RESPOND TO EMAILS RE: SEC REPORTING.				
01/13/10	Messineo, Robert	0.10	95.00	016	19972675
	ATTEND TO SEC REPORTING AND TELEPHONE CONVERSATION WITH M. GOLDSTEIN RE: SAME.				
01/13/10	Messineo, Robert	0.20	190.00	016	19973479
	REVIEW CORRESPONDENCE RE: SEC REPORTING.				
01/14/10	Messineo, Robert	0.60	570.00	016	19972089
	TELEPHONE CONVERSATION WITH C. DIXON RE: "NO ACTION" LETTER (.2); REVIEW SAME (.4).				
01/19/10	Petherbridge, Vaughan	0.10	66.50	016	19930795
	REVIEW SECURITIES QUESTIONS RAISED BY L. BROWN.				
01/20/10	Messineo, Robert	1.60	1,520.00	016	19973308

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	TELEPHONE CONVERSATION WITH L. BROWN AND J. DUBOW RE: DE-REPORTING (.3); REVIEW NO-ASK ON LETTER (.5); TELEPHONE CONVERSATION WITH V. PETHERBRIDGE RE: SAME (.2); ANALYZE 12H-3 REQUIREMENTS (.3); CORRESPOND RE: DE-REPORTING (.3).				
01/20/10	Petherbridge, Vaughan	0.40	266.00	016	19930302
	DISCUSS MODIFIED REPORTING ISSUE WITH R. MESSINEO (.2); REVIEW AND FORWARD EMAILS RELATING THERETO (.2).				
01/21/10	Messineo, Robert	0.40	380.00	016	19973658
	TELEPHONE CONVERSATION WITH TSW RE: 15(D) TERMINATION.				
01/21/10	Messineo, Robert	1.10	1,045.00	016	19973667
	TELEPHONE CONFERENCE WITH J. DUBOW, P. BROWNE AND L. BROWN RE: MODIFIED REPORTING.				
01/21/10	Kam, Michael	0.40	360.00	016	19979279
	PARTICIPATE IN CONFERENCE CALL AND MEETING WITH TEAM RE: BOARD MEETING.				
01/25/10	Gold, Simeon	1.80	1,782.00	016	19966566
	REVIEW AND REPLY TO LATEST E-MAILS RE: SEC REPORTING (1.2); CONFERENCE WITH R. MESSINEO RE: SAME (.2); CONFER WITH J. DUBOW AND R. MESSINEO RE: CLIENT'S SEC REPORTING (.4).				
01/25/10	Messineo, Robert	0.10	95.00	016	19973564
	ATTEND TO SEC REPORTING.				
01/25/10	Messineo, Robert	2.00	1,900.00	016	19973568
	CONFER WITH S. GOLD AND TELEPHONE CONFERENCE WITH J. DUBOW RE: MODIFIED REPORTING (.2); PREPARE OUTLINE OF MODIFIED REPORTING ISSUES (1.8).				
01/25/10	Petherbridge, Vaughan	0.30	199.50	016	19966937
	REVIEW AND REVISE 8-K RE: FILING OF SCHEDULES OF FINANCIAL STATEMENTS AND REVIEW AND RESPOND TO EMAILS RELATING THERETO.				
01/26/10	Gold, Simeon	2.10	2,079.00	016	19966232
	WORK WITH R. MESSINEO ON "TALKING POINTS" FOR MEETING/CALL WITH SEC STAFF RE: CLIENT'S SEC REPORTING (.7); ATTEND TO SAME (1.4).				
01/26/10	Messineo, Robert	0.70	665.00	016	19972135
	REVISE MEMORANDUM RE: MODIFIED REPORTING.				
01/26/10	Messineo, Robert	0.70	665.00	016	19973382
	WORK WITH S. GOLD ON "TALKING POINTS" FOR MEETING/CALL WITH SEC STAFF RE: CLIENTS SEC REPORTING; REVISE MEMORANDUM.				
01/27/10	Gold, Simeon	1.10	1,089.00	016	19965986
	WORK WITH CLIENTS AND R. MESSINEO ON CLIENT'S SEC REPORTING ISSUES.				
01/27/10	Messineo, Robert	0.20	190.00	016	20051140
	CONFER WITH S. GOLD RE: MODIFIED REPORTING.				
01/27/10	Messineo, Robert	0.30	285.00	016	19972884
	CORRESPOND WITH L. BROWN RE: VALUE OF STOCK TRADING.				

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01/27/10	Messineo, Robert WORK WITH CLIENT AND S. GOLD CLIENT'S SEC REPORTING ISSUES.	1.00	950.00	016	19972887
01/28/10	Gold, Simeon WORK WITH R. MESSINEO ET AL. RE: CLIENT'S SEC REPORTING (.2); WORK WITH SAGOT ON L. BROWNE'S FEDERAL REGULATION QUESTIONS (1.3).	1.50	1,485.00	016	19967008
01/28/10	Messineo, Robert CONFER WITH S. GOLD RE: SEC REPORTING (.1); ATTEND TO MISCELLANEOUS CORRESPONDENCE (.1).	0.20	190.00	016	19974037
01/28/10	Margolis, Steven REVIEW SEC FORM 13G AND ISSUES FROM L. BROWNE AND RESPOND TO SAME, REVIEW SEC FORM 13G RULES.	0.60	432.00	016	19983686
01/29/10	Gold, Simeon WORK WITH WEIL TEAM ON CLIENT'S SEC REPORTING AND MONTHLY OPERATING REPORT FILING.	1.30	1,287.00	016	20003193
01/29/10	Messineo, Robert TELEPHONE CONVERSATION WITH J. DUBOW (.1); ATTEND TO MISCELLANEOUS CORRESPONDENCE (.1).	0.20	190.00	016	19973337
01/29/10	Messineo, Robert TELEPHONE CONVERSATION WITH R. LEMONS RE: BANK CONFIDENTIALITY INFORMATION.	0.20	190.00	016	19973343
01/30/10	Messineo, Robert REVIEW COMMENTS ON MEMORANDUM ON MODIFIED REPORTING (.1); REVISE SAME (.2).	0.30	285.00	016	19973942
01/31/10	Goldstein, Marcia REVIEW EMAILS FROM S. GOLD AND R. LEMONS RE: SEC REPORTING.	0.20	198.00	016	19982999
01/31/10	Messineo, Robert REVIEW MEMORANDUM RE: MODIFIED REPORTING (.3); CORRESPOND WITH R. LEMONS/OTHERS RE: SAME (.2).	0.50	475.00	016	19973886
SUBTOTAL TASK CODE 016 - GENERAL CORPORATE ISSUES / CORPORATE GOVERNANCE:		59.90	\$ 44,017.50		
01/04/10	Ganesh, Jennifer REVIEW DIRECTORS AND OFFICERS MOTION AND MARK UP WITH COMMENTS, QUESTIONS AND REQUESTS FOR INFORMATION FROM THE COMPANY (3.5); EMAIL P. FERRILLO RE: SAME (.2).	3.70	1,683.50	018	19872906
01/07/10	Ganesh, Jennifer REVIEW ADVANTA'S INSURANCE POLICIES.	2.50	1,137.50	018	19894940
01/11/10	Ganesh, Jennifer REVIEW ADVANTA'S INSURANCE POLICIES (2.0); DRAFT DIRECTORS AND OFFICERS COMFORT ORDER RE: SAME (2.5).	4.50	2,047.50	018	19894939
01/15/10	Ganesh, Jennifer	0.30	136.50	018	19921634

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
DRAFT EMAILS TO P. FERRILLO AND V. VRON RE: DIRECTORS AND OFFICERS MOTION.					
01/20/10	Ganesh, Jennifer	1.00	455.00	018	19921631
REVIEW EMAILS FROM P. FERRILLO AND J. DUBOW RE: INSURANCE POLICIES (.7); REVIEW COMMENTS BY P. FERRILLO ON DIRECTORS AND OFFICERS MOTION (.3).					
01/21/10	Ganesh, Jennifer	2.50	1,137.50	018	19931610
REVIEW CLASS ACTION AND OTHER SIMILAR LITIGATIONS AGAINST THE INDIVIDUAL DIRECTORS & OFFICERS.					
01/25/10	Ganesh, Jennifer	4.70	2,138.50	018	19934374
REVISE DIRECTORS AND OFFICERS MOTION WITH INFORMATION FROM ADVANTA'S LITIGATION.					
01/27/10	Ganesh, Jennifer	2.50	1,137.50	018	19985498
DRAFT DIRECTORS AND OFFICERS MOTION.					
SUBTOTAL TASK CODE 018 - INSURANCE & WORKERS COMP ISSUES:		21.70	\$ 9,873.50		
01/05/10	Goldstein, Marcia	0.50	495.00	021	19900282
REVIEW EMAIL AND BACKGROUND ON FDIC LITIGATION ISSUE.					
01/05/10	Nocco, Frank	2.10	1,942.50	021	19949297
REVIEW W. ROSOFF LETTER TO FDIC RE: ADVANTA BANK (.5); REVIEW ENGAGEMENT LETTER AND LITIGATION MEMORANDUM (.5); RESEARCH RE: W. ROSOFF AND J. DUBOW QUESTIONS (1.1).					
01/06/10	Zalenski, Walter	0.50	422.50	021	19992340
ATTEND TO ISSUES RE: FDIC LITIGATION.					
01/19/10	Vron, Victoria	0.20	126.00	021	20051973
RESPOND TO EMAIL FROM W. ZALENSKI RE: FDIC LITIGATION.					
01/20/10	Zalenski, Walter	0.20	169.00	021	19995088
TELEPHONE CONFERENCE WITH A. SANDLE RE: FDIC LITIGATION.					
01/21/10	Zalenski, Walter	2.30	1,943.50	021	19993473
RESPOND TO INQUIRY RE: FDIC AND POLICE POWERS EXCEPTION TO STAY (.3); RESEARCH RE: SAME (2.0).					
01/22/10	Zalenski, Walter	0.40	338.00	021	19993476
ATTEND TO LETTER RE: FDIC LITIGATION AND DISCUSSION RE: SAME.					
01/22/10	Vron, Victoria	0.70	441.00	021	20053029
CONFER WITH R. LEMONS RE: FDIC LETTER AND ATTEND TO SAME (.5); EMAIL COMMITTEE A COPY OF LETTER FROM FDIC (.2).					
SUBTOTAL TASK CODE 021 - NON-BANKRUPTCY LITIGATION:		6.90	\$ 5,877.50		
01/14/10	Lemons, Robert	0.50	390.00	023	19930543

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	PARICIPATE IN CALL WITH J. DUBOW AND V. VRON RE: PLAN STRUCTURING ISSUES (.3); PREPARE FOR SAME (.2).				
01/25/10	Vron, Victoria REVIEW LIQUIDATION ANALYSIS DOCUMENTS.	0.20	126.00	023	19944282
01/26/10	Griffiths, David REVIEW AND RESPOND TO EMAIL FROM V. VRON RE: CHANNELLING INJUNCTION RESEARCH.	0.10	51.50	023	19953139
01/27/10	Lemons, Robert REVIEW LIQUIDATION ANALYSIS (1.6); CALL WITH ADVANTA, ALVAREZ & MARSAL, AND V. VRON RE: SAME (1.8); FOLLOW UP MEETING WITH V. VRON (.3); PREPARATORY MEETING FOR SAME WITH M. GOLDSTEIN (.2).	3.90	3,042.00	023	20053114
01/27/10	Vron, Victoria CALL WITH ALVAREZ & MARSAL, CLIENT AND R. LEMONS RE: LIQUIDATION RECOVERY MODEL.	1.60	1,008.00	023	19975882
01/29/10	Lemons, Robert REVIEW LIQUIDATION ANALYSIS (1.6); MEET WITH V. VRON RE: SAME (.2).	1.80	1,404.00	023	19974185
01/29/10	Vron, Victoria CALL WITH ALVAREZ & MARSAL AND ADVANTA RE: LIQUIDATION PLAN/FORECAST.	1.80	1,134.00	023	20053115
01/30/10	Vron, Victoria RESPOND TO EMAILS RE: LIQUIDATION FORECAST AND REVIEW SAME.	0.40	252.00	023	19974329
01/31/10	Lemons, Robert REVIEW LIQUIDATION FORECAST.	1.40	1,092.00	023	19973967
01/31/10	Vron, Victoria REVIEW/REVISE LIQUIDATION FORECAST.	1.50	945.00	023	19974595
SUBTOTAL TASK CODE 023 - PLAN OF REORGANIZATION/DISCLOSURE STATEMENT/SOLICITATION/VOTING:		13.20	\$ 9,444.50		
01/06/10	Vron, Victoria REVIEW DRAFT AMENDMENT TO CONTRACT WITH OSI TO ASSUME LEASE AND EMAIL E. STONE RE: SAME.	0.30	189.00	024	19893155
01/08/10	Vron, Victoria RESPOND TO EMAIL FROM CLIENT RE: REJECTION OF ADDITIONAL CONTRACTS (.3); CALL WITH J. ALCANTAR RE: SAME (.1).	0.40	252.00	024	19892998
01/09/10	Vron, Victoria CALL WITH J. ALCANTAR RE: REJECTION MOTIONS.	0.20	126.00	024	19892835
01/11/10	Lemons, Robert CALL WITH L. BROWNE RE: EXECUTORY CONTRACTS TO BE REJECTED.	0.20	156.00	024	19900351
01/11/10	Vron, Victoria	0.10	63.00	024	19915091

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	RESPOND TO EMAIL FROM CLIENT RE: REJECTION OF CONTRACTS.				
01/11/10	Alcantar, Jose	1.50	772.50	024	19895621
	CORRESPOND WITH V. VRON RE: LUXURY SPORT BOXES (.2); REVIEW MEMORANDA FROM COMPANY RE: SAME (.2); REVIEW AGREEMENTS (.4); DRAFT LEASE REJECTION LETTER (.7).				
01/12/10	Alcantar, Jose	1.70	875.50	024	19898932
	DRAFT SUITE LEASE AGREEMENT REJECTION MOTION.				
01/13/10	Alcantar, Jose	2.40	1,236.00	024	19898990
	DRAFT SUITE LICENSE AGREEMENTS REJECTION MOTIONS.				
01/14/10	Alcantar, Jose	2.70	1,390.50	024	19902813
	REVIEW AND REVISE SUITE LICENSE AGREEMENT REJECTION MOTIONS AND RELATED LETTERS OF INTENT TO REJECT.				
01/15/10	Lemons, Robert	0.50	390.00	024	19930367
	REVIEW EAGLES AND PHILLIES CONTRACT REJECTION MOTIONS.				
01/15/10	Alcantar, Jose	1.40	721.00	024	19929068
	DRAFT MEMORANDUM TO V. VRON RE: LEASE REJECTION MOTION (.8); CORRESPOND WITH V. VRON RE: LEASE REJECTION MOTIONS (.2); CORRESPOND WITH N. GORDON RE: SAME (.2); CORRESPOND WITH RICHARDS, LAYTON & FINGER RE: SAME (.2).				
01/16/10	Lemons, Robert	0.90	702.00	024	19930454
	EXCHANGE EMAILS WITH J. DUBOW AND V. VRON RE: UNEXPIRED LEASES AND EXCLUSIVITY (.2); REVIEW NOTES ON SAME (.7).				
01/16/10	Vron, Victoria	0.10	63.00	024	19915025
	EMAILS WITH R. LEMONS RE: REJECTION OF LEASES.				
01/21/10	Lemons, Robert	0.70	546.00	024	19929965
	EXCHANGE EMAILS WITH W. ROSOFF RE: LEASE.				
01/22/10	Lemons, Robert	0.30	234.00	024	19930336
	EXCHANGE EMAILS WITH J. DUBOW AND V. VRON RE: SUBLEASE ISSUES (.2); REVIEW SAME (.1).				
01/22/10	Vron, Victoria	0.10	63.00	024	20053027
	CALL WITH J. GANESH RE: MOTION TO EXTEND TIME TO ASSUME REAL PROPERTY LEASES.				
01/22/10	Vron, Victoria	0.20	126.00	024	19944215
	CALL WITH M. COCCO RE: ESCHEATEMENT LIABILITIES.				
01/23/10	Vron, Victoria	0.20	126.00	024	19936325
	ATTEND TO EMAILS RE: ASSUMPTION OF CONTRACTS.				
01/25/10	Ganesh, Jennifer	1.50	682.50	024	19934376
	RESEARCH ON TREATMENT OF SUBLEASES BETWEEN DEBTORS.				
01/26/10	Vron, Victoria	0.10	63.00	024	20053033
	CALL WITH J. DUBOW RE: CONTRACT REJECTIONS.				

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01/27/10	Lemons, Robert CALL WITH J. DUBOW RE: LEASE ISSUES.	0.20	156.00	024	19973976
01/27/10	Vron, Victoria RESPOND TO EMAIL FROM L. BROWNE RE: CONTRACT REJECTIONS.	0.20	126.00	024	19974793
01/27/10	Ganesh, Jennifer CONDUCT RESEARCH RE: SUBLEASES (2.0); DRAFT MOTION TO EXTEND TIME TO REJECT REAL PROPERTY LEASES (3.2).	5.20	2,366.00	024	19985499
01/29/10	Ganesh, Jennifer RESEARCH RE: REJECTION SUBLEASES.	1.50	682.50	024	19985503
SUBTOTAL TASK CODE 024 - REAL PROPERTY / CONTRACT / 365 ISSUES:		22.60	\$ 12,107.50		
01/07/10	Prindle, Kaitlin ATTEND TO SECOND REVIEW OF NOVEMBER BILLING SUMMARY REPORT AND REVISE TO COMPLY WITH U.S. TRUSTEE GUIDELINES.	5.40	1,080.00	026	19906491
01/08/10	Alcantar, Jose DISCUSS BILLING SUMMARY REPORT WITH K. PRINDLE.	0.10	51.50	026	19895513
01/14/10	Alcantar, Jose REVIEW NOVEMBER '09 BILLING SUMMARY REPORT.	3.10	1,596.50	026	19902814
01/17/10	Vron, Victoria REVIEW WGM RETENTION APPLICATION AND EMAIL M. GOLDSTEIN RE: FEES.	0.30	189.00	026	19915204
01/19/10	Prindle, Kaitlin ATTEND TO SECOND REVIEW OF THE DECEMBER BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE GUIDELINES.	3.40	680.00	026	19983529
01/20/10	Alcantar, Jose REVIEW DECEMBER FEE AND EXPENSE STATEMENT.	2.30	1,184.50	026	19923346
01/20/10	Prindle, Kaitlin ATTEND TO SECOND REVIEW AND REVISIONS OF DECEMBER BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.	4.50	900.00	026	19983784
01/21/10	Alcantar, Jose REVIEW NOVEMBER AND DECEMBER BILLING SUMMARY REPORTS.	2.20	1,133.00	026	19929411
01/22/10	Alcantar, Jose REVIEW NOVEMBER AND DECEMBER BILLING DETAIL.	2.30	1,184.50	026	19973692
01/25/10	Prindle, Kaitlin CORRESPOND WITH WGM TEAM AND BILLING RE: FEE APPLICATION AND ENTER APPROPRIATE INFORMATION INTO CHARTS.	2.10	420.00	026	19983420
01/26/10	Prindle, Kaitlin	0.30	60.00	026	19984141

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	REVIEW CORRESPONDENCE PERTAINING TO FEE APPLICATION.				
01/27/10	Vron, Victoria	0.60	378.00	026	19974499
	REVIEW AND REVISE DRAFT FEE AUDITOR ORDER.				
01/29/10	Vron, Victoria	0.50	315.00	026	19974740
	REVIEW AND REVISE NOVEMBER AND DECEMBER BILLING SUMMARY REPORTS.				
01/31/10	Vron, Victoria	1.20	756.00	026	19975076
	REVIEW AND REVISE NOVEMBER AND DECEMBER MONTHLY FEE APPLICATION.				
SUBTOTAL TASK CODE 026 - RETENTION / FEE APPLICATIONS / BILLING: WGM:		28.30	\$ 9,928.00		
01/04/10	Griffiths, David	3.20	1,648.00	027	19874181
	REVIEW EMAIL FROM J. SCHAIRER (RICHARDS, LAYTON & FINGER) RE: ORDINARY COURSE PROFESSIONAL DEADLINE, RESPOND TO EMAIL (.1); REVIEW DOCKET RE: SAME (.1); CALL WITH J. SCHAIRER RE: SAME (.1); EMAIL TO C. JUNG/RICHARDS, LAYTON & FINGER RE: SAME (.1); CALLS WITH J. ALCANTAR RE: ORDINARY COURSE PROFESSIONAL RETENTIONS (.2); EMAILS D. KLINGES/DUANE MORRIS RE: DUANE MORRIS RETENTION (.2); CALL WITH C. JUNG RE: SAME (.1); EMAIL TO C. MARTIN/LATHAM & WATKINS WITH DUANE MORRIS RETENTION QUESTIONNAIRE (.1); FOLLOW-UP CALL WITH C. MARTIN RE: SAME (.1); EMAIL C. JUNG RE: SAME (.1); CALL WITH O. IRELAND/MORRISON & FOERSTER RE: RETENTION (.1); EMAIL WITH O. IRELAND RE: SAME (.1); CALL WITH O. IRELAND RE: SAME (.1); REVIEW EMAIL TO C. MARTIN WITH UPDATE RE: SAME (.1); EMAIL FROM D. KLINGES AND FORWARD SAME TO C. MARTIN (.1); CALLS WITH S. ABRAHMS/PEPPER HAMILTON AND VARIOUS EMAILS WITH SAME RE: RETENTION, CREATE DIGITAL FILING COPY OF QUESTIONNAIRE AND AFFIDAVIT (.6); EMAILS WITH D. KLINGES RE: SAME AND CREATE DIGITAL FILING COPY OF SAME (.4); FOLLOW-UP CALL WITH C. MARTIN (.1); COMPILE FILING DOCUMENTS AND EMAIL SAME TO RICHARDS, LAYTON & FINGER (.3); REVIEW EMAIL FROM C. GREER/RICHARDS, LAYTON & FINGER CONFIRMING FILING (.1).				
01/04/10	Alcantar, Jose	0.50	257.50	027	19876273
	CORRESPOND WITH PEPPER HAMILTON (.1), COMPANY (.1), LATHAM AND WATKINS (.1) AND D. GRIFFITHS (.2) RE: ORDINARY COURSE PROFESSIONAL AFFIDAVIT/QUESTIONNAIRE.				
01/05/10	Griffiths, David	0.40	206.00	027	19883407
	REVIEW AND RESEARCH QUESTION FROM J. GANESH RE: GARDEN CITY GROUP RETENTION (.2); FOLLOW-UP CALL WITH J. GANESH (.1); CALL WITH A. GOLDBERG/LATHAM & WATKINS RE: ORDINARY COURSE PROFESSIONAL RETENTIONS, FOLLOW-UP EMAIL TO V. VRON RE: SAME (.1).				
01/05/10	Ganesh, Jennifer	1.20	546.00	027	19882530
	CONFER WITH COMPANY RE: ORDINARY COURSE PROFESSIONALS (1.0); CONFER WITH D. GRIFFITHS RE: SAME (.2).				
01/07/10	Vron, Victoria	0.30	189.00	027	20051150
	MEETING WITH D. GRIFFITH RE: ORDINARY COURSE PROFESSIONAL ISSUES.				
01/07/10	Griffiths, David	1.10	566.50	027	19886480
	EMAILS WITH V. VRON RE: ORDINARY COURSE PROFESSIONALS MEETING, ARRANGE MEETING AND ATTEND SAME (.5); REVIEW EMAIL FROM G. HEWITT/ADVANTA RE: ORDINARY COURSE PROFESSIONAL ADDITIONS, FORWARD SAME TO V. VRON TO DISCUSS (.1); REVIEW AND RESPOND TO EMAIL FROM T. GALLAGHER/COZEN O'CONNOR RE: COZEN O'CONNOR RETENTION (.2); REVIEW RESPONSE FROM VV RE: G. HEWITT EMAIL (.1); PREPARE AND SEND ORDINARY COURSE PROFESSIONAL EMAIL TO G. HEWITT (.2).				
01/08/10	Griffiths, David	0.90	463.50	027	19888989

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	REVIEW AND RESPONDING TO EMAIL FROM G. HEWITT/ADVANTA RE: ORDINARY COURSE PROFESSIONAL RETENTIONS (.1); EMAIL TO S. ABRAMS/PEPPER HAMILTON RE: PEPPER HAMILTON ORDINARY COURSE PROFESSIONAL RETENTION (.1); EMAIL TO V. VRON RE: ORDINARY COURSE PROFESSIONAL RETENTION SUMMARY (.3); RETRIEVE VOICEMAIL FROM S. ABRAMS AND RESPOND TO SAME BY TELEPHONE (.3); VARIOUS EMAILS WITH M. SCHOENENFELD AND K. PRINDLE RE: DOCUMENTS (.1).				
01/11/10	Vron, Victoria	0.40	252.00	027	19915011
	CALL WITH D. GRIFFITH RE: ORDINARY COURSE PROFESSIONALS (.2); REVIEW SAME (.2).				
01/11/10	Griffiths, David	0.60	309.00	027	19896355
	REVIEW AND RESPOND TO EMAIL FROM G. HEWITT/ADVANTA RE: ORDINARY COURSE PROFESSIONAL RETENTION (.1); EMAIL TO V. VRON RE: SETTING UP CONFERENCE CALL WITH J. DUBOW AT ADVANTA (.1); CALL WITH V. VRON RE: ORDINARY COURSE PROFESSIONAL RETENTIONS (.1); FOLLOW-UP EMAILS TO E. STONE/ADVANTA (.1) AND A. LEWIS/MORRISON & FOERSTER LLP (AND REVIEW RESPONSE FROM SAME AND REPLY TO SAME) (.1); REVIEW RESPONSE FROM ES AND SENDING SAME TO V. VRON (.1); REVIEW AND RESPOND TO TWO EMAILS FROM V. VRON RE: ORDINARY COURSE PROFESSIONAL AND FOLLOW-UP EMAIL TO A. LEWIS RE: SAME (.1).				
01/12/10	Vron, Victoria	0.60	378.00	027	20051459
	CONFERENCE CALL WITH A. GOLDBERG RE: ORDINARY COURSE PROFESSIONALS.				
01/12/10	Griffiths, David	0.10	51.50	027	19898019
	REVIEW EMAIL FROM O. IRELAND/MORRISON & FOERSTER AND FORWARD SAME TO V. VRON.				
01/14/10	Griffiths, David	0.30	154.50	027	19903151
	REVIEW EMAIL FROM G. HEWITT/ADVANTA RE: RETENTION OF ROBINSON & MCELWEE, RESPOND TO SAME, REVIEW ROBINSON & MCELWEE RETENTION APPLICATION AND EMAILING ROBINSON & MCELWEE FOR FURTHER DETAILS ON APPLICATION, AND DISCUSSION WITH V. VRON RE: SAME (.2); EMAIL TO P. HEATH/RICHARDS, LAYTON & FINGER RE: WITHDRAWAL OF ORDINARY COURSE PROFESSIONAL APPLICATION (.1).				
01/15/10	Vron, Victoria	0.30	189.00	027	19915273
	EMAILS WITH D. GRIFFITH RE: PEPPER HAMILTON RETENTION (.1); CALL WITH UCC RE: SAME (.2).				
01/15/10	Griffiths, David	0.30	154.50	027	19907248
	REVIEW EMAILS FROM V. VRON AND R. LEMONS AND RESPONDING TO EMAIL FROM DAVID GRIFFITH/ROBINSON & MCELWEE RE: ORDINARY COURSE PROFESSIONAL RETENTION (.1); RETRIEVE VOICEMAIL FROM F. MEYER/PEPPER HAMILTON RE: ORDINARY COURSE PROFESSIONAL RETENTION AND EMAIL TO V. VRON RE: SAME (.1); REVIEW FURTHER EMAILS BETWEEN V. VRON, R. LEMONS AND J. DUBOW/ADVANTA (.1).				
01/22/10	Griffiths, David	0.30	154.50	027	19925714
	DISCUSSIONS WITH V. VRON RE: ORDINARY COURSE PROFESSIONAL RETENTION (.1); EMAIL TO S. ABRAHMS AT PEPPER HAMILTON RE: RETENTION (.1); EMAIL TO C. MARTIN AT LATHAM & WATKINS RE: RETENTION OF ROBINSON & MCELWEE PLLC (.1).				
01/26/10	Griffiths, David	0.80	412.00	027	19952925
	REVIEW EMAIL AND VOICEMAIL FROM C. MARTIN RE: ROBINSON & MCELWEE PLLC RETENTION AND FOLLOW-UP RESEARCH ON DEBTOR ENTITIES BEING REPRESENTED BY ROBINSON & MCELWEE PLLC (.1); CALL WITH D. GRIFFITHS RE: ROBINSON & MCELWEE PLLC RETENTION (.1); FOLLOW-UP CALL WITH C. MARTIN RE: SAME (.1); CALL WITH C. MARTIN RE: SAME (.1); UPDATE EMAIL TO R. LEMONS AND V. VRON RE: SAME (.1); REVIEW AND RESPOND TO VARIOUS EMAILS WITH V. VRON AND R. LEMONS RE: SAME (.3).				
01/29/10	Griffiths, David	0.10	51.50	027	19952924

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CALL WITH C. MARTIN RE: ROBINSON & MCELWEE, EMAIL TO V. VRON AND R. LEMONS RE: SAME.					
SUBTOTAL TASK CODE 027 - RETENTION / FEE					
APPLICATIONS: ORDINARY COURSE					
PROFESSIONALS:		11.40	\$ 5,983.00		
01/04/10	Alcantar, Jose	0.90	463.50	028	19876451
ATTEND TO MULTIPLE EMAILS WITH V. VRON (.1), KPMG (.3), RICHARDS, LAYTON & FINGER (.3) AND UCC (.2) RE: KPMG REVISED ORDER AND U.S. TRUSTEE COMMENTS.					
01/07/10	Ganesh, Jennifer	0.20	91.00	028	19894943
CONFER WITH ALVAREZ & MARSAL RE: BILLING FOR RETAINED PROFESSIONALS.					
01/18/10	Lemons, Robert	0.40	312.00	028	19930423
EXCHANGE EMAILS WITH P. BROWNE AND V. VRON RE: ACCOUNTANT RETENTIONS (.2); FOLLOW-UP RE: SAME (.2).					
01/27/10	Griffiths, David	0.20	103.00	028	19952919
REVIEW EMAIL FROM M. NAPOLIELLO RE: ALVAREZ & MARSAL RETENTION, FORWARDING SAME TO V. VRON (.1); REVIEW EMAIL FROM V. VRON TO RICHARDS, LAYTON & FINGER AND EMAIL TO M. NAPOLIELLO RE: SAME (.1).					
SUBTOTAL TASK CODE 028 - RETENTION / FEE					
APPLICATIONS: OTHER PROFESSIONALS:					
		1.70	\$ 969.50		
01/04/10	Vron, Victoria	2.20	1,386.00	029	19883681
REVIEW AND REVISE SCHEDULES AND SOFAS.					
01/04/10	Ganesh, Jennifer	0.60	273.00	029	19873130
CONFER WITH J. ALCANTAR RE: SCHEDULES (.1); SEND EMAIL TO ALVAREZ & MARSAL (D. LENDOWSKI) RE: SAME (.3); REVIEW D. LENDOWSKI'S RE: SAME (.2).					
01/06/10	Vron, Victoria	0.30	189.00	029	19893154
EMAILS WITH J. DUBOW RE: INSIDER DEFINITION FOR SCHEDULES (.2); CALL WITH ADVANTA RE: SAME (.1).					
01/06/10	Vron, Victoria	0.70	441.00	029	19892898
CALL WITH J. PLAVNER RE: INSIDER AND OTHER SCHEDULE ISSUES (.3); REVIEW DRAFT EMAIL RE: SAME (.2); ATTEND TO SCHEDULES (.2).					
01/06/10	Alcantar, Jose	0.70	360.50	029	20053038
CALLS AND CORRESPOND WITH ALVAREZ & MARSAL RE: SCHEDULES.					
01/06/10	Ganesh, Jennifer	4.90	2,229.50	029	19884285
REVIEW ALVAREZ & MARSAL'S DRAFT OF SCHEDULES (2.0); CALL WITH ALVAREZ & MARSAL AND COMPANY RE: SAME (1.7); CONFER WITH V. VRON AND J. ALCANTAR RE: SAME (.7); EMAIL COMPANY RE: SAME (.5).					
01/07/10	Vron, Victoria	0.90	567.00	029	19892933
ATTEND TO ISSUES RELATING TO SCHEDULES.					
01/07/10	Alcantar, Jose	1.20	618.00	029	19895505

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	CORRESPOND AND CALLS WITH ALVAREZ & MARSAL (.5), J. GANESH (.2), AND V. VRON (.1) RE: SCHEDULES; REVIEW PRECEDENT (.4).				
01/07/10	Ganesh, Jennifer	0.40	182.00	029	19894942
	CONFER WITH V. VRON RE: SCHEDULES (.2); CONFER WITH J. ALCANTAR RE: SAME (.,2).				
01/08/10	Vron, Victoria	0.20	126.00	029	20051447
	RESPOND TO EMAILS RE: CLAIM PRIORITIES AND BILLING ESTIMATES.				
01/08/10	Vron, Victoria	0.30	189.00	029	19892754
	CALL WITH J. GANESH RE: SCHEDULES (.1); RESPOND TO EMAIL FROM J. GANESH RE: SAME (.2).				
01/08/10	Vron, Victoria	0.90	567.00	029	19892746
	RESPOND TO EMAILS FROM ADVANTA RE: 2015.3 REPORT AND TIMING OF FILING DECEMBER MONTHLY OPERATING REPORT (.4); REVIEW DRAFT Q&A FOR 8K AND EMAIL TEAM COMMENTS TO SAME (.5).				
01/08/10	Ganesh, Jennifer	4.20	1,911.00	029	19894946
	REVIEW BANKRUPTCY RULES FOR DRAFTING SCHEDULES (2.5); REVIEW EMAILS FROM ALVAREZ & MARSAL RE: SCHEDULES (.7); CONFER WITH V. VRON RE: SAME (.3); CONFER WITH ALVAREZ & MARSAL RE: SAME (.7).				
01/11/10	Ganesh, Jennifer	3.00	1,365.00	029	19894938
	REVIEW EMAILS FROM ALVAREZ & MARSAL RE: SCHEDULES (.2); CONFER WITH J. ALCANTAR RE: SAME (.1); CONFER WITH V. VRON RE: SAME (.2); REVIEW ALVAREZ & MARSAL'S SECOND DRAFT OF THE SCHEDULES (2.5).				
01/12/10	Vron, Victoria	0.20	126.00	029	19915490
	CALL WITH J. GANESH RE: SCHEDULES.				
01/12/10	Ganesh, Jennifer	5.80	2,639.00	029	19897803
	REVIEW ALVAREZ & MARSAL'S SECOND DRAFT OF SCHEDULES (2.8); CONFER WITH V. VRON RE: SCHEDULES (.3); DRAFT GLOBAL NOTES (2.7).				
01/12/10	Sagot, Jonathan	0.30	136.50	029	19897519
	REVISE FORM OF 8-K DISCLOSING MONTHLY OPERATING REPORT.				
01/13/10	Lemons, Robert	0.20	156.00	029	19901563
	MEET WITH V. VRON AND J. GANESH RE: SCHEDULES.				
01/13/10	Vron, Victoria	0.30	189.00	029	19915340
	CONFER WITH J. GANESH RE: SCHEDULES (.2); EMAIL RE: SAME (.1).				
01/13/10	Ganesh, Jennifer	8.40	3,822.00	029	19900420
	PREPARE FOR CALLS WITH ALVAREZ & MARSAL RE: SCHEDULES (1.5); CONFER WITH ALVAREZ & MARSAL RE: SCHEDULES (1.2); CONFER WITH R. LEMONS AND V. VRON RE: SAME (.2); REVIEW SCHEDULES AND TAKE NOTES ON OPEN ITEMS (2.7); DRAFT GLOBAL NOTES FOR SCHEDULES (2.9).				
01/14/10	Lemons, Robert	0.50	390.00	029	19930542
	PARICIPATE IN CALL WITH J. HERTZBERG, A. SAGAT, L. BROWNE, V. VRON, AND J. GANESH RE: SCHEDULES (.3); REVIEW SAME (.2).				
01/14/10	Vron, Victoria	0.30	189.00	029	19915158

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	PARICIPATE IN CALL WITH ALVAREZ & MARSAL, ADVANTA AND WGM TEAM RE: SCHEDULES.				
01/14/10	Ganesh, Jennifer	5.80	2,639.00	029	19921612
	PREPARE FOR CALL WITH COMPANY AND ALVAREZ & MARSAL RE: SCHEDULES (1.4); CALL WITH COMPANY RE: SAME (2.9); CALL WITH R. LEMONS, V. VRON, ALVAREZ & MARSAL AND THE COMPANY (.2); REVIEW COMPANY'S CHANGES TO THE SCHEDULES (1.3).				
01/15/10	Vron, Victoria	0.20	126.00	029	19915144
	CALL WITH ADVANTA RE: SCHEDULES.				
01/15/10	Alcantar, Jose	0.80	412.00	029	19929072
	CORRESPOND WITH ALVAREZ & MARSAL RE: SCHEDULES/SOFA'S (.1); REVIEW LIST OF INSIDERS (.7).				
01/15/10	Ganesh, Jennifer	5.00	2,275.00	029	19921633
	REVIEW EMAILS FROM D. LEWANDOWSKI RE: SCHEDULES (.7); REVIEW NEW INSIDER LIST (1.5); DRAFT GLOBAL NOTES (2.8).				
01/18/10	Lemons, Robert	0.30	234.00	029	19930455
	REVIEW EMAILS BETWEEN V. VRON AND ADVANTA RE: SCHEDULES.				
01/18/10	Vron, Victoria	0.10	63.00	029	19915033
	RESPOND TO EMAIL FROM ALVAREZ & MARSAL RE: SCHEDULES.				
01/19/10	Vron, Victoria	0.10	63.00	029	20051975
	RESPOND TO EMAIL FROM CLIENT RE: MONTHLY OPERATING REPORT.				
01/19/10	Vron, Victoria	0.30	189.00	029	19936264
	EMAILS WITH J. GANESH RE: SCHEDULES (.2); REVIEW SAME (.1).				
01/19/10	Alcantar, Jose	1.00	515.00	029	19929082
	RESEARCH RE: "INSIDERS" (.8); CORRESPOND WITH V. VRON AND J. GANESH RE: SAME (.2).				
01/19/10	Alcantar, Jose	1.10	566.50	029	19915584
	CALL WITH ALVAREZ & MARSAL, J. PLAVNER, AND J. GANESH RE: SCHEDULES AND SOFA'S.				
01/19/10	Alcantar, Jose	1.80	927.00	029	19929088
	REVIEW SCHEDULES AND SOFA'S.				
01/19/10	Ganesh, Jennifer	5.30	2,411.50	029	19921630
	CALLS WITH ALVAREZ & MARSAL AND THE COMPANY RE: SCHEDULES AND INSIDERS ISSUE (2.0); ATTEND TO EMAILS TO V. VRON, J. ALCANTAR, D. LENDOWSKI, J. HERTZBERG, AND J. PLAVNER RE: SAME (3.3).				
01/20/10	Ganesh, Jennifer	4.10	1,865.50	029	19921632
	REVIEW UPDATED VERSION OF SCHEDULES FROM ALVAREZ & MARSAL (2.7); REVIEW RIDERS RE: SAME (1.0); EMAIL D. LEWANDOWSKI RE: SAME (.4).				
01/21/10	Vron, Victoria	0.30	189.00	029	20052163
	CALL WITH A. SAGAT RE: 2015.3 REPORT (.1); RESPOND TO EMAIL FROM SAME (.2).				
01/21/10	Vron, Victoria	1.30	819.00	029	19944210

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	REVIEW AND REVISE SCHEDULES AND GLOBAL NOTES.				
01/21/10	Ganesh, Jennifer	7.80	3,549.00	029	19931609
	REVIEW SCHEDULES SENT BY ALVAREZ & MARSAL (.3); REVIEW GLOBAL NOTES (1.0); CALL WITH ALVAREZ & MARSAL AND THE COMPANY RE: SAME (2.0) CALLS AND EMAILS WITH ALVAREZ & MARSAL RE: SAME (2.5); REVIEW UPDATED GLOBAL NOTES AND REVISE (2.0).				
01/22/10	Petherbridge, Vaughan	0.30	199.50	029	19930744
	REVIEW AND RESPOND TO EMAILS RE: SOFA FILING AFTER LOCATING APPLICABLE 8-K PRECEDENT.				
01/22/10	Ganesh, Jennifer	4.20	1,911.00	029	19931688
	REVIEW 3RD DRAFT OF SCHEDULES (2.1); CALL WITH ALVAREZ & MARSAL RE: SAME (.7); CONFER WITH V. VRON RE: SAME (.4); EMAIL ALVAREZ & MARSAL RE: SAME (1.0).				
01/23/10	Vron, Victoria	1.00	630.00	029	19936324
	REVIEW AND COMMENT ON LATEST DRAFT OF SOFAS.				
01/23/10	Ganesh, Jennifer	3.50	1,592.50	029	19934370
	CORRESPONDENCES WITH ALVAREZ & MARSAL RE: FINAL DRAFT OF SCHEDULES (1.7); CONFER WITH V. VRON RE: SAME (.3); REVIEW COMMENTS TO SCHEDULES (1.5).				
01/24/10	Ganesh, Jennifer	0.30	136.50	029	19934371
	CONFER WITH ALVAREZ & MARSAL RE: FINAL DRAFT OF SCHEDULES.				
01/25/10	Vron, Victoria	0.10	63.00	029	19944283
	CALL WITH ALVAREZ & MARSAL RE: SCHEDULES.				
01/25/10	Ganesh, Jennifer	0.50	227.50	029	19934372
	REVISE GLOBAL NOTES AND EMAIL ALVAREZ & MARSAL RE: SAME.				
01/26/10	Vron, Victoria	0.90	567.00	029	20053034
	CALL WITH ADVANTA AND ALVAREZ & MARSAL RE: DECEMBER MONTHLY OPERATING REPORT.				
01/26/10	Sagot, Jonathan	0.10	45.50	029	19946679
	EMAIL V. VRON, V. PETHERBRIDGE AND S. GOLD RE: DECEMBER MONTHLY OPERATING REPORT.				
01/27/10	Petherbridge, Vaughan	0.80	532.00	029	19967537
	REVIEW AND MARK-UP DRAFT MONTHLY OPERATING REPORT AND REVIEW ACCOMPANYING 8-K (.5); REVIEW AND RESPOND TO EMAILS RELATING TO MONTHLY OPERATING REPORT (.2); DISCUSS WITH J. SAGOT (.1).				
01/27/10	Vron, Victoria	0.50	315.00	029	19975155
	REVIEW AND EMAIL COMMENTS TO REVISE DECEMBER MONTHLY OPERATING REPORT.				
01/27/10	Sagot, Jonathan	2.80	1,274.00	029	19946676
	REVIEW AND COMMENT TO DECEMBER MONTHLY OPERATING REPORT (1.0); REVIEW AND REVISE FORM 8-K DISCLOSING DECEMBER MONTHLY OPERATING REPORT (.4); TELEPHONE CONFERENCE WITH C. WILSON RE: DECEMBER MONTHLY OPERATING REPORT (.2); EMAILS TO C. WILSON RE: DECEMBER MONTHLY OPERATING REPORT (.4); REVIEW AND RESPOND TO EMAILS FROM L. BROWNE RE: FORM 8-K AND DECEMBER MONTHLY OPERATING REPORT (.6); EMAILS TO V. VRON, V. PETHERBRIDGE AND S. GOLD RE: DECEMBER MONTHLY OPERATING REPORT AND FORM 8-K (.2).				
01/28/10	Sagot, Jonathan	1.30	591.50	029	19953361

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
RESEARCH RE: DEFINITION OF PUBLIC DISCLOSURE UNDER REGULATION FD (.5); CONFER WITH S. GOLD RE: DECEMBER MONTHLY OPERATING REPORT (.2); EMAIL TEAM RE: FILING OF FORM 8-K DISCLOSING DECEMBER MONTHLY OPERATING REPORT (.5); TELEPHONE CONFERENCE WITH C. WILSON RE: DECEMBER MONTHLY OPERATING REPORT (.1).					
01/29/10	Petherbridge, Vaughan	0.50	332.50	029	19966084
REVIEW AND RESPOND TO EMAILS RELATING TO 13-G FILING AND MONTHLY OPERATING REPORT FILINGS AND REVIEW REVISED DRAFT OF 13-G FILING.					
01/29/10	Sagot, Jonathan	1.20	546.00	029	19953214
EMAILS TO M. MARAVILLA RE: EDGARIZING FORM 8-K AND DECEMBER MONTHLY OPERATING REPORT (.2); TELEPHONE CONFERENCE WITH M. MARAVILLA RE: DECEMBER MONTHLY OPERATING REPORT (.1); EMAIL C. JANG, C. WILSON, V. VRON, ET AL RE: FILING OF DECEMBER MONTHLY OPERATING REPORT (.2); REVIEW AND COMMENT TO SCHEDULE 13G (.4); EMAIL L. BROWNE ET AL RE: COMMENTS TO SCHEDULE 13G (.3).					
01/31/10	Maravilla, Mel	5.00	1,125.00	029	19986933
PREPARE FORM 8-K AND MONTHLY OPERATING REPORT EXHIBIT FOR FILING WITH THE SEC VIA EDGAR (4.3); CONFER WITH J. SAGOT RE: SAME (.5); CIRCULATE EDGAR PROOFS (.2).					
SUBTOTAL TASK CODE 029 - SCHEDULES / STATEMENT OF FINANCIAL AFFAIRS / MORS:		94.80	\$ 44,983.50		
01/04/10	Pollack, Martin	2.70	2,673.00	030	19918665
REVIEW BACKGROUND INFORMATION RE: PERTINENT TAX CONSIDERATIONS (1.3); REVIEW AUTHORITIES (1.4).					
01/06/10	Goldring, Stuart	1.90	1,881.00	030	19942854
CONFER WITH M. POLLACK RE: COMMITTEE AND BANK CALLS (.3); ATTEND TO EMAIL EXCHANGES AND CALLS WITH V. VRON RE: SAME (.2); CALL WITH W. ROSOFF AND P. BROWNE RE: SAME (.4); PREPARE FOR CALL WITH LATHAM TAX (1.0).					
01/06/10	Bloch, Matthew	0.30	270.00	030	19888750
TELEPHONE CALL WITH P. BROWNE RE: AUDIT ISSUES.					
01/06/10	Goodman, Max	0.10	66.50	030	19884914
READ BACKGROUND RE: TAX ISSUES.					
01/06/10	Vron, Victoria	0.80	504.00	030	19892903
CALL WITH E. STONE RE: MOTION TO ASSUME LICENSE AGREEMENT (.1); EMAIL S. GOLDRING AND M. POLLACK RE: NOL ISSUES (.2); EMAILS RE: TAX ISSUES (.5).					
01/07/10	Pollack, Martin	3.70	3,663.00	030	19918945
TELECONFERENCE WITH CLIENTS AND GALLAGHER RE: TAX ISSUE (1.1); TELECONFERENCE WITH CREDITORS COMMITTEE RE: SAME (1.2); REVIEW ALTERNATIVES RE: TAX ISSUE (1.4).					
01/07/10	Goldring, Stuart	4.70	4,653.00	030	19942953
CONFER WITH M. GOODMAN RE: TAX ISSUES ANALYSIS (1.3); PARTICIPATE IN CONFERENCE CALL WITH CLIENT AND WGM TEAM RE: TAX AND OTHER TAX MATTERS (1.1); FURTHER CALL WITH WGM TEAM RE: TAX ISSUES (.4); PARTICIPATE IN CONFERENCE CALL WITH LATHAM & WATKINS TAX AND FTI AND WGM TEAM RE: SAME (1.2); FOLLOW-UP CALL WITH WGM TEAM RE: SAME (3); CONFER WITH J. POHL RE: TAX ANALYSIS (.2).					
01/07/10	Pohl, Joshua	4.20	2,310.00	030	19901159

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	CONFERENCE WITH WEIL ADVANTA TEAM RE: TAX ISSUES (1.8); CONFERENCE WITH LATHAM & WATKINS, CLIENT, FTI AND WEIL ADVANTA TEAM RE: TAX ISSUES (1.2); REVIEW AND ANALYZE TAX ISSUES (1.2).				
01/07/10	Goodman, Max	4.60	3,059.00	030	19887320
	MEETING WITH S. GOLDRING RE: TAX ISSUES (1.4); PARTICIPATE IN CONFERENCE CALL WITH WGM TEAM AND CLIENT RE: TAX ISSUES (1.2); PARTICIPATE IN CONFERENCE CALL WITH WGM TEAM RE: TAX ISSUES (.5); CONFERENCE CALL WITH WGM TEAM AND LATHAM RE: TAX ISSUES (1.5).				
01/07/10	Vron, Victoria	3.40	2,142.00	030	19893048
	PREPARE FOR CALLS RE: NOL ISSUES (.5); CALL WITH CLIENT AND TAX TEAM RE: NOLS (1.4); CALL WITH TEAM AND LATHAM RE: SAME (1.3); FOLLOW UP CALL WITH TAX TEAM (.2).				
01/08/10	Pollack, Martin	1.90	1,881.00	030	19954850
	REVIEW ALTERNATIVE STRUCTURES FOR RESOLVING TAX ISSUE.				
01/08/10	Goldring, Stuart	0.70	693.00	030	19955003
	UPDATE CALL WITH W. ROSOFF, P. BROWNE, J. DUBOW, T. GALLAGHER AND M. GOODMAN RE: TAX STRATEGY (.5); PREPARE FOR SAME (.2).				
01/08/10	Goodman, Max	0.50	332.50	030	19892901
	CONFERENCE CALL WITH S. GOLDRING, T. GALLAGHER, AND CLIENT RE: TAX ISSUES.				
01/08/10	Vron, Victoria	0.10	63.00	030	19893164
	EMAIL B. TRUST AT MAYER BROWN RE: CALL.				
01/11/10	Pollack, Martin	1.60	1,584.00	030	19954859
	EVALUATE TAX CONSIDERATIONS INVOLVED IN POTENTIAL ASSET DISPOSITION SCENARIOS.				
01/12/10	Pollack, Martin	1.90	1,881.00	030	19954855
	REVIEW PROPOSAL FOR RESOLUTION OF TAX ISSUE.				
01/12/10	Pohl, Joshua	0.60	330.00	030	19907439
	ANALYZE ISSUES RELATING TO TRADING MOTION AND INTERNAL DISCUSSIONS RE: SAME.				
01/12/10	Goodman, Max	0.30	199.50	030	19898878
	DISCUSS TRADING MOTION WITH S. GOLDRING (.1); DISCUSS TRADING MOTION WITH J. POHL (.2).				
01/13/10	Pollack, Martin	3.20	3,168.00	030	19918941
	REVIEW TAX CONSIDERATIONS TO ADVANTA PERTAINING TO CERTAIN ASSET (1.2); REVIEW POSSIBLE TAX TREATMENT OF ACQUISITION SIDE ASSET (1.2); TELEPHONE CONFERENCE WITH CLIENTS RE: SAME (.8).				
01/13/10	Goldring, Stuart	1.60	1,584.00	030	19957271
	CONFER WITH M. GOODMAN RE: UPCOMING COMMITTEE MEETING (.1); CALL WITH CLIENT, TEAM AND BANK OF AMERICA COUNSEL RE: TAX STRATEGY (.5); FOLLOW-UP CALL WITH CLIENT AND TEAM RE: SAME (1.0).				
01/13/10	Pohl, Joshua	5.40	2,970.00	030	19907225
	CALL WITH MAYER BROWN, CLIENT AND WEIL ADVANTA TEAM RE: TAX STRATEGY (.8); CALL WITH CLIENT RE: SAME (.7); INTERNAL DISCUSSIONS RE: SAME (.4); PREPARE PRESENTATION RE: TAX SHARING AGREEMENT (3.3); CALL WITH J. SALINAS AND M. GOODMAN RE: TRADING MOTION (.2).				

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
01/13/10	Lemons, Robert	1.40	1,092.00	030	19901561
	CALL WITH MAYER BROWN, ADVANTA, V. VRON, S. GOLDBERG, AND M. POLLACK RE: TAX ISSUES, AND FOLLOW UP CALLS WITH W. ROSOFF, J. DUBOW, V. VRON, S. GOLDBERG, AND M. POLLACK RE: SAME.				
01/13/10	Goodman, Max	1.90	1,263.50	030	19901279
	DISCUSS CLAIMS TRADING MOTION WITH J. SALINAS AND J. POHL (.2); CONFERENCE CALLS WITH TEAM, CLIENT, T. GALLAGHER AND MAYER BROWN RE: TAX ISSUES (1.7).				
01/13/10	Vron, Victoria	1.90	1,197.00	030	20051464
	CALL WITH MAYER BROWN AND TAX TEAM RE: BANK OF AMERICA INTEREST (.6); FOLLOW UP WITH ADVANTA AND TAX TEAM RE: SAME (.9); CALL WITH A. GOLDBERG RE: ARRANGING MEETING RE: TAX STRATEGY (.2); EMAIL CLIENT RE: SAME (.2).				
01/14/10	Pollack, Martin	2.90	2,871.00	030	19918668
	REVIEW TAX ISSUE AND GALLAGHER TAX MEMORANDUM (1.7); EVALUATE ALTERNATIVE DISPOSITION STRUCTURES (1.2).				
01/14/10	Goldring, Stuart	0.20	198.00	030	19957187
	PROVIDE BACKGROUND MATERIALS TO R. LEVINE RE: TAX SHARING AGREEMENT.				
01/14/10	Pohl, Joshua	2.50	1,375.00	030	19925219
	PREPARE SLIDE PRESENTATION RE: TAX SHARING AGREEMENT ISSUES.				
01/15/10	Goldstein, Marcia	0.20	198.00	030	19941698
	REVIEW AND RESPOND TO EMAILS RE: TAX SHARING.				
01/15/10	Pollack, Martin	3.80	3,762.00	030	19918761
	REVIEW BACKGROUND OF TAX STRUCTURE (1.3); ATTEND TO ANALYSIS OF ALTERNATIVES (1.6); CONFERENCE CALL WITH T. GALLAGHER (.8).				
01/15/10	Levine, Richard	1.20	1,062.00	030	19919793
	MEETING WITH TEAM RE: TAX ISSUES.				
01/15/10	Goldring, Stuart	2.40	2,376.00	030	19957313
	MEET WITH WGM TEAM RE: TAX SHARING AGREEMENT (1.2); FOLLOW-UP RE: SAME (.3); CALL WITH TEAM AND T. GALLAGHER RE: PARTNERSHIP INTEREST (.4), AND FOLLOW-UP RE: SAME (.2); ATTEND TO EMAIL EXCHANGES WITH M. POLLACK AND OTHERS RE: PARTNERSHIP INTEREST (.3).				
01/15/10	Pohl, Joshua	7.00	3,850.00	030	19925462
	ATTEND TO INTERNAL DISCUSSIONS RE: TAX SHARING AGREEMENT ISSUES (1.3); PARTICIPATE IN CALL WITH CLIENT AND WEIL TAX RE: TAX ISSUES (1.4); PREPARE SLIDES EXPLAINING TAX SHARING AGREEMENT AND RELATED ISSUES (4.3).				
01/15/10	Goodman, Max	2.50	1,662.50	030	19913436
	MEET WITH WGM TAX TEAM RE: TAX ISSUES (1.4); RESEARCH TAX ISSUES (.3); PARTICIPATE IN CONFERENCE CALL WITH WGM TAX TEAM AND T. GALLAGHER RE: TAX ISSUES (.8).				
01/15/10	Vron, Victoria	1.40	882.00	030	19915276
	MEETING WITH WGM TAX TEAM RE: TAX ISSUES.				
01/18/10	Pollack, Martin	1.70	1,683.00	030	20044982

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	REVIEW ALTERNATIVE PROPOSALS TO RESOLVE TAX ISSUE.				
01/18/10	Levine, Richard	0.90	796.50	030	19919926
	REVIEW NOTES OF TEAM MEETING RE: TAX SHARING AGREEMENT.				
01/18/10	Goldring, Stuart	0.70	693.00	030	19957308
	CALL WITH M. POLLACK, T. GALLAGHER AND P. BROWNE RE: TAX STRATEGY (.2); REVIEW NOTES AND FOLLOW-UP RE: SAME (.5).				
01/18/10	Pohl, Joshua	3.60	1,980.00	030	19925274
	PREPARE PRESENTATION RE: TAX SHARING ISSUES.				
01/18/10	Goodman, Max	0.10	66.50	030	19913561
	CONFERENCE CALL WITH S. GOLDRING, M. POLLACK, AND T. GALLAGHER RE: TAX ISSUES.				
01/19/10	Pollack, Martin	0.70	693.00	030	20045826
	REVIEW TAX STRATEGY.				
01/19/10	Pohl, Joshua	0.50	275.00	030	19925277
	REVIEW SLIDE PRESENTATION RE: TAX ISSUES.				
01/19/10	Goodman, Max	0.80	532.00	030	19917619
	PREPARE PRESENTATION RE: TAX SHARING ISSUES.				
01/20/10	Pollack, Martin	0.80	792.00	030	20045862
	REVIEW TAX ISSUES AND ALTERNATIVES FOR PLAN.				
01/20/10	Goldring, Stuart	0.70	693.00	030	19958322
	EMAIL EXCHANGES RE: UPCOMING CREDITOR COMMITTEE CALL ON TAX ISSUES.				
01/20/10	Pohl, Joshua	1.20	660.00	030	19925333
	PREPARE PRESENTATION RE: TAX SHARING ISSUES.				
01/20/10	Goodman, Max	0.60	399.00	030	19920353
	REVIEW TAX ANALYSIS.				
01/21/10	Pollack, Martin	1.60	1,584.00	030	20045893
	REVIEW TAX CONSIDERATIONS AND ALTERNATIVES.				
01/21/10	Levine, Richard	0.40	354.00	030	19943549
	EMAIL TO H. MURRAY (.2); MEET WITH H. MURRAY RE: TAX RESEARCH ASSIGNMENT (.2).				
01/21/10	Goldring, Stuart	1.00	990.00	030	19957287
	CALL RE: TAX MATTERS (.6) AND INTERNAL FOLLOW-UP DISCUSSION (.4).				
01/21/10	Goodman, Max	1.40	931.00	030	19923425
	CONFERENCE CALL WITH TEAM, T. GALLAGHER AND CLIENT RE: TAX ISSUES (1.1); PREPARE PRESENTATION RE: TAX SHARING ISSUES (.3).				
01/21/10	Griffiths, David	0.10	51.50	030	19921835

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	RETRIEVE VOICEMAIL FROM C. AGUILLERA FROM TAX OFFICE OF SAN BERNARDINO, CALIFORNIA RE: ADVANTA OWNED PROPERTIES IN SAN BERNADINO, RESPONDING TO SAME AND UPDATING WGM COMMUNICATIONS LOG.				
01/22/10	Pollack, Martin	1.30	1,287.00	030	20045627
	TAX ANALYSIS OF PLAN ALTERNATIVES.				
01/22/10	Pohl, Joshua	0.30	165.00	030	19973258
	PREPARE PRESENTATION RE: TAX SHARING ISSUES.				
01/22/10	Murray, Haskell	2.00	1,100.00	030	19953343
	PERFORM RESEARCH RE: POLICY STATEMENTS (1.0); DRAFT RESEARCH SUMMARY FOR R. LEVINE (1.0).				
01/25/10	Pollack, Martin	2.10	2,079.00	030	20044987
	TAX ANALYSIS OF PLAN ALTERNATIVES.				
01/25/10	Goldring, Stuart	2.10	2,079.00	030	19955009
	EMAIL EXCHANGES WITH S. MARGOLIS AND P. BROWNE RE: ESOP OWNERSHIP (.2); CALL WITH LATHAM TAX, P. BROWNE AND WGM RE: TAX ISSUES (1.5); FOLLOW-UP WITH W. ROSSOFF AND OTHERS RE: SAME (.4).				
01/25/10	Pohl, Joshua	1.10	605.00	030	19979509
	CALL WITH FTI, CLIENT, LATHAM AND WEIL ADVANTA TEAM RE: TAX ISSUES (.6); ANALYZE TAX SHARING ISSUES (.5).				
01/25/10	Murray, Haskell	0.50	275.00	030	19952935
	REVIEW CORRESPONDENCE AND DRAFT OUTLINE OF ACCOUNTING THOUGHTS (.2); RESEARCH SAME (.3).				
01/25/10	Goodman, Max	1.60	1,064.00	030	19938150
	CONFERENCE CALL WITH TEAM, CLIENT, AND LATHAM RE: TAX ISSUES (1.4); REVIEW CLIENT TAX MEMORANDUM (.2).				
01/25/10	Vron, Victoria	1.00	630.00	030	19944387
	CALL WITH TAX TEAM, ADVANTA AND LATHAM RE: TAX STRATEGY.				
01/26/10	Pollack, Martin	0.80	792.00	030	20045564
	REVIEW POTENTIAL PLAN APPROACHES AND TAX STRATEGY.				
01/26/10	Goldring, Stuart	0.50	495.00	030	19942837
	CONFER WITH M. GOODMAN RE: TAX SHARING AGREEMENT (.2); REVIEW SAME (.3).				
01/26/10	Murray, Haskell	0.20	110.00	030	19953121
	CORRESPOND WITH R. LEVINE RE: TAX RESEARCH.				
01/27/10	Murray, Haskell	1.00	550.00	030	19952938
	CORRESPOND WITH E. PERRITT (.2); REVIEW FAS 109 AND RELATED MATERIALS (.8).				
01/28/10	Pollack, Martin	0.80	792.00	030	19988018
	REVIEW ISSUES PERTAINING TO PROPOSED BANKUPTCY PLAN.				

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
01/29/10	Pollack, Martin REVIEW TAX ANALYSIS RELATING TO PROPOSED PLAN STRUCTURES.	0.90	891.00	030	20045601
01/29/10	Levine, Richard MEET H. MURRAY RE: TAX ISSUE ANALYSIS.	0.20	177.00	030	19990113
01/29/10	Murray, Haskell PREPARE FOR MEETING WITH R. LEVINE (.5); MEETING WITH R. LEVINE ON TAX SHARING ISSUES (.2); RESEARCH TAX RESEARCH (.4).	1.10	605.00	030	19953077
01/30/10	Goodman, Max REVIEW LIST OF CREDITOR COMMITTEE REQUESTS.	0.10	66.50	030	19965499
SUBTOTAL TASK CODE 030 - TAX ISSUES:		107.90	\$ 84,632.50		
01/29/10	Ganesh, Jennifer SEND EMAILS TO V. VRON AND L. PRESTON RE: PECO.	0.40	182.00	032	19985502
SUBTOTAL TASK CODE 032 - UTILITY ISSUES:		0.40	\$ 182.00		
GRAND TOTAL:		606.10	\$ 394,392.00		

Exhibit B
Itemized Expenses

DISBURSEMENT SUMMARY

78221.0007

CHAPTER 11

	<u>AMOUNT</u>
011 LOCAL TRANSPORTATION	\$ 376.59
012 TRAVEL	293.00
014B SKYLINE TAXI - LEGAL	228.57
019G SUPPORT STAFF O/T MEALS	11.02
020A ATTORNEY MEALS	361.01
020G ATTORNEY MEALS	69.54
022 POSTAGE	0.88
023X AIR COURIER/EXPRESS MAIL	48.15
024 DUPLICATING (FIRM)	577.20
024D DUPLICATING (FIRM)	112.00
024I DUPLICATING (FIRM)	10.50
064B SERVICE FEES-EDGAR FILINGS	175.00
075 COMPUTERIZED RESEARCH - OTHER (NY)	243.43
075B LEXIS/NEXIS COMPUTERIZED RESEARCH (NY)	1,667.23
075C WESTLAW - COMPUTERIZED RESEARCH (NY)	247.58
082 DUPLICATING SERVICES - SPIRAL	7.00
097 CLIPPING SERVICE/SEC WATCH	<u>85.00</u>
GRAND TOTAL:	<u>\$ 4,513.70</u>

ITEMIZED DISBURSEMENTS - 78221.0007 - Chapter 11

<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
12/04/09	GRIFFITHS, DAVID N. LOCAL TRANSPORTATION VENDOR: WG&M LLP - PETTY CASH NY; INVOICE#: 20091202; DATE: 12/4/2009 - NY PETTY CASH 12/02/09.D.GRIFFITHS - TAXIS HOME, 10/16, 11/06, 11/10, 11/13, 11/16/09	011	15562144	85.79
01/11/10	GANESH, JENNIFER N. LOCAL TRANSPORTATION VENDOR: WG&M LLP - PETTY CASH NY; INVOICE#: 20100108; DATE: 1/11/2010 - NY PETTY CASH 01/08/10. J.GANESH - TAXI HOME, 12/24/09	011	15650519	93.30
01/13/10	GOODMAN, MAX A. LOCAL TRANSPORTATION VENDOR: WG&M LLP - PETTY CASH NY; INVOICE#: 20100112; DATE: 1/13/2010 - NY PETTY CASH 01/12/10. M.GOODMAN - TAXI HOME, 01/06/10	011	15653825	7.00
01/14/10	GANESH, JENNIFER N. LOCAL TRANSPORTATION VENDOR: WG&M LLP - PETTY CASH NY; INVOICE#: 20100113; DATE: 1/14/2010 - NY PETTY CASH 01/13/10. J.GANESH - TAXIS HOME, 01/09, 01/08/10	011	15657609	98.50
01/20/10	VRON, VICTORIA LOCAL TRANSPORTATION VENDOR: WG&M LLP - PETTY CASH NY; INVOICE#: 20100120; DATE: 1/20/2010 - NY PETTY CASH 01/20/10. V.VRON - TAXIS HOME, 12/15, 12/18, 12/22, 12/23, 01/07/10	011	15664662	34.00
01/21/10	VRON, VICTORIA LOCAL TRANSPORTATION VENDOR: VRON, VICTORIA INVOICE#: CREX0023206101212001 DATE: 1/21/2010 TAXI/CAR SERVICE DEC 17, 2009 - ADVANTA MTG - FROM/TO: DE TRAIN STAT/SECTION 341 MTG	011	15668033	8.00
01/22/10	GANESH, JENNIFER N. LOCAL TRANSPORTATION VENDOR: WG&M LLP - PETTY CASH NY; INVOICE#: 20100122; DATE: 1/22/2010 - NY PETTY CASH 01/22/10.J.GANESH - TAXIS HOME, 01/16, 01/16/10	011	15676833	50.00
01/21/10	VRON, VICTORIA TRAVEL VENDOR: VRON, VICTORIA INVOICE#: CREX0023206101212001 DATE: 1/21/2010 AGENCY FEE'S, TICKET:8900509482458, DEC 17, 2009 - ADVANTA MTG	012	15668031	40.00

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<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/21/10	VRON, VICTORIA TRAVEL VENDOR: VRON, VICTORIA INVOICE#: CREX0023206101212001 DATE: 1/21/2010 RAIL, TICKET:5547725226012, DEC 17, 2009 - ADVANTA MTG - FROM/TO: PENN STATION/DELAWARE	012	15668032	253.00
01/13/10	GANESH, JENNIFER N. SKYLINE TAXI - LEGAL VENDOR: SKYLINE CREDIT RIDE, INC. INVOICE#: 601587 DATE: 12/4/2009 SKYLINE 9009212546 454 GANESH JENNIFER 5277 RIDE DATE: 2009-11-23 FROM: M NEW YORK 767 5 AVE TO: QU 8233 260 ST RIDE TIME: 20:27	014B	15661010	56.44
01/13/10	GANESH, JENNIFER N. SKYLINE TAXI - LEGAL VENDOR: SKYLINE CREDIT RIDE, INC. INVOICE#: 601555 DATE: 11/27/2009 SKYLINE 9009212651 286 GANESH JENNIFER 5277 RIDE DATE: 2009-11-21 FROM: 8233 260TH ST QU TO: 287 W 147TH ST M RIDE TIME: 10:47 D40904 0003 0284 038B USD 100113 00000057.61N SKYLINE 9009212650 134 GREGORY/PKG HOLLY 0284 RIDE DATE: 2009-11-20 FROM: BX NEW YORK 3594 E TREMONT AVE TO: M 767 5 AVE RIDE TIME: 11:08	014B	15661195	59.25
01/13/10	GANESH, JENNIFER N. SKYLINE TAXI - LEGAL VENDOR: SKYLINE CREDIT RIDE, INC. INVOICE#: 601555 DATE: 11/27/2009 SKYLINE 9009212632 331 GANESH JENNIFER 5277 RIDE DATE: 2009-11-09 FROM: M NEW YORK 767 5 AVE TO: QU 8233 260 ST RIDE TIME: 20:39	014B	15661207	56.44
01/25/10	GANESH, JENNIFER N. SKYLINE TAXI - LEGAL VENDOR: SKYLINE CREDIT RIDE, INC. INVOICE#: 602946 DATE: 12/11/2009 SKYLINE 9009211218 180 GANESH JENNIFER 5277 RIDE DATE: 2009-12-01 FROM: M NEW YORK 767 5 AVE TO: QU 8233 260 ST RIDE TIME: 22:19	014B	15680554	56.44
01/31/10	PRINDLE, KAITLIN C SUPPORT STAFF O/T MEALS 01/12/2010 DINNER KAITLIN PRINDLE BUSINESS FINANCE & RESTRUCTURING-PARALEGAL	019G	15698969	11.02
12/29/09	CROOKER, KERIANNE	020A	15625409	35.00

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<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
	ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 12/15/09 AT 22:36			
01/28/10	GANESH, JENNIFER N. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 01/04/10 AT 18:07	020A	15685928	35.00
01/28/10	GANESH, JENNIFER N. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 01/05/10 AT 18:07	020A	15685944	34.78
01/28/10	ALCANTAR, JOSE R. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED BY 01/06/10 AT 19:18	020A	15686094	17.27
01/28/10	GANESH, JENNIFER N. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED BY ON 01/07/10 AT 18:04	020A	15686143	28.96
01/28/10	GANESH, JENNIFER N. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 01/06/10 AT 17:59	020A	15686191	35.00
01/28/10	GANESH, JENNIFER N. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 01/11/10 AT 17:44	020A	15686984	35.00
01/28/10	GANESH, JENNIFER N. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 01/12/10 AT 19:47	020A	15687114	35.00
01/28/10	GANESH, JENNIFER N. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 01/13/10 AT 18:03	020A	15687148	35.00
01/28/10	GANESH, JENNIFER N. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 01/14/10 AT 19:13	020A	15687192	35.00
01/28/10	GANESH, JENNIFER N. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 01/21/10 AT 18:02	020A	15687705	35.00
01/11/10	VRON, VICTORIA ATTORNEY MEALS 01/07/2010 DINNER VICTORIA VRON BUSINESS FINANCE & RESTRUCTURING	020G	15650235	14.90

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<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/11/10	GOODMAN, MAX A. ATTORNEY MEALS 01/06/2010 DINNER MAX GOODMAN TAX	020G	15650290	8.08
01/31/10	MARGOLIS, STEVEN M. ATTORNEY MEALS 01/12/2010 DINNER STEVEN MARGOLIS TAX	020G	15699022	8.67
01/31/10	VRON, VICTORIA ATTORNEY MEALS 01/21/2010 DINNER VICTORIA VRON BUSINESS FINANCE & RESTRUCTURING	020G	15699691	13.22
01/31/10	VRON, VICTORIA ATTORNEY MEALS 01/28/2010 DINNER VICTORIA VRON BUSINESS FINANCE & RESTRUCTURING	020G	15700077	13.88
01/31/10	VRON, VICTORIA ATTORNEY MEALS 01/25/2010 DINNER VICTORIA VRON BUSINESS FINANCE & RESTRUCTURING	020G	15700380	10.79
01/28/10	ALCANTAR, JOSE R. POSTAGE POSTAGE NY DISK 01/14/2010 NUMBER OF PIECE(S): 2	022	15688474	0.88
01/08/10	ALCANTAR, JOSE R. AIR COURIER/EXPRESS MAIL VENDOR: FEDERAL EXPRESS-EDI INVOICE#: 944653936 DATE: 12/25/2009 TRACKING #: 799504623550 SHIPMENT DATE: 20091218 SENDER: JOSE ALCANTAR WEIL GOTSHAL & MANGES, 767 FIFTH AVENUE, NEW YORK CITY, NY 10153 SHIP TO: BARBARA J ROEBER, GENERAL COU, FIRST DATA MERCHANT SERVICES C, 12500 BELFORD AVE STE M5 C, ENGLEWOOD, CO 80112	023X	15649245	7.10
01/08/10	ALCANTAR, JOSE R. AIR COURIER/EXPRESS MAIL VENDOR: FEDERAL EXPRESS-EDI INVOICE#: 944653936 DATE: 12/25/2009 TRACKING #: 791514864132 SHIPMENT DATE: 20091218 SENDER: JOSE ALCANTAR WEIL GOTSHAL & MANGES, 767 FIFTH AVENUE, NEW YORK CITY, NY 10153 SHIP TO: ATTN PRESIDENT, FIRST DATA MERCHANT SERVICES C, 6200 S QUEBEC ST, ENGLEWOOD, CO 80111	023X	15649250	7.10
01/08/10	ALCANTAR, JOSE R.	023X	15649295	9.91

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<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
	AIR COURIER/EXPRESS MAIL VENDOR: FEDERAL EXPRESS-EDI INVOICE#: 944653936 DATE: 12/25/2009 TRACKING #: 799437928798 SHIPMENT DATE: 20091221 SENDER: JOSE ALCANTAR WEIL GOTSHAL & MANGES, 767 FIFTH AVENUE, NEW YORK CITY, NY 10153 SHIP TO: , ENTREPRENEURS MANAGEMENT GROUP, 14 LOWRYS LN, BRYN MAWR, PA 19010			
01/08/10	ALCANTAR, JOSE R. AIR COURIER/EXPRESS MAIL VENDOR: FEDERAL EXPRESS-EDI INVOICE#: 944653936 DATE: 12/25/2009 TRACKING #: 791250947809 SHIPMENT DATE: 20091218 SENDER: JOSE ALCANTAR WEIL GOTSHAL & MANGES, 767 FIFTH AVENUE, NEW YORK CITY, NY 10153 SHIP TO: ETHAN STONE, ESQ COUNSEL, ADVANTA SHARED SERVICES CORP, PO BOX 844, SPRING HOUSE, PA 19477	023X	15649468	7.30
01/29/10	ALCANTAR, JOSE R. AIR COURIER/EXPRESS MAIL VENDOR: FEDERAL EXPRESS-EDI INVOICE#: 947577909 DATE: 1/22/2010 TRACKING #: 791517144347 SHIPMENT DATE: 20100114 SENDER: JOSE ALCANTAR WEIL GOTSHAL & MANGES, 767 FIFTH AVENUE, NEW YORK CITY, NY 10153 SHIP TO: TOM MASHEK, MGR OF PREMIUM SA, PHILLIES BALLPARK LP, 1 CITIZENS BANK WAY, PHILADELPHIA, PA 19148	023X	15693731	16.74
01/08/10	WGM, FIRM DUPLICATING (FIRM) PHOTOCOPIES MADE IN NEW YORK BETWEEN 12/21/2009 TO 1/4/2010	024	15647750	182.50
01/12/10	WGM, FIRM DUPLICATING (FIRM) PHOTOCOPIES MADE IN NEW YORK BETWEEN 1/4/2010 TO 1/11/2010	024	15651640	1.40
01/12/10	WGM, FIRM DUPLICATING (FIRM) PHOTOCOPIES MADE IN NEW YORK BETWEEN 1/4/2010 TO 1/11/2010	024	15651641	61.80
01/21/10	WGM, FIRM DUPLICATING (FIRM) PHOTOCOPIES MADE IN NEW YORK BETWEEN 1/11/2010 TO 1/18/2010	024	15667190	188.00
01/27/10	WGM, FIRM	024	15683474	143.50

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<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
	DUPLICATING (FIRM) PHOTOCOPIES MADE IN NEW YORK BETWEEN 1/15/2010 TO 1/25/2010			
01/08/10	WGM, FIRM DUPLICATING (FIRM) 300 PAGES PRINTED IN NEW YORK BETWEEN 12/01/2009 TO 12/28/2009	024D	15646237	30.00
01/08/10	WGM, FIRM DUPLICATING (FIRM) 820 PAGES PRINTED IN NEW YORK BETWEEN 12/09/2009 TO 12/23/2009	024D	15646238	82.00
01/05/10	WGM, FIRM DUPLICATING (FIRM) 52 PAGES SCANNED IN NEW YORK BETWEEN 12/21/2009 TO 12/31/2009	024I	15657101	5.20
01/05/10	WGM, FIRM DUPLICATING (FIRM) 53 PAGES SCANNED IN NEW YORK BETWEEN 12/01/2009 TO 12/23/2009	024I	15657102	5.30
01/12/10	VIOLA, MATTHEW SERVICE FEES-EDGAR FILINGS DECEMBER 2009 EDGAR FILING - ACCESSION NUMBER: 0000909518-09-000944, SEC FILING DATE: , NUMBER OF PAGES: 25	064B	15651251	175.00
01/21/10	WENCELBLAT, PATRICIA COMPUTERIZED RESEARCH - OTHER (NY) NY PACER SERVICE CENTER CHARGED 12/01/09-12/31/09	075	15669400	0.32
01/21/10	VRON, VICTORIA COMPUTERIZED RESEARCH - OTHER (NY) NY PACER SERVICE CENTER CHARGED 12/01/09-12/31/09	075	15669469	0.80
01/21/10	GANESH, JENNIFER N. COMPUTERIZED RESEARCH - OTHER (NY) NY PACER SERVICE CENTER CHARGED 12/01/09-12/31/09	075	15669649	0.32
01/21/10	PAPPAS, NICHOLAS J. COMPUTERIZED RESEARCH - OTHER (NY) NY PACER SERVICE CENTER CHARGED 12/01/09-12/31/09	075	15669696	0.56
01/21/10	PRINDLE, KAITLIN C COMPUTERIZED RESEARCH - OTHER (NY) NY PACER SERVICE CENTER CHARGED 12/01/09-12/31/09	075	15669726	37.20

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<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/21/10	PRINDLE, KAITLIN C COMPUTERIZED RESEARCH - OTHER (NY) NY PACER SERVICE CENTER CHARGED 12/01/09-12/31/09	075	15669727	3.04
01/21/10	GEORGE, CAMILLE A. COMPUTERIZED RESEARCH - OTHER (NY) NY PACER SERVICE CENTER CHARGED 12/01/09-12/31/09	075	15669746	1.44
01/28/10	CROOKER, KERIANNE COMPUTERIZED RESEARCH - OTHER (NY) SHARKREPELLENT USAGE ON: 12/21/2009 TEARSHEET DEFENSE PROFILE W/ ANALYTICS	075	15689125	150.00
01/28/10	PETHERBRIDGE, VAUGHAN COMPUTERIZED RESEARCH - OTHER (NY) MORNING STAR USE ON 12/3/2009 BY: MARIE.CARMANT@WEIL.COM	075	15689429	9.95
01/28/10	PETHERBRIDGE, VAUGHAN COMPUTERIZED RESEARCH - OTHER (NY) MORNING STAR USE ON 12/3/2009 BY: MARIE.CARMANT@WEIL.COM	075	15689430	9.95
01/28/10	CROOKER, KERIANNE COMPUTERIZED RESEARCH - OTHER (NY) MORNING STAR USE ON 12/7/2009 BY: KERIANNE.CROOKER@WEIL.COM	075	15689444	9.95
01/28/10	CROOKER, KERIANNE COMPUTERIZED RESEARCH - OTHER (NY) MORNING STAR USE ON 12/21/2009 BY: KERIANNE.CROOKER@WEIL.COM	075	15689517	9.95
01/28/10	PETHERBRIDGE, VAUGHAN COMPUTERIZED RESEARCH - OTHER (NY) MORNING STAR USE ON 12/29/2009 BY: MARIE.CARMANT@WEIL.COM	075	15689544	9.95
01/22/10	ALCANTAR, JOSE R. LEXIS/NEXIS COMPUTERIZED RESEARCH (NY) NY LEXIS - ALCANTAR, JOSE 12/26/2009 ACCOUNTS: 100248	075B	15672204	149.17
01/22/10	SAGOT, JONATHAN L. LEXIS/NEXIS COMPUTERIZED RESEARCH (NY) NY LEXIS - SAGOT, JONATHAN 12/21/2009 ACCOUNTS: 100248	075B	15672205	1271.17
01/22/10	VRON, VICTORIA LEXIS/NEXIS COMPUTERIZED RESEARCH (NY) NY LEXIS - VRON, VICTORIA 12/22/2009 ACCOUNTS: 100248	075B	15672206	20.42

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<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/22/10	GANESH, JENNIFER N. LEXIS/NEXIS COMPUTERIZED RESEARCH (NY) NY LEXIS - GANESH, JENNIFER 01/06/2010 ACCOUNTS: 100248	075B	15672207	13.61
01/22/10	SUSANIN, AUDREY K. LEXIS/NEXIS COMPUTERIZED RESEARCH (NY) NY LEXIS - SUSANIN, AUDREY 01/05/2010 ACCOUNTS: 100248	075B	15672208	212.86
01/22/10	WENCELBLAT, PATRICIA WESTLAW - COMPUTERIZED RESEARCH (NY) NY WESTLAW - WENCELBLAT,PATRICIA 12/25/2009 CONNECT TIME: 0:00:00 DOC/LINE(S): 1 TRANSACTIONS: 3	075C	15674257	137.62
01/22/10	WENCELBLAT, PATRICIA WESTLAW - COMPUTERIZED RESEARCH (NY) NY WESTLAW - WENCELBLAT,PATRICIA 12/24/2009 CONNECT TIME: 0:00:00 DOC/LINE(S): 0 TRANSACTIONS: 3	075C	15674258	109.96
01/27/10	GANESH, JENNIFER N. DUPLICATING SERVICES - SPIRAL SPIRAL BINDING IN NEW YORK CITY ON 01/21/10 11:20AM 2 BINDING(S) FROM UNIT 17	082	15683890	7.00
01/20/10	PETHERBRIDGE, VAUGHAN CLIPPING SERVICE/SEC WATCH DECEMBER 2009 SEC WATCH FOR ADVANTA CORP ORIGINATING ON 11/10/2009	097	15664234	85.00

TOTAL DISBURSEMENTS:

\$4,513.70