

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

In re:

ADVANTA CORP, et al.,¹

Debtors.

Chapter 11

Case No.: 09-13931 (KJC)

(Jointly Administered)

NOTICE OF APPEARANCE AND DEMAND FOR SERVICE OF PAPERS

PLEASE TAKE NOTICE that Law Debenture Trust Company of New York, in its capacity as successor indenture trustee and property trustee, and Law Debenture Corporate Services Inc., in its capacity as successor Delaware trustee (collectively, “Law Debenture” or the “Successor Trustee”), pursuant to (a) the Indenture (the “Indenture”) dated as of December 17, 1996, as amended and supplemented from time to time, between Advanta Corp. (the “Company”) and The Chase Manhattan Bank, as debenture trustee, relating to the Junior Subordinated Debentures (as defined in the Indenture); (b) the Amended and Restated Declaration of Trust relating to the Trust among the Company, as Sponsor, The Chase Manhattan Bank, as property trustee, Chase Manhattan Bank Delaware, as Delaware trustee, and the Administrative Trustees named therein, (c) the Guarantee Agreement relating to the Capital Securities (as defined in the Indenture) between the Company and The Chase Manhattan Bank, as guarantee trustee; and (d) the Guarantee Agreement relating to the Common Securities (as defined in the Indenture) between the Company and The Chase Manhattan Bank, as guarantee trustee, by and through its counsel, Arent Fox LLP, hereby appears in the above-captioned cases

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

pursuant to Section 1109(b) of Title 11 of the United States Code (the “Bankruptcy Code”) and Rules 2002, 3017, 9007 and 9010(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and hereby requests that copies of all notices and pleadings given or filed in the above-captioned cases be given and served upon the persons listed below at the following address, telephone and facsimile numbers, and email addresses:

Robert M. Hirsh
Leah M. Eisenberg
ARENT FOX LLP
1675 Broadway
New York, New York 10019
Telephone: (212) 484-3900
Facsimile: (212) 484-3990
Email: hirsh.robert@arentfox.com
eisenberg.leah@arentfox.com

and

Jeffrey N. Rothleder
Arent Fox LLP
1050 Connecticut Ave., N.W.
Washington, DC 20036
Telephone: (202) 857-6000
Facsimile: (202) 857-6395
Email: rothleder.jeffrey@arentfox.com

and

Robert Bice
Law Debenture Trust Company of New York
400 Madison Avenue, 4th Floor
New York, NY 10017
Telephone: (212) 750-6474
Facsimile: (212) 750-1361
Email: robert.bice@lawdeb.com

PLEASE TAKE FURTHER NOTICE that pursuant to Section 1109(b) of the Bankruptcy Code, the foregoing demand includes not only the notices and papers referred to in the Bankruptcy Rules specified above, but also includes, without limitation, any notice, application, complaint, demand, motion, petition, pleading or request, whether formal or informal, written or

oral and whether transmitted or conveyed by mail, e-mail, facsimile, telephone, telegraph, telex, or otherwise filed or made with regard to the above-captioned cases and proceedings therein.

PLEASE TAKE FURTHER NOTICE that the undersigned intends that neither this Notice of Appearance and Demand for Notices and Papers nor any later appearance, pleadings, claim or suit shall be deemed or construed to be a waiver of the rights of Law Debenture: (1) to have final orders in non-core matters entered only after *de novo* review by a District Judge, (2) to trial by jury in any proceeding so triable in these cases or any case, controversy, or proceeding related to these cases, (3) to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or (4) any other rights, claims, actions, setoffs, or recoupments to which Law Debenture is or may be entitled, in law or in equity, all of which rights, claims, actions, defenses, setoffs, and recoupments Law Debenture expressly reserves.

Dated: New York, New York
November 17, 2009

ARENT FOX LLP

Attorneys for Law Debenture Trust Company
of New York and Law Debenture Corporate
Services Inc., their its capacity as Successor
Trustee

By: /s/ Leah M. Eisenberg
Robert M. Hirsh
Leah M. Eisenberg
1675 Broadway
New York, NY 10019
(212) 484-3900

and

Jeffrey N. Rothleder
1050 Connecticut Ave., N.W.
Washington, DC 20036
(202) 857-6000

CERTIFICATE OF SERVICE

I, Lisa Indelicato, hereby certify that on November 17, 2009, I served the attached *Notice of Appearance and Demand for Service of Papers* upon the parties listed below via U.S. First Class Mail.

Counsel to the Debtors

Chun I. Jang
Richards, Layton & Finger, P.A.
920 North King Street
P.O. Box 551
Wilmington, DE 19899

Office of the U.S. Trustee

United States Trustee
844 King Street, Room 2207
Lockbox #35
Wilmington, DE 19899-0035

/s/ Lisa Indelicato

Lisa Indelicato