

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

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

Objection Deadline: June 7, 2010 at 4:00 p.m.
Hearing Date: Only if objections are filed

**FIRST MONTHLY APPLICATION OF DRINKER BIDDLE & REATH LLP FOR
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND FOR
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE COMMITTEE
FOR THE PERIOD FROM NOVEMBER 23, 2009 THROUGH DECEMBER 31, 2009**

Name of Applicant: Drinker Biddle & Reath LLP
Authorized to Provide Professional Services to: Official Committee of Unsecured Creditors

Date of Retention: nunc pro tunc to November 23, 2009

Period for which compensation
and reimbursement are sought: November 23, 2009 through December 31, 2009

Amount of Compensation sought as actual,
reasonable, and necessary: \$11,790.40(80% of \$14,738.00)

Amount of Expense Reimbursement sought
as actual, reasonable, and necessary: \$97.10

This is an: X interim final application

¹ The Debtors in these cases, along with the last four digits of each Debtors' federal tax identification number, are Advanta Corp. (2070), Advanta Investment Corp. (5627), Advanta Business Services Holding Corp. (4047), Advanta Business Services Corp. (3786), Advanta Shared Services Corp. (7074), Advanta Service Corp. (5625), Advanta Advertising Inc. (0186), Advantennis Corp. (2355), Advanta Mortgage Holding Company (5221), Advanta Auto Finance Corporation (6077), Advanta Mortgage Corp. USA (2654), Advanta Finance Corp. (8991), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328), Advanta Ventures Inc. (5127), BizEquity Corp. (8960), Ideablob Corp. (0726), and Advanta Credit Card Receivables Corp. (7955).

Name of Professional Individual	Position, Year of Obtaining License to Practice	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Andrew C. Kassner	Partner; Admitted to NY bar since 1984; PA bar since 1985; and DE bar since 2004	625.00	4.4	\$2,750.00
Robert K. Malone	Partner; Admitted to NJ bar since 1984	615.00	2.6	\$1,599.00
Howard A. Cohen	Partner; Admitted to DE bar since 2001	435.00	22.6	\$9,831.00
David P. Primack	Associate; Admitted to PA bar since 2002; DE bar since 2003	400.00	1.2	\$480.00
Amy S. Kinslow	Paralegal	130.00	.6	\$78.00
TOTAL			31.4	\$14,738.00
BLENDED RATE				469

COMPENSATION BY PROJECT CATEGORY
NOVEMBER 19, 2009 THROUGH DECEMBER 31, 2009

Project Category	Total Hours	Total Fees
B102 Business Operations	1.0	528.00
B103 Case Administration	14.6	6,975.50
B104 Claims Administration & Objections	5.5	2468.50
B106 Fee/Employment Applications	8.8	4,039.50
B107 Fee/Employment Objections	.9	391.50
B108 Financing	.4	248.00
B109 Litigation	.2	87.00
TOTAL	31.4	\$14,738.00

EXPENSE SUMMARY
NOVEMBER 19, 2009 THROUGH DECEMBER 31, 2009

Expense Category	Total Expenses
Duplicating	\$17.10
Express Delivery Services (Parcels)	\$5.00
Filing Fees (Court)	\$75.00
TOTAL	\$97.10

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Debtors.) (Jointly Administered)

**FIRST MONTHLY APPLICATION OF DRINKER BIDDLE & REATH LLP FOR
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND FOR
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE COMMITTEE
FOR THE PERIOD FROM NOVEMBER 19, 2009 THROUGH DECEMBER 31, 2009**

Pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and this Court’s Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members [Docket No. 102] (the “Interim Compensation Order”), Drinker Biddle & Reath LLP (“Drinker”) hereby files this First Monthly Application for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors (the “Committee”) for the Period from November 23, 2009 through December 31, 2009 (the “Application”). By this Application, Drinker seeks a monthly allowance pursuant to the Interim Compensation Order with respect to the sums of \$14,738.00 as compensation and \$97.10 for reimbursement of actual and necessary expenses for a total of \$14,835.10 for the period commencing November 23, 2009 through and including December 31, 2009 (the “Compensation Period”). In support of this Application, Drinker respectfully represents as follows:

Background

1. On November 8, 2009 (the “Petition Date”), the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the Bankruptcy Code.

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

3. This Court approved the Committee's retention of Drinker *nunc pro tunc* to November 23, 2009 by the order dated February 2, 2010 (the "Retention Order").

Basis for the Monthly Fee Application

4. By this Application, Drinker seeks compensation for the services rendered and reimbursement of expenses incurred by Drinker as general reorganization and bankruptcy counsel to the Committee during the Compensation Period. The amount of fees sought for services rendered during this period is \$14,738.00, representing 31.4 hours in professional and paraprofessional time for such services. Reimbursement of actual and necessary expenses incurred by Drinker during the Compensation Period in connection with these services is requested in the amount of \$97.10.

5. All services for which compensation is requested by Drinker were performed solely for or on behalf of the Committee. As set forth in the Committee's motion seeking authority to retain Drinker, Drinker's services to the Committee, while focused on restructuring and insolvency issues, have also encompassed a wide range of legal services. The Retention Order authorized Drinker to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

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

Fee Statement

7. The fee statement for the Compensation Period is attached hereto as Exhibit A (the "Billing Detail"). The Billing Detail contains a detailed chronological narrative of the time spent (divided among **seven (7)** descriptive billing categories), the dates and descriptions of the services rendered, and the identity of the attorneys and other professionals who provided such services on behalf of the Committee during the Compensation Period. Certain of these narratives in the Billing Detail may have been redacted for privilege and confidentiality purposes. To the best of Drinker's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Guidelines adopted by the Office of the United States Trustee, Del. Bankr. L.R. 2016-2, and the Interim Compensation Order.

Actual and Necessary Expenses

8. A summary of actual and necessary expenses incurred by Drinker during the Compensation Period is included in the attached Billing Detail. Drinker has incurred out-of-pocket expenses in the amount of \$97.10 in connection with its services rendered to the Committee during the Compensation Period. These expenses were incurred for items not included in Drinker's hourly rates, including (but not limited to) duplicating charges, document delivery and messenger services, telephone and facsimile charges, legal research charges, travel expenses and in-house document production. Drinker submits that all such expenses are necessary and actual expenses for the performance of its services in this case, and further submits that many of the expenses were necessitated by the time constraints under which Drinker's professionals and staff have operated in this case.

Interim Nature of Compensation

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

10. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, Drinker respectfully submits that the amounts requested by this Application are fair and reasonable given (a) the complexity of this case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services and (e) the costs of comparable services other than in a case under the Bankruptcy Code.

Review of Applicable Local Rule

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

Notice

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

WHEREFORE, Drinker respectfully requests that the Court (i) approve compensation in the amount of \$14,738.00 for necessary professional services rendered and reimbursement of expenses in the amount of \$97.10, (ii) authorize the Debtor to remit to Drinker, in accordance with the Interim Compensation Order, \$11,790.40 (80% of \$14,738.00) for necessary professional services rendered and \$97.10 for the reimbursement of expenses and (iii) grant such other and further relief as may be just and proper.

Dated: May 17, 2010

DRINKER BIDDLE & REATH LLP

/s/ Howard A. Cohen

Andrew C. Kassner (DE 4507)

Howard A. Cohen (DE 4082)

1100 N. Market Street, Suite 1000

Wilmington, DE 19801

Telephone: (302) 467-4200

Facsimile: (302) 467-4201

- and -

Robert K. Malone (*admitted pro hac vice*)

500 Campus Drive

Florham Park, NJ 07932-1047

Telephone: (973) 360-1100

Facsimile: (973) 360-9831

Attorneys For The Official Committee
of Unsecured Creditors

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

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

**Objection Deadline: June 7, 2010 at 4:00 p.m.
Hearing Date: Only if objections are filed**

NOTICE OF APPLICATION

PLEASE TAKE NOTICE that co-counsel for the Official Committee of Unsecured Creditors (“Committee”) has filed the its *First Monthly Application of Drinker Biddle & Reath LLP (“Drinker”) for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Committee for the Period From November 23, 2009 Through December 31, 2009* (the “Application”), which seeks approval of Drinker’s request for compensation for the professional services rendered in the amount of \$14,738.00 and reimbursement for the expenses it incurred in the amount of \$97.10 during the period from November 23, 2009 Through December 31, 2009.

PLEASE TAKE FURTHER NOTICE that objections to the Application, if any, must be filed and served so as to actually be received by the undersigned counsel on or before 4:00 p.m. (E.T.) on June 7, 2010 (the “Objection Deadline”) with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801. At the same time, you must also serve a copy of the response so as to be received on or before the Objection Deadline by the following: (i) the Debtors, Advanta Corp., P.O. Box 844, Spring House, Pennsylvania 19477-0844 (Attn: Philip M. Browne); (ii) counsel to the Debtors, Weil, Gotshal & Manges, LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Robert L. Lemons, Esq.); (iii) local counsel to the Debtors, Richards Finger & Layton, P.A., One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn: Chun I. Jang, Esq.); (iv) counsel to the Official Committee of Unsecured Creditors, Latham & Watkins LLP, 885 Third Avenue, Suite 1000, New York, New York 10003 (Attn: Roger Schwartz, Esq.) and Drinker Biddle & Reath LLP, 1100 N. Market Street, Suite 1000, Wilmington, Delaware 19801 (Attn: Howard A. Cohen, Esq.); and (v) the Office of the United States Trustee, District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: David Klauder, Esq.).

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

Dated: May 17, 2010

DRINKER BIDDLE & REATH LLP

/s/ Howard A. Cohen
Andrew C. Kassner (DE 4507)
Howard A. Cohen (DE 4082)
1100 N. Market Street, Suite 1000
Wilmington, DE 19801
Telephone: (302) 467-4200
Facsimile: (302) 467-4201

- and -

Robert K. Malone (*admitted pro hac vice*)
500 Campus Drive
Florham Park, NJ 07932-1047
Telephone: (973) 360-1100
Facsimile: (973) 360-9831

EXHIBIT A

LAW OFFICES

Drinker Biddle & Reath
LLP500 Campus Drive
Florham Park, NJ 07932-1047
973-360-1100**REMITTANCE PAGE**

05/14/2010

c/o U.S. Bankruptcy Court
District of Delaware
824 Market Street, 3rd Floor
Wilmington, DE 19801

Invoice No. 14342397

For services through 31 DECEMBER 2009 as follows:

<u>Our File</u>	<u>Matter Name</u>	<u>Amount</u>
446173	Advanta Corp., Chapter 11	
	Current Fees	14,738.00
	Expenses and Charges	<u>97.10</u>
	Total Amount Due This Invoice Per Attached Detail	<u>\$ 14,835.10</u>

Please return this remittance copy with your payment.
Payment for legal services is due within 30 days of invoice date.

Wire Payments should be forwarded to:

Bank: Bank of America
ABA #: 026-009-593
Acct. No.: 4201031226
Acct Name: Drinker Biddle & Reath LLP
NJ Business Depository Account
Reference: 204839/14342397

Checks should be mailed to:

Drinker Biddle & Reath LLP
500 Campus Drive
Florham Park, NJ 07932-1047

LAW OFFICES



500 Campus Drive
 Florham Park, NJ 07932-1047
 973-360-1100

c/o U.S. Bankruptcy Court
 District of Delaware
 824 Market Street, 3rd Floor
 Wilmington, DE 19801

Invoice Number: 14342397
 Invoice Date: 05/14/2010
 Client Number: 204839
 Matter Number: 446173
 Page: 1

RE: Advanta Corp., Chapter 11

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 DECEMBER 2009

			<u>Hours</u>	<u>Amount</u>
TASK CODE	B102	Business Operations		
11/25/09 HA COHEN		Phone calls with A. Goldberg reregarding utility objection and ocp motion (.4); Phone call with P. Heath regarding same (.1).	0.50	217.50
12/03/09 AC KASSNER		Review Lease Amendment Motion and correspondence regarding same.	0.30	187.50
12/23/09 R MALONE		Review of Debtors' Motion for Authority to Reject that Certain Private Label Agreement from Zachary I. Shapiro, Esq., Richards, Layton & Finger, P.A. and Weil, Gotshal & Manges LLP, Attorneys for Debtors and Debtors in Possession.	0.10	61.50
12/24/09 R MALONE		Review Motion of Advantennis Corp. for Authority to Reject Certain Sponsorship Contracts.	0.10	61.50
TOTAL B102			1.00	528.00
			<u>Hours</u>	<u>Amount</u>
TASK CODE	B103	Case Administration		
11/24/09 AC KASSNER		Review Chapter 11 pleadings, First Day Affidavit, First Day Motions, and Motion to enter First DIP Orders in new cases.	0.90	562.50
11/24/09 AC KASSNER		Prepare for and attend First Day Hearing in new Advanta Debtors cases.	0.80	500.00
11/24/09 AC KASSNER		Draft report of hearing to Creditors' Committee.	0.30	187.50

TASK CODE		B103 Case Administration	<u>Hours</u>	<u>Amount</u>
11/24/09	HA COHEN	Attend first day hearing before Hon. Kevin J. Carey, United States Bankruptcy Court (.6); Draft memorandum to committee regarding same (.4).	1.00	435.00
11/25/09	AC KASSNER	Review draft Bylaws regarding confidentiality issues.	0.30	187.50
11/25/09	AC KASSNER	Review Chapter 11 filings, including appearance and GC Application.	0.20	125.00
11/30/09	R MALONE	Review Order Directing that Certain Orders in the Chapter 11 Cases of Advanta Corp., et al., be made Applicable to New Debtors, entered by the Hon. Kevin J. Carey, United States Bankruptcy Judge on November 24, 2009.	0.10	61.50
12/01/09	R MALONE	Review Notice of Commencement of Chapter 11 Bankruptcy Cases, Meeting of Creditors and Fixing of Certain Dates.	0.10	61.50
12/02/09	R MALONE	Review Notice of Agenda of Matters Scheduled For Hearing on December 4, 2009 at 11:00 A.M; telephone conference with HA Cohen regarding hearing (.1)	0.10	61.50
12/02/09	HA COHEN	Draft email concerning adjournment of December 2 hearing (.1) and A&M retention terms (.1).	0.20	87.00
12/08/09	R MALONE	Review Final Order (i) prohibiting the Utility Companies from altering, refusing, or discontinuing services; (ii) approving the Debtor's proposed adequate assurance; and (iii) approving procedures for resolving requests for additional adequate assurance (.1); review Order Extending the Time to File Schedules of Assets and Liabilities, schedules of executory contracts and unexpired leases, lists of equity security holders, schedules of current income and expenditures and statements of financial affairs (.1).	0.20	123.00

TASK CODE		B103 Case Administration	<u>Hours</u>	<u>Amount</u>
12/09/09	HA COHEN	Attend Committee Conference Call in preparation for meeting with Debtors' professionals (.5); Attend meeting (by phone) with Debtors' professionals concerning case status and direction (3.1).	3.60	1,566.00
12/11/09	HA COHEN	Email to A. Goldberg regarding local counsel association requirement.	0.10	43.50
12/14/09	R MALONE	Review Order Scheduling Omnibus Hearing Dates entered by the Hon. Kevin J. Carey, US Bankruptcy Court For the District of Delaware on December 2, 2009.	0.10	61.50
12/16/09	AS KINSLOW	Prepare pro hac vice motion for A. Singer (.2); electronically file same (.1).	0.30	39.00
12/17/09	HA COHEN	Preparation and attendance at 341 meeting.	2.90	1,261.50
12/18/09	HA COHEN	Draft memorandum for co-counsel regarding 341 meeting.	0.90	391.50
12/18/09	HA COHEN	Attend conference call with committee members regarding case status.	0.90	391.50
12/22/09	AC KASSNER	Review materials and Chapter 11 pleadings.	0.30	187.50
12/22/09	HA COHEN	Review various summaries and recommendations to committee concerning pending motions.	0.70	304.50
12/30/09	AC KASSNER	Review January 5 Agenda and matters scheduled for hearing.	0.40	250.00
12/30/09	HA COHEN	Phone call with A. Singer regarding January 5 agenda items.	0.20	87.00
TOTAL B103			14.60	6,975.50

TASK CODE		B104 Claims Administration & Objections	<u>Hours</u>	<u>Amount</u>
11/24/09	AC KASSNER	Review correspondence regarding claims trading restructure and review Delaware Decisions regarding same.	0.40	250.00

TASK CODE		B104 Claims Administration & Objections	<u>Hours</u>	<u>Amount</u>
11/24/09	HA COHEN	Research regarding claims trading precedent in Delaware (2.1); Email to co-counsel regarding precedent (.2)	2.30	1,000.50
11/30/09	HA COHEN	Research regarding redi-reserve notes.	1.10	478.50
12/01/09	HA COHEN	Phone call with M. Greenstein regarding treatment of notes in bankruptcy proceeding.	0.20	87.00
12/03/09	HA COHEN	Phone call with C. Ebright regarding treatment of note claims in Advanta.	0.30	130.50
12/08/09	HA COHEN	Phone call with R. Bovarnich regarding redi-reserve notes.	0.30	130.50
12/09/09	HA COHEN	Phone call with M. Rutter regarding note claims in Advanta.	0.30	130.50
12/23/09	HA COHEN	Phone call with B. Burns regarding status of investor claims in case.	0.30	130.50
12/29/09	HA COHEN	Phone call with J. Carey regarding investment note status.	0.30	130.50
TOTAL B104			5.50	2,468.50

TASK CODE		B106 Fee/Employment Applications	<u>Hours</u>	<u>Amount</u>
11/30/09	DP PRIMACK	Draft of Drinker Biddle retention application	1.20	480.00
12/01/09	HA COHEN	Phone call with A. Kassner regarding submission of Drinker retention papers.	0.20	87.00
12/01/09	HA COHEN	Phone call with A. Singer regarding Delaware guidelines for reimbursement of committee member expenses.	0.20	87.00
12/03/09	HA COHEN	Phone call with J. Leamy regarding UST guidelines for reimbursement of committee member expenses (.2); email to co-counsel regarding same (.2).	0.40	174.00
12/07/09	HA COHEN	Review and revise memorandum to committee regarding reimbursement of expenses.	1.20	522.00

TASK CODE			<u>Hours</u>	<u>Amount</u>
		B106 Fee/Employment Applications		
12/08/09	R MALONE	Review Order implementing certain procedures for the interim compensation and reimbursement of professionals (.1); review order authorizing the retention and employment of Richards, Layton & Finger, P.A. as co-counsel to the Debtors (0.0); review order authorizing the employment and retention of Weil, Gotshal & Manges LP as attorneys for the Debtors (0.0); review Order Implementing Certain Procedures to Retain, Compensate, and Reimburse Ordinary Course Professionals (.1); review Order to retain Alvarez & Marsal North America, LLC as Financial Advisors to Debtors and Debtors in Possession (0.0).	0.20	123.00
12/18/09	AC KASSNER	Review GCD and CW retention applications.	0.30	187.50
12/18/09	R MALONE	Review and revise pleadings in connection with retention of Drinker Biddle & Reath, as Counsel to the Official Committee of Unsecured Creditors (1.0); review and execute final version of Affidavit in Support thereof (.3); confer with HA Cohen regarding same (.1)	1.40	861.00
12/18/09	HA COHEN	Review and revise retention papers for Latham and GCG.	2.30	1,000.50
12/22/09	HA COHEN	Review and coordinate filing of FTI retention papers.	1.10	478.50
12/22/09	AS KINSLOW	Electronically file FTI Consulting retention application (.1); cause service of same (.2).	0.30	39.00
TOTAL B106			8.80	4,039.50
			<u>Hours</u>	<u>Amount</u>
TASK CODE		B107 Fee/Employment Objections		
11/24/09	HA COHEN	Review OCP Motion and PECO Objection to determine course of action.	0.90	391.50
TOTAL B107			0.90	391.50

TASK CODE		B108 Financing	<u>Hours</u>	<u>Amount</u>
12/04/09	AC KASSNER	Review L&W memorandum regarding FDIC issues.	0.20	125.00
12/08/09	R MALONE	Review Debtors' Motion For an order Granting Additional Time to File Reports of Financial Information.	0.20	123.00
TOTAL B108			0.40	248.00

TASK CODE		B109 Litigation	<u>Hours</u>	<u>Amount</u>
12/21/09	HA COHEN	Phone call with A. Singer regarding potential filing of objections to various motions.	0.20	87.00
TOTAL B109			0.20	87.00

CURRENT FEES \$14,738.00

TIME AND FEE SUMMARY

TIMEKEEPER	TITLE	RATE	HOURS	FEES
AC KASSNER	PARTNER	\$625.00	4.40	\$2,750.00
R MALONE	PARTNER	\$615.00	2.60	\$1,599.00
HA COHEN	PARTNER	\$435.00	22.60	\$9,831.00
DP PRIMACK	ASSOCIATE	\$400.00	1.20	\$480.00
AS KINSLOW	STAFF TIMEKEEP	\$130.00	0.60	\$78.00
TOTALS			31.40	\$14,738.00

EXPENSES AND CHARGES

12/08/09	Duplicating User Michael P. Pompeo made 56 copies on 12/08/2009 at 10:30 hrs	5.60
12/15/09	Duplicating User Diane Meaney made 99 copies on 12/15/2009 at 09:49 hrs	9.90
12/23/09	Duplicating User Diane Meaney made 12 copies on 12/23/2009 at 10:53 hrs	1.20

12/29/09	Duplicating User Amy S Kinslow made 4 copies on 12/29/2009 at 14:26 hrs	0.40
	TOTAL:	17.10
12/29/09	Express Delivery Services - Parcels, Inc. Delivery, Bankruptcy Court, 824 Market St, Wilmington DE	5.00
	TOTAL:	5.00
12/08/09	Filing Fees - CLERK, U.S. DISTRICT COURT Filing Of Pro Hac Vice Motions For R Schwartz And M Hall/H Cohen	50.00
12/22/09	Filing Fees - CLERK, U.S. DISTRICT COURT Filing Pro Hac Vice Motion Of A Singer./H Cohen	25.00
	TOTAL:	75.00

CURRENT EXPENSES AND CHARGES \$ 97.10

TOTAL THIS INVOICE \$ 14,835.10

Payment for legal services is due within 30 days of invoice date.

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

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

CERTIFICATION PURSUANT TO 28 U.S.C. § 1746

Howard A. Cohen, Esq., of full age, hereby certifies and states as follows:

1. I am a member of the law firm of Drinker Biddle & Reath LLP, counsel to the Official Committee of Unsecured Creditors, in the above-captioned matter. I submit this certification in connection with Drinker Biddle & Reath LLP's First Monthly Application for allowance of compensation for services rendered and for reimbursement of expenses for the period of November 23, 2009 through December 31, 2009 (the "Application").

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

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

Dated: May 17, 2010

/s/ Howard A. Cohen
Howard A. Cohen

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

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

CERTIFICATE OF SERVICE

I, the undersigned, hereby certify that on this 17th day of May, 2010, I caused a true and correct copy of the *First Monthly Application of Drinker Biddle & Reath LLP for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Committee for the Period From November 23, 2009 Through December 31, 2009* to be served upon the following parties by first class United States mail.

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

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

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

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

Warren H. Smith
325 N. St. Paul Street, Suite 1275
Republic Center
Dallas, Texas 75201

Dated: May 17, 2010

DRINKER BIDDLE & REATH LLP

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