

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

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

**Objection Deadline: June 24, 2010 at 4:00 p.m.  
Hearing Date: Only if objections are filed**

**SIXTH MONTHLY APPLICATION OF LATHAM & WATKINS LLP  
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND  
FOR REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE COMMITTEE  
FOR THE PERIOD FROM APRIL 1, 2010 THROUGH APRIL 30, 2010**

Name of Applicant: Latham & Watkins LLP

Authorized to Provide Professional Services to: Official Committee of Unsecured Creditors

Date of Retention: nunc pro tunc to November 19, 2009

Period for which compensation and reimbursement are sought: April 1, 2010 through April 30, 2010

Amount of Compensation sought as actual, reasonable, and necessary: \$231,952.40 (80% of \$289,940.50)

Amount of Expense Reimbursement sought as actual, reasonable, and necessary: \$ 8,583.09

This is an:  X  interim   final application

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

| <b>Date Filed</b> | <b>Period Covered</b>   | <b>Requested</b>       |                     | <b>Approved</b>        |                     |
|-------------------|-------------------------|------------------------|---------------------|------------------------|---------------------|
|                   |                         | <b>Fees</b>            | <b>Expenses</b>     | <b>Fees</b>            | <b>Expenses</b>     |
| 01/20/2010        | 11/19/2009 - 11/30/2009 | \$ 109,783.50          | \$ 18.00            | \$ 87,826.80           | \$ 18.00            |
| 02/10/2010        | 12/01/2009 - 12/31/2009 | \$ 133,832.00          | \$ 744.59           | \$ 107,065.60          | \$ 744.59           |
| 03/30/2010        | 01/01/2010 - 01/31/2010 | \$ 342,981.50          | \$ 2,725.47         | \$ 274,385.20          | \$ 2,725.47         |
| 04/23/2010        | 02/01/2010 - 02/28/2010 | \$ 318,160.50          | \$ 3,858.37         | \$ 254,528.40          | \$ 3,858.37         |
| 04/29/2010        | 03/01/2010 - 03/31/2010 | \$ 426,353.00          | \$ 13,534.20        | \$ 341,082.40          | \$ 13,534.20        |
|                   | <b>TOTAL</b>            | <b>\$ 1,331,110.50</b> | <b>\$ 20,880.43</b> | <b>\$ 1,064,888.40</b> | <b>\$ 20,880.43</b> |

| <b>Name of Professional Individual</b> | <b>Position, Number of Years in Practice, Year of Obtaining License to Practice</b> | <b>Hourly Billing Rate (including changes)</b> | <b>Total Hours Billed</b> | <b>Total Compensation</b> |
|--|---|--|---------------------------|---------------------------|
| Mitchell A. Seider                     | Partner/23 years.<br>Admitted 1987.   | \$990.00                                       | 1.10                      | \$1,089.00                |
| David Raab                             | Partner/22 years.<br>Admitted 1988.   | \$995.00                                       | 27.80                     | \$27,661.00               |
| Jed W. Brickner                        | Partner/ 30 years.<br>Admitted 1980.  | \$990.00                                       | 3.70                      | \$3,663.00                |
| Ellen L. Marks                         | Partner/ 19 years.<br>Admitted 1991.  | \$885.00                                       | 5.40                      | \$4,779.00                |
| Alexander F. Cohen                     | Partner/ 22 years.<br>Admitted 1988.  | \$995.00                                       | 0.50                      | \$497.50                  |
| Blair G. Connelly                      | Partner/ 16 years.<br>Admitted 1994.  | \$835.00                                       | 3.10                      | \$2,588.50                |
| Jennifer S. Perkins                    | Partner/ 12 years.<br>Admitted 1998.  | \$860.00                                       | 5.90                      | \$5,074.00                |
| Roger G. Schwartz                      | Partner/13 years.<br>Admitted 1997.   | \$885.00                                       | 64.50                     | \$57,082.50               |
| Brynn D. Peltz                         | Partner/ 21 years.<br>Admitted 1989.  | \$960.00                                       | 0.80                      | \$768.00                  |
| Joel Hale Trotter                      | Partner/15 years.<br>Admitted 1995.   | \$885.00                                       | 2.90                      | \$2,566.50                |
| Robert A. Zuccaro                      | Partner/ 27 years.<br>Admitted 1983.  | \$960.00                                       | 0.30                      | \$288.00                  |
| Jocelyn F. Noll                        | Associate/8 years.<br>Admitted 2002.  | \$755.00                                       | 25.50                     | \$19,252.50               |
| Melissa R.H. Hall                      | Associate/9 years.<br>Admitted 2001.  | \$670.00                                       | 6.80                      | \$4,556.00                |
| Melinda C. Franek                      | Associate/9 years.<br>Admitted 2001.  | \$645.00                                       | 61.50                     | \$39,667.50               |
| Austin T. Ozawa                        | Associate/ 2 Years.<br>Admitted 2008  | \$580.00                                       | 8.70                      | \$5,046.00                |
| Alexandra A. Roje                      | Counsel/10 years.<br>Admitted 2000.   | \$755.00                                       | 2.80                      | \$2,114.00                |
| Tristan K. Tyler                       | Associate/1 years.<br>Admitted 2008.  | \$550.00                                       | 3.10                      | \$1,705.00                |
| Catherine M. Martin                    | Associate/2 years.<br>Admitted /2008.   | \$550.00                                       | 28.50                     | \$15,675.00               |
| Aaron M. Singer                        | Associate/2 years.<br>Admitted 2008.  | \$550.00                                       | 140.60                    | \$77,330.00               |
| William J. Rinner                      | Associate/1 years.<br>Admitted 2009.  | \$435.00                                       | 8.50                      | \$3,697.50                |
| Evan R. Thorn                          | Associate/ 1 year.<br>Admitted 2009.  | \$495.00                                       | 4.60                      | \$2,277.00                |
| Jason C. Hegt                          | Associate/less than 1 year.<br>Admitted 2010.                                       | \$435.00                                       | 12.00                     | \$5,220.00                |

| <b>Name of Professional Individual</b> | <b>Position, Number of Years in Practice, Year of Obtaining License to Practice</b> | <b>Hourly Billing Rate (including changes)</b> | <b>Total Hours Billed</b> | <b>Total Compensation</b> |
|--|---|--|---------------------------|---------------------------|
| Sarita Chalen                          | Paralegal/7 years.  | \$230.00                                       | 11.60                     | \$2,668.00                |
| Lauren S. Gaskill                      | Paralegal/3 years.  | \$190.00                                       | 17.60                     | \$3,344.00                |
| Neil S. Klein                          | Paralegal/3 years.  | \$190.00                                       | 3.30                      | \$627.00                  |
| George J. Lofaso                       | Paralegal/13 years.   | \$320.00                                       | 2.20                      | \$704.00                  |
| <b>TOTAL</b>                           |   |  | <b>453.30</b>             | <b>\$289,940.50</b>       |

**COMPENSATION BY PROJECT CATEGORY**  
**APRIL 1, 2010 THROUGH APRIL 30, 2010**

| <b>Project Category</b>                  | <b>Total Hours</b> | <b>Total Fees</b>   |
|--|--------------------|---------------------|
| Case Administration                      | 90.50              | \$48,152.00         |
| Committee Meetings                       | 12.20              | \$8,359.50          |
| Review and Summary of Pleadings          | 20.40              | \$13,737.00         |
| Tax                                      | 39.80              | \$34,198.50         |
| FDIC and Regulatory                      | 7.10               | \$5,316.00          |
| Asset Sales                              | 0.40               | \$354.00            |
| Plan and Disclosure Statement            | 42.60              | \$32,136.00         |
| Meetings with Committee Professionals    | 19.20              | \$11,974.00         |
| Meetings with Other Parties              | 47.30              | \$35,684.50         |
| Draft and Revise Pleadings and Documents | 102.70             | \$61,757.50         |
| Claims                                   | 40.30              | \$25,392.50         |
| Fee Application Preparation              | 30.80              | \$12,879.00         |
| <b>TOTAL</b>                             | <b>453.30</b>      | <b>\$289,940.50</b> |

**EXPENSE SUMMARY**  
**APRIL 1, 2010 THROUGH APRIL 30, 2010**

| <b>Expense Category</b>       | <b>Total Expenses</b> |
|-------------------------------|-----------------------|
| Photocopying                  | \$145.69              |
| Telephone                     | \$356.38              |
| Airfare & Trainfare           | \$905.90              |
| Lexis                         | \$3,283.66            |
| Westlaw                       | \$2,422.69            |
| Document Preparation          | \$42.00               |
| Other Database Research       | \$322.41              |
| Ground Transportation - Local | \$101.27              |
| Meal Services                 | \$1,002.82            |
| <b>TOTAL</b>                  | <b>\$8,583.09</b>     |

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

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

**Objection Deadline: June 23, 2010 at 4:00 p.m.  
Hearing Date: Only if objections are filed**

**SIXTH MONTHLY APPLICATION OF LATHAM & WATKINS LLP  
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND  
FOR REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE COMMITTEE  
FOR THE PERIOD FROM APRIL 1, 2010 THROUGH APRIL 30, 2010**

Pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and this Court’s Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members [Docket No. 102] (the “Interim Compensation Order”), Latham & Watkins LLP (“L&W”) hereby files this Fourth 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 April 1, 2010 through April 30, 2010 (the “Application”). By this Application, L&W seeks a monthly allowance pursuant to the Interim Compensation Order with respect to the sums of \$289,940.50 as compensation and \$8,583.09 for reimbursement of actual and necessary expenses for a total of \$298,523.59 for the period commencing April 1, 2010 through April 30, 2010 (the “Compensation Period”). In support of this Application, L&W respectfully represents as follows:

## **BACKGROUND**

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

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

3. This Court approved the Committee's retention of L&W *nunc pro tunc* to November 19, 2009 by the order dated January 15, 2010 (the "Retention Order").

## **BASIS FOR THE MONTHLY FEE APPLICATION**

4. By this Application, L&W seeks compensation for the services rendered and reimbursement of expenses incurred by L&W as general reorganization and bankruptcy counsel to the Committee during the Compensation Period. The amount of fees sought for services rendered during this period is \$289,940.50, representing 453.30 hours in professional and paraprofessional time for such services. Reimbursement of actual and necessary expenses incurred by L&W during the Compensation Period in connection with these services is requested in the amount of \$8,583.09.

5. All services for which compensation is requested by L&W were performed solely for or on behalf of the Committee. As set forth in the Committee's motion seeking authority to retain L&W, L&W's services to the Committee, while focused on restructuring and insolvency issues, have also encompassed a wide range of legal services, including (but not limited to) tax and regulatory matters. The Retention Order authorized L&W to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.



6. L&W has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between L&W and any other person other than the partners of L&W for the sharing of compensation to be received for services rendered in these cases.

### **FEE STATEMENT**

7. The fee statement for the Compensation Period is attached hereto as Exhibit A (the "Billing Detail"). The Billing Detail contains a detailed chronological narrative of the time spent (divided among twelve (12) descriptive billing categories), the dates and descriptions of the services rendered, and the identity of the attorneys and other professionals who provided such services on behalf of the Committee during the Compensation Period. Certain of these narratives in the Billing Detail have been redacted for privilege and confidentiality purposes. To the best of L&W's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Guidelines adopted by the Office of the United States Trustee, Del. Bankr. L.R. 2016-2, and the Interim Compensation Order.

### **ACTUAL AND NECESSARY EXPENSES**

8. A summary of actual and necessary expenses incurred by L&W during the Compensation Period is included in the attached Billing Detail. L&W has incurred out-of-pocket expenses in the amount of \$8,583.09 in connection with its services rendered to the Committee during the Compensation Period. These expenses were incurred for items not included in L&W's hourly rates, including (but not limited to) duplicating charges, document delivery and messenger services, telephone and facsimile charges, legal research charges, travel expenses and in-house document production. L&W submits that all such expenses are necessary and actual

expenses for the performance of its services in this case, and further submits that many of the expenses were necessitated by the time constraints under which L&W's professionals and staff have operated in this case.

### **INTERIM NATURE OF COMPENSATION**

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

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

### **REVIEW OF APPLICABLE LOCAL RULE**

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

### **NOTICE**

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

requested, the Committee submits that no further notice is required or needed under the circumstances.

WHEREFORE, L&W respectfully requests that the Court (i) approve compensation in the amount of \$289,940.50 for necessary professional services rendered and reimbursement of expenses in the amount of \$8,583.09, (ii) authorize the Committee to remit to L&W, in accordance with the Interim Compensation Order, \$231,952.40 (80% of \$289,940.50) for necessary professional services rendered and \$8,583.09 for the reimbursement of expenses and (iii) grant such other and further relief as may be just and proper.

Dated: June 4, 2010  
Wilmington, Delaware

Respectfully Submitted,

/s/ Mitchell A. Seider  
Mitchell A. Seider  
Roger G. Schwartz  
LATHAM & WATKINS LLP  
885 Third Avenue, Suite 1200  
New York, New York 10022-4834  
Telephone: (212) 906-1200  
Facsimile: (212) 751-4864  
E-mail: [Mitchell.Seider@lw.com](mailto:Mitchell.Seider@lw.com)  
[Roger.Schwartz@lw.com](mailto:Roger.Schwartz@lw.com)

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.*,<sup>1</sup> ) Case No. 09-13931 (KJC)  
)  
Debtors. ) (Jointly Administered)

**Objection Deadline: June 24, 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 *Sixth Monthly Application of Latham & Watkins LLP (“Latham”) for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Committee for the Period From April 1, 2010 Through April 30, 2010* (the “Application”), which seeks approval of Latham’s request for compensation for the professional services rendered in the amount of \$289,940.50 and reimbursement for the expenses it incurred in the amount of \$8,583.09 during the period from April 1, 2010 Through April 30, 2010.

PLEASE TAKE FURTHER NOTICE that objections to the Application, if any, must be filed and served so as to actually be received by the undersigned counsel on or before 4:00 p.m. (E.T.) on **June 24, 2010** (the “Objection Deadline”) with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3<sup>rd</sup> Floor, Wilmington, Delaware 19801. At the same time, you must also serve a copy of the response so as to be received on or before the Objection Deadline by the following: (i) the Debtors, Advanta Corp., P.O. Box 844, Spring House, Pennsylvania 19477-0844 (Attn: Philip M. Browne); (ii) counsel to the Debtors, Weil, Gotshal & Manges, LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Robert L. Lemons, Esq.); (iii) local counsel to the Debtors, Richards Finger & Layton, P.A., One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn: Chun I. Jang, Esq.); (iv) counsel to the Official Committee of Unsecured Creditors, Latham & Watkins LLP, 885 Third Avenue, Suite 1000, New York, New York 10003 (Attn: Mitchell A. Seider, Esq.) and Drinker Biddle & Reath LLP, 1100 N. Market Street, Suite 1000, Wilmington, Delaware 19801 (Attn: Howard A. Cohen, Esq.); and (v) the Office of the United States Trustee, District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: David Klauer, Esq.).

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

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

Dated: June 4, 2010

**DRINKER BIDDLE & REATH LLP**

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

- and -

LATHAM & WATKINS LLP  
Mitchell A. Seider (admitted *pro hac vice*)  
Roger G. Schwartz (admitted *pro hac vice*)  
Adam J. Goldberg (admitted *pro hac vice*)  
885 Third Avenue, Suite 1000  
New York, NY 10003  
Telephone: (212) 906-1200  
Facsimile: (212) 751-4864

*Counsel for the Official  
Committee of Unsecured Creditors*

**EXHIBIT A**

[L&W Invoice]

# LATHAM & WATKINS<sup>LLP</sup>

53rd at Third  
885 Third Avenue  
New York, New York 10022-4834  
Tel: +1.212.906.1200 Fax: +1.212.751.4864  
www.lw.com

## INVOICE

April 30, 2010

OFFICIAL UNSECURED CREDITORS' COMM OF ADVANTA CORP.  
STONEHILL CAPITAL  
885 THIRD AVENUE  
NEW YORK, NY 10022

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Tax identification No: 95-2018373

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## REMITTANCE INSTRUCTIONS

### WIRE TRANSFERS:

Bank: Citibank, Delaware  
One Penn's Way  
New Castle, DE 19720  
ABA: 0311-00209  
SWIFT: CITIUS33  
Account Name: **Latham & Watkins LLP**  
Account Number: **3911-7003**

### CHECKS:

Latham & Watkins LLP  
P.O. Box 7247-8181  
Philadelphia, PA  
19170-8181

Please identify your check or wire transfer with the following numbers:

Invoice No. 100605192

File No. 047606-0000

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### The following is a summary of services rendered through April 30, 2010:

|  |    |                             |
|--|----|-----------------------------|
| Total Fees .....                                     | \$ | <b>\$289,940.50</b>         |
| Less 20% Holdback .....                              | \$ | <b><u>(\$57,988.10)</u></b> |
| Total Adjusted Fees .....                            | \$ | <b>\$231,952.40</b>         |
| Total Charges and Disbursements .....                | \$ | <b><u>\$8,583.09</u></b>    |
| Current Amount Payable by Administrative Order ..... | \$ | <b>\$240,535.49</b>         |

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY 100605192

**TIME SUMMARY**  
**LATHAM & WATKINS LLP**

| <u>NAME</u>              | <u>YEAR OF<br/>ADMISSION</u>       | <u>RATE</u> | <u>HOURS</u>  | <u>AMOUNT</u>     |
|--------------------------|------------------------------------|-------------|---------------|-------------------|
| <b>PARTNERS</b>          |                                    |             |               |                   |
| JED W BRICKNER           |                                    | 990.00      | 3.70          | 3,663.00          |
| ALEXANDER F COHEN        |                                    | 995.00      | .50           | 497.50            |
| BLAIR G CONNELLY         |                                    | 835.00      | 3.10          | 2,588.50          |
| ELLEN L MARKS            |                                    | 885.00      | 5.40          | 4,779.00          |
| BRYNN D PELTZ            |                                    | 960.00      | .80           | 768.00            |
| JENNIFER S PERKINS       |                                    | 860.00      | 5.90          | 5,074.00          |
| DAVID S RAAB             |                                    | 995.00      | 27.80         | 27,661.00         |
| ROGER G SCHWARTZ         |                                    | 885.00      | 64.50         | 57,082.50         |
| MITCHELL A SEIDER        |                                    | 990.00      | 1.10          | 1,089.00          |
| JOEL HALE TROTTER        |                                    | 885.00      | 2.90          | 2,566.50          |
| ROBERT A ZUCCARO         |                                    | 960.00      | .30           | 288.00            |
|                          | <b>TOTAL<br/>PARTNERS</b>          |             | <b>116.00</b> | <b>106,057.00</b> |
| <b>COUNSELS</b>          |                                    |             |               |                   |
| ALEXANDRA A ROJE         |                                    | 755.00      | 2.80          | 2,114.00          |
|                          | <b>TOTAL<br/>COUNSELS</b>          |             | <b>2.80</b>   | <b>2,114.00</b>   |
| <b>ASSOCIATES</b>        |                                    |             |               |                   |
| MELINDA C FRANEK         |                                    | 645.00      | 61.50         | 39,667.50         |
| MELISSA R H HALL         |                                    | 670.00      | 6.80          | 4,556.00          |
| JASON C HEGT             |                                    | 435.00      | 12.00         | 5,220.00          |
| CATHERINE M MARTIN       |                                    | 550.00      | 28.50         | 15,675.00         |
| JOCELYN F NOLL           |                                    | 755.00      | 25.50         | 19,252.50         |
| AUSTIN T OZAWA           |                                    | 580.00      | 8.70          | 5,046.00          |
| WILLIAM J RINNER         |                                    | 435.00      | 8.50          | 3,697.50          |
| AARON M SINGER           |                                    | 550.00      | 140.60        | 77,330.00         |
| EVAN R THORN             |                                    | 495.00      | 4.60          | 2,277.00          |
| TRISTAN K TYLER          |                                    | 550.00      | 3.10          | 1,705.00          |
|                          | <b>TOTAL<br/>ASSOCIATES</b>        |             | <b>299.80</b> | <b>174,426.50</b> |
| <b>PARAPROFESSIONALS</b> |                                    |             |               |                   |
| SARITA CHALEN            |                                    | 230.00      | 11.60         | 2,668.00          |
| LAUREN S GASKILL         |                                    | 190.00      | 17.60         | 3,344.00          |
| NEIL S KLEIN             |                                    | 190.00      | 3.30          | 627.00            |
| GEORGE J LOFASO          |                                    | 320.00      | 2.20          | 704.00            |
|                          | <b>TOTAL<br/>PARAPROFESSIONALS</b> |             | <b>34.70</b>  | <b>7,343.00</b>   |
| GRAND TOTAL              |                                    |             | 453.30        | 289,940.50        |

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY 100605192



**LATHAM & WATKINS LLP**  
**PROJECT CATEGORY SUMMARY**

| <b>Project Category</b>                  | <b>Total<br/>Hours</b> | <b>Total Fees</b>   |
|--|------------------------|---------------------|
| CASE ADMINISTRATION                      | 90.50                  | \$48,152.00         |
| COMMITTEE MEETINGS                       | 12.20                  | \$8,359.50          |
| REVIEW AND SUMMARY OF PLEADINGS          | 20.40                  | \$13,737.00         |
| TAX                                      | 39.80                  | \$34,198.50         |
| FDIC AND REGULATORY                      | 7.10                   | \$5,316.00          |
| ASSET SALES                              | .40                    | \$ 354.00           |
| PLAN AND DISCLOSURE STATEMENT            | 42.60                  | \$32,136.00         |
| MEETINGS WITH COMMITTEE PROFESSIONALS    | 19.20                  | \$11,974.00         |
| MEETINGS WITH OTHER PARTIES              | 47.30                  | \$35,684.50         |
| DRAFT AND REVISE PLEADINGS AND DOCUMENTS | 102.70                 | \$61,757.50         |
| CLAIMS                                   | 40.30                  | \$25,392.50         |
| FEE APPLICATION PREPARATION              | 30.80                  | \$12,879.00         |
| <b>TOTAL:</b>                            | <b>453.30</b>          | <b>\$289,940.50</b> |

**LATHAM & WATKINS LLP**  
**EXPENSE SUMMARY**

| <b>Expense Category</b>       | <b>Total Expenses</b> |
|-------------------------------|-----------------------|
| PHOTOCOPYING                  | \$145.69              |
| TELEPHONE                     | \$356.38              |
| AIRFARE & TRAINFARE           | \$905.90              |
| LEXIS                         | \$3,283.66            |
| WESTLAW                       | \$2,422.96            |
| DOCUMENT PREPARATION          | \$42.00               |
| OTHER DATABASE RESEARCH       | \$322.41              |
| GROUND TRANSPORTATION - LOCAL | \$101.27              |
| MEAL SERVICES                 | <u>\$1,002.82</u>     |
| <b>TOTAL</b>                  | <b>8,583.09</b>       |

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OFFICIAL UNSECURED CREDITORS' COMM OF ADVANTA CORP. -- CASE  
ADMINISTRATION 047606-0001

Bill Date: April 30, 2010  
 Bill Number: 100605192

| TIMEKEEPER     | DATE       | HOURS | DESCRIPTION  |
|----------------|------------|-------|--|
| MARKS E L      | 04/01/2010 | 1.70  | REVIEW REVISED CMC AGREEMENT DRAFTS  |
| MARKS E L      | 04/05/2010 | .20   | REVIEW UPDATED SAGE AGREEMENT; E-MAILS RE SAME   |
| MARKS E L      | 04/06/2010 | .10   | FOLLOW UP RE SAGE CONTRACT   |
| MARKS E L      | 04/10/2010 | .60   | REVIEW SERVICING AGREEMENT CONTRACTS AND E-MAILS RE SAME   |
| MARKS E L      | 04/13/2010 | 1.30  | (.6) REVIEW TRANSITION AND FDR AGREEMENT; (.7) REVIEW FDR AND ABC TRANSITION AGREEMENTS  |
| MARKS E L      | 04/14/2010 | 1.40  | (1.0) CONFERENCE WITH A. SINGER, W. NOLAN, L. PARK, E. STONE AND OTHERS FROM COMPANY RE TRANSITION AGREEMENT; (.4) CONFERENCE WITH L. PARK, W. NOLAN AND A. SINGER RE SAME   |
| MARKS E L      | 04/15/2010 | .10   | VARIOUS E-MAILS  |
| SCHWARTZ R G   | 04/01/2010 | .20   | TELEPHONE CALL WITH A. SINGER REGARDING STATUS REPORT ON COMMITTEE CALL, STATUS OF APRIL 7 MOTIONS AND OPEN ISSUES RELATED TO SAME   |
| SCHWARTZ R G   | 04/02/2010 | .20   | EMAILS WITH A. SINGER REGARDING FOLLOW UP ON OPEN ISSUES RELATED TO TRANSITIONAL SERVICING AGREEMENTS  |
| SCHWARTZ R G   | 04/08/2010 | .80   | PARTICIPATE ON WEEKLY CALL WITH WEIL GOTSHAL AND A&M; FOLLOW UP TELEPHONE CALL WITH FTI REGARDING STATUS OF ITEMS AND GO FORWARD STRATEGY                                    |
| SCHWARTZ R G   | 04/09/2010 | .40   | REVIEW OF DRAFT ADVANTA/ABC SERVICING TRANSITION AGREEMENT CIRCULATED BY WEIL GOTSHAL  |
| SCHWARTZ R G   | 04/19/2010 | .20   | EMAILS WITH A. SINGER AND WEIL GOTSHAL REGARDING FINAL OPEN POINTS RELATED TO RECEIVABLES TRANSITION AGREEMENTS  |
| SCHWARTZ R G   | 04/29/2010 | .30   | TELEPHONE CALLS WITH A. SINGER REGARDING UPDATE AND RECAP OF PROFESSIONALS CALL AND CASE MATTERS RELATED TO SAME (0.30)  |
| SCHWARTZ R G   | 04/30/2010 | .30   | EMAILS WITH A. SINGER, PARTICULAR COMMITTEE MEMBERS AND V. VRON REGARDING NOTES DURATION ISSUES (0.3)  |
| TROTTER JH     | 03/24/2010 | .80   | REVIEW COMPLIANCE ISSUES; TELEPHONE CALL WITH J. PERKINS REGARDING SAME  |
| ZUCCARO RA     | 04/27/2010 | .30   | TELEPHONE CONFERENCE A. SINGER REGARDING FLEET PARTNERSHIP INTERESTS   |
| TOTAL PARTNERS |            | 8.90  |  |
| GOLDBERG A J   | 04/28/2010 | .00   | MEETING WITH A. SINGER AND R. SCHWARTZ REGARDING STATUS OF MATTER  |
| SINGER A M     | 04/02/2010 | 3.60  | REVIEW EMAILS REGARDING CMC AGREEMENTS (.2); ADDRESS INSURANCE ISSUE (.4); FIELD CALL FROM CREDITOR (.2); REVISE MOTIONS AND CORRESPOND WITH FTI (2.8);                      |
| SINGER A M     | 04/04/2010 | .00   | ARRANGE MEETINGS;  |
| SINGER A M     | 04/05/2010 | 4.60  | REVISE MOTIONS AND DISCUSS STATUS WITH FTI (1.3); DISCUSS ABC ISSUE W. A. OZAWA (.6); REVIEW REVISIONS BY DEBTORS (.7); REVIEW SUMMARY DOCUMENTS AND SUMMARIZE (1.0); REVIEW |

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| TIMEKEEPER | DATE       | HOURS | DESCRIPTION   |
|------------|------------|-------|---|
| SINGER A M | 04/06/2010 | 8.80  | REVISE ORDERS, EXHIBITS, AND DISCUSS WITH FTI AND WEIL (2.0); DISCUSS 1099 ISSUE WITH D. RAAB (.3); REVIEW LIST OF ENTITIES FOR ARTICLES OF INCORPORATION (.4); REVIEW FEE AP |
| SINGER A M | 04/07/2010 | 4.70  | DRAFT BULLET POINTS FOR HEARING (1.5); PREPARE FOR HEARING AND DISCUSS WITH HOWARD (2.8); REVIEW ISSUE AND DRAFT NOTICE ON TAX ISSUE (.4);                                    |
| SINGER A M | 04/08/2010 | 1.20  | EMAIL CORRESPONDENCE (.4); DRAFT DILIGENCE REQUEST LIST (.4); DISCUSS ISSUE WITH COMMITTEE MEMBER (.4);   |
| SINGER A M | 04/09/2010 | 1.70  | EMAIL CORRESPONDENCE (.4); DISCUSS ISSUE WITH FTI (.3); PROVIDE SUMMARY ON FLEET INTEREST (.2); DRAFT CALENDAR (.2); REVIEW AUCTIONEER RETENTION AGREEMENT (.5); RECEIVE JOIN |
| SINGER A M | 04/12/2010 | 1.20  | EMAIL CORRESPONDENCE (.5); REVIEW SAGE AGREEMENT AND AUCTIONEER COMMENTS (.5); ORGANIZE MEETING (.2);   |
| SINGER A M | 04/13/2010 | 2.00  | EMAIL CORRESPONDENCE (.3); ORGANIZE MEETING (.3); DISCUSS AND PROVIDE COMMENTS TO AUCTIONEER AGREEMENT (.7); REVIEW SAGE AND FDR AGREEMENTS (.7);                             |
| SINGER A M | 04/14/2010 | 1.90  | EMAIL CORRESPONDENCE; ORGANIZE MEETINGS; REVIEW SERVICING AGREEMENTS;   |
| SINGER A M | 04/15/2010 | 4.00  | CORRESPOND WITH CREDITORS (.4); REVIEW MOTIONS AND ORDERS (1.8); EMAIL CORRESPONDENCE (.4); CORRESPOND WITH FTI (.5); DRAFT AGENDA AND ORGANIZE MEETINGS (.9)                 |
| SINGER A M | 04/16/2010 | .50   | REVIEW MOTIONS (.5);  |
| SINGER A M | 04/17/2010 | .40   | EMAIL CORRESPONDENCE  |
| SINGER A M | 04/19/2010 | 2.00  | EMAIL AND PHONE CORRESPONDENCE (.7); CALL WITH CREDITORS (.5); DISCUSS MEETING (.5); PLAN MEETINGS (.3);  |
| SINGER A M | 04/20/2010 | 4.10  | ORGANIZE MEETINGS (.5); DRAFT SLIDES (1.0); DISCUSS ISSUES WITH CREDITORS (.5); DRAFT PRESENTATION (1.0); EMAIL CORRESPONDENCE (.8);  |
| SINGER A M | 04/21/2010 | 6.30  | EMAIL AND PHONE CORRESPONDENCE REGARDING SPA (1.0); CORRESPONDENCE FROM HEDGE FUND BOND HOLDER (.1); DRAFT DILIGENCE REQUEST (.5); REVIEW MOTIONS (1.0); PROVIDE ASSIGNMENT R |
| SINGER A M | 04/22/2010 | 2.90  | EMAIL CORRESPONDENCE (.4); DISCUSSIONS WITH VARIOUS CREDITORS (1.0); ORGANIZE MEETINGS (.1); REVIEW COMMENTS TO SLIDES (.4); DRAFT SLIDES (1.0);                              |
| SINGER A M | 04/23/2010 | 1.40  | EMAIL CORRESPONDENCE (.3); ORGANIZE MEETINGS (.3); REVIEW SLIDES (.3); REVIEW SPA (.3);   |
| SINGER A M | 04/24/2010 | .30   | EMAIL CORRESPONDENCE AND COMMENTS TO FTI PRESENTATION;  |
| SINGER A M | 04/25/2010 | 1.10  | PREPARE FOR COMMITTEE AND ALL HANDS MEETINGS;   |
| SINGER A M | 04/26/2010 | 1.50  | REVIEW AND SUMMARIZE MOTIONS (.7); PREPARE FOR MEETING (.4); EMAIL CORRESPONDENCE (.2); CALL WITH CREDITOR (.2)   |
| SINGER A M | 04/27/2010 | .90   | EMAIL CORRESPONDENCE (.4); ORGANIZE MEETINGS (.4);  |
| SINGER A M | 04/28/2010 | .40   | ORGANIZE MEETINGS (.2); EMAIL CORRESPONDENCE (.2)   |
| SINGER A M | 04/29/2010 | 2.20  | ORGANIZE MEETINGS (.3); EMAIL CORRESPONDENCE  |

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| TIMEKEEPER              | DATE       | HOURS | DESCRIPTION  |
|-------------------------|------------|-------|--|
| SINGER A M              | 04/30/2010 | 2.30  | WITH COMMITTEE (.8); DISCUSS ISSUES LW TEAM (.5); REVIEW ANALYSIS FROM WEIL (.6); ORGANIZE MEETINGS (.7); EMAIL CORRESPONDENCE COVERING VARIOUS ISSUES (1.0); REVIEW COLI ISSUE (.6) |
| THORN E R               | 04/21/2010 | .20   | COMMUNICATIONS WITH A. SINGER REGARDING PRESENTATION AND AGREEMENT CONCERNING BANK OF AMERICA ADVANTA PARTNERSHIP  |
| THORN E R               | 04/22/2010 | 4.40  | REVIEW LIMITED PARTNERSHIP AND LIMITED LIABILITY COMPANY AGREEMENTS REGARDING ADVANTA, BANK OF AMERICA, AND FLEET; REVIEW DRAFT PRESENTATION BY FTI REGARDING AGREEMENTS AND A       |
| TYLER T K               | 04/20/2010 | 1.20  | REVIEW CURRENT DRAFT OF SPA AGAINST PREVIOUS VERSIONS  |
| TYLER T K               | 04/23/2010 | 1.90  | REVIEW AND COMMENT ON UPDATED DRAFT OF SPA   |
| TOTAL ASSOCIATES        |            | 67.70 |  |
| CHALEN S                | 04/14/2010 | .30   | DISTRIBUTION OF COURT DOCKET AND ATTEND TO PACER INVOICE AND DESIGNATE PAYMENT TO MATTER   |
| CHALEN S                | 04/15/2010 | 2.60  | PULL DOCUMENTS FROM LAW WEB SITES FOR CREATION OF PRECEDENT BINDERS  |
| CHALEN S                | 04/16/2010 | 1.50  | PULL DOCUMENTS FROM LAW WEB SITES FOR CREATION OF PRECEDENT BINDERS  |
| CHALEN S                | 04/19/2010 | .20   | DISTRIBUTION OF COURT DOCKET   |
| CHALEN S                | 04/21/2010 | .20   | DISTRIBUTION OF COURT DOCKET   |
| CHALEN S                | 04/21/2010 | 1.40  | FINAL EDITS TO PRECEDENT BINDERS   |
| CHALEN S                | 04/23/2010 | .30   | PULL CASES CITED IN AMENDED COMPLAINT  |
| CHALEN S                | 04/27/2010 | .20   | DISTRIBUTION OF COURT DOCKET   |
| CHALEN S                | 04/29/2010 | .20   | DISTRIBUTION OF COURT DOCKET   |
| CHALEN S                | 04/29/2010 | 1.50  | UPDATE ADVANTA SUMMARY OF FEE STATEMENT TABLE AND UPLOAD THE DOCUMENTS TO THE NETWORK  |
| CHALEN S                | 04/30/2010 | .20   | DISTRIBUTION OF COURT DOCKET   |
| GASKILL L S             | 04/01/2010 | .10   | SEND REQUESTED DOCUMENTS (0.1)   |
| GASKILL L S             | 04/02/2010 | .20   | SEND DOCKET UPDATE AND DISTRIBUTE REQUESTED DOCUMENTS (.2)   |
| GASKILL L S             | 04/05/2010 | .70   | LOOK UP STATES OF INCORPORATION AND SEND TO A. SINGER  |
| GASKILL L S             | 04/07/2010 | .30   | SEND DOCKET UPDATE AND DISTRIBUTE REQUESTED DOCUMENTS  |
| GASKILL L S             | 04/13/2010 | .20   | SEND DOCKET UPDATE AND DISTRIBUTE REQUESTED DOCUMENTS  |
| GASKILL L S             | 04/23/2010 | 1.60  | CREATE CASE BINDER FOR M. FRANEK WITH CASES CITED IN BRIEF   |
| LOFASO G J              | 04/06/2010 | 2.20  | REVIEW STATUS OF ADVANTA ENTITIES  |
| TOTAL PARAPROFESSIONALS |            | 13.90 |  |
| TOTAL TIME              |            | 90.50 |  |

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OFFICIAL UNSECURED CREDITORS' COMM OF ADVANTA CORP. -- COMMITTEE MEETINGS  
047606-0002

Bill Date: April 30, 2010

Bill Number: 100605192

| TIMEKEEPER       | DATE       | HOURS | DESCRIPTION  |
|------------------|------------|-------|--|
| SCHWARTZ R G     | 04/09/2010 | .60   | PARTICIPATE ON WEEKLY COMMITTEE CALL   |
| SCHWARTZ R G     | 04/16/2010 | .20   | TELEPHONE CALL WITH A. SINGER REGARDING DISCUSSION OF AGENDA ITEMS FOR WEEKLY COMMITTEE CALL (0.2)           |
| SCHWARTZ R G     | 04/26/2010 | 1.00  | PREPARE FOR AND REVIEW MATERIALS AND PRESENTATIONS IN ADVANCE OF COMMITTEE AND ALL HANDS MEETINGS (1.0)      |
| SCHWARTZ R G     | 04/26/2010 | 2.30  | PARTICIPATE IN COMMITTEE MEETING (2.3)   |
| TOTAL PARTNERS   |            | 4.10  |  |
| HALL M R         | 04/01/2010 | 1.00  | PREPARE FOR AND PARTICIPATE IN TELEPHONE CONFERENCE WITH COMMITTEE REGARDING STATUS UPDATE ON VARIOUS ISSUES |
| HALL M R         | 04/09/2010 | .60   | PREPARE FOR AND PARTICIPATE IN TELEPHONE CONFERENCE WITH COMMITTEE REGARDING UPDATES ON PENDING ISSUES       |
| HALL M R         | 04/16/2010 | .70   | PREPARE FOR AND PARTICIPATE IN WEEKLY COMMITTEE MEETING (PARTIAL)  |
| MARTIN C M       | 04/16/2010 | 1.00  | PARTICIPATE IN COMMITTEE CALL  |
| SINGER A M       | 04/01/2010 | .60   | ATTEND AND PRESENT AT COMMITTEE MEETING;   |
| SINGER A M       | 04/09/2010 | .60   | ATTEND COMMITTEE CALL;   |
| SINGER A M       | 04/16/2010 | 1.00  | ATTEND AND HOST CALL;  |
| SINGER A M       | 04/26/2010 | 2.60  | MEETING WITH COMMITTEE   |
| THORN E R        | 04/01/2010 | .00   | PARTICIPATE IN TELEPHONIC MEETING OF CREDITORS COMMITTEE   |
| THORN E R        | 04/09/2010 | .00   | PARTICIPATE IN TELEPHONIC MEETING OF CREDITORS COMMITTEE   |
| THORN E R        | 04/16/2010 | .00   | PARTICIPATE IN TELEPHONIC MEETING OF CREDITORS COMMITTEE   |
| TOTAL ASSOCIATES |            | 8.10  |  |
| TOTAL TIME       |            | 12.20 |  |

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OFFICIAL UNSECURED CREDITORS' COMM OF ADVANTA CORP. -- REVIEW AND SUMMARY OF PLEADINGS 047606-0003

Bill Date: April 30, 2010

Bill Number: 100605192

| TIMEKEEPER   | DATE       | HOURS | DESCRIPTION  |
|--------------|------------|-------|--|
| SCHWARTZ R G | 04/01/2010 | .20   | FOLLOW UP EMAILS WITH L&W TEAM AND FTI REGARDING STATUS OF CASH MANAGEMENT AND WAGES ORDERS AND REMAINING OPEN ISSUES RELATED TO SAME  |
| SCHWARTZ R G | 04/02/2010 | .30   | EMAILS WITH L&W TEAM AND FTI REGARDING STATUS OF DISCUSSIONS AND OPEN POINTS RELATED TO APRIL 7 MOTIONS  |
| SCHWARTZ R G | 04/05/2010 | 1.20  | CONFERENCE CALL WITH L&W TEAM AND WEIL GOTSHAL REGARDING DISCUSSION OF FINAL COMMENTS AND ISSUES RELATED TO WAGES, NOL TRADING, CASH MANAGEMENT AND SEVERANCE MOTIONS        |
| SCHWARTZ R G | 04/05/2010 | .50   | VARIOUS FOLLOW UP TELEPHONE CALLS AND EMAILS WITH L&W TEAM AND FTI TEAM REGARDING RESOLUTION OF FINAL COMMENTS AND ISSUES RELATED TO APRIL 7 MOTIONS                         |
| SCHWARTZ R G | 04/06/2010 | .30   | OFFICE CONFERENCE WITH C. MARTIN AND A. SINGER REGARDING DISCUSSION OF APRIL 7 MOTION ISSUES   |
| SCHWARTZ R G | 04/07/2010 | .20   | EMAILS WITH WEIL GOTSHAL AND L&W TEAMS REGARDING COMMENTS AND ISSUES RELATED TO SEVERANCE MOTION AND NOL TRADING MOTION  |
| SCHWARTZ R G | 04/07/2010 | .50   | MULTIPLE TELEPHONE CALLS AND EMAILS WITH A. SINGER AND C. MARTIN REGARDING UPDATE ON STATUS OF VARIOUS MOTIONS FOR APRIL HEARING, US TRUSTEE COMMENTS AND CONCERNS REGARDING |
| SCHWARTZ R G | 04/13/2010 | .20   | TELEPHONE CALL AND EMAILS WITH A. SINGER REGARDING DISCUSSION OF LIMITED COMMENTS TO DRAFT AUCTION AGREEMENT   |
| SCHWARTZ R G | 04/13/2010 | .30   | REVIEW DRAFT AUCTION AGREEMENT CIRCULATED BY DEBTORS' COUNSEL  |
| SCHWARTZ R G | 04/15/2010 | .30   | REVIEW OF DRAFT SERVICING AGREEMENTS MOTION CIRCULATED BY DEBTORS (0.3)  |
| SCHWARTZ R G | 04/15/2010 | .30   | REVIEW OF REVISIONS TO AUCTIONEER AGREEMENT MOTION CIRCULATED BY DEBTORS;  |
| SCHWARTZ R G | 04/16/2010 | .20   | EMAILS WITH A. SINGER REGARDING SAME (0.3)   |
| SCHWARTZ R G | 04/16/2010 | .20   | EMAILS WITH A. SINGER REGARDING ISSUES RELATED TO SERVICING AGREEMENTS MOTION (0.2)  |
| SCHWARTZ R G | 04/19/2010 | .20   | EMAILS WITH A. SINGER REGARDING FINAL POINTS AND OPEN ISSUES RELATED TO DEBTORS' ENGAGEMENT OF AUCTIONEER AND MOTION RELATED TO SAME   |
| SCHWARTZ R G | 04/20/2010 | .20   | EMAILS WITH A. SINGER REGARDING FOLLOW UP AND OPEN POINTS RELATED TO PROPOSED ALIC SALE  |
| SCHWARTZ R G | 04/21/2010 | .50   | MULTIPLE EMAILS AND TELEPHONE CALLS WITH A. SINGER REGARDING COMMENTS AND ISSUES RELATED TO VARIOUS DEBTOR MOTIONS INCLUDING BABYLON LEASE MOTION, ALIC SALE MOTION          |

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| TIMEKEEPER       | DATE       | HOURS | DESCRIPTION  |
|------------------|------------|-------|--|
| SCHWARTZ R G     | 04/23/2010 | .20   | EMAILS WITH A. SINGER AND FTI TEAM REGARDING REVISIONS AND FOLLOW UP REGARDING AILC TRANSACTION DOCUMENTS                          |
| SCHWARTZ R G     | 04/25/2010 | .20   | EMAILS WITH WEIL GOTSHAL AND L&W AND FTI TEAMS REGARDING COMMENTS AND ISSUES REGARDING SAME  |
| TOTAL PARTNERS   |            | 5.80  |  |
| ROJE AA          | 04/01/2010 | 1.60  | REVIEW OBJECTIONS TO MOTION FOR COMFORT ORDER; EMAILS WITH TEAM REGARDING OBJECTIONS; EMAILS WITH A. SINGER REGARDING D&O COVERAGE |
| ROJE AA          | 04/05/2010 | 1.20  | RESEARCH REGARDING COVERAGE ISSUES; EMAILS WITH A. SINGER REGARDING SAME   |
| TOTAL COUNSELS   |            | 2.80  |  |
| MARTIN C M       | 04/01/2010 | 1.00  | REVIEW AND REVISE AMENDED ORDERS FOR APRIL HEARING   |
| MARTIN C M       | 04/05/2010 | .80   | REVIEW AND REVISE PROPOSED ORDERS FOR HEARING  |
| MARTIN C M       | 04/06/2010 | 3.00  | REVIEW AND REVISE ORDERS FOR ADVANTA HEARING (2.5); MEET WITH LATHAM TEAM TO DISCUSS SAME (0.5)                                    |
| MARTIN C M       | 04/07/2010 | 1.00  | REVISIONS TO PROPOSED ORDERS (0.8); DISCUSS SAME WITH WEIL   |
| MARTIN C M       | 04/19/2010 | .80   | REVIEW AND COMMENT TO REVISED ORDERS FOR MAY HEARING   |
| SINGER A M       | 04/01/2010 | 5.20  | PREPARE FOR PRESENTATION TO COMMITTEE (1.0); REVIEW REVISED MOTIONS (2.0); DRAFT EMAILS; MEET WITH L. PARK TO DISCUSS MOTIONS;     |
| TOTAL ASSOCIATES |            | 11.80 |  |
| TOTAL TIME       |            | 20.40 |  |

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OFFICIAL UNSECURED CREDITORS' COMM OF ADVANTA CORP. -- TAX 047606-0004

Bill Date: April 30, 2010

Bill Number: 100605192

| TIMEKEEPER   | DATE       | HOURS | DESCRIPTION   |
|--------------|------------|-------|---|
| CONNELLY B G | 04/08/2010 | 1.30  | CONFERENCE WITH SCHWARTZ, FRANEK REGARDING RESPONSE TO OBJECTION, STRATEGY ISSUES;  |
| CONNELLY B G | 04/09/2010 | 1.00  | CONFERENCE CALL WITH SCHWARTZ, FRANEK AND WGM REGARDING RESPONSES TO MOTIONS, STRATEGY ISSUES   |
| RAAB D S     | 04/01/2010 | .70   | REVIEWED DRAFT ORDER REGARDING EQUITY TRADING (0.5); CONFERENCE WITH A. SINGER (0.2)  |
| RAAB D S     | 04/02/2010 | .70   | REVIEWED REVISED CLAIMS TRADING MOTION (0.5); E-MAIL CORRESPONDENCE WITH C. MARTIN (0.2)  |
| RAAB D S     | 04/06/2010 | 1.10  | REVIEWED CORRESPONDENCE FROM C. MARTIN REGARDING CLAIMS TRADING (0.5); TELEPHONE CONFERENCE WITH A. SINGER REGARDING 1099 REPORTING (0.3); REVIEWED CORRESPONDENCE FROM A. SING |
| RAAB D S     | 04/19/2010 | .40   | REVIEWED WEIL GOTSHAL MARK-UP TO DEBT TRADING MOTION  |
| RAAB D S     | 04/22/2010 | .50   | CONFERENCE WITH J. NOLL REGARDING TSA (0.3); CONFERENCE WITH A. SINGER REGARDING TSA (0.2)  |
| RAAB D S     | 04/23/2010 | 2.60  | REVIEWED FTI PROPOSAL REGARDING FLEET (1.0); CONFERENCE WITH R. SCHWARTZ (0.3); RESEARCH REGARDING TAX ISSUE (1.0); CONFERENCE WITH J. NOLL (0.3)                               |
| RAAB D S     | 04/27/2010 | 1.00  | REVIEWED BRIEF REGARDING NOL CLAWBACK LITIGATION  |
| RAAB D S     | 04/28/2010 | 3.30  | COMMENTS TO WEIL GOTSHAL DRAFT MOTION (1.0); TELEPHONE CONFERENCE WITH S. GOLDRING (0.3); CONFERENCE WITH J. NOLL (0.3); RESEARCH REGARDING TAX ISSUE (1.4); CONFERENCE WITH R. |
| RAAB D S     | 04/29/2010 | 2.00  | REVIEWED DRAFT JOINDER (1.0); TELEPHONE CONFERENCE WITH WEIL, R. SCHWARTZ, ET. AL. REGARDING MOTION (1.0)   |
| RAAB D S     | 04/30/2010 | 1.20  | REVIEWED AND REVISED JOINDER  |
| SCHWARTZ R G | 04/02/2010 | .20   | REVIEW OF WEIL GOTSHAL MARK-UP OF DRAFT REVISED NOL TRADING ORDER   |
| SCHWARTZ R G | 04/06/2010 | .30   | VARIOUS EMAILS AND TELEPHONE CALLS WITH L&W TEAM AND FTI REGARDING RESOLUTION OF FINAL ISSUES RELATED TO REVISED NOL TRADING ORDER  |
| SCHWARTZ R G | 04/08/2010 | 2.00  | REVIEW OF FILED PLEADINGS AND MATERIALS RELATED TO ABC TAX ELECTION IN PREPARATION FOR INTERNAL MEETINGS AND CALL WITH WEIL GOTSHAL   |
| SCHWARTZ R G | 04/08/2010 | 1.00  | OFFICE CONFERENCE WITH M. FRANEK AND B. CONNELLY REGARDING DISCUSSION AND ASSESSMENT OF TAX ELECTION LITIGATION ISSUES  |
| SCHWARTZ R G | 04/09/2010 | 1.00  | PARTICIPATE ON CALL WITH DEBTORS' COUNSEL REGARDING DISCUSSION OF TAX ELECTION LITIGATION ISSUES  |
| SCHWARTZ R G | 04/09/2010 | 2.00  | REVIEW OF MATERIALS AND CASE LAW RELATED TO TAX ELECTION LITIGATION ISSUES  |
| SCHWARTZ R G | 04/19/2010 | .30   | EMAILS WITH C. MARTIN AND FTI REGARDING   |

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| TIMEKEEPER       | DATE       | HOURS | DESCRIPTION  |
|------------------|------------|-------|--|
|                  |            |       | PROPOSED REVISIONS TO NOL TRADING ORDER AND OPEN ISSUES RELATED TO SAME  |
| SCHWARTZ R G     | 04/27/2010 | 1.00  | REVIEW AND ASSESS DRAFT OBJECTION TO ABC MOTION CIRCULATED BY DEBTORS' COUNSEL (1.0)   |
| SCHWARTZ R G     | 04/27/2010 | .20   | TELEPHONE CALLS AND EMAILS WITH A. SINGER REGARDING ASSESSMENT OF PARTICULAR ISSUES RELATED TO BOA/FLEET INTEREST (0.2)  |
| SCHWARTZ R G     | 04/28/2010 | .20   | TELEPHONE CALL WITH D. RAAB REGARDING DISCUSSION OF COMMENTS AND ISSUES RELATED TO DRAFT OBJECTION TO ABC DECLARATORY MOTION (0.2)   |
| SCHWARTZ R G     | 04/29/2010 | .60   | OFFICE CONFERENCE WITH M. FRANEK AND B. CONNELLY (PARTIAL) REGARDING DISCUSSION OF COMMENTS AND ISSUES RELATED TO COMMITTEE DRAFT JOINDER TO DEBTORS' OBJECTION TO ABC TAX M |
| SCHWARTZ R G     | 04/29/2010 | .50   | REVIEW OF REVISED DRAFT OF DEBTORS' OBJECTION TO ABC MOTION (0.5)  |
| TOTAL PARTNERS   |            | 25.10 |  |
| FRANEK M C       | 04/08/2010 | 1.60  | MEETING WITH R. SCHWARTZ AND B. CONNELLY REGARDING FDIC MOTIONS; FOLLOW-UP ON SAME   |
| MARTIN C M       | 04/02/2010 | 1.50  | REVIEW TAX ANALYSIS RELATING TO REVISED NOL ORDERS   |
| NOLL J F         | 04/01/2010 | .50   | REVIEW CLAIMS TRADING ORDER (0.3); CALL WITH D. RAAB (0.2)   |
| NOLL J F         | 04/02/2010 | .50   | REVIEW CLAIMS TRADING MOTION   |
| NOLL J F         | 04/06/2010 | 1.30  | MEETING REGARDING TAX ISSUES   |
| NOLL J F         | 04/19/2010 | .40   | REVIEW CLAIMS TRADING ORDER  |
| NOLL J F         | 04/22/2010 | .40   | TAX ANALYSIS RE: TAX SHARING AGREEMENT   |
| NOLL J F         | 04/23/2010 | 1.20  | RESEARCH TAX ISSUES (1.2)  |
| NOLL J F         | 04/25/2010 | .60   | REVIEW AND REVISE PRESENTATION REGARDING PARTNERSHIP INTEREST  |
| NOLL J F         | 04/28/2010 | 3.80  | REVIEW AND REVISE OBJECTION (1.5); CALL WITH D. RAAB (0.3); TAX RESEARCH AND ANALYSIS (2.0)  |
| NOLL J F         | 04/29/2010 | 1.50  | REVISE MOTION (1.0); CALL WITH D. RAAB (0.3); CALL WITH M. FRANEK (0.2)  |
| NOLL J F         | 04/30/2010 | 1.40  | CALL WITH D. RAAB (0.3); REVISE MOTION (0.8); REVIEW RECENT CASELAW (0.3)  |
| TOTAL ASSOCIATES |            | 14.70 |  |
| TOTAL TIME       |            | 39.80 |  |

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
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OFFICIAL UNSECURED CREDITORS' COMM OF ADVANTA CORP. -- FDIC AND REGULATORY 047606-0005

Bill Date: April 30, 2010

Bill Number: 100605192

| TIMEKEEPER       | DATE       | HOURS | DESCRIPTION   |
|------------------|------------|-------|---|
| SCHWARTZ R G     | 04/01/2010 | .20   | EMAILS WITH WEIL GOTSHAL AND FDIC COUNSEL REGARDING FINALIZING SCHEDULING STIPULATION AND ORDER REGARDING ABC LITIGATION                                    |
| SCHWARTZ R G     | 04/07/2010 | 2.00  | REVIEW OF RECENT MATERIALS AND PRECEDENTS RELATED TO FDIC ISSUES AND POSITIONS  |
| SCHWARTZ R G     | 04/13/2010 | .20   | EMAILS WITH V. VRON AND M. HALL REGARDING ISSUES RELATED TO ADVANTA DEPOSITS AT ABC   |
| SCHWARTZ R G     | 04/16/2010 | .20   | EMAILS WITH M. HALL REGARDING FOLLOW UP ON ADVANTA/FDIC DEPOSIT DISPUTE (0.2)   |
| SMITH B W        | 04/06/2010 | .00   | REVIEW EMAILS   |
| SMITH B W        | 04/29/2010 | .00   | REVIEW EMAILS; OFFICE CONFERENCE WITH M HALL  |
| TOTAL PARTNERS   |            | 2.60  |   |
| HALL M R         | 04/06/2010 | 1.10  | ATTENTION TO PRECEDENT REGARDING FDIC CLAIMS IN BANKRUPTCIES  |
| HALL M R         | 04/13/2010 | .50   | E-MAILS WITH LATHAM TEAM REGARDING FDIC INSURANCE COVERAGE ISSUES (0.5)   |
| HALL M R         | 04/14/2010 | .60   | CONFERENCE WITH W. ZALENSKI REGARDING DEPOSIT INSURANCE COVERAGE (0.1); BACKGROUND RESEARCH REGARDING SAME (0.5)  |
| HALL M R         | 04/16/2010 | 1.00  | CONFERENCE WITH W. ZALENSKI REGARDING LITIGATION OVER DEPOSIT COVERAGE (0.7); CONFERENCES WITH LATHAM TEAM REGARDING SAME (0.3)                             |
| HALL M R         | 04/26/2010 | 1.10  | CONFERENCES WITH R. SCHWARTZ REGARDING FDIC LITIGATION AND CLAIMS PRECEDENT; BEGIN REVIEWING BACKGROUND REGARDING SAME AND ANALYZE POSSIBLE PARALLEL CLAIMS |
| HALL M R         | 04/29/2010 | .20   | CONFERENCE WITH B. SMITH REGARDING STATUS   |
| TOTAL ASSOCIATES |            | 4.50  |   |
| TOTAL TIME       |            | 7.10  |   |

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OFFICIAL UNSECURED CREDITORS' COMM OF ADVANTA CORP. -- ASSET SALES 047606-0008

Bill Date: April 30, 2010

Bill Number: 100605192

| TIMEKEEPER     | DATE       | HOURS | DESCRIPTION   |
|----------------|------------|-------|---|
| SCHWARTZ R G   | 04/16/2010 | .40   | REVIEW OF MATERIALS CONCERNING LIQUIDATION OF ART (0.4) |
| TOTAL PARTNERS |            | .40   |   |
| TOTAL TIME     |            | .40   |   |

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OFFICIAL UNSECURED CREDITORS' COMM OF ADVANTA CORP. -- PLAN AND DISCLOSURE STATEMENT 047606-0009

Bill Date: April 30, 2010

Bill Number: 100605192

| TIMEKEEPER   | DATE       | HOURS | DESCRIPTION   |
|--------------|------------|-------|---|
| COHEN A F    | 04/14/2010 | .50   | PREPARE FOR AND PARTICIPATE IN TELEPHONE CALL WITH J. TROTTER REGARDING SECTION 12 ISSUES                                   |
| PELTZ B D    | 04/14/2010 | .80   | TELEPHONE CALLS JEN PERKINS REGARDING INVESTMENT COMPANY ACT EXEMPTIONS FOR LIQUIDATING COMPANY; FOLLOW UP ON 3(C)(1) ISSUE |
| PERKINS JS   | 04/05/2010 | .10   | E-MAIL CORRESPONDENCE   |
| PERKINS JS   | 04/08/2010 | .20   | TELEPHONE CALL WITH J. TROTTER; E-MAIL CORRESPONDENCE RE: PLAN ISSUES   |
| PERKINS JS   | 04/14/2010 | 2.20  | MEET WITH DEAL TEAM; TELEPHONE CALLS WITH J. TROTTER; TELEPHONE CALL WITH B. PELTZ  |
| PERKINS JS   | 04/25/2010 | .30   | E-MAIL CORRESPONDENCE RE: PLAN ISSUES   |
| PERKINS JS   | 04/30/2010 | .70   | CALL WITH AARON SINGER; JOEL TROTTER; BRYNN PELTZ RE: PLAN STRUCTURING ISSUES   |
| RAAB D S     | 04/06/2010 | 1.30  | CONFERENCE WITH R. SCHWARTZ, J. PERKINS, ET. AL. REGARDING POR (1.3)  |
| RAAB D S     | 04/14/2010 | 1.00  | MEETING WITH R. SCHWARTZ, C. MARTIN, J. NOLL, J. PERKINS ET. AL. REGARDING POR  |
| RAAB D S     | 04/15/2010 | 2.00  | ALL-HANDS CONFERENCE CALL REGARDING POR (1.5); ANALYSIS REGARDING TAX ISSUE (0.5)   |
| SCHWARTZ R G | 04/06/2010 | 1.50  | REVIEW OF VARIOUS PLAN PRECEDENTS AND MATERIALS IN CONNECTION WITH PREPARATION FOR PLAN STRUCTURING MEETING WITH L&W TEAM   |
| SCHWARTZ R G | 04/06/2010 | 1.20  | OFFICE CONFERENCE WITH L&W TEAM REGARDING DISCUSSION OF PLAN STRUCTURING ISSUES AND POTENTIAL RESOLUTIONS RELATED TO SAME   |
| SCHWARTZ R G | 04/12/2010 | .70   | CONFERENCE CALL WITH S. JOFFE REGARDING DISCUSSION OF TAX-RELATED PLAN STRUCTURING ISSUES                                   |
| SCHWARTZ R G | 04/12/2010 | .20   | OFFICE CONFERENCE WITH J. NOLL REGARDING TAX-RELATED PLAN STRUCTURING ISSUES  |
| SCHWARTZ R G | 04/12/2010 | .30   | OFFICE CONFERENCE WITH M. SEIDER REGARDING PLAN STRUCTURING ISSUES  |
| SCHWARTZ R G | 04/12/2010 | .20   | TELEPHONE CALL AND EMAILS WITH A. SINGER REGARDING PLAN STRUCTURING ISSUES  |
| SCHWARTZ R G | 04/13/2010 | .60   | CONFERENCE CALL WITH M. STERN AND A. SCRUTON REGARDING DISCUSSION OF PLAN STRUCTURE AND TAX-RELATED ISSUES                  |
| SCHWARTZ R G | 04/13/2010 | .20   | TELEPHONE CALL WITH A. SCRUTON REGARDING FOLLOW UP ON PLAN STRUCTURE ISSUES   |
| SCHWARTZ R G | 04/13/2010 | .20   | OFFICE CONFERENCE WITH J. NOLL REGARDING FOLLOW UP ON PLAN STRUCTURE TAX ISSUES   |
| SCHWARTZ R G | 04/13/2010 | .20   | EMAILS WITH A. SINGER REGARDING DUE DILIGENCE RELATED TO PARTICULAR PLAN STRUCTURING ISSUES                                 |
| SCHWARTZ R G | 04/14/2010 | 1.00  | CONFERENCE CALL WITH L&W AND FTI TEAMS REGARDING DISCUSSION OF PLAN STRUCTURING ISSUES (1)                                  |
| SCHWARTZ R G | 04/14/2010 | .20   | FOLLOW UP WITH L&W TEAM REGARDING PLAN STRUCTURING ISSUES (0.2)   |

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| TIMEKEEPER     | DATE       | HOURS | DESCRIPTION  |
|----------------|------------|-------|--|
| SCHWARTZ R G   | 04/14/2010 | .50   | TELEPHONE CALL WITH R. LEMONS REGARDING CATCH UP ON PLAN STRUCTURING ISSUES AND OTHER CASE MATTERS (0.5)   |
| SCHWARTZ R G   | 04/14/2010 | .50   | TELEPHONE CALL WITH J. PERKINS REGARDING FOLLOW UP DISCUSSION REGARDING SECURITIES LAW AND OTHER ISSUES RELATED TO POTENTIAL PLAN STRUCTURE(0.5) |
| SCHWARTZ R G   | 04/14/2010 | .50   | PRELIMINARY REVIEW OF FTI SLIDE DECK REGARDING PARTICULAR PLAN STRUCTURING ISSUES (0.5)  |
| SCHWARTZ R G   | 04/15/2010 | .50   | PREPARATION FOR PLAN STRUCTURING CALL WITH WEIL GOTSHAL AND A&M  |
| SCHWARTZ R G   | 04/15/2010 | 1.00  | PARTICIPATE ON PLAN STRUCTURING CALL WITH WEIL GOTSHAL AND A&M   |
| SCHWARTZ R G   | 04/20/2010 | .20   | TELEPHONE CALL WITH A. SINGER AND V. VRON REGARDING PLAN STRUCTURE ISSUES AND PLAN TERM SHEET  |
| SCHWARTZ R G   | 04/20/2010 | .20   | FOLLOW UP EMAILS WITH A. SINGER REGARDING PLAN STRUCTURE AND TERM SHEET ISSUES   |
| SCHWARTZ R G   | 04/21/2010 | .40   | REVIEW AND REVISE DRAFT SLIDES FOR COMMITTEE PRESENTATION REGARDING PLAN STRUCTURING ISSUES  |
| SCHWARTZ R G   | 04/21/2010 | .60   | OFFICE CONFERENCE WITH A. SINGER AND C. MARTIN REGARDING DISCUSSION OF PLAN STRUCTURING ISSUES AND COMMENTS TO PRESENTATION FOR COMMITTEE        |
| SCHWARTZ R G   | 04/21/2010 | .40   | MULTIPLE EMAILS AND TELEPHONE CALLS WITH A. SINGER AND FTI REGARDING MATERIALS AND ISSUES RELATED TO PLAN STRUCTURING ISSUES                     |
| SCHWARTZ R G   | 04/22/2010 | .20   | TELEPHONE CALL AND EMAILS WITH A. SINGER REGARDING FOLLOW UP ON PLAN STRUCTURING ISSUES AND MATERIALS RELATED TO SAME                            |
| SCHWARTZ R G   | 04/23/2010 | .20   | TELEPHONE CALL WITH A. SINGER REGARDING FOLLOW UP ON PLAN STRUCTURING ISSUES   |
| SCHWARTZ R G   | 04/23/2010 | .20   | TELEPHONE CALL WITH D. RAAB REGARDING DISCUSSION OF PARTICULAR ISSUES RELATED TO PLAN STRUCTURING  |
| SCHWARTZ R G   | 04/23/2010 | .60   | REVIEW OF REVISED PRESENTATION AND MATERIALS REGARDING PLAN STRUCTURE ISSUES CIRCULATED BY FTI   |
| SCHWARTZ R G   | 04/25/2010 | .30   | EMAILS WITH FTI AND L&W TEAMS REGARDING COMMENTS TO FTI MATERIALS REGARDING PLAN STRUCTURING ISSUES AND SUGGESTIONS REGARDING SAME               |
| SCHWARTZ R G   | 04/25/2010 | .30   | REVIEW OF MATERIALS REGARDING PLAN STRUCTURE CIRCULATED BY WEIL GOTSHAL  |
| SCHWARTZ R G   | 04/28/2010 | .20   | TELEPHONE CALL WITH D. RAAB REGARDING FOLLOW UP ON PARTICULAR ISSUES RELATED TO PLAN STRUCTURING ISSUES (.20)                                    |
| SEIDER M A     | 04/12/2010 | .40   | EMAILS AND TELEPHONE CALLS WITH LATHAM REGARDING CERTAIN PLAN ISSUES   |
| TROTTER JH     | 04/12/2010 | 1.30  | REVIEW AND ANALYZE NO-ACTION LETTERS; CONFER WITH W. RINNER REGARDING SAME   |
| TROTTER JH     | 04/14/2010 | .80   | TELEPHONE CALLS WITH J. PERKINS REGARDING LIQUIDATING TRUST ISSUES AND RELATED MATTERS; CONFER WITH A. COHEN REGARDING SAME                      |
| TOTAL PARTNERS |            | 24.90 |  |

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| TIMEKEEPER       | DATE       | HOURS | DESCRIPTION  |
|------------------|------------|-------|--|
| MARTIN C M       | 04/06/2010 | 1.50  | MEET WITH LATHAM TEAM REGARDING PLAN STRUCTURE (1.0) (PARTIAL); FOLLOW UP REGARDING SAME (0.5)   |
| MARTIN C M       | 04/14/2010 | 1.10  | MEET WITH LATHAM TEAM TO DISCUSS PLAN  |
| MARTIN C M       | 04/20/2010 | .50   | REVIEW PLAN PRECEDENT  |
| MARTIN C M       | 04/21/2010 | .60   | MEET WITH LATHAM TEAM TO DISCUSS PLAN STRATEGIES   |
| MARTIN C M       | 04/25/2010 | .50   | REVIEW PLAN MATERIALS CIRCULATED BY WEIL   |
| MARTIN C M       | 04/26/2010 | 1.10  | MEET WITH FTI TO DISCUSS PLAN (PARTIAL)  |
| NOLL J F         | 04/12/2010 | .50   | CONFERENCE WITH R. SCHWARTZ RE: PLAN AND TAX ISSUES (0.2); TAX ANALYSIS RE: SAME (0.3)   |
| NOLL J F         | 04/13/2010 | .70   | CALL WITH R. SCHWARTZ RE: PLAN AND TAX ISSUES (0.2); CALL WITH D. RAAB RE: SAME (0.2); TAX ANALYSIS RE: SAME (0.3)                                   |
| NOLL J F         | 04/14/2010 | 1.20  | MEETING REGARDING PLAN ISSUES  |
| NOLL J F         | 04/15/2010 | 1.50  | MEETING REGARDING PLAN ISSUES  |
| RINNER W J       | 04/09/2010 | 3.10  | REVIEW NO-ACTION LETTERS PERTAINING TO LIQUIDATION TRUSTS; MEET WITH J. TROTTER TO DISCUSS FINDINGS  |
| RINNER W J       | 04/12/2010 | 5.40  | REVIEW SEC NO-ACTION LETTERS AND OTHER SECURITIES LAW RESOURCES AND COMPOSE EMAIL COMPILING FINDINGS REGARDING LIQUIDATING TRUST FILING REQUIREMENTS |
| TOTAL ASSOCIATES |            | 17.70 |  |
| TOTAL TIME       |            | 42.60 |  |

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OFFICIAL UNSECURED CREDITORS' COMM OF ADVANTA CORP. -- MEETINGS WITH COMMITTEE PROFESSIONALS 047606-0010

Bill Date: April 30, 2010

Bill Number: 100605192

| TIMEKEEPER       | DATE       | HOURS | DESCRIPTION  |
|------------------|------------|-------|--|
| PERKINS JS       | 04/06/2010 | 1.00  | MEET WITH WORKING GROUP RE: PLAN ISSUES  |
| SCHWARTZ R G     | 04/09/2010 | .30   | PREPARE FOR COMMITTEE CALL   |
| SCHWARTZ R G     | 04/09/2010 | .20   | OFFICE CONFERENCE WITH A. SINGER REGARDING DISCUSSION OF TOPICS AND ISSUES FOR COMMITTEE CALL  |
| SCHWARTZ R G     | 04/15/2010 | .50   | FOLLOW UP OFFICE CONFERENCE AND TELEPHONE CALL WITH L&W TEAM AND A. SCRUTON REGARDING FOLLOW UP ISSUES RELATED TO PLAN STRUCTURING AND NEXT STEPS, DISCUSSION OF AGENDA ITEM |
| SCHWARTZ R G     | 04/20/2010 | .40   | CONFERENCE CALL WITH A. SINGER AND FTI REGARDING DISCUSSION OF AGENDA ITEMS AND ISSUES FOR COMMITTEE AND ALL HANDS MEETINGS ON 4/26  |
| SCHWARTZ R G     | 04/22/2010 | .20   | FOLLOW UP TELEPHONE CALL WITH A. SCRUTON AND L. PARK REGARDING AGENDA AND ISSUES FOR COMMITTEE AND ALL HANDS MEETINGS ON 4/26  |
| SCHWARTZ R G     | 04/26/2010 | .80   | OFFICE CONFERENCE WITH L&W TEAM AND FTI REGARDING DISCUSSION OF ISSUES AND MATTERS ON AGENDA FOR COMMITTEE MEETING AND FOR SUBSEQUENT ALL HANDS MEETING (0.8)                |
| SCHWARTZ R G     | 04/27/2010 | .30   | TELEPHONE CALL WITH A. SCRUTON REGARDING DISCUSSION OF FOLLOW UP ISSUES FROM 4/26 COMMITTEE AND ALL HANDS MEETINGS (0.3)   |
| TOTAL PARTNERS   |            | 3.70  |  |
| FRANEK M C       | 04/05/2010 | 2.10  | MEETING WITH R. SCHWARTZ AND FTI TEAM ON LITIGATION ISSUES   |
| MARTIN C M       | 04/01/2010 | .50   | PARTICIPATE IN COMMITTEE MEETING CALL  |
| MARTIN C M       | 04/01/2010 | 1.50  | CONFERENCE CALL WITH FTI TO DISCUSS CASE ADMIN (0.5); MULTIPLE CONFERENCE CALLS WITH FTI TO DISCUSS MOTIONS FOR APRIL HEARING (0.5)  |
| MARTIN C M       | 04/02/2010 | 1.00  | CALLS WITH FTI TO DISCUSS REVISED ORDERS; FOLLOW UP WITH LATHAM TEAM REGARDING SAME  |
| MARTIN C M       | 04/05/2010 | 1.00  | PARTICIPATE (PARTIAL) IN MEETING WITH FTI REGARDING CASE ISSUES  |
| SINGER A M       | 04/05/2010 | 2.70  | ATTEND MEETING WITH FTI;   |
| SINGER A M       | 04/06/2010 | 2.00  | ATTEND POR MEETING (1.5); ATTEND INTERNAL MEETING TO DISCUSS HEARING (.5);   |
| SINGER A M       | 04/08/2010 | .30   | ATTEND MEETING WITH FTI FOLLOWING PROFESSIONALS CALL;  |
| SINGER A M       | 04/14/2010 | 2.90  | ATTEND MEETINGS REGARDING SERVICING AGREEMENTS (1.6); ATTEND POR MEETING (1.3)   |
| SINGER A M       | 04/20/2010 | .40   | CALL WITH PROFESSIONALS  |
| SINGER A M       | 04/26/2010 | 1.10  | PRE-MEETING WITH FTI AND LW TEAM;  |
| TOTAL ASSOCIATES |            | 15.50 |  |
| TOTAL TIME       |            | 19.20 |  |

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OFFICIAL UNSECURED CREDITORS' COMM OF ADVANTA CORP. -- MEETINGS WITH OTHER PARTIES 047606-0011

Bill Date: April 30, 2010

Bill Number: 100605192

| TIMEKEEPER       | DATE       | HOURS | DESCRIPTION  |
|------------------|------------|-------|--|
| PERKINS JS       | 04/15/2010 | 1.40  | TELEPHONE CALL WITH WEIL   |
| RAAB D S         | 04/23/2010 | 4.00  | MEETING WITH WEIL REGARDING POR (4.0)  |
| RAAB D S         | 04/26/2010 | 6.00  | ALL-HANDS MEETING WITH CREDITOR'S COMMITTEE, DEBTOR AND ADVISORS   |
| SCHWARTZ R G     | 04/08/2010 | .20   | EMAILS WITH A. SINGER REGARDING RESOLUTION OF 1099 ISSUES AND NOTICE POSTINGS REGARDING SAME   |
| SCHWARTZ R G     | 04/15/2010 | .20   | EMAILS WITH A. SINGER REGARDING UPDATE ON WEEKLY PROFESSIONALS CALL AND OPEN ISSUES RELATED TO PARTICULAR MATTERS COVERED ON CALL (0.2)                                  |
| SCHWARTZ R G     | 04/22/2010 | .60   | PARTICIPATE ON WEEKLY PROFESSIONALS CALL WITH WEIL GOTSHAL, A&M AND FTI  |
| SCHWARTZ R G     | 04/23/2010 | 3.50  | ATTEND MEETING WITH WEIL GOTSHAL, A&M, FTI AND L&W TEAM REGARDING DISCUSSION OF OPEN ISSUES RELATED TO PLAN STRUCTURING AND FOLLOW UP ANALYSIS AND STEPS RELATED TO SAME |
| SCHWARTZ R G     | 04/26/2010 | 2.00  | PARTICIPATE IN ALL HANDS MEETING WITH THE DEBTORS (2.0)  |
| SCHWARTZ R G     | 04/29/2010 | .90   | CONFERENCE CALL WITH WEIL GOTSHAL AND L&W TEAMS REGARDING DISCUSSION OF ISSUES RELATED TO OBJECTION TO ABC DECLARATORY MOTION (0.90)                                     |
| TOTAL PARTNERS   |            | 18.80 |  |
| FRANEK M C       | 04/09/2010 | 2.70  | CONFERENCE CALL WITH DEBTORS' COUNSEL; MEETING WITH LATHAM TEAM REGARDING RESEARCH ON FDIC MOTIONS   |
| MARTIN C M       | 04/05/2010 | 1.30  | PREPARE FOR AND PARTICIPATE IN CALL WITH DEBTORS' PROFESSIONALS TO DISCUSS MOTIONS FOR HEARING (1.0); FOLLOW UP CALL WITH WEIL REGARDING SAME (0.3)                      |
| MARTIN C M       | 04/22/2010 | .20   | PARTICIPATE IN PROFESSIONALS CALL  |
| MARTIN C M       | 04/29/2010 | .50   | PARTICIPATE IN PROFESSIONALS CALL  |
| NOLL J F         | 04/23/2010 | 4.00  | MEETINGS (4.0)   |
| NOLL J F         | 04/26/2010 | 6.00  | MEETINGS REGARDING PLAN ISSUES   |
| SINGER A M       | 04/05/2010 | 1.50  | ATTEND CALL WITH DEBTORS COUNSEL;  |
| SINGER A M       | 04/08/2010 | .90   | ATTEND PROFESSIONALS CALL;   |
| SINGER A M       | 04/15/2010 | 2.00  | ATTEND POR MEETING (1.6); ATTEND PROFESSIONALS CALL (.4)   |
| SINGER A M       | 04/23/2010 | 4.60  | ATTEND PROFESSIONALS MEETING;  |
| SINGER A M       | 04/26/2010 | 3.50  | ALL HANDS MEETING;   |
| SINGER A M       | 04/29/2010 | 1.30  | ATTEND TWO MEETINGS WITH DEBTORS' PROFESSIONALS;   |
| TOTAL ASSOCIATES |            | 28.50 |  |
| TOTAL TIME       |            | 47.30 |  |

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OFFICIAL UNSECURED CREDITORS' COMM OF ADVANTA CORP. -- DRAFT AND REVISE PLEADINGS AND DOCUMENTS 047606-0013

Bill Date: April 30, 2010

Bill Number: 100605192

| TIMEKEEPER     | DATE       | HOURS | DESCRIPTION   |
|----------------|------------|-------|---|
| CONNELLY B G   | 04/29/2010 | .80   | REVIEW DRAFT JOINDER BRIEF; CONFERENCE WITH SCHWARTZ AND FRANEK REGARDING ABOVE   |
| SCHWARTZ R G   | 04/27/2010 | 1.50  | REVIEW AND MARK UP DRAFT JOINDER CIRCULATED BY M. FRANEK AND PREPARE NOTES OF ISSUES FOR DISCUSSION WITH L&W TEAM (1.5)   |
| SCHWARTZ R G   | 04/27/2010 | .80   | OFFICE CONFERENCE WITH M. FRANEK AND A. SINGER REGARDING DISCUSSION OF COMMENTS AND REVISIONS TO DRAFT JOINDER AND OUTLINE OF ADDITIONAL POINTS AND ARGUMENTS RELATED TO SAM  |
| SCHWARTZ R G   | 04/28/2010 | .30   | TELEPHONE CALLS AND EMAILS WITH A. SINGLER AND M. FRANEK REGARDING COMMENTS AND ISSUES RELATED TO DRAFT OBJECTION TO ABE DECLARATORY MOTION (.30)                             |
| SCHWARTZ R G   | 04/29/2010 | .80   | REVIEW AND MARK UP OF REVISED DRAFT COMMITTEE JOINDER (0.3)   |
| SCHWARTZ R G   | 04/29/2010 | .40   | REVIEW AND CONSIDERATION OF COMMENTS ON DRAFT COMMITTEE JOINDER PROVIDED BY L&W TAX TEAM AND OTHERS (0.4)   |
| SCHWARTZ R G   | 04/30/2010 | .70   | REVIEW AND EDIT OF REVISED DRAFT COMMITTEE JOINDER IN RESPONSE TO ABC TAX MOTION AND REVIEW OF REVISED VERSION OF DEBTORS' OBJECTION TO SAME (0.7)                            |
| SCHWARTZ R G   | 04/30/2010 | .30   | EDIT COMMITTEE JOINDER TO INCORPORATE COMMENTS AND FORWARD SAME TO M. FRANEK (0.3)  |
| SCHWARTZ R G   | 04/30/2010 | .30   | TELEPHONE CALL WITH M. FRANEK AND A. SINGER (PARTIAL) REGARDING DISCUSSION OF COMMENTS AND STATUS RELATED TO COMMITTEE JOINDER (0.3)  |
| SCHWARTZ R G   | 04/30/2010 | .40   | MULTIPLE EMAILS WITH L&W TEAM REGARDING COMMENTS AND ISSUES RELATED TO DRAFT COMMITTEE JOINDER (0.4)  |
| SCHWARTZ R G   | 04/30/2010 | .40   | REVIEW FURTHER REVISED DRAFT OF JOINDER CIRCULATED BY M. FRANEK (0.4)   |
| TOTAL PARTNERS |            | 6.70  |   |
| FRANEK M C     | 04/15/2010 | 1.30  | MEETING WITH A. SINGER REGARDING DRAFTING AND REVISIONS TO JOINDER; FOLLOW-UP ON SAME   |
| FRANEK M C     | 04/21/2010 | 3.10  | ATTENTION TO RESEARCH AND REVISIONS ON JOINDER  |
| FRANEK M C     | 04/23/2010 | 2.30  | REVIEW AND REVISE JOINDER   |
| FRANEK M C     | 04/26/2010 | 9.10  | RESEARCH AND REVISE JOINDER   |
| FRANEK M C     | 04/27/2010 | 5.60  | RESEARCH AND REVISE JOINDER; MEETING WITH R. SCHWARTZ AND A. SINGER ON SAME   |
| FRANEK M C     | 04/28/2010 | 9.10  | RESEARCH AND REVISE JOINDER TO ADVANTA'S OBJECTION TO MOTION FOR INJUNCTIVE RELIEF  |
| FRANEK M C     | 04/29/2010 | 8.90  | REVISIONS TO JOINDER; RESEARCH REGARDING SAME; CALL WITH WEIL REGARDING FDIC ISSUES; MEETING WITH B. CONNELLY AND R. SCHWARTZ REGARDING PLEADINGS; FURTHER ATTENTION TO ADVAN |
| FRANEK M C     | 04/30/2010 | 5.40  | FINALIZE JOINDER  |

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| TIMEKEEPER              | DATE       | HOURS  | DESCRIPTION  |
|-------------------------|------------|--------|--|
| MARTIN C M              | 04/29/2010 | .50    | REVIEW AND REVISE DRAFT PLEADING REGARDING ABC LITIGATION  |
| SINGER A M              | 04/11/2010 | 3.20   | DRAFT JOINDER  |
| SINGER A M              | 04/12/2010 | 5.00   | RESEARCH AND DRAFT JOINDER;  |
| SINGER A M              | 04/13/2010 | 7.70   | DRAFT AND RESEARCH JOINDER;  |
| SINGER A M              | 04/14/2010 | 2.30   | DRAFT JOINDER;   |
| SINGER A M              | 04/15/2010 | 2.80   | DRAFT JOINDER;   |
| SINGER A M              | 04/16/2010 | 5.90   | DRAFT JOINDER  |
| SINGER A M              | 04/21/2010 | 1.80   | DRAFT JOINDER  |
| SINGER A M              | 04/22/2010 | 3.70   | DRAFT JOINDER;   |
| SINGER A M              | 04/27/2010 | 3.30   | REVIEW AND REVISE JOINDER;   |
| SINGER A M              | 04/28/2010 | 7.50   | REVIEW, DRAFT AND RESEARCH JOINDER;  |
| SINGER A M              | 04/29/2010 | 3.00   | REVIEW, DRAFT AND RESEARCH JOINDER;  |
| SINGER A M              | 04/30/2010 | 1.20   | DRAFT AND FILE JOINDER;  |
| TOTAL ASSOCIATES        |            | 92.70  |  |
| KLEIN N S               | 04/30/2010 | 3.30   | PERFORM CITE CHECKING FOR ALL CASES CITED IN JOINDER BRIEF BY USING ELECTRONIC TOOLS SUCH AS LEXIS.COM AND WESTLAW.COM, PERFORM WESTCHECK.COM TO SHEPARDIZE ALL CASES, EXERCIS |
| TOTAL PARAPROFESSIONALS |            | 3.30   |  |
| TOTAL TIME              |            | 102.70 |  |

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
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OFFICIAL UNSECURED CREDITORS' COMM OF ADVANTA CORP. -- CLAIMS 047606-0014

Bill Date: April 30, 2010

Bill Number: 100605192

| TIMEKEEPER     | DATE       | HOURS | DESCRIPTION   |
|----------------|------------|-------|---|
| BRICKNER J W   | 04/02/2010 | 1.50  | BENEFITS ISSUES/ COBRA; TELEPHONE CALLS AND E-MAILS REGARDING SAME; RESEARCH  |
| BRICKNER J W   | 04/05/2010 | .70   | COBRA ISSUES; TELEPHONE CALL WITH OZAWA   |
| BRICKNER J W   | 04/06/2010 | 1.50  | TELEPHONE CALL WITH OZAWA REGARDING BANKRUPTCY AND BENEFITS ISSUES; 280G ISSUES; REVIEW PLR REGARDING SAME                                      |
| SCHWARTZ R G   | 04/02/2010 | .10   | EMAILS WITH A. SINGER REGARDING FOLLOW UP ON COBRA SUBSIDY ISSUES   |
| SCHWARTZ R G   | 04/02/2010 | .20   | EMAILS WITH C. MARTIN AND FTI REGARDING SAME  |
| SCHWARTZ R G   | 04/05/2010 | 1.00  | REVIEW OF MATERIALS AND ANALYSIS CIRCULATED BY M. FRANEK IN ADVANCE OF CLAIMS ASSESSMENT MEETING  |
| SCHWARTZ R G   | 04/05/2010 | 2.30  | PARTICIPATE IN MEETING WITH L&W AND FTI TEAMS REGARDING CLAIMS ASSESSMENT AND DISCUSSION OF OPEN ISSUES RELATED TO APRIL 7 MOTIONS              |
| SCHWARTZ R G   | 04/14/2010 | .30   | REVIEW OF DILIGENCE LIST PREPARED BY L&W AND FTI TEAMS REGARDING BENEFITS AND CLAIMS ISSUES; TELEPHONE CALL WITH A. SINGER REGARDING SAME (0.3) |
| SCHWARTZ R G   | 04/15/2010 | .30   | REVIEW OF REVISED CLAIMS DILIGENCE LIST AND EMAILS FROM L&W TEAM RELATED TO SAME  |
| SCHWARTZ R G   | 04/20/2010 | .30   | REVIEW AND MARK UP OF ADDITIONAL INFORMATION REQUEST RELATED TO CLAIMS CIRCULATED BY M. FRANEK  |
| SCHWARTZ R G   | 04/23/2010 | .30   | REVIEW OF REVISED CLAIMS DILIGENCE LIST CIRCULATED BY A. SINGER; EMAILS WITH A. SINGER REGARDING SAME   |
| SEIDER M A     | 04/22/2010 | .30   | EMAILS FROM CREDITOR FOLLOW UP ON SAME WITH LATHAM  |
| TOTAL PARTNERS |            | 8.80  |   |
| FRANEK M C     | 04/01/2010 | 3.10  | REVIEW AND REVISE CLAIMS ANALYSIS; REVIEW CASES   |
| FRANEK M C     | 04/04/2010 | 4.30  | ATTENTION TO CLAIMS ANALYSIS; REVIEW RESEARCH   |
| FRANEK M C     | 04/16/2010 | 2.90  | REVIEW AND REVISE DILIGENCE REQUEST; ATTENTION TO CLAIMS ISSUES   |
| HEGT J C       | 04/01/2010 | 1.70  | REVISE CHART OF POTENTIAL CLAIMS; CALL AND CORRESPOND WITH M. FRANEK REGARDING SAME.  |
| HEGT J C       | 04/05/2010 | .40   | REVIEW DOCKET; EMAIL C. MARTIN AND A. SINGER REGARDING SAME; TELEPHONE CALL WITH M. FRANEK REGARDING CLAIMS.                                    |
| HEGT J C       | 04/07/2010 | 3.80  | RESEARCH AND REVISE CHART REGARDING CLAIMS.   |
| HEGT J C       | 04/08/2010 | 1.00  | RESEARCH CLAIMS AND EMAIL M. FRANEK REGARDING SAME.   |
| HEGT J C       | 04/09/2010 | 4.80  | DRAFT DOCUMENT REQUESTS TO DEBTOR; EMAIL M. FRANEK REGARDING SAME.  |
| HEGT J C       | 04/16/2010 | .30   | RESEARCH CLAIMS; CALL AND CORRESPOND WITH M. FRANEK REGARDING DOCUMENT REQUESTS.  |
| MARTIN C M     | 04/23/2010 | .50   | REVIEW AND COMMENT TO DILIGENCE REQUESTS  |
| OZAWA A T      | 04/02/2010 | .50   | REVIEW AND ANALYZE COBRA SUBSIDY ISSUES;  |

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| TIMEKEEPER       | DATE       | HOURS | DESCRIPTION   |
|------------------|------------|-------|---|
| OZAWA A T        | 04/05/2010 | 3.60  | CONFERENCES WITH A. SINGER AND J. BRICKNER REGARDING THE SAME   |
| OZAWA A T        | 04/06/2010 | 2.70  | ATTEND MEETING WITH R. SCHWARTZ, M. FRANEK, C. MARTIN AND A. SINGER REGARDING POTENTIAL BENEFITS AND COMPENSATION ISSUES; ATTEND CONFERENCE CALL REGARDING SEVERANCE        |
| OZAWA A T        | 04/07/2010 | .60   | RESEARCH TAX IMPLICATIONS OF LIQUIDATION IN RELATION TO KEY BENEFITS PLANS; REVIEW AND ANALYZE PAYMENTS SUBJECT TO WAGE ORDER; CONFERENCE WITH A. SINGER REGARDING THE SAME |
| OZAWA A T        | 04/15/2010 | 1.20  | DRAFT AND REVISE DILIGENCE REQUEST LIST REGARDING KEY BENEFITS AND COMPENSATION MATTERS   |
| OZAWA A T        | 04/30/2010 | .10   | DRAFT AND REVISE UPDATED DUE DILIGENCE REQUEST LIST FOR KEY BENEFIT PLANS   |
|                  |            |       | REVIEW AND ANALYZE INSURANCE DOCUMENTS FOR KEY BENEFITS AND COMPENSATION ISSUES   |
| TOTAL ASSOCIATES |            | 31.50 |   |
| TOTAL TIME       |            | 40.30 |   |

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OFFICIAL UNSECURED CREDITORS' COMM OF ADVANTA CORP. -- FEE APPLICATION  
PREPARATION 047606-0015

Bill Date: April 30, 2010

Bill Number: 100605192

| TIMEKEEPER       | DATE       | HOURS | DESCRIPTION   |
|------------------|------------|-------|---|
| SCHWARTZ R G     | 04/02/2010 | 1.50  | REVIEW OF DRAFT FEBRUARY BILL   |
| SCHWARTZ R G     | 04/02/2010 | .30   | TELEPHONE CALL WITH C. MARTIN AND L. GASKILL REGARDING DISCUSSION OF DRAFT FEBRUARY BILL  |
| SCHWARTZ R G     | 04/06/2010 | .50   | REVIEW OF REVISED FEBRUARY BILL   |
| SCHWARTZ R G     | 04/07/2010 | .30   | OFFICE CONFERENCE WITH C. MARTIN AND L. GASKILL REGARDING DISCUSSION OF COMMENTS TO DRAFT FEBRUARY BILL   |
| SCHWARTZ R G     | 04/13/2010 | 2.50  | REVIEW AND MARK UP OF MARCH PRO FORMA BILLING STATEMENTS  |
| SCHWARTZ R G     | 04/14/2010 | .40   | OFFICE CONFERENCE WITH C. MARTIN REGARDING DISCUSSION OF COMMENTS TO MARCH PRO FORMA BILLING STATEMENTS (0.4)   |
| SCHWARTZ R G     | 04/27/2010 | .30   | EMAILS AND TELEPHONE CALLS WITH C. MARTIN REGARDING STATUS AND OPEN ISSUES RELATED TO PREPARATION OF MARCH BILL (0.3)   |
| SEIDER M A       | 04/12/2010 | .40   | WORK ON FEE APPLICATION   |
| TOTAL PARTNERS   |            | 6.20  |   |
| MARTIN C M       | 04/07/2010 | .50   | MEET WITH R.SCHWARTZ AND L.GASKILL REGARDING PROFORMAS  |
| MARTIN C M       | 04/14/2010 | .50   | DISCUSS PROFORMAS WITH R.SCHWARTZ   |
| MARTIN C M       | 04/16/2010 | .30   | REVIEW REVISED PROFORMAS  |
| MARTIN C M       | 04/19/2010 | .30   | REVIEW AND PREPARE FEE APPLICATION  |
| MARTIN C M       | 04/27/2010 | 1.00  | ATTEND TO BILLING AND ADMIN MATTERS   |
| MARTIN C M       | 04/28/2010 | 2.30  | REVIEW PROFORMAS  |
| MARTIN C M       | 04/29/2010 | 2.20  | DRAFT FEE APPLICATION AND PREPARE FOR FILING; DISCUSS SAME WITH S.CHALEN  |
| TOTAL ASSOCIATES |            | 7.10  |   |
| CHALEN S         | 04/29/2010 | 3.00  | PREPARE AND UPDATE MONTHLY FEE APPLICATION AND WORD BILL  |
| GASKILL L S      | 04/01/2010 | .30   | EMAILS WITH C. MARTIN AND R. SCHWARTZ REGARDING BILLING MATTERS   |
| GASKILL L S      | 04/02/2010 | 3.30  | ATTEND TO BILLING AND ADMIN MATTERS AND DRAFT FINAL BILL (3.3)  |
| GASKILL L S      | 04/05/2010 | .90   | REVIEW DOCKET FOR NEWLY FILED PROFESSIONAL FEE APPLICATIONS AND SEND PDF COPIES OF ALL FILED APPLICATIONS TO A. SINGER AND C. MARTIN FOR REVIEW; CREATE INTERNAL SHARED FOLDE |
| GASKILL L S      | 04/06/2010 | 1.50  | REVIEW AND PROCESS FEE APPLICATIONS AND TRANSFER TO SYSTEM FOLDER FOR WIDESPREAD ACCESS   |
| GASKILL L S      | 04/07/2010 | 3.10  | MEET WITH R. SCHWARTZ AND C. MARTIN REGARDING BILLING MATTERS; UPDATE PROFESSIONAL FEE APPLICATIONS SUMMARY AND CHART AND DISTRIBUTE NEWLY FILED FEE APPLICATIONS TO A. SING  |
| GASKILL L S      | 04/08/2010 | 1.60  | FINISH DRAFT OF MATTER SUMMARY CHART FOR REFERENCE; INITIAL REVIEW OF PROFORMAS   |
| GASKILL L S      | 04/09/2010 | 2.80  | CONFORM FEE APPLICATION FOR FEBRUARY STATEMENT (2.3); UPDATE PROFESSIONALS SPREADSHEET AND SUMMARY AND DISTRIBUTE TO A. SINGER (0.5)  |

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| TIMEKEEPER        | DATE       | HOURS | DESCRIPTION                |
|-------------------|------------|-------|----------------------------|
| GASKILL L S       | 04/12/2010 | 1.00  | FINISH REVIEW OF PROFORMAS |
| TOTAL             |            | 17.50 |                            |
| PARAPROFESSIONALS |            |       |                            |
| TOTAL TIME        |            | 30.80 |                            |

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
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# LATHAM & WATKINS<sup>LLP</sup>

53rd at Third  
885 Third Avenue  
New York, New York 10022-4834  
Tel: +1.212.906.1200 Fax: +1.212.751.4864  
www.lw.com

## INVOICE

April 30, 2010

OFFICIAL UNSECURED CREDITORS' COMM OF ADVANTA CORP.  
STONEHILL CAPITAL  
885 THIRD AVENUE  
NEW YORK, NY 10022

Tax identification No: 95-2018373

## REMITTANCE INSTRUCTIONS

### WIRE TRANSFERS:

Bank: Citibank, Delaware  
One Penn's Way  
New Castle, DE 19720  
ABA: 0311-00209  
SWIFT: CITIUS33  
Account Name: **Latham & Watkins LLP**  
Account Number: **3911-7003**

### CHECKS:

Latham & Watkins LLP  
P.O. Box 7247-8181  
Philadelphia, PA  
19170-8181

Please identify your check or wire transfer with the following numbers:  
Invoice No. 100605192  
File No. 047606-0000

## REMITTANCE COPY

### Invoice Date

### Invoice Number

### Invoice Amount

### Current Billing:

April 30, 2010

100605192

240,535.49

### **Balance Due**

**\$240,535.49**

**AMOUNT REMITTED:**

**\$** \_\_\_\_\_

### Method of Payment:

CHECK       WIRE TRANSFER

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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

**CERTIFICATION**

I, Mitchell A. Seider, Esq., hereby certify and state as follows:

1. I am a member of the law firm of Latham & Watkins LLP, counsel to the Official Committee of Unsecured Creditors, in the above-captioned matter. I submit this certification in connection with Latham & Watkins LLP's sixth monthly application for allowance of compensation for services rendered and for reimbursement of expenses for the period of April 1, 2010 through April 30, 2010 (the "Application").

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

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

Dated: June 4, 2010

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



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

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

**CERTIFICATE OF SERVICE**

I, the undersigned, hereby certify that on this 4<sup>th</sup> day of June, 2010, I caused a true and correct copy of the *Sixth Monthly Application of Latham & Watkins LLP for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Committee for the Period From April 1, 2010 Through April 30, 2010* to be served upon the following parties in the manner indicated.

***Hand Delivery***

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

***Hand Delivery***

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

***First Class Mail***

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

***First Class Mail***

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

Dated: June 4, 2010

**DRINKER BIDDLE & REATH LLP**

/s/ Howard A. Cohen

Howard A. Cohen (DE 4082)  
1100 North Market Street, Suite 1000  
Wilmington, DE 19801-1254  
Telephone: (302) 467-4200  
Facsimile: (302) 467-4201

*Counsel for the Official  
Committee of Unsecured Creditors*