

**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: August 16, 2010 at 4:00 p.m.  
Hearing Date: Only if objections are filed**

**SEVENTH 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 JUNE 1, 2010 THROUGH JUNE 30, 2010**

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: June 1, 2010 through June 30, 2010

Amount of Compensation sought as actual,  
reasonable, and necessary: \$18,581.20 (80% of \$23,226.50)

Amount of Expense Reimbursement sought  
as actual, reasonable, and necessary: \$656.19

This is an: X interim \_\_\_ final application

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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).

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

		<b>Requested</b>		<b>Approved</b>	
<b>Date Filed</b>	<b>Period Covered</b>	<b>Fees</b>	<b>Expenses</b>	<b>Fees</b>	<b>Expenses</b>
05/17/2010	11/23/2009 – 12/31/2009	\$14,738.00	\$ 97.10	\$11,790.40	\$97.10
05/17/2010	01/01/2010 – 01/31/2010	\$13,690.50	\$ 74.75	\$10,952.40	\$74.75
05/17/2010	02/01/2010 – 02/28/2010	\$10,323.00	\$ 53.42	\$10,323.00	\$53.42
05/17/2010	03/01/2010 – 03/31/2010	\$22,868.00	\$117.73	\$18,294.40	\$117.73
05/28/2010	04/01/2010 - 04/30/2010	\$11,866.50	\$238.88	\$9,493.20	\$238.88
06/25/2010	05/01/2010 – 05/31/2010	\$24,573.00	\$172.04	N/A	N/A
	<b>TOTAL</b>	<b>\$98,059.00</b>	<b>\$753.92</b>	<b>\$60,853.40</b>	<b>\$581.88</b>

**ATTACHMENT B  
TO FEE APPLICATION**

<b>Name of Professional Individual</b>	<b>Position, Year of Obtaining License to Practice</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Robert K. Malone	Partner; Admitted to NJ bar since 1984	\$625	12.50	\$ 7,812.50
Howard A. Cohen	Partner; Admitted to DE bar since 2001	\$495	18.70	\$ 9,256.50
Joseph N. Argentina, Jr.	Associate; Admitted to PA bar since 2009	\$305	18.60	\$ 5,673.00
Jane L. Gorman	Paralegal	\$255	1.90	\$ 484.50
<b>TOTAL</b>			<b>51.70</b>	<b>\$23,226.50</b>
<b>BLENDED RATE</b>				<b>\$449</b>

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

Project Category	Total Hours	Total Fees
B101 Asset Disposition	0.70	\$ 437.50
B103 Case Administration	9.50	\$ 5,274.50
B104 Claims Administration & Objections	1.30	\$ 626.50
B105 Employee Benefits/Pensions	0.40	\$ 250.00
B106 Fee/Employment Applications	6.20	\$ 2,795.00
B107 Fee/Employment Objections	0.40	\$ 198.00
B109 Litigation	12.90	\$ 6,567.50
B110 Plan and Disclosure Statement	19.70	\$ 6,702.50
B111 Relief from Stay Proceedings	0.60	\$ 375.00
<b>TOTAL</b>	<b>51.70</b>	<b>\$23,226.50</b>

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

Expense Category	Total Expenses
Duplicating	\$ 76.70
Express Delivery Services (Parcels)	\$ 67.50
Non-Attorney OT	\$ 78.00
Pacer Searches	\$ 45.68
Postage	\$ 10.89
Research (Lexis)	\$377.42
<b>TOTAL</b>	<b>\$656.19</b>

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

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

**SEVENTH 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 JUNE 1, 2010 THROUGH JUNE 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”), Drinker Biddle & Reath LLP (“Drinker”) hereby files this Seventh 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 June 1, 2010 through June 30, 2010 (the “Application”). By this Application, Drinker seeks a monthly allowance pursuant to the Interim Compensation Order with respect to the sums of \$23,226.50 as compensation and \$656.19 for reimbursement of actual and necessary expenses for a total of \$24,400.96 for the period commencing June 1, 2010 through and including June 30, 2010 (the “Compensation Period”). In support of this Application, Drinker respectfully represents as follows:

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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).

## **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 \$23,226.50, representing 51.70 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 \$656.19.

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 to date and no promises for payment from any source other than the estate for services rendered or to be rendered in any capacity whatsoever in connection with this case. There is no agreement or understanding between Drinker and any other person for the sharing of compensation to be received for services rendered in this case.

### **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 **nine (9)** 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 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 \$656.19 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 \$23,226.50 for necessary professional services rendered and reimbursement of expenses in the amount of \$656.19, (ii) authorize the Debtor to remit to Drinker, in accordance with the Interim Compensation Order, \$18,581.20 (80% of \$23,226.50) for necessary professional services rendered and \$656.19 for the reimbursement of expenses and (iii) grant such other and further relief as may be just and proper.

Dated: July 27, 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

*Counsel for the Official  
Committee of Unsecured Creditors*

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

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

**Objection Deadline: August 16, 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 *Seventh 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 June 1, 2010 Through June 30, 2010* (the “Application”), which seeks approval of Drinker’s request for compensation for the professional services rendered in the amount of \$23,226.50 and reimbursement for the expenses it incurred in the amount of \$656.19 during the period from June 1, 2010 Through June 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 at or before 4:00 p.m. (E.T.) on **August 16, 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: 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.).

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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: July 27, 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

*Counsel for the Official  
Committee of Unsecured Creditors*

# **EXHIBIT A**

LAW OFFICES

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

07/21/2010

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

Invoice No. 14359850

For services through 30 JUNE 2010 as follows:

<u>Our File</u>	<u>Matter Name</u>	<u>Amount</u>
446173	Advanta Corp., Chapter 11	
	Current Fees	23,226.50
	Expenses and Charges	<u>656.19</u>
	Total Amount Due This Invoice Per Attached Detail	<u>\$ 23,882.69</u>

**SUMMARY OF ACCOUNTS RECEIVABLE**

<u>DATE</u>	<u>INV #</u>	<u>AMOUNT</u>	<u>CREDITS</u>	<u>BALANCE</u>
05/14/10	14342397	\$14,835.10	(\$11,887.50)	\$2,947.60
05/17/10	14342762	\$13,765.25	(\$11,027.15)	\$2,738.10
05/17/10	14342775	\$10,376.42	(\$8,311.82)	\$2,064.60
05/17/10	14342786	\$22,985.73	(\$18,412.13)	\$4,573.60
05/27/10	14347041	\$12,417.88	(\$9,732.08)	\$2,685.80
06/21/10	14351861	\$25,057.54	\$0.00	\$25,057.54

PRIOR BALANCE DUE	<u>\$ 40,067.24</u>
TOTAL BALANCE DUE	<u>\$ 63,949.93</u>

LAW OFFICES



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

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:** 204839/14359850

**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: 14359850  
 Invoice Date: 07/21/2010  
 Client Number: 204839  
 Matter Number: 446173  
 Page: 1

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**RE: Advanta Corp., Chapter 11**

FOR PROFESSIONAL SERVICES RENDERED THROUGH 30 JUNE 2010

TASK CODE			<u>Hours</u>	<u>Amount</u>
	<b>B101</b>	<b>Asset Disposition</b>		
06/01/10	R MALONE	Review Certification of Counsel regarding Order Approving Stipulation between ASSC and Liberty Property Limited Partnership regarding extension of time to assume or reject the Dresher Property Lease.	0.20	125.00
06/02/10	R MALONE	Review Order Authorizing and Approving the Stipulation between ASSC and Liberty Property Limited Partnership Extending the Time to Assume or Reject the Dresher Property Lease, entered by the Hon. Kevin J. Carey, May 26, 2010.	0.10	62.50
06/08/10	R MALONE	Review Order Authorizing Advanta to Assume Unexpired Lease on Non-Residential Real Property at Renaissance Office Park, entered by the Hon. Kevin J. Carey, U.S. Bankruptcy Court, District of Delaware, on June 4, 2010.	0.10	62.50
06/08/10	R MALONE	Review Declaration of Jay A. Dubow in support of Motion to Sell assets of Bizequity Corp.	0.20	125.00
06/14/10	R MALONE	Review Order Authorizing the sale of Assets of Bizequity Corp. entered by the Hon. Kevin J. Carey, United States Bankruptcy Court for the District of Delaware, on June 2, 2010.	0.10	62.50
<b>TOTAL B101</b>			<b>0.70</b>	<b>437.50</b>

			<u>Hours</u>	<u>Amount</u>
<b>TASK CODE</b>		<b>B103 Case Administration</b>		
06/02/10	R MALONE	Review Order Scheduling Omnibus Hearing Dates entered by the Hon. Kevin J. Carey, May 26, 2010.	0.10	62.50
06/04/10	R MALONE	Review Notice of Agenda of Matters Scheduled for Hearing on June 8, 2010 at 10:00 A.M.; telephone conference with HA Cohen regarding Agenda	0.10	62.50
06/04/10	HA COHEN	Telephone call with A. Singer Latham & Watkins, co- counsel concerning June 8 agenda.	0.20	99.00
06/08/10	R MALONE	Review Notice of Telephonic Only Status Conference on June 9, 2010 in the adversary matter of Advanta Bank Corp. v. Advanta Corp.prepare electronic correspondence to HA Cohen regarding same	0.10	62.50
06/08/10	R MALONE	Review Order Authorizing Sale of Delaware State Housing Authority Subordinated Mortgage Revenue Bonds entered by the Hon. Kevin J. Carey, United States Bankruptcy Court, District of Delaware, on June 4, 2010.	0.10	62.50
06/08/10	R MALONE	Review Order Further Extending Debtors' Exclusive Periods for Filing a Chapter 11 Plan entered by the Hon. Kevin J. Carey, United States Bankruptcy Court, District of Delaware, on June 4, 2010.	0.10	62.50
06/08/10	R MALONE	Review Order Authorizing the Rejection of Certain Unexpired Leases entered by the Hon. Kevin J. Carey, US Bankruptcy Court, District of Delaware on June 4, 2010. (.1); telephone conference with HA Cohen regarding outcome of Omnibus Hearing (.2)	0.30	187.50
06/08/10	HA COHEN	Prepare for (.9) and attend Advanta omnibus hearing (.8)	1.70	841.50
06/11/10	R MALONE	Prepare for and participate in weekly conference call of Creditors' Committee.	1.40	875.00
06/15/10	R MALONE	Prepare for and participate in weekly conference call of Creditors' Committee.	1.00	625.00



<b>TASK CODE</b>		<b>B103 Case Administration</b>	<u>Hours</u>	<u>Amount</u>
06/15/10	J ARGENTINA	Conference call with Creditors' Committee (.9) regarding possible FDIC settlement; prepare electronic correspondence to H. Cohen regarding possible FDIC settlement and call (.4).	1.30	396.50
06/16/10	R MALONE	Prepare for and participate in conference call of Creditors' Committee regarding update as to FDIC matters	0.40	250.00
06/17/10	R MALONE	Participate in conference call with Creditors' Committee regarding update on FDIC negotiations, etc. (.8)	0.80	500.00
06/25/10	R MALONE	Review materials from FTI in connection with conference call with Creditors' Committee (.4); prepare for and participate in weekly conference call with Creditors' Committee (1.3)	1.70	1,062.50
06/28/10	R MALONE	Review Notice of Service of Defendant's First Request For Production of Documents to the Federal Deposit Insurance Corporation, as Receiver of Advanta Bank Corp., and Advanta Bank Corp.	0.20	125.00
<b>TOTAL B103</b>			<b>9.50</b>	<b>5,274.50</b>

<b>TASK CODE</b>		<b>B104 Claims Administration &amp; Objections</b>	<u>Hours</u>	<u>Amount</u>
06/02/10	HA COHEN	Telephone call with B. Miller concerning claims settlement matter with claims trader.	0.20	99.00
06/08/10	R MALONE	Review of correspondence from Robert J. Lemons, Esq., Weil, Gotshal & Manges regarding Advanta Bank corp.'s prof of claim and pending motions being prosecuted by the Receiver in the adversary proceeding.	0.20	125.00

<b>TASK CODE</b>	<b>B104 Claims Administration &amp; Objections</b>	<u>Hours</u>	<u>Amount</u>
06/10/10 R MALONE	Review Certification of Counsel Regarding Motion to Extend the Time Within Which Proofs of Claim May Be Filed (.1); review Order Extending the Time Within Which Proofs of Claim May be Filed, entered by the Hon. Kevin J. Carey, United States Bankruptcy Court for the District of Delaware on June 7, 2010 (.1).	0.20	125.00
06/14/10 R MALONE	Review Certification of Counsel regarding Order Authorizing and Approving the Stipulation Resolving Motion of SHI International Inc. for allowance and immediate payment of an administrative expense claim.	0.20	125.00
06/16/10 J ARGENTINA	Review FTI settlement analysis	0.50	152.50
	<b>TOTAL B104</b>	<b>1.30</b>	<b>626.50</b>

<b>TASK CODE</b>	<b>B105 Employee Benefits/Pensions</b>	<u>Hours</u>	<u>Amount</u>
06/21/10 R MALONE	Review Certification of Counsel regarding Motion for Authority to Implement Postposition Severance Plan and Other Related Relief (.3 ); review Order Authorizing the Debtors to Implement Postpetition Severance Plan entered by the HOn. Kevin J. Carey, June 15, 2010 (.1 ).	0.40	250.00
	<b>TOTAL B105</b>	<b>0.40</b>	<b>250.00</b>

<b>TASK CODE</b>	<b>B106 Fee/Employment Applications</b>	<u>Hours</u>	<u>Amount</u>
06/01/10 HA COHEN	Review Fifth Monthly Application of FTI Consulting, Inc., Financial Advisor to the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses Incurred for the Period March 1, 2010 Through March 31, 2010.	0.60	297.00

<b>TASK CODE</b>	<b>B106 Fee/Employment Applications</b>	<u>Hours</u>	<u>Amount</u>
06/04/10 HA COHEN	Review Monthly Application for Compensation of Latham & Watkins LLP as Counsel to the Committee for the period April 1, 2010 to April 30, 2010.	0.90	445.50
06/07/10 HA COHEN	Review Monthly Application for Compensation of FTI Consulting, Inc., Financial Advisor to the Official Committee of Unsecured Creditors for the period April 1, 2010 to April 30, 2010.	0.80	396.00
06/08/10 R MALONE	Review Declaration of Renee Vara in support of Debtors' Motion authorizing the employment of Vara Global Fine Arts LLC as Art Consultant.	0.20	125.00
06/10/10 JL GORMAN	Draft certificate of no objection to 1st monthly fee application to Drinker and file with Court.	0.20	51.00
06/10/10 JL GORMAN	Draft certificate of no objection to 2nd monthly fee application of Drinker and file with Court.	0.20	51.00
06/10/10 JL GORMAN	Draft certificate of no objection to 3rd monthly fee application of Drinker and file with Court.	0.20	51.00
06/10/10 JL GORMAN	Draft certificate of no objection to 4th monthly fee application and file with Court.	0.20	51.00
06/14/10 R MALONE	Review Order Authorizing the Debtors to Employ Vara Global Fine Arts LLC as Art Consultant entered by the Hon. Kevin J. Carey, Chief United States Bankruptcy Judge, United States Bankruptcy Court for the District of Delaware.	0.10	62.50
06/14/10 R MALONE	Review Certification of Counsel regarding Order approving Motion Authorizing the Employment of Vara Global Fine Arts LLC as Art Consultant.	0.10	62.50
06/14/10 R MALONE	Review Fifth Monthly Fee Application of Alvarez & Marsal North America for the period April 1 through April 30, 2010.	0.30	187.50
06/17/10 R MALONE	Review Fifth Monthly Fee Application of Weil, Gotshal & Manges for the Period from April 1 through April 30, 2010.	0.30	187.50

<b>TASK CODE</b>	<b>B106 Fee/Employment Applications</b>	<u>Hours</u>	<u>Amount</u>
06/23/10 JL GORMAN	Draft certificate of no objection to April fee application (.2); file same with Court (.1).	0.30	76.50
06/25/10 HA COHEN	Review DBR fee application for May.	0.60	297.00
06/25/10 JL GORMAN	Revise May fee application (.5); finalize fee application and prepare for filing (.1); file and serve fee application (.2).	0.80	204.00
06/30/10 R MALONE	Review Sixth Monthly Fee Application of Richards, Layton & Finger for the period from May 1 to May 31, 2010 (.2); review Sixth Monthly Fee Application of KPMG for period from May 1 through May 31, 2010 (.2).	0.40	250.00
<b>TOTAL B106</b>		<b>6.20</b>	<b>2,795.00</b>

<b>TASK CODE</b>	<b>B107 Fee/Employment Objections</b>	<u>Hours</u>	<u>Amount</u>
06/04/10 HA COHEN	Review UST Objection to retention of art consultant.	0.40	198.00
<b>TOTAL B107</b>		<b>0.40</b>	<b>198.00</b>

<b>TASK CODE</b>	<b>B109 Litigation</b>	<u>Hours</u>	<u>Amount</u>
06/03/10 R MALONE	Review proposed submission by Creditors' Committee and information related to FDIC (1.2); confer with HA Cohen regarding same (.2)	1.40	875.00
06/03/10 HA COHEN	Telephone conference with A. Singer Latham & Watkins, co-counsel concerning mediation approaches utilized by the Court.	0.20	99.00
06/03/10 HA COHEN	Review letter submission on behalf of UCC with respect to FDIC litigation questions posed by Court.	2.80	1,386.00
06/03/10 HA COHEN	Reviewing FDIC and submissions in connection with FDIC litigation.	1.60	792.00

<b>TASK CODE</b>	<b>B109</b>	<b>Litigation</b>	<u>Hours</u>	<u>Amount</u>	
06/03/10	HA	COHEN	Draft form of committee intervention order with respect to FDIC adversary.	0.40	198.00
06/04/10	HA	COHEN	Review committee adversary intervention order (.3); Multiple emails with A. Singer re: same (.2); Draft certification re: same (.6).	1.10	544.50
06/09/10	HA	COHEN	Preparation for (.4) and attendance at hearing before Hon. K. Carey, U.S. Bankruptcy Court concerning severance ruling and FDIC litigation timetable (.8).	1.20	594.00
06/11/10	HA	COHEN	Participate in committee call to discuss preliminary settlement strategies in FDIC litigation (1.2); Review materials in connection with same (.4).	1.60	792.00
06/16/10	HA	COHEN	Telephone call with committee re: FDIC litigation update.	0.40	198.00
06/17/10	HA	COHEN	Participate in committee call regarding FDIC update.	0.80	396.00
06/25/10	HA	COHEN	Telephone call with official committee concerning FDIC update and plan related matters.	1.40	693.00
			<b>TOTAL B109</b>	<b>12.90</b>	<b>6,567.50</b>

<b>TASK CODE</b>	<b>B110</b>	<b>Plan and Disclosure Statement</b>	<u>Hours</u>	<u>Amount</u>	
06/24/10	R	MALONE	Conference call with R. Schwartz and C. Martin, Latham & Watkins, co-counsel and HA Cohen regarding Plan issues for consideration (.9); confer with HA Cohen regarding issues (.2)	1.10	687.50
06/24/10	HA	COHEN	Telephone call with co-counsel concerning subordination matters related to possible plan settlement.	0.90	445.50
06/24/10	J	ARGENTINA	Research post-petition subordination modifications in DE.	1.00	305.00
06/25/10	HA	COHEN	Review initial research concerning possible plan settlement matters.	0.90	445.50

<b>TASK CODE</b>	<b>B110 Plan and Disclosure Statement</b>	<u>Hours</u>	<u>Amount</u>
06/25/10 J ARGENTINA	Research post-petition subordination modifications in DE	3.00	915.00
06/28/10 J ARGENTINA	Research post-petition subordination modifications in DE.	3.00	915.00
06/29/10 J ARGENTINA	Research post-petition subordination modifications in DE.	4.50	1,372.50
06/30/10 J ARGENTINA	Research post-petition subordination modifications in DE.	5.30	1,616.50
<b>TOTAL B110</b>		<b>19.70</b>	<b>6,702.50</b>

<b>TASK CODE</b>	<b>B111 Relief from Stay Proceedings</b>	<u>Hours</u>	<u>Amount</u>
06/02/10 R MALONE	Review Preliminary Objection to Motion of the Federal Deposit Insurance Corp. as Receiver of Advanta Bank Corp., Seeking a Declaration that the Automatic Stay does not apply or, in the alternative, an Order Granting Relief From the Automatic Stay in the adversary proceeding Advanta Bank Corp. v. Advanta Corp.	0.60	375.00
<b>TOTAL B111</b>		<b>0.60</b>	<b>375.00</b>

CURRENT FEES \$23,226.50

**TIME AND FEE SUMMARY**

<b>TIMEKEEPER</b>	<b>TITLE</b>	<b>RATE</b>	<b>HOURS</b>	<b>FEES</b>
R MALONE	PARTNER	\$625.00	12.50	\$7,812.50
HA COHEN	PARTNER	\$495.00	18.70	\$9,256.50
J ARGENTINA	ASSOCIATE	\$305.00	18.60	\$5,673.00
JL GORMAN	PARALEGAL	\$255.00	1.90	\$484.50
<b>TOTALS</b>			<b>51.70</b>	<b>\$23,226.50</b>

**EXPENSES AND CHARGES**  
(204839)

05/28/10	Non-Atty OT Employee: Kinslow,Amy S. Hours: 2.00 On: 05/28/2010	78.00
	TOTAL:	78.00
06/16/10	Postage COHEN 6/7	4.68
06/16/10	Postage KINSLOW 6/4	6.21
	TOTAL:	10.89
06/01/10	Duplicating User Diane Meaney made 10 copies on 06/01/2010 at 11:04 hrs	1.00
06/02/10	Duplicating User Diane Meaney made 91 copies on 06/02/2010 at 09:53 hrs	9.10
06/04/10	Duplicating User Amy S Kinslow made 211 copies on 06/04/2010 at 10:21 hrs	21.10
06/04/10	Duplicating User Diane Meaney made 13 copies on 06/04/2010 at 14:20 hrs	1.30
06/07/10	Duplicating User Amy S Kinslow made 121 copies on 06/07/2010 at 14:42 hrs	12.10
06/08/10	Duplicating User Diane Meaney made 32 copies on 06/08/2010 at 09:37 hrs	3.20
06/10/10	Duplicating User Diane Meaney made 5 copies on 06/10/2010 at 10:23 hrs	0.50
06/21/10	Duplicating User Diane Meaney made 24 copies on 06/21/2010 at 11:33 hrs	2.40
06/25/10	Duplicating User Jane L. Gorman made 260 copies on 06/25/2010 at 14:49 hrs	26.00
	TOTAL:	76.70
06/24/10	Computer Assisted Research (Lexis) SERVICE: -, QTY: 0, USER : ARGENTINA, JOSEPH	31.73
06/25/10	Computer Assisted Research (Lexis) SERVICE: -, QTY: 0, USER : ARGENTINA, JOSEPH	35.23
06/28/10	Computer Assisted Research (Lexis) SERVICE: -, QTY: 0, USER : ARGENTINA, JOSEPH	82.09
06/29/10	Computer Assisted Research (Lexis) SERVICE: -, QTY: 0, USER : ARGENTINA, JOSEPH	182.50
06/30/10	Computer Assisted Research (Lexis) SERVICE: -, QTY: 0, USER : ARGENTINA, JOSEPH	45.87
	TOTAL:	377.42

06/14/10	Express Delivery Services - Parcels, Inc. Deliver,Office Of The US Trustee,844 N King St,Wilmington DE	5.00
06/14/10	Express Delivery Services - Parcels, Inc. Delivery,Richards Layton & Finger,920 N King St,Wilmington DE	5.00
06/24/10	Express Delivery Services - Parcels, Inc. Delivery,US District Court,844 N King St,Wilmington DE	40.00
06/24/10	Express Delivery Services - Parcels, Inc. Delivery,US District Court,844 N King St,Wilmington DE	7.50
06/24/10	Express Delivery Services - Parcels, Inc. Delivery,Multiple Inner City Deliveries,Wilmington DE	10.00
	TOTAL:	67.50

06/01/10	Pacer Searches	3.12
06/03/10	Pacer Searches	2.40
06/07/10	Pacer Searches	15.28
06/08/10	Pacer Searches	5.20
06/09/10	Pacer Searches	1.20
06/25/10	Pacer Searches	4.80
06/30/10	Pacer Searches	13.68
	TOTAL:	45.68

CURRENT EXPENSES AND CHARGES	\$ 656.19
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TOTAL THIS INVOICE	\$ 23,882.69
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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 partner 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 Seventh Monthly Application for allowance of compensation for services rendered and for reimbursement of expenses for the period of June 1, 2010 through June 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 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: July 27, 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 27<sup>th</sup> day of July 2010, I caused a true and correct copy of the *Seventh 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 June 1, 2010 Through June 30, 2010* to be served upon the following parties in the manner indicated:

***Hand Delivery***

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

***Hand Delivery***

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

***First Class Mail***

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

***First Class Mail***

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

***First Class Mail***

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

Dated: July 27, 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*