

**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: Sept. 21, 2010 at 4:00 p.m.  
Hearing Date: Only if objections are filed**

**EIGHTH 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 JULY 1, 2010 THROUGH JULY 31, 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: July 1, 2010 through July 31, 2010

Amount of Compensation sought as actual,  
reasonable, and necessary: \$17,856.00 (80% of \$22,320.00)

Amount of Expense Reimbursement sought  
as actual, reasonable, and necessary: \$398.11

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/Paid</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
07/27/2010	06/01/2010 – 06/30/2010	\$23,226.50	\$656.19	N/A	N/A
	<b>TOTAL</b>	<b>\$121,285.50</b>	<b>\$1410.11</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>
Andrew C. Kassner	Partner; Admitted to NY bar since 1984; PA bar since 1985; and DE bar since 2004	\$635	.2	\$127.00
Robert K. Malone	Partner; Admitted to NJ bar since 1984	\$625	18.3	\$11,437.50
Howard A. Cohen	Partner; Admitted to DE bar since 2001	\$495	16.4	\$8,118.00
David P. Primack	Associate; Admitted to PA bar since 2002; DE bar since 2003	\$435	.9	\$391.50
Joseph N. Argentina, Jr.	Associate; Admitted to PA bar since 2009	\$305	4.8	\$1,464.00
Brian Patrick Morgan	Associate; Admitted to NJ bar since 2008; NY bar since 2009	\$305	1.2	\$366.00
Amy S. Kinslow	Paralegal	\$130	3.2	\$416.00
<b>TOTAL</b>			<b>45</b>	<b>\$22,320.00</b>
<b>BLENDED RATE</b>				<b>496</b>

**COMPENSATION BY PROJECT CATEGORY**  
**JULY 1, 2010 THROUGH JULY 31, 2010**

Project Category	Total Hours	Total Fees
B101 Asset Disposition	0	0
B103 Case Administration	4.2	\$2,476.00
B104 Claims Administration & Objections	.7	\$385.50
B105 Employee Benefits/Pensions	0	0
B106 Fee/Employment Applications	19.6	\$9,240.00
B107 Fee/Employment Objections	0	0
B108 Financing	.3	\$148.50
B109 Litigation	11.8	\$6,668.00
B110 Plan and Disclosure Statement	3.6	\$1,938.00
B111 Relief from Stay Proceedings	0	0
B114 Other	4.8	\$1,464.00
<b>TOTAL</b>	<b>45</b>	<b>\$22,320.00</b>

**EXPENSE SUMMARY**  
**JULY 1, 2010 THROUGH JULY 31, 2010**

Expense Category	Total Expenses
Computer Assisted Research (Lexis)	\$39.45
Court Call Services	\$171.00
Duplicating	\$67.20
Express Delivery Services (Parcels)	\$22.50
Filing Fees	\$50.00
Pacer Searches	\$28.08
Postage	\$10.38
Telecommunication Services	\$9.50
<b>TOTAL</b>	<b>\$398.11</b>

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

**EIGHTH 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 JULY 1, 2010 THROUGH JULY 31, 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 Eighth 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 July 1, 2010 through July 31, 2010 (the “Application”). By this Application, Drinker seeks a monthly allowance pursuant to the Interim Compensation Order with respect to the sums of \$22,320.00 as compensation and \$398.11 for reimbursement of actual and necessary expenses for a total of \$22,718.11 for the period commencing July 1, 2010 through and including July 31, 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 \$22,320.00, representing 45 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 \$398.11.

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 **seven (7)** descriptive billing categories), the dates and descriptions of the services rendered, and the identity of the attorneys and other professionals who provided such services on behalf of the Committee during the Compensation Period. Certain of these narratives in the Billing Detail 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 \$398.11 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 \$22,320.00 for necessary professional services rendered and reimbursement of expenses in the amount of \$398.11, (ii) authorize the Debtor to remit to Drinker, in accordance with the Interim Compensation Order, \$17,856.00 (80% of \$22,320.00) for necessary professional services rendered and \$398.11 for the reimbursement of expenses and (iii) grant such other and further relief as may be just and proper.

Dated: August 31, 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  
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ADVANTA CORP, *et al.*,<sup>1</sup> ) Case No. 09-13931 (KJC)  
 )  
Debtors. ) (Jointly Administered)

**Objection Deadline: Sept. 21, 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 *Eighth 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 July 1, 2010 Through July 31, 2010* (the “Application”), which seeks approval of Drinker’s request for compensation for the professional services rendered in the amount of \$22,320.00 and reimbursement for the expenses it incurred in the amount of \$398.11 during the period from July 1, 2010 Through July 31, 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 **Sept. 21, 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 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: August 31, 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**

08/30/2010

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

Invoice No. 14371918

For services through 31 JULY 2010 as follows:

<u>Our File</u>	<u>Matter Name</u>	<u>Amount</u>
446173	Advanta Corp., Chapter 11	
	Current Fees	22,320.00
	Expenses and Charges	<u>398.11</u>
	Total Amount Due This Invoice Per Attached Detail	<u>\$ 22,718.11</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
07/21/10	14359850	\$23,882.69	\$0.00	\$23,882.69

PRIOR BALANCE DUE \$ 63,949.93TOTAL BALANCE DUE \$ 86,668.04

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:** 204839/14371918

**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: 14371918  
 Invoice Date: 08/30/2010  
 Client Number: 204839  
 Matter Number: 446173  
 Page: 1

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

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 JULY 2010

TASK CODE	B103 Case Administration	<u>Hours</u>	<u>Amount</u>
07/01/10 R MALONE	Review Notice of Agenda of Matters Scheduled for Hearing on July 6, 2010(.1); confer with HA Cohen regarding Agenda and miscl. matters week of 7/6. (.1)	0.20	125.00
07/02/10 R MALONE	Prepare for and participate in conference call of Creditors' Committee (.6); review and respond to electronic correspondences from A. Singer, Latham & Watkins (.2).	0.80	500.00
07/06/10 R MALONE	Review Certification of Counsel Regarding Expedited Discovery and Evidentiary Hearing Scheduling Order (.1); confer with H.A. Cohen regarding update (.1).	0.20	125.00
07/13/10 R MALONE	Prepare for and participate in Committee conference call.	0.50	312.50
07/13/10 R MALONE	Review Certification of Counsel regarding Order Approving Stipulation between ASSC and Liberty Property Limited Partnership (.1); 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 Hon. Kevin J. Carey, July 8, 2010 (.1).	0.20	125.00
07/15/10 AC KASSNER	Review CM Retention Application.	0.20	127.00
07/15/10 R MALONE	Prepare for and participate in Committee conference call regarding FDIC negotiation.	0.60	375.00

<b>TASK CODE</b>		<b>B103 Case Administration</b>	<u>Hours</u>	<u>Amount</u>
07/16/10	R MALONE	Review Expedited Discovery and Evidentiary Hearing Scheduling Order in Advanta Bank Corp. v. Advanta Corp.	0.20	125.00
07/19/10	HA COHEN	Telephone call with J. Klaus (noteholder) re: case update.	0.40	198.00
07/20/10	R MALONE	Review Certification of Counsel Regarding Protective Order Governing the Production of Confidential Materials (.1); review Protective Order Governing the Production of Confidential Materials, entered by the Hon. Kevin J. Carey, July 15, 2010 (.1) telephone conference with A. Kerslon regarding filing (.1).	0.30	187.50
07/20/10	AS KINSLOW	Prepare pro hac vice motion for J. Casey (.1); electronically file same (.1).	0.20	26.00
07/30/10	R MALONE	Prepare for and participate in telephonic status conference on adversary proceeding with Hon. K. Carey, US Bankruptcy Court in FDIC matter (.4)	0.40	250.00
<b>TOTAL B103</b>			<b>4.20</b>	<b>2,476.00</b>

<b>TASK CODE</b>		<b>B104 Claims Administration &amp; Objections</b>	<u>Hours</u>	<u>Amount</u>
07/06/10	R MALONE	Review Notice of Debtors' First Omnibus Objection to Stock Ownership Claims (Non-Substantive) and Debtors' First Omnibus Objection to Stock Ownership Claims (Non-Substantive) (.3).	0.30	187.50
07/27/10	HA COHEN	Telephone call with L. Matthews (noteholder) re: claim status and case status.	0.40	198.00
<b>TOTAL B104</b>			<b>0.70</b>	<b>385.50</b>

<b>TASK CODE</b>		<b>B106 Fee/Employment Applications</b>	<u>Hours</u>	<u>Amount</u>
07/01/10	HA COHEN	Telephone call with A. Singer concerning matters pertaining to retention of insurance expert.	0.40	198.00



<b>TASK CODE</b>	<b>B106 Fee/Employment Applications</b>	<u>Hours</u>	<u>Amount</u>
07/01/10 AS KINSLOW	Review docket for objections regarding FTI's sixth monthly fee app (.1); prepare certificate of no objection regarding same (.1); electronically file certificate of no objection (.1).	0.30	39.00
07/02/10 HA COHEN	Review FTI May fee application.	1.10	544.50
07/02/10 HA COHEN	Review Latham Seventh Monthly Fee Application.	1.10	544.50
07/02/10 AS KINSLOW	Prepare notice and certificate of service regarding FTI's seventh monthly fee application (.2); electronically file FTI's seventh monthly (.1); cause service of same (.3)	0.60	78.00
07/02/10 AS KINSLOW	Prepare notice and certificate of service regarding Latham & Watkin's seventh monthly fee application (.2); electronically file Latham & Watkin's seventh monthly (.1); cause service of same (.3)	0.60	78.00
07/06/10 R MALONE	Review and revise pleadings and proposed form of Order for retention of Carl Harris as Insurance Consultant to Creditors' Committee (1.3); review and respond to various electronic correspondences from R. Schwartz and A. Singer, Latham & Watkins regarding issues and proposed revisions (.4).	1.70	1,062.50
07/07/10 R MALONE	Telephone conference with R. Schwartz, Latham & Watkins regarding retention of Carl Harris as Insurance Consultant (.4); prepare electronic correspondence to R. Schwartz and A. Singer, Latham & Watkins regarding additional issues to be considered (.5); conferences with B. Morgan regarding research of additional cases on nunc pro tunc (.3); review electronic correspondence from B. Morgan regarding recent cases (.3)	1.50	937.50
07/07/10 BP MORGAN	Conference with R. Malone regarding nunc pro tunc approval of employment under section 327 of the Bankruptcy Code.	0.20	61.00

<b>TASK CODE</b>	<b>B106 Fee/Employment Applications</b>	<u>Hours</u>	<u>Amount</u>
07/07/10 BP MORGAN	Research recent Delaware case law regarding nunc pro tunc approval of employment under section 327 of the Bankruptcy Code.	1.00	305.00
07/08/10 R MALONE	Telephone conference with D. Primack regarding retention of consultant (.2); conference call with D. Klauder, Office of US Trustee regarding conference call issues for 7/9 call (.3); prepare electronic correspondence to R. Schwartz, Latham & Watkins regarding call and issues on 7/9 (.2).	0.70	437.50
07/08/10 DP PRIMACK	Call with US Trustee and R. Malone re: retention of insurance consultant.	0.30	130.50
07/08/10 DP PRIMACK	Review of docket re: US Trustee objections to retention applications	0.30	130.50
07/09/10 R MALONE	Conference call with D. Klauder, Office of the US Trustee and R. Schwartz, Latham & Watkins regarding retention issues for consultant (.3).	0.30	187.50
07/09/10 R MALONE	Review Sixth Monthly Fee Application of Weil, Gotshal & Manges.	0.20	125.00
07/15/10 R MALONE	Review and revise proposed pleadings for retention of Carl Harris as Insurance Consultant to Creditors' Committee (1.3); review and respond to various electronic correspondences from R. Schwartz and A. Singer, Latham & Watkins regarding issues and revisions (.4); prepare electronic correspondence to R. Schwartz, Latham & Watkins regarding issues addressed and remaining issues (.4).	2.10	1,312.50
07/19/10 HA COHEN	Review services agreement (.4) and call with A. Singer re: same (.2).	0.60	297.00
07/21/10 HA COHEN	Revising ISC application.	1.90	940.50
07/23/10 R MALONE	Review Sixth Monthly Fee Statement of Alvarez & Marsal North America, LLC Financial Advisors to the Debtors, for the period May 1 through May 31, 2010. (.2)	0.20	125.00
07/23/10 HA COHEN	Revising ISC retention documents.	1.20	594.00

			<u>Hours</u>	<u>Amount</u>
<b>TASK CODE</b>		<b>B106 Fee/Employment Applications</b>		
07/26/10	HA COHEN	Finalize ISC retention application.	0.80	396.00
07/26/10	AS KINSLOW	Review docket for objections regarding Latham & Watkin's seventh monthly fee app (.1); prepare certificate of no objection regarding same (.1); electronically file certificate of no objection (.1).	0.30	39.00
07/26/10	AS KINSLOW	Review docket for objections regarding FTI's seventh monthly fee app (.1); prepare certificate of no objection regarding same (.1); electronically file certificate of no objection (.1).	0.30	39.00
07/27/10	HA COHEN	Review seventh monthly fee application for DBR.	0.80	396.00
07/27/10	AS KINSLOW	Prepare notice regarding Insurance Strategies Consulting retention application (.1); prepare certificate of service regarding same (.1); electronically file Insurance Strategies retention application (.1); cause service of same (.2).	0.50	65.00
07/27/10	AS KINSLOW	Electronically file DBR's seventh monthly fee application (.1); cause service of same (.3).	0.40	52.00
07/29/10	R MALONE	Review Application for Authorization to Retain Christie's Inc. and Motion to Approve Sale of Artwork from Zachary L. Shapiro, Richards, Layton & Finger and Weil, Gotshal & Manges LLP, attorneys for Debtors and Debtors in Possession.	0.10	62.50
07/29/10	R MALONE	Review Seventh Monthly Fee Application of Richards, Layton & Finger, P.A. for the period from June 1 through June 30, 2010.	0.10	62.50
<b>TOTAL B106</b>			<b>19.60</b>	<b>9,240.00</b>
			<u>Hours</u>	<u>Amount</u>
<b>TASK CODE</b>		<b>B108 Financing</b>		
07/22/10	HA COHEN	Multiple calls with A. Singer concerning FDIC discovery scheduling matters.	0.30	148.50
<b>TOTAL B108</b>			<b>0.30</b>	<b>148.50</b>

<b>TASK CODE</b>		<b>B109 Litigation</b>	<u>Hours</u>	<u>Amount</u>
07/02/10	HA COHEN	Attend committee call re: FDIC litigation update and discovery related matters.	0.40	198.00
07/12/10	HA COHEN	Review draft protective order in connection with ABC litigation.	1.20	594.00
07/13/10	DP PRIMACK	Review of protective order and edits thereto.	0.30	130.50
07/26/10	R MALONE	Review Notice of Service of Defendant Advanta Corp.'s List of Fact Witnesses which the Defendant Intends to Call During the evidentiary hearing (.1); confer with HA Cohen regarding FDIC matter (.1)	0.20	125.00
07/26/10	HA COHEN	Telephone call with A. Singer concerning status of intervention order.	0.10	49.50
07/29/10	HA COHEN	Telephone call with A. Singer and co-counsel re: telephonic hearing on FDIC matters.	0.40	198.00
07/29/10	HA COHEN	Coordinating logisites for advanta depositions.	0.90	445.50
07/30/10	R MALONE	Attend deposition of Donald Albert, Tax Manager for Advanta (6.0); conference call with R. Malionk and R. Schwartz, Latham & Watkins regarding outcome of deposition (.3)	6.30	3,937.50
07/30/10	HA COHEN	Attend telephonic hearing concerning FDIC litigation matters.	0.30	148.50
07/30/10	HA COHEN	Multiple emails with A. Singer concerning form of pre-trial brief.	0.30	148.50
07/30/10	HA COHEN	Review draft pre-trial brief.	1.10	544.50
07/31/10	HA COHEN	Multiple emails with co-counsel concerning form of pre-trial brief for J. Carey.	0.30	148.50
<b>TOTAL B109</b>			<b>11.80</b>	<b>6,668.00</b>
<b>TASK CODE</b>		<b>B110 Plan and Disclosure Statement</b>	<u>Hours</u>	<u>Amount</u>
07/02/10	R MALONE	Review memorandum regarding post-petition lock up agreements and voluntary subordination clauses (1.1); confer with HA Cohen regarding same (.1)	1.20	750.00

<b>TASK CODE</b>	<b>B110 Plan and Disclosure Statement</b>	<u>Hours</u>	<u>Amount</u>
07/02/10 HA COHEN	Review memorandum and research concerning post-petition lockup agreements and related subordination matters.	2.40	1,188.00
<b>TOTAL B110</b>		<b>3.60</b>	<b>1,938.00</b>

<b>TASK CODE</b>	<b>B114 Other</b>	<u>Hours</u>	<u>Amount</u>
07/01/10 J ARGENTINA	Research post-petition subordination modifications in DE	4.80	1,464.00
<b>TOTAL B114</b>		<b>4.80</b>	<b>1,464.00</b>

CURRENT FEES \$22,320.00

**TIME AND FEE SUMMARY**

<b>TIMEKEEPER</b>	<b>TITLE</b>	<b>RATE</b>	<b>HOURS</b>	<b>FEES</b>
AC KASSNER	PARTNER	\$635.00	0.20	\$127.00
R MALONE	PARTNER	\$625.00	18.30	\$11,437.50
HA COHEN	PARTNER	\$495.00	16.40	\$8,118.00
DP PRIMACK	ASSOCIATE	\$435.00	0.90	\$391.50
J ARGENTINA	ASSOCIATE	\$305.00	4.80	\$1,464.00
BP MORGAN	ASSOCIATE	\$305.00	1.20	\$366.00
AS KINSLOW	STAFF TIMEKEEP	\$130.00	3.20	\$416.00
<b>TOTALS</b>			<b>45.00</b>	<b>\$22,320.00</b>

**EXPENSES AND CHARGES**

07/13/10	Postage KINSLOW 7/2	4.17
07/13/10	Postage KINSLOW 7/6	6.21
TOTAL:		10.38
07/31/10	CourtCall Service - MASTERCARD 5/26/10 Court Call US Bankruptcy Court, Delaware CCID # 3540058	37.00

07/31/10	CourtCall Service - MASTERCARD 5/26/10 Court Call US Bankruptcy Court, Delaware CCID # 3540019	37.00
07/31/10	CourtCall Service - MASTERCARD 6/9/10 Court Call US Bankruptcy Court, Delaware CCID # 3561588	37.00
07/31/10	CourtCall Service - MASTERCARD 6/9/10 Court Call US Bankruptcy Court, Delaware CCID # 3561594	30.00
07/31/10	CourtCall Service - MASTERCARD 6/9/10 Court Call US Bankruptcy Court, Delaware CCID # 3561583	30.00
	TOTAL:	171.00

07/02/10	Duplicating User Amy S Kinslow made 100 copies on 07/02/2010 at 11:31 hrs	10.00
07/06/10	Duplicating User Amy S Kinslow made 220 copies on 07/06/2010 at 11:37 hrs	22.00
07/06/10	Duplicating User Diane Meaney made 48 copies on 07/06/2010 at 14:01 hrs	4.80
07/13/10	Duplicating User Diane Meaney made 20 copies on 07/13/2010 at 11:09 hrs	2.00
07/16/10	Duplicating User Diane Meaney made 4 copies on 07/16/2010 at 10:35 hrs	0.40
07/20/10	Duplicating User Diane Meaney made 48 copies on 07/20/2010 at 10:25 hrs	4.80
07/26/10	Duplicating User Diane Meaney made 4 copies on 07/26/2010 at 13:59 hrs	0.40
07/27/10	Duplicating User Amy S Kinslow made 162 copies on 07/27/2010 at 15:28 hrs	16.20
07/28/10	Duplicating User Diane Meaney made 44 copies on 07/28/2010 at 14:16 hrs	4.40
07/28/10	Duplicating User Diane Meaney made 22 copies on 07/28/2010 at 14:32 hrs	2.20
	TOTAL:	67.20

07/30/10	Telecommunication Services User Conf Rm 21D called 1442072021206 on 07/30/2010 at 09:22 hrs (for 37:54)	9.50
	TOTAL:	9.50

07/01/10	Computer Assisted Research (Lexis) SERVICE: -, QTY: 0, USER : ARGENTINA, JOSEPH	39.45
	TOTAL:	39.45

07/23/10	Express Delivery Services - Parcels, Inc. Delivery, Richards Layton & Finger, 920 N King St, Wilmington DE	7.50
07/23/10	Express Delivery Services - Parcels, Inc. Delivery, Office Of The US Trustee, 44 N King St, Wilmington	7.50
07/24/10	Express Delivery Services - Parcels, Inc. Delivery, Office Of The US Trustee, 844 N King St, Wilmington DE	7.50
	TOTAL:	22.50
07/21/10	Filing Fees - CLERK, U.S. DISTRICT COURT Filing Fee (\$25.00 Each) For Pro Hac Vice Motions For R Malioneck And J Casey/H Cohen	50.00
	TOTAL:	50.00
07/01/10	Pacer Searches	17.68
07/08/10	Pacer Searches	1.76
07/20/10	Pacer Searches	6.24
07/26/10	Pacer Searches	0.80
07/27/10	Pacer Searches	1.60
	TOTAL:	28.08

CURRENT EXPENSES AND CHARGES	\$	398.11
TOTAL THIS INVOICE	\$	22,718.11

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, *et al.*, ) 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 Eighth Monthly Application for allowance of compensation for services rendered and for reimbursement of expenses for the period of July 1, 2010 through July 31, 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: August 31, 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 31<sup>st</sup> day of August 2010, I caused a true and correct copy of the *Eighth 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 July 1, 2010 Through July 31, 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: August 31, 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*