

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

	X	
	:	
<i>In re</i>	:	Chapter 11
	:	
ADVANTA CORP., <i>et al.</i> ,	:	Case No. 09-13931 (KJC)
	:	
Debtors. ¹	:	(Jointly Administered)
	:	
	:	Objection Deadline: 11/18/10 at 4:00 p.m. (EST)
	X	

**TENTH MONTHLY APPLICATION OF RICHARDS, LAYTON & FINGER, P.A.
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND
FOR REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE
DEBTORS AND DEBTORS-IN-POSSESSION FOR THE PERIOD
FROM SEPTEMBER 1, 2010 THROUGH SEPTEMBER 30, 2010**

Name of Applicant:	<u>Richards, Layton & Finger, P.A.</u>
Authorized to Provide Professional Services to:	<u>the above-captioned debtors and debtors-in-possession</u>
Date of Retention:	<u>December 3, 2009, <i>nunc pro tunc</i> to November 8, 2009</u>
Period for which compensation and reimbursement are sought:	<u>September 1, 2010 through September 30, 2010</u>
Amount of Compensation sought as actual, reasonable, and necessary:	<u>\$20,795.60 (80% of \$25,994.50)</u>
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	<u>\$295.45</u>
This is a(n): <u> X </u> monthly <u> </u> interim <u> </u> final application	

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

Prior Applications Filed:

Date Filed	Period Covered	Fees	Expenses
1/28/10	11/8/09 - 12/31/09	\$97,773.00	\$11,758.14
2/25/10	1/1/10 - 1/31/10	\$22,001.00	\$217.44
3/30/10	2/1/10 - 2/28/10	\$31,485.00	\$1,326.03
4/27/10	3/1/10 - 3/31/10	\$43,138.00	\$2,208.74
5/26/10	4/1/10 - 4/30/10	\$43,325.50	\$866.90
6/29/10	5/1/10 - 5/31/10	\$51,426.50	\$1,647.24
7/27/10	6/1/10 - 6/30/10	\$40,515.50	\$1,674.66
8/23/10	7/1/10 - 7/31/10	\$59,455.00	\$1,408.00
9/29/10	8/1/10 - 8/31/10	\$77,448.50	\$12,540.08

COMPENSATION BY PROFESSIONAL
SEPTEMBER 1, 2010 THROUGH SEPTEMBER 30, 2010

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Paul N. Heath	Joined firm as associate in 1999. Director in 2007. Member of DE Bar since 1998.	\$525	12.1	\$6,352.50
Jason M. Madron	Joined firm as associate in 2003. Member of DE Bar since 2003.	\$390	0.1	\$39.00
Chun I. Jang	Joined firm as associate in 2005. Member of DE Bar since 2006.	\$340	5.9	\$2,006.00
Lee E. Kaufman	Joined firm as associate in 2006. Member of DE Bar since 2006.	\$315	0.4	\$126.00
Zachary I. Shapiro	Joined firm as associate in 2007. Member of DE Bar since 2008.	\$290	34.9	\$10,121.00
Marisa Terranova	Joined firm as associate in 2009. Member of NJ Bar since 2008. Member of DE Bar since 2009.	\$255	0.8	\$204.00
Andrew C. Irgens	Joined firm as associate in 2008. Member of DE Bar since 2009.	\$255	0.3	\$76.50
Tyler Semmelman	Joined firm as associate in 2009. Member of DE Bar since 2009.	\$240	1.3	\$312.00
Julie A. Finocchiaro	Joined firm as associate in 2009. Member of DE Bar since 2009.	\$240	0.2	\$48.00
Jamie E. Schairer	Paralegal since 2009. Joined firm in 2009.	\$195	27.7	\$5,401.50

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Ann Jerominski	Paralegal since 1991. Joined firm in 2000.	\$195	1.9	\$370.50
Janel Gates	Paralegal since 2007. Joined firm in 2007.	\$195	1.6	\$312.00
Marisa C. DeCarli	Paralegal since 2009. Joined firm in 2009.	\$195	1.1	\$214.50
Robyn K. Sinclair	Paralegal since 2010. Joined firm in 2010.	\$195	1.0	\$195.00
Cathy M. Greer	Paralegal since 1995. Joined firm in 2000.	\$195	0.5	\$97.50
Barbara J. Witters	Paralegal since 2000. Joined firm in 2000.	\$195	0.3	\$58.50
Amy B. Anderson	Case Management Assistant.	\$100	0.5	\$50.00
Brenda D. Tobin	Case Management Assistant.	\$100	0.1	\$10.00
TOTAL			90.7	\$25,994.50

Grand Total	\$25,994.50
Attorney Compensation	\$19,285.00
Total Attorney Hours	56.0
Blended Rate	\$344.38

Dated: October 29, 2010
Wilmington, Delaware

COMPENSATION BY PROJECT CATEGORY
SEPTEMBER 1, 2010 THROUGH SEPTEMBER 30, 2010

Project Category	Total Hours	Total Fees
Case Administration (A)	2.9	\$738.50
Creditor Inquiries (B)	0.6	\$164.00
Meetings (C)	0.0	\$0.00
Executory Contracts/Unexpired Leases (D)	6.4	\$1,788.50
Automatic Stay/Adequate Protection (E)	3.0	\$822.00
Plan of Re-Organization/Disclosure Statement (F)	13.1	\$4,489.50
Use, Sale, Lease of Assets (G)	11.1	\$3,127.00
Cash Collateral/DIP Financing (H)	0.0	\$0.00
Claims Administration (I)	1.6	\$349.00
Court Hearings (J)	14.1	\$3,761.00
General Corporate/Real Estate (K)	0.0	\$0.00
Schedules/SOFA/U.S. Trustee Reports (L)	2.0	\$557.50
Employee Issues (M)	0.0	\$0.00
Environmental (N)	0.0	\$0.00
Tax Issues (O)	0.0	\$0.00
Litigation/Adversary Proceedings (P)	5.5	\$1,447.50
RL&F Retention (Q-1)	0.0	\$0.00
Retention of Others (Q-2)	6.4	\$2,942.50
RL&F Fee Applications (R-1)	6.2	\$1,398.00
Fee Applications of Others (R-2)	17.8	\$4,409.50
Vendor/Supplies (S)	0.0	\$0.00
Non-Working Travel (T)	0.0	\$0.00
Utilities (U)	0.0	\$0.00
Insurance (V)	0.0	\$0.00
TOTAL	90.7	\$25,994.50

EXPENSE SUMMARY
SEPTEMBER 1, 2010 THROUGH SEPTEMBER 30, 2010

Expense Category	Service Provider (if applicable)	Total Expenses
Facsimile		\$0.00
Long Distance Telephone		\$66.72
In-House Reproduction (Duplication/Printing)	Copies - 218 @ \$.10/pg. Printing - 706 @ \$.10/pg.	\$92.40
Outside Reproduction		\$0.00
Legal Research		\$0.00
Filing/Court Fees		\$0.00
Court Reporting		\$0.00
Travel Expenses		\$0.00
Inside Courier & Expense Carriers		\$0.00
Outside Courier & Expense Carriers	Blue Marble, Fed Ex	\$48.30
Postage		\$0.00
Binding		\$0.00
Business Meals	<i>See attached chart</i>	\$27.63
Document Retrieval	Pacer	\$60.40
Record Retrieval		\$0.00
Room Rental		\$0.00
Professional Services		\$0.00
Overtime		\$0.00
TOTAL		\$295.45

BUSINESS MEAL DETAIL				
Date Posted	Provider	Meal & # of people	Description	Amount
9/3/10	Pizza By Elizabeth's	Dinner for 1	Efile and serve third motion to extend exclusivity, motion to dissolve non-debtor affiliate and motion to shorten notice re: motion to dissolve non-debtor affiliate.	\$9.84
9/29/10	Grotto's Pizza	Dinner for 1	Efile and serve two fee applications, a motion and a motion to seal.	\$17.79
TOTAL				\$27.63

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FOR THE DISTRICT OF DELAWARE**

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<i>In re</i>	:	Chapter 11
	:	
ADVANTA CORP., <i>et al.</i> ,	:	Case No. 09-13931 (KJC)
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Debtors. ¹	:	(Jointly Administered)
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**TENTH MONTHLY APPLICATION OF RICHARDS, LAYTON & FINGER, P.A.
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND
FOR REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE
DEBTORS AND DEBTORS-IN-POSSESSION FOR THE PERIOD
FROM SEPTEMBER 1, 2010 THROUGH SEPTEMBER 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 the *Order Pursuant to Sections 330 and 331 of the Bankruptcy Code and Bankruptcy Rule 2016 Implementing Certain Procedures for the Interim Compensation and Reimbursement of Professionals* [Docket No. 102] (the “Administrative Order”), Richards, Layton & Finger, P.A. (“RL&F”) hereby files this Tenth Monthly Application for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors-in-Possession for the Period from September 1, 2010 through September 30, 2010 (the “Application”). By this Application, RL&F seeks a monthly allowance pursuant to the Administrative Order with respect to the sums of \$25,994.50 as compensation and \$295.45

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

for reimbursement of actual and necessary expenses for a total of \$26,289.95 for the period September 1, 2010 through and including September 30, 2010 (the “Compensation Period”). In support of this Application, RL&F respectfully represents as follows:

Background

1. On November 8, 2009 (the “First Filed Date”), the majority of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. On November 20, 2009 (together with the First Filed Date, the “Petition Date”), the remainder of the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

2. RL&F was retained effective as of the Petition Date by this Court’s Order dated December 3, 2009 (the “Retention Order”). The Retention Order authorized RL&F to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

Compensation Paid and Its Source

3. All services for which compensation is requested by RL&F were performed for or on behalf of the Debtors.

4. Except to the extent of the retainer paid to RL&F as described in the application seeking approval of RL&F’s employment by the Debtors during the period covered by this Application, RL&F 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 RL&F and any other person other than the directors of RL&F for the sharing of compensation to be received for services rendered in these cases.

Fee Statements

5. The fee statement for the Compensation Period is attached hereto as Exhibit A. This statement contains daily time logs describing the time spent by each attorney and paraprofessional for this period. To the best of RL&F'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 Administrative Order.

Actual and Necessary Expenses

6. A summary of actual and necessary expenses and daily logs of expenses incurred by RL&F during the Compensation Period is attached hereto as Exhibit B. RL&F charges all of its bankruptcy clients \$0.10 per page for photocopying expenses and \$0.10 per page for printing jobs of ten pages or larger. RL&F also charges all of its clients \$0.25 per page for out-going facsimile transmissions. Actual long-distance carrier charges for outgoing facsimile transmissions are reflected in the long-distance telephone charges.

7. Regarding providers of on-line legal research (e.g., LEXIS and WESTLAW), RL&F charges all of its clients the standard usage rates these providers charge, which, due to contractual flat fees, may not always equal RL&F's actual cost. RL&F currently is under contract to pay these providers a flat fee every month. Charging its clients the on-line providers' standard usage rates allows RL&F to cover adequately the monthly flat fees it must pay to these types of providers.

8. RL&F believes the foregoing rates are the market rates that the majority of law firms charges clients for such services. In addition, RL&F believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's

Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

Summary of Services Rendered

9. The directors and associates of RL&F who have rendered professional services in these cases are as follows: Paul N. Heath, Jason M. Madron, Chun I. Jang, Lee E. Kaufman, Zachary I. Shapiro, Marisa Terranova, Andrew C. Irgens, Tyler Semmelman and Julie A. Finocchiaro. The paraprofessionals of RL&F who have provided service to these attorneys in these cases are as follows: Jamie E. Schairer, Ann Jerominski, Janel Gates, Marisa C. DeCarli, Robyn K. Sinclair, Cathy M. Greer, Barbara J. Witters, Amy B. Anderson and Brenda D. Tobin.

10. RL&F, by and through the above-named persons, has prepared and/or assisted in the preparation of various applications and orders submitted to the Court for consideration, advised the Debtors on a regular basis with respect to various matters in connection with these cases, and has performed all necessary professional services which are described and narrated in detail hereinafter.

Summary of Services By Project

11. The services rendered by RL&F during the Compensation Period can be grouped into the categories set forth below. These categories are generally described below, with a more detailed identification of the actual services provided set forth on the attached Exhibit A. The attorneys and paraprofessionals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in Exhibit A attached hereto.

A. Case Administration/Miscellaneous Matters

Fees: \$738.50: Total Hours: 2.9

This category includes all matters related to filing documents with the Court, service thereof, maintenance of calendars, communications with the U.S. Trustee, review of work in process reports, review of notices of appearance and maintaining service lists.

B. Creditor Inquiries

Fees: \$164.00: Total Hours: 0.6

This category includes all matters related to responding to creditor inquiries.

C. Meetings

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to preparing for and attending meetings with Debtors, the creditors' committees, individual creditors, the U.S. Trustee and co-counsel.

D. Executory Contracts/Unexpired Leases

Fees: \$1,788.50: Total Hours: 6.4

This category includes all matters related to contract and lease analysis and matters related to assumption, assignment or rejection of executory contracts and unexpired leases.

E. Automatic Stay/Adequate Protection

Fees: \$822.00: Total Hours: 3.0

This category includes all matters related to and including all motions to modify the automatic stay, issues related to the effect of the automatic stay or pending matters, and all other types of actions where adequate protection is the central issue.

F. Plan of Reorganization/Disclosure Statement

Fees: \$4,489.50: Total Hours: 13.1

This category includes all matters related to review, formulation, negotiation, preparation and promulgation of plans of reorganization, disclosure statements, and related corporate documentation and research relating thereto.

G. Use, Sale, Lease of Assets

Fees: \$3,127.00: Total Hours: 11.1

This category includes all matters relating to acquisitions, dispositions and other postpetition uses of property of the estate.

H. Cash Collateral/DIP Financing

Fees: \$0.00: Total Hours: 0.0

This category includes all matters relating to negotiation and documentation of debtor in possession financing and post-confirmation financing, all cash collateral issues and related pleadings.

I. Claims Administration

Fees: \$349.00: Total Hours: 1.6

This category includes all matters related to and including claims administration matters and bar date matters, including claims objections and related contested matters.

J. Court Hearings

Fees: \$3,761.00: Total Hours: 14.1

This category includes all matters relating to preparation for and attendance at court hearings.

K. General Corporate/Real Estate

Fees: \$0.00: Total Hours: 0.0

This category includes all matters relating to transactional, corporate governance and related matters involving the debtors' business operations that are not part of a plan of reorganization or disclosure statement.

L. Schedules/SOFA/U.S. Trustee Reports

Fees: \$557.50: Total Hours: 2.0

This category includes preparation of schedules and amendments, statements of financial affairs and amendments, operating reports and other reports required by the U.S. Trustee or Bankruptcy Court.

M. Employee Issues

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to employee wages, benefits, collective bargaining issues, other employee relations matters, ERISA, and retirement benefits.

N. Environmental

Fees: \$0.00: Total Hours: 0.0

This category includes all environmental matters, other than environmental aspects of plan of reorganization.

O. Tax Issues

Fees: \$0.00: Total Hours: 0.0

This category includes all federal and state income, property, employment, excise and other tax matters, other than the tax aspects of plan of reorganization.

P. Litigation/Adversary Proceedings

Fees: \$1,447.50: Total Hours: 5.5

This category includes all matters relating to litigation and adversary proceedings.

Q-1. RL&F Applications

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to preparing applications to retain RL&F and supplements thereto.

Q-2. Retention of Others

Fees: \$2,942.50: Total Hours: 6.4

This category includes time spent reviewing applications for retention by other professionals, objecting to the retention of other professionals and assisting other professionals with preparing and filing retention applications.

R-1. RL&F Fee Application

Fees: \$1,398.00: Total Hours: 6.2

This category includes all time spent preparing, reviewing, filing, circulating and/or relating to monthly invoices and fee applications for RL&F.

R-2. Fee Application of Others

Fees: \$4,409.50: Total Hours: 17.8

This category includes time spent reviewing invoices or applications of other professionals, objecting to fees of other professionals and assisting other professionals with filing and circulating monthly invoices and applications.

S. Vendor/Supplies

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to vendors and suppliers, including reclamation issues.

T. Non-Working Travel

Fees: \$0.00: Total Hours: 0.0

This category includes all travel time not otherwise chargeable.

U. Utilities

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to utility issues.

V. Insurance

Fees: \$0.00: Total Hours: 0.0

This category includes all matters related to insurance policies or coverage.

Valuation of Services

12. Attorneys and paraprofessionals of RL&F have expended a total of 90.7 hours in connection with this matter during the Compensation Period, as follows:

<u>ATTORNEYS</u>	<u>HOURS</u>	<u>HOURLY RATE</u>
Paul N. Heath	12.1	\$525
Jason M. Madron	0.1	\$390
Chun I. Jang	5.9	\$340
Lee E. Kaufman	0.4	\$315
Zachary I. Shapiro	34.9	\$290
Marisa Terranova	0.8	\$255
Andrew C. Irgens	0.3	\$255
Tyler Semmelman	1.3	\$240
Julie A. Finocchiaro	0.2	\$240

<u>PARAPROFESSIONALS</u>	<u>HOURS</u>	<u>HOURLY RATE</u>
Jamie E. Schairer	27.7	\$195
Ann Jerominski	1.9	\$195
Janel Gates	1.6	\$195
Marisa DeCarli	1.1	\$195
Robyn K. Sinclair	1.0	\$195
Cathy M. Greer	0.5	\$195
Barbara J. Witters	0.3	\$195
Amy B. Anderson	0.5	\$100
Brenda D. Tobin	0.1	\$100

The nature of the work performed by these persons is fully set forth in Exhibit A attached hereto. These are RL&F's normal hourly rates for work of this character. The reasonable value of the services rendered by RL&F to the Debtors during the Compensation Period is \$25,994.50.

13. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by RL&F is fair and reasonable given (a) the complexity of these cases, (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 this title. Moreover, RL&F has reviewed the requirements of Del. Bankr. L.R. 2016-2 and believes that this Application complies with that Rule.

WHEREFORE, RL&F respectfully requests that the Court authorize that for the period September 1, 2010 through September 30, 2010, an allowance be made to RL&F pursuant to the terms of the Administrative Order, with respect to the sum of \$25,994.50 as compensation for necessary professional services rendered (80% of which equals \$20,795.60), and the sum of \$295.45 as 100% reimbursement of actual necessary costs and expenses, for a total of \$26,289.95 and that such sums be authorized for payment and for such other and further relief as this Court may deem just and proper.

Dated: October 29, 2010
Wilmington, Delaware

Respectfully submitted,

/s/ Zachary I. Shapiro

Mark D. Collins (No. 2981)
Paul N. Heath (No. 3704)
Chun I. Jang (No. 4790)
Zachary I. Shapiro (No. 5103)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 North King Street
Wilmington, Delaware 19801
(302) 651-7700 (Telephone)
(302) 651-7701 (Facsimile)

- and -

WEIL, GOTSHAL & MANGES LLP
Marcia L. Goldstein
Robert J. Lemons
767 Fifth Avenue
New York, NY 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

ATTORNEYS FOR DEBTORS
AND DEBTORS IN POSSESSION

VERIFICATION


STATE OF DELAWARE)
) SS:
COUNTY OF NEW CASTLE)

Zachary I. Shapiro, after being duly sworn according to law, deposes and says:

a) I am an associate with the applicant firm, Richards, Layton & Finger, P.A.
and have been admitted to appear before this Court.


b) I am familiar with the work performed on behalf of the Debtors by the
lawyers in the firm.

c) I have reviewed the foregoing Application and the facts set forth therein
are true and correct to the best of my knowledge, information and belief. Moreover, I have
reviewed Del. Bankr. L.R. 2016-2, and submit that the Application substantially complies with
such order.



Zachary I. Shapiro (No. 5103)

SWORN AND SUBSCRIBED before me
this 29 th day of October, 2010.



Notary Public
My Commission Expires: 2/14/12

ANN JEROMINSKI
Notary Public - State of Delaware
My Comm. Expires Feb. 14, 2012

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

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<i>In re</i>	:	Chapter 11
	:	
ADVANTA CORP., <i>et al.</i> ,	:	Case No. 09-13931 (KJC)
	:	
Debtors. ¹	:	(Jointly Administered)
	:	
	:	Objection Deadline: 11/18/10 at 4:00 p.m. (EST)
	X	

NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that Richards, Layton & Finger, P.A. (the “*Applicant*”) has today filed the attached **Tenth Monthly Application of Richards, Layton & Finger, P.A. for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors-in-Possession for the Period from September 1, 2010 through September 30, 2010** (the “*Application*”) with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “*Bankruptcy Court*”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must be made in accordance with the *Order Pursuant to Sections 330 and 331 of the Bankruptcy Code and Bankruptcy Rule 2016 Implementing Certain Procedures for the Interim Compensation and Reimbursement of Professionals* [Docket No. 102] (the “*Interim Compensation Order*”) and must be filed with the Clerk of the Bankruptcy Court, and be served

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

upon and received by (i) the Debtors, Advanta Corp., P.O. Box 844, Spring House, Pennsylvania 19477-844 (Attn: Philip M. Browne); (ii) counsel to the Debtors, Weil, Gotshal & Manges, LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Robert J. Lemons); (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); (iv) counsel to Official Committee of Unsecured Creditors, Latham & Watkins LLP, One Logan Square, 18th and Cherry Streets, Philadelphia, Pennsylvania 19103 (Attn: Andrew C. Kassner); (v) local counsel to the Official Committee of Unsecured Creditors, Drinker Biddle & Reath LLP, 1100 North Market Street, Suite 1000, Wilmington, Delaware 19801 (Attn: Howard A. Cohen); and (vi) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Dave Klauder) by no later than **4:00 p.m. (Eastern Standard Time) on November 18, 2010.**

PLEASE TAKE FURTHER NOTICE that if any responses or objections to the Application are timely filed, served and received in accordance with this notice and the Interim Compensation Order, a hearing on the Application will be held at the convenience of the Bankruptcy Court. Only those objections made in writing and timely filed and received in accordance with the Interim Compensation Order and the procedures described herein will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Interim Compensation Order, the Applicant may be paid an amount equal to the lesser of (i) 80 percent of the fees and 100 percent of expenses requested in the Application or (ii) 80 percent of the fees and 100 percent of the expenses not subject to a timely-filed objection without the need for further order of the Bankruptcy Court.

Dated: October 29, 2010
Wilmington, Delaware

Respectfully submitted,

/s/ Zachary I. Shapiro

Mark D. Collins (No. 2981)
Paul N. Heath (No. 3704)
Chun I. Jang (No. 4790)
Zachary I. Shapiro (No. 5103)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 North King Street
Wilmington, Delaware 19801
(302) 651-7700 (Telephone)
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- and -

WEIL, GOTSHAL & MANGES LLP
Marcia L. Goldstein
Robert J. Lemons
767 Fifth Avenue
New York, NY 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

ATTORNEYS FOR THE DEBTORS
AND DEBTORS IN POSSESSION

Exhibit A

Jay A. Dubow, Esq.
Advanta Corp.
Plymouth Corporate Center
625 W. Ridge Pike, Bldg. E,
Suite 100
Conshohocken PA 19428

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Client # 707765

Matter # 167839

For services through September 30, 2010
relating to Case Administration

09/01/10	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.10 hrs.	100.00	\$10.00
09/01/10	Update critical dates calendar			
Paralegal	Jamie E. Schairer	0.40 hrs.	195.00	\$78.00
09/02/10	E-mail correspondence with Z. Shapiro and R. Levine re: transcript issue			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
09/02/10	Correspondence with D. Zeiser re: affidavit of service re: docket numbers 759 and 760 (.1); Review and approve affidavits re: same for filing (.1)			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00
09/07/10	Maintain original pleadings			
Paralegal	Brenda D. Tobin	0.10 hrs.	100.00	\$10.00
09/08/10	Correspondence with D. Zahaba re: affidavit of service re: docket no. 780 (.1); Review and approve same for filing (.1)			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00
09/09/10	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.10 hrs.	100.00	\$10.00
09/09/10	Review correspondence from D. Zeiser re: affidavit of service re: adv. docket nos. 106, 107, 108 and 109 and docket nos. 775 and 776 (.1); Review and approve same for filing (.2)			
Associate	Zachary I. Shapiro	0.30 hrs.	290.00	\$87.00
09/10/10	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.10 hrs.	100.00	\$10.00

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09/10/10	Correspondence with N. Hunt re: sealed document issues (.2); Correspondence with M. DeCarli re: same (.1)			
Associate	Zachary I. Shapiro	0.30 hrs.	290.00	\$87.00
09/14/10	Review affidavit of service			
Associate	Lee Kaufman	0.10 hrs.	315.00	\$31.50
09/16/10	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.10 hrs.	100.00	\$10.00
09/20/10	Correspondence with D. Zeiser re: affidavit of service re: docket nos. 806 and 807 (.1); Review and approve same for filing (.1)			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00
09/22/10	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.10 hrs.	100.00	\$10.00
09/22/10	Correspondence with D. Zeiser re: affidavits of service for docket nos. 808 and 809 (.1); Review and approve same for filing (.1)			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00
09/28/10	Correspondence with D. Zeiser re: affidavit of service re: docket no 826 (.1); Approve affidavit of service re: same for filing (.1)			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00

Total Fees for Professional Services	\$738.50
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TOTAL DUE FOR THIS INVOICE	\$738.50
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\$3,639.60

TOTAL DUE FOR THIS MATTER	\$4,378.10
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For services through September 30, 2010
relating to Creditor Inquiries

09/22/10	Review voicemail re: inquiry (.1); Email same to Z. Shapiro (.1)			
Associate	Julie A. Finocchiaro	0.20 hrs.	240.00	\$48.00
09/22/10	Call with creditor re: claims trading inquiry (.2); Correspondence with J. Finocchiaro re: same (.1); Call with J. Finocchiaro re: same (.1)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00

Total Fees for Professional Services	\$164.00
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TOTAL DUE FOR THIS INVOICE	\$164.00
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\$260.20

TOTAL DUE FOR THIS MATTER	\$424.20
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For services through September 30, 2010
relating to Executory Contracts/Unexpired Leases

09/01/10	Retrieve order re: fourth certification of counsel re: stipulation extending time to assume or reject Dresher lease (.1); Serve same (.1)			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
09/03/10	Correspondence with J. Ganesh re: motion to reject mailing system lease (.2); Call with J. Ganesh re: same (.1); Conference with J. Gates re: possible weekend filing of same (.1)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00
09/07/10	Finalize and file re: motion to reject unexpired mailing system lease (.2); E-mail to Garden City re: service of same (.1)			
Paralegal	Barbara J. Witters	0.30 hrs.	195.00	\$58.50
09/07/10	Draft notice of motion to reject GE Capital			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
09/07/10	E-mail correspondence with Z. Shapiro re: motion to reject GE contract (.1); Review same for filing (.3)			
Director	Paul N. Heath	0.40 hrs.	525.00	\$210.00
09/07/10	Correspondence with J. Ganesh re: motion to reject mailing system lease (.2); Review, revise and finalize same for filing (.5); Review, revise and finalize notice of filing of same (.2); Correspondence with J. Schairer re: filing and service of same (.1); Correspondence with B. Witters re: same (.1)			
Associate	Zachary I. Shapiro	1.10 hrs.	290.00	\$319.00
09/20/10	Draft certification of no objection re: motion to reject unexpired mailing system lease			
Paralegal	Jamie E. Schairer	0.40 hrs.	195.00	\$78.00

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09/20/10	Finalize and efile certificate of no objection regarding motion to reject lease			
Paralegal	Janel Gates	0.20 hrs.	195.00	\$39.00
09/20/10	Review and finalize for filing order authorizing rejection of unexpired mailing system lease (.1); Review and finalize for filing CNO re: same (.1); Conference with J. Schairer re: same (.1)			
Associate	Zachary I. Shapiro	0.30 hrs.	290.00	\$87.00
09/21/10	Retrieve order re: motion to reject unexpired mailing system lease (.1); Serve same (.1); Circulate same to distribution (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
09/21/10	Review as-entered order authorizing rejection of mailing system lease			
Associate	Zachary I. Shapiro	0.10 hrs.	290.00	\$29.00
09/30/10	Finalize and efile certification of counsel regarding stipulation to extend time to assume or reject the Dresher property lease (.2); Coordinate delivery to chambers (.1)			
Paralegal	Janel Gates	0.30 hrs.	195.00	\$58.50
09/30/10	Draft certification of counsel re Dresher lease (.6); Finalize stipulation and order (.1); Coordinate filing same (.1)			
Associate	Marisa Terranova	0.80 hrs.	255.00	\$204.00
09/30/10	E-mail correspondence with Z. Shapiro re: servicing agreement (.1); Review same (.1)			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
09/30/10	Correspondence with J. Ganesh re: stipulation re: Dresher lease (.2); Call with J. Ganesh and D. Hoehne re: same (.2); Review and finalize same (.7); Conferences with M. Terranova re: same (.1)			
Associate	Zachary I. Shapiro	1.20 hrs.	290.00	\$348.00

Total Fees for Professional Services

\$1,788.50

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TOTAL DUE FOR THIS INVOICE

\$1,788.50

\$3,747.30

TOTAL DUE FOR THIS MATTER

\$5,535.80

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For services through September 30, 2010
relating to Automatic Stay/Adequate Protection

09/09/10	Correspondence J. Ganesh re: amended order modifying stay to pay D&O insurance (.3); Call with J. Ganesh re: same (.1)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00
09/10/10	Review amended order re: insurance advancement and certification of counsel re: same			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
09/10/10	Prepare to file Certification of Counsel Regarding Amended Order Modifying Automatic Stay to Allow Advancement Under Insurance Policies (.3); File Certification of Counsel Regarding Amended Order Modifying Automatic Stay to Allow Advancement Under Insurance Policies (.1); Serve the same (.1); Circulate the same (.1); Prepare same to be sent to chambers (.2)			
Paralegal	Robyn K. Sinclair	0.80 hrs.	195.00	\$156.00
09/14/10	Retrieve amended order modifying stay re: DO motion (.1); Serve same (.1)			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
09/14/10	Review as-entered order modifying automatic stay to allow advance of insurance proceeds			
Associate	Zachary I. Shapiro	0.10 hrs.	290.00	\$29.00
09/17/10	Call with K. Doughty re: Deutsche Bank's lift stay motion (.2); Call with V. Vron re: same (.1); Correspondence with K. Doughty re: same (.1); Conference with P. Heath re: same (.1); Conferences with J. Schairer re: same (.1)			
Associate	Zachary I. Shapiro	0.60 hrs.	290.00	\$174.00
09/20/10	Correspondence with K. Doughty re: Deutsche Bank's motion for relief from stay (.2); Conference with J. Schairer re: same (.1)			
Associate	Zachary I. Shapiro	0.30 hrs.	290.00	\$87.00

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09/21/10	Correspondence with K. Doughty re: Deutsche Banks' lift stay motion (.2); Conference with J. Gates re: status of same (.1); Review notice of withdrawal re: same (.1)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00

Total Fees for Professional Services	\$822.00
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TOTAL DUE FOR THIS INVOICE	\$822.00
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	\$920.40
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TOTAL DUE FOR THIS MATTER	\$1,742.40
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For services through September 30, 2010
relating to Plan of Reorganization/Disclosure Statement

09/02/10	Review draft plan			
Associate	Chun I. Jang	0.80 hrs.	340.00	\$272.00
09/03/10	Draft notice of third motion to extend exclusivity (.2); Circulate same to Z. Shapiro for review (.1); Efile third motion to extend exclusivity (.2); Serve same (.1)			
Paralegal	Jamie E. Schairer	0.60 hrs.	195.00	\$117.00
09/03/10	Review exclusivity motion for filing			
Director	Paul N. Heath	0.30 hrs.	525.00	\$157.50
09/03/10	Correspondence with D. Griffiths re: motion to extend exclusivity (.2); Review, revise and finalize same for filing (.8); Review, revise and finalize notice of filing of same (.2); Correspondence with J. Schairer re: service and filing of same (.1)			
Associate	Zachary I. Shapiro	1.30 hrs.	290.00	\$377.00
09/17/10	Call with Z. Shapiro concerning solicitation procedures issue			
Associate	Jason M. Madron	0.10 hrs.	390.00	\$39.00
09/17/10	Correspondence with J. Ganesh re: tabulation procedures in solicitation procedures motion (.3); Legal research re: same (.2); Call with J. Madron re: same (.1)			
Associate	Zachary I. Shapiro	0.60 hrs.	290.00	\$174.00
09/20/10	Draft certification of no objection re: third motion to extend exclusivity			
Paralegal	Jamie E. Schairer	0.40 hrs.	195.00	\$78.00
09/20/10	Finalize and efile certificate of no objection regarding exclusivity motion			
Paralegal	Janel Gates	0.20 hrs.	195.00	\$39.00

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09/20/10	Review and finalize for filing order approving motion further extending exclusivity (.1); Review and finalize for filing CNO re: same (.1); Conference with J. Schairer re: same (.1)			
Associate	Zachary I. Shapiro	0.30 hrs.	290.00	\$87.00
09/21/10	Retrieve order re: third motion to extend exclusivity (.1); Serve same (.1); Circulate same to distribution (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
09/21/10	Review as-entered order extending debtors' exclusivity period			
Associate	Zachary I. Shapiro	0.10 hrs.	290.00	\$29.00
09/23/10	Correspondence with J. Ganesh re: plan of reorganization (.1); Correspondence with V. Vron re: same (.1)			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00
09/24/10	Review email from R. Lemons re: plan issues			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
09/24/10	Correspondence with V. Vron re: draft plan (.2); Review and comment on same (.7); Correspondence with R. Lemons re: UCC's comments and issues list re: draft plan (.1); Review and analyze same (.3)			
Associate	Zachary I. Shapiro	1.30 hrs.	290.00	\$377.00
09/27/10	Telephone call with V. Vron re: plan and disclosure statement			
Associate	Chun I. Jang	0.20 hrs.	340.00	\$68.00
09/27/10	E-mail correspondence with C. Jang re: solicitation procedures motion (.1); Review same (.7); Review plan and disclosure statement (1.5)			
Director	Paul N. Heath	2.30 hrs.	525.00	\$1,207.50
09/27/10	Review draft solicitation procedures motion (.6); Correspondence with V. Vron re: same (.2); Conference with C. Jang re: same (.1)			
Associate	Zachary I. Shapiro	0.90 hrs.	290.00	\$261.00

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09/28/10	Conference with Z. Shapiro re: solicitation procedures motion			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
09/28/10	Conference with C. Jang re: solicitation procedures motion (.2); Review same (.3)			
Associate	Zachary I. Shapiro	0.50 hrs.	290.00	\$145.00
09/29/10	Review draft disclosure statement (1.7); Review solicitation procedures motion (.5)			
Associate	Chun I. Jang	2.20 hrs.	340.00	\$748.00
09/29/10	Call with V. Vron re: comments to solicitation procedures motion			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00

Total Fees for Professional Services	\$4,489.50
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TOTAL DUE FOR THIS INVOICE	\$4,489.50
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\$1,260.60

TOTAL DUE FOR THIS MATTER	\$5,750.10
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Advanta Corp.
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625 W. Ridge Pike, Bldg. E,
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For services through September 30, 2010
relating to Use, Sale of Assets

09/03/10	Draft notice of motion and motion to shorten re: motion to dissolve non-debtor affiliate (.5); Efile motion to dissolve non-debtor affiliate (.3); Efile motion to shorten notice period re: motion to dissolve non-debtor affiliate (.2); Serve both motions (.2); Coordinate delivery of both motions to chambers (.2)			
Paralegal	Jamie E. Schairer	1.40 hrs.	195.00	\$273.00
09/03/10	Conference with Z. Shapiro re: motion to dissolve entity (.1); E-mail correspondence with Z. Shapiro re: same (.1); Review motion to dissolve Advanta Insurance for filing (.2); Review motion to shorten re: same (.1)			
Director	Paul N. Heath	0.50 hrs.	525.00	\$262.50
09/03/10	Phone call with Z. Shapiro re: motion to shorten re: motion to dissolve AIC (.1); Draft motion to shorten re: motion to dissolve AIC (1.2)			
Associate	Tyler Semmelman	1.30 hrs.	240.00	\$312.00
09/03/10	Correspondence with D. Griffiths re: motion to dissolve non-debtor entities (.2); Correspondence with V. Vron re: same (.2); Conference with P. Heath re: same (.1); Call with T. Semmelman re: drafting motion to shorten re: same (.1); Review and revise motion to shorten re: same (.5); Review and revise for filing motion to dissolve non-debtor entities (.6); Correspondence with J. Schairer re: filing and service of same (.1)			
Associate	Zachary I. Shapiro	1.80 hrs.	290.00	\$522.00
09/07/10	Retrieve order shortening notice and objection periods re: motion to dissolve non-debtor affiliate (.1); Serve same (.1)			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
09/08/10	Circulate order shortening notice and objection periods re: motion to dissolve non-debtor affiliate to distribution			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50

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09/14/10	Finalize and efile expense summary in regards to the agent for sale of certain personal property			
Paralegal	Janel Gates	0.20 hrs.	195.00	\$39.00
09/14/10	Review Great American expense summary for filing			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
09/14/10	Correspondence with V. Vron re: notice of expense summary re: Great American's retention (.1); Call with V. Vron re: same (.2); Conference with C. Jang re: same (.1); Call with J. Madron re: same (.1); Review, revise and finalize for filing notice of expense summary re: Great American's retention (.3); Correspondence with J. Gates re: filing and service of same (.1)			
Associate	Zachary I. Shapiro	0.90 hrs.	290.00	\$261.00
09/20/10	Draft certification of no objection re: motion to dissolve non-debtor affiliate			
Paralegal	Jamie E. Schairer	0.40 hrs.	195.00	\$78.00
09/20/10	Finalize and efile certificate of no objection regarding motion for dissolution of non-debtor affiliate			
Paralegal	Janel Gates	0.20 hrs.	195.00	\$39.00
09/20/10	Review and finalize for filing order approving motion to dissolve non-debtor (.2); Review and finalize for filing CNO re: same (.1)			
Associate	Zachary I. Shapiro	0.30 hrs.	290.00	\$87.00
09/21/10	Retrieve order re: motion to dissolve non-debtor affiliate (.1); Serve same (.1); Circulate same to distribution (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
09/21/10	Review as entered order authorizing dissolution of non-debtor			
Associate	Zachary I. Shapiro	0.10 hrs.	290.00	\$29.00
09/29/10	Finalize and efile motion for authorization to enter into participation agreement (.3); Coordinate service of same (.1); Finalize and efile motion to file participation agreement under seal (.2); Coordinate service of same (.1)			
Paralegal	Ann Jerominski	0.70 hrs.	195.00	\$136.50

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09/29/10	Review motion for authorization to enter into participation agreement (.4); Review motion to seal for filing (.2)			
Director	Paul N. Heath	0.60 hrs.	525.00	\$315.00
09/29/10	Review, revise and finalize for filing motion to enter into a participation agreement (.6); Correspondence with V. Vron re: same (.2); Call with V. Vron re: same (.1); Review, revise and finalize notice of filing of same (.2); Review, revise and finalize motion to file participation agreement under seal (.4); Review, revise and finalize for filing notice of filing of same (.1); Correspondence with A. Jerominski re: service and filing of motion to enter into participation agreement and related motion to seal (.2); Conference with A. Jerominski re: same (.1)			
Associate	Zachary I. Shapiro	1.90 hrs.	290.00	\$551.00

Total Fees for Professional Services	\$3,127.00
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TOTAL DUE FOR THIS INVOICE	\$3,127.00
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	\$3,525.80
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TOTAL DUE FOR THIS MATTER	\$6,652.80
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For services through September 30, 2010
relating to Claims Administration

09/01/10	Email Garden City re: preparation of binder re: third omnibus claims objection (reclassified and recategorized)			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
09/07/10	Phone with Z. Shapiro re: submission of non-omnibus substantive claim binder (.1); Research in local rules re: same (.2)			
Associate	Andrew C. Irgens	0.30 hrs.	255.00	\$76.50
09/23/10	Correspondence with J. Ganesh re: third and fourth omnibus claim objections (.1); Correspondence with V. Vron re: same (.1)			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00
09/28/10	Prepare binder re: third omnibus claims objection (.7); Draft notice of submission of same (.2)			
Paralegal	Jamie E. Schairer	0.90 hrs.	195.00	\$175.50

Total Fees for Professional Services \$349.00

TOTAL DUE FOR THIS INVOICE \$349.00

\$3,196.00

TOTAL DUE FOR THIS MATTER \$3,545.00

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For services through September 30, 2010
relating to Court Hearings

09/01/10	Conference with Z. Shapiro re: interim fee hearing			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
09/01/10	Update motion chart (.2); Review and revise 9/8/10 hearing agenda (.2); Confer with Z. Shapiro re: same (.1); Meet with R. Speaker re: 9/8/10 hearing agenda (.2); Retrieve order scheduling omnibus hearing date (.1); Serve same (.1); Meet with Z. Shapiro re: first interim fee hearing (.1); Begin drafting notice of same (.5); Update 9/8/10 hearing agenda (.1); Circulate same to Z. Shapiro for review (.1)			
Paralegal	Jamie E. Schairer	1.70 hrs.	195.00	\$331.50
09/01/10	E-mail correspondence (x2) with V. Vron and Z. Shapiro re: fee hearing (.3); Conference with Z. Shapiro re: same (.1); E-mail correspondence with Z. Shapiro re: same (.1)			
Director	Paul N. Heath	0.50 hrs.	525.00	\$262.50
09/02/10	Update 9/8/10 hearing binders for Judge Carey and RLF attorneys (.4); Continue drafting notice of first interim fee hearing (.8); Circulate same to Z. Shapiro for review (.1); Revise 9/8/10 hearing agenda per comments from Z. Shapiro (.2); Update 9/8/10 hearing binder (.2)			
Paralegal	Jamie E. Schairer	1.70 hrs.	195.00	\$331.50
09/02/10	E-mail correspondence with Z. Shapiro re: fee hearing (.1); Review notice of fee hearing (.1); E-mail correspondence with V. Vron and A. Irgens re: same (.1)			
Director	Paul N. Heath	0.30 hrs.	525.00	\$157.50
09/02/10	Review and revise 9/8/10 hearing agenda (.2); Correspondence with J. Schairer re: same (.1)			
Associate	Zachary I. Shapiro	0.30 hrs.	290.00	\$87.00

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Advanta Corp.
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09/03/10	Efile 9/8/10 hearing agenda in both main and adversary cases (.2); Serve same (.1); Coordinate delivery of same along with 9/8/10 hearing binder to chambers (.1); Research re: time of 9/23/10 hearing and documents filed re: same (.2)			
Paralegal	Jamie E. Schairer	0.60 hrs.	195.00	\$117.00
09/03/10	E-mail correspondence with J. Schairer re: agenda (.1); Review agenda for filing (.1)			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
09/07/10	Draft amended 9/8/10 hearing agenda cancelling hearing (.3); Efile same in both main and adversary cases (.2); Serve same (.1); Coordinate delivery of same to chambers (.1)			
Paralegal	Jamie E. Schairer	0.70 hrs.	195.00	\$136.50
09/07/10	Conference with Z. Shapiro re: hearing (.1); E-mail correspondence (x2) with Z. Shapiro re: same (.2); E-mail correspondence with court re: same (.1); Review amended agenda for filing (.1); E-mail correspondence with J. Schairer re: order shortening notice (.1)			
Director	Paul N. Heath	0.60 hrs.	525.00	\$315.00
09/08/10	Circulate amended 9/8/10 hearing agenda cancelling hearing to distribution			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50
09/09/10	File notice of interim fee hearing on 10/27/10 (.1); Serve same (.1)			
Paralegal	Marisa C. DeCarli	0.20 hrs.	195.00	\$39.00
09/14/10	Update motion chart (.4); Update 9/23/10 hearing agenda (.3); Circulate same to Z. Shapiro for review (.1)			
Paralegal	Jamie E. Schairer	0.80 hrs.	195.00	\$156.00
09/16/10	Revise 9/23/10 hearing agenda (.1); Circulate same to Z. Shapiro for review (.1)			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00

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09/16/10	Review and revise 9/23 hearing agenda (.4); Correspondence with V. Vron re: same (.2)			
Associate	Zachary I. Shapiro	0.60 hrs.	290.00	\$174.00
09/17/10	Email with Z. Shapiro re: 9/23/10 hearing agenda (.1); Update 9/23/10 hearing agenda (.4); Prepare certification of no objection binder for Judge Carey (.4); Confer with Z. Shapiro re: 9/23/10 hearing (.1)			
Paralegal	Jamie E. Schairer	1.00 hrs.	195.00	\$195.00
09/17/10	Conference with Z. Shapiro re: hearing			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
09/17/10	Correspondence with V. Vron re: comments to agenda for 9/23/10 hearing (.2); Conferences with J. Schairer re: same (.2)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00
09/20/10	Update certification of no objection binder for Judge Carey			
Paralegal	Jamie E. Schairer	0.40 hrs.	195.00	\$78.00
09/20/10	Update 9/23/10 agenda			
Paralegal	Janel Gates	0.10 hrs.	195.00	\$19.50
09/20/10	Review and revise agenda for 9/23/10 hearing (.2); Conference with J. Gates re: same (.1); Conference with J. Schairer re: same (.1)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00
09/21/10	Draft amended 9/23/10 hearing agenda (.2); Confer with Z. Shapiro re: matters scheduled for 10/27/10 hearing (.1); Efile amended 9/23/10 hearing agenda (.1); Serve same (.1); Coordinate delivery of same to chambers (.1)			
Paralegal	Jamie E. Schairer	0.60 hrs.	195.00	\$117.00
09/21/10	Preparation of agenda for 9/23/10 hearing (.1); Finalize and efile 9/23/10 agenda (.2); Coordinate delivery of binder to chambers (.1)			
Paralegal	Janel Gates	0.40 hrs.	195.00	\$78.00

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09/21/10	E-mail correspondence (x2) with Z. Shapiro re: hearing (.2); Conference with Z. Shapiro re: same (.1); Review agenda (.1)			
Director	Paul N. Heath	0.40 hrs.	525.00	\$210.00
09/21/10	Correspondence with J. Schairer re: agenda for 9/23/10 hearing (.1); Review and revise same for filing (.4); Correspondence with J. Gates re: same (.1); Conferences with J. Gates re: same (.1); Conference with P. Heath re: status of 9/23/10 hearing (.1); Correspondence with N. Hunt re: permission to cancel 9/23/10 hearing (.2); Correspondence with V. Vron re: same (.1); Conference with J. Schairer re: same (.1); Review, revise and finalize for filing amended agenda cancelling 9/23/10 hearing (.3)			
Associate	Zachary I. Shapiro	1.50 hrs.	290.00	\$435.00
09/27/10	File amended notice of first interim fee hearing (.1); Serve the same (.1)			
Paralegal	Robyn K. Sinclair	0.20 hrs.	195.00	\$39.00

Total Fees for Professional Services	\$3,761.00
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TOTAL DUE FOR THIS INVOICE	\$3,761.00
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\$20,978.10

TOTAL DUE FOR THIS MATTER	\$24,739.10
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relating to Schedules/SOFA/U.S. Trustee Reports

09/01/10	Finalize and efile affidavit of service re: July 2010 monthly operating report			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
09/13/10	Review emails (x5) re: monthly operating report			
Associate	Chun I. Jang	0.20 hrs.	340.00	\$68.00
09/21/10	Review correspondence with C. Wilson re: comments to draft August MOR (.2); Review draft August MOR (.1)			
Associate	Zachary I. Shapiro	0.30 hrs.	290.00	\$87.00
09/29/10	E-mail correspondence with C. Wilson re: monthly operating report			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
09/30/10	E-mail correspondence with C. Wilson re: monthly operating report (.1); E-mail and telephone call with Z. Shapiro re: same (.1)			
Associate	Chun I. Jang	0.20 hrs.	340.00	\$68.00
09/30/10	Efile August 2010 monthly operating report (.1); Coordinate delivery of same to UST (.1); Draft affidavit of service re: same (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
09/30/10	Review, revise and finalize for filing August MOR (.5); Correspondence with J. Schairer re: same (.1); Conference with J. Schairer re: same (.1)			
Associate	Zachary I. Shapiro	0.70 hrs.	290.00	\$203.00

Total Fees for Professional Services \$557.50

TOTAL DUE FOR THIS INVOICE

\$557.50
\$5,586.50

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TOTAL DUE FOR THIS MATTER

\$6,144.00

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For services through September 30, 2010
relating to Litigation/Adversary Proceedings

09/01/10	Attend to docket issues in main case re: order shortening notice and objection periods re: 9019 motion re: FDIC adversary proceeding (.3); Draft notice of 9019 motion re: FDIC adversary proceeding and hearing thereon (.3); Circulate same to Z. Shapiro for review (.1); Revise notice per comments from Z. Shapiro (.1); Efile same (.1)			
Paralegal	Jamie E. Schairer	0.90 hrs.	195.00	\$175.50
09/01/10	Review and revise notice of 9019 motion re: FDIC adversary proceeding (.2); Conferences with J. Schairer re: same (.1)			
Associate	Zachary I. Shapiro	0.30 hrs.	290.00	\$87.00
09/02/10	Review email from R. Lemons re: FDIC settlement			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
09/02/10	Correspondence with R. Levine re: P. Browne's deposition transcript (.2); Factual investigation re: same (.2)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00
09/03/10	Correspondence with V. Vron re: scheduling issues in connection ABC 9019 motion (.2); Correspondence with R. Schwartz re: same (.1); Correspondence with G. Raicht re: same (.1)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00
09/07/10	Telephone call with D. Hoehne re: FDIC settlement			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00

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09/07/10	Prepare order approving settlement between debtors, FDIC and committee (.3); Revise order per comments from Z. Shapiro (.1); Efile certification of counsel re: settlement between debtors, FDIC and committee in main and adversary cases (.2); Serve same (.1); Coordinate delivery of same to chambers (.2); Retrieve order re: settlement between debtors, FDIC and committee (.1); Serve same (.1)			
Paralegal	Jamie E. Schairer	1.10 hrs.	195.00	\$214.50
09/07/10	Review certification of counsel re: FDIC settlement for filing			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
09/07/10	Correspondence with J. Schairer re: ABC settlement agreement (.1); Correspondence with N. Hunt re: same (.4); Draft, revise and finalize order approving ABC 9019 motion (.4); Draft, revise and finalize certification of counsel re: same (.8); Conferences with J. Schairer re: same (.1); Correspondence with J. Schairer re: same (.2)			
Associate	Zachary I. Shapiro	2.00 hrs.	290.00	\$580.00
09/08/10	Circulate order re: settlement between FDIC, the debtors and the committee to distribution			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50

Total Fees for Professional Services	\$1,447.50
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TOTAL DUE FOR THIS INVOICE	\$1,447.50
	\$22,595.50
TOTAL DUE FOR THIS MATTER	\$24,043.00

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relating to Retention of Others

09/13/10	Telephone calls (x2) with V. Vron re: ordinary course professional tax counsel (.2); Conference with P. Heath re: same (.1)			
Associate	Chun I. Jang	0.30 hrs.	340.00	\$102.00
09/14/10	Conference with P. Heath re: ordinary course professional tax counsel (.1); Teleconference call with W. Rosoff, P. Heath and Weil re: same (.8); Telephone call with P. Heath and D. Klauder re: same (.3); Telephone call with P. Heath and W. Rosoff re: same (.1); Telephone call with P. Heath and V. Vron re: same (.1); E-mail correspondence with R. Lemons re: same (.1)			
Associate	Chun I. Jang	1.50 hrs.	340.00	\$510.00
09/14/10	Conference with C. Jang re: retention issue (.1); Teleconference call with V. Vron, C. Jang and W. Rosoff re: same (.8); Telephone call with W. Rosoff re: same (.2); Telephone call with D. Klauder re: same (.3); Telephone call to W. Rosoff (w/C. Jang) re: same (.1); Telephone call to V. Vron re: same (.1); Telephone call to W. Rosoff re: same (.1); Legal research re: same (.9); E-mail correspondence (x2) with V. Vron re: same (.2); E-mail correspondence with R. Lemons re: same (.1); Review Kurtz retention affidavit (.1); E-mail correspondence with W. Rosoff re: same (.1)			
Director	Paul N. Heath	3.10 hrs.	525.00	\$1,627.50
09/15/10	Review draft affidavit re: ordinary course professional tax counsel			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
09/15/10	E-mail correspondence (x2) with B. Rosoff re: retention issue (.3); E-mail correspondence (x2) with D. Klauder re: same (.4); E-mail correspondence with B. Rosoff and R. Lemons re: same (.2); Conference with Z. Shapiro re: same (.2)			
Director	Paul N. Heath	1.10 hrs.	525.00	\$577.50

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09/16/10	Efile OCP affidavit of Jerome Kurtz (.1); Serve same (.1)			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
09/16/10	E-mail correspondence with Z. Shapiro re: retention affidavit			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50

Total Fees for Professional Services	\$2,942.50
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TOTAL DUE FOR THIS INVOICE	\$2,942.50
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\$4,382.00

TOTAL DUE FOR THIS MATTER	\$7,324.50
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relating to RLF Fee Applications

09/14/10	Update meal chart for August fee application of RLF (.4); Review August 2010 bill memorandum (1.5); Attend to issues with meal charges (.3); Efile second interim fee application of RLF (.1); Serve same (.1)			
Paralegal	Jamie E. Schairer	2.40 hrs.	195.00	\$468.00
09/14/10	Review RLF interim fee application for filing			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
09/15/10	Email M. Collins, P. Heath, C. Jang and Z. Shapiro re: informal responses to July fee application of RLF (.1); Circulate certification of no objection re: same to Z. Shapiro for review (.1); Efile same (.1); Circulate July fee application of RLF and certification of no objection re: same to G. Hewitt for payment (.1)			
Paralegal	Jamie E. Schairer	0.40 hrs.	195.00	\$78.00
09/15/10	E-mail correspondence with J. Schairer re: RLF fee application			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
09/16/10	Review August 2010 bill memorandum			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
09/17/10	Attend to issues to with meals charged to matter			
Paralegal	Jamie E. Schairer	1.00 hrs.	195.00	\$195.00
09/17/10	Correspondence with J. Schairer re: RLF's August fee application (.1); Conference with J. Schairer re: same (.1)			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00
09/29/10	Finalize and efile RLF monthly fee application (.5); Coordinate service of same (.1)			
Paralegal	Ann Jerominski	0.60 hrs.	195.00	\$117.00

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09/29/10	Draft notice of 9th monthly RL&F fee application (.2); Revise 9th monthly RL&F fee application and prepare same for filing (.3)			
Paralegal	Marisa C. DeCarli	0.50 hrs.	195.00	\$97.50
09/29/10	Review RLF fee application for filing			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
09/29/10	Review and finalize for filing RL&F's August fee application (.3); Conferences with A. Jerominski re: same (.1)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00

Total Fees for Professional Services	\$1,398.00
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TOTAL DUE FOR THIS INVOICE	<hr/> \$1,398.00
	<hr/> \$2,568.70
TOTAL DUE FOR THIS MATTER	<hr/> \$3,966.70

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relating to Fee Applications of Others

09/01/10	Conference with Z. Shapiro re: KPMG fee application issues			
Associate	Lee Kaufman	0.20 hrs.	315.00	\$63.00
09/01/10	Correspondence with P. Tatum re: KPMG's second interim fee application (.3); Correspondence with V. Vron re: first interim fee hearing (.5); Correspondence with N. Hunt re: same (.2); Correspondence with J. Schairer re: same (.2)			
Associate	Zachary I. Shapiro	1.20 hrs.	290.00	\$348.00
09/02/10	Prepare July fee application of Alvarez & Marsal for filing (.2); Draft notice of same (.1); Efile July fee application of Alvarez & Marsal (.2); Serve same (.1)			
Paralegal	Jamie E. Schairer	0.60 hrs.	195.00	\$117.00
09/02/10	Correspondence with J. Schairer re: omnibus notice of interim fee hearing (.1); Draft and revise same (.6); Correspondence with V. Vron re: same (.2); Review same in light of V. Vron's comments to same (.2); Correspondence with Debtors' professionals re: same (.1); Correspondence with Committee's professionals re: same (.2)			
Associate	Zachary I. Shapiro	1.40 hrs.	290.00	\$406.00
09/02/10	Correspondence with M. Napoliello re: A&M's July monthly fee application (.1); Review, revise and finalize same for filing (.3); Correspondence with J. Schairer re: service and filing of same (.1)			
Associate	Zachary I. Shapiro	0.50 hrs.	290.00	\$145.00
09/09/10	Review, revise and finalize notice of interim fee hearing (.4); Correspondence with J. Schairer re: same (.2)			
Associate	Zachary I. Shapiro	0.60 hrs.	290.00	\$174.00

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09/10/10	Draft notice of 7th (June) WGM Fee Application (.2); File WGM 7th Monthly Fee Application (.1); Serve same (.1)			
Paralegal	Marisa C. DeCarli	0.40 hrs.	195.00	\$78.00
09/13/10	File KPMG second interim fee application (.2); Coordinate service of same (.1); File certificate of no objection re: Alvarez & Marsal June fee application (.2)			
Paralegal	Cathy M. Greer	0.50 hrs.	195.00	\$97.50
09/13/10	Email M. Napoliello re: deadline to file second interim fee application (.1); Revise second interim fee application of KPMG (.1); Create blackline of same (.1); Provide Z. Shapiro with clean and blackline of same (.1); Circulate certification of no objection re: June fee application of Alvarez & Marsal to M. Napoliello and A. Sagat for review (.1); Circulate same to Z. Shapiro for review (.1); Email to A. Sagat re: deadline to filed second interim fee application (.1)			
Paralegal	Jamie E. Schairer	0.70 hrs.	195.00	\$136.50
09/13/10	Review and comment on KPMG's second interim fee application (.3); Correspondence with P. Tatum re: same (.2); Correspondence with C. Greer re: filing and service of same (.1); Correspondence with H. Cohen re: deadline to file second interim fee application (.1); Review, revise and finalize for filing CNO re: A&M's June fee application (.3)			
Associate	Zachary I. Shapiro	1.00 hrs.	290.00	\$290.00
09/14/10	Email June fee application of Alvarez & Marsal and certification of no objection re: same to G. Hewitt for payment (.1); Prepare second interim fee application of Alvarez & Marsal for filing (.1); Efile same (.1); Serve same (.1)			
Paralegal	Jamie E. Schairer	0.40 hrs.	195.00	\$78.00
09/14/10	Correspondence with M. Napoliello re: A&M's second interim fee application (.1); Review and finalize same for filing (.2); Correspondence with J. Schairer re: filing and service of same (.1)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00

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09/16/10	Call with Z. Shapiro re: fee application issues			
Associate	Lee Kaufman	0.10 hrs.	315.00	\$31.50
09/16/10	Correspondence with J. Carroll re: Cozen's first interim fee application (.4); Correspondence with V. Vron re: same (.2)			
Associate	Zachary I. Shapiro	0.60 hrs.	290.00	\$174.00
09/17/10	Prepare July fee application of WGM for filing (.2); Draft notice of same (.2); Circulate same to Z. Shapiro for review (.1); Efile same (.2); Serve same (.1); Efile second interim fee application of WGM (.1); Serve same (.1)			
Paralegal	Jamie E. Schairer	1.00 hrs.	195.00	\$195.00
09/17/10	Review and finalize Weil's July fee application for filing (.2); Correspondence with J. Ganesh re: same (.1); Correspondence with J. Schairer re: same (.1); Conferences with J. Schairer re: same (.1); Correspondence with J. Ganesh re: Weil's second interim fee application (.2); Review same (.1); Conference with J. Schairer re: filing and service of same (.2)			
Associate	Zachary I. Shapiro	1.00 hrs.	290.00	\$290.00
09/20/10	Attend to issues with second interim fee application of WGM (.1); Draft notice of withdrawal re: same (.2); Efile notice of withdrawal (.1); Efile second interim fee application of WGM (.1); Serve both documents (.2)			
Paralegal	Jamie E. Schairer	0.70 hrs.	195.00	\$136.50
09/20/10	Correspondence with J. Schairer re: Weil's second interim fee application (.1); Review and finalize for filing notice of withdrawal re: same (.1); Correspondence with J. Schairer re: filing and service of same (.1)			
Associate	Zachary I. Shapiro	0.30 hrs.	290.00	\$87.00
09/21/10	Review final report of WGM's re: first interim fee application (.1); Review final report of FTI Consulting re: same (.1)			
Associate	Zachary I. Shapiro	0.20 hrs.	290.00	\$58.00

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09/22/10	Update fee application status chart (.7); Draft certification of no objection re: July fee application of Alvarez & Marsal (.2); Draft certification of no objection re: June fee application of WGM (.2); Draft certification of no objection re: July fee application of WGM (.2)			
Paralegal	Jamie E. Schairer	1.30 hrs.	195.00	\$253.50
09/23/10	Review August fee application (.4); Correspondence with J. Schairer re: same (.1)			
Associate	Zachary I. Shapiro	0.50 hrs.	290.00	\$145.00
09/24/10	Circulate certification of no objection re: July fee application of Alvarez & Marsal to M. Napoliello and A. Sagat for review (.1); Circulate same to Z. Shapiro for review (.1); Efile same (.1); Circulate July fee application of Alvarez & Marsal and certification of no objection re: same to G. Hewitt for payment (.2)			
Paralegal	Jamie E. Schairer	0.50 hrs.	195.00	\$97.50
09/24/10	Correspondence with J. Schairer re: CNO re: A&M's July fee application (.1); Conference with J. Schairer re: same (.1); Review, revise and finalize for filing A&M's July fee application (.2)			
Associate	Zachary I. Shapiro	0.40 hrs.	290.00	\$116.00
09/27/10	Draft amended notice of interim fee hearing (.4); Correspondence with C. Jang re: same (.1); Correspondence with M. DeCarli re: filing and service of same (.1); Correspondence with R. Sinclair re: same (.1); Correspondence J. Carroll re: fee hearing on Cozen O'Connor's first quarterly fee application (.3); Correspondence with B. Ruhlander re: same (.1)			
Associate	Zachary I. Shapiro	1.10 hrs.	290.00	\$319.00
09/29/10	Finalize and efile Alvarez & Marsal monthly fee application (.5); Coordinate service of same (.1)			
Paralegal	Ann Jerominski	0.60 hrs.	195.00	\$117.00

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09/29/10	Prepare August fee application of Alvarez & Marsal for filing (.1); Draft notice of same (.2); Circulate same to Z. Shapiro for review (.1); Begin drafting index for first interim fee hearing binders (.9)			
Paralegal	Jamie E. Schairer	1.30 hrs.	195.00	\$253.50
09/29/10	Review and finalize for filing A&M's August fee application (.2); Conferences with A. Jerominski re: same (.1)			
Associate	Zachary I. Shapiro	0.30 hrs.	290.00	\$87.00

Total Fees for Professional Services	\$4,409.50
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TOTAL DUE FOR THIS INVOICE	\$4,409.50
	\$3,508.00
TOTAL DUE FOR THIS MATTER	\$7,917.50

Jay A. Dubow, Esq.
Advanta Corp.
Plymouth Corporate Center
625 W. Ridge Pike, Bldg. E,
Suite 100
Conshohocken PA 19428

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Summary of Hours

	Hours	Rate/Hr	Dollars
Amy B. Anderson	0.50	100.00	50.00
Andrew C. Irgens	0.30	255.00	76.50
Ann Jerominski	1.90	195.00	370.50
Barbara J. Witters	0.30	195.00	58.50
Brenda D. Tobin	0.10	100.00	10.00
Cathy M. Greer	0.50	195.00	97.50
Chun I. Jang	5.90	340.00	2,006.00
Jamie E. Schairer	27.70	195.00	5,401.50
Janel Gates	1.60	195.00	312.00
Jason M. Madron	0.10	390.00	39.00
Julie A. Finocchiaro	0.20	240.00	48.00
Lee Kaufman	0.40	315.00	126.00
Marisa C. DeCarli	1.10	195.00	214.50
Marisa Terranova	0.80	255.00	204.00
Paul N. Heath	12.10	525.00	6,352.50
Robyn K. Sinclair	1.00	195.00	195.00
Tyler Semmelman	1.30	240.00	312.00
Zachary I. Shapiro	34.90	290.00	10,121.00
TOTAL	90.70	\$286.60	25,994.50

TOTAL DUE FOR THIS INVOICE

\$26,289.95

Payment may be made by wire transfer to our account at Wilmington Trust Company, Rodney Square North, Wilmington, Delaware 19890, Account No. 2264-1174, ABA No. 031100092. Please indicate on wire transfer the invoice number stated above.

Photocopying and printing are charged at \$0.10 per page. Telephone charges are billed at standard AT&T rates which may not be our cost.

PAYABLE WHEN RENDERED

Jay A. Dubow, Esq.
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Exhibit B

Jay A. Dubow, Esq.
Advanta Corp.
Plymouth Corporate Center
625 W. Ridge Pike, Bldg. E,
Suite 100
Conshohocken PA 19428

Tax I.D. No.: 51-0226371

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Client # 707765

Matter # 167839

For disbursements incurred through September 30, 2010
relating to Advanta - Restructuring Advice

OTHER CHARGES:

Business Meals	\$27.63
Document Retrieval	\$60.40
Long distance telephone charges	\$66.72
Messenger and delivery service	\$48.30
Photocopying/Printing	\$92.40
218 @ \$.10 pg./ 706 @ \$.10/pg.	

Other Charges	\$295.45
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TOTAL DUE FOR THIS INVOICE	\$295.45
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TOTAL DUE FOR THIS MATTER	\$295.45
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Client: Advanta Corp.

Matter: Advanta - Restructuring Advice
 Case Administration
 Creditor Inquiries
 Executory Contracts/Unexpired Leases
 Automatic Stay/Adequate Protection
 Plan of Reorganization/Disclosure Statement
 Use, Sale of Assets
 Claims Administration
 Court Hearings
 Schedules/SOFA/U.S. Trustee Reports
 Litigation/Adversary Proceedings
 Retention of Others
 RLF Fee Applications
 Fee Applications of Others

Date	Description	Summary Phrase
09/01/10	12123108078 Long Distance Amount = \$8.34	LD
09/01/10	PACER Amount = \$4.00	DOCRETRI
09/01/10	Printing Amount = \$1.10	DUP.10CC
09/02/10	Delivery expense 9/1/2010 Amount = \$3.20	MESS
09/02/10	PACER Amount = \$2.48	DOCRETRI
09/02/10	Printing Amount = \$2.80	DUP.10CC
09/02/10	Printing Amount = \$0.10	DUP.10CC

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09/02/10	Printing		DUP.10CC
		Amount = \$1.40	~
09/03/10	Photocopies		DUP.10CC
		Amount = \$16.40	~
09/03/10	12123108078 Long Distance		LD
		Amount = \$4.17	
09/03/10	PACER		DOCRETRI
		Amount = \$6.96	---
09/03/10	Printing		DUP.10CC
		Amount = \$1.00	~
09/03/10	Printing		DUP.10CC
		Amount = \$6.60	~
09/07/10	12123108644 Long Distance		LD
		Amount = \$1.39	
09/07/10	12123108614 Long Distance		LD
		Amount = \$1.39	
09/07/10	12123108614 Long Distance		LD
		Amount = \$1.39	
09/07/10	Delivery expense 9/3-9/6		MESS
		Amount = \$3.20	
09/07/10	Messenger and delivery 9/3/2010, From Pizza By Elizabeth's, JZS		MEALSCL
		Amount = \$9.84	
09/07/10	Messenger and delivery 9/3/2010, Bankruptcy Court, ZIS		MESS
		Amount = \$4.50	
09/07/10	PACER		DOCRETRI
		Amount = \$2.32	---
09/07/10	Printing		DUP.10CC
		Amount = \$2.20	~
09/07/10	Printing		DUP.10CC
		Amount = \$1.40	~
09/08/10	Delivery expense 9/7/2010		MESS
		Amount = \$3.20	

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09/08/10	Messenger and delivery 9/7/2010, Bankruptcy Court, ZIS	MESS
	Amount = \$14.50	
09/09/10	12123108644 Long Distance	LD
	Amount = \$5.56	
09/09/10	PACER	DOCRETRI
	Amount = \$1.12	
09/10/10	PACER	DOCRETRI
	Amount = \$1.84	
09/10/10	Printing	DUP.10CC
	Amount = \$9.30	
09/13/10	Messenger and delivery 9/10/2010, From Bankruptcy Court, ZIS/MXD	MESS
	Amount = \$7.50	
09/13/10	PACER	DOCRETRI
	Amount = \$1.68	
09/14/10	Photocopies	DUP.10CC
	Amount = \$0.10	
09/14/10	12154446420 Long Distance	LD
	Amount = \$4.17	
09/14/10	12154446420 Long Distance	LD
	Amount = \$6.95	
09/14/10	12123108924 Long Distance	LD
	Amount = \$2.78	
09/14/10	12123108078 Long Distance	LD
	Amount = \$4.17	
09/14/10	12123108078 Long Distance	LD
	Amount = \$2.78	
09/14/10	Messenger and delivery 9/13/2010, Bankruptcy Court, ZIS	MESS
	Amount = \$4.50	
09/14/10	PACER	DOCRETRI
	Amount = \$1.92	
09/14/10	Printing	DUP.10CC
	Amount = \$1.10	

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09/14/10	Printing		DUP.10CC
		Amount = \$1.10	~
09/14/10	Printing		DUP.10CC
		Amount = \$3.50	~
09/15/10	PACER		DOCRETRI
		Amount = \$2.64	---
09/16/10	12123108078 Long Distance		LD
		Amount = \$2.78	
09/16/10	PACER		DOCRETRI
		Amount = \$15.28	---
09/17/10	12123108078 Long Distance		LD
		Amount = \$4.17	
09/17/10	PACER		DOCRETRI
		Amount = \$0.40	---
09/17/10	Printing		DUP.10CC
		Amount = \$0.10	~
09/17/10	Printing		DUP.10CC
		Amount = \$0.20	~
09/17/10	Printing		DUP.10CC
		Amount = \$0.10	~
09/20/10	12123108078 Long Distance		LD
		Amount = \$1.39	
09/20/10	PACER		DOCRETRI
		Amount = \$1.12	---
09/20/10	Printing		DUP.10CC
		Amount = \$0.10	~
09/20/10	Printing		DUP.10CC
		Amount = \$1.10	~
09/21/10	PACER		DOCRETRI
		Amount = \$1.60	---
09/22/10	16106922900 Long Distance		LD
		Amount = \$1.39	
09/22/10	Delivery expense 9/21/2010		MESS
		Amount = \$3.20	

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09/22/10	Messenger and delivery 9/21/2010, Bankruptcy Court, ZIS/JZS		MESS
		Amount = \$4.50	
09/22/10	PACER		DOCRETRI
		Amount = \$10.56	---
09/24/10	PACER		DOCRETRI
		Amount = \$0.48	---
09/28/10	Photocopies		DUP.10CC
		Amount = \$5.30	~
09/28/10	Printing		DUP.10CC
		Amount = \$0.20	~
09/29/10	GROTTO PIZZA, INC.		MEALSCL
		Amount = \$17.79	
09/29/10	12123108078 Long Distance		LD
		Amount = \$13.90	
09/29/10	PACER		DOCRETRI
		Amount = \$4.24	---
09/29/10	Printing		DUP.10CC
		Amount = \$1.10	~
09/29/10	Printing		DUP.10CC
		Amount = \$2.00	~
09/29/10	Printing		DUP.10CC
		Amount = \$2.30	~
09/29/10	Printing		DUP.10CC
		Amount = \$0.10	~
09/29/10	Printing		DUP.10CC
		Amount = \$18.30	~
09/29/10	Printing		DUP.10CC
		Amount = \$9.90	~
09/30/10	PACER		DOCRETRI
		Amount = \$1.76	---
09/30/10	Printing		DUP.10CC
		Amount = \$0.10	~
09/30/10	Printing		DUP.10CC
		Amount = \$0.10	~

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09/30/10 Printing

Amount = \$1.10

DUP.10CC
~

09/30/10 Printing

Amount = \$2.20

DUP.10CC
~

TOTALS FOR 707765

Advanta Corp.

Expenses \$295.45