

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

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

ELEVENTH MONTHLY FEE STATEMENT OF ALVAREZ & MARSAL NORTH AMERICA, LLC IN THEIR CAPACITY AS FINANCIAL ADVISORS TO THE DEBTORS AND DEBTORS-IN-POSSESSION, FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD OCTOBER 1, 2010 THROUGH OCTOBER 31, 2010

Name of Applicant: Alvarez & Marsal North America, LLC

Authorized to provide professional services to: Debtors and Debtors-in-Possession

Date of Retention: December 17, 2009 *Nunc pro Tunc* to Petition Date

Period for which compensation and reimbursement are sought: October 1, 2010 through October 31, 2010

Amount of compensation sought as actual, reasonable, and necessary: \$ 84,612.50

Amount of expense reimbursement sought as actual, reasonable, and necessary: \$ 660.41

Unapplied Retainer \$ 221,449.34

This is an: X monthly ___ interim ___ 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), BizEquity Corp. (8960), Ideablob Corp. (0786), Advanta Credit Card Receivables Corp (7955), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328). Information regarding the Debtors' businesses and the background relating to events leading up to these chapter 11 cases can be found in (i) the Declaration of William A. Rosoff in Support of the Debtors' Chapter 11 Petitions and First-Day Motions, filed on November 8, 2009, the date the majority of Debtors filed their petitions under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), and (ii) that certain supplement thereto, filed on November 20, 2009, the date Advanta Ventures Inc., BizEquity Corp., Ideablob Corp. and Advanta Credit Card Receivables Corp. filed their chapter 11 cases. The debtors are authorized to continue to operate their businesses and manage their properties as debtors and debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Further, in accordance with an order of this Court, the Debtors' cases are being jointly administered pursuant to Rule 10159(b) of the Federal Rules of Bankruptcy Procedure.

Requested Payment Amount:

Fees at 80%	\$67,690.00
Expenses at 100%	<u>\$ 660.41</u>
Total:	<u>\$68,350.41</u>

Prior Applications							
Date & Docket No.	Filing Period	Requested Fees	Requested Expenses	CNO Date & Docket No.	Approved Fees	Approved Expenses	Unapproved Holdback
2/1/10 [227]	11/9/09 through 12/31/09	\$354,725.50	\$15,337.15	2/24/10 [287]	\$354,725.50	\$15,337.15	\$ - 0 -
3/15/10 [338]	1/1/10 through 1/31/10	\$292,362.50	\$6,017.66	4/7/10 [402]	\$292,362.50	\$6,017.66	\$ - 0 -
4/26/10 [444]	2/1/10 through 2/28/10	\$255,967.50	\$840.27	5/19/10 [535]	\$255,967.50	\$840.27	\$ - 0 -
5/13/10 [508]	3/1/10 through 3/31/10	\$278,095.50	\$2,824.71	6/7/10 [593]	\$278,095.50	\$2,824.71	\$ - 0 -
6/10/10 [508]	4/1/10 through 4/30/10	\$225,602.50	\$7,655.88	7/7/10 [649]	\$180,482.00	\$7,655.88	\$45,120.50
7/22/10 [670]	5/1/10 through 5/31/10	\$234,259.50	\$3,524.26	8/16/10 [734]	\$187,407.60	\$3,524.26	\$46,851.90
8/20/10 [741]	6/1/10 through 6/30/10	\$235,070.50	\$4,608.21	9/13/10 [790]	\$188,056.40	\$4,608.21	\$47,014.10
9/2/10 [766]	7/1/10 through 7/31/10	\$161,127.50	\$2,593.67	9/24/10 [825]	\$128,902.00	\$2,593.67	\$32,225.50
9/29/10 [832]	8/1/10 through 8/31/10	\$223,917.00	\$5,411.69	10/21/10 [869]	\$179,133.60	\$5,411.69	\$44,783.40
10/15/10 [861]	9/1/10 through 9/30/10	\$163,745.00	\$4,325.02	11/8/10 [907]	\$130,996.00	\$4,325.02	\$32,749.00
Totals		\$2,424,873.00	\$53,138.52		\$2,176,128.60	\$53,138.52	\$248,744.40

ATTACHMENT TO MONTHLY FEE APPLICATION

OCTOBER 1, 2010 THROUGH OCTOBER 31, 2010

SUMMARY OF TIME & FEES BY PROFESSIONAL

Name of Professional	Position	Rate	Total Hours	Total Fees (Prior to Holdback)
Joseph Bondi	Managing Director	\$775	5.4	\$4,185.00
Andrew Sagat	Director	\$500	88.1	\$44,050.00
Michael Eisenberg	Associate	\$400	61.1	\$24,440.00
Doug Lewandowski	Consultant	\$375	27.7	\$10,387.50
Betty Croft	Consultant	\$325	1.2	\$390.00
Mary Napoliello	Paraprofessional	\$200	5.8	\$2,180.00
Total			189.3	<u>\$84,612.50</u>
	Blended Rate \$446.98			

SUMMARY OF TIME & FEES BY MATTER CODE

Matter Code	Description	Total Hours	Total Fees Requested
Bankruptcy Reporting	Preparation or review of financial related disclosures required by the Court, including the MOR and Form 26.	0.8	\$400.00
Bankruptcy Support	Advise and assist the company on matters concerning operating the business under Chapter 11.	6.5	\$3,230.00
Business Planning/Operations	Advise and assist the company with the planning, development, evaluation and implementation of the company's strategic, business and operating plans.	15.5	\$7,140.00
Cash Management	Advise and assist management in treasury matters including the development of weekly cash forecasts, reporting on cash activity and management of letters of credit and bonding matters.	2.6	\$1,170.00
Chapter 11 Plan	Assist the Debtors with supporting and seeking approval of the Plan of Reorganization and Disclosure Statement, overall restructuring actions, case management, identification and evaluation of strategic initiatives and meetings to discuss overall reorganization plan.	76.5	\$34,387.50
Claims	Assist the company with the review and analysis of claims filed against the Debtors.	32.4	\$12,417.50
Coordination & Communication with Stakeholders	Coordinate and fulfill information requests, prepare for and attend meetings and participate in negotiations with the prepetition lenders, other interested parties and their advisors.	9.9	\$4,680.00
Fee Applications	Preparation of monthly and interim fee applications in accordance with court guidelines.	13.9	\$5,065.00
Restructuring Actions	Assist the Debtors with overall restructuring actions, including the sale or disposition of assets, and identification and evaluation of strategic initiatives.	22.0	\$11,742.50
Travel Time	Billable travel time (reflects 50% of time incurred).	9.2	\$4,380.00
	Total	<u>189.3</u>	<u>\$84,612.50</u>
	Blended Rate \$446.98		

SUMMARY OF EXPENSES BY CATEGORY

Expense Category	Service Provider (if applicable)	Expense Amount
Meals	Various	\$70.43
Miscellaneous	Various	\$52.56
Transportation	Various	<u>\$537.42</u>
Total		<u>\$660.41</u>

Annexed hereto are the following schedules for total compensation and reimbursement of expenses sought by the Applicant for the Compensation Period:

1. Exhibit A – Summary of Time by Task
2. Exhibit B – Summary of Time Detail by Professional
3. Exhibit C – Summary of Time Detail by Task by Professional
4. Exhibit D – Time Detail by Task Code which includes a daily time log detailing the activities and services performed by the Applicant on behalf of the Debtor
5. Exhibit E – Summary of Expense by Category
6. Exhibit F - Expense Detail by Professional which includes a breakdown of the Applicant's expenses incurred.

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

In re:	)	Chapter 11
)	
ADVANTA CORP., <i>et al.</i> , ¹	)	Case No. 09- 13931 (KJC)
)	
Debtors.	)	(Jointly Administered)
	)	Objection Deadline:
	)	December 27, 2010
	)	4:00 p.m. EST
	)	Hearing Date: N/A

ELEVENTH MONTHLY FEE STATEMENT OF ALVAREZ & MARSAL NORTH AMERICA, LLC IN ITS CAPACITY AS FINANCIAL ADVISORS TO THE DEBTORS AND DEBTORS-IN-POSSESSION, FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD OCTOBER 1, 2010 THROUGH OCTOBER 31, 2010

For its Eleventh Monthly Fee Statement for Compensation and Reimbursement of Expenses (the “Monthly Fee Statement”) Alvarez & Marsal North America, LLC (the “Applicant”), financial advisors to the Debtors and Debtors-in-Possession (the “Debtors”), respectfully represents as follows:

A. BACKGROUND

1. On November 8, 2009 (the “Commencement Date”), each of the Debtors filed a petition with the Court under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their property as debtors in possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner has been made in these chapter 11 cases.

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), BizEquity Corp. (8960), Ideablob Corp. (0786), Advanta Credit Card Receivables Corp (7955), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328). Information regarding the Debtors’ businesses and the background relating to events leading up to these chapter 11 cases can be found in (i) the Declaration of William A. Rosoff in Support of the Debtors’ Chapter 11 Petitions and First-Day Motions, filed on November 8, 2009, the date the majority of Debtors filed their petitions under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), and (ii) that certain supplement thereto, filed on November 20, 2009, the date Advanta Ventures Inc., BizEquity Corp., Ideablob Corp. and Advanta Credit Card Receivables Corp. filed their chapter 11 cases. The debtors are authorized to continue to operate their businesses and manage their properties as debtors and debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Further, in accordance with an order of this Court, the Debtors’ cases are being jointly administered pursuant to Rule 10159(b) of the Federal Rules of Bankruptcy Procedure.

2. Pursuant to an order entered on December 3, 2009, the employment of Applicant as financial advisors to the Debtors was authorized effective as of November 8, 2009.

3. Applicant has rendered services on behalf of the Debtors from October 1, 2010 through October 31, 2010 (the "Application Period") totaling 188.4 (189.3) hours, and in connection therewith requests allowance of monthly compensation in the amount of \$84,612.50, and reimbursement of expenses in the amount of \$660.41.

4. The Debtors to date have paid Applicant \$1,675,170.61 for services rendered and expenses incurred from the commencement of this case through September 30, 2010. Applicant is holding an unapplied retainer in the amount of \$221,449.34.

5. Applicant maintains contemporaneous records of the time expended for the professional services and expenses related thereto performed in connection with these Chapter 11 cases and such records are maintained in the ordinary course of its business. These records provide a detailed description of the services rendered and expenses incurred during the period for which this Application is being made. Applicant's time records in the sum of \$84,612.50 regarding the Chapter 11 proceedings are annexed hereto as Exhibit D.

B. DESCRIPTION OF SERVICES AND EXPENSES AND RELIEF REQUESTED

6. Applicant's services on behalf of the Debtors are described in detail in Exhibit D. In general, Applicant assisted the Debtors in bankruptcy matters, business planning and other related business activities, and also represented the Debtors in meetings with creditors, advisors, and others.

7. To assist the Court in its review of the fees sought by Applicant, Applicant has separated its time entries in Exhibit D into the following categories:

a. Bankruptcy Reporting. This category contains time assisting the company with the preparation and review of financial related disclosures required by the Court,

including the MOR. The total fees sought under this category for the period October 1, 2010 through October 31, 2010 are \$400.00 (0.8 hours).

b. Bankruptcy Support. This category contains time advising and assisting the company on matters concerning operating the business under Chapter 11. During the Application Period, the Applicant reviewed an executory contract schedule and participated in various calls and meetings with the Debtors and counsel regarding the Debtor's case status and planning. The total fees sought under this category for the period October 1, 2010 through October 31, 2010 are \$3,230.00 (6.5 hours).

c. Business Planning/Operations. This category contains time advising and assisting the company with the planning, development and implementation of the Company's business and liquidation forecasts. During the Application Period, the Applicant reviewed a monthly cash forecast and related support schedules, assisted with the preparation of transition materials for a liquidating trustee and with other miscellaneous matters. The Applicant also participated in meetings and conference calls to review the monthly forecast with the Debtors. The total fees sought under this category for the period October 1, 2010 through October 31, 2010 are \$7,140.00 (15.5 hours).

d. Cash Management. This category includes time spent assisting the Debtors with preparation of cash flow forecasts and budget vs. actual reporting on cash results, and addressing treasury management issues. During the Application Period, the Applicant assisted the Debtors in reviewing the 13-week cash flow forecast and variances, and participated in weekly meetings with Debtor employees and management to review the weekly cash forecast. The total fees sought under this category for the period October 1, 2010 through October 31, 2010 are \$1,170.00 (2.6 hours).

e. Chapter 11 Plan. This category includes time assisting the Debtors with preparing the Chapter 11 Plan and Disclosure Statement. During the Application period,

the Applicant prepared, updated and analyzed a liquidation recovery model which included the treatment of inter-company balances, 3rd party claims, recoverable assets to the Debtors and a forecast of wind-down activity. In addition, the Applicant updated and reviewed a best interest test analysis, compiled Plan and Disclosure Statement support materials, and participated in conference calls with the Debtors and counsel to discuss the Chapter 11 Plan and Disclosure Statement. The Applicant also compiled, reviewed and discussed information requests on various topics relating to the Debtor's Chapter 11 Plan and Disclosure Statement. The total fees sought under this category for the period October 1, 2010 through October 31, 2010 are \$34,387.50 (76.5 hours).

f. Claims. This category includes time spent assisting the Debtors with the claims review process. During the Application Period, the Applicant assisted the Debtors in the review, analysis and classification of filed claims, including type, entity, priority level, and amount of claim. In addition, the Applicant reviewed and prepared a weekly claim data summary and tracking database detailing all reconciled claims, claims subject to further review, and claims subject to objection. The Applicant assisted the Debtors in reviewing and analyzing retail note claims, employee severance claims and other claims and created and prepared Omni 4, 5 and 6 draft filings. The Applicant also participated in various meetings and conference calls regarding the claims process. The total fees sought under this category for the period October 1, 2010 through October 31, 2010 are \$12,417.50 (32.4 hours).

g. Coordination and Communication With Stakeholders. This category includes time coordinating and fulfilling information requests and preparing for discussions with the Official Committee of Unsecured Creditors (the "UCC") and its advisors. During the Application Period, the Applicant participated in conference calls with the advisors to the UCC to discuss the draft Disclosure Statement and Chapter 11 Plan and other miscellaneous

topics. The total fees for the period October 1, 2010 through October 31, 2010 are \$4,680.00 (9.9 hours).

h. Fee Application. This category includes time preparing monthly fee statements in compliance with court guidelines. During the Application Period, the Applicant prepared and reviewed a fee statement and an invoice for the first holdback period. The total fees sought under this category for the period October 1, 2010 through October 31, 2010 are \$5,065.00 (13.9 hours).

i. Restructuring Actions. This category includes time assisting the Debtors with overall restructuring actions, including the sale or disposition of assets and identification and evaluation of strategic alternatives. During the Application Period, the Applicant coordinated and assisted the Debtors' with the sale of the Debtors' artwork, including the review and negotiation of an amendment to the art consignment agreement. The Applicant also assisted the Debtors with recovering value from other corporate assets and participated in weekly meetings and conference calls regarding the status of all of the Debtor's asset sales. The total fees sought under this category for the period October 1, 2010 through October 31, 2010 are \$11,742.50 (22.0 hours).

j. Travel. This category contains non-working travel time on behalf of the Debtor. This time was billed at ½ the time incurred. The total fees sought under this category for the period October 1, 2010 through October 31, 2010 are \$4,380.00 (9.2 hours).

The foregoing general description of services rendered in specific areas is not intended to be exhaustive of the scope of the Applicant's activities on behalf of the Debtors in this case. The time records attached as Exhibit D present more completely the work performed by Applicant in each billing category during the period covered by this Application.

8. Applicant believes that the post-petition services rendered during the period October 1, 2010 through October 31, 2010 on behalf of the Debtors are reasonably worth

the sum of \$84,162.50, and Applicant requests the allowance of such sum. The blended hourly rate for all services post-petition rendered by Applicant is \$446.98.

9. Applicant further requests reimbursement of costs expended on behalf of the Debtors for the period October 1, 2010 through October 31, 2010 in connection with these Chapter 11 proceedings in the sum of \$660.41 as set forth in the summary attached as Exhibit E.

The detailed expense items incurred by professional is attached and outlined as Exhibit F.

10. The expenses incurred by Applicant may include wireless and long distance telephone calls, over-night delivery, travel expenses, local messenger service, meals, postage and duplicating charges, all of which Applicant normally bills to its non-bankruptcy clients at rates calculated to compensate Applicant for only the actual cost of the expense. Applicant does not charge for facsimiles.

11. Applicant has reviewed the requirements of Del.Bankr.LR 2016-2 and believes that this Application complies with the requirements of the same.

WHEREFORE, Applicant prays this Court enter an Order allowing Applicant monthly compensation in the sum of \$84,162.50 and reimbursement of costs expended October 1, 2010 through October 31, 2010 in the sum of \$660.41, directing prompt payment of the same by the Debtors to the extent not previously paid, approval to draw down the unapplied retainer, and granting such other and further relief as may be just.

Dated: December 6, 2010
New York, NY

Respectfully submitted,

**ALVAREZ & MARSAL NORTH
AMERICA, LLC**

/s/ Joseph A. Bondi
Joseph A. Bondi
600 Lexington Avenue
6th Floor
New York, NY 10022
Telephone: 646.495.3600
Facsimile: 212.759.5532
jbondi@alvarezandmarsal.com

Financial Advisors for the Debtors
and Debtors-in-Possession

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

-----X
In re : Chapter 11
ADVANTA CORP., et al., : Case No. 09-13931 (KJC)
Debtors.¹ : (Jointly Administered)
: Obj. Deadline: 12/27/2010 at 4:00 p.m. (EST)
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NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that Alvarez & Marsal North America, LLC (the “*Applicant*”) has today filed the attached **Eleventh Monthly Fee Statement of Alvarez & Marsal North America, LLC in Their Capacity as Financial Advisors to the Debtors and Debtors-in-Possession, for Compensation and Reimbursement of Expenses Incurred for the Period October 1, 2010 through October 31, 2010** (the “*Application*”) with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 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 “*Administrative Order*”) and must be filed with the Clerk of the Bankruptcy Court, and be served upon and

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).

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, 885 Third Avenue, New York, New York 10022-4834 (Attn: Roger G. Schwartz); (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 December 27, 2010** (the “*Objection Deadline*”).

PLEASE TAKE FURTHER NOTICE that if a response or objection to the Application is timely filed, served and received in accordance with this notice and the Administrative Order, and such objection cannot be resolved, a hearing on the Application and such objection 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 Administrative Order and the procedures described herein will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Administrative Order, if no objection is filed by the Objection Deadline, the Applicant will be paid 80 percent of the fees and 100 percent of expenses requested in the Application and, if an objection is filed by the Objection Deadline, the Applicant will be paid 80 percent of the fees and 100 percent of the expenses not subject to such objection, each without the need for further order of the Bankruptcy Court.

Dated: December 6, 2010
Wilmington, Delaware

Respectfully submitted,



Mark D. Collins (No. 2981)
Paul N. Heath (No. 3704)
Chun I. Jang (No. 4790)
Zachary I. Shapiro (No. 5103)
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- and -

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ATTORNEYS FOR THE DEBTORS
AND DEBTORS IN POSSESSION

*Advanta Corp., et al.,
Summary of Time Detail by Task
October 1, 2010 through October 31, 2010*

<i>Task Description</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Bankruptcy Reporting	0.8	\$400.00
Bankruptcy Support	6.5	\$3,230.00
Business Planning / Operations	15.5	\$7,140.00
Cash Management	2.6	\$1,170.00
Chapter 11 Plan	76.5	\$34,387.50
Claims	32.4	\$12,417.50
Coordination & Communication with Stakeholders	9.9	\$4,680.00
Fee Applications	13.9	\$5,065.00
Restructuring Actions	22.0	\$11,742.50
Travel Time	9.2	\$4,380.00
	<i>Total</i>	<i>\$84,612.50</i>

*Advanta Corp., et al.,
Summary of Time Detail by Professional
October 1, 2010 through October 31, 2010*

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Joseph Bondi	Managing Director	\$775.00	5.4	\$4,185.00
Andrew Sagat	Director	\$500.00	88.1	\$44,050.00
Michael Eisenberg	Associate	\$400.00	61.1	\$24,440.00
Doug Lewandowski	Consultant	\$375.00	27.7	\$10,387.50
Betty Croft	Consultant	\$325.00	1.2	\$390.00
Mary Napoliello	Paraprofessional	\$200.00	5.8	\$1,160.00
		<i>Total</i>	189.3	<u>\$84,612.50</u>

*Advanta Corp., et al.,
Summary of Time Detail by Professional
October 1, 2010 through October 31, 2010*

Bankruptcy Reporting

Preparation or review of financial related disclosures required by the Court,
including the MOR and Form 26.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Andrew Sagat	Director	\$500	0.8	\$400.00
			<u>0.8</u>	<u>\$400.00</u>
			<u>0.8</u>	<u>\$400.00</u>
		<i>Average Billing Rate</i>		<u>\$500.00</u>

*Advanta Corp., et al.,
Summary of Time Detail by Professional
October 1, 2010 through October 31, 2010*

Bankruptcy Support

Advise and assist the company on matters concerning operating the business under Chapter 11.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Joseph Bondi	Managing Director	\$775	0.4	\$310.00
Andrew Sagat	Director	\$500	4.8	\$2,400.00
Michael Eisenberg	Associate	\$400	1.3	\$520.00
			<u>6.5</u>	<u>\$3,230.00</u>
		<i>Average Billing Rate</i>		<u>\$496.92</u>

*Advanta Corp., et al.,
Summary of Time Detail by Professional
October 1, 2010 through October 31, 2010*

Business Planning / Operations Advise and assist the company with the planning, development, evaluation and implementation of the company's strategic, business and operating plans.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Andrew Sagat	Director	\$500	9.4	\$4,700.00
Michael Eisenberg	Associate	\$400	6.1	\$2,440.00
			15.5	\$7,140.00
				\$460.65

*Advanta Corp., et al.,
Summary of Time Detail by Professional
October 1, 2010 through October 31, 2010*

Cash Management

Advise and assist management in treasury matters including the development of weekly cash forecasts, reporting on cash activity and management of letters of credit and bonding matters.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Andrew Sagat	Director	\$500	1.3	\$650.00
Michael Eisenberg	Associate	\$400	1.3	\$520.00
			2.6	\$1,170.00
				\$450.00

*Advanta Corp., et al.,
Summary of Time Detail by Professional
October 1, 2010 through October 31, 2010*

Chapter 11 Plan

Assist the Debtors with supporting and seeking approval of the Plan of Reorganization and Disclosure Statement, overall restructuring actions, case management, identification and evaluation of strategic initiatives and meetings to discuss overall reorganization plan.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Joseph Bondi	Managing Director	\$775	1.7	\$1,317.50
Andrew Sagat	Director	\$500	31.5	\$15,750.00
Michael Eisenberg	Associate	\$400	43.3	\$17,320.00
			<hr/> 76.5	<hr/> \$34,387.50
			<hr/> <hr/>	<hr/> <hr/>
		<i>Average Billing Rate</i>		\$449.51
				<hr/> <hr/>

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Claims

Advise and assist the company with the review of claims filed against the Debtors.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Andrew Sagat	Director	\$500	2.4	\$1,200.00
Betty Croft	Consultant	\$325	1.2	\$390.00
Doug Lewandowski	Consultant	\$375	27.7	\$10,387.50
Michael Eisenberg	Associate	\$400	1.1	\$440.00
			<hr/>	<hr/>
			32.4	\$12,417.50
			<hr/>	<hr/>
		<i>Average Billing Rate</i>		\$383.26
				<hr/>

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**Coordination & Communication
with Stakeholders**

Coordinate and fulfill information requests, prepare for and attend meetings and participate in negotiations with the prepetition lenders, other interested parties and their advisors.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Andrew Sagat	Director	\$500	7.2	\$3,600.00
Michael Eisenberg	Associate	\$400	2.7	\$1,080.00
			<u>9.9</u>	<u>\$4,680.00</u>
		<i>Average Billing Rate</i>		<u>\$472.73</u>

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Fee Applications

Preparation of monthly and interim fee applications in accordance with court guidelines.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Joseph Bondi	Managing Director	\$775	0.6	\$465.00
Andrew Sagat	Director	\$500	4.4	\$2,200.00
Michael Eisenberg	Associate	\$400	3.1	\$1,240.00
Mary Napoliello	Paraprofessional	\$200	5.8	\$1,160.00
			<u>13.9</u>	<u>\$5,065.00</u>
		<i>Average Billing Rate</i>		<u>\$364.39</u>

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Restructuring Actions

Assist the Debtors with overall restructuring actions, including the sale or disposition of assets, and identification and evaluation of strategic initiatives.

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Joseph Bondi	Managing Director	\$775	2.7	\$2,092.50
Andrew Sagat	Director	\$500	19.3	\$9,650.00
			22.0	\$11,742.50
				\$533.75

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Travel Time

Billable travel time (reflects 50% of time incurred).

<i>Professional</i>	<i>Position</i>	<i>Billing Rate</i>	<i>Sum of Hours</i>	<i>Sum of Fees</i>
Andrew Sagat	Director	\$500	7.0	\$3,500.00
Michael Eisenberg	Associate	\$400	2.2	\$880.00
			9.2	\$4,380.00
				\$476.09

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Bankruptcy Reporting

Professional	Date	Hours	Activity
Andrew Sagat	10/18/2010	0.8	Review of September MOR draft.
Subtotal		0.8	

Bankruptcy Support

Professional	Date	Hours	Activity
Andrew Sagat	10/4/2010	0.9	Prepare for and participate in call with Advanta and Weil re: executory contracts and related review and follow-up.
Andrew Sagat	10/4/2010	0.6	Prepare for and participate in call with Weil re: executory contracts schedule and other case updates.
Andrew Sagat	10/5/2010	0.6	Prepare for and participate in call with Weil regarding insurance coverage and other matters.
Andrew Sagat	10/7/2010	0.2	Prepare for and participate in weekly update call.
Michael Eisenberg	10/7/2010	0.2	Prepare for and participate in weekly update call.
Andrew Sagat	10/14/2010	0.3	Prepare for and participate in weekly update call.
Andrew Sagat	10/14/2010	0.3	Prepare for and participate in call with Weil re: follow-up to update call.
Michael Eisenberg	10/14/2010	0.3	Prepare for and participate in weekly update call.
Andrew Sagat	10/21/2010	0.4	Prepare for and participate in weekly update call.
Michael Eisenberg	10/21/2010	0.4	Prepare for and participate in weekly update call.
Andrew Sagat	10/22/2010	0.6	Review of Schedule 8.1 draft and related correspondence.
Andrew Sagat	10/26/2010	0.5	Compilation of information regarding the deferred compensation motion.
Andrew Sagat	10/28/2010	0.4	Prepare for and participate in weekly update call.
Joseph Bondi	10/28/2010	0.4	Team call re: status of Chapter 11 issues and related follow up.
Michael Eisenberg	10/28/2010	0.4	Prepare for and participate in weekly update call.
Subtotal		6.5	

Business Planning / Operations

Professional	Date	Hours	Activity
Andrew Sagat	10/4/2010	0.5	Prepare for and participate in call with FTI re: liquidating trustee transition.

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Business Planning / Operations

Professional	Date	Hours	Activity
Andrew Sagat	10/6/2010	0.3	Prepare for and participate in asset update meeting.
Michael Eisenberg	10/6/2010	0.3	Prepare for and participate in asset update meeting.
Andrew Sagat	10/7/2010	1.2	Review of roadmap file.
Andrew Sagat	10/8/2010	0.5	Review of credit card receivable vintage reports.
Andrew Sagat	10/12/2010	0.6	Review of draft October monthly forecast.
Andrew Sagat	10/12/2010	0.4	Prepare for and participate in meeting with Advanta regarding transition plan.
Andrew Sagat	10/12/2010	1.6	Prepare art sale transition roadmap file.
Michael Eisenberg	10/12/2010	2.1	Prepare automobile transition roadmap file.
Michael Eisenberg	10/12/2010	0.8	Review of draft October monthly forecast.
Andrew Sagat	10/13/2010	0.5	Prepare for and participate in weekly asset realization call.
Andrew Sagat	10/13/2010	0.5	Review of and revisions to art roadmap write-up and related correspondence.
Andrew Sagat	10/13/2010	1.5	Prepare COLI transition write-up for roadmap document.
Michael Eisenberg	10/13/2010	0.5	Prepare for and participate in weekly asset realization call.
Andrew Sagat	10/14/2010	0.6	Review of updated incentive bonus calculation.
Andrew Sagat	10/14/2010	0.5	Review of and provide comments to automobile roadmap write-up.
Michael Eisenberg	10/14/2010	0.9	Prepare updated incentive bonus calculation.
Michael Eisenberg	10/14/2010	0.8	Edit automobile roadmap write-up.
Andrew Sagat	10/20/2010	0.4	Prepare for and participate in weekly asset realization meeting.
Michael Eisenberg	10/20/2010	0.4	Prepare for and participate in weekly asset realization meeting.
Andrew Sagat	10/27/2010	0.3	Prepare for and participate in weekly asset realization call.
Michael Eisenberg	10/27/2010	0.3	Prepare for and participate in weekly asset realization call.
Subtotal		15.5	

Cash Management

Professional	Date	Hours	Activity
Andrew Sagat	10/6/2010	0.4	Prepare for and participate in cash flow update meeting.
Michael Eisenberg	10/6/2010	0.4	Prepare for and participate in cash flow update meeting.

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Cash Management

Professional	Date	Hours	Activity
Andrew Sagat	10/13/2010	0.3	Prepare for and participate in weekly cash flow call.
Michael Eisenberg	10/13/2010	0.3	Prepare for and participate in weekly cash flow call.
Andrew Sagat	10/20/2010	0.3	Prepare for and participate in weekly cash flow meeting.
Michael Eisenberg	10/20/2010	0.3	Prepare for and participate in weekly cash flow meeting.
Andrew Sagat	10/27/2010	0.3	Prepare for and participate in weekly cash call.
Michael Eisenberg	10/27/2010	0.3	Prepare for and participate in weekly cash call.
Subtotal		2.6	

Chapter 11 Plan

Professional	Date	Hours	Activity
Andrew Sagat	10/1/2010	1.8	Review of intercompany reconciliations to MOR and related discussions.
Andrew Sagat	10/1/2010	0.8	Review of Q&A file for retail noteholder questions.
Andrew Sagat	10/1/2010	1.0	Prepare for and participate in call with L. Preston (Advanta) re: noteholder questions file.
Andrew Sagat	10/1/2010	2.0	Review of updated liquidation models and bridges for distribution internally.
Michael Eisenberg	10/1/2010	3.1	Prepare liquidation models and bridges for distribution internally.
Michael Eisenberg	10/1/2010	3.2	Prepare intercompany reconciliations to MOR and related discussions.
Andrew Sagat	10/4/2010	1.0	Review of Best Interests Test files in response to internal diligence question and related discussions with Advanta.
Andrew Sagat	10/4/2010	0.5	Correspondence with Advanta regarding FTI diligence requests related to the credit card portfolio.
Andrew Sagat	10/4/2010	0.3	Review of updated Q&A file for retail noteholder questions.
Michael Eisenberg	10/4/2010	2.7	Prepare Best Interests Test files in response to internal diligence question and related discussions with Advanta.
Andrew Sagat	10/5/2010	2.6	Review of updated liquidation models and support materials and distribution to FTI.
Michael Eisenberg	10/5/2010	3.1	Prepare updated liquidation models and support materials and distribution to FTI.
Andrew Sagat	10/6/2010	0.5	Prepare for and participate in call with Weil regarding disclosure statement updates.

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Chapter 11 Plan

Professional	Date	Hours	Activity
Andrew Sagat	10/7/2010	0.5	Review of subordinated notes calculation and email correspondence.
Andrew Sagat	10/7/2010	0.7	Review of UCC mark-up to draft Chapter 11 plan.
Andrew Sagat	10/11/2010	0.2	Review of updated Q&A file for retail noteholder questions.
Andrew Sagat	10/11/2010	0.5	Review of cost reserve analysis.
Michael Eisenberg	10/11/2010	0.9	Prepare cost reserve analysis in liquidation model.
Andrew Sagat	10/12/2010	1.0	Review of blackline to draft Chapter 11 plan and correspondence related to trust assets.
Joseph Bondi	10/12/2010	0.4	Conference re: Creditor Committee comments to Plan of Reorganization draft.
Michael Eisenberg	10/12/2010	1.2	Review of blackline to draft Chapter 11 plan and correspondence related to trust assets.
Andrew Sagat	10/13/2010	1.0	Review of and revisions to Best Interests test write-up for Disclosure Statement.
Andrew Sagat	10/13/2010	0.6	Prepare for and participate in call with Advanta re: Disclosure Statement open items and related follow-up correspondence.
Michael Eisenberg	10/13/2010	1.2	Prepare and edit Best Interests test write-up for Disclosure Statement.
Michael Eisenberg	10/13/2010	0.6	Prepare for and participate in call with Advanta re: Disclosure Statement open items and related follow-up correspondence.
Andrew Sagat	10/18/2010	0.2	Review of additional comments to the Plan and Disclosure Statement from Latham.
Michael Eisenberg	10/18/2010	0.2	Review of additional comments to the Plan and Disclosure Statement from Latham.
Joseph Bondi	10/19/2010	0.5	Discussion of current issues.
Andrew Sagat	10/20/2010	1.9	Prepare and review model to allocate cash amounts to liquidating trusts and distribute internally for review.
Andrew Sagat	10/20/2010	1.0	Prepare for and participate in meeting with Advanta regarding Plan open items and related follow-up correspondence.
Michael Eisenberg	10/20/2010	2.1	Prepare and review model to allocate cash amounts to liquidating trusts and distribute internally for review.
Michael Eisenberg	10/20/2010	1.0	Prepare for and participate in meeting with Advanta regarding Plan open items and related follow-up correspondence.
Andrew Sagat	10/21/2010	1.5	Review of updated Plan and Disclosure Statement drafts, including quality check of financial information.
Andrew Sagat	10/21/2010	0.7	Compilation of support information for amounts disclosed in the Disclosure Statement.

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Chapter 11 Plan

Professional	Date	Hours	Activity
Michael Eisenberg	10/21/2010	2.5	Compilation of support information for amounts disclosed in the Disclosure Statement.
Michael Eisenberg	10/21/2010	1.9	Review of updated Plan and Disclosure Statement drafts.
Andrew Sagat	10/25/2010	1.1	Review of claims bridge schedule prepared in response to request by UCC advisors, discuss and provide comments internally.
Joseph Bondi	10/25/2010	0.8	Review of revised draft of Disclosure Statement.
Michael Eisenberg	10/25/2010	3.1	Prepare claims bridge schedule prepared in response to request by UCC advisors.
Andrew Sagat	10/26/2010	0.5	Review of liquidation models for responses to internal review questions.
Andrew Sagat	10/26/2010	0.8	Prepare for and participate in call with Weil regarding threshold for convenience class treatment in the Disclosure Statement and related follow-up.
Andrew Sagat	10/26/2010	1.5	Review of updated convenience claims analysis for impact on retail noteholders and related discussions.
Michael Eisenberg	10/26/2010	0.8	Prepare for and participate in call with Weil regarding threshold for convenience class treatment in the Disclosure Statement and related follow-up.
Michael Eisenberg	10/26/2010	3.2	Prepare updated convenience claims analysis for impact on retail noteholders and related discussions.
Michael Eisenberg	10/26/2010	3.3	Prepare updated liquidation models for responses to internal review questions.
Andrew Sagat	10/27/2010	0.8	Review of revised convenience claims analysis.
Andrew Sagat	10/27/2010	1.3	Review of revised Disclosure Statement information.
Andrew Sagat	10/27/2010	1.7	Review of and revisions to Best Interests test support schedules.
Andrew Sagat	10/27/2010	0.4	Prepare for and participate in call with Weil regarding Disclosure Statement.
Michael Eisenberg	10/27/2010	1.3	Review of revised Disclosure Statement information.
Michael Eisenberg	10/27/2010	3.1	Revise Best Interests test support schedules.
Michael Eisenberg	10/27/2010	0.4	Prepare for and participate in call with Weil regarding Disclosure Statement.
Andrew Sagat	10/28/2010	0.7	Participate in discussions with Weil and FTI and internally regarding the convenience class threshold.
Andrew Sagat	10/28/2010	0.3	Review of revised convenience claims analysis.
Andrew Sagat	10/28/2010	0.6	Participate in various discussions and correspondence regarding benefit provisions in Chapter 11 Plan.

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Chapter 11 Plan

Professional	Date	Hours	Activity
Andrew Sagat	10/28/2010	0.6	Prepare for and participate in call with Advanta regarding Disclosure Statement open items and other miscellaneous case updates.
Michael Eisenberg	10/28/2010	0.6	Prepare for and participate in call with Advanta regarding Disclosure Statement open items and other miscellaneous case updates.
Michael Eisenberg	10/28/2010	0.7	Participate in discussions with Weil and FTI and internally regarding the convenience class threshold.
Andrew Sagat	10/29/2010	0.9	Review of revised Disclosure Statement data points summary and updated liquidation models.
Michael Eisenberg	10/29/2010	3.1	Prepare updated liquidation models for responses to internal review questions.
Subtotal		76.5	

Claims

Professional	Date	Hours	Activity
Betty Croft	6/3/2010	1.2	Create Omnibus Objection Exhibit for Equity.
Doug Lewandowski	10/4/2010	1.5	Create no liability objection exhibit for J. Ganesh (Weil) review.
Doug Lewandowski	10/4/2010	0.5	Create listing of mortgage litigation claims for J. Ganesh (Weil) review.
Andrew Sagat	10/5/2010	0.8	Review of duplicated retail note claims file and discuss with D. Lewandowski (A&M).
Doug Lewandowski	10/5/2010	0.4	Correspond with A. Sagat (AM) regarding duplicative retail note claims.
Andrew Sagat	10/6/2010	0.6	Prepare for and participate in claims review call with Advanta and A&M (M. Eisenberg, D. Lewandowski).
Doug Lewandowski	10/6/2010	0.5	Weekly claims call with Weil, Advanta, A. Sagat (AM) and M. Eisenberg (AM).
Doug Lewandowski	10/6/2010	0.8	Review and update the unresolved claims listing for claims call.
Doug Lewandowski	10/6/2010	0.4	Update claims register with changes from conference call.
Michael Eisenberg	10/6/2010	0.6	Prepare for and participate in claims review call with Advanta and A&M (A. Sagat, D. Lewandowski).
Doug Lewandowski	10/19/2010	1.3	Create weekly claims report.
Doug Lewandowski	10/19/2010	1.1	Identify transferred claims in the GCG data and compare with what is currently listed in BART.
Doug Lewandowski	10/19/2010	1.6	Review and update claimant addresses from GCG file.

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Claims

Professional	Date	Hours	Activity
Doug Lewandowski	10/19/2010	0.3	Discussion with GCG and J. Ganesh (Weil) regarding claims transfers.
Doug Lewandowski	10/19/2010	0.5	Correspond with D. Zeiser (GCG) regarding title transfer claims.
Doug Lewandowski	10/19/2010	0.8	Load new claims into BART.
Doug Lewandowski	10/19/2010	0.4	Correspond with J. Hertzberg (AM) regarding title transfers on retail note claims.
Andrew Sagat	10/20/2010	0.5	Prepare for and participate in claims update call.
Doug Lewandowski	10/20/2010	0.2	Extract claim images for D. Epstein (ADV) review.
Doug Lewandowski	10/20/2010	0.4	Correspond with J. Ganesh (Weil) regarding Omni 4 filing.
Doug Lewandowski	10/20/2010	0.6	Review additional duplicative claims identified by J. Ganesh (Weil) for Omni 4.
Michael Eisenberg	10/20/2010	0.5	Prepare for and participate in claims update call.
Doug Lewandowski	10/21/2010	1.6	Review books and records claims and update reasons for reduction.
Doug Lewandowski	10/21/2010	1.3	Identify claims with insufficient documentation and create Omni 5 draft exhibit.
Doug Lewandowski	10/21/2010	1.4	Review retail note title transfers for discrepancies.
Doug Lewandowski	10/21/2010	0.7	Create Omni 6 draft exhibit for Weil review.
Andrew Sagat	10/22/2010	0.5	Review of amended executive proofs of claim.
Doug Lewandowski	10/22/2010	0.8	Update Omni 6 with wrong Debtor claims.
Doug Lewandowski	10/22/2010	1.3	Update BART with the file events for Omni 4.
Doug Lewandowski	10/25/2010	1.5	Update the duplicative retail note holder claim exhibit with changes from J. Ganesh (Weil).
Doug Lewandowski	10/25/2010	2.1	Update BART with retail note title transfers.
Doug Lewandowski	10/25/2010	0.8	Create revised listing of duplicative retail note holder claims for J. Ganesh (Weil) review.
Doug Lewandowski	10/26/2010	0.6	Update duplicative retail note claim exhibit for J. Ganesh (Weil).
Doug Lewandowski	10/26/2010	0.7	Review unresolved claims and circulate reviewed report for bi-weekly claims call.
Doug Lewandowski	10/26/2010	1.5	Update additional retail note title transfers with changes from GCG.
Doug Lewandowski	10/26/2010	2.1	Create weekly claims report for bi-weekly claims call.

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Claims

Professional	Date	Hours	Activity
Subtotal		32.4	

Coordination & Communication with Stakeholders

Professional	Date	Hours	Activity
Andrew Sagat	10/5/2010	0.5	Prepare for and participate in call with FTI regarding credit card portfolio statistics and insurance.
Andrew Sagat	10/6/2010	0.7	Prepare email response to Latham regarding retail note duplicate claims.
Andrew Sagat	10/7/2010	0.3	Prepare for and participate in call with L. Park (FTI) re: status of diligence requests.
Andrew Sagat	10/12/2010	0.6	Prepare for and participate in call with FTI regarding transition plan.
Andrew Sagat	10/15/2010	0.5	Prepare for and participate in call with L. Park (FTI) regarding diligence request list.
Andrew Sagat	10/15/2010	0.7	Coordination of diligence requests from UCC advisors.
Michael Eisenberg	10/15/2010	0.3	Review diligence requests from UCC advisors.
Andrew Sagat	10/19/2010	0.4	Prepare for and participate in call with FTI regarding Disclosure Statement diligence and related follow-up.
Michael Eisenberg	10/19/2010	0.4	Prepare for and participate in call with FTI regarding Disclosure Statement diligence and related follow-up.
Andrew Sagat	10/26/2010	0.4	Prepare for and participate in call with L. Park (FTI) regarding COLI diligence materials.
Andrew Sagat	10/27/2010	1.0	Prepare for and participate in call with L. Park (FTI) Regarding Disclosure Statement diligence.
Michael Eisenberg	10/27/2010	1.0	Prepare for and participate in call with L. Park (FTI) Regarding Disclosure Statement diligence.
Andrew Sagat	10/28/2010	0.5	Coordination with Advanta and FTI regarding insurance renewals.
Andrew Sagat	10/28/2010	1.0	Prepare for and participate in call with FTI regarding Disclosure Statement diligence and respond to follow-up diligence questions.
Michael Eisenberg	10/28/2010	1.0	Prepare for and participate in call with FTI regarding Disclosure Statement diligence and respond to follow-up diligence questions.
Andrew Sagat	10/29/2010	0.6	Coordinate diligence response regarding insurance renewals.
Subtotal		9.9	

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Fee Applications

Professional	Date	Hours	Activity
Mary Napoliello	10/2/2010	1.3	Review and edit September data.
Andrew Sagat	10/3/2010	1.2	Review of draft September fee statement.
Mary Napoliello	10/3/2010	1.7	Continue to work on Sept data exhibit; send first draft to M. Eisenberg (A&M).
Michael Eisenberg	10/3/2010	1.7	Prepare draft September fee statement.
Andrew Sagat	10/4/2010	0.9	Review of revised September fee statement draft.
Joseph Bondi	10/4/2010	0.6	Review A&M Tenth Fee Application.
Mary Napoliello	10/4/2010	2.8	Work on multiple edits to Sept exhibits; send to counsel.
Michael Eisenberg	10/4/2010	1.1	Prepare revised September fee statement draft.
Andrew Sagat	10/6/2010	0.3	Correspondence with Weil and Advanta regarding fee statements.
Andrew Sagat	10/14/2010	0.9	Review of revised September fee statement.
Andrew Sagat	10/22/2010	0.3	Review of omnibus order regarding the first interim fee application.
Michael Eisenberg	10/22/2010	0.3	Review of omnibus order regarding the first interim fee application.
Andrew Sagat	10/26/2010	0.8	Prepare invoice for first interim fee period holdback.
Subtotal		13.9	

Restructuring Actions

Professional	Date	Hours	Activity
Andrew Sagat	10/1/2010	0.7	Correspondence with R. Vara and Advanta re: art auction results and other related matters.
Andrew Sagat	10/1/2010	0.5	Review of records for information regarding sale of NetJets interests.
Andrew Sagat	10/4/2010	0.5	Review of droite de suite calculation for art auction in Paris.
Andrew Sagat	10/4/2010	0.5	Prepare and participate in internal call regarding sale of art and other case updates.
Andrew Sagat	10/4/2010	1.2	Prepare for and participate in call with R. Vara (VGFA) re: sale of Mitchell work in Paris and review of related correspondence.
Joseph Bondi	10/4/2010	0.4	Conference re: disposition of art work.
Andrew Sagat	10/5/2010	2.0	Correspondence with Weil, VGFA and FTI regarding agreement letter to transfer artwork to Christie's Paris sale.
Andrew Sagat	10/5/2010	0.3	Follow up with Advanta regarding COLI support materials.

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Restructuring Actions

Professional	Date	Hours	Activity
Andrew Sagat	10/6/2010	0.5	Prepare for and participate in call with Advanta regarding Class D notes.
Andrew Sagat	10/7/2010	1.8	Preparation of updated art sale proceeds forecast and sales results file.
Andrew Sagat	10/8/2010	1.0	Review of Christie's amendment to consignment agreement and related documents.
Andrew Sagat	10/13/2010	1.1	Coordination regarding interest in extended terms for sale of Hodgkins work prior to London auction.
Joseph Bondi	10/13/2010	1.5	Conferences re: sale of artwork.
Andrew Sagat	10/14/2010	0.6	Review of Christie's extended terms agreement and coordination of approvals.
Andrew Sagat	10/15/2010	0.5	Correspond with Advanta regarding sale of Hodgkins work in London auction.
Andrew Sagat	10/18/2010	0.6	Prepare for and participate in a call with Weil, Christie's and VGFA regarding the sale of the Mitchell work in the Paris auction and related follow-up.
Joseph Bondi	10/18/2010	0.4	Conference with Barclay's re: potential sale of asset.
Andrew Sagat	10/19/2010	0.3	Prepare for and participate in call with Weil regarding sale of Mitchell work in Paris.
Andrew Sagat	10/20/2010	1.1	Review of draft amendment to Christie's consignment agreement for sale of Mitchell work in Paris auction and related discussions.
Andrew Sagat	10/20/2010	0.5	Discussions and related correspondence with Advanta and Weil regarding COLI policies.
Andrew Sagat	10/21/2010	0.2	Prepare for and participate in call with Weil and Latham regarding COLI policy diligence.
Andrew Sagat	10/22/2010	0.5	Coordination of approvals for prints sale reserve prices.
Andrew Sagat	10/22/2010	0.6	Prepare for and participate in call with VGFA regarding prints sale estimates and reserve prices.
Andrew Sagat	10/22/2010	0.6	Coordination of responses to diligence questions on COLI policies including call with Advanta.
Andrew Sagat	10/25/2010	0.7	Review of markup to Christie's amendment and provide comments internally.
Andrew Sagat	10/25/2010	0.6	Review of email and attachment from VGFA regarding rationale for prints estimates and related follow-up correspondence.
Andrew Sagat	10/27/2010	0.4	Participate in internal discussion regarding art auction results.
Andrew Sagat	10/27/2010	0.7	Update art forecast schedule for latest actual results.
Joseph Bondi	10/27/2010	0.4	Discussion re: results of art work auction.

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Restructuring Actions

Professional	Date	Hours	Activity
Andrew Sagat	10/28/2010	0.5	Review revised Christie's amendment to the consignment agreement.
Andrew Sagat	10/29/2010	0.8	Review of revised Christie's amendment to the consignment agreement and coordination with Weil regarding distribution to Advanta.
Subtotal		22.0	

Travel Time

Professional	Date	Hours	Activity
Andrew Sagat	10/5/2010	2.2	Non-working round-trip travel from New York to Advanta at 50%.
Michael Eisenberg	10/5/2010	2.2	Non-working round-trip travel from New York to Advanta at 50%.
Andrew Sagat	10/12/2010	2.5	Non-working roundtrip travel from New York to Advanta.
Andrew Sagat	10/20/2010	2.3	Non-working round-trip travel from New York to Advanta.
Subtotal		9.2	

Grand Total 189.3

*Advanta Corp., et al.,
Summary of Expense Detail by Category
October 1, 2010 through October 31, 2010*

<i>Expense Category</i>	<i>Sum of Expenses</i>
Meals	\$70.43
Miscellaneous	\$52.56
Transportation	\$537.42
	<i>Total</i>
	\$660.41

*Advanta Corp., et al.,
Expense Detail by Category
October 1, 2010 through October 31, 2010*

Meals

Professional/Service	Date	Expense	Expense Description
Michael Eisenberg	10/5/2010	\$10.53	Out of town breakfast - Eisenberg/Sagat.
Michael Eisenberg	10/5/2010	\$59.90	Out of town dinner - Eisenberg/Sagat.
Expense Category Total		\$70.43	

Miscellaneous

Professional/Service	Date	Expense	Expense Description
Andrew Sagat	10/5/2010	\$16.14	Verizon conference call charges.
Andrew Sagat	10/27/2010	\$20.43	Wireless usage charges (9/23/10 - 10/23/10).
Doug Lewandowski	10/27/2010	\$7.94	Wireless usage charges (9/23/10 - 10/23/10).
Joseph Bondi	10/27/2010	\$0.81	Wireless usage charges (9/23/10 - 10/23/10).
Michael Eisenberg	10/27/2010	\$7.24	Wireless usage charges (9/23/10 - 10/23/10).
Expense Category Total		\$52.56	

Transportation

Professional/Service	Date	Expense	Expense Description
Andrew Sagat	10/1/2010	\$12.45	Tolls from Manhattan to Conshohocken, PA.
Andrew Sagat	10/12/2010	\$30.90	Tolls from Manhattan to Conshohocken, PA.
Andrew Sagat	10/12/2010	\$138.99	Rental car - 1 day.
Andrew Sagat	10/20/2010	\$30.90	Tolls from Manhattan to Conshohocken, PA.
Andrew Sagat	10/20/2010	\$96.52	Rental car - 1 day.
Michael Eisenberg	10/5/2010	\$7.00	Taxi from Hertz office to home.
Michael Eisenberg	10/5/2010	\$147.86	Rental car from Manhattan to Conshohocken, PA.
Michael Eisenberg	10/18/2010	\$15.70	Tolls from Manhattan to Conshohocken, PA.
Michael Eisenberg	10/20/2010	\$14.20	Tolls from Manhattan to Conshohocken, PA.
Michael Eisenberg	10/22/2010	\$21.45	Tolls from Manhattan to Conshohocken, PA.
Michael Eisenberg	10/30/2010	\$21.45	Tolls from Manhattan to Conshohocken, PA.
Expense Category Total		\$537.42	

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Expense Detail by Category
October 1, 2010 through October 31, 2010*

Grand Total

\$660.41