

**PLEASE CAREFULLY REVIEW THIS NOTICE.  
SUBSTANTIVE RIGHTS MAY BE AFFECTED.**

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

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*In re* : Chapter 11  
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ADVANTA CORP., *et al.*, : Case No. 09-13931 (KJC)  
:   
Debtors.<sup>1</sup> : (Jointly Administered)  
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**NOTICE OF OBJECTION TO CERTAIN INVESTMENT NOTE  
CLAIMS AND REDIRESERVE CERTIFICATE CLAIMS**

**TO ALL PERSON AND ENTITIES WITH CLAIMS AGAINST ADVANTA CORP. (“Advanta”) ARISING FROM OWNERSHIP OF INVESTMENT NOTES AND/OR REDIRESERVE CERTIFICATES, PLEASE TAKE NOTICE THAT:**

1. On November 8, 2009, Advanta filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code.
2. On November 2, 2010, the Debtors filed their Joint Plan Under Chapter 11 of the Bankruptcy Code (the “*Plan*”) [Docket No. 895] with the United States Bankruptcy Court for the District of Delaware (the “*Bankruptcy Court*”). Additional information about the Plan and the procedures for voting on the Plan are enclosed separately.
3. On April 24, 2010, The Bank of New York Mellon, as indenture trustee for the Investment Notes<sup>2</sup> and the RediReserve Certificates under that certain indenture dated October 23, 1995, filed a proof of claim, assigned claim number 941 (the “*BNYM Claim*”), on behalf of all holders of Investment Notes and RediReserve Certificates in the amount of \$140,622,493.80.
4. Certain holders of Investment Notes and RediReserve Certificates filed individual proofs of claims for principal and interest on account of Investment Notes and/or RediReserve Certificates that are duplicative of the BNYM Claim. Schedule 12.10 of the Plan (“*Schedule 12.10*”) lists all proofs of claim that the Debtors believe are duplicative of the BNYM Claim.

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<sup>1</sup> The Debtors in these jointly administered chapter 11 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).

<sup>2</sup> Capitalized terms used and not otherwise defined herein shall have the meaning ascribed to them in the Plan.

5. The Plan provides that the BNYM Claim will be allowed in the amount of \$140,622,493.80 and holders of Investment Notes and RediReserve Certificates as of the Distribution Record Date will receive distributions on account of such claims as provided in the Plan. **If you would like to confirm that your Investment Note Claim or RediReserve Certificate Claim is included in the BNYM Claim, please contact Advanta at (800) 223-7074.**

6. The Plan also provides that because the BNYM Claim is being allowed, all proofs of claims listed on Schedule 12.10 will be disallowed under the Plan because such proofs of claims are duplicative of the BNYM Claim.

7. **Please review Schedule 12.10 carefully as your proof of claim may be included on Schedule 12.10.** If your proof of claim is included in Schedule 12.10, but you disagree that it is duplicative of the BNYM Claim or otherwise object to the disallowance of your claim, you must file and serve a written response to the Plan (a “*Response*”) so that it is received no later than **February 1, 2011 at 5:00 p.m. (prevailing Eastern Time)** (the “*Response Deadline*”). Every Response must be filed with the Office of the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, Wilmington, Delaware 19801, and served upon the following parties, so that the Response is received no later than the Response Deadline, at the following addresses:

WEIL, GOTSHAL & MANGES LLP 767 Fifth Avenue New York, NY 10153 Attn: Robert J. Lemons and Jennifer N. Ganesh	RICHARDS, LAYTON & FINGER, P.A. One Rodney Square 920 North King Street Wilmington, DE 19801 Attn: Paul N. Heath and Chun I. Jang
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8. Every Response must contain at a minimum the following information:

- (a) a caption setting forth the name of the Court, the name of the Debtors, and the case number;
- (b) the name of the claimant, his/her/its claim number, and a description of the basis for the amount of the proof of claim;
- (c) the specific factual basis and supporting legal argument upon which the party will rely in opposing disallowance of its proof of claim;
- (d) any supporting documentation, to the extent it was not included with the proof of claim previously filed with the clerk or claims agent, upon which the party will rely to support the basis for and amounts asserted in the proof of claim; and
- (e) the name, address, telephone number, and fax number of the person(s) (which may be the claimant or the claimant’s legal representative) with whom counsel for the Debtors should communicate with respect to the Response and who possesses authority to reconcile, settle, or otherwise resolve the objection to the disputed claim on behalf of the claimant.

9. If your proof of claim is listed on Schedule 12.10 and you fail to file and serve a timely Response by the Response Deadline, the Debtors may present to the Court an appropriate order disallowing your claim, without further notice to you or a hearing.

10. If you file and serve a timely Response by the Response Deadline, the Court will hold a hearing on your Response on **February 10, 2011 at 1:00 p.m. (prevailing Eastern Time)**; *provided, however*, that the hearing may be adjourned or continued from time to time by the Court or the Debtors upon notice to you.

Dated: December 17, 2010  
Wilmington, Delaware

/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  
Telephone: (302) 651-7700  
Facsimile: (302) 651-7701

- and -

WEIL, GOTSHAL & MANGES LLP  
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New York, NY 10153  
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