UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF LOUISIANA

-----X

In re : Chapter 11 Case No.

: 06-10179 (B)

OCA, INC., et al.,

: Jointly Administered

Debtors. :

CONSENT ORDER ON MOTION FOR ORDER
PURSUANT TO SECTION 365(a) OF
THE BANKRUPTCY CODE AUTHORIZING DEBTORS
TO REJECT UNEXPIRED LEASES

Considering the Motion for Order Pursuant to Section 365(a) of the Bankruptcy Code Authorizing Debtors to Reject Unexpired Leases [P-857] ("Motion to Reject") filed by the Debtors herein and the consent of counsel as noted hereon;

IT IS HEREBY ORDERED that the Debtors are authorized to reject the lease by and between the Debtors and B-Well, LLC c/o the Equity Group (**the "B-Well Lease"**) as of July 26, 2006.

IT IS HEREBY FURTHER ORDERED that, the Debtors having surrendered possession of the leased premises under the B-Well Lease; B-Well, LLC may regain possession of the leased premises immediately, and no eviction or other further proceeding is required to allow B-Well, LLC to regain such possession.

IT IS HEREBY FURTHER ORDERED that the Debtors are ordered to pay the administrative claim of \$22,000.00 regarding the B-Well Lease, within fourteen (14) days of entry of this Order.

IT IS HEREBY FURTHER ORDERED that the B-Well, LLC shall have thirty (30) days from entry of this Order to file any claims relating to the rejection of the B-Well Lease by the Debtors (any such claims being expressly reserved and not waived).

New Orleans, Louisiana, August 8, 2006.

Jerry A. Brown

U.S. Bankruptcy Judge

Consented By:

/s/ Jan M. Hayden

William H. Patrick, III, La. Bar No. 10359 Jan M. Hayden, La. Bar No. 6672 HELLER, DRAPER, HAYDEN, PATRICK & HORN, L.L.C. 650 Poydras Street, Suite 2500

New Orleans, Louisiana 70130-6103

Telephone: 504-568-1888

Fax: 504-522-0949

Counsel for the Debtors and Debtors in Possession

/s/ C. Davin Boldissar

C. Davin Boldissar Locke Liddell & Sapp LLP 601 Poydras St., Suite 2660 New Orleans, LA 70130 Telephone: 504-558-5110

Fax: 504-558-5200

Counsel for B-Well, LLC c/o the Equity Group

BAE SYSTEMS

Bankruptcy Noticing Center 2525 Network Place, 3rd Floor Herndon, Virginia 20171-3514

CERTIFICATE OF SERVICE

District/off: 053L-2 Case: 06-10179 User: kl Form ID: pdf886 Page 1 of 1 Total Served: 1 Date Rcvd: Aug 08, 2006

The following entities were served by first class mail on Aug 10, 2006. db + OCA, Inc. et al, 3850 North Causeway Blvd., Suite 800,

Metairie, LA 70002-8133

TOTAL: 0

 $$\star\star\star\star$ Bypassed recipients ${\star\star\star\star\star\star}$ None.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Service and that it is true and correct to the best of my information and belief.

First Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Aug 10, 2006 Signat

Joseph Spections