UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF LOUISIANA

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In re : Chapter 11 Case No.

: 06-10179 (B)

OCA, INC., et al.,

: Jointly Administered

Debtors. :

ORDER ON MOTION FOR ORDER PURSUANT TO SECTION 365(a)
OF THE BANKRUPTCY CODE AUTHORIZING REJECTION
OF BYLAWS, CERTIFICATES OF INCORPORATION,
ARTICLES OF INCORPORATION OR SIMILAR DOCUMENTS

Upon the Motion for Order Pursuant to Section 365(a) of the Bankruptcy Code Authorizing Rejection of Bylaws, Certificates of Incorporation, Articles of Incorporation or Similar Documents [P-1841] ("Motion") filed by OCA, Inc. and certain of its subsidiaries, as debtors and debtors-in-possession (collectively, the "Debtors"), which came to be heard on October 11, 2006; no objections being filed and the Court being satisfied based on the representations made in the Motion; and good cause appearing therefore;

IT IS ORDERED that the Motion be and hereby is GRANTED; and

IT IS FURTHER ORDERED that the Debtors are authorized to reject their bylaws, certificates of incorporation, articles of incorporation or any similar documents (collectively, the "Bylaws"), to the extent the Bylaws are executory, and that those Bylaws are deemed rejected effective as of the date of the filing of the Motion.

New Orleans, Louisiana, October 17, 2006.

Jerry A. Brown

U.S. Bankruptcy Judge

BAE SYSTEMS

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

CERTIFICATE OF SERVICE

District/off: 053L-2 Case: 06-10179

NONE.

User: kl Form ID: pdf868 Page 1 of 1 Total Served: 1 Date Rcvd: Oct 17, 2006

The following entities were served by first class mail on Oct 19, 2006. db + OCA, Inc. et al, 3850 North Causeway Blvd., Suite 800,

Metairie, LA 70002-8133

The following entities were served by electronic transmission. $_{\mbox{\scriptsize NOME}}$

TOTAL: 0

**** BYPASSED RECIPIENTS *****

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: Oct 19, 2006

Signature

Joseph Spections