

**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.	:	
-----X		

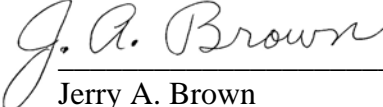
**AMENDED ORDER ON MOTION FOR ORDER PURSUANT TO SECTION 365(a)
OF THE BANKRUPTCY CODE AUTHORIZING REJECTION
OF BYLAWS, CERTIFICATES OF INCORPORATION,
ARTICLES OF INCORPORATION OR SIMILAR DOCUMENTS**

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, subject to the Effective Date¹ of the Plan, those Bylaws are deemed rejected.*

New Orleans, Louisiana, October 19, 2006.



Jerry A. Brown
U.S. Bankruptcy Judge

¹ Capitalized terms not defined herein are as defined in the *Joint Chapter 11 Plan Of Reorganization For OCA, Inc. And Filed Subsidiaries As Of September 14, 2006*.

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: pdf868

Page 1 of 1
Total Served: 1

Date Rcvd: Oct 19, 2006

The following entities were served by first class mail on Oct 21, 2006.
db +OCA, Inc. et al, 3850 North Causeway Blvd., Suite 800, Metairie, LA 70002-8133

The following entities were served by electronic transmission.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS *****

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: Oct 21, 2006

Signature:

