UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF LOUISIANA

In re	:	**Chapter 11 Case No. 06-10179 (B)**
OCA, INC., *et al.*,	:	**(Jointly Administered)**
Debtors.	:	

ORDER APPROVING NOVEMBER 22, 2006 IMMATERIAL MODIFICATIONS TO THE AMENDED AND SUPPLEMENTAL JOINT CHAPTER 11 PLAN OF REORGANIZATION FOR OCA, INC. AND FILED SUBSIDIARIES, AS OF JULY 24, 2006

Upon consideration of the motion for entry of an order approving immaterial modifications as of November 22, 2006 to the Amended and Supplemental Joint Chapter 11 Plan of Reorganization for OCA, Inc. and Filed Subsidiaries as of July 24, 2006 (**Docket No. 2043**) (the "Plan"),[1] filed by OCA, Inc. and its filed subsidiaries[2], as debtors

[1] Capitalized terms not defined herein shall have the meanings set forth in the Plan.

[2] Orthodontic Centers of Alabama, Inc. (06-10180); Orthodontic Centers of Arizona, Inc. (06-10181); Orthodontic Centers of Arkansas, Inc. (06-10182); Orthodontic Centers of California, Inc. (06-10183); Orthodontic Centers of Colorado, Inc. (06-10184); Orthodontic Centers of Connecticut, Inc. (06-10185); Orthodontic Centers of Florida, Inc. (06-10186); Orthodontic Centers of Georgia, Inc. (06-10187); Orthodontic Centers of Illinois, Inc. (06-10188); Orthodontic Centers of Indiana, Inc. (06-10189); Orthodontic Centers of Kansas, Inc. (06-10190); Orthodontic Centers of Kentucky, Inc. (06-10191); Orthodontic Centers of Louisiana, Inc. (06-10192); Orthodontic Centers of Maine, Inc. (06-10193); Orthodontic Centers of Maryland, Inc. (06-10194); Orthodontic Centers of Massachusetts, Inc. (06-10195); Orthodontic Centers of Michigan, Inc. (06-10196); Orthodontic Centers of Minnesota, Inc. (06-10197);Orthodontic Centers of Mississippi, Inc. (06-10198); Orthodontic Centers of Missouri, Inc. (06-10199); Orthodontic Centers of Nebraska, Inc. (06-10200);Orthodontic Centers of Nevada, Inc. (06-10201); Orthodontic Centers of New Hampshire, Inc. (06-10202); Orthodontic Centers of New Jersey, Inc. (06-10203); Orthodontic Centers of New Mexico, Inc. (06-10204); Orthodontic Centers of New York (06-10205); Orthodontic Centers of North Carolina, Inc. (06-10206); Orthodontic Centers of North Dakota, Inc. (06-10207); Orthodontic Centers of Ohio, Inc. (06-10208); Orthodontic Centers of Oklahoma, Inc. (06-10209); Orthodontic Centers of Oregon, Inc. (06-10210); Orthodontic Centers of Pennsylvania, Inc. (06-10211); Orthodontic Centers of Puerto Rico, Inc. (06-10212); Orthodontic Centers of Rhode Island, Inc. (06-10213); Orthodontic Centers of South Carolina, Inc. (06-10214); Orthodontic Centers of Tennessee, Inc. (06-10215); Orthodontic Centers of Texas, Inc. (06-10216); Orthodontic Centers of Utah, Inc. (06-10217); Orthodontic Centers of Virginia, Inc. (06-10218); Orthodontic Centers of Washington, Inc. (06-10219); Orthodontic Centers of Washington, D.C., Inc. (06-10220); Orthodontic of West Virginia, Inc. (06-10221); Orthodontic Centers of Wisconsin, Inc. (06-10222); Orthodontic Centers of Wyoming, Inc. (06-

and debtors-in-possession (collectively, the "Debtors"), by and through their respective undersigned counsel, and considering any objections to the Motion, and upon the hearing held on the Motion on November 29, 2006, and it appearing that due and proper notice of the Motion has been given, and that no other or further notice need be given; and the Court having determined after due deliberation that granting the Motion is in the best interests of the Debtors; and upon all other proceedings had before the Court, and good and sufficient cause appearing therefor and for oral reasons assigned in open court, it is hereby

ORDERED that the November 22 Plan Modifications are non-material within the meaning of Federal Rule of Bankruptcy Procedure 3019, and

ORDERED that the November 22 Plan Modifications to the Plan do not require the Debtors to resolicit votes respecting the Plan, as modified, and

ORDERED that the "Plan" as referenced in the Plan itself, any Confirmation Order, any Findings and Conclusions, and other documents executed in connection with the consummation or implementation of the Plan shall mean the Plan, as modified by the November 22 Plan Modifications, and

ORDERED that all modifications to the Plan set forth in the Motion are approved.

New Orleans, Louisiana, November 29, 2006.

J. A. Brown

Jerry A. Brown
U.S. Bankruptcy Judge

10223); OrthAlliance, Inc. (06-10229); OrthAlliance New Image, Inc. (06-10230); OCA Outsource, Inc. (06-10231); PedoAlliance, Inc. (06-10232); Orthodontics Centers of Hawaii, Inc. (06-10503); Orthodontics Centers of Iowa, Inc. (06-10504); and Orthodontics Centers of Idaho, Inc. (06-10505).

BAE SYSTEMS

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

CERTIFICATE OF SERVICE

District/off: 053L-2 User: kl Page 1 of 1 Date Rcvd: Nov 29, 2006
Case: 06-10179 Form ID: pdf907 Total Served: 1

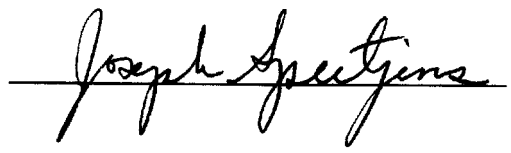
The following entities were served by first class mail on Dec 01, 2006.
db +OCA, Inc. et al, 3850 North Causeway Blvd., Suite 800, Metairie, LA 70002-8133

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: Dec 01, 2006 **Signature:**