UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF LOUISIANA

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

ORDER GRANTING EX PARTE MOTION AUTHORIZING DEBTORS TO ENGAGE CALLAWAY PARTNERS, LLP TO PROVIDE CONSULTING SERVICES TO THE DEBTORS INCLUDING THE PREPARATION AND FILING OF THE DEBTORS' SCHEDULES AND STATEMENTS OF FINANCIAL AFFAIRS

Upon consideration of the *Ex Parte Motion for Authority to Engage Callaway Partners, LLP to Provide Consulting Services to the Debtors Including the Preparation and Filing of the Debtors' Schedules and Statements of Financial Affairs* [**P-256**] (the "Motion") filed by the above-captioned debtors and debtors in possession (collectively, the "Debtors"); and due notice of the Motion having been given; and it appearing that no other or further notice need be given; and it appearing that the relief sought in the Motion is in the best interests of the Debtors, their estates, and their creditors; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED, that the Application is **GRANTED**; and it is further

ORDERED that the Debtors are authorized to employ Callaway Partners, LLP to provide services to the Debtors to enable the completion and filing of the Debtors' schedules, statements of financial affairs and chapter 11 reports, on the terms set forth in the Motion and the Master Consulting and Service Agreement and Arrangement Letter attached thereto; and it is further

ORDERED that Callaway shall not be required to file fee applications with this Court pursuant to Sections 330 and 331 of the Bankruptcy Code on account of the services provided by Callaway, but rather Callaway shall be compensated monthly by the Debtors on the terms contained in the Master Consulting and Service Agreement and Arrangement Letter; and it is further

ORDERED that Callaway shall file monthly statements of compensation with this Court and shall serve copies on the Office of the United States Trustee and counsel for any official committee appointed in these cases; and it is

ORDERED that Debtors are authorized to pay Callaway the sum of $35,000.00 as a retainer for postpetition services to be rendered and Callaway is authorized to hold the retainer received from the Debtors to secure the payment of fees, charges, costs, and expenses relating to services rendered after the petition date.

New Orleans, Louisiana, April 25, 2006.

J. A. Brown

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 User: kl Page 1 of 1 Date Rcvd: Apr 26, 2006
Case: 06-10179 Form ID: pdf945 Total Served: 1

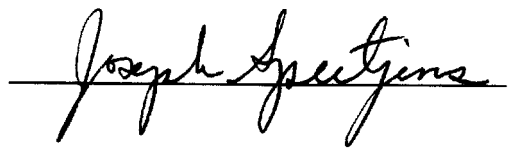
The following entities were served by first class mail on Apr 28, 2006.
db +OCA, Inc. et al, 3850 North Causeway Blvd., Suite 800, Metairie, LA 70002-8133

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: Apr 28, 2006 **Signature:**