

S75556

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

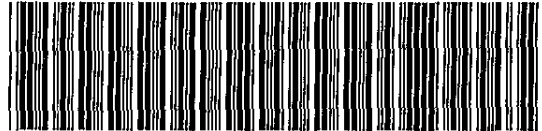
(Business Entity Name)

(Document Number)

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Change*

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AOR



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 380829 4338458
AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 35.00

ORDER DATE : December 31, 2003

ORDER TIME : 3:19 PM

ORDER NO. : 380829-010

CUSTOMER NO: 4338458

CUSTOMER: Ms. Terri Denoncourt
Ocwen Financial Corporation
The Forum
1675 Palm Beach Lakes Blvd.
West Palm Beach, FL 33401

CHANGE OF AGENT

NAME: OCWEN FINANCIAL CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Carla E. Lohi -- EXT# 2932

EXAMINER: _____

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: OCWEN FINANCIAL CORPORATION
2. The principal office address: 1675 Palm Beach Lakes Blvd., Suite 1002
West Palm Beach, FL 33401
3. The mailing address (if different): _____
4. Date of incorporation/qualification: August 22, 1991 Document number: S75556
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

John R. Erbey
1675 Palm Beach Lakes Blvd., Suite 1002
West Palm Beach, FL 33401

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Corporation Service Company
1201 Hays Street
(P.O. Box or personal mailbox NOT acceptable)
Tallahassee, FL 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

(Signature of an officer or director) John R. Erbey, Secretary
(Printed or typed name and title)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Corporation Service Company
By: Cynthia L. Harris 1/12/04
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:
Cynthia L. Harris Asst. Vice President
(Typed or Printed Name) (Capacity)

*** FILING FEE: \$35.00 ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314