P0000078451

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ACCOUNT NO. : 07210000032
REFERENCE : 862334 4338458
AUTHORIZATION : Tatricia houts
COST LIMIT : \$ 35.00
ORDER DATE : August 25, 2004
ORDER TIME : 2:55 PM
ORDER ⁻ NO. : 862334-195
CUSTOMER NO: 4338458
CUSTOMER: Ms. Terri Denoncourt Ocwen Financial Corporation The Forum 1675 Palm Beach Lakes Blvd. West Palm Beach, FL 33401
<u></u>

CHANGE OF AGENT

NAME: OCWEN ADVISORS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY XX PLAIN STAMPED COPY

CONTACT PERSON: Troy Todd -- EXT# 2940

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.

COMEN ADVISORS, INC.
The name of the corporation: OCWEN ADVISORS, INC. The principal office address: 1675 Palm Beach Lakes Blvd., West Palm Beach, FL 33401
2. The principal office address: 10/5 Full Decement
3. The mailing address (if different): Attn: Teresa Denoncourt, 1675 Palm Beach Lakes, Blvd.,
3. The mailing address (if different): Atth: Teresa Benoncourte, 100
West Palm Beach, FL 33401
4. Date of incorporation/qualification: 08/18/2000 Document number: P00000078451
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.
West Palm Beach, FL 33401
6. The name and street address of the new registered agent (if changed) and /or registered office 0 (if changed):
Corporation Service Company
1201 Hays Street
* (P.O. Box NOT acceptable)
Tallahassee, FL 32301

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.

Acres 11e (Signature of an officer of difector)

Mark J. Nichols, VP (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

(Signature of Registered Agent) By

2/16/04

If signing on behalf of an entity: Cynthia L. Harris as its agent

(Typed or Printed Name)

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

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

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