

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 15, 1999.
 AMOUNT DUE ON OR BEFORE 09/15/99: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

FILED
Aug 27, 1999 8:00 am
Secretary of State
 08-27-1999 90002 016 ***550.00

REV 1/93

PROFIT CORPORATION
 ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # P19984

1. Corporation Name
OCWEN MANUFACTURING GROUP, INC.



Principal Place of Business
 1675 PALM BEACH LAKES BLVD
 SUITE 1002
 WEST PALM BEACH FL 33401
 US

Mailing Address
 1675 PALM BEACH LAKES BLVD
 SUITE 1002
 WEST PALM BEACH FL 33401
 US

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21		26		07/08/1988	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number	
22		27		65-0060363	
City & State		City & State		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23		28		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
Zip	Country	Zip	Country	8. This corporation owes the current year Intangible Personal Property. <input type="checkbox"/> Yes <input type="checkbox"/> No	
24	25	29	30		

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
ERBEY, JOHN R. 1675 PALM BEACH LAKES BLVD SUITE 1002 WEST PALM BEACH FL 33401				81 Name			
				82 Street Address (P.O. Box Number is Not Acceptable)			
				83			
				84 City			
				FL			

11. Pursuant to the provisions of sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	C <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ERBEY, WILLIAM C.	1.2 NAME	
STREET ADDRESS	1675 PALM BEACH LAKES BLVD #1002	1.3 STREET ADDRESS	
CITY-ST-ZIP	WEST PALM BEACH FL	1.4 CITY-ST-ZIP	
TITLE	SVPA <input checked="" type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DLUTOWSKI, JOSEPH A	2.2 NAME	
STREET ADDRESS	1675 PALM BEACH LAKES BLVD., #1002	2.3 STREET ADDRESS	
CITY-ST-ZIP	WEST PALM BEACH FL	2.4 CITY-ST-ZIP	
TITLE	MCFO <input type="checkbox"/> DELETE	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	REICH, CHRISTINE A.	3.2 NAME	
STREET ADDRESS	1675 PALM BEACH LAKES BLVD SYE 1002	3.3 STREET ADDRESS	
CITY-ST-ZIP	WEST PALM BEACH FL	3.4 CITY-ST-ZIP	
TITLE	SVP <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BARNES, JOHN R.	4.2 NAME	
STREET ADDRESS	1675 PALM BEACH LAKES BLVD STE 1002	4.3 STREET ADDRESS	
CITY-ST-ZIP	WEST PALM BEACH FL	4.4 CITY-ST-ZIP	
TITLE	MS <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ERBEY, JOHN R.	5.2 NAME	
STREET ADDRESS	1675 PALM BEACH LAKES BLVD STE 1002	5.3 STREET ADDRESS	
CITY-ST-ZIP	WEST PALM BEACH FL	5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: John R. Barnes SVP 8/16/99 571-682-8000

CR2E034 (5/99)

EXHIBIT A

P19984
610014-90002-16

Directors

William C. Erbey
1675 Palm Beach Lakes Blvd., West Palm Beach, FL 33401

Officers

William C. Erbey, Chairman of the Board
1675 Palm Beach Lakes Blvd., West Palm Beach, FL 33401

Christine A. Reich, President
1675 Palm Beach Lakes Blvd., West Palm Beach, FL 33401

John R. Erbey, Senior Managing Director and Secretary
1675 Palm Beach Lakes Blvd., West Palm Beach, FL 33401

Ronald M. Faris, Executive Vice President
1675 Palm Beach Lakes Blvd., West Palm Beach, FL 33401

John R. Barnes, Senior Vice President
1675 Palm Beach Lakes Blvd., West Palm Beach, FL 33401

Trini L. Donato, Senior Vice President and Assistant Secretary
1675 Palm Beach Lakes Blvd., West Palm Beach, FL 33401

Mark S. Zeidman, Senior Vice President and Chief Financial Officer
1675 Palm Beach Lakes Blvd., West Palm Beach, FL 33401

Richard Delgado, Vice President and Treasurer
1675 Palm Beach Lakes Blvd., West Palm Beach, FL 33401

Timothy J. Reynolds, Assistant Secretary
1675 Palm Beach Lakes Blvd., West Palm Beach, FL 33401