

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Mar 06 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P95000044809 (8)
 1. Corporation Name
OCWEN CAPITAL MARKETS INC.



Principal Place of Business 1675 PALM BEACH LAKES BLVD. STE 1000 SUITE 1002 WEST PALM BEACH FL 33401 US	Mailing Address 1675 PALM BEACH LAKES BLVD. STE 1000 SUITE 1002 WEST PALM BEACH FL 33401 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip Country	28 Zip Country
24	29

3. Date incorporated or Qualified 06/02/1995	
4. FEI Number 65-0587400	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**ERBEY, JOHN R
 1675 PALM BEACH LAKES BLVD., STE. 1002
 WEST PALM BEACH FL 33401**

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1506, 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 _____ DATE _____
Signature: typed or printed name of registered agent and fee, if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS	
TITLE	<input type="checkbox"/> DELETE
NAME	DC ERBEY, WILLIAM C
STREET ADDRESS	1675 PALM BEACH LAKES BLVD, STE. 1002
CITY-ST-ZIP	WEST PALM BEACH FL
TITLE	<input type="checkbox"/> DELETE
NAME	D ROZOWSKY, I. T
STREET ADDRESS	1675 PALM BEACH LAKES BLVD., STE. 1002
CITY-ST-ZIP	WEST PALM BEACH FL
TITLE	<input type="checkbox"/> DELETE
NAME	P BERRY, EDWIN D
STREET ADDRESS	1675 PALM BEACH LAKES BLVD., STE. 1002
CITY-ST-ZIP	WEST PALM BEACH FL
TITLE	<input type="checkbox"/> DELETE
NAME	VPS ERBEY, JOHN R
STREET ADDRESS	1675 PALM BEACH LAKES BLVD., STE. 1002
CITY-ST-ZIP	WEST PALM BEACH FL
TITLE	<input type="checkbox"/> DELETE
NAME	VTCF FARIS, RONALD M
STREET ADDRESS	1675 PALM BEACH LAKES BLVD., STE. 1002
CITY-ST-ZIP	WEST PALM BEACH FL
TITLE	<input type="checkbox"/> DELETE
NAME	VAS DLUTOWSKI, JOSEPH A
STREET ADDRESS	1675 PALM BEACH LAKES BLVD., STE. 1002
CITY-ST-ZIP	WEST PALM BEACH FL

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
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 assignee 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, on an attachment with an address

SIGNATURE:  **Joseph A. Dlutowski 2-2698 561-682-8000**

CR2E034 (10/97)

EXHIBIT "A"

William C. Erbey	Chairman of the Board, President & CEO	1675 Palm Beach Lakes Blvd. West Palm Beach, FL 33401
John R. Erbey	Managing Director and Secretary	1675 Palm Beach Lakes Blvd. West Palm Beach, FL 33401
Christine A. Reich	Managing Director	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
Joseph A. Dlutowski	Senior Vice President and Assistant Secretary	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
Edwin D. Berry	Treasurer	1675 Palm Beach Lakes Blvd. West Palm Beach, FL 33401