

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

FILED
Mar 26 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P96000084714 (0)

1. Corporation Name

OCWEN FINANCIAL SERVICES, INC.



DO NOT WRITE IN THIS SPACE

Principal Place of Business 1675 PALM BEACH LAKES BLVD. SUITE 1002 WEST PALM BEACH FL 33401		Mailing Address 1675 PALM BEACH LAKES BLVD. SUITE 1002 WEST PALM BEACH FL 33401	
2. Principal Place of Business		2a. Mailing Address	
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.	
22 City & State		27 City & State	
23 Zip		28 Zip	
24 Country		29 Country	
25		30	
3. Date Incorporated or Qualified 10/10/1996			
4. FEI Number 65-0702871		Applied For 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. SUITE 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			
85 Zip Code			

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	DC <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. STE 1002	1.3 STREET ADDRESS	
CITY-ST-ZIP	WEST PALM BEACH FL	1.4 CITY-ST-ZIP	
TITLE	PCEO <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MOLMAN, PAUL L	2.2 NAME	HOLMAN, PAUL L
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	EVP <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FICKAS, ROBERT A	3.2 NAME	
STREET ADDRESS	1675 PALM BEACH LAKES BLVD #1002	3.3 STREET ADDRESS	
CITY-ST-ZIP	WEST PALM BEACH FL	3.4 CITY-ST-ZIP	
TITLE	S <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ERBEY, JOHN R	4.2 NAME	
STREET ADDRESS	1675 PALM BEACH LAKES BLVD #1002	4.3 STREET ADDRESS	
CITY-ST-ZIP	WEST PALM BEACH FL	4.4 CITY-ST-ZIP	
TITLE	SVPA <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DLUTOWSKI, JOSEPH A	5.2 NAME	
STREET ADDRESS	1675 PALM BEACH LAKES BLVD #1002	5.3 STREET ADDRESS	
CITY-ST-ZIP	WEST PALM BEACH FL	5.4 CITY-ST-ZIP	
TITLE	SVP <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BARNES, JOHN R	6.2 NAME	
STREET ADDRESS	1675 PALM BEACH LAKES BLVD #1002	6.3 STREET ADDRESS	
CITY-ST-ZIP	WEST PALM BEACH FL	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: _____

Joseph A. Dlutowski Asst. Secy. 3-23-98 561-682-8000

CR2E034 (10/97)

OCWEN FINANCIAL SERVICES, INC.

EXHIBIT A

Directors

William C. Erbey
John R. Barnes
Joseph A. Dlutowski

Officers

William C. Erbey	Chairman of the Board	1675 Palm Beach Lakes Blvd. West Palm Beach, FL 33401
Paul L. Holman	President and Chief Executive Officer	1675 Palm Beach Lakes Blvd. West Palm Beach, FL 33401
Robert A. Fickas	Executive Vice President	1675 Palm Beach Lakes Blvd. West Palm Beach, FL 33401
Joseph A. Dlutowski	Senior Vice President and 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