

P97000028785



ACCOUNT NO. : 072100000032
REFERENCE : 131683 4338458
AUTHORIZATION : *Patricia Pigute*
COST LIMIT : \$ 35.00

ORDER DATE : April 27, 2001

ORDER TIME : 3:21 PM

ORDER NO. : 131683-005

CUSTOMER NO: 4338458

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

DOMESTIC FILINGS

NAME: OCWEN CAPITAL CORPORATION

000004086600--6

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT# 1135

EXAMINER'S INITIALS: _____

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 APR 27 PM 3:54
NOT RECORDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FILED
01 APR 27 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. COULLETTE APR 27 2001

ARTICLES OF DISSOLUTION

FILED
01 APR 27 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Ocwen Capital Corporation

SECOND: The date dissolution was authorized: April 23, 2001

THIRD: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

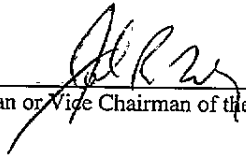
The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 23rd day of April, 2001

Signature


(By the Chairman or Vice Chairman of the Board, President, or other officer)

John R. Erbey

(Typed or printed name)

Secretary

(Title)

**OCWEN CAPITAL CORPORATION
CERTIFICATE OF SECRETARY**

The undersigned hereby certifies as follows:

1. He is the duly elected, qualified and acting Secretary of Ocwen Capital Corporation (the "Company"), and in charge of the minute books and corporate records of the Company.

2. Set forth below is a true copy of resolutions duly adopted by the Board of Directors of the Company on April 23, 2001:

RESOLVED, that the Articles of Dissolution substantially in the form furnished to the sole shareholder of the Company, providing for the dissolution of the Company, be and hereby are approved;

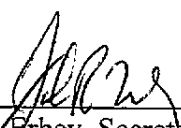
RESOLVED, that the officers of the Company be and each of them hereby is authorized to make all such filings, pay such fees, charges and expenses, and take such further action as may be necessary, advisable or convenient for the purpose of carrying out the foregoing resolutions and the intent thereof, and for the purpose of fully effectuating and carrying out the dissolution referred to in the foregoing resolutions; and

FURTHER RESOLVED, that all actions heretofore taken by the officers and directors of the Company in connection with the matters that are subject to these resolutions be and they hereby are ratified, confirmed and approved in all respects.

3. The foregoing resolutions and approvals have not been otherwise modified and are at the date of this Certificate in full force and effect.

IN WITNESS WHEREOF, the undersigned has executed this certificate and affixed the corporate seal of the Company on this 24th day of April, 2001.

SEAL



John R. Erbey, Secretary