

P99000075172



ACCOUNT NO. : 072100000032

REFERENCE : 861215 4338458

AUTHORIZATION :

Patricia Pizato

COST LIMIT : \$ 43.75

FILED
00 OCT 12 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 12, 2000

ORDER TIME : 10:05 AM

ORDER NO. : 861215-005

CUSTOMER NO: 4338458

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

300003422693--3

DOMESTIC AMENDMENT FILING

NAME: OCWEN REALTY ADVISORS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

RECEIVED
00 OCT 12 AM 10:44
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

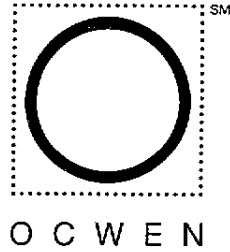
N.C.
G. COULLETTE OCT 12 2000

CONTACT PERSON: Susie Knight

EXT: 1156

EXAMINER'S INITIALS: _____

John R. Erbey
Senior Managing Director



Phone: 561-682-8517
Fax: 561-682-8177
Email: jerbey@ocwen.com

October 6, 2000


Secretary of State
State of Florida
The Capitol, Plaza Level 2
Tallahassee, FL 32399-0250

The undersigned corporation, incorporated under the laws of Florida, does hereby give its unqualified consent to Ocwen Realty Advisors, Inc. to the use of the name:

Ocwen Shelf III Corp.

a domestic corporation about to change its name.

Ocwen Shelf I Corp.



John R. Erbey

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
OCWEN REALTY ADVISORS, INC.

FILED
00 OCT 12 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.

The name of the corporation is Ocwen Realty Advisors, Inc. (the "Company")

II.

Article I of the Articles of Incorporation of the Company is hereby amended to read in its entirety as follows:

ARTICLE I- NAME

The name of the Company is Ocwen Shelf III Corp. (hereinafter called the "Company")

III.

This Amendment to the Articles of Incorporation was duly adopted as of October 6, 2000, pursuant to Section 607.1003 of the Florida Business Corporation Act by Unanimous Written Consent of the sole Director and the sole holder of the issued and outstanding shares of Common Stock of the Company.

IN WITNESS WHEREOF, the Company has caused these Articles of Amendment to be executed as of this 6th day of October, 2000.

OCWEN REALTY ADVISORS, INC.

By: _____

William C. Erbey
Chairman and Chief Executive Officer