WISH BARRY N

Form 4

September 27, 2005

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

**OMB APPROVAL** 

Number:

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Check this box

if no longer

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

See Instruction 1(b).

(Last)

obligations

may continue.

(Print or Type Responses)

1. Name and Address of Reporting Person \* WISH BARRY N

2. Issuer Name and Ticker or Trading

Symbol

OCWEN FINANCIAL CORP

[OCN]

Issuer

(Check all applicable)

5. Relationship of Reporting Person(s) to

1661 WORTHINGTON

(First) (Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 09/26/2005

\_X\_\_ Director Officer (give title

10% Owner \_\_ Other (specify

ROAD, SUITE 100

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

WEST PALM BEACH, FL 33409

(City)	Table Table	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securi		*	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect	
(Instr. 3)	•	any	Code	(Instr. 3,	4 and	5)	Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)				Owned Following Reported	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
					(A) or		Transaction(s) (Instr. 3 and 4)			
_			Code V	Amount	(D)	Price	(mon. 5 and 1)			
Common Stock	09/26/2005		S	1,000	D	\$ 7.094	7,619,701	I	By Wishco	
Common Stock	09/27/2005		S	1,000	D	\$ 6.941	7,618,701	I	By Wishco	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title Amount		8. Price of Derivative	9. Nu Deriv
Security or (Instr. 3) Pr		or Exercise Price of Derivative Security	(Mondin Day) Teal)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/Year) ve es d		Underlying Securities (Instr. 3 and 4)	ying ies	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

WISH BARRY N

X

1661 WORTHINGTON ROAD SUITE 100 WEST PALM BEACH, FL 33409

# **Signatures**

/s/ Paul A. Koches, Attorney-in-Fact 09/27/2005

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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