Edgar Filing: OCWEN FINANCIAL CORP - Form 4

OCWEN FIN Form 4	NANCIAL CORF)									
March 06, 20	006										
FORM	1 /								OMB AF	PROVAL	
	UNITED	STATES		RITIES A Shington,			NGE C	OMMISSION	OMB Number:	3235-0287	
Check thi if no long	ter			and DI					Expires:	January 31, 2005	
subject to Section 16. Form 4 or			F CHAN	GES IN I SECUR		ICIA	L OWI	NERSHIP OF	Estimated a burden hou response	verage	
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 17(a	a) of the l	Public U	• •	ling Con	npany	y Act of	e Act of 1934, 1935 or Section 0		0.0	
(Print or Type F	Responses)										
WISH BARRY N Symbol			Symbol	er Name and Ticker or Trading EN FINANCIAL CORP				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			[OCN]					(Check an applicable)			
(Last) (First) (Middle) 3. Date of (Month/E 1661 WORTHINGTON 03/02/2				-				_X_ Director10% Owner Officer (give titleOther (specify below)below)			
ROAD, SUI	TE 100										
	(Street)			ndment, Dat h/Day/Year)	-	l		6. Individual or Jo Applicable Line) _X_ Form filed by C	One Reporting Pe	rson	
WEST PAL	M BEACH, FL 3	3409						Form filed by M Person	iore man One Ke	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		n Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	03/02/2006			S	1,000	D	\$ 9.828	7,513,384	Ι	By Wishco, Inc.	
Common Stock	03/03/2006			S	1,000	D	\$ 9.886	7,512,384	I	By Wishco, Inc.	
Common Stock	03/06/2006			S	1,000	D	\$ 9.763	7,511,384	Ι	By Wishco, Inc.	

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

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SEC 1474 Persons who respond to the collection of information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
repering o mer runner runn os	Director	10% Owner	Officer	Other			
WISH BARRY N 1661 WORTHINGTON ROAD SUITE 100 WEST PALM BEACH, FL 33409	Х						
Signatures							
/s/ Paul A. Koches, Attorney-in-Fact	03	/06/2006					
<u>**</u> 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.