

OCWEN FINANCIAL CORP  
Form 8-K  
August 04, 2009

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934**

Date of report  
(Date of earliest event reported): **August 4, 2009**

**OCWEN FINANCIAL CORPORATION**

(Exact name of registrant as specified in its charter)

<b>Florida</b>	<b>1-13219</b>	<b>65-0039856</b>
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)
<b>1661 Worthington Road Suite 100 West Palm Beach, Florida</b>		<b>33409</b>
(Address of principal executive office)	Registrant's telephone number, including area code: <b>(561) 682-8000</b>	(Zip Code)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02 Results of Operations and Financial Condition**

The news release of the Registrant dated August 4, 2009, announcing its second quarter 2009 results is attached hereto as Exhibit 99.1. The information in Exhibit 99.1 attached hereto shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits**

(a) (c) Not applicable.

(d) Exhibits:

99.1 Text of a press release by the Registrant dated August 4, 2009.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

OCWEN FINANCIAL CORPORATION  
(Registrant)

By: /s/ DAVID J. GUNTER

Date: August 4, 2009

David J. Gunter  
Senior Vice President and Chief Financial Officer  
(On behalf of the Registrant and as its principal financial officer)

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**INDEX TO EXHIBIT**

<b>Exhibit No.</b>	<b>Description</b>
99.1	News release of Ocwen Financial Corporation, dated August 4, 2009, announcing its second quarter 2009 results and certain other information.

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