

OCWEN FINANCIAL CORP

Form 4

February 20, 2003

			UNITED STATES SECURITIES AND EXCHANGE COMMISSION			OMB APPROVAL			
FORM 4				Washington, D.C. 20549			OMB Number:K235-0287		
				STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP			Expires:		
							January 31, 2005		
Check this box if no longer							Estimated average burden hours per responseH.5		
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(f) of the Investment Company Act of 1940 subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). (Print or Type Responses)									
1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
Wish, Barry Neal			Ocwen Financial Corporation (NYSE:OCN)			Director X			
(Last)	(First)	(Middle)						10% Owner	

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				3. IRS or Social Security		4. Statement for		Officer (give				Other (specify)			
				Number of Reporting		Month/Year				title below)		below)			
				Person (Voluntary)		February/2003									
1675 Palm Beach Lakes Blvd															
(Street)				--- --- ---				5. If Amendment,		7. Individual or Joint/Group Filing					
West Palm Beach Florida K3401								Date of Original		☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person					
(City)	(State)	(Zip)													
				Table I											
				Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3)				2. Transaction Date Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at		6. Owner Form: Direct Indirect Beneficial		7. Nature of Ownership		
				(Month/Day/					End of Month		D) or Indirect				
				Code V Year)		Amount		(A) or (D)		Price		(Instr. 3 and		(Instr. 4) (I) (Instr. 4)	

								4)	
Common Stock *	02/18/03	S		1,000	D	\$3.006		I	By Wishco
Common Stock *	02/19/03	S		1,000	D	\$3.187		I	By Wishco
							8,489,305		
*Sale in accordance with the Plan.									

FORM 4 (continued)		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 Deriv- ative Security	3. Trans- action Date (Month/ Day/ Year)	4. Transac- tion Code (Instr. 8)		5. Number of Deriv- ative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exer- cisable and Expiration Date Month/Day/ Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Prior of Deriv- ative Secur- ity (Instr. 5)	10. C For Deri- vative Secur- ities Ben- eficially Own- ed at End of	
							Date	Expira-	Amount or Number of Shares			M (Ins 4)	
			Code	V		(A) (D)	Exer- tion Date	Title					

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	/s/ E. Paul Rubino, Attorney-in-Fact		
	**Signature of Reporting Person		

****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 provided 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.