#### OCWEN FINANCIAL CORP

Form 4/A October 18, 2006

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

Check this box

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

(First)

(Street)

(State)

(Middle)

(Zip)

WISH BARRY N

(Last)

(City)

2. Issuer Name and Ticker or Trading

Symbol

OCWEN FINANCIAL CORP

[OCN]

3. Date of Earliest Transaction

(Month/Day/Year) 10/17/2006

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

X 10% Owner Other (specify

1661 WORTHINGTON ROAD, SUITE 100

4. If Amendment, Date Original Filed(Month/Day/Year)

10/17/2006

6. Individual or Joint/Group Filing(Check Applicable Line)

X\_ Director

Officer (give title

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

Person

WEST PALM BEACH, FL 33409

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

Code (Month/Day/Year) (Instr. 8)

4. Securities Acquired 5. Amount of 3. Transaction(A) or Disposed of (D) (Instr. 3, 4 and 5)

Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Ownership Indirect (I) (Instr. 4) (Instr. 4)

Transaction(s) (Instr. 3 and 4)

Code V Price Amount (D)

(A)

or

Common 10/17/2006 Stock

 $G^{(1)}$ 62,500 D

\$0 209,995

 $D^{(2)}$ 

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

Persons who respond to the collection of SEC 1474 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)

#### Edgar Filing: OCWEN FINANCIAL CORP - Form 4/A

Derivative	Deriv
Security	Secu
(Instr. 5)	Bene
	Own
	Follo
	Repo
	Trans
	(Instr
	,

# **Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WISH BARRY N 1661 WORTHINGTON ROAD SUITE 100 WEST PALM BEACH, FL 33409	X	X		

# **Signatures**

/s/ Paul A. Koches,
Attorney-in-Fact

\*\*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).
- (1) Gift to Bowdoin College
- (2) Original filing reported as Indirect Beneficial Ownership (By Wishco, Inc.). This amendment corrects the filing to Direct Ownership.

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.

Reporting Owners 2