### Edgar Filing: WISH BARRY N - Form 4

WISH BAR	RRY N	ſ										
Form 4	200											
April 02, 20											PROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMMISSION	OMB		
Check t	this box			Wa	ashingtor	n, D.C. 20	549			Number:	3235-0287	
if no lor subject Section Form 4	nger to 16.	SECURITIES									January 31, 2005 verage s per 0.5	
Form 5 obligations may continue. See Instruction 1(b). 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												
(Print or Type	Respor	nses)										
1. Name and Address of Reporting Person <u>*</u> WISH BARRY N			Person <u>*</u>	Symbol I OCWEN FINANCIAL CORP					Relationship of Reporting Person(s) to ssuer (Check all applicable)			
			AC 111 \	[OCN]					V D'	100	0	
(Last) (First) (Middle) 1661 WORTHINGTON ROAD, SUITE 100			Middle)	(Month/Dav/Year) –					_X_ Director 10% Owner Officer (give title Other (specify below) below)			
(Street)				Filed(Month/Day/Year) Ap					Individual or Joint/Group Filing(Check pplicable Line) K_ Form filed by One Reporting Person			
WEST PA	LM BI	EACH, FL	33409					-	Form filed by Mo Person	ore than One Rep	orting	
(City)	(:	State)	(Zip)	Tal	ble I - Non-	Derivative S	Securi	ties Acqu	ired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)		Transaction Date 2A. Deemed Aonth/Day/Year) Execution Date, if any (Month/Day/Year)			Code (Instr. 3, 4 and 5)				or 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common	04/01	1/2009			Code V S	Amount 175,368	(D) D	Price \$	5 410 808	I	By Wishco,	
Stock	04/01	12009			5	175,500	D	11.5512	2 3,710,090	1	Inc.	
Common Stock	04/02	2/2009			S	136,300	D	\$ 11.6347	5,274,598	I	By Wishco, Inc.	

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

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#### 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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
1	Director	10% Owner	Officer	Other			
WISH BARRY N 1661 WORTHINGTON ROAD SUITE 100 WEST PALM BEACH, FL 33409	Х						
Signatures							
/s/ Teresa L. Denoncourt, Attorney-in-Fact	04/02/2009						
**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.