

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): February 18, 2005  
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OCWEN FINANCIAL CORPORATION  
-----  
(Exact name of registrant as specified in its charter)

----- Florida ----- (State or other jurisdiction of incorporation)	----- 1-13219 ----- (Commission File Number)	----- 65-0039856 ----- (I.R.S. Employer Identification No.)
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----- The Forum, Suite 1000 1675 Palm Beach Lakes Boulevard, West Palm Beach, Florida ----- (Address of principal executive office)	----- 33401 ----- (Zip Code)
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Registrant's telephone number, including area code: (561) 682-8000  
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N/A  
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(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 5.02 Departure of Principal Officer.

On February 18, 2005, Mark S. Zeidman, the principal financial officer of Ocwen  
Financial Corporation, resigned from his position to pursue other opportunities.  
Mr. Zeidman's last day with the company will be March 2, 2005, after which  
Robert J. Leist will serve as the interim principal financial officer until a  
new principal financial officer is appointed.

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

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(Registrant)

By: /s/ WILLIAM C. ERBEY

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William C. Erbey, Chief Executive Officer

Date: February 24, 2005