			UNITED STATES SECURITIES AND EXCHANGE COMMISSION											OMB APPRO					
FORM	1												umber: 3235-0287 December 31, 2003						
4			Estimated average burden																
			STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP																
Check this box	if no																		
longer subject to	Section	Fil	led pursu	ant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public															
16. Form Form 5 ob may conti	bligations inue. <i>See</i>		-	Utility  Ing Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940															
Instruction 1(b).  (Print or Type																			
Responses	5)																		
1. Name and Addres	ss of Repor	rting Perso	n*	2. Issuer l	Name <b>and</b>	Ticker or T	rading Sy	mbol						6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Wish I	Barry I	Neal		Ocwe	n Finar	ncial Co	orpora	tion (NYSE:	n (NYSE:OCN)			х	X Director					10% Owner	
П								1											
(Last)	(First	) (	Middle)	2) 3. IRS or Social Security  Number of Reporting					4. Statement for  Month/Year				Officer (	(give				Other (specify)	
					Person (Vo	oluntary)		l I	December/2002						title below)			below)	
1675 Palm B	Beach L	Lakes E	Blvd																
	(Street)								5. If Amendment, 7. Individual or Joint/Gi					Filing (Ch	eck Applicable Line)				
West Palm B	33401						Date of Original  X Form filed by One F												
									Form filed by More than Or						g Person				
(City)	(State	)	(Zip)																
				Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned															
1. Title of Security (Instr. 3)				2. 3. Trans- action action				Secu					nount of 6. ities Owner-icially ship		7. Nature of				
					Date		Code (Instr. 8)	(Instr. 3,	(Instr. 3, 4 and 5)					ed at Form: Direct		Indirect Bene-			
							-,									ficial- Owner-			
																ship			
					(Month/ Day/								End of Month		D) or Indirect				
					Year)	Code	v	Amount	(A) or (D)	Р	rice		(Instr.	3 and	(I)	(Instr. 4)			
					,								4)		(Instr. 4)				
Common Stock *				12/1	1/02	S		1,000	D	\$2.795					I	By Wishco			
												8,535	305						
*Sale in accordance with the Plan.																			
FORM 4						7	Гablе	II Derivativ	e Securiti	es Acq	 [uii	red, Disp	osed o	f, or B	eneficially O	wned			-
(continued)								(e.a. put	e calle w	arrant	· c · 1	nntions <i>d</i>	onver	tible se	ecurities)				

(continued)	(e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans- action Date (Month/ Day/ Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	1	6. Date Exer- cisable and Expiration Date Month/Day/ Year)	Ai Ui Se	Title and mount of nderlying scurities nstr. 3 and	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of	10. Owner- ship Form of Deriv- ative Securit y Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Owner ship (Instr. 4)
					Date	Expira-		Amount or		Month (Instr.		

										Number of		4)			
			Code	v	(A)	(D)	Exer- cisable	tion Date	Title	Shares					
								/s/ l	/s/ Barry N. Wish				12/12/02		
									**Signature of Reporting Person				Date		
**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.															

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