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OCWEN FINANCIAL CORP  
Form 8-K  
July 21, 2004

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

FORM 8-K  
CURRENT REPORT

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Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934

Date of report  
(Date of earliest event reported): July 19, 2004

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 33401  
(Address of principal executive office) (Zip Code)

Registrant's telephone number, including area code: (561) 682-8000

N/A  
(Former name or former address, if changed since last report)

Page 1 of 6  
Exhibit Index on Page 4

Item 5. Other Events

The news release of the Registrant, dated July 19, 2004, clarifying certain statements about its subsidiary, Ocwen Federal Bank FSB, appearing in a trade press sidebar is attached hereto and filed herewith as Exhibit 99.1.

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The news release of the Registrant, dated July 21, 2004, announcing the private placement of \$125 million of convertible senior unsecured notes is attached hereto and filed herewith as Exhibit 99.2.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(a) - (b) Not applicable.

(c) Exhibits

The following exhibits are filed as part of this report:

- 99.1 Text of a press release by the Registrant dated July 19, 2004.
- 99.2 Text of a press release by the Registrant dated July 21, 2004.

2

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  
(Registrant)

By: /s/ MARK S. ZEIDMAN

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Mark S. Zeidman  
Senior Vice President and Chief  
Financial Officer

Date: July 21, 2004

3

INDEX TO EXHIBIT

Exhibit No. -----	Description -----	Page ----
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99.2

The news release of Ocwen Financial Corporation, dated July 21, 2004, announcing the private placement of \$125 million of convertible senior unsecured notes.

6