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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
2013 JUL 26 PM 3:21

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

- 1. The name of the corporation is Ocwen Mortgage Servicing, Inc.
2. It is incorporated under the laws of the U.S. Virgin Islands
3. The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited" or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is 02/28/2012 and the period of its duration is Perpetual

5. The address of its principal office is 402 Strand St., Frederiksted, USVI 00840

6. The address of its proposed registered office in Rhode Island is 450 Veterans Memorial Parkway, Suite 7A
(Street Address, not P.O. Box)

East Providence, RI 02914 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)

that address is C T Corporation System
(Name of Agent)

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
Diversified financial services; notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of its jurisdiction of incorporation.

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

Table with 2 columns: Name, Address. Includes handwritten entries: SEE ATTACHMENT, FILED, JUL 26 2013, BY Au 702605, 3:21

(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
President	<u>SEE ATTACHMENT</u>	
Vice President		
Treasurer		
Secretary		

9. The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is: **SEE ATTACHMENT**

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>100,000</u>	<u>Common</u>		<u>\$0.0100</u>
<u>100,000</u>	<u>Class A Preferred</u>		<u>\$0.0100</u>
<u>100,000</u>	<u>Class B Preferred</u>		<u>\$0.0100</u>

10. (a) \$ 1,864,597,000.0000 = An estimate of the value of all property to be owned by the corporation for the following year, wherever located.

(b) \$ 0.0000 = An estimate of the value of the corporation's property to be located within Rhode Island during the following year.

(c) 0 % = An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. *{divide (b) by (a) and multiply by 100 to obtain the percentage}*

11. (a) \$ 221,168,000.0000 = An estimate of the gross amount of business to be transacted by the corporation during the following year.

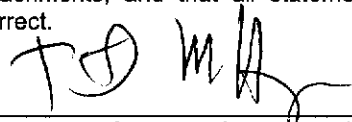
(b) \$ 0.0000 = An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year.

(c) 0 % = An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year. *{divide (b) by (a) and multiply by 100 to obtain the percentage}*

12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.

13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____.

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.



Signature of Authorized Officer of the Corporation

Date: 7/22/13

Timothy M. Hayes, Executive Vice President

Type or Print Name of Authorized Officer

**Attachment to Rhode Island
Capital Stock**

1	Class:	Class C Preferred
	Series:	
	Number Authorized:	100,000
	Does this series have a Par Value?:	Yes
	Par Value Amount:	\$0.0100
2	Class:	Class D Preferred
	Series:	
	Number Authorized:	100,000
	Does this series have a Par Value?:	Yes
	Par Value Amount:	\$0.0100
3	Class:	Class E Preferred
	Series:	
	Number Authorized:	100,000
	Does this series have a Par Value?:	Yes
	Par Value Amount:	\$0.0100

Officers and Directors of

OCWEN MORTGAGE SERVICING, INC.

Directors:

Name	Title	Address
Erbey, William C.	Director	402 Strand Street, Frederiksted, USVI, 00840-3531 United States Virgin Islands
Faris, Ronald M.	Director	1661 Worthington Rd, Ste. 100, West Palm Beach, FL 3340 United States
Sanz, Jose	Director	402 Strand Street, Frederiksted, USVI, 00840-3531 United States Virgin Islands

Officers:

Name	Title	Address
Erbey, William C.	President and Chief Executive Officer	402 Strand Street, Frederiksted, USVI, 00840-3531 United States Virgin Islands
Hayes, Timothy M.	Executive Vice President, General Counsel and Secretary	402 Strand Street, Frederiksted, USVI, 00840-3531 United States Virgin Islands
Malik, Nikhil	Chief Financial Officer and Treasurer	402 Strand Street, Frederiksted, USVI, 00840-3531 United States Virgin Islands
Walker, Matthew	Senior Vice President	402 Strand Street, Frederiksted, USVI, 00840-3531 United States Virgin Islands
Sanz, Jose	Assistant Secretary	402 Strand Street, Frederiksted, USVI, 00840-3531 United States Virgin Islands



THE UNITED STATES VIRGIN ISLANDS
OFFICE OF THE LIEUTENANT GOVERNOR
DIVISION OF CORPORATIONS AND TRADEMARKS

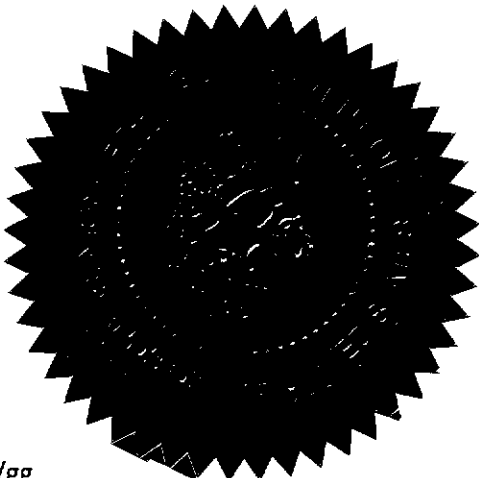
5049 Kongens Gade
Charlotte Amalie, Virgin Islands 00802
Phone - 340.776.8515
Fax - 340.776.4612

1105 King Street
Christiansted, Virgin Islands 00820
Phone - 340.773.6449
Fax - 340.773.0330

July 17, 2013

CERTIFICATION OF GOOD STANDING

This is to certify that the corporation known as **OCWEN MORTGAGE SERVICING, INC.** filed Articles of Incorporation office of the Lieutenant Governor **FEBRUARY 28, 2012** that a Certificate of Incorporation was issued by the Lieutenant Governor on **MARCH 1, 2012** authorizing the said corporation to conduct business in the Virgin Islands and the corporation is considered to be in good standing.



A handwritten signature in black ink, appearing to read "Denise Johannes", written over a horizontal line.

Denise Johannes,
Director, Division of Corporation
and Trademarks