



**Explanatory Note:**

This Amendment No. 1 to Current Report on Form 8-K is being filed to file the correct version of Exhibit 10.2. Due to a clerical error, a draft version of Exhibit 10.2 was inadvertently filed. The correct version of Exhibit 10.2 is attached.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits:

Exhibit No.	Description
2.1*	Asset Disposition and Management Plan
3.1*	Certificate of Amendment of Second Amended and Restated Certificate of Incorporation of Origen Financial, Inc.
10.1**	Asset Purchase Agreement dated April 30, 2008, by and among Origen Financial, Inc., Origen Servicing, Inc., Origen Financial, L.L.C. and Green Tree Servicing LLC.
10.2***	First Amendment dated July 1, 2008 to the Employment Agreement dated July 14, 2006 among Origen Financial, Inc., Origen Financial L.L.C. and Ronald A. Klein#
10.3**	First Amendment dated July 1, 2008 to the Employment Agreement dated December 28, 2006 among Origen Financial, Inc., Origen Financial L.L.C. and W. Anderson Geater, Jr. #
10.4**	First Amendment dated July 1, 2008 to the Employment Agreement dated December 28, 2006 among Origen Financial, Inc., Origen Financial L.L.C. and J. Peter Scherer #
10.5**	First Amendment dated July 1, 2008 to the Employment Agreement dated December 28, 2006 among Origen Financial, Inc., Origen Financial L.L.C. and Mark Landschulz #
99.1**	Press Release dated July 2, 2008.
99.2**	Unaudited Pro Forma Consolidated Financial Statements of Origen Financial, Inc.

\* Previously filed.

\*\* Incorporated by reference from Exhibit 10.1 to the Form 8-K filed on May 5, 2008, pursuant to general instruction b.3 of Form 8-K.

\*\*\* Filed herewith.

# Management contract or compensatory plan or arrangement.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: July 18, 2008

Origen Financial, Inc.

By : /s/ W. Anderson Geater, Jr.  
W. Anderson Geater, Jr., Chief Financial  
Officer

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**ORIGEN FINANCIAL, INC.**  
**EXHIBIT INDEX**

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