

WASHINGTON, DC 20549

Under the Securities Exchange Act of 1934

Dynex Capital, Inc.
(Name of Issuer)

(Title of Class Securities)

(CUSIP Number)

2575 E. Camelback Road, Suite 700

September 6, 2000

following box. / /

other parties to whom copies are to be sent.

securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

the Act but shall be subject to all other provisions of the Act (however, see the Note.)

COVER PAGES

CUSIP NO. 26817Q506 13D, Amendment No. 5 PAGE 2 OF 4 PAGES

NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Verde Reinsurance Company, Ltd.
66-0558988

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) /X/
(b) / /

SEC USE ONLY

SOURCE OF FUNDS*

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEM 2(d) or 2(e) / /

CITIZENSHIP OR PLACE OF ORGANIZATION
Island of Nevis

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER	0
	8	SHARED VOTING POWER	0
	9	SOLE DISPOSITIVE POWER	0

	10	SHARED DISPOSITIVE POWER	0
11		AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	0
12		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	/ /
13		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	0%
14		TYPE OF REPORTING PERSON* CO	

* See Instructions

CUSIP NO. 26817Q506 13D, Amendment No. 5 PAGE 3 OF 4 PAGES

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Verde Investments, Inc. 86-0706842		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) /X/ (b) / /	
3	SEC USE ONLY		
4	SOURCE OF FUNDS*		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)	/ /	
6	CITIZENSHIP OR PLACE OF ORGANIZATION ARIZONA		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER	0
	8	SHARED VOTING POWER	571,450
	9	SOLE DISPOSITIVE POWER	0
	10	SHARED DISPOSITIVE POWER	571,450
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		571,450
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		4.99%
14	TYPE OF REPORTING PERSON* CO		

* See Instructions

CUSIP NO. 26817Q506 13D, Amendment No. 5 PAGE 4 OF 4 PAGES

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Ernest C. Garcia II		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) /X/ (b) / /	
3	SEC USE ONLY		

4	SOURCE OF FUNDS*		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)		/ /
6	CITIZENSHIP OR PLACE OF ORGANIZATION U.S.A.		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER	0
	8	SHARED VOTING POWER	571,450
	9	SOLE DISPOSITIVE POWER	0
	10	SHARED DISPOSITIVE POWER	571,450
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		571,450
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		4.99%
14	TYPE OF REPORTING PERSON* IN		

* See Instructions

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ITEM 1. SECURITY AND ISSUER.

<TABLE>	
<S>	<C>
Title of Class of Equity Security:	Common Stock, \$0.01 par value per share
Name of Issuer:	Dynex Capital, Inc. ("Dynex")
Address of Principal Office:	10900 Nuckols Road, 3rd Floor Glen Allen, Virginia 23060
</TABLE>	

ITEM 2. IDENTITY AND BACKGROUND.

- (a) NAME OF PERSON FILING:
- A. Verde Reinsurance Company, Ltd., a corporation of the Island of Nevis ("Verde Reinsurance")
- B. Verde Investments, Inc., an Arizona corporation ("Verde Investments")
- C. Ernest C. Garcia II ("Garcia") (Verde Reinsurance, Verde Investments and Garcia collectively, the "Reporting Persons")

This Schedule 13D, Amendment No. 5 is jointly filed pursuant to Rule 13d-1(k) (1) promulgated by the Securities and Exchange Commission ("SEC") under Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Act") by: (i) Verde Reinsurance, by virtue of its prior indirect beneficial ownership of Common Stock of Dynex by virtue of its prior ownership of convertible preferred stock of Dynex to reflect the sale of all such preferred stock; (ii) Verde Investments, by virtue of its direct beneficial ownership of Common Stock of Dynex to reflect the sale of shares of such Common Stock and (iii) Garcia, by virtue of his indirect beneficial ownership of Common Stock of Dynex via his sole ownership of all of the common stock of Verde Reinsurance and Verde Investments. This Schedule 13D, Amendment No. 5 is being filed to reflect the sale of certain securities of Dynex.

Certain information required by this Item 2 concerning the directors and executive officers of Verde Reinsurance and Verde Investments is set forth on Schedule 1 attached hereto, which is incorporated herein by reference.

The Reporting Persons may be deemed to constitute a "group" for purposes of Section 13(d) (3) of the Act.

(b) RESIDENCE OR BUSINESS ADDRESS:

No change from Amendment No. 4.

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- (c) PRESENT PRINCIPAL OCCUPATION OR EMPLOYMENT AND THE NAME, PRINCIPAL BUSINESS AND ADDRESS OF CORPORATION IN WHICH EMPLOYMENT IS CONDUCTED:

No change from original Schedule 13D, except see revised Schedule 1 in Amendment No. 3.

- (d) WHETHER DURING THE LAST FIVE YEARS, SUCH PERSON HAS BEEN CONVICTED IN A CRIMINAL PROCEEDING (EXCLUDING TRAFFIC VIOLATIONS OR SIMILAR MISDEMEANORS) AND, IF SO, GIVE THE DATES, NATURE OF CONVICTION, NAME AND LOCATION OF COURT, ANY PENALTY IMPOSED, OR OTHER DISPOSITION OF THE CASE:

No change from original Schedule 13D.

- (e) WHETHER DURING THE LAST FIVE YEARS, SUCH PERSON WAS A PARTY TO A CIVIL PROCEEDING OF A JUDICIAL OR ADMINISTRATIVE BODY OF COMPETENT JURISDICTION AND AS A RESULT OF SUCH PROCEEDING WAS OR IS SUBJECT TO A JUDGMENT, DECREE OR FINAL ORDER ENJOINING FUTURE VIOLATIONS OF, OR PROHIBITING OR MANDATING ACTIVITIES SUBJECT TO, FEDERAL OR STATE SECURITIES LAWS OR FINDING ANY VIOLATION WITH RESPECT TO SUCH LAWS; AND, IF SO, IDENTIFY AND DESCRIBE SUCH PROCEEDINGS AND SUMMARIZE THE TERMS OF SUCH JUDGMENT, DECREE OR FINAL ORDER:

No change from original Schedule 13D.

- (f) CITIZENSHIP:

No change from original Schedule 13D.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

No change from Amendment No. 4.

ITEM 4. PURPOSE OF TRANSACTION.

No change from original Schedule 13D.

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ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

- (a) AGGREGATE NUMBER AND PERCENTAGE OF SECURITIES BENEFICIALLY OWNED:

Verde Reinsurance was the indirect beneficial owner of 14,000 shares of Common Stock that could have been acquired by Verde Reinsurance upon the conversion of shares of preferred stock of Dynex previously held by Verde Reinsurance. As reflected in Item 5(c), Verde Reinsurance has sold all of such Preferred Stock. Verde Investments is the direct beneficial owner of 571,450 shares of Common Stock, representing approximately 4.99% of Dynex's Common Stock. Mr. Garcia is the indirect beneficial owner of 571,450 shares of Common Stock owned by Verde Investments, representing approximately 4.99% of Dynex's Common Stock. By virtue of the relationship between Mr. Garcia and Verde Reinsurance and Verde Investments described in Item 2, Mr. Garcia may be deemed to possess indirect beneficial ownership of the shares of stock beneficially owned by Verde Reinsurance and Verde Investments. Ownership percentages of Common Stock are based upon the common shares outstanding per Dynex's Form 10-Q Report for the Quarter ended June 30, 2000 (11,446,206 shares of Common Stock outstanding at July 31, 2000).

- (b) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS VOTING AND DISPOSITIVE POWER:

A. Verde Reinsurance:

- (i) Sole power to vote or to direct the vote -- 0
- (ii) Shared power to vote or to direct the vote - 0
- (iii) Sole power to dispose or to direct the disposition -- 0
- (iv) Shared power to dispose or to direct the disposition - 0

B. Verde Investments:

- (i) Sole power to vote or to direct the vote -- 0
- (ii) Shared power to vote or to direct the vote - 571,450

(iii) Sole power to dispose or to direct the disposition -- 0

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(iv) Shared power to dispose or to direct the disposition - 571,450

C. Ernest C. Garcia II

(i) Sole power to vote or to direct the vote -- 0

(ii) Shared power to vote or to direct the vote - 571,450

(iii) Sole power to dispose or to direct the disposition -- 0

(iv) Shared power to dispose or to direct the disposition - 571,450

(c) TRANSACTIONS EFFECTED DURING THE PAST 60 DAYS OR SINCE THE MOST RECENT FILING ON SCHEDULE 13D, WHICHEVER IS LESS:

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<TABLE> <CAPTION>			
REPORTING PERSON	DATE OF SALE	AMOUNT OF COMMON STOCK SOLD (#)	PRICE PER SHARE (\$)
<S>	<C>	<C>	<C>
Verde Investments, Inc.	07/18/00	50,000	\$1.5000
Verde Investments, Inc.	09/05/00	47,600	\$1.9149
Verde Investments, Inc.	09/06/00	7,000	\$1.8125
Verde Investments, Inc.	09/06/00	45,400	\$1.8750
Verde Investments, Inc.	09/08/00	4,500	\$1.5625
Verde Investments, Inc.	09/12/00	25,000	\$1.5625
Verde Investments, Inc.	09/13/00	105,000	\$1.8750
Verde Investments, Inc.	09/14/00	15,000	\$1.7800

<TABLE> <CAPTION>			
REPORTING PERSON	DATE OF SALE	AMOUNT OF PREFERRED 9.75% SERIES A SOLD (#)	PRICE PER SHARE (\$)
<S>	<C>	<C>	<C>
Verde Reinsurance Company Ltd.	07/18/00	1,200	\$6.50

<TABLE> <CAPTION>			
REPORTING PERSON	DATE OF SALE	AMOUNT OF PREFERRED 9.55% SERIES B SOLD (#)	PRICE PER SHARE (\$)
<S>	<C>	<C>	<C>
Verde Reinsurance Company Ltd.	07/31/00	5,000	\$6.125
Verde Reinsurance Company Ltd.	08/01/00	5,100	\$6.3125

<TABLE> <CAPTION>			
REPORTING PERSON	DATE OF SALE	AMOUNT OF PREFERRED 9.73% SERIES C SOLD (#)	PRICE PER SHARE (\$)
<S>	<C>	<C>	<C>
Verde Reinsurance Company Ltd.	07/21/00	6,700	\$7.375

Verde Reinsurance Company Ltd.	08/01/00	6,000	\$7.375
Verde Reinsurance Company Ltd.	08/28/00	4,000	\$5.875

</TABLE>

- (d) NO OTHER PERSON IS KNOWN TO HAVE THE RIGHT TO RECEIVE OR THE POWER TO DIRECT THE RECEIPT OF DIVIDENDS FROM, OR THE PROCEEDS FROM THE SALE OF, SUCH SECURITIES.
- (e) ON SEPTEMBER 14, 2000, THE REPORTING PERSONS CEASED TO BE THE BENEFICIAL OWNER OF MORE THAN FIVE PERCENT OF THE CLASS OF SECURITIES.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

No change from original Schedule 13D.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

Exhibit 99.1: Agreement re Joint Filing of Schedule 13D, Amendment No. 5

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

<TABLE>	<C>
<S>	VERDE REINSURANCE COMPANY, LTD., a
Dated: September 14, 2000	corporation of the Island of Nevis

By: /s/Ernest C. Garcia II

Ernest C. Garcia II
Its: President

Dated: September 14, 2000	VERDE INVESTMENTS, INC., an Arizona corporation
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By: /s/Ernest C. Garcia II

Ernest C. Garcia II
Its: President

Dated: September 14, 2000	ERNEST C. GARCIA II
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By: /s/Ernest C. Garcia II

Ernest C. Garcia II, as an Individual

</TABLE>

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SCHEDULE 1 TO SCHEDULE 13D

No change from Amendment No.4.

EXHIBIT INDEX

<TABLE>
<CAPTION>
EXHIBIT NO.

DESCRIPTION

<S>
Exhibit 99.1:
</TABLE>

<C>
Agreement re Joint Filing of Schedule 13D, Amendment No. 5

EXHIBIT 99.1

AGREEMENT RE JOINT FILING OF SCHEDULE 13D, AMENDMENT NO. 5

Each of the undersigned hereby agrees:

1. Each of them is individually eligible to use the Schedule 13D, Amendment No. 5 to which this Exhibit is attached, and such Schedule 13D, Amendment No. 5 is filed on behalf of each of them; and

2. Each of them is responsible for the timely filing of such Schedule 13D, Amendment No. 5 and any further amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

<TABLE>

<CAPTION>

<S>

Dated: September 14, 2000

<C>

VERDE REINSURANCE COMPANY, LTD., a
corporation of the Island of Nevis

By: /s/Ernest C. Garcia II

Ernest C. Garcia II
Its: President

Dated: September 14, 2000

VERDE INVESTMENTS, INC., an Arizona corporation

By: /s/Ernest C. Garcia II

Ernest C. Garcia II
Its: President

Dated: September 14, 2000

ERNEST C. GARCIA II

By: /s/Ernest C. Garcia II

Ernest C. Garcia II, as an Individual

</TABLE>