

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

CHECKFREE HOLDINGS CORPORATION
(Name of Issuer)

COMMON STOCK
(Title of Class of Securities)

162812101
(CUSIP Number)

DAVE E. SIMAITIS, ONE NATIONWIDE PLAZA, COLUMBUS, OHIO 43215,
614-249-7618

OCTOBER 9, 1998
(DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box / /.

Check the following box if a fee is being paid with the statement / /. (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

NOTE: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 3d-1(a) for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

 CUSIP No. 162812101 Page 2 of 9 Pages

 1 NAME OF REPORTING PERSON
 Nationwide Mutual Insurance Company

 31-4177100

 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) / /
 Not Applicable. (b) / /

 3 SEC USE ONLY

 4 SOURCE OF FUNDS
 Not Applicable.*

 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS
 2(d) or 2(e) / /
 Not Applicable.

 6 CITIZENSHIP OR PLACE OF ORGANIZATION
 Ohio.

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

 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 0 shares

 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES / /
 Not Applicable.

 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 0%

 14 TYPE OF REPORTING PERSON
 IC

 *SEE INSTRUCTIONS BEFORE FILLING OUT!

ITEM 1. SECURITY AND ISSUER:

This statement relates to the common stock class of equity securities of CheckFree Holdings Corporation, with principal executive offices at 4411 East Jones Bridge Road, Norcross, Georgia 30092.

ITEM 2. IDENTITY AND BACKGROUND.

(a) - (b) Nationwide Mutual Insurance Company, One Nationwide Plaza, Columbus, Ohio 43215, is a mutual insurance company organized under the laws of the State of Ohio.

Directors of Reporting Person

Name -----	Address -----	Principal Occupation -----
Arden L. Shisler	2724 W. Lebanon Road Dalton, Ohio 43986	President and Chief Executive Officer of K&B Transport, Inc.
Lewis J. Alphin	519 Bethel Church Road Mount Olive, North Carolina 28365	Farm Owner and Operator
A.I. Bell	4121 N. River Road, West Zanesville, Ohio 43701	Farm Owner and Operator
Richard D. Crabtree	One Nationwide Plaza Columbus, Ohio 43215	President and Chief Operating Officer of Nationwide Mutual Insurance Company
Keith W. Eckel	1647 Falls Road Clarks Summit, PA 18411	Partner of Fred W. Eckel Sons, President of Eckel Farms
Willard J. Engel	1100 East Main Street Marshall, Minnesota 56258	Retired
Fred C. Finney	1558 West Moreland Road Wooster, Ohio 44691	Farm Owner and Operator, Operator of Melrose Fruit Farm
Charles L. Fuellgraf, Jr.	600 S. Washington Street Butler, Pennsylvania 16001	Chief Executive Officer of Fuellgraf Electric Company
Dimon R. McFerson	One Nationwide Plaza Columbus, Ohio 43215	Chairman and Chief Executive Officer of Nationwide Insurance Enterprise
David O. Miller	625 Country Club Drive, Apt. B6 Newark, Ohio 43055	President of Owen Potato Farm, Inc., Partner with M&M Enterprises,
Yvonne L. Montgomery	7 Vale Close Atlanta, Georgia 30324	Senior Vice President/General Manager USCO Southern Customers Operations of Xerox Corporation
James F. Patterson	8765 Mulberry Road Chesterland, Ohio 44026	President of Patterson Farms, Inc. Vice President of Pattersons, Inc.
Robert L. Stewart	88740 Fairview Road Jewett, Ohio 43986	Farm Owner and Operator, Owner of Sunnydale Mining

Nancy C. Thomas	10235 Georgetown Road, N.E. Louisville, Ohio 44641	Farm Owner and Operator
Harold W. Weihl	14282 King Road Bowling Green, Ohio 43402	Farm Owner and Operator

Executive Officers of Reporting Person

Name ----	Address -----	Principal Occupation -----
Dimon R. McFerson	One Nationwide Plaza Columbus, Ohio 43215-2220	Chairman and Chief Executive Officer-Nationwide Insurance Enterprise
Richard D. Crabtree	One Nationwide Plaza Columbus, Ohio 43215-2220	President and Chief Operating Officer
Robert A. Oakley	One Nationwide Plaza Columbus, Ohio 43215-2220	Executive Vice President-Chief Financial Officer
Robert J. Woodward, Jr.	One Nationwide Plaza Columbus, Ohio 43215-2220	Executive Vice President-Chief Investment Officer
James E. Brock	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President-Corporate Development
Charles A. Bryan	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President-Chief Actuary- Property and Casualty
John R. Cook, Jr.	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President-Chief Communications Officer
Thomas L. Crumrine	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President
W. Sidney Druen	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President and General Counsel and Assistant Secretary
Danny M. Fullerton	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President-Property and Casualty Marketing
Philip C. Gath	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President-Chief Actuary- Nationwide Financial Services
Richard D. Headley	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President-Chief Information Technology Officer
David R. Jahn	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President-Commercial Insurance
Donna A. James	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President-Human Resources
Richard A. Karas	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President-Sales-Financial Services

Edwin P. McCausland, Jr.	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President-Fixed Income Securities
Douglas C. Robinette	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President-Marketing and Product Management-Nationwide Financial Services
James A. Taylor	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President-Property and Casualty Insurance
Richard M. Waggoner	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President-Shared Services
Susan A. Wolken	One Nationwide Plaza Columbus, Ohio 43215-2220	Senior Vice President-Life Company Operations

All of the above named directors, trustees and executive officers of the reporting person are hereinafter referred to as "Executive Officers".

(c) Not applicable.

(d)-(e) During the past five years, none of the above-named persons or the Executive Officers have either been convicted in a criminal proceeding or been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction which as a result thereof, subjected them 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.

(f) Each of the Executive Officers has U.S. Citizenship.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

Not applicable.

ITEM 4. PURPOSE OF TRANSACTION.

Nationwide Mutual Insurance Company sold the subject securities as part of its investment policy.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

(a) As of October 9, 1998, Nationwide Mutual Insurance Company owns 0 shares and 0% of the outstanding shares of the stock identified in Item 1.

(b) Not applicable.

(c) On October 9, 1998, Nationwide Mutual Insurance Company sold 3,705,341 shares at \$5.75 per share directly to the issuer, CheckFree Holdings Corporation.

(d) Not applicable.

(e) October 9, 1998.

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

Nationwide Mutual Insurance Company ("Nationwide") entered into a Stock Purchase Agreement with Checkfree Holdings Corporation ("Checkfree") dated October 7, 1998, whereby Nationwide agreed to sell to Checkfree 3,705,341 shares of common stock, \$.01 par value, of Checkfree shares at \$5.75 per share.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

Exhibit A, Stock Purchase Agreement by and between Nationwide Mutual Insurance Company and Checkfree Holdings Corporation dated October 7, 1998.

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 accurate.

October 23, 1998

NATIONWIDE MUTUAL INSURANCE COMPANY

/S/ Mark B. Koogler

Mark B. Koogler
Vice President-Associate General Counsel

EXHIBIT A
TO
SCHEDULE 13D

STOCK PURCHASE AGREEMENT

This Agreement made this 7th day of October, 1998, by and between CHECKFREE HOLDINGS CORPORATION, a Delaware corporation (CheckFree), and NATIONWIDE MUTUAL INSURANCE COMPANY, an Ohio corporation (Nationwide).

Whereas, Nationwide is the owner of 3,705,341 shares of common stock, \$.01 par value, of CheckFree (the "Shares"), having purchased such shares from CheckFree in a private placement transaction in 1988; and

Whereas, Nationwide desires to sell the Shares to CheckFree, and CheckFree desires to purchase the Shares from Nationwide.

Therefore, the parties agree as follows:

1. CheckFree agrees to purchase, and Nationwide agrees to sell, all of the Shares for a purchase price of \$5.75 per share, \$21,305,710.75 in the aggregate.

2. Nationwide acknowledges that Nationwide is an accredited investor as defined in Rule 501 of Regulation D of the Securities and Exchange Commission and a sophisticated investor, that Nationwide has had the opportunity to ask for current information from CheckFree and to speak with the executive management of CheckFree (subject to agreeing to hold such information confidential) prior to entering into this agreement; that no information requested by Nationwide was withheld by CheckFree management; that Nationwide has been advised by CheckFree of management's current projection of CheckFree's loss per common share and of subscriber growth for the quarter ended September 30, 1998; and that such current information is not publicly available and could be considered material nonpublic information.

3. Nationwide acknowledges that the information concerning CheckFree's quarter ended September 30, 1998 and provided to Nationwide constitutes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21B of the Securities Exchange Act of 1934, as amended. These statements involve risks and uncertainties, including without limitation the completion of the accounting for CheckFree's quarter ended September 30, 1998, and other risks detailed from time to time in the Company's periodic reports filed with the Securities and Exchange Commission, including the Report on Form 10-K for the year ended June 30, 1998. Actual results could differ materially from CheckFree's forward-looking projections. The Company assumes no obligation to update any forward-looking statements.

4. Nationwide agrees that until at least 48 hours after CheckFree publicly releases its financial results for the quarter ended September 30, 1998, which release is currently expected to be made after the close of trading on October 20, 1998, (a) Nationwide will not release or inform any third party, other than its officers, directors, attorneys and advisors, of the current information provided to it by CheckFree concerning the quarter ended September 30, 1998 and (b)

Nationwide will not purchase or sell any shares of CheckFree common stock except for the sale of the Shares to CheckFree hereunder.

5. The purchase of the Shares by CheckFree hereunder is subject to the approval of the Board of Directors of CheckFree. If the Board of Directors of CheckFree has not approved the purchase on or before 1:30 p.m. Atlanta time, Friday, October 9, 1998, CheckFree shall have no obligation to purchase and Nationwide shall have no obligation to sell the Shares. If the CheckFree Board approves the purchase of the Shares and thus the condition set forth in this Paragraph is removed, CheckFree shall wire the purchase price to Nationwide's account at the Bank of New York by the close of business on October 9, 1998, and upon receipt of the wired funds, Nationwide will instruct its custodial agent to deliver the Shares by overnight package delivery to CheckFree Holdings Corporation, 4411 East Jones Bridge Road, Norcross, GA 30092, Attention: James S. Douglass, Executive Vice President, duly assigned for transfer to CheckFree free and clear of any liens or encumbrances by an authorized agent of Nationwide.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first set forth above.

CHECKFREE HOLDINGS CORPORATION

NATIONWIDE MUTUAL INSURANCE COMPANY

By: Peter F. Sinisgalli

By: Mark W. Poepelman

Its: EVP & Chief Operating Officer

Its: Investment Officer