

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

FORM S-8
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

CHECKFREE CORPORATION
(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation or organization)

58-2360335
(I.R.S. Employer Identification No.)

4411 East Jones Bridge Road
Norcross, Georgia 30092
(Address of Registrant's principal executive offices)

CHECKFREE CORPORATION
2002 STOCK INCENTIVE PLAN
(Full Title of the Plan)

David E. Mangum
Executive Vice President and Chief Financial Officer
CheckFree Corporation
4411 East Jones Bridge Road
Norcross, Georgia 30092
(678) 375-3000
(Name, address and telephone number of agent for service)

Copies of Correspondence to:
Robert J. Tannous, Esq.
Porter, Wright, Morris & Arthur LLP
41 South High Street
Columbus, Ohio 43215

CALCULATION OF REGISTRATION FEE

Title of Securities to be Registered	Amount to be Registered	Proposed Maximum Offering Price Per Share(1)*	Proposed Maximum Aggregate Offering Price(1)*	Amount of Registration Fee(1)
Common Stock,				
\$.01 par value	2,605,091	\$24.01	\$62,548,234.91	--

(1) Pursuant to Instruction E of Form S-8 and the telephonic interpretation of the Securities and Exchange Commission set forth at pages 123-124 of the Division of Corporation Finance's Manual of Publicly Available Telephone Interpretations, dated July 1997 (see G. Securities Act Forms, No. 89 ("Interpretation 89")), 1,592,873 shares out of the 2,605,091 shares registered hereby are being carried forward from a registration statement filed on November 20, 2000 (File No. 333-50322) (the "2000 Form S-8"), and 1,012,218 shares out of the 2,605,091 shares registered hereby are being carried forward from a registration statement filed on January 14, 1999 (File No. 333-70599) (the "1999 Form S-8"), both in connection with the CheckFree Corporation Third Amended and Restated 1995 Stock Option Plan, a predecessor plan to the CheckFree Corporation 2002 Stock Incentive Plan described herein. A total registration fee of \$56,729 has been paid with respect to the 2000 Form S-8 and a total registration fee of \$18,087 has been paid with respect to the 1999 Form S-8. Pursuant to Instruction E to Form S-8 and Interpretation 89, no additional registration fee is due with respect to the shares registered hereby.

*Estimated solely for the purpose of calculating the proposed maximum aggregate offering price pursuant to Rule 457(h), based upon the average of the high and low prices of CheckFree common stock as reported on the Nasdaq National Market System on October 20, 2003.

This Registration Statement shall be deemed to cover an indeterminate number of additional shares of CheckFree Corporation common stock, \$.01 par value, as may be issuable pursuant to future stock dividends, stock splits or similar transactions.

PART I

INFORMATION REQUIRED IN THE SECTION 10(A) PROSPECTUS

The documents containing the information concerning the CheckFree Corporation 2002 Stock Incentive Plan, specified in Part I will be sent or given to participants as specified by Rule 428(b)(1). Such documents are not filed as part of this Registration Statement in accordance with the Note to Part I of the Form S-8 Registration Statement.

PART II

INFORMATION NOT REQUIRED IN PROSPECTUS

We incorporate by reference into this Registration Statement the contents of the Form S-8 Registration Statement, except for Item 8. Exhibits, previously filed with the Securities and Exchange Commission by the Registrant on November 18, 2002 (Registration No. 333-101280).

ITEM 8. EXHIBITS

Exhibit Number	Exhibit Description
4(a)	CheckFree Corporation 2002 Stock Incentive Plan. (Reference is made to Appendix B to the Company's Definitive Proxy Statement for the 2002 Annual Meeting of Stockholders held on November 6, 2002, filed with the Securities and Exchange Commission on October 3, 2002, and incorporated herein by reference).
4(b)	Amended and Restated Certificate of Incorporation of CheckFree Corporation. (Reference is made to Exhibit 4(e) to the Registration Statement on Form S-8 (Registration No. 333-50322), filed with the Securities and Exchange Commission on November 20, 2000, and incorporated herein by reference).
4(c)	By-Laws of the Company. (Reference is made to Exhibit 3(b) to the Current Report on Form 8-K, dated December 22, 1997, filed with the Securities and Exchange Commission on December 30, 1997, and incorporated herein by reference).
5	* Opinion of Porter, Wright, Morris & Arthur LLP regarding legality.
23(a)	Consent of Porter, Wright, Morris & Arthur LLP (included in Exhibit 5 filed herein).
23(b)	* Consent of Deloitte & Touche LLP.
24(a)	Power of Attorney. (Reference is made to Exhibit 24 to the Registration Statement on Form S-8 (Registration No. 333-101280), filed with the Securities and Exchange Commission on November 18, 2002, and incorporated herein by reference).
24(b)	* Power of Attorney for John J. Browne, Jr.

*Filed with this Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Norcross, State of Georgia, on October 23, 2003.

CHECKFREE CORPORATION

By: /s/ David E. Mangum

 David E. Mangum, Executive Vice President
 and Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated:

NAME	TITLE	DATE
* ----- Peter J. Kight	Chairman of the Board of Directors and Chief Executive Officer (Principal Executive Officer)	October 23, 2003
/s/ David E. Mangum ----- David E. Mangum	Executive Vice President and Chief Financial Officer (Principal Financial Officer)	October 23, 2003
* ----- John J. Browne, Jr.	Vice President, Controller and Chief Accounting Officer (Principal Accounting Officer)	October 23, 2003
* ----- William P. Boardman	Director	October 23, 2003
* ----- James D. Dixon	Director	October 23, 2003
* ----- Henry C. Duques	Director	October 23, 2003
* ----- Mark A. Johnson	Director	October 23, 2003
* ----- Lewis C. Levin	Director	October 23, 2003
* ----- Eugene F. Quinn	Director	October 23, 2003
* ----- Jeffrey M. Wilkins	Director	October 23, 2003

*By /s/ David E. Mangum

 David E. Mangum, Executive Vice President
 and Chief Financial Officer

Registration No. 333-_____

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM S-8

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

CHECKFREE CORPORATION

EXHIBITS

EXHIBIT INDEX

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*Filed with this Registration Statement.

PORTER, WRIGHT, MORRIS & ARTHUR LLP
41 South High Street
Columbus, Ohio 43215-6194
Telephone: 614/227-2000
Facsimile: 614/227-2100
October 23, 2003

CheckFree Corporation
4411 East Jones Bridge Road
Norcross, Georgia 30092

Re: Registration Statement on Form S-8
CheckFree Corporation 2002 Stock Incentive Plan (the "Plan")

Gentlemen:

We have acted as counsel for CheckFree Corporation, a Delaware corporation ("CheckFree"), in connection with the Registration Statement on Form S-8 (the "Registration Statement"), filed by CheckFree with the Securities and Exchange Commission under the Securities Act of 1933, as amended, with respect to the registration of 2,605,091 shares of CheckFree Common Stock, par value \$.01 per share (the "Shares"), to be issued under the Plan.

In connection with this opinion, we have examined such corporate records, documents, and other instruments of the registrant as we have deemed necessary.

Based on the foregoing, we are of the opinion that the Shares will, when issued and paid for in accordance with the provisions of the Plan, be legally issued, fully paid and nonassessable, and entitled to the benefits of the Plan.

We hereby consent to the filing of this opinion as an exhibit to the Registration Statement.

Very truly yours,

/s/ PORTER, WRIGHT, MORRIS & ARTHUR LLP

PORTER, WRIGHT, MORRIS & ARTHUR LLP

INDEPENDENT AUDITORS' CONSENT

We consent to the incorporation by reference in this Registration Statement of CheckFree Corporation on Form S-8 of our report dated August 5, 2003, appearing in the Annual Report on Form 10-K of CheckFree Corporation for the year ended June 30, 2003.

/s/ Deloitte & Touche LLP

Atlanta, Georgia
October 23, 2003

POWER OF ATTORNEY

The undersigned officer of CheckFree Corporation (the "Company"), hereby appoints David E. Mangum and Curtis A. Loveland as his attorneys, or either of them, with power to act without the other, as his true and lawful attorney, to sign, in his name and on his behalf and in any and all capacities stated below, and to cause to be filed with the Securities and Exchange Commission (the "Commission"), the Company's Registration Statement on Form S-8 (the "Registration Statement") for the purpose of registering under the Securities Act of 1933, as amended, 6,000,000 shares of Common Stock, \$.01 par value, to be sold and distributed by the Company pursuant to the Company's 2002 Stock Incentive Plan, as amended from time to time, (the "Plan") and such other number of shares as may be issued under the anti-dilution provisions of the Plan, and any and all amendments, including post-effective amendments, to the Registration Statement hereby granting unto said attorneys and each of them full power and authority to do and perform in the name and on behalf of the undersigned, and in any and all such capacities, every act and thing whatsoever necessary to be done in and about the premises as fully as the undersigned could or might do in person, hereby granting to each said attorney-in-fact full power of substitution and revocation, and hereby ratifying all that any said attorney-in-fact or his substitute may do by virtue hereof.

IN WITNESS WHEREOF, the undersigned have signed these presents effective the 22nd day of October 2003.

Signature

/s/ John J. Brown, Jr.

John J. Browne, Jr.

Title

Vice President, Controller and
Chief Accounting Officer
(Principal Accounting Officer)