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

POST-EFFECTIVE AMENDMENT NO. 1 TO

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 Principal Executive Offices) (Zip Code)

**BLUEGILL TECHNOLOGIES, INC.
AMENDED AND RESTATED
1998 INCENTIVE AND NON-QUALIFIED
STOCK OPTION 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 and address of agent for service)
(Telephone number, including area code, of agent for service)

Copies of Correspondence to:
Robert J. Tannous, Esq.
Porter, Wright, Morris & Arthur LLP
41 South High Street
Columbus, Ohio 43215
(614) 227-1953

EXPLANATORY STATEMENT

Deregistration of Securities

CheckFree Corporation, a Delaware corporation formerly known as CheckFree Holdings Corporation (the “Company”), is filing this Post-Effective Amendment No. 1 to Form S-8 Registration Statement (the “Post-Effective Amendment”) to withdraw and remove from registration the unissued and unsold securities previously registered by the Company pursuant to its Registration Statement on Form S-8 filed with the Securities and Exchange Commission on April 28, 2000 (Registration No. 333-35814) (the “Registration Statement”). The Registration Statement registered 591,796 shares of the Company’s common stock, par value \$.01 (the “Common Stock”), to be issued, offered and sold pursuant to the BlueGill Technologies, Inc. Amended and Restated 1998 Incentive and Non-Qualified Stock Option Plan (the “Plan”).

The Registration Statement is hereby amended to deregister all of the unissued and unsold shares of Common Stock registered under the Registration Statement. As a result of this deregistration, no securities remain registered for sale pursuant to the Registration Statement.

PART II

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. Exhibits

<u>Exhibit Number</u>	<u>Description</u>
24	Power of Attorney (incorporated by reference to Exhibit 24 to the Company’s Registration Statement on Form S-8 (Registration No. 333-35814) filed with the Securities and Exchange Commission on April 28, 2000).

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Exhibit Description</u>
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