

KORCHUN WALTER M
Form 4
January 31, 2006

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
KORCHUN WALTER M

2. Issuer Name and Ticker or Trading Symbol
CERTEGY INC [CEY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
100 2ND AVENUE SOUTH, SUITE 1100 S

3. Date of Earliest Transaction (Month/Day/Year)
01/31/2006

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
V-P, General Counsel & Sec.

(Street)
ST. PETERSBURG, FL 33701

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or Price (D) | | |
| Common Stock | 01/31/2006 | | M | | 28 A \$ 34.96 | 46,706 | D |
| Common Stock | 01/31/2006 | | S | | 28 D \$ 43.01 | 46,678 | D |
| Common Stock | 01/31/2006 | | M | | 1,172 A \$ 33.1 | 47,850 | D |
| Common Stock | 01/31/2006 | | S | | 1,172 D \$ 43.01 | 46,678 | D |
| Common Stock | 01/31/2006 | | M | | 3,471 A \$ 32.55 | 50,149 | D |

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| | | | | | | | | |
|--------------|------------|---|-------|---|----------|--------|---|----------------|
| Common Stock | 01/31/2006 | S | 3,471 | D | \$ 43.01 | 46,678 | D | |
| Common Stock | | | | | | 501.47 | I | By 401(k) Plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (right to buy) | \$ 34.96 | 01/31/2006 | | M | 28 | <u>(1)</u> 02/12/2012 | Common Stock | 28 |
| Employee Stock Option (right to buy) | \$ 33.1 | 01/31/2006 | | M | 1,172 | <u>(2)</u> 08/21/2012 | Common Stock | 1,172 |
| Employee Stock Option (right to buy) | \$ 32.55 | 01/31/2006 | | M | 3,471 | <u>(3)</u> 02/04/2011 | Common Stock | 3,471 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

KORCHUN WALTER M
100 2ND AVENUE SOUTH
SUITE 1100 S
ST. PETERSBURG, FL 33701

V-P, General Counsel & Sec.

Signatures

Marcia R. Glick, as Attorney-in-Fact for Walter M. Korchun pursuant to a Power of Attorney
on file

01/31/2006

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The option fully vested on February 12, 2005.
 - (2) The option fully vested on August 21, 2005.
 - (3) The option vests in four installments on 2/4/2004, 12/31/2004, 12/31/2005 and 12/31/2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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