FORM 4

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

(Print or Type Responses)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

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			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Name and Address of Reporting Person * Towe, Larry J.	Issuer Name and Ticker or Trading Symbol	4. Statement for (Month/Day/Year)	Director 10% Owner X_ Officer (give title below) Other (specify below)
(Last) (First) (Middle)	Certegy Inc. CEY	12/12/02	Executive Vice President and Chief Operating Officer
11720 Amber Park Drive, Suite 600 (Street) Alpharetta, Georgia 30004 (City) (State) (Zip)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. If Amendment, Date of Original (Month/Day/Year) /	7. Individual or Joint/Group Filing (Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person

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

Title of Security	2. Transaction Date (Month/Day/		3. Transaction (Instr. 8)	Code	4. Securities Aco		posed of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
(Instr. 3)	Year)	Year)	Code	V	Amount	(A) or (D)	Price	(Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock	2/12/2002		A	V	36,000	A				
Common Stock	12/12/2002		M		6,175	A	\$10.1965	75,390	D	
Common Stock								6,653	I	By 401(K) Plan

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

	2. Conversion 3A. Deemed		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)			9. Number of Derivative Securities Beneficially Owned	10. Ownership Form of Derivative Securities:	11. Nature	
1. Title of Derivative Security (Instr. 3)	Price of Derivative	3. Transaction Date (Month/Day/ Year)	Execution Date, if any (Month/Day/ Year)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	or	8. Price of Derivative Security (Instr. 5)	Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
Employee Stock Option (right to buy)	\$34.96	2/12/2002		A	V	103,954		(1)	2/12/2012	Common Stock	103,954		103,954	D	
Employee Stock Option (right to buy)	\$10.1965	12/12/2002		М			6,175	(2)	1/25/2005	Common Stock	6,175		5,888	D	

Explanation of Responses:

- (1) 36,454 options vested on the date of grant, with the remaining 67,500 options vesting in three equal installments on each of the first, second and third anniversaries of the date of grant.
- (2) The option is a replacement of an option, which was originally granted on January 25, 1995 under Equifax Inc.'s Stock Option Plan. The replacement was in connection with the July 7, 2001 distribution by Equifax of all the outstanding common stock of Certegy to the shareholders of Equifax. The original option provided for vesting in four equal installments beginning on January 25, 1996.

*Larry J. Towe	12/16/2002				
** Signature of Reporting Person	Date				
*By: /s/ Marcia R. Glick, as attorney-in-fact					

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

- * 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).

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

http://www.sec.gov/divisions/corpfin/forms/form4.htm

Last update: 09/05/2002