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

Form 8-K

Current Report

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): 05/15/2008

ALLIANCE DATA SYSTEMS CORPORATION

(Exact name of registrant as specified in its charter)

Commission File Number: 001-15749

Delaware
(State or other jurisdiction of
incorporation)

31-1429215
(IRS Employer
Identification No.)

17655 Waterview Parkway
Dallas, Texas 75252
(Address of principal executive offices, including zip code)

(972) 348-5100
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01. Regulation FD Disclosure

On May 15, 2008, Alliance Data Systems Corporation issued a press release announcing a multi-year contract extension with Dress Barn, Inc. to continue providing private label credit card services for dressbarn and maurices-branded stores. A copy of this press release is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

99.1 Press release dated May 15, 2008 announcing a multi-year contract extension with Dress Barn, Inc.

The information contained in this report (including Exhibit 99.1) shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such a filing.

Signature(s)

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ALLIANCE DATA SYSTEMS CORPORATION

Date: May 15, 2008

By: /s/ Edward J. Heffernan

Edward J. Heffernan
Executive Vice President and Chief Financial Officer

Exhibit Index

Exhibit No.	Description
EX-99.1	Press release dated May 15, 2008 announcing a multi-year contract extension with Dress Barn, Inc.

NEWS RELEASE

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ALLIANCE DATA SIGNS MULTI-YEAR EXTENSION AGREEMENT WITH TOP-10 CLIENT AND LEADING SPECIALTY RETAILER DRESS BARN, INC.

Alliance Data to Continue Providing Private Label Credit Card Services for Dressbarn and Maurices Stores

DALLAS, Texas, May 15, 2008 -- Alliance Data Systems Corporation (NYSE: ADS), a leading provider of loyalty and marketing solutions derived from transaction-rich data, today announced it has signed a multi-year contract extension with leading specialty retailer Dress Barn, Inc. (NASDAQ: DBRN) to continue providing private label credit card services for dressbarn and maurices-branded stores. With 835 stores in 46 states, dressbarn's friendly, relaxed environment offers quality women's career and fashion apparel through a range of contemporary private label brands. Maurices is Dress Barn's leading small town specialty retailer, operating 649 stores in 43 states for value and fashion-conscious consumers with a youthful style. Dress Barn, Inc.'s sales in 2007 exceeded \$1.4 billion. Both dressbarn and maurices have been clients of Alliance Data since 1993 and 2001 respectively.

Under terms of the agreement, Alliance Data will continue providing private label credit card services including account acquisition and activation; receivables funding; card authorization; private label credit card issuance; statement generation; remittance processing; customer service functions; and marketing services.

"Throughout our relationship, Alliance Data has continued to serve as an invaluable partner in providing the vital customer insight and innovative credit and marketing solutions that has helped us instill customer loyalty, extend our brand, and increase sales," said Vivian Behrens, senior vice president and chief marketing officer of Dress Barn, Inc. "Our private label credit card program enables us to acquire and cultivate long-term, profitable relationships with our best customers. Alliance Data's industry experience and robust set of credit and marketing tools allow us to better track and understand our customers' purchase behaviors, which ultimately improves our ability to market to them in a more meaningful and relevant way. We look forward to continuing our relationship with Alliance Data and leveraging these services to offer superior value and service to our customers."

"We are excited to extend our long-standing relationship with Dress Barn and are proud to continue providing solutions that play a key role in their business success and growth goals," said Ivan Szeftel, executive vice president and president of Alliance Data's Retail Services. "Both dressbarn and maurices are prime examples of a retailer that is committed to delivering for its customers an exceptional shopping experience with its brands, and that includes enhancing the experience through private label credit. We look forward to continuing to support Dress Barn, Inc. and helping increase sales and grow their business."

About Dress Barn, Inc.

Dress Barn, Inc. (NASDAQ:DBRN), is a leading national specialty apparel retailer offering quality career and casual fashion apparel through its dressbarn and maurices brands. As of January 26, 2008, the Company operated 835 dressbarn stores in 46 states and 649 maurices stores in 43 states. For more information, please visit www.dressbarn.com and www.maurices.com.

About Alliance Data

Alliance Data (NYSE: ADS) is a leading provider of marketing, loyalty and transaction services, managing over 120 million consumer relationships for some of North America's most recognizable companies. Using transaction-rich data, Alliance Data creates and manages customized solutions that change consumer behavior and that enable its clients to create and enhance customer loyalty to build stronger, mutually beneficial relationships with their customers. Headquartered in Dallas, Alliance Data employs over 9,000 associates at more than 60 locations worldwide. Alliance Data's brands include AIR MILES®, North America's premier coalition loyalty program, and Epsilon®, a leading provider of multi-channel, data-driven technologies and marketing services. For more information about the company, visit its website, www.AllianceData.com.

Alliance Data's Safe Harbor Statement/Forward-Looking Statements

This release may contain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Such statements may use words such as "anticipate," "believe," "estimate," "expect," "intend," "predict," "project" and similar expressions as they relate to us or our management. When we make forward-looking statements, we are basing them on our management's beliefs and

assumptions, using information currently available to us. Although we believe that the expectations reflected in the forward-looking statements are reasonable, these forward-looking statements are subject to risks, uncertainties and assumptions, including those discussed in our filings with the Securities and Exchange Commission.

If one or more of these or other risks or uncertainties materialize, or if our underlying assumptions prove to be incorrect, actual results may vary materially from what we projected. Any forward-looking statements contained in this presentation reflect our current views with respect to future events and are subject to these and other risks, uncertainties and assumptions relating to our operations, results of operations, growth strategy and liquidity. These risks, uncertainties and assumptions include those made with respect to and any developments related to the termination of the proposed merger with an affiliate of The Blackstone Group, including risks and uncertainties arising from actions that the parties to the merger agreement may take in connection therewith. We have no intention, and disclaim any obligation, to update or revise any forward-looking statements, whether as a result of new information, future results or otherwise.

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: Statements in this presentation regarding Alliance Data Systems Corporation's business which are not historical facts are "forward-looking statements" that involve risks and uncertainties. For a discussion of such risks and uncertainties, which could cause actual results to differ from those contained in the forward-looking statements, see "Risk Factors" in the Company's Annual Report on Form 10-K for the most recently ended fiscal year. Risk factors may be updated in Item 1A in each of the Company's Quarterly Reports on Form 10-Q for each quarterly period subsequent to the Company's most recent Form 10-K.

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