

---

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):

December 11, 2008

Alliance Data Systems Corporation

(Exact name of registrant as specified in its charter)

Delaware

001-15749

31-1429215

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

17655 Waterview Parkway, Dallas, Texas

75252

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(972) 348-5100

Not Applicable

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))
-

**Item 7.01 Regulation FD Disclosure.**

On December 11, 2008, Alliance Data Systems Corporation provided to market analysts an IR Update announcing that under an existing agreement with MedChoice Financial, it will provide consumer private label credit card services for a new member group in MedChoice's provider network, veterinary customers of Butler Animal Health Supply, LLC. A copy of this IR Update is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 IR Update dated December 11, 2008.

Note: 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.

---

**SIGNATURES**

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

December 11, 2008

By: *Edward J. Heffernan*

---

*Name: Edward J. Heffernan*

*Title: Executive Vice President and Chief Financial Officer*

---

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	IR Update dated December 11, 2008.

# **Investor Relations Update**

**Dec. 11, 2008**

## **ALLIANCE DATA TO PROVIDE NEW CONSUMER PRIVATE LABEL CREDIT CARD SERVICES FOR MEDCHOICE'S NEWEST NETWORK MEMBERS: VETERINARY CUSTOMERS OF BUTLER ANIMAL HEALTH SUPPLY**

- Alliance Data today announced that under an existing agreement with MedChoice Financial, a leading provider of patient financing, it will provide consumer private label credit card services for a new member group in MedChoice's provider network, veterinary customers of Butler Animal Health Supply, LLC.
- Alliance Data will launch consumer financing services for clients of the veterinary customers of Butler Animal Health Supply, which serves companion animal, equine and large animal veterinarians throughout the United States. As the largest distributor of veterinary/animal health products in the U.S. with annual sales exceeding \$1 billion, Butler distributes medical supplies and equipment to more than 29,000 veterinary customers nationwide.
- Through the MedChoice program, Alliance Data will provide services that include account acquisition and activation; receivables funding; card authorization; statement generation; remittance processing; customer service functions; and marketing services.

###