SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934 (Amendment No.)*

ALLIANCE DATA SYSTEMS CORPORATION

	(Name of Issuer)	
	COMMON STOCK	
	(Title of Class of Securities)	
	018581108	
	(CUSIP Number)	
	December 31, 2009	
(Date of Event Which Requires Filing of this Statement)		

Check the appropriate box to designate the Rule pursuant to which this Schedule is filed:

[X] Rule 13d – 1(b)

Rule 13d – 1(c) []

Rule 13d – 1(d) []

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes.)

CUSIP N	CUSIP No 018581108		13G		Page 2 of 14 Pages
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):				
	1.13.11)L1 \ 111	TENTION NO. OF TIBOVE PERSONS	(1111	TILES OIVET).
	Bank of		ca Corporation 56-090		
2		CI	HECK THE APPROPRIATE BOX IF A Instructions		BER OF A GROUP (See (a) []
			mstructions	,	(b) []
3	SEC US	E ONL	Y		
4	CITIZE	NSHIP	OR PLACE OF ORGANIZATION		
					D 1
		5 SOI	E VOTING POWER		Delaware
		3 301	EL VOINGTOWER		0
NUMBE SHAF	_	6 SH /	ARED VOTING POWER		
BENEFIC		0 5111	INLE VOINGTOWER		2,987,630
OWNE		7 SOI	LE DISPOSITIVE POWER		
EAC REPOR	CH				0
PERSON					
	8 SH		ARED DISPOSITIVE POWER		2,982,405
9	AGGRE	GATE	AMOUNT BENEFICIALLY OWNE	D B	Y EACH REPORTING
	PERSO	N			2.007.620
10	2,987,630 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN				
10	SHARES (See Instructions)				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
					5.7%
12	TYPE C	F REP	ORTING PERSON (See Instructions)		
					НС
	TIC .				

CUSIP N	CUSIP No 018581108		13G	Page 3 of 14 Pages	
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):				
	Bank of	Amerio	ca, NA 94-1687665		
2		CF	HECK THE APPROPRIATE BOX IF A I Instructions)	•	
3	SEC US	E ONL	Y		
4	CITIZE	NSHIP	OR PLACE OF ORGANIZATION		
				United States	
NUMBE	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		E VOTING POWER	871,534	
BENEFIC			ARED VOTING POWER	451,067	
EAC REPOR			E DISPOSITIVE POWER	870,934	
PERSON			ARED DISPOSITIVE POWER	446,442	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
10	1,322,601				
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	2.5%				
12	TYPE C)F REP	ORTING PERSON (See Instructions)		
	ВК				

CUSIP N	CUSIP No 018581108		13G	Page 4 of 14 Pages	;
1	NAMES OF REPORTING PERSONS				
	1.R.S. II	DENTII	FICATION NO. OF ABOVE PERSONS	(ENTITIES ONLY):	
2	Columb		8	-1687665	Caa
2		Cr	HECK THE APPROPRIATE BOX IF A Instructions) (a))[])[]
3	SEC US	E ONL	Y		
4	CITIZE	NSHIP	OR PLACE OF ORGANIZATION		
				Delaw	are
NUMBE	NUMBER OF SHARES 6 SH. BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		E VOTING POWER	400,	067
BENEFIC			ARED VOTING POWER	3,	730
EAC REPOR			E DISPOSITIVE POWER	178,	587
PERSON			ARED DISPOSITIVE POWER	256,	010
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
10	434,597				
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	0.8%				
12	TYPE OF REPORTING PERSON (See Instructions)				
	IA				

CUSIP No 018581108		108	13G		Page 5 of 14 Pages
1 NAMES OF REPORTING PERSONS					
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):				
					,
2	Banc of		ca Investment Advisors, Inc. 5 HECK THE APPROPRIATE BOX IF A		S8405
2		CI	Instructions		(a) []
					(b) []
3	SEC US	E ONL	Y		
4	CITIZE	NSHIP	OR PLACE OF ORGANIZATION		
					Delaware
		5 SOI	E VOTING POWER		
NUMBE	ER OF				0
SHAF	_	6 SH	ARED VOTING POWER		24.400
BENEFIC					34,409
OWNE EAC		7 SOI	LE DISPOSITIVE POWER		0
	REPORTING ERSON WITH				U
PERSON			ARED DISPOSITIVE POWER		0
9	AGGRE	GATE	AMOUNT BENEFICIALLY OWNE	D B	Y EACH REPORTING
	PERSON	V			
10	CHECK	IE TL	IE ACCRECATE AMOUNT IN DO	A7 (Q)	34,409
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)				
	[]				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	0.1%				
12	12 TYPE OF REPORTING PERSON (See Instructions)				
					IA
	1				IA

CUSIP N	CUSIP No 018581108		13G		Page 6 of 14 Pages
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):				
	Merrill 1	Lynch, I			74085
2		CF	HECK THE APPROPRIATE BOX IF A Instructions		fBER OF A GROUP (See (a) [] (b) []
3	SEC US	E ONL	Y		() 2 3
4	CITIZE	NSHIP	OR PLACE OF ORGANIZATION		
					Delaware
NUMBE	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		E VOTING POWER		1,580,929
BENEFIC			ARED VOTING POWER		0
EAC REPOR			E DISPOSITIVE POWER		1,580,929
PERSON			ARED DISPOSITIVE POWER		0
9	AGGRE PERSO		AMOUNT BENEFICIALLY OWNE	ED B	Y EACH REPORTING
	1,580,929				
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	3.0%				
12	TYPE OF REPORTING PERSON (See Instructions)				
	BD, IA				

CUSIP N	CUSIP No 018581108		13G		Page 7 of 14 Pages	
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):					ΓΙΤΙΕS ONLY):
	Merrill 1		nternational	13-3779		
2		CH	IECK THE APP	ROPRIATE BOX IF Instructio		MBER OF A GROUP (See (a) [] (b) []
3	SEC US	E ONL	Y			
4	CITIZE	NSHIP	OR PLACE OF	ORGANIZATION		
						England
NUMBE	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		E VOTING POV	WER		84,100
BENEFIC			RED VOTING	POWER		0
EAC REPOR			E DISPOSITIV	E POWER		84,100
PERSON			RED DISPOSIT	TIVE POWER		0
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					Y EACH REPORTING
10	84,100					
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					ROW (9)
	0.2%					
12	TYPE OF REPORTING PERSON (See Instructions)					
	BD					

Item 1(a).	Name of Issuer:								
	Alliance Data Systems Corporation								
Item 1(b).	Addres	Address of Issuer's Principal Executive Offices:							
	17655 Waterview Parkway, Dallas, Texas, 75252								
Item 2(a).	Name o	Name of Person Filing:							
	Bank of America Corporation Bank of America, NA Columbia Management Advisors, LLC Banc of America Investment Advisors, Inc. Merrill Lynch, Pierce, Fenner & Smith, Inc. Merrill Lynch International								
Item 2(b).	Addres	ss of Principal Business Office or, if None, Res	idence:						
		of America Corporation has its principal busines orate Center, Charlotte, NC 28255.	s office at 100 North Tryon Street, Floor 25, Bank of America						
Item 2(c).	Citizen	ship:							
	Bank o Colum Banc o Merril	of America Corporation of America, NA obia Management Advisors, LLC of America Investment Advisors, Inc. l Lynch, Pierce, Fenner & Smith, Inc. l Lynch International	Delaware United States Delaware Delaware Delaware England						
Item 2(d).	Title of	f Class of Securities:							
	Comn	non Stock							
Item 2(e).	CUSIP	Number:							
	01858	31108							
Item 3.	If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:								
	(a) [] Broker or dealer registered under Section 15 of the Exchange Act.								
	(b)	(b) [] Bank as defined in Section 3(a)(6) of the Exchange Act.							
	(c)	(c) [] Insurance company as defined in Section 3(a)(19) of the Exchange Act.							
	(d)	(d) [] Investment company registered under Section 8 of the Investment Company Act.							
	(e)	(e) [] An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E).							
	(f)	(f) [] An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F).							
	(g)	(g) [X] A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G).							
	(h)	[] A savings association as defined in Section	3(b) of the Federal Deposit Insurance Act.						
	(i)	[] A church plan that is excluded from the defithe Investment Company Act.	nition of an investment company under Section 3(c)(14) of						
	(j)	[] Group, in accordance with Rule 13d-1(b)(1)	(ii)(J).						
	If this statement is filed pursuant to Rule 13d-1(c), check this box. []								

Item 4. Ownership:

With respect to the beneficial ownership of the reporting person, see Items 5 through 11 of the cover pages to this Schedule 13G, which are incorporated herein by reference.

Item 5. Ownership of 5 Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Item 6. Ownership or More than Five Percent on Behalf of Another Person:

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:

With respect to the beneficial ownership of the reporting person, see Items 5 through 11 of the cover pages to this Schedule 13G, which are incorporated herein by reference.

Item 8. Identification and Classification of Members of the Group:

Not Applicable.

Item 9. Notice of Dissolution of Group:

Not Applicable.

Item 10. Certification:

By signing below each of the undersigned certifies that, to the best of such undersigned's knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 28, 2010

Bank of America Corporation Bank of America, N.A.

By: /s/ Angelina L. Richardson

Angelina L. Richardson Vice President

Columbia Management Advisors, LLC

By: /s/ Robert McConnaughey

Robert McConnaughey Managing Director

Banc of America Investment Advisors, Inc.

By: /s/ Jeffrey Cullen

Jeffrey Cullen Vice President

Merrill Lynch, Pierce, Fenner & Smith, Inc.

By: /s/ Robert Shine

Robert Shine Attorney-In-Fact

Merrill Lynch International

By: /s/ Gurjit Wadhera

Gurjit Wadhera Managing Director

Exhibit 99.1

EXHIBIT 99.1 - JOINT FILING AGREEMENT

The undersigned hereby agree that they are filing this statement jointly pursuant to Rule 13d-1(k)(1). Each of them is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

In accordance with Rule 13d-1(k)(1) promulgated under the Securities and Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with each other on behalf of each of them of to such a statement on Schedule 13G with respect to the common stock of beneficially owned by each of them. This Joint Filing Agreement shall be included as an exhibit to such Schedule 13G.

Dated: January 28, 2010

Bank of America Corporation Bank of America, N.A.

By: /s/ Angelina L. Richardson

Angelina L. Richardson
Vice President

Columbia Management Advisors, LLC

By: /s/ Robert McConnaughey

Robert McConnaughey

Managing Director

Banc of America Investment Advisors, Inc.

By: /s/ Jeffrey Cullen

Jeffrey Cullen
Vice President

Merrill Lynch, Pierce, Fenner & Smith, Inc.

By: /s/ Robert Shine

Robert Shine
Attorney-In-Fact

Merrill Lynch International

By: /s/ Gurjit Wadhera
Gurjit Wadhera
Managing Director