

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 4)

Transaction Systems Architects, Inc.  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

893416 10 7  
(CUSIP Number)

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

- 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 the  
disclosures provided in a prior cover page.

The information required in the remainder of this cover 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).

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CUSIP NO. 893416 10 7

- 1) NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Norwest Equity Capital, L.L.C.  
Tax Identification No. 41-1814661

- 2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

- 3) SEC USE ONLY

- 4) CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

NUMBER OF	(5)	SOLE VOTING POWER
SHARES		1,156,252
BENEFICIALLY	(6)	SHARED VOTING POWER
OWNED BY		0
EACH	(7)	SOLE DISPOSITIVE POWER
REPORTING		1,156,252
PERSON	(8)	SHARED DISPOSITIVE POWER
WITH		0

- 9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,156,252

- 10) CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*
- 11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
Less than 5%
- 12) TYPE OF REPORTING PERSON\*  
00

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CUSIP NO. 893416 10 7

- 1) NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
  
Itasca NEC, L.L.C.  
Tax Identification No. 41-1815097
  - 2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]
  - 3) SEC USE ONLY
  - 4) CITIZENSHIP OR PLACE OF ORGANIZATION  
  
Minnesota
- |   |                              |           |
|---|------------------------------|-----------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | (5) SOLE VOTING POWER        | 1,156,252 |
|   | (6) SHARED VOTING POWER      | 0         |
|   | (7) SOLE DISPOSITIVE POWER   | 1,156,252 |
|   | (8) SHARED DISPOSITIVE POWER | 0         |

- 9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,156,252
- 10) CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*
- 11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
Less than 5%
- 12) TYPE OF REPORTING PERSON\*  
00

13G

CUSIP NO. 893416 10 7

- 1) NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
  
John P. Whaley  
Social Security No. ###-##-####
- 2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]
- 3) SEC USE ONLY
- 4) CITIZENSHIP OR PLACE OF ORGANIZATION  
  
Minnesota

NUMBER OF (5) SOLE VOTING POWER  
SHARES 1,163,380(1)  
BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY 0  
EACH (7) SOLE DISPOSITIVE POWER  
REPORTING 1,163,380(1)  
PERSON (8) SHARED DISPOSITIVE POWER  
WITH 0

9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,163,380(1)

10) CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  
SHARES\*

11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
Less than 5%

12) TYPE OF REPORTING PERSON\*

IN

(1) Includes 7,128 shares held by John P. Whaley in his  
individual capacity.

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CUSIP NO. 893416 10 7

1) NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

John E. Lindahl  
Social Security No. ###-##-####

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]

3) SEC USE ONLY

4) CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

NUMBER OF (5) SOLE VOTING POWER  
SHARES 1,165,007(1)  
BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY 0  
EACH (7) SOLE DISPOSITIVE POWER  
REPORTING 1,165,007(1)  
PERSON (8) SHARED DISPOSITIVE POWER  
WITH 0

9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,165,007(1)

10) CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  
SHARES\*

11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
Less than 5%

12) TYPE OF REPORTING PERSON\*

IN

(1) Includes 8,755 shares held by John E. Lindahl in his  
individual capacity.

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CUSIP NO. 893416 10 7

1) NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

George J. Still, Jr.  
Social Security No. ###-##-####

- 2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]
- 3) SEC USE ONLY
- 4) CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

- NUMBER OF (5) SOLE VOTING POWER  
SHARES 1,163,279(1)
- BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY 0
- EACH (7) SOLE DISPOSITIVE POWER  
REPORTING 1,163,279(1)
- PERSON (8) SHARED DISPOSITIVE POWER  
WITH 0
- 9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,163,279(1)
- 10) CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  
SHARES\*
- 11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
Less than 5%
- 12) TYPE OF REPORTING PERSON\*
- IN

(1) Includes 7,027 shares held by Geroge J. Still, Jr. in his individual capacity.

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

SCHEDULE 13G  
Under the Securities Exchange Act of 1934  
(Amendment No. 4)

Item 1(a) Name of Issuer:

Transaction Systems Architects, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:

330 South 108th Avenue  
Omaha, NE 68154

Item 2(a) Name of Person Filing:

1. Norwest Equity Capital, L.L.C. (NEC)
2. Itasca NEC, L.L.C. (INEC)
3. John P. Whaley(JPW)
4. John E. Lindahl (JEL)
5. George J. Still (GJS)

Item 2(b) Address of Principal Business Office:

1. Norwest Equity Capital, L.L.C.  
2800 Piper Jaffray Tower  
222 So. Ninth St.  
Minneapolis, MN 55402
2. Itasca NEC, L.L.C.  
2800 Piper Jaffray Tower  
222 So. Ninth St.  
Minneapolis, MN 55402
3. John P. Whaley  
2800 Piper Jaffray Tower  
222 So. Ninth St.  
Minneapolis, MN 55402

4. John E. Lindahl  
2800 Piper Jaffray Tower  
222 So. Ninth St.  
Minneapolis, MN 55402
5. George J. Still, Jr.  
2800 Piper Jaffray Tower  
222 So. Ninth St.  
Minneapolis, MN 55402

This statement is filed by Norwest Equity Capital, L.L.C. on behalf of all of the persons listed above pursuant to Rule 13d-1(c) and Rule 13d-1(f). Norwest Equity Capital, L.L.C. is a Minnesota limited liability company. Itasca, NEC, L.L.C., a Minnesota limited liability company, is the managing member of Norwest Equity Capital, L.L.C. John P. Whaley, John E. Lindahl and George J. Still, Jr. are the managing members of Itasca NEC, L.L.C.

Item 2(c) Citizenship:

1. NEC: Minnesota
2. INEC: Minnesota
3. JPW: United States
4. JEL: United States
5. GJS: United States

Item 2(d) Title of Class of Securities:

Common Stock

Item 2(e) CUSIP Number:

893416 10 7

Item 3 N/A

Item 4 Ownership:

(1) Norwest Equity Capital, L.L.C.: At December 31, 1998, Norwest Equity Capital, L.L.C. owned 1,156,252 shares of common stock. This amount represented less than five percent of the total shares of common stock outstanding at that date. Norwest Equity Capital, L.L.C. has no rights to acquire additional shares through the exercise of options or otherwise.

(2) Itasca NEC, L.L.C: At December 31, 1998, Itasca NEC, L.L.C was deemed to own, by virtue of its affiliation with Norwest Equity Capital, L.L.C, 1,156,252 shares of common stock. This amount represented less than five percent of the total shares of common stock outstanding at that date.

(3) John E. Lindahl: At December 31, 1998, John E. Lindahl was deemed to own an aggregate of 1,165,007 shares, as follows: (a) 1,156,252 shares indirectly by virtue of his affiliation with Norwest Equity Capital, L.L.C, and (b) 8,755 shares held in his individual capacity. This amount represented less than five percent of the total shares of common stock outstanding at that date.

(4) John P. Whaley: At December 31, 1998, John P. Whaley was deemed to own an aggregate of 1,163,380 shares as follows: (a) 1,156,252 shares indirectly by virtue of his affiliation with Norwest Equity Capital, L.L.C., and (b) 7,128 shares held in his individual capacity. This amount represented less than five percent of the total shares of common stock outstanding at that date.

(5) George J. Still, Jr.: At December 31, 1998, George J. Still, Jr. was deemed to own an aggregate of 1,163,279 shares as follows: (a) 1,156,252 shares indirectly by virtue of his affiliation with Norwest Equity Capital, L.L.C, and (b) 7,027 shares held in his individual capacity. This amount represented less than five percent of the total shares of common stock outstanding at that date.

The persons filing this statement other than Norwest Equity Capital, L.L.C. disclaim beneficial ownership of, and the filing of this shall not be construed as an admission that the persons filing are beneficial

owners of, the shares covered by this statement for purposes of Sections 13, 14 or 16 of the Act.

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

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

Item 6 Ownership of 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:

See Attachment A.

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, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes 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.

Date: February 16, 1999

NORWEST EQUITY CAPITAL, L.L.C.

By: Itasca NEC, L.L.C.

/s/ John P. Whaley  
John P. Whaley, Managing Partner