FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-028								
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0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(b) of the Investment Company Act of 1940

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1. Name and Address of Reporting Person*						2. Issuer Name <b>and</b> Ticker or Trading Symbol ACI WORLDWIDE, INC. [ ACIW ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
BYRNES DENNIS					1230	ACI WORLDWIDE, IIVC. [ ACIW ]										Direc	ctor	10%	Owner	
(Last) (First) (Middle)					-   _									_	X	Office	er (give title v)	Othe belo	er (specify w)	
(Last)	(		3. Date of Earliest Transaction (Month/Day/Year) 09/16/2008									SV	Counsel &	Sec						
120 BROADWAY				03/	09/10/2000									٠,	r, General	Counsel &	JCC .			
SUITE 3	350																			
50112 5550				_ 4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6	6. Individual or Joint/Group Filing (Check Applicable						
(Street)									J		`	•	,	L	ine)			0 (		
NEW YO	י עסר	ΙΥ	10271												X	Form	n filed by One	e Reporting Pe	rson	
INEW IC	JIXIX 1	V I	102/1												Form filed by More than One Reporting					
-					-											Pers	on			
(City)	(	State)	(Zip)																	
		Tab	le I - No	n-Deriv	vative	Se	curitie	s Acc	quired	, Dis	sposed o	of, o	r Ben	efici	ally C	)wne	ed			
1. Title of Security (Instr. 3)  2. Transact Date (Month/Day					Execution Date,			3. 4. Securities Acquired (A) or Transaction Disposed Of (D) (Instr. 3, 4					l and 5)   Securi			6. Ownership Form: Direct	7. Nature of Indirect			
				(Month/Day/Year)			if any (Month/Day/Year)		Code (Instr.								(D) or Indirect (I) (Instr. 4)	Beneficial Ownership		
					[`							(A) or			Repor			```	(Instr. 4)	
									Code	V	Amount		(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)				
Common Stock 09/16/2				/2008				A 18,350		O <sup>(1)</sup> A \$19.		.76 58,060		D						
		Т	able II -	Derivat	tive S	ecu	ırities	Acqu	ired, C	Disp	osed of,	or I	Benef	iciall	y Ow	ned				
				(e.g., p	uts, c	alls	, warr	ants,	option	ıs, c	onvertib	le s	securi	ties)						
1. Title of Derivative	2. Conversion or Exercise Price of		3A. Deen Executio	n Date, Ti		4. Transaction Code (Instr. 8)		on of		6. Date Exercisable ar Expiration Date		7. Title and Amount of Securities			8. Price of Derivative		9. Number o	Ownership	11. Nature of Indirect	
Security (Instr. 3)		(Month/Day/Year)	if any (Month/D							(Month/Day/Year)					Security (Instr. 5)		Securities Beneficially	Form: Direct (D)	Beneficial Ownership	
	Derivative Security		Ι΄.		1		Acquired (A) or		Derivative Security (Ins				etr 2	2		Owned Following	or Indirect			
Security							Disposed of (D) (Instr. 3, 4		and 4)				1511. 3			Reported	1	'		
													Transaction(s)			(s)				
						and 5)										' '				
													Am	ount	t					
											Expiration		or Numb							
					Code	l.,	1,,,	_,	Date			Title	of							
	I		1			V	(A)	(D)	Exercisa	abie	Date	IIII	e  Sha	ares				1	1	

## **Explanation of Responses:**

1. Represents shares of restricted stock awarded on September 16, 2008 pursuant to the Company's 2005 Equity and Performance Incentive Plan, as amended. The restrictions on these shares of restricted stock will generally lapse with respect to 25% of the shares on each anniversary of the grant date.

By: /s/ Victoria H. Finley,

Attorney in Fact For: Dennis P. 09/18/2008

**Byrnes** 

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.