

TOTAL SYSTEM SERVICES INC

Form POS AM

November 24, 2008

As filed with the Securities and Exchange Commission on November 24, 2008

Registration No. 333-50351

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-3

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

Total System Services, Inc.

(Exact name of each registrant as specified in its charter)

Georgia

(State or other jurisdiction
of incorporation or organization)

58-1493818

(I.R.S. employer identification number)

One TSYS Way

Columbus, Georgia 31901

(706) 649-2310

(Address, including zip code, and telephone number,

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including area code, of each registrant's principal executive offices)

Kathleen Moates

Senior Deputy General Counsel

Total System Services, Inc.

One TSYS Way

Columbus, Georgia 31901

(706) 649-2310

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Copy to:

C. William Baxley

King & Spalding LLP

1180 Peachtree Street

Atlanta, Georgia 30309

(404) 572-4600

Approximate date of commencement of proposed sale to the public: Not Applicable.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Columbus, state of Georgia, on the 24th day of November 2008.

TOTAL SYSTEM SERVICES, INC.

By: /s/Philip W. Tomlinson

Principal Executive Officer and
Chairman of the Board

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to Registration Statement No. 333-50351 has been signed below by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
/s/ Philip W. Tomlinson Philip W. Tomlinson	Chief Executive Officer and Chairman of the Board of Directors (Principal Executive Officer)	November 24, 2008
*		November 24, 2008
M. Troy Woods	President and Director	
*		November 24, 2008
James B. Lipham		
	Senior Executive Vice President and Chief Financial Officer (Principal Financial Officer)	
/s/ Dorenda K. Weaver Dorenda K. Weaver	Chief Accounting Officer (Principal Accounting Officer)	November 24, 2008
		November __, 2008
Richard E. Anthony	Director	
*		November 24, 2008
James H. Blanchard		
	Director	

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*		November 24, 2008
Richard Y. Bradley	Director	
		November __, 2008
Kriss Cloninger III	Director	
		November __, 2008
Walter W. Driver, Jr.	Director	
		November 24, 2008
*		November 24, 2008
Gardiner W. Garrard, Jr.	Director	
		November __, 2008
Sidney E. Harris	Director	
		November __, 2008
Alfred W. Jones III	Director	
		November 24, 2008
*		November 24, 2008
Mason H. Lampton	Director	
		November 24, 2008
*		November 24, 2008
W. Walter Miller, Jr.	Director	
		November 24, 2008
*		November 24, 2008
H. Lynn Page	Director	
		November __, 2008
John T. Turner	Director	

