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PER SE TECHNOLOGIES INC

Form 3

February 28, 2005

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

MASON DAVID F

(Last)

(City)

(Instr. 4)

1. Title of Security

(First)

(Middle)

Statement

(Month/Day/Year)

02/17/2005

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

PER SE TECHNOLOGIES INC [PSTI]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

SVP Operations

5. If Amendment, Date Original

Filed(Month/Day/Year)

1145 SANCTUARY PARKWAY, Â SUITE 200

(Street)

Director

_X__ Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

ALPHARETTA, Â GAÂ 30004

(State)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Shares

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Date Exercisable Expiration

Date

Title

Derivative Amount or Security Number of

Security: Direct (D) or Indirect

(I)

1

| | | | | | | (Instr. 5) | |
|--|---------------|------------|-----------------|--------|-----------|------------|---|
| Employee Stock Option (right to buy) (1) | 11/13/2001(2) | 11/13/2011 | Common Stock | 2,000 | \$ 3.75 | D | Â |
| Employee Stock Option (right to buy) (1) | 03/07/2002(3) | 03/07/2012 | Common Stock | 8,250 | \$ 6 | D | Â |
| Employee Stock Option (right to buy) (1) | 03/07/2002(3) | 03/07/2012 | Common Stock | 8,250 | \$ 6.72 | D | Â |
| Employee Stock Option (right to buy) (1) | 03/07/2002(3) | 03/07/2012 | Common Stock | 8,249 | \$ 7.53 | D | Â |
| Employee Stock Option (right to buy) (1) | 03/09/2005(2) | 03/09/2015 | Common Stock | 30,000 | \$ 14.021 | D | Â |
| Employee Stock Option (right to buy) (1) | 05/18/2005(4) | 05/18/2015 | Common Stock | 6,667 | \$ 12.7 | D | Â |
| Employee Stock Option (right to buy) (1) | 05/18/2005(4) | 05/18/2015 | Common Stock | 6,667 | \$ 13.97 | D | Â |
| Employee Stock Option (right to buy) (1) | 05/18/2005(4) | 05/18/2015 | Common Stock | 6,666 | \$ 15.37 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | |
|--|---------------|-----------|----------------|-------|--|
| | Director | 10% Owner | Officer | Other | |
| MASON DAVID F 1145 SANCTUARY PARKWAY SUITE 200 ALPHARETTA, GA 30004 | Â | Â | SVP Operations | Â | |

Signatures

/s/ DAVID F.
MASON

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) Granted pursuant to the Per-Se Technologies, Inc. Non-Qualified Stock Option Plan for Non-Executive Employees, as amended (the "Non-Executive Stock Option Plan").
- (2) These stock options vest and become exercisable at the rate of one-third per year over a three-year period beginning on the date of grant, and are subject in all respects to the terms and conditions of the Non-Executive Stock Option Plan.
- (3) These stock options vest and become exercisable at the rate of one-fifth per year over a five-year period beginning on the date of grant, and are subject in all respects to the terms and conditions of the Non-Executive Stock Option Plan.
- (4) These stock options vest and become exercisable at the rate of one-fourth per year over a four-year period beginning on the date of grant, and are subject in all respects to the terms and conditions of the Non-Executive Stock Option Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

Reporting Owners 2

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