

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

## UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

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## STATEMENT OF CHANGES IN 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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *						2. Issuer Name <b>and</b> Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
VIAD CORP					MONEYGRAM INTERNATIONAL INC [ MGI ]							TION	Direct	or	_	_ <b>X</b> 10% (	Owner	
(Last)	(First) (Middle)				3. Date of Earliest Transaction (MM/DD/YYYY)						Officer (give title below) Other (specify below)							
1850 NORTH	UE	6/30/2004																
(Street)					4. If Amendment, Date Original Filed (MM/DD/YYYY)							ed	6. Individual or Joint/Group Filing (Check Applicable Line)					
PHOENIX, A	Z 85004	4																
(City) (State) (Zip)													X _ Form filed by One Reporting Person Form filed by More than One Reporting Person					
		Tab	ole I - Non	-Deri	vati	ve Securi	ities A	Ac	quirec	l, Dis	po	sed of	, or B	eneficially	y Owned			
			2. Tra			3. Trans. Code (Instr. 8)		4. Securities A or Disposed of (Instr. 3, 4 and		f (D) Follow (Instr.		nount of Securities Beneficially Owned wing Reported Transaction(s) . 3 and 4)		Ownership Form:	Beneficial Ownership			
							Code	v	Amou	nt (D	- 1	Price					(I) (Instr. 4)	
Common Stock 6/30				6/30/	2004		J		885550	77. A	\$(	0.00 (1)		88556077.			D	
Common Stock 6/30				6/30/	2004		J		885560	<sup>77</sup> . D	\$0	0.00 (1)		0.			D	
Tab	ole II - De	rivati	ive Securi	ties B	enef	icially O	wned	l (	e.g. , p	outs,	cal	lls, wa	rrant	s, options	, convert	ible secur	rities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Date	Execution C	Crans. Code Instr. 8)	Deri Secu Acqu Disp	umber of vative rities aired (A) or osed of (D) r. 3, 4 and	6. Date Exercisable and Expiration Date  Date Expiration				7. Title and Amou Securities Underly Derivative Securit (Instr. 3 and 4)		ing /	Derivative	of derivative Securities Beneficially Owned Following	Derivative Security: Direct (D) or Indirect (I) (Instr.	Beneficial	
			C	Code V	(A)	(D)	Exercisab					Share			(s) (Instr. 4			

## **Explanation of Responses:**

(1) On June 28, 2004, 1,000 shares of Issuer common stock were recapitalized into 88,556,077 shares of Issuer common stock. On June 30, 2004, Reporting Person distributed 88,556,077 shares of Issuer common stock to its stockholders in connection with a spin-off of the Issuer.

**Reporting Owners** 

Paperting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10%	Owner	Officer	Other			
VIAD CORP 1850 NORTH CENTRAL AVENUE			X					
PHOENIX, AZ 85004								

## **Signatures**

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

- \* 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 control number.