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HEARTLAND PARTNERS L P
Form 8-K
March 24, 2005

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED): MARCH 23, 2005

HEARTLAND PARTNERS, L.P.
(Exact Name of Registrant as Specified in Charter)

DELAWARE (State or Other Jurisdiction of Incorporation or Organization)	1-10520 (Commission File Number)	36-3606475 (I.R.S. Employer Identification No.)
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330 N. JEFFERSON COURT, CHICAGO, ILLINOIS (Address of Principal Executive Offices)	60661 (Zip Code)
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Registrant's telephone number, including area code: (312) 575-0400

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Section 2 - Financial Information

ITEM 2.01 COMPLETION OF ACQUISITION OR DISPOSITION OF ASSETS.

On March 24, 2005, Heartland Partners, L.P. (the "Company") issued a press release announcing that, on March 23, 2005, it closed the sale of 1.2 acres of

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land in its Kinzie Station project in Chicago, Illinois for \$4.2 million in cash proceeds. The buyer, 325 Union LLC, an affiliate of RDM-Alko, plans to develop condominiums on the site. The Company intends to hold the net proceeds of the sale as working capital in light of pending environmental claims and litigation in Montana and Minnesota.

Section 9 - Financial Statements and Exhibits

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits

EXHIBIT -----	DESCRIPTION -----
99.1	Press Release of Heartland Partners, L.P. dated March 24, 2005 (filed herewith).

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HEARTLAND PARTNERS, L.P.

Date: March 24, 2005

By: /s/ Lawrence S. Adelson

Lawrence S. Adelson
Manager of HTI Interests, LLC,
General Partner

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EXHIBIT INDEX

EXHIBIT

DESCRIPTION

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