

HEARTLAND FINANCIAL USA INC
 Form 4
 April 10, 2008

FORM 4

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

OMB APPROVAL

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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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 FULLER LYNN B

2. Issuer Name and Ticker or Trading Symbol
 HEARTLAND FINANCIAL USA INC [HTLF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1398 CENTRAL AVE.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 04/09/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
 President & CEO

DUBUQUE, IA 52001

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock					33,397 ⁽⁶⁾	D	
Common Stock	04/09/2008		M		8,250	A	\$ 8.80 ⁽⁸⁾
Common Stock	04/09/2008		M		15,000	A	\$ 11.84
Common Stock					21,000	I	Partnership
Common Stock					6,000 ⁽¹⁾	I	By Spouse

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Common Stock	1,944.207 ⁽¹⁾ <u>(5)</u>	I	By Son
Common Stock	123,078 ⁽¹⁾ <u>(3)</u>	I	As Trustee
Common Stock	611.191 ⁽¹⁾ <u>(5)</u>	I	Minor Son
Common Stock	2,708.577 ⁽⁵⁾	I	IRA
Common Stock	9,342 ⁽⁷⁾	I	HTLF Retirement Plan

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

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.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (Right to Buy)	\$ 8.8	04/09/2008		M	8,250	<u>(4)</u>	01/15/2012	Common Stock	0
Non-Qualified Stock Option (Right to Buy)	\$ 11.84	04/09/2008		M	15,000	<u>(4)</u>	01/21/2013	Common Stock	0
Non-Qualified Stock Option (Right To Buy)	\$ 19.48					<u>(4)</u>	01/20/2014	Common Stock	15,000
Non-Qualified Stock Option (Right to Buy)	\$ 21					<u>(4)</u>	02/10/2015	Common Stock	15,000
Non-Qualified Stock Option	\$ 21.6					<u>(4)</u>	02/06/2016	Common Stock	10,000

