

HEARTLAND EXPRESS INC
Form 4
July 13, 2007

FORM 4

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

OMB APPROVAL

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

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 *
CROUSE LAWRENCE D

2. Issuer Name and Ticker or Trading Symbol
HEARTLAND EXPRESS INC
[HTLD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

(Street)

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
07/11/2007

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

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

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

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
COMMON STOCK					1,067,084	I	TRUSTEE FOR SHARES (1)
COMMON STOCK	07/11/2007		J(2)		3,157,743	D	\$ 0 0 TRUSTEE FOR SHARES
COMMON STOCK					32,565	D	
COMMON STOCK					1,936,276	I	VOTING TRUSTEE

COMMON STOCK	07/11/2007	Z ⁽⁴⁾	13,509,359	A	\$ 0	13,509,359	I ⁽⁴⁾	(3) VOTING TRUSTEE
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CROUSE LAWRENCE D		X		

Signatures

LAWRENCE D CROUSE	07/13/2007
**Signature of Reporting Person	Date

Explanation of Responses:

- * 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).
- (1) ITEM 7. The reporting person serves as trustee for shares held by the 2005 Gerdin Children's Trust but has no pecuniary interest in such shares. Beneficial ownership is disclaimed.

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(2) ITEM 3. The reporting person served as trustee over grantor retained annuity trusts for the benefit of Russell A Gerdin with respect to one trust and Ann S Gerdin, with respect to a second trust. New trustees were named for these trusts. At no time did the reporting person have a pecuniary interest in shares held by such trusts. Beneficial ownership is disclaimed.

(3) ITEM 7. Reporting person serves as voting trustee for shares represented by voting trust certificate held by Gerdin Family Investments, LP. Beneficial ownership is disclaimed.

(4) ITEM 3 and 7. Contemporaneously with being replaced as trustee of the grantor retained annuity trusts, the reporting person became the voting trustee for shares represented by voting trust certificates held by grantor retained annuity trusts for the benefit of Russell A Gerdin and Mr. Gerdin's spouse, Ann S Gerdin. The reporting person has no investment control, dispositive power, or pecuniary interest in shares held by such trusts. Beneficial ownership is disclaimed.

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

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