

HORSTMANN DOUGLAS J

Form 4

June 05, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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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 *
HORSTMANN DOUGLAS J2. 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)
06/02/2006____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
SVP, Lending

DUBUQUE, IA 52001

4. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)	
Common Stock	06/02/2006		S	6,000	D	\$ 24.61	96,347 ⁽³⁾	D
Common Stock						10,516	I	401(k)
Common Stock						27,000	I	By Spouse (1)

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

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information contained in this form are not
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(9-02)

number.

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Non-Qualified Stock Option (Right to Buy	\$ 8					(2) 01/02/2007	Common Stock 12,000
Non-Qualified Stock Option (Right to Buy	\$ 9.83					(2) 01/02/2008	Common Stock 24,000
Non-Qualified Stock Option (Right to Buy	\$ 12					(2) 01/02/2009	Common Stock 9,000
Non-Qualified Stock Option (Right to Buy	\$ 12					(2) 01/17/2010	Common Stock 3,000
Non-Qualified Stock Option (Right to Buy	\$ 8.67					(2) 06/01/2011	Common Stock 3,000
Non-Qualified Stock Option (Right to Buy	\$ 8.8					(2) 01/15/2012	Common Stock 1,500
Non-Qualified Stock Option (Right to Buy	\$ 11.84					(2) 01/21/2013	Common Stock 4,500
Non-Qualified Stock Option (Right To Buy)	\$ 19.48					(2) 01/20/2014	Common Stock 3,000
Non-Qualified Stock Option (Right to Buy)	\$ 21					(2) 02/10/2015	Common Stock 3,000
	\$ 21.6					(2) 02/06/2016	1,500

Non-Qualified
Stock Option
(Right to Buy

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HORSTMANN DOUGLAS J 1398 CENTRAL AVE. DUBUQUE, IA 52001			SVP, Lending	

Signatures

/s/ Douglas J.
Horstmann

06/05/2006

__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) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (2) Represents options to buy granted under the Company's Stock Option Plan, a Rule 16(b)(3) plan, which options vest one-third per year beginning on the 3rd anniversary of date of grant.
- (3) Includes 7,500 Restricted Stock Awards granted under the 2005 Long-Term Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.