

National Interstate CORP  
 Form 4  
 September 19, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**Haffner Paul**

(Last) (First) (Middle)

3250 INTERSTATE DRIVE

(Street)

RICHFIELD, OH 44286

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**National Interstate CORP [NATL]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**09/17/2007**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**VP, Sec'y and General Counsel**

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)	(A) or (D)	5. Amount or Price	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 Ownership (Instr. 4)
Common Shares (\$0.01 par value)	09/17/2007		M	400	A	\$ 15.03	1,400	D	
Common Shares (\$0.01 par value)	09/17/2007		S	400	D	\$ 29.17	1,000	D	
Common Shares (\$0.01 par value)	09/17/2007		M	650	A	\$ 15.03	1,650	D	

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Common Shares (\$0.01 par value)	09/17/2007	S	650	D	\$ 29.16	1,000	D
Common Shares (\$0.01 par value)	09/17/2007	M	1,100	A	\$ 15.03	2,100	D
Common Shares (\$0.01 par value)	09/17/2007	S	1,100	D	\$ 29.15	1,000	D
Common Shares (\$0.01 par value)	09/17/2007	M	900	A	\$ 15.03	1,900	D
Common Shares (\$0.01 par value)	09/17/2007	S	900	D	\$ 29.12	1,000	D
Common Shares (\$0.01 par value)	09/17/2007	M	700	A	\$ 15.03	1,700	D
Common Shares (\$0.01 par value)	09/17/2007	S	700	D	\$ 29.1	1,000	D
Common Shares (\$0.01 par value)	09/17/2007	M	100	A	\$ 15.03	1,100	D
Common Shares (\$0.01 par value)	09/17/2007	S	100	D	\$ 28.96	1,000	D
Common Shares (\$0.01 par value)	09/17/2007	M	100	A	\$ 15.03	1,100	D
Common Shares (\$0.01 par value)	09/17/2007	S	100	D	\$ 28.93	1,000	D
	09/17/2007	M	100	A		1,100	D

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Common Shares (\$0.01 par value)					\$ 15.03		
Common Shares (\$0.01 par value)	09/17/2007	S	100	D	\$ 28.92	1,000	D
Common Shares (\$0.01 par value)	09/17/2007	M	300	A	\$ 15.03	1,300	D
Common Shares (\$0.01 par value)	09/17/2007	S	300	D	\$ 28.91	1,000	D
Common Shares (\$0.01 par value)	09/17/2007	M	300	A	\$ 15.03	1,300	D
Common Shares (\$0.01 par value)	09/17/2007	S	300	D	\$ 28.88	1,000	D
Common Shares (\$0.01 par value)	09/17/2007	M	670	A	\$ 15.03	1,670	D
Common Shares (\$0.01 par value)	09/17/2007	S	670	D	\$ 28.87	1,000	D

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

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SEC 1474 (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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D S (I)
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(D)  
(Instr. 3, 4,  
and 5)

				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 15.03	09/17/2007		M			400	01/01/2007	04/28/2015	Common Shares (\$0.01 par value)	400
Option (Right to Buy)	\$ 15.03	09/17/2007		M			650	01/01/2007	04/28/2015	Common Shares (\$0.01 par value)	650
Option (Right to Buy)	\$ 15.03	09/17/2007		M			1,100	01/01/2007	04/28/2015	Common Shares (\$0.01 par value)	1,100
Option (Right to Buy)	\$ 15.03	09/17/2007		M			900	01/01/2007	04/28/2015	Common Shares (\$0.01 par value)	900
Option (Right to Buy)	\$ 15.03	09/17/2007		M			700	01/01/2007	04/28/2015	Common Shares (\$0.01 par value)	700
Option (Right to Buy)	\$ 15.03	09/17/2007		M			100	01/01/2007	04/28/2015	Common Shares (\$0.01 par value)	100
Option (Right to Buy)	\$ 15.03	09/17/2007		M			100	01/01/2007	04/28/2015	Common Shares (\$0.01 par value)	100
Option (Right to Buy)	\$ 15.03	09/17/2007		M			100	01/01/2007	04/28/2015	Common Shares (\$0.01 par value)	100
Option (Right to Buy)	\$ 15.03	09/17/2007		M			300	01/01/2007	04/28/2015	Common Shares (\$0.01 par value)	300
Option (Right to Buy)	\$ 15.03	09/17/2007		M			300	01/01/2007	04/28/2015	Common Shares (\$0.01	300

Option (Right to Buy)	\$ 15.03	09/17/2007	M	670	01/01/2007	04/28/2015	par value) Common Shares (\$0.01 par value)	670
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Haffner Paul 3250 INTERSTATE DRIVE RICHFIELD, OH 44286			VP, Sec'y and General Counsel	

## Signatures

/s/ Paul F.  
Haffner

09/19/2007

\*\*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) Not Applicable.

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.