

HEARTLAND FINANCIAL USA INC  
Form AW  
November 02, 2011

November 2, 2011  
VIA EDGAR  
U.S. Securities and Exchange Commission  
Division of Corporate Finance  
100 F Street, NE  
Washington, D.C. 20549  
Attention: Matt McNair

Re: Rule 477 Application for Withdrawal of Amendment to Registration Statement on Form S-3/A (File No. 333-156787)

Mr. McNair:

Pursuant to Rule 477 promulgated under the Securities Act of 1933 (the "Securities Act"), Heartland Financial USA, Inc. (the "Company") hereby respectfully requests and applies for immediate withdrawal by the U.S. Securities and Exchange Commission (the "Commission") of its Amendment to Registration Statement on Form S-3/A (File No. 333-156787) (the "Amendment"). The Amendment was originally filed with the Commission on October 31, 2011. The Company requests withdrawal of the Amendment because it was coded with the wrong EDGAR submission type code. The Company will immediately after this filing resubmit its filing as a Post-Effective Amendment to the Registration Statement on Form S-3 (File No. 333-156787), that was originally filed with the Commission on January 16, 2009, and declared effective on February 13, 2009.

The staff should feel free to telephone Joseph T. Ceithaml of Barack Ferrazzano Kirschbaum & Nagelberg LLP, the registrant's legal counsel, at (312) 629-5143 with any questions or comments.

Very truly yours,

/s/ John K. Schmidt  
John K. Schmidt  
Executive Vice President and Chief Financial Officer