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HEARTLAND EXPRESS INC
Form 10-Q
November 08, 2007

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q

QUARTERLY REPORT UNDER SECTION 13 OR 15 (d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For quarter ended September 30, 2007

Commission File No. 0-15087

HEARTLAND EXPRESS, INC.
(Exact Name of Registrant as Specified in Its Charter)

Nevada

(State or Other Jurisdiction of
Incorporation or Organization)

93-0926999

(I.R.S. Employer
Identification Number)

901 North Kansas Avenue, North Liberty, Iowa

(Address of Principal Executive Office)

52317

(Zip Code)

Registrant's telephone number, including area code (319) 626-3600

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. (See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act). Large accelerated filer Accelerated filer Non-accelerated filer

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

At September 30, 2007, there were 96,956,833 shares of the Company's \$0.01 par value common stock outstanding.

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HEARTLAND EXPRESS, INC. AND SUBSIDIARIES

PART I

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HEARTLAND EXPRESS, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

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| | September 30, 2007 | December 31, 2006 |
|---|------------------------|------------------------|
| | ----- (Unaudited) | ----- |
| ASSETS | | |
| CURRENT ASSETS | | |
| Cash and cash equivalents | \$ 5,369,305 | \$ 8,458,882 |
| Short-term investments | 161,572,944 | 322,829,306 |
| Trade receivables, net of allowance for doubtful accounts of \$775,000 | 49,159,158 | 43,499,482 |
| Prepaid tires and tubes | 5,236,026 | 5,075,566 |
| Other prepaid expenses | 4,030,127 | 1,635,077 |
| Income taxes receivable | 397,927 | - |
| Deferred income taxes | 29,585,000 | 29,177,000 |
| Total current assets | ----- 255,350,487 | ----- 410,675,313 |
| PROPERTY AND EQUIPMENT | | |
| Land and land improvements | 17,142,433 | 12,016,344 |
| Buildings | 25,246,844 | 18,849,412 |
| Furniture and fixtures | 2,184,449 | 1,113,565 |
| Shop and service equipment | 4,619,428 | 2,838,934 |
| Revenue equipment | 321,038,624 | 309,505,597 |
| | ----- 370,231,778 | ----- 344,323,852 |
| Less accumulated depreciation | 120,167,508 | 96,293,111 |
| Property and equipment, net | ----- 250,064,270 | ----- 248,030,741 |
| GOODWILL | 4,814,597 | 4,814,597 |
| OTHER ASSETS | 5,727,689 | 5,549,061 |
| | ----- \$515,957,043 | ----- \$669,069,712 |
| | ===== | ===== |

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The accompanying notes are an integral part of these consolidated financial statements.

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HEARTLAND EXPRESS, INC.
AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

| | September 30, 2007 | December 31, 2006 |
|---|-----------------------|----------------------|
| | ----- | ----- |
| | (Unaudited) | |
| LIABILITIES AND STOCKHOLDERS' EQUITY | | |
| CURRENT LIABILITIES | | |
| Accounts payable and accrued liabilities | \$ 17,876,958 | \$ 15,075,647 |
| Compensation and benefits | 14,849,451 | 15,028,378 |
| Income taxes payable | - | 21,418,610 |
| Insurance accruals | 59,433,331 | 56,651,853 |
| Other accruals | 7,913,602 | 8,248,415 |
| | ----- | ----- |
| Total current liabilities | 100,073,342 | 116,422,903 |
| | ----- | ----- |
| LONG-TERM LIABILITIES | | |
| Income taxes payable | 36,945,099 | -- |
| Deferred income taxes | 50,773,000 | 57,623,000 |
| | ----- | ----- |
| Total long-term liabilities | 87,718,099 | 57,623,000 |
| | ----- | ----- |
| COMMITMENTS AND CONTINGENCIES | | |
| STOCKHOLDERS' EQUITY | | |
| Preferred, \$0.01 par value; authorized 5,000,000 share; none issued | -- | -- |
| Common, \$0.01 par value; authorized 395,000,000 shares; issued and | | |

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| | | |
|---|---------------|---------------|
| outstanding: 96,956,833 shares in 2007 and 98,251,889 shares in 2006 | 969,569 | 982,519 |
| Additional paid-in capital | 438,701 | 376,029 |
| Retained earnings | 326,757,332 | 493,665,261 |
| | ----- | ----- |
| | 328,165,602 | 495,023,809 |
| | ----- | ----- |
| | \$515,957,043 | \$669,069,712 |
| | ===== | ===== |

The accompanying notes are an integral part of these consolidated financial statements.

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HEARTLAND EXPRESS, INC.
AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
(Unaudited)

| | Three months ended September 30, | | Nine mont Septemb |
|-----------------------------------|-------------------------------------|---------------|----------------------|
| | 2007 | 2006 | 2007 |
| Operating revenue | \$146,574,527 | \$147,057,490 | \$439,106,979 |
| | ----- | ----- | ----- |
| Operating expenses: | | | |
| Salaries, wages, and benefits | \$ 48,095,554 | \$ 47,925,921 | \$147,059,870 |
| Rent and purchased transportation | 5,252,239 | 6,093,688 | 16,117,409 |
| Fuel | 40,746,953 | 38,971,251 | 117,257,161 |
| Operations and maintenance | 3,253,233 | 3,324,149 | 9,956,593 |

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| | | | |
|--|---------------|---------------|---------------|
| Operating taxes and licenses | 2,551,510 | 2,259,227 | 7,170,128 |
| Insurance and claims | 2,826,087 | 2,620,921 | 14,103,817 |
| Communications and utilities | 995,708 | 912,515 | 2,864,650 |
| Depreciation | 12,365,139 | 12,446,339 | 35,945,848 |
| Other operating expenses | 4,472,108 | 4,757,332 | 13,036,265 |
| Gain on disposal of property and equipment | (493,197) | (4,788,227) | (10,271,348) |
| | ----- | ----- | ----- |
| | 120,065,334 | 114,523,116 | 353,240,393 |
| | ----- | ----- | ----- |
| Operating income | 26,509,193 | 32,534,374 | 85,866,586 |
| Interest income | 1,741,202 | 3,141,022 | 7,962,969 |
| | ----- | ----- | ----- |
| Income before income taxes | 28,250,395 | 35,675,396 | 93,829,555 |
| Income taxes | 11,105,619 | 12,664,766 | 34,290,332 |
| | ----- | ----- | ----- |
| Net income | \$ 17,144,776 | \$ 23,010,630 | \$ 59,539,223 |
| | ===== | ===== | ===== |
| Earnings per share | \$ 0.18 | \$ 0.23 | \$ 0.61 |
| | ===== | ===== | ===== |
| Weighted average shares outstanding | 97,498,975 | 98,330,636 | 97,998,160 |
| | ===== | ===== | ===== |
| Dividends declared per share | \$ 0.020 | \$ 0.020 | \$ 2.065 |
| | ===== | ===== | ===== |

The accompanying notes are an integral part of these consolidated financial statements.

HEARTLAND EXPRESS, INC.
AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
(Unaudited)

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| | Capital Stock, Common | Additional Paid-In Capital | Retained Earnings | Total |
|--|-----------------------------|----------------------------------|----------------------|--------------|
| | ----- | ----- | ----- | ----- |
| Balance, December 31, 2006 | \$ 982,519 | \$ 376,029 | \$493,665,261 | \$495,023,80 |
| Adoption of FIN 48 | -- | -- | (4,798,017) | (4,798,01 |
| Net income | -- | -- | 59,539,223 | 59,539,22 |
| Dividends on common stock, \$2.065 per share | -- | -- | 202,372,990) | (202,372,99 |
| Stock Repurchase | (12,950) | -- | (19,276,145) | (19,289,09 |
| Amortization of unearned stock compensation | -- | 62,672 | -- | 62,67 |
| | ----- | ----- | ----- | ----- |
| Balance, September 30, 2007 | \$ 969,569 | \$ 438,701 | \$326,757,332 | \$328,165,60 |
| | ===== | ===== | ===== | ===== |

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The accompanying notes are an integral part of these consolidated financial statements.

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HEARTLAND EXPRESS, INC.
AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

| | Nine months ended September 30, | |
|--|------------------------------------|---------------|
| | 2007 | 2006 |
| | ----- | ----- |
| OPERATING ACTIVITIES | | |
| Net income | \$ 59,539,223 | \$ 67,522,442 |
| Adjustments to reconcile net income to net cash provided by operating activities: | | |
| Depreciation and amortization | 35,954,163 | 33,820,614 |
| Deferred income taxes | 1,555,000 | 4,166,000 |
| Amortization of unearned compensation | 62,672 | 282,022 |
| Gain on disposal of property and equipment | (10,271,348) | (17,571,767) |
| Changes in certain working capital items: | | |
| Trade receivables | (5,659,676) | (3,544,132) |
| Prepaid expenses | (2,477,197) | (4,802,241) |
| Accounts payable, accrued liabilities, and accrued expenses | 5,286,016 | 6,224,368 |
| Accrued income taxes | 1,517,545 | 2,027,385 |
| | ----- | ----- |
| Net cash provided by operating activities | 85,506,398 | 88,124,691 |
| | ----- | ----- |
| INVESTING ACTIVITIES | | |
| Proceeds from sale of property and equipment | 13,221,044 | 1,841,998 |
| Purchases of property and equipment, net of trades | (41,200,972) | (47,439,440) |
| Net sale (purchases) of municipal bonds | 161,256,362 | (16,598,076) |
| Change in other assets | (186,943) | (764,927) |
| | ----- | ----- |
| Net cash provided by (used in) investing activities | 133,089,491 | (62,960,445) |
| | ----- | ----- |
| FINANCING ACTIVITIES | | |
| Cash dividends | (202,396,371) | (4,919,171) |
| Stock repurchase | (19,289,095) | (2,545,364) |
| | ----- | ----- |
| Net cash used in financing activities | (221,685,466) | (7,464,535) |
| | ----- | ----- |
| Net (decrease) increase in cash and cash equivalents | (3,089,577) | 17,699,711 |
| CASH AND CASH EQUIVALENTS | | |
| Beginning of period | 8,458,882 | 5,366,929 |

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| | | |
|--|--------------------------------|---------------------------------|
| End of period | ----- \$ 5,369,305 ===== | ----- \$ 23,066,640 ===== |
| SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION | | |
| Cash paid during the period for: | | |
| Income taxes, net | \$ 31,217,787 | \$ 30,970,133 |
| Non-cash investing and financing activities: | | |
| Fair value of revenue equipment traded | \$ 6,429,000 | \$ 43,166,700 |
| Purchased revenue equipment in accounts payable | \$ 1,882,000 | \$ 3,705,580 |
| Common stock dividends declared but not yet paid | \$ 1,954,627 | \$ 1,977,320 |

The accompanying notes are an integral part of these consolidated financial statements.

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HEARTLAND EXPRESS, INC.
AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

Note 1. Basis of Presentation

The accompanying unaudited consolidated financial statements of Heartland Express, Inc. and subsidiaries (the "Company") have been prepared in accordance with U.S. generally accepted accounting principles for interim financial information and with the instructions to Form 10-Q and Regulation S-X. Accordingly, they do not include all of the information and footnotes required by U.S. generally accepted accounting principles for complete financial statements. In the opinion of management, all normal, recurring adjustments considered necessary for a fair presentation have been included. The unaudited consolidated financial statements should be read in conjunction with the audited consolidated financial statements for the year ended December 31, 2006 included in the Annual Report on Form 10-K of the Company filed with the Securities and

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Exchange Commission. Interim results of operations are not necessarily indicative of the results to be expected for the full year or any other interim periods. There were no changes to the Company's significant accounting policies during the quarter.

Note 2. Use of Estimates

The preparation of the unaudited consolidated financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Note 3. Segment Information

The Company has ten operating divisions; however, it has determined that it has one reportable segment. All of the divisions are managed based on similar economic characteristics. Each of the regional operating divisions provides short-to medium-haul truckload carrier services of general commodities to a similar class of customers. In addition, each division exhibits similar financial performance, including average revenue per mile and operating ratio. As a result of the foregoing, the Company has determined that it is appropriate to aggregate its operating divisions into one reportable segment, consistent with the guidance in SFAS No. 131. Accordingly, the Company has not presented separate financial information for each of its operating divisions as the Company's consolidated financial statements present its one reportable segment.

Note 4. Cash and Cash Equivalents

Cash equivalents are short-term, highly liquid investments with insignificant interest rate risk and original maturities of three months or less. Restricted and designated cash and short-term investments totaling \$5.7 million at September 30, 2007 and \$5.5 million at December 31, 2006 are included in other assets. The restricted funds represent those required for self-insurance purposes and designated funds represent those earmarked for a specific purpose not for general business use.

Note 5. Short-term Investments

The Company investments are primarily in the form of tax free municipal bonds with interest reset provisions or short-term municipal bonds. The investments typically have a put option of 28 or 35 days. At the reset date the Company has the option to roll the investment over or sell. The Company receives the par value of the investment on the reset date if sold. The cost approximates fair value due to the nature of the investment. Therefore, accumulated other comprehensive income (loss) has not been recognized as a separate component of

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stockholders' equity. Investment income is accrued as earned and is generally exempt from federal income taxes.

Note 6. Property, Equipment, and Depreciation

Property and equipment are stated at cost, net of accumulated depreciation, while maintenance and repairs are charged to operations as incurred.

Note 7. Earnings Per Share

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Earnings per share are based upon the weighted average common shares outstanding during each period. Heartland Express has no common stock equivalents; therefore, diluted earnings per share are equal to basic earnings per share.

Note 8. Dividends

The Company paid a special dividend of \$2.00 per common share, approximately \$196.5 million, on May 30, 2007 to stockholders of record on May 24, 2007. In addition, the Company paid a regular quarterly dividend of \$0.02 per common share, approximately \$2.0 million, on May 30, 2007, to stockholders of record on May 24, 2007. On September 7, 2007, the Company's Board of Directors declared a regular quarterly dividend of \$0.02 per common share, approximately \$1.9 million, payable October 2, 2007, to stockholders of record on September 20, 2007.

Future payment of cash dividends and the amount of such dividends will depend upon financial conditions, results of operations, cash requirements, tax treatment, and certain corporate law requirements, as well as factors deemed relevant by our Board of Directors.

Note 9. Share Based Compensation

On March 7, 2002, the principal shareholder transferred 181,500 of his own shares establishing a restricted stock plan on behalf of key employees. The shares generally vest over a five year period or upon death or disability of the recipient. The shares were valued at the March 7, 2002 market value of approximately \$2.0 million. The market value of \$2.0 million was amortized over a five year period as compensation expense. All unearned compensation cost related to the restricted stock granted became fully amortized in the first quarter of 2007. For the nine months ended September 30, 2007 and 2006, compensation expense of \$62,672 and \$282,022 is recorded in salaries, wages, and benefits on the consolidated statement of income with an offsetting entry to additional paid-in capital. For the three months ended September 30, 2006, compensation expense of \$93,567 was recorded in salaries, wages and benefits on the consolidated statement of income. All unvested shares are included in the Company's 97.0 million outstanding shares.

A summary of the Company's non-vested restricted stock as of September 30, 2007, and changes during the nine months ended September 30, 2007 is presented in the table below:

| | Shares | Grant-date Fair Value |
|--|----------|--------------------------|
| Non-vested stock outstanding at January 1, 2007 | 34,200 | \$ 11.00 |
| Granted | - | - |
| Vested | (33,800) | 11.00 |
| Forfeited | - | - |
| | 400 | \$ 11.00 |
| Non-vested stock outstanding at September 30, 2007 | 400 | \$ 11.00 |

The fair value of the shares vested was \$540,906 and \$575,181 for the nine months ended September 30, 2007 and 2006, respectively.

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Note 10. Income Taxes

In July 2006, the FASB issued Interpretation No. 48, Accounting for Uncertainty in Income Taxes an Interpretation of FASB Statement No. 109 (FIN48). The Company was required to adopt the provisions of FIN 48, effective January 1, 2007. This interpretation was issued to clarify the accounting for uncertainty in income taxes recognized in the financial statements by prescribing a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return.

The Company recognized additional tax liabilities of \$4.8 million with a corresponding reduction to beginning retained earnings as of January 1, 2007 as a result of the adoption of FIN 48. The total amount of gross unrecognized tax benefits was \$25.2 million as of January 1, 2007, the date of adoption. At September 30, 2007, the Company had a total of \$25.4 million in gross unrecognized tax benefits. Of this amount, \$16.5 million represents the amount of unrecognized tax benefits that, if recognized, would impact our effective tax rate. These unrecognized tax benefits relate to the state income tax filing position for the Company's corporate subsidiaries. The Company does not expect the aggregate amount of unrecognized tax benefits to change significantly within the next twelve months. The total amount of accrued interest and penalties for such unrecognized tax benefits was \$12.9 million as of January 1, 2007, the date of adoption. Interest and penalties related to income taxes are classified as income tax expense in our financial statements.

The federal statute of limitations remains open for the years 2004 and forward. Tax years 1996 and forward are subject to audit by state tax authorities depending on the tax code of each state.

Note 11. Commitments and Contingencies

The Company is party to ordinary, routine litigation and administrative proceedings incidental to its business. In the opinion of management, the Company's potential exposure under pending legal proceedings is adequately provided for in the accompanying consolidated financial statements.

The Company announced on September 7, 2007 that our Board of Directors declared a regular quarterly dividend of \$0.02 per common share, approximately \$1.9 million, payable October 2, 2007, to stockholders of record on September 20, 2007.

Note 12. Related Party Transactions

The Company previously leased two office buildings and a storage building from its Chief Executive Officer (CEO) under a lease that provided for monthly rentals of \$27,618 plus the payment of all property taxes, insurance and maintenance. In the opinion of management, the rates paid were comparable to those that could be negotiated with a third party. The buildings were sold in February 2007 to an unrelated third party and the related party lease was canceled. Rent was paid to the unrelated third party until the new corporate headquarters was occupied in July 2007.

Rent expense paid to the Company's CEO totaled \$82,854 for the three months ended September 30, 2006. There was no rent expense paid to the Company's CEO for the three months ended September 30, 2007. Rent expense paid to the Company's CEO totaled \$35,509 and \$248,561 for the nine months ended September 30, 2007 and 2006, respectively.

The Company acquired a new corporate headquarters and shop facility from its CEO on July 12, 2007 for \$15.4 million. This amount represents the actual cost of the facilities. This transaction was consummated to facilitate a

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like-kind exchange for the benefit of the Company.

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Note 13. Accounting Pronouncements

In September 2006, the FASB issued SFAS No. 157, "Fair Value Measurements". This Statement defines fair value, establishes a framework for measuring fair value in U.S. generally accepted accounting principles, and expands disclosures about fair value measurements. The provisions of SFAS No. 157 are effective as of the beginning of the first fiscal year that begins after November 15, 2007. As of September 30, 2007, management believes that SFAS No. 157 will have no effect on the financial position, results of operations, and cash flows of the Company.

In February 2007, the FASB issued SFAS No. 159. "The Fair Value Option for Financial Assets and Financial Liabilities--including an amendment of FASB Statement No. 115". This Statement permits entities to choose to measure many financial instruments and certain other items at fair value. The fair value option established by this Statement permits all entities to choose to measure eligible items at fair value at specified election dates. A business entity shall report unrealized gains and losses for which the fair value option has been elected in earnings at each subsequent reporting date. The fair value option: 1) may be applied instrument by instrument, 2) is irrevocable (unless a new election date occurs), and 3) is applied only to entire instruments and not portions of instruments. The provisions of SFAS No. 159 are effective as of the beginning of the first fiscal year that begins after November 15, 2007. As of September 30, 2007, management believes that SFAS No. 159 will have no effect on the financial position, results of operations, and cash flows of the Company.

Note 14. Share Repurchases

In September 2001, the Board of Directors of the Company authorized a program to repurchase 15.8 million shares, as adjusted for stock splits, of the Company's common stock in open market or negotiated transactions using available cash, cash equivalents, and short-term investments. The repurchase program may be suspended or discontinued at any time without prior notice.

The Company repurchased the following shares of common stock under the above-described repurchase plan:

| | Three Months Ended September 30, | |
|--|----------------------------------|--------|
| | 2007 | 2006 |
| Shares of Common Stock Repurchased (in Millions) | 1.3 | 0.2 |
| Value of stock repurchased (in Millions) | \$19.3 | \$ 2.5 |

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

Forward Looking Statements

Except for certain historical information contained herein, this Quarterly Report on Form 10-Q contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements involve risks, assumptions and uncertainties which are difficult to predict. All statements, other than statements of historical fact, are statements that could be deemed forward-looking statements, including any projections of earnings, revenues, or other financial items; any statements of plans, strategies, and objectives of management for future operations; any statements concerning proposed new strategies or developments; any statements regarding future economic conditions or performance; any statements of belief and any statement of assumptions underlying any of the foregoing. Words such as "believe," "may," "could," "expects," "anticipates," and "likely," and variations of these words or similar expressions, are intended to identify such forward-looking statements. The Company's actual results could differ materially from those discussed in the section entitled "Factors That May Affect Future Results," included in "Management's Discussion and Analysis of Financial Condition and Results of Operations" set forth in the Company's Annual report on Form 10-K, which is by this reference incorporated herein. The Company does not assume, and specifically disclaims, any obligation to update any forward-looking statements contained in this Quarterly report.

Overview

Heartland Express, Inc. is a short-to-medium haul truckload carrier. The Company transports freight for major shippers and generally earns revenue based on the number of miles per load delivered. The Company provides regional dry van truckload services from eight regional operating centers plus its corporate headquarters. The Company's eight regional operating centers accounted for 65.1% of the third quarter 2007 operating revenues. The Company takes pride in the quality of the service that it provides to its customers. The keys to maintaining a high level of service are the availability of late-model equipment and experienced drivers.

Operating efficiencies and cost controls are achieved through equipment utilization, operating a fleet of late model equipment, maintaining an industry leading driver to non-driver employee ratio, and the effective management of fixed and variable operating costs. At September 30, 2007, the Company's tractor fleet had an average age of 1.8 years while the trailer fleet had an average age of 3.5 years. The Company has grown internally by providing quality service to targeted customers with a high density of freight in the Company's regional operating areas. In addition to the development of its regional operating centers, the Company has made five acquisitions since 1987. Future growth is dependent upon several factors including the level of economic growth and the related customer demand, the available capacity in the trucking industry, potential of acquisition opportunities, and the availability of experienced drivers.

The Company ended the third quarter of 2007 with operating revenues of \$146.6 million, including fuel surcharges, net income of \$17.1 million, and

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earnings per share of \$0.18 on weighted average outstanding shares of 97.5 million. The Company posted an 81.9% operating ratio (operating expenses as a percentage of operating revenues) and an 11.7% net margin. The Company ended the quarter with cash, cash equivalents, and short-term investments of \$166.9 million and a debt-free balance sheet. The Company had total assets of \$516.0 million at September 30, 2007. The Company achieved a return on assets of 13.6% and a return on equity of 19.3% for the twelve months ended September 30, 2007. The Company's net cash flow from operating activities of \$85.5 million represented 19.5% of operating revenues for the nine months ended September 30, 2007. Operating income for the three and nine month periods ended September 30, 2007 was negatively impacted by a \$4.3 million and \$7.3 million decrease, respectively, in gain on disposal of property and equipment.

The decline in the demand for freight services and an overcapacity of trucks has negatively impacted the operating results for both the three and nine months ended September 30, 2007. The soft freight demand has resulted in

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downward pressures on freight and fuel surcharge rates and has resulted in higher empty miles and lower equipment utilization. Fuel expense, net of fuel surcharge recoveries, increased 18.1% and 11.1% during the three and nine month periods ended September 30, 2007 compared to the 2006 three and nine month periods.

The Company hires only experienced drivers with safe driving records. In order to attract and retain experienced drivers who understand the importance of customer service, the Company increased pay for all drivers by \$0.03 per mile during both the first quarters of 2004 and 2005. Effective October 2, 2004, the Company began paying all drivers an incremental amount for miles driven in the upper Northeastern United States. In 2006, the Company implemented additional pay increases for drivers in selected operations groups and a fleet-wide incentive for all drivers maintaining a valid hazardous materials endorsement on their commercial driver's license. The Company has solidified its position as an industry leader in driver compensation with these aforementioned increases.

The Company has been recognized as one of the Forbes magazine's "200 Best Small Companies in America" sixteen times in the past twenty-one years and for the past six consecutive years. The Company has paid cash dividends over the past seventeen consecutive quarters including a special dividend of \$196.5 million in May, 2007. The Company became publicly traded in November, 1986 and is traded on the NASDAQ National Market under the symbol HTLD.

Results of Operations:

The following table sets forth the percentage relationship of expense items to operating revenue for the periods indicated.

| | Three Months Ended | | Nine Months Ended | |
|-----------------------------------|-----------------------|--------|-----------------------|--------|
| | September 30, 2007 | 2006 | September 30, 2007 | 2006 |
| | ----- | ----- | ----- | ----- |
| Operating revenue | 100.0% | 100.0% | 100.0% | 100.0% |
| Operating expenses: | | | | |
| Salaries, wages, and benefits | 32.8% | 32.6% | 33.5% | 33.0% |
| Rent and purchased transportation | 3.6 | 4.1 | 3.7 | 4.5 |
| Fuel | 27.8 | 26.5 | 26.7 | 25.8 |
| Operations and maintenance | 2.2 | 2.3 | 2.3 | 2.3 |
| Operating taxes and licenses | 1.7 | 1.5 | 1.6 | 1.5 |

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| | | | | |
|--|-------|-------|-------|-------|
| Insurance and claims | 1.9 | 1.8 | 3.2 | 2.7 |
| Communications and utilities | 0.7 | 0.6 | 0.7 | 0.6 |
| Depreciation | 8.4 | 8.5 | 8.2 | 8.0 |
| Other operating expenses | 3.1 | 3.2 | 3.0 | 3.1 |
| Gain on disposal of property and equipment | (0.3) | (3.3) | (2.3) | (4.1) |
| | ----- | ----- | ----- | ----- |
| Total operating expenses | 81.9% | 77.9% | 80.4% | 77.4 |
| | ----- | ----- | ----- | ----- |
| Operating income | 18.1% | 22.1% | 19.6% | 22.6% |
| Interest income | 1.2 | 2.2 | 1.8 | 2.0 |
| | ----- | ----- | ----- | ----- |
| Income before income taxes | 19.3% | 24.3% | 21.4% | 24.6% |
| Federal and state income taxes | 7.6 | 8.7 | 7.8 | 8.7 |
| | ----- | ----- | ----- | ----- |
| Net income | 11.7% | 15.6% | 13.6% | 15.9% |
| | ===== | ===== | ===== | ===== |

The following is a discussion of the results of operations of the three and nine month period ended September 30, 2007 compared with the same period in 2006.

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Three Months Ended September 30, 2007 and 2006

Operating revenue decreased \$0.5 million (0.3%), to \$146.6 million in the third quarter of 2007 from \$147.1 million in the third quarter of 2006. Operating revenue for both periods was positively impacted by fuel surcharges assessed to customers. Fuel surcharge revenue decreased \$1.7 million, (7.2 %) to \$21.4 million in the third quarter of 2007 from \$23.1 million in the third quarter of 2006.

Salaries, wages, and benefits increased \$0.2 million (0.4%), to \$48.1 million in the third quarter of 2007 from \$47.9 million in the third quarter of 2006. These increases were the result of increased reliance on employee drivers due to a decrease in the number of independent contractors utilized by the Company and driver pay increases. The Company increased driver pay by \$0.01 per mile in January 2006 for all drivers maintaining a valid hazardous materials endorsement on their commercial driver's license and implemented quarterly pay increases in 2006 for selected operating divisions. These increases to driver compensation resulted in a cost increase of approximately \$0.4 million in the third quarter of 2007. During the third quarter of 2007, employee drivers accounted for 95% and independent contractors for 5% of the total fleet miles, compared with 94% and 6%, respectively, in the third quarter of 2006. Workers' compensation expense decreased slightly by \$0.1 million (7.7%) to \$1.3 million in the quarter ended September 30, 2007 from \$1.4 million in for the same period in 2006. Health insurance expense decreased \$0.3 million (14.1%) to \$1.8 million in the third quarter of 2007 from \$2.1 million in third quarter of 2006 due to a decrease in frequency and severity of claims.

Rent and purchased transportation decreased \$0.8 million (13.8%), to \$5.3 million in the third quarter of 2007 from \$6.1 million in the third quarter of 2006. This reflects the Company's decreased reliance upon independent contractors. Rent and purchased transportation for both periods includes amounts paid to independent contractors under the Company's fuel stability program. In the first quarter of 2006, the Company increased the independent contractor base mileage pay by \$0.01 per mile for all independent contractors maintaining a hazardous materials endorsement on their commercial driver's license, and an additional \$0.01 per mile per quarter in 2006 beginning on April 1, 2006. These base mileage increases had an insignificant impact on the third quarter of 2007.

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Fuel increased \$1.7 million (4.6%), to \$40.7 million for the three months ended September 30, 2007 from \$39.0 million for the same period of 2006. The increase is the result of an increase in fuel cost per gallon, an increased reliance on company-owned tractors, and a decrease in fuel economy associated with the EPA mandated clean air engines. The Company's fuel cost per company-owned tractor mile increased 3.8% in third quarter of 2007 compared to 2006. Fuel cost per mile, net of fuel surcharge, increased 18.1% in the third quarter of 2007 compared to 2006. The Company's third quarter fuel cost per gallon increased by 2.5% in 2007 compared to 2006.

Operations and maintenance remained constant at \$3.3 million during both compared periods.

Operating taxes and licenses increased \$0.3 million (12.9%), to \$2.6 million in the third quarter of 2007 from \$2.3 million in the third quarter of 2006 due an increase in the property taxes associated with new facilities in Phoenix, Arizona and North Liberty, Iowa and an increase in fuel taxes paid.

Insurance and claims increased \$0.2 million (7.8%), to \$2.8 million in the third quarter of 2007 from \$2.6 million in the third quarter of 2006 due to an increase in the frequency of larger claims and development increases on existing liability claims.

Depreciation remained constant at \$12.4 million during both compared periods.

Other operating expenses decreased \$0.3 million (6.0%), to \$4.5 million in the third quarter of 2007 from \$4.8 million in the third quarter of 2006. Other operating expenses consists of costs incurred for advertising expense, freight handling, highway tolls, driver recruiting expenses, and administrative costs.

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Gain on the disposal of property and equipment decreased \$4.3 million (89.7%), to \$0.5 million during the third quarter of 2007 from \$4.8 million in the third quarter of 2006. The decline is attributable to a substantial decrease in the number of tractors and trailers traded during the 2007 period. The Company expects the gain on disposal of property and equipment to be lower in the fourth quarter of 2007 than the third quarter of 2007.

Interest income decreased \$1.4 million (44.6%), to \$1.7 million in the third quarter of 2007 compared to \$3.1 million from the 2006 period because of the decrease in cash, cash equivalents, and investments associated with the payment of the special dividend in May 2007.

The Company's effective tax rate was 39.3% and 35.5%, respectively, in the third quarter of 2007 and 2006. The increase is primarily attributable to the reduced tax benefit of tax exempt interest income for 2007 and the change in unrecognized tax benefits, which are recorded as discrete events in 2007.

As a result of the foregoing, the Company's operating ratio (operating expenses as a percentage of operating revenue) was 81.9% during the third quarter of 2007 compared with 77.9% during the third quarter of 2006. Net income decreased \$5.9 million (25.5%), to \$17.1 million during the third quarter of 2007 from \$23.0 million during the third quarter of 2006.

Nine Months Ended September 30, 2007 and 2006

Operating revenue increased \$14.0 million (3.3%), to \$439.1 million in the nine months ending September 30, 2007 from \$425.1 million in the 2006 period. The increase in revenue resulted from the Company's expansion of its fleet and

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improved freight rates. Operating revenue for both periods was positively impacted by fuel surcharges assessed to customers. Fuel surcharge revenue decreased \$1.2 million, (2.0%) to \$60.6 million in the nine months ended September 30, 2007 from \$61.8 million in the compared 2006 period. The fuel surcharge decrease is attributable to downward rate pressures resulting from a decrease in demand for freight services and the related overcapacity of available trucks in the industry.

Salaries, wages, and benefits increased \$6.8 million (4.8%), to \$147.1 million in the nine months ended September 30, 2007 from \$140.3 million in the 2006 period. These increases were the result of increased reliance on employee drivers due to a decrease in the number of independent contractors utilized by the Company and driver pay increases. The Company increased driver pay by \$0.01 per mile in January 2006 for all drivers maintaining a valid hazardous materials endorsement on their commercial driver's license and implemented quarterly pay increases in 2006 for selected operating divisions. The cumulative impact of the quarterly increases to driver compensation in 2006 resulted in a cost increase of approximately \$2.0 million in the nine months ended September 30, 2007. During the first nine months of 2007, employee drivers accounted for 95% and independent contractors for 5% of the total fleet miles, compared with 93% and 7%, respectively, in the first nine months of 2006. Workers' compensation expense increased \$0.8 million (21.3%) to \$4.4 million in the nine months ended September 30, 2007 from \$3.6 million in for the same period in 2006 due to an increase in frequency and severity of claims. Health insurance expense decreased \$0.5 million (7.8%) to \$5.8 million in the nine months ended September 30, 2007 from \$6.3 million in the same period of 2006 due to a decrease in frequency and severity of claims.

Rent and purchased transportation decreased \$3.0 million (15.5%), to \$16.1 million in the first nine months of 2007 from \$19.1 million in the compared period of 2006. This reflects the Company's decreased reliance upon independent contractors. Rent and purchased transportation for both periods includes amounts paid to independent contractors under the Company's fuel stability program. In the first quarter of 2006, the Company increased the independent contractor base mileage pay by \$0.01 per mile for all independent contractors maintaining a hazardous materials endorsement on their commercial driver's license, and an additional \$0.01 per mile per quarter in 2006 beginning on April 1, 2006. These base mileage pay increases resulted in a cost increase of approximately \$0.2 million in the third quarter of 2007.

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Fuel increased \$7.6 million (6.9%), to \$117.3 million for the first nine months of 2007 from \$109.7 million for the same period of 2006. The increase is the result of an increase in fuel cost per gallon, an increased reliance on company-owned tractors, and a decrease in fuel economy associated with the EPA mandated clean air engines. The Company's fuel cost per company-owned tractor mile increased 2.7% in first nine months of 2007 compared to 2006. Fuel cost per mile, net of fuel surcharge, increased 11.1% in the first nine months of 2007 compared to 2006. The Company's fuel cost per gallon increased slightly in 2007 compared to 2006.

Operations and maintenance increased \$0.4 million (3.4%), to \$10.0 million in the nine months ended September 30, 2007 from \$9.6 million for the compared 2006 period due to an increase in preventative maintenance and parts replacement.

Operating taxes and licenses increased \$0.7 million (9.8%), to \$7.2 million in the nine months ended September 30, 2007 from \$6.5 million in the compared 2007 period due an increase in the property taxes associated with new facilities in Phoenix, Arizona and North Liberty, Iowa and an increase in fuel taxes paid.

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Insurance and claims increased \$2.6 million (22.2%), to \$14.1 million in the nine months ended September 30, 2007 from \$11.5 million in the same period of 2006 due to an increase in the frequency of larger claims and development increases on existing liability claims.

Depreciation increased \$2.1 million (6.3%), to \$35.9 million during the first nine months of 2007 from \$33.8 million in the compared 2006 period. This increase is attributable to the growth of our company-owned tractor and trailer fleet, and an increased cost of new tractors and trailers relative to the costs of those units being replaced. Our tractor and trailer fleet have grown approximately 10.3% and 8.6% respectively in comparison to the same period in 2006. The depreciable basis of new tractor units are approximately 12% higher than replaced units while new trailers are approximately 10.0% more costly than units purchased in 2006.

Other operating expenses decreased \$0.1 million (0.6%), to \$13.0 million during the nine months ended September 30, 2007 from \$13.1 million in the same period of 2006. Other operating expenses consists of costs incurred for advertising expense, freight handling, highway tolls, driver recruiting expenses, and administrative costs.

Gain on the disposal of property and equipment decreased \$7.3 million (41.5%), to \$10.3 million during the nine months ended September 30, 2007 from \$17.6 million in the same period of 2006. The decline is attributable to a substantial decrease in the number of tractors and trailers traded during the 2007 period. A tractor fleet upgrade was completed in December 2006. During 2007 the Company sold real estate in Columbus, Ohio, Coralville, Iowa, and Dubois, Pennsylvania recording total gains of approximately \$6.8 million. The proceeds received from these sales were used in the financing of the new corporate headquarters.

Interest income decreased \$0.6 million (6.9%), to \$8.0 million in the nine months ended September 30, 2007 from \$8.6 million in the same period of 2006 because of the decrease in cash, cash equivalents, and investments associated with the payment of the special dividend in May 2007 offset by improved rate of return on cash, cash equivalents, and short-term investments.

The Company's effective tax rate was 36.5% and 35.5%, respectively, in the nine months ended September 30, 2007 and 2006. The increase is primarily attributable to the reduced tax benefit of tax exempt interest income for 2007.

As a result of the foregoing, the Company's operating ratio (operating expenses as a percentage of operating revenue) was 80.4% during the first nine months of 2007 compared with 77.4% during the first nine months of 2006. Net income decreased \$8.0 million (11.8%), to \$59.5 million during the first nine months of 2007 from \$67.5 million during the compared 2006 period.

Liquidity and Capital Resources

The growth of the Company's business has required significant investments in new revenue equipment. Historically the Company has been debt-free, funding revenue equipment purchases with cash flow provided by operations. The Company also obtains tractor capacity by utilizing independent contractors, who provide a tractor and bear all associated operating and financing expenses. The Company's primary source of liquidity for the nine months ended September 30, 2007, was net cash provided by operating activities of \$85.5 million compared to \$88.1 million in the corresponding 2006 period primarily attributable to changes in working capital.

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Capital expenditures for property and equipment totaled \$41.2 million for the first nine months of 2007 compared to \$47.4 million in the compared 2006. Capital expenditures for revenue equipment, net of trade-ins, totaled \$21.9 million for the first nine months of 2007 compared to \$45.1 million for the same period in 2006. The Company completed the construction of new operations and shop facilities in Phoenix, Arizona during the second quarter of 2007. The total capitalized cost of these facilities, including the cost of land, was \$6.2 million of which \$3.2 million was capitalized in 2007. The Company purchased a new corporate headquarters and shop facility in North Liberty, Iowa during the third quarter of 2007. Capital expenditures for these facilities including land and furniture were \$15.7 million during the quarter. The Company currently anticipates capital expenditures of \$2.4 million, primarily for new trailers, during the remainder of 2007. Capital expenditures have been historically funded by cash flows from operations.

The Company paid regular cash dividends of \$5.9 million and \$4.9 million during the first nine months of 2007 and 2006, respectively. In addition to the quarterly cash dividend, the Company paid a special dividend of \$2.00 per share, \$196.5 million in total, on May 30, 2007 to shareholders' of record at May 24, 2007. The special dividend was funded from the sale of short-term investments and from cash flow from operations. The Company began paying cash dividends in the third quarter of 2003 and has paid a quarterly dividend for seventeen consecutive quarters.

Management believes the Company has adequate liquidity to meet its current and projected needs. The Company will continue to have significant capital requirements over the long term. Future capital expenditures are expected to be funded by cash flow provided by operations and from existing cash, cash equivalents, and short-term investments. The Company ended the quarter with \$166.9 million in cash, cash equivalents, and short-term investments and no debt. Based on the Company's strong financial position, management believes outside financing could be obtained, if necessary, to fund capital expenditures.

Off-Balance Sheet Transactions

There are no material off-balance sheet transactions that will affect the Company's financial condition, results of operations, or liquidity.

Risk Factors

You should refer to Item 1A of our annual report (Form 10-K) for the year ended December 31, 2006, under the caption "Risk Factors" for specific details on the following factors that are not within the control of the Company and could affect our financial results.

- o Our business is subject to general economic and business factors that are largely out of our control.
- o Our growth may not continue at historic rates.
- o Increased prices, reduced productivity, and restricted availability of new revenue equipment may adversely affect our earnings and cash flow.
- o If fuel prices increase significantly, our results of operations could be adversely affected.
- o Difficulty in driver and independent contractor recruitment and retention may have a materially adverse effect on our business.

- o We operate in a highly regulated industry, and increased costs of compliance with, or liability for violation of, existing

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regulations could have a materially adverse effect on our business.

- o Our operations are subject to various environmental laws and regulations, the violations of which could result in substantial fines or penalties.
- o We may not make acquisitions in the future, or if we do, we may not be successful in integrating the acquired company, either of which could have a materially adverse effect on our business.
- o If we are unable to retain our key employees or find, develop, and retain service center managers, our business, financial condition, and results of operations could be adversely affected.
- o We are highly dependent on a few major customers, the loss of one or more of which could have a materially adverse effect on our business.
- o Seasonality and the impact of weather affect our operations profitability.
- o Ongoing insurance and claims expenses could significantly reduce our earnings.
- o We are dependent on computer and communications systems, and a systems failure could cause a significant disruption to our business.

Item 3. Quantitative and Qualitative Disclosures about Market Risk

The Company purchases only high quality, liquid investments. The large majority of investments as of September 30, 2007 have an original maturity or interest reset date of twelve months or less. Due to the short term nature of the investments, the Company is exposed to minimal market risk related to its cash equivalents and investments.

The Company had no debt outstanding as of September 30, 2007 and therefore, had no market risk related to debt.

Volatile fuel prices will continue to impact us significantly. A significant increase in fuel costs, or a shortage of diesel fuel, could materially and adversely affect our results of operations. In February 2007, the Board of Directors authorized the Company to begin hedging activities related to commodity fuels. In the event of hedging activities, the Company will implement the provisions of SFAS No. 133 "Accounting for Derivative Instruments and Hedging Activities" and contract with an unrelated third party to transact the hedge. It is expected any such transactions will be accounted for on a mark-to-market with changes reflected in the statement of income as a component of fuel costs. As of September 30, 2007, the Company did not have any long-term fuel purchase contracts, and had not entered into any other material hedging arrangements that protect against fuel price increases. As of September 30, 2007, the Company has entered into short-term fuel contracts to facilitate a fixed fuel surcharge agreement with a customer. These contracts have no material effect on the Company's operating results and financial position.

Item 4. Controls and Procedures

As of the end of the period covered by this report, the Company carried out an evaluation, under the supervision and with the participation of the Company's management, including the Company's Chief Executive Officer and Chief Financial Officer, of the effectiveness of the design and operations of the Company's disclosure controls and procedures, and as defined in Exchange Act Rule 15d-15(e). Based upon that evaluation, the Company's Chief Executive Officer and Chief Financial Officer concluded that the Company's disclosure controls and procedures are effective in enabling the Company to record, process, summarize and report information required to be included in the Company's periodic SEC filings within the required time period. There have been no changes in the Company's internal controls over financial reporting that occurred during the

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Company's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

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PART II

OTHER INFORMATION

Item 1. Legal Proceedings

The Company is a party to ordinary, routine litigation and administrative proceedings incidental to its business. These proceedings primarily involve claims for personal injury, property damage, and workers' compensation incurred in connection with the transportation of freight. The Company maintains insurance to cover liabilities arising from the transportation of freight for amounts in excess of certain self-insured retentions.

Item 2. Changes in Securities

Purchases of Equity Securities

| Period | Total number of shares Purchased | Average price paid per share | Total number of shares purchased as part of publicly announced plans or programs | Maximum number of shares that may yet be purchased under the plans or programs (in millions) |
|---|---|---------------------------------------|---|--|
| July 1, 2007 - July 31, 2007 | 172,200 | \$ 14.49 | 172,200 | 13.8 |
| August 1, 2007 - August 31, 2007 | 1,115,756 | \$ 14.93 | 1,115,756 | 12.7 |
| September 1, 2007 - September 30, 2007 | 7,100 | \$ 14.50 | 7,100 | 12.7 |
| | ----- 1,295,056 ===== | | ----- 1,295,056 ===== | |

In September 2001, the Board of Directors of the Company authorized a program to repurchase 15.8 million shares of the Company's common stock adjusted for stock splits in open market or negotiated transactions using available cash, cash equivalents, and short-term investments. The repurchase program may be suspended or discontinued at any time without prior notice. During the third quarter of 2007, we repurchased 1.3 million shares for \$19.3 million under the program described in this paragraph. The transactions occurred in open market purchases and pursuant to a trade plan under Rule 10b5-1.

Item 3. Defaults upon Senior Securities

None

Item 4. Submission of Matters to a Vote of Security Holders

None

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Item 5. Other Information

None

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibit

- 31.1 Certification of Chief Executive Officer Pursuant to Rule 13a-14(a) and Rule 15d-14(a) of the Securities Exchange Act, as amended.
- 31.2 Certification of Chief Financial Officer Pursuant to Rule 13a-14(a) and Rule 15d-14(a) of the Securities Exchange Act, as amended.

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- 32 Certification of Chief Executive Officer and Chief Financial Officer Pursuant to 18 U.S.C. 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

(b) Reports on Form 8-K

- 1. Report on Form 8-K, dated July 20, 2007, announcing the Company's financial results for the quarter ended June 30, 2007.
- 2. Report on Form 8-K, dated September 7, 2007, announcing the declaration of a quarterly cash dividend.

No other information is required to be filed under Part II of the form.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized.

HEARTLAND EXPRESS, INC.

Date: November 8, 2007

BY: /S/ John P Cosaert

John P. Cosaert
Executive Vice President-Finance,
Chief Financial Officer and Treasurer
(Principal accounting and financial officer)

Exhibit No. 31.1

Certification

I, Russell A. Gerdin, Chairman and Chief Executive Officer of Heartland Express, Inc., certify that:

1. I have reviewed this quarterly report on Form 10-Q of Heartland Express, Inc. (the "Registrant");
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rule 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or cause such disclosure controls and procedures to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent calendar quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent

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functions):

- a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
- b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 8, 2007

By: /s/ Russell A. Gerdin

Russell A. Gerdin
Chairman and Chief Executive Officer

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Exhibit No. 31.2

Certification

I, John P. Cosaert, Executive Vice President, Chief Financial Officer and Treasurer of Heartland Express, Inc., certify that:

1. I have reviewed this quarterly report on Form 10-Q of Heartland Express, Inc. (the "Registrant");
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rule 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;
 - b) Designed such internal control over financial reporting, or cause such disclosure controls and procedures to be designed under our

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supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

- c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent calendar quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):
- (a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 8, 2007

By: /s/ John P. Cosaert

John P. Cosaert
Executive Vice President-Finance
Chief Financial Officer
and Treasurer
(Principal accounting and
financial officer)

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Exhibit No. 32

CERTIFICATION OF
CHIEF EXECUTIVE OFFICER
AND
CHIEF FINANCIAL OFFICER
PURSUANT TO 18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

I, Russell A. Gerdin, certify, pursuant to 18 U.S.C. Section 1350, as

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adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that the Quarterly Report of Heartland Express, Inc., on Form 10-Q for the period ended September 30, 2007 fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended, and that information contained in such Quarterly Report on Form 10-Q fairly presents in all material respects the financial condition and results of operations of Heartland Express, Inc.

Dated: November 8, 2007

By: /s/ Russell A. Gerdin

Russell A. Gerdin
Chairman and Chief Executive Officer

I, John P. Cosaert, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that the Quarterly Report of Heartland Express, Inc., on Form 10-Q for the period ended September 30, 2007 fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended, and that information contained in such Quarterly Report on Form 10-Q fairly presents in all material respects the financial condition and results of operations of Heartland Express, Inc.

Dated: November 8, 2007

By: /s/ John P. Cosaert

John P. Cosaert
Executive Vice President
and Chief Financial Officer