

National Interstate CORP  
Form 8-K  
September 04, 2007

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K**

**Current Report**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported):**

**September 4, 2007**

**NATIONAL INTERSTATE CORPORATION  
(Exact Name of Registrant as Specified in Charter)**

**Ohio  
(State or Other  
Jurisdiction of  
Incorporation)**

**000-51130  
(Commission File Number)**

**34-1607394  
(I.R.S. Employer  
Identification No.)**

**3250 Interstate Drive  
Richfield, Ohio 44286-9000  
(Address of principal executive offices including Zip Code)  
(330) 659-8900**

**(Registrant's telephone number, including area code)**

**(Former Name or Former Address, if Changed Since Last Report)**

**Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:**

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)**
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)**
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))**
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))**
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**Item 8.01 Other Events**

On September 4, 2007, Ernst & Young LLP, National Interstate Corporation's independent registered public accounting firm issued its consent with respect to the prospectus supplement for the Registration Statement on Form S-3 (File No. 333-132657). A copy of the consent is attached hereto as Exhibit 23.1 to this Current Report on Form 8-K.

On September 4, 2007, National Interstate Corporation (the Company) issued a press release reporting that it had filed a prospectus supplement with the U.S. Securities and Exchange Commission, pursuant to which its Chairman and Chief Executive Officer, Alan Spachman, may sell up to one million shares of National Interstate Corporation common stock. A copy of the Company's press release is attached hereto as Exhibit 99.1 to this Current Report on Form 8-K.

**ITEM 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
23.1	Consent of Independent Registered Public Accounting Firm
99.1	Press Release of National Interstate Corporation dated September 4, 2007

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**SIGNATURES**

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 hereunto duly authorized.

**National Interstate Corporation**

By: /s/ Julie A. McGraw  
Julie A. McGraw  
Vice President and Chief Financial  
Officer

Date: September 4, 2007