

Congdon Helen S
 Form 3
 September 09, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|--|---|---|---|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Congdon Helen S</p> <p>(Last) (First) (Middle)</p> <p>C/O OLD DOMINION FREIGHT LINE, INC., Â 500 OLD DOMINION WAY</p> <p>(Street)</p> <p>THOMASVILLE, Â NC Â 27360</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/30/2010</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>OLD DOMINION FREIGHT LINE INC/VA [ODFL]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below) Member of Section 13(d) group</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|---|---|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|---|---|---|
| Common Stock | 63,750 ⁽¹⁾ | D | Â |
| Common Stock | 32,571 ⁽¹⁾ | I | By husband |
| Common Stock | 44,367 ⁽¹⁾ | I | By husband's 401(k) plan |
| Common Stock | 418,551 ⁽¹⁾ | I | As trustee of David S. Congdon Irrevocable Trust #1 dated 12/1/92 |
| Common Stock | 37,050 ⁽¹⁾ | I | As trustee of David S. Congdon Irrevocable Trust #2 dated 11/18/99 |
| Common Stock | 726,742 ⁽¹⁾ | I | By husband as trustee of David S. Congdon Revocable Trust dated 12/3/91 |

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| | | | |
|--------------|------------------------|---|--|
| Common Stock | 150,000 ⁽¹⁾ | I | By husband as trustee of David S. Congdon February 2010 Grantor Retained Annuity Trust |
| Common Stock | 58,198 ⁽¹⁾ | I | By husband as trustee of an Irrevocable Trust Agreement dated 12/18/98 fbo Marilyn Congdon |
| Common Stock | 58,198 ⁽¹⁾ | I | By husband as trustee of an Irrevocable Trust Agreement dated 12/18/98 fbo Kathryn Congdon |
| Common Stock | 58,198 ⁽¹⁾ | I | By husband as trustee of an Irrevocable Trust Agreement dated 12/18/98 fbo Ashlyn Congdon |
| Common Stock | 154,602 ⁽¹⁾ | I | By husband as custodian for minor child |
| Common Stock | 430,651 ⁽¹⁾ | I | By husband as co-trustee of the Earl E. Congdon GRAT Remainder Trust |
| Common Stock | 154,602 ⁽²⁾ | I | As trustee of Marilyn Marie Congdon Revocable Declaration of Trust |
| Common Stock | 154,602 ⁽³⁾ | I | As trustee of Kathryn Leigh Congdon Revocable Declaration of Trust |
| Common Stock | 8,767 ⁽⁴⁾ | D | Â |

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date <small>(Month/Day/Year)</small> | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--------------------|--|----------------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------------------------------|
| | Director | 10% Owner | Officer | Other |
| Congdon Helen S C/O OLD DOMINION FREIGHT LINE, INC. 500 OLD DOMINION WAY THOMASVILLE, NC 27360 | Â | Â X | Â | Member of Section 13(d) group |
| Congdon Marilyn M C/O OLD DOMINION FREIGHT LINE, INC. 500 OLD DOMINION WAY THOMASVILLE, NC 27360 | Â | Â X | Â | Member of Section 13(d) group |
| Congdon Kathryn L. C/O OLD DOMINION FREIGHT LINE, INC. 500 OLD DOMINION WAY THOMASVILLE, NC 27360 | Â | Â X | Â | Member of Section 13(d) group |
| Natalie N Congdon Revocable Trust 7511 WHITEPINE ROAD RICHMOND, VA 23237 | Â | Â X | Â | Member of Section 13(d) group |

Signatures

| | |
|--|------------|
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/09/2010 |
| __Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/09/2010 |
| __Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/09/2010 |
| __Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/09/2010 |
| __Signature of Reporting Person | Date |

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) These securities are beneficially owned by Helen S. Congdon, who may be deemed a member of a "group" for purposes of Section 13(d) of the Exchange Act. The other members of the Section 13(d) group are identified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.

(2) These securities are beneficially owned by Marilyn M. Congdon, who may be deemed a member of a "group" for purposes of Section 13(d) of the Exchange Act. The other members of the Section 13(d) group are identified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.

(3) These securities are beneficially owned by Kathryn L. Congdon, who may be deemed a member of a "group" for purposes of Section 13(d) of the Exchange Act. The other members of the Section 13(d) group are identified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.

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- These securities are beneficially owned by the Natalie N. Congdon Revocable Trust, which may be deemed a member of a "group" for
- (4) purposes of Section 13(d) of the Exchange Act. The other members of the Section 13(d) group are identified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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