FORM 10-Q

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

(Mark One)

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2000

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _________________ to _________.

Commission File Number: 0-19582

OLD DOMINION FREIGHT LINE, INC.
(Exact name of registrant as specified in its charter)

VIRGINIA	56-0751714
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

1730 Westchester Drive
High Point, NC 27262
(Address of principal executive offices)

Telephone Number (336) 889-5000

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 X ---   No ---

As of November 9, 2000, there were 8,312,840 shares of the registrant's Common Stock ($.10 par value) outstanding.

PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

OLD DOMINION FREIGHT LINE, INC.

CONSOLIDATED STATEMENTS OF OPERATIONS

<TABLE>
<CAPTION>

	Three Months Ended		Nine Months Ended	
	Sept. 30, 2000	Sept. 30, 1999	Sept. 30, 2000	Sept. 30, 1999
(In thousands, except share and per share data)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
<S>	<C>	<C>	<C>	<C>

Revenue from operations	$ 122,385	$ 108,527	$355,328	$314,068
Operating expenses:				
Salaries, wages and benefits	72,048	65,247	210,558	190,569
Purchased transportation	4,989	3,677	14,644	10,323
Operating supplies and expenses	13,070	9,479	37,122	26,060
Depreciation and amortization	6,936	6,317	20,026	18,934
Building and office equipment rents	1,777	1,790	5,463	5,473
Operating taxes and licenses	4,725	4,387	14,129	13,291
Insurance and claims	3,134	2,796	9,016	7,742
Communications and utilities	2,199	1,774	6,440	5,482
General supplies and expenses	4,660	4,044	13,658	12,035
Miscellaneous expenses	587	1,159	2,674	3,111
Total operating expenses	114,125	100,670	333,730	293,020
Operating income	8,260	7,857	21,598	21,048
Other deductions:				
Interest expense, net	1,273	1,087	3,205	3,177
Other (income) expense, net	(50)	(35)	39	206
Total other deductions	1,223	1,052	3,244	3,383
Income before income taxes	7,037	6,805	18,354	17,665
Provision for income taxes	2,744	2,586	7,158	6,713
Net income	$ 4,293	$ 4,219	$ 11,196	$ 10,952
Basic and diluted earnings per share:	$ 0.52	$ 0.51	$ 1.35	$ 1.32
Weighted average shares outstanding:				
Basic	8,312,840	8,312,595	8,312,840	8,312,329
Diluted	8,312,840	8,318,491	8,314,207	8,316,268

</TABLE>

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

OLD DOMINION FREIGHT LINE, INC.
CONSOLIDATED BALANCE SHEETS

<TABLE>
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(In thousands, except share data)	September 30, 2000 (Unaudited)	December 31, 1999 (Audited)
<S>	<C>	<C>
ASSETS		
Current assets:		
Cash and cash equivalents	$ 871	$ 781
Customer receivables, less allowances of $5,863 and $6,495, respectively	61,359	55,077
Other receivables	678	1,067
Tires on equipment	6,532	6,428
Prepaid expenses	6,345	10,631

Deferred income taxes	2,270	2,270
Total current assets	78,055	76,254
Property and equipment:		
Revenue equipment	198,416	178,301
Land and structures	85,816	68,972
Other equipment	36,840	31,557
Leasehold improvements	4,432	4,381
Total property and equipment	325,504	283,211
Less accumulated depreciation and amortization	(126,715)	(116,249)
Net property and equipment	198,789	166,962
Other assets	15,122	14,363
Total assets	$ 291,966	$ 257,579

</TABLE>

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

OLD DOMINION FREIGHT LINE, INC.
CONSOLIDATED BALANCE SHEETS
(CONTINUED)

<TABLE>
<CAPTION>

(In thousands, except share data)	September 30, 2000 (Unaudited)	December 31, 1999 (Audited)
<S>	<C>	<C>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	$ 19,993	$ 22,944
Compensation and benefits	13,904	11,352
Claims and insurance accruals	14,483	12,548
Other accrued liabilities	3,785	2,927
Income taxes payable	66	-
Current maturities of long-term debt	9,510	21,811
Total current liabilities	61,741	71,582
Long-term debt	75,677	43,059
Other non-current liabilities	11,516	11,102
Deferred income taxes	20,798	20,798
Total long-term liabilities	107,991	74,959
Stockholders' equity:		
Common stock - $.10 par value, 25,000,000 shares authorized, 8,312,840 outstanding	831	831
Capital in excess of par value	23,907	23,907
Retained earnings	97,496	86,300

Total stockholders' equity	122,234	111,038
Commitments and contingencies	-	-
Total liabilities and stockholders' equity	$291,966	$ 257,579

</TABLE>

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

OLD DOMINION FREIGHT LINE, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS

<TABLE>
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	Nine Months Ended Sept. 30,	
	2000	1999
(In thousands)	(Unaudited)	(Unaudited)
<S>	<C>	<C>
Cash flows from operating activities:		
Net income	$ 11,196	$ 10,952
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	20,026	18,934
Deferred income taxes	-	756
(Gain) loss on sale of property and equipment	(112)	237
Changes in assets and liabilities:		
Customer and other receivables, net	(5,893)	(4,819)
Tires on equipment	(104)	(27)
Prepaid expenses and other assets	3,209	3,884
Accounts payable	(2,952)	(5,512)
Compensation, benefits and other accrued liabilities	3,410	6,621
Claims and insurance accruals	2,048	1,241
Income taxes payable	66	30
Other liabilities	302	544
Net cash provided by operating activities	31,196	32,841
Cash flows from investing activities:		
Acquisition of business assets, net	-	(1,100)
Purchase of property and equipment	(52,734)	(25,885)
Proceeds from sale of property and equipment	1,311	2,774
Net cash used in investing activities	(51,423)	(24,211)
Cash flows from financing activities:		
Proceeds from issuance of long-term debt	1,626	-
Principal payments under long-term debt agreements	(7,384)	(6,536)
Net proceeds (payments) on revolving line of credit	26,075	(2,135)
Net cash used in financing activities	20,317	(8,671)
Increase (decrease) in cash and cash equivalents	90	(41)
Cash and cash equivalents at beginning of period	781	659
Cash and cash equivalents at end of period	$ 871	$ 618

</TABLE>

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

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

BASIS OF PRESENTATION

The accompanying consolidated interim financial statements have been prepared by Old Dominion Freight Line, Inc. (the "Company"), in accordance with generally accepted accounting principles for interim financial information and with instructions to Form 10-Q and Article 10 of Regulation S-X. Accordingly, certain information and footnote disclosures normally included for complete financial statements, prepared in accordance with generally accepted accounting principles, have been omitted pursuant to such rules and regulations. The balance sheet at December 31, 1999 has been derived from the audited financial statements at that date but does not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. The consolidated interim financial statements should be read in conjunction with the financial statements, notes thereto and other information included in the Company's Annual Report on Form 10-K for the year ended December 31, 1999.

The accompanying unaudited consolidated interim financial statements reflect, in the opinion of management, all adjustments (consisting of normal recurring items) necessary for a fair presentation, in all material respects, of the financial position and results of operations for the periods presented. The preparation of financial statements in accordance with generally accepted accounting principles requires management to make estimates and assumptions. Such estimates and assumptions affect the reported amounts of assets and liabilities, the 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. The results of operations for the interim periods are not necessarily indicative of the results for the entire year.

There have been no significant changes in the accounting policies of the Company, or significant changes in the Company's commitments and contingencies as previously described in the 1999 Annual Report to Stockholders and related annual report to the Securities and Exchange Commission on Form 10-K.

EARNINGS PER SHARE

Net income per share of common stock is based on the weighted average number of shares outstanding during each period.

SUBSEQUENT EVENTS

None

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

Results of Operations for the Three Months and Nine Months Ended September 30 2000, Compared to the Three Months and Nine Months Ended September 30, 1999

Expenses as a Percentage of Revenue from Operations

<TABLE>
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	Three Months Ended September 30,		Nine Months Ended September 30,	
	2000	1999	2000	1999
<S>	<C>	<C>	<C>	<C>
Revenue from operations	100.0%	100.0%	100.0%	100.0%
Operating expenses:				
Salaries, wages and benefits	58.9	60.1	59.3	60.7
Purchased transportation	4.1	3.4	4.1	3.3
Operating supplies and expenses	10.7	8.7	10.5	8.3
Depreciation and amortization	5.7	5.8	5.6	6.0
Building and office equipment rents	1.4	1.7	1.5	1.8
Operating taxes and licenses	3.8	4.1	4.0	4.2
Insurance and claims	2.6	2.6	2.5	2.5
Communications and utilities	1.8	1.6	1.8	1.7
General supplies and expenses	3.8	3.7	3.8	3.8
Miscellaneous expenses	.5	1.1	.8	1.0
Total operating expenses	93.3	92.8	93.9	93.3
Operating income	6.7	7.2	6.1	6.7
Interest expense, net	1.0	1.0	.9	1.0
Other expense, net	-	(.1)	-	0.1
Income before income taxes	5.7	6.3	5.2	5.6
Provision for income taxes	2.2	2.4	2.0	2.1
Net income	3.5%	3.9%	3.2%	3.5%

</TABLE>

RESULTS OF OPERATIONS

Three Months Ended September 30, 2000 Compared to Three Months Ended September 30, 1999

Net revenue for the third quarter 2000 was $122,385,000, an increase of 12.8% from $108,527,000 for the third quarter 1999. This growth in revenue for the third quarter was consistent with the Company's objective to increase revenue 10% to 15% for the year and was primarily a result of three major factors: 1) the Company's consistent focus on increasing market share in its existing areas of operation; 2) improvements in products and pricing; and 3) the impact of a fuel surcharge.

The Company's strategy to improve market share and freight density within existing lanes of service is designed to produce revenue growth objectives with minimal capital investment and improved asset utilization. In early 2000, the Company expanded its service products to provide full-state coverage to 21 states east of the Mississippi. Only one new service center, Charleston, West Virginia, was opened in order to provide this additional service enhancement. In

addition to this expansion, the Company opened a new service center in Oklahoma City, Oklahoma, on November 1, 2000. While the Company serves the six surrounding states, this opening will improve regional and inter-regional service capabilities and expands the Company's physical presence into its 35th state of operations.

On September 1, 2000, the Company implemented a general increase on its public tariffs, which comprise approximately 50% of its net revenue. Pricing on the remaining revenue base is generally renegotiated as those private contracts expire. The Company has ongoing processes to identify marginal or unprofitable business through its freight costing systems and works with its customers to improve those rates that cannot be rationalized. The Company has also experienced growth in its new guaranteed and expedited service product, Speed Service, which it initiated at the beginning of 2000. Speed Service is anticipated to grow significantly as more customers demand service sensitive and customized delivery services.

In response to the rising costs of petroleum products, particularly diesel fuel, the Company implemented a fuel surcharge on its tariffs in August 1999. Generally, this surcharge is designed to offset the cost of fuel above a base price and increases as fuel increases over the base. The fuel surcharge accounted for approximately 3.6% of net revenue for the third quarter 2000 while accounting for approximately .4% of revenue for the third quarter 1999.

For the quarter, less-than-truckload ("LTL") shipments increased 4.1% over the prior year comparable quarter and LTL revenue per LTL shipment increased 7.0% to $136.61 from $127.67 for the third quarter 1999. The increase in revenue per shipment was a result of an 8.6% increase in LTL revenue per LTL hundredweight to $12.83 from $11.81 and a 1.5% decrease in LTL weight per shipment to 1,065 lbs. from 1,081 lbs. In addition, the Company's average length of haul increased 3.4% to 873 miles from 844 miles, which generally increases both LTL revenue per hundredweight and LTL revenue per shipment.

The operating ratio (operating expenses as a percentage of revenue) increased to 93.3% in the third quarter of 2000 from 92.8% in the third quarter 1999. This increase in the Company's operating costs reflects the impact of increased purchased transportation expenses to 4.1% of revenue from 3.4% for the prior-year quarter. Cartage expense, or outsourced pickup and delivery services, increased to 1.9% of revenue from 1.3% as a result of two factors. First, the implementation of full-state coverage in 21 states requires the Company to service certain remote locations that occasionally can be serviced more cost effectively by agent partners who have more operating density in those areas. As market share builds, Company personnel and equipment will replace these expenditures. Second, growth in certain markets has exceeded the Company's operating capacity and outsourcing of pickup and delivery services are used to ensure service standards are maintained during the peak shipping periods common to the third quarter of each year. The Company is addressing these situations by either constructing new facilities or leasing larger facilities to accommodate this growth. For 2000, the Company has budgeted approximately $27,000,000 to be used to construct or expand service center facilities.

The Company's strategy to grow existing markets has resulted in improvements in asset utilization, which were reflected in decreases in certain fixed costs as a percent of revenue when compared to the prior-year quarter. Building and office equipment rents decreased to 1.4% from 1.7%, operating taxes and

licenses decreased to 3.8% from 4.1% and depreciation and amortization decreased to 5.7% of revenue from 5.8%

Net interest expense remained constant at 1.0% for both comparable periods. While outstanding debt increased $23,269,000 from the end of the third quarter 1999, a significant portion of the resulting increased interest costs in the third quarter 2000 were capitalized as those borrowings funded construction projects to expand the capacity of service center facilities.

Net income for the third quarter 2000 was $4,293,000, a 3.9% increase from $4,219,000 for the prior-year period. The effective tax rate was 39.0% and 38.0% for the third quarters of 2000 and 1999, respectively.

Nine Months Ended September 30, 2000, Compared to Nine Months Ended September 30, 1999

Net revenue for the nine months ended September 30, 2000, was $355,328,000, an increase of 13.1%, compared to $314,068,000 for the same period of 1999. LTL tonnage increased 4.6% due to a 6.2% increase in LTL shipments, which was partially offset by a 1.4% decrease in LTL weight per shipment. These increases in revenue and tonnage have been consistent with the Company's growth strategy to increase market share in its existing geographic area of operations and service center network. This growth strategy was complemented in 2000 with the implementation of full-state coverage in 21 states east of the Mississippi River. In addition, the Company added its new guaranteed and customized service product, Speed Service, in early 2000, which is expected to grow significantly as customers discover additional value in the time definite and customized service capabilities the Company offers.

Average revenue per LTL shipment for the first nine months of 2000 increased 7.1% to $134.85 from $125.96 for the comparable period of 1999. This increase was due to a 8.6% increase in LTL revenue per hundredweight to $12.70 from $11.69 and a 1.4% decrease in LTL weight per shipment. The increase in LTL revenue per shipment includes the impact of a fuel surcharge, which was implemented to offset the high cost of fuel. For the first nine months of 2000, the Company's average price for a gallon of diesel fuel increased approximately 68% over the average price paid in the first nine months of 1999. In addition, the Company also incurred direct increases in other petroleum-related products such as gasoline, oil, propane and lubricants. Indirectly, the rising cost of fuel increased prices of other products and services that the Company uses in its normal course of business. The fuel surcharge accounted for approximately 3.1% of revenue for the first half of 2000, while accounting for approximately .1% for the comparable period of 1999.

The operating ratio for the first nine months of 2000 was 93.9% compared with 93.3% for the first nine months of 1999. The increase in operating costs were primarily the result of the increased use of outside purchased transportation during the period and severe winter weather that hampered operating efficiencies and productivity in the first quarter 2000.

The increase in purchased transportation was a result an increase in cartage expense, which is the outsourcing of pickup and delivery services. Cartage expense through the third quarter of 2000 increased to 1.9% of revenue from 1.2% for the prior-year period and occurred primarily due to two factors.

First, the Company's implementation of full-state coverage for 21 states in early 2000 required the Company to serve certain remote locations where it was initially more economical to use outside pickup and delivery services through partner agents. As the Company builds these markets, the use of these agents will diminish and be replaced by Company labor and equipment.

Second, rapid growth in certain markets has exceeded capacity and the Company has used cartage agents to supplement its operations until larger service center facilities could be constructed or leased. The 2000 capital budget includes approximately $27,000,000 for the purchase or expansion of service center facilities to improve the Company's operating infrastructure, service products and operating efficiencies. To some extent, the use of outside agents caused Company salary, wages and benefits to decrease to 59.3% of revenue from 60.7%.

By concentrating growth in existing markets, the Company was successful in improving its utilization of facilities and equipment. Depreciation and amortization decreased to 5.6% of revenue from 6.0%,

building and office equipment rents decreased to 1.5% from 1.8%, and operating taxes and licenses decreased to 4.0% from 4.2%.

Net interest expense was .9% of revenue for the first nine months of 2000 compared to 1.0% for the comparable period of 1999. This slight decrease was primarily due to the capitalization of $663,000 in interest costs relating to construction projects in the first nine months of 2000.

Net income was $11,196,000 for the nine months ended September 30, 2000, an increase of 2.2%, compared to $10,952,000 for the same nine-month period the previous year. The effective tax rate was 39.0% and 38.0% for the third quarters of 2000 and 1999, respectively.

LIQUIDITY AND CAPITAL RESOURCES

Continued investment in property and equipment has resulted from expansion in the size and number of service center facilities, the planned tractor and trailer replacement cycle and revenue growth. In order to support these requirements, the Company has incurred net capital expenditures of $51,423,000 for the first nine months of 2000. Cash flows generated internally funded 60.7% of these capital expenditures through the third quarter, the remainder of which was funded with additional borrowings. At September 30, 2000, long-term debt including current maturities increased to $85,187,000 from $64,870,000 at December 31, 1999.

The Company estimates net capital expenditures to be approximately $64,000,000 to $68,000,000 for the year ending December 31, 2000. Of that, approximately $27,000,000 is allocated for purchases of real estate, $29,000,000 is allocated for purchases of revenue equipment, $6,000,000 is allocated for enhancements to information systems and the remaining balance is allocated for purchases of other assets. The Company plans to fund these expenditures through cash flows from operations supplemented by additional borrowings.

During 1999 and early 2000, the Company maintained a $32,500,000 uncollateralized credit facility that consisted of a $17,500,000 line of credit commitment and a $15,000,000 standby letter of credit commitment. Interest on the line of credit was charged at rates that varied based upon a certain financial performance ratio and the stated period of time that the borrowings were outstanding. On January 14, 2000, the Company amended this credit facility to consist of a $22,000,000 line of credit commitment and a $12,500,000 standby letter of credit commitment under the same terms and conditions as the previous agreement. The applicable interest rate for the second quarter of 2000 under this amended agreement was based upon LIBOR plus .60% for periods of 30-180 days and prime minus 1% for periods less than 30 days. A fee of .20% was charged on the unused portion of the line of credit and letter of credit facility and a fee of .60% to .75% was charged on outstanding letters of credit.

On May 30, 2000, the Company terminated its existing credit agreement and entered into a new three-year agreement, which provides for a $62,500,000 uncollateralized credit facility that consists of a $50,000,000 line of credit commitment and a $12,500,000 standby letter of credit commitment. Interest on the line of credit is charged at rates that vary based upon a fixed charge coverage ratio, which was LIBOR plus .70% for the third quarter 2000. Fees, which also vary based upon the fixed charge coverage ratio, are charged on the unused portion of the line of credit facility and outstanding standby letters of credit. During the third quarter 2000, a fee of .20% was charged on the unused portion of the line of credit and fees ranging between .60% to .75% were charged on outstanding letters of credit. No fee is charged for the unused portion of the standby letter of credit facility.

At September 30, 2000, there were $37,650,000 outstanding borrowings on the line of credit and $7,885,000 outstanding on the standby letter of credit facility. Letters of credit are primarily issued as collateral for self-insured reserves for bodily injury, property damage and workers' compensation claims. The Company believes that it has sufficient credit lines and capacity to meet seasonal and long-term financial needs.

The Company's exposure to changes in interest rates is limited to its outstanding balance of its credit facility, which represents 44.2% of its total long-term debt. The Company does not currently use interest rate derivative instruments to manage exposure to interest rate changes. Also, the Company is not

currently using any fuel hedging instruments as its tariff provisions generally allow for fuel surcharges to be implemented in the event that fuel prices exceed stipulated levels.

INFLATION

Most of the Company's expenses are affected by inflation, which will generally result in increased costs. For the quarter ending September 30, 2000, the effect of inflation on the Company's results of operations was minimal.

SEASONALITY

The Company's operations are subject to seasonal trends common in the motor carrier industry. Operating results in the first and fourth quarters are normally lower due to reduced shipments during the winter months. Harsh winter weather can also adversely impact the Company's performance by reducing demand and increasing operating expenses. The second and third quarters are stronger due to increased demand for services during the spring and summer months.

ENVIRONMENTAL

The Company is subject to federal, state and local environmental laws and regulations, particularly relative to underground storage tanks. The Company believes it is in compliance with applicable environmental laws and regulations, including those relating to underground storage tanks, and does not believe that the cost of future compliance will have a material adverse effect on the Company's operations or financial condition.

FORWARD-LOOKING INFORMATION

Forward-looking statements in this report, including, without limitation, statements relating to future events or the future financial performance of the Company appear in the preceding Management's Discussion and Analysis of Financial Condition and Results of Operations and in other written and oral statements made by or on behalf of the Company, including, without limitation, statements relating to the Company's goals, strategies, expectations, competitive environment, regulation and availability of resources. Such forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Investors are cautioned that such forward-looking statements involve risks and uncertainties that could cause actual events and results to be materially different from those expressed or implied herein, including, but not limited to, the following: (1) changes in the Company's goals, strategies and expectations, which are subject to change at any time at the discretion of the Company; (2) the Company's ability to maintain a nonunion, qualified work force; (3) the competitive environment with respect to industry capacity and pricing; (4) the availability and cost of fuel, additional revenue equipment and other significant resources; (5) the impact of regulatory bodies; (6) various economic factors such as insurance costs, liability claims, interest rate fluctuations, the availability of qualified drivers or owner-operators, fluctuations in the resale value of revenue equipment, increases in fuel or energy taxes, economic recessions and downturns in customers' business cycles and shipping requirements; (7) the Company's inability to raise capital or borrow funds on satisfactory terms, which could limit growth and require the Company to operate its revenue equipment for longer periods of time; (8) the Company's ability to purchase, build or lease facilities suitable for its operations; and (9) other risks and uncertainties indicated from time to time in the Company's filings with the Securities and Exchange Commission.

Item 3. Quantitative and Qualitative Disclosure of Market Risk

The information called for by this item is provided under the caption "Liquidity and Capital Resources" under Item 2 - Management's Discussion and Analysis of Financial Condition and Results of Operations.

PART II. OTHER INFORMATION

Item 6. Exhibits and Reports on Form 8-K

a) Exhibits:

Exhibit No.	Description
27	Financial Data Schedule

b) Reports on Form 8-K: No reports on Form 8-K were filed during the quarter ended September 30, 2000.

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 thereunto duly authorized.

OLD DOMINION FREIGHT LINE, INC.

DATE: NOVEMBER 9, 2000 J. WES FRYE

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J. Wes Frye
Senior Vice President - Finance
(Principal Financial Officer)

DATE: NOVEMBER 9, 2000 JOHN P. BOOKER III

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John P. Booker III
Vice President - Controller
(Principal Accounting Officer)

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