FORM 4	4
--------	---

(Drint or Tyme D.

Check this box if no							
longer subject to							
Section 16. Form 4 or							
Form 5 obligations							
may continue. See							
Instruction 1(b).							

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting CONGDON EARL E	2. Issuer Name OLD DOMIN [ODFL]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director10% Owner X_ Officer (give title below)Other (specify below)				
(Last) (First) C/O OLD DOMINION FREIG INC., 500 OLD DOMINION	3. Date of Earlies 03/25/2004	st Transacti	on (1	Month/Day	/Year)	Chairman of the Bo	oard and CE	0		
(Street) THOMASVILLE, NC 27360	4. If Amendment	, Date Orig	ginal	Filed(Month	/Day/Yea	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State)	(Zip)	Ta	ble I - Nor	1-De	rivative Se	curitie	s Acqu	l uired, Disposed of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year	Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price		(I) (Instr. 4)	(1150.4)
Common Stock	03/25/2004		G ⁽¹⁾			D		102,309	I	By Earl E. Congdon Grantor Retained Annuity Trust 2003
Common Stock	05/26/2004		G ⁽³⁾	v	450,000	D	\$ 0	1,111,740 ⁽²⁾	Ι	By Earl E. Congdon Intangibles Trust Dated July 23 2003 (David Condgon Trustee)
Common Stock								153,463 ⁽²⁾	I	By Earl E. Congdon Grantor Retained Annuity Trust 2003
Common Stock								231,750 (2) (4)	I	By Kathryn W. Congdon Intangibles Trust Dated May 23 2001 (David Congdon Trustee)
Common Stock								450,000	I	By Earl E. Congdon Grantor Retained Annuity Trust - 2004
Reminder: Report on a separate line indirectly.	e for each class of sec	curities beneficially	owned dire	_						
				cor	ntained in	this f	orm a	o the collection of information re not required to respond ι ently valid OMB control num	Inless	SEC 1474 (9- 02)

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

1.	Title of	2.	3. Transaction	3A. Deemed	4.		5. Nu	mber	6. Date Exer	rcisable	7. Tit	le and	8. Price of	9. Number of	10.	11. Nature
D	erivative	Conversion	Date	Execution Date, if	Transacti	ion	of		and Expirati	on Date	Amo	unt of	Derivative	Derivative	Ownership	of Indirect
S	ecurity	or Exercise	(Month/Day/Year)	any	Code	Derivative		(Month/Day/Year)		Unde	rlying	Security	Securities	Form of	Beneficial	
(I	nstr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Secur	urities				rities	(Instr. 5)	Beneficially	Derivative	Ownership
		Derivative					Acqu	ired	ed		(Instr. 3 and			Owned	Security:	(Instr. 4)
		Security					(A) o	or						Following	Direct (D)	
							Disposed		ed					Reported	or Indirect	
							of (D)							Transaction(s)	(I)	
							(Instr. 3,							(Instr. 4)	(Instr. 4)	
						4, and 5)			-		-					
												Amount				
									Date	Expiration		or				
									Exercisable		Title	Number				
									Exercisable	Dute		of				
					Code	V	(A)	(D)				Shares				

Reporting Owners

	Describer Orace News (Address	Relationships						
ĸ	Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
	CONGDON EARL E C/O OLD DOMINION FREIGHT LINE, INC. 500 OLD DOMINION WAY THOMASVILLE, NC 27360	Х		Chairman of the Board and CEO				

Signatures

/s/ Earl E. Congdon	06/07/2004	
**Signature of Reporting Person	Date	

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(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) Gift to Earl E. Congdon Intangibles Trust Dated July 23, 2003 (David Congdon, Trustee)

(2) Adjusted to reflect 3-for-2 stock split on May 20, 2004

(3) Gift to the Earl E. Congdon Grantor Retained Annuity Trust - 2004

(4) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed as an admission that the reporting person is the beneficial owner of the securities for the purposes of Section 16 or for any other purpose.

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

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