### SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

### SCHEDULE 13G (Rule 13d-102)

Information to be Included in Statements Filed Pursuant to Rules 13d-1(b), (c) and (d) and Amendments Thereto Filed Pursuant to Rule 13d-2(b) (Amendment No. 13)\*

# **OLD DOMINION FREIGHT LINE, INC.**

(Name of Issuer)

Common Stock (par value \$0.10 per share) (Title of Class of Securities)

> 679580100 (CUSIP Number)

**December 31, 2010** (Date of Event Which Requires Filing of This Statement)

Check the appropriate box to designate the rule pursuant to which this schedule is filed:

- $\Box$  Rule 13d-1(b)
- $\Box$  Rule 13d-1(c)
- ⊠ Rule 13d-1(d)
- \* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 67	9580100				
1.	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	Jeffrey W. Congdon				
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □ (b) ⊠				
3.	SEC USE ONLY				
4.	CITIZENSHIP OR PLACE OF ORGANIZATION				
	USA				
	5. SOLE VOTING POWER				
NUMBER	OF 1,765,281 (See Item 4)				
SHARE	S 6. SHARED VOTING POWER				
BENEFICIA OWNED					
EACH REPORTI					
PERSO	N 1,765,281 (See Item 4)				
WITH	8. SHARED DISPOSITIVE POWER				
	876,129 (See Item 4)				
9.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	2,641,410				
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	4.7%				
12.	TYPE OF REPORTING PERSON				
	IN (See Item 4)				

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CUSIP No. 679	9580100				
1.	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
			Congdon Trust for Michael Davis Congdon		
2.	CHEC (a) □		(b) 区		
3.	SEC U	JSE	ONLY		
4.	CITIZ	ENS	SHIP OR PLACE OF ORGANIZATION		
	Vii	rgin	iia		
		5.	SOLE VOTING POWER		
NUMBER	OF		263,606 (See Item 4)		
SHARE BENEFICIA		6.	SHARED VOTING POWER		
OWNED	BY		-0- (See Item 4)		
EACH REPORTI		7.	SOLE DISPOSITIVE POWER		
PERSO WITH:			263,606 (See Item 4)		
vv 1111.		8.	SHARED DISPOSITIVE POWER		
			-0- (See Item 4)		
9.	AGGF	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	263	,			
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	0.5%				
12.	TYPE	OF	REPORTING PERSON		
	00	) (S	See Item 4)		
		ر~			

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CUSIP No. 679580100  1. NAME OF REPORTING PERSON LD G. UDENTIFICATION NO. OF A DOME DEDGONG (ENTIFIED ONLY)	
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
John R. Congdon Trust for Peter Whitefield Congdon	
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\Box$ (b) $\boxtimes$	
3. SEC USE ONLY	
4. CITIZENSHIP OR PLACE OF ORGANIZATION	
Virginia	
5. SOLE VOTING POWER	
NUMBER OF 259,988 (See Item 4)	
SHARES 6. SHARED VOTING POWER BENEFICIALLY	
OWNED BY -0- (See Item 4)	
EACH 7. SOLE DISPOSITIVE POWER REPORTING	
PERSON 259,988 (See Item 4) WITH: 8 SHARED DISPOSITIVE DOWER	
WITH:     8. SHARED DISPOSITIVE POWER	
-0- (See Item 4)	
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
259,988	
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
0.5%	
12. TYPE OF REPORTING PERSON	
OO (See Item 4)	

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,					
CUSIP No. 679	9580100				
1.	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
			Congdon Trust for Mary Evelyn Congdon		
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □ (b) ⊠				
3.	SEC U	JSE	ONLY		
4.	CITIZ	ENS	SHIP OR PLACE OF ORGANIZATION		
	Vii	rgin	ia		
		5.	SOLE VOTING POWER		
NUMBER	OF		263,604 (See Item 4)		
SHARE BENEFICIA		6.	SHARED VOTING POWER		
OWNED	BY		-0- (See Item 4)		
EACH REPORTI		7.	SOLE DISPOSITIVE POWER		
PERSON WITH:			263,604 (See Item 4)		
w1111.		8.	SHARED DISPOSITIVE POWER		
			-0- (See Item 4)		
9.	AGGF	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	263	,			
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	0.5%				
12.	TYPE	OF	REPORTING PERSON		
	00	) (S	lee Item 4)		

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,					
CUSIP No. 679	9580100				
1.	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
			Congdon Trust for Hunter Andrew Terry		
2.	CHEC (a) □		THE APPROPRIATE BOX IF A MEMBER OF A GROUP (b) 区		
3.	SEC U	JSE	ONLY		
4.	CITIZ	ENS	SHIP OR PLACE OF ORGANIZATION		
	Vii	rgin			
		5.	SOLE VOTING POWER		
NUMBER	OF		-0- (See Item 4)		
SHARE BENEFICIA		6.	SHARED VOTING POWER		
OWNED	BY		292,052 (See Item 4)		
EACH REPORTI	NG	7.	SOLE DISPOSITIVE POWER		
PERSO WITH:			-0- (See Item 4)		
**1111.		8.	SHARED DISPOSITIVE POWER		
			292,052 (See Item 4)		
9.	AGGI	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
		2,05			
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	0.5%				
12.	TYPE	OF	REPORTING PERSON		
	00	) (S	See Item 4)		
	00	) (S	ee Item 4)		

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1					
CUSIP No. 679	9580100				
1.	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	John	R. (	Congdon Trust for Nathaniel Everett Terry		
2.	CHEC (a) □		THE APPROPRIATE BOX IF A MEMBER OF A GROUP (b) 区		
3.	SEC U	JSE	ONLY		
4.	CITIZ	EN	SHIP OR PLACE OF ORGANIZATION		
	Vii	rgir	iia		
		5.	SOLE VOTING POWER		
NUMBER	OF		-0- (See Item 4)		
SHARE	S	6.	SHARED VOTING POWER		
BENEFICIA OWNED			292,025 (See Item 4)		
EACH REPORTI		7.	SOLE DISPOSITIVE POWER		
PERSO	N		-0- (See Item 4)		
WITH:		8.	SHARED DISPOSITIVE POWER		
			292,025 (See Item 4)		
9.	AGGI	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
		2,02			
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	0.5%				
12.	TYPE	OF	REPORTING PERSON		
	00	) <u>(</u> S	bee Item 4)		

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0100				
NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	Congdon Trust for Kathryn Lawson Terry			
HECK a) 🗆	THE APPROPRIATE BOX IF A MEMBER OF A GROUP (b) ⊠			
EC USI	EONLY			
ITIZEN	ISHIP OR PLACE OF ORGANIZATION			
Virgi	nia			
5	SOLE VOTING POWER			
7	-0- (See Item 4)			
	SHARED VOTING POWER			
	292,052 (See Item 4)			
7.	SOLE DISPOSITIVE POWER			
	-0- (See Item 4)			
8	SHARED DISPOSITIVE POWER			
	292,052 (See Item 4)			
GGRE	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
0.5%				
YPE O	F REPORTING PERSON			
00 (	See Item 4)			
	AME C R.S. ID hhn R. HECK ) CUSH ITIZEN Virgi 5. 6. Y 7. 6. Y 7. 8. GGREC 292,0 HECK ERCEN 0.5% YPE OI			

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CUSIP No. 679	9580100				
1.	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	Jeffre	y V	V. Congdon 2009 GRAT		
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □ (b) ⊠				
3.	SEC U	JSE	ONLY		
4.	CITIZ	ENS	SHIP OR PLACE OF ORGANIZATION		
	Vir	gin	ia		
		5.	SOLE VOTING POWER		
NUMBER	OF		68,078 (See Item 4)		
SHARE BENEFICIA		6.	SHARED VOTING POWER		
OWNED	BY		-0- (See Item 4)		
EACH REPORTI		7.	SOLE DISPOSITIVE POWER		
PERSO WITH:			68,078 (See Item 4)		
WIII.		8.	SHARED DISPOSITIVE POWER		
			-0- (See Item 4)		
9.	AGGR	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	68,				
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □				
11.	PERC	EN.	Γ OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	0.1%				
12.	TYPE	OF	REPORTING PERSON		
	OC	) (S	ee Item 4)		

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CUSIP No. 679	9580100				
1.	NAME OF REPORTING PERSON				
1.			ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)		
		-	V. Congdon 2010 GRAT #1		
2.			THE APPROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) □		(b) 🗵		
3.	SEC U	JSE	ONLY		
4.	CITIZ	EN	SHIP OR PLACE OF ORGANIZATION		
	Vi	rgir	ia		
	V II	-	SOLE VOTING POWER		
NUMBER	OF		37,500 (See Item 4)		
SHARE	-	6.	SHARED VOTING POWER		
BENEFICIA			0 (See Item 4)		
OWNED EACH		7	-0- (See Item 4) SOLE DISPOSITIVE POWER		
REPORTI		/.	SOLE DISPOSITIVE POWER		
PERSO			37,500 (See Item 4)		
WITH:	:	8.	SHARED DISPOSITIVE POWER		
_			-0- (See Item 4)		
9.	AGGI	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	37.	,500	)		
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11.	PERC	EN	Γ OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	0.1	0/_			
12.	0.1% TYPE OF REPORTING PERSON				
12.		or			
	00	) (S	lee Item 4)		
T	-				

CUSIP No. 679	9580100				
1.	NAME OF REPORTING PERSON				
	I.R.S.	IDE	ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)		
	Iaffra		V. Congdon 2010 GRAT #2		
2.		-	THE APPROPRIATE BOX IF A MEMBER OF A GROUP		
2.	(a) □		(b) 🗵		
3.	SEC I	ICE	ONLY		
5.	SECU	JSE	UNL I		
4.	CITIZ	ENS	SHIP OR PLACE OF ORGANIZATION		
	Vi	rgin	nia.		
	V II	-	SOLE VOTING POWER		
NUMBER	OF		37,500 (See Item 4)		
SHARE		6.	SHARED VOTING POWER		
BENEFICIA OWNED			-0- (See Item 4)		
EACH		7.	SOLE DISPOSITIVE POWER		
REPORTI PERSO			27.500 (See Here 4)		
WITH:		8.	37,500 (See Item 4) SHARED DISPOSITIVE POWER		
		0.	SHARED DISPOSITIVE FOWER		
			-0- (See Item 4)		
9.	AGGI	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	37	,500			
10.			F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
11.	PERC	EN	Γ OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	0.1	%			
12.	TYPE	OF	REPORTING PERSON		
	U	) (5	lee Item 4)		

Item 1. (a)	Name of Issuer:
	Old Dominion Freight Line, Inc.
(b)	Address of Issuer's Principal Executive Offices:
	500 Old Dominion Way Thomasville, NC 27360
Item 2. (a)	Names of Persons Filing:
	(i) Jeffrey W. Congdon
	(ii) Jeffrey W. Congdon Revocable Trust
	(iii) John R. Congdon Trust for Michael Davis Congdon
	(iv) John R. Congdon Trust for Peter Whitefield Congdon
	(v) John R. Congdon Trust for Mary Evelyn Congdon
	(vi) John R. Congdon Trust for Hunter Andrew Terry
	(vii) John R. Congdon Trust for Nathaniel Everett Terry
	(viii) John R. Congdon Trust for Kathryn Lawson Terry
	(ix) Jeffrey W. Congdon 2009 GRAT
	(x) Jeffrey W. Congdon 2010 GRAT #1
	(xi) Jeffrey W. Congdon 2010 GRAT #2
(b)	Address of Principal Business Office or, if None, Residence:
	As to (i) through (xi):
	7511 Whitepine Road Richmond, VA 23237
(c)	Citizenship:
	As to (i)
	USA
	As to $(ii) - (xi)$
	Virginia
(d)	Title of Class of Securities:
	Common Stock (\$0.10 par value)
(e)	CUSIP Number:
	679580100

Item 3. If this Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

Not Applicable. This is a joint filing by the persons identified in Item 2, above, pursuant to Rules 13d-1(d) and Rule 13d-1(k) but not a group filing.

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Item 4. Ownership.

The securities reported herein are beneficially owned by Jeffrey W. Congdon, the Jeffrey W. Congdon Revocable Trust, the John R. Congdon Trust for Michael Davis Congdon, the John R. Congdon Trust for Peter Whitefield Congdon, the John R. Congdon Trust for Mary Evelyn Congdon, the John R. Congdon Trust for Hunter Andrew Terry, the John R. Congdon Trust for Nathaniel Everett Terry, the John R. Congdon Trust for Kathryn Lawson Terry, the Jeffrey W. Congdon 2009 GRAT, the Jeffrey W. Congdon 2010 GRAT #1 and the Jeffrey W. Congdon 2010 GRAT #2. The total securities reported is 2,641,410 shares of the Issuer's Common Stock, which constitutes 4.7% of such shares as of December 31, 2010.

As of December 31, 2010, Jeffrey W. Congdon has sole voting and dispositive power with respect to 1,765,281 shares (3.2%) of the Issuer's Common Stock, of which 835,005 shares (1.5%) are held by the Jeffrey W. Congdon Revocable Trust, 263,606 shares (0.5%) are held by the John R. Congdon Trust for Michael Davis Congdon, 259,988 shares (0.5%) are held by the John R. Congdon Trust for Peter Whitefield Congdon, 263,604 shares (0.5%) are held by the John R. Congdon Trust for Peter Whitefield Congdon, 263,604 shares (0.5%) are held by the John R. Congdon Trust for Mary Evelyn Congdon, 68,078 shares (0.1%) are held by the Jeffrey W. Congdon 2010 GRAT, 37,500 shares (0.1%) are held by the Jeffrey W. Congdon 2010 GRAT #1 and 37,500 shares (0.1%) are held by the Jeffrey W. Congdon 2010 GRAT #2. He shares voting and dispositive power with respect to 292,052 shares (0.5%) held by the John R. Congdon Trust for Nathaniel Everett Terry and 292,052 shares (0.5%) held by the John R. Congdon Terry. Jeffrey W. Congdon beneficially owns a total of 2,641,410 shares (4.7%).

As of December 31, 2010, the Jeffrey W. Congdon Revocable Trust owns directly 835,005 shares (1.5%) of the Issuer's Common Stock. Jeffrey W. Congdon, as Trustee, has sole voting and sole dispositive power over those shares.

As of December 31, 2010, the John R. Congdon Trust for Michael Davis Congdon owns directly 263,606 shares (0.5%) of the Issuer's Common Stock. Jeffrey W. Congdon, as Trustee, has sole voting and sole dispositive power over those shares.

As of December 31, 2010, the John R. Congdon Trust for Peter Whitefield Congdon owns directly 259,988 shares (0.5%) of the Issuer's Common Stock. Jeffrey W. Congdon, as Trustee, has sole voting and sole dispositive power over those shares.

As of December 31, 2010, the John R. Congdon Trust for Mary Evelyn Congdon owns directly 263,604 shares (0.5%) of the Issuer's Common Stock. Jeffrey W. Congdon, as Trustee, has sole voting and sole dispositive power over those shares.

As of December 31, 2010, the John R. Congdon Trust for Hunter Andrew Terry owns directly 292,052 shares (0.5%) of the Issuer's Common Stock. Jeffrey W. Congdon, as Co-Trustee, has shared voting and shared dispositive power over those shares.

As of December 31, 2010, the John R. Congdon Trust for Nathaniel Everett Terry owns directly 292,025 shares (0.5%) of the Issuer's Common Stock. Jeffrey W. Congdon, as Co-Trustee, has shared voting and shared dispositive power over those shares.

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As of December 31, 2010, the John R. Congdon Trust for Kathryn Lawson Terry owns directly 292,052 shares (0.5%) of the Issuer's Common Stock. Jeffrey W. Congdon, as Co-Trustee, has shared voting and shared dispositive power over those shares.

As of December 31, 2010, Jeffrey W. Congdon as trustee and grantor of the Jeffrey W. Congdon 2009 GRAT has sole voting and dispositive power with respect to 68,078 shares (0.1%) of the Issuer's Common Stock held by the Jeffrey W. Congdon 2009 GRAT.

As of December 31, 2010, Jeffrey W. Congdon, as trustee and grantor of the Jeffrey W. Congdon 2010 GRAT #1 has sole voting and dispositive power with respect to 37,500 shares (0.1%) of the Issuer's Common Stock held by the Jeffrey W. Congdon 2010 GRAT #1.

As of December 31, 2010, Jeffrey W. Congdon, as trustee and grantor of the Jeffrey W. Congdon 2010 GRAT #2 has sole voting and dispositive power with respect to 37,500 shares (0.1%) of the Issuer's Common Stock held by the Jeffrey W. Congdon 2010 GRAT #2.

(a) Amount beneficially owned:

- (i) 2,641,410
- (ii) 835,005
- (iii) 263,606
- (iv) 259,988
- (v) 263,604
- (vi) 292,052
- (vii) 292,025
- (viii) 292,052
- (ix) 68,078
- (x) 37,500
- (xi) 37,500

(b) Percent of Class:

- (i) 4.7%
- (ii) 1.5%
- (iii) 0.5%
- (iv) 0.5%
- (v) 0.5%
- (vi) 0.5%
- (vii) 0.5%
- (viii) 0.5%
- (ix) 0.1%
- (x) 0.1%
- (xi) 0.1%
- (c) Number of Shares as to which such person has:
  - (i) Sole power to vote or to direct the vote
    - (i) 1,765,281

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- (ii) 835,005
- (iii) 263,606
- (iv) 259,988
- (v) 263,604
- (vi) -0-
- (vii) -0-
- (viii) -0-
- (ix) 68,078
- (x) 37,500
- (xi) 37,500

(ii) Shared power to vote or to direct the vote

- (i) 876,129
- (ii) -0-
- (iii) -0-
- (iv) -0-
- (v) -0-
- (vi) 292,052
- (vii) 292,025
- (viii) 292,052
- (ix) -0-
- (x) -0-
- (xi) -0-

(iii) Sole power to dispose or to direct the disposition of

- (i) 1,765,281
- (ii) 835,005
- (iii) 263,606
- (iv) 259,988
- (v) 263,604
- (vi) -0-
- (vii) -0-
- (viii) -0-
- (ix) 68,078
- (x) 37,500
- (xi) 37,500

(iv) Shared power to dispose or to direct the disposition of

- (i) 876,129
- (ii) -0-
- (iii) -0-
- (iv) -0-
- (v) -0-
- (vi) 292,052
- (vii) 292,025
- (viii) 292,052

- (ix) -0-
- (x) -0-
- (xi) -0-
- Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:  $\square$ 

Not Applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person

See information in Item 4, above.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

Not Applicable

Item 8. Identification and Classification of Members of the Group

See Item 3 and Item 4, above.

Item 9. Notice of Dissolution of Group

Not Applicable

Item 10. Certifications.

Not Applicable

This report shall not be construed as an admission by the persons filing the report that they are the beneficial owner of any securities covered by this report.

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#### SIGNATURE

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct.

February 3, 2011

JEFFREY W. CONGDON

/s/ Jeffrey W. Congdon Jeffrey W. Congdon

JEFFREY W. CONGDON REVOCABLE TRUST

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

JOHN R. CONGDON TRUST FOR MICHAEL DAVIS CONGDON

By: <u>/s/ Jeffrey W. Congdon</u> Jeffrey W. Congdon, Trustee

JOHN R. CONGDON TRUST FOR PETER WHITEFIELD CONGDON

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

JOHN R. CONGDON TRUST FOR MARY EVELYN CONGDON

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

JOHN R. CONGDON TRUST FOR HUNTER ANDREW TERRY

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

JOHN R. CONGDON TRUST FOR NATHANIEL EVERETT TERRY

By: /s/ Jeffrey W. Congdon

Jeffrey W. Congdon, Trustee

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# JOHN R. CONGDON TRUST FOR KATHRYN LAWSON TERRY

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

#### JEFFREY W. CONGDON 2009 GRAT

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

JEFFREY W. CONGDON 2010 GRAT #1

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

#### JEFFREY W. CONGDON 2010 GRAT #2

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

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#### JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, the undersigned hereby agrees to the joint filing with each other of the attached statement on Schedule 13G/A and to all amendments to such statement and that such statement and all amendments to such statement is made on behalf of each of them.

IN WITNESS WHEREOF, the undersigned hereby execute this agreement on February 3, 2011.

JEFFREY W. CONGDON

/s/ Jeffrey W. Congdon Jeffrey W. Congdon

JEFFREY W. CONGDON REVOCABLE TRUST

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

JOHN R. CONGDON TRUST FOR MICHAEL DAVIS CONGDON

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

JOHN R. CONGDON TRUST FOR PETER WHITEFIELD CONGDON

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

## JOHN R. CONGDON TRUST FOR MARY EVELYN CONGDON

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

JOHN R. CONGDON TRUST FOR HUNTER ANDREW TERRY

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

JOHN R. CONGDON TRUST FOR NATHANIEL EVERETT TERRY

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

JOHN R. CONGDON TRUST FOR KATHRYN

LAWSON TERRY

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

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#### JEFFREY W. CONGDON 2009 GRAT

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

JEFFREY W. CONGDON 2010 GRAT #1

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

JEFFREY W. CONGDON 2010 GRAT #2

By: /s/ Jeffrey W. Congdon Jeffrey W. Congdon, Trustee

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