FORM 4	•
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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

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#### 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 DOMINI [ODFL]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director10% Owner 					
(Last) (First) C/O OLD DOMINION FREIG INC., 500 OLD DOMINION	3. Date of Earlies 05/26/2005	t Transacti	ion (N	Month/Day	/Year)			5			
(Street) THOMASVILLE, NC 27360	4. If Amendment	, Date Orig	ginal	Filed(Month	/Day/Yea	6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State)	(Zip)	Ta	ble I - Noi	n-Dei	rivative Se	curities	ired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)	2A. Deemed Execution Date, if any (Month/Day/Year)	(Instr. 8)		4. Securiti	ies Acq posed o	uired of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	· · ·	Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)	
Common Stock	05/26/2005		G	v	221,736	D	\$ 0	228,264	I	By Earl E. Congdon Grantor Retained Annuity Trust - 2004	
Common Stock	05/26/2005		G	v	221,736	A	\$ 0	893,210	Ι	By Earl E. Congdon Intangibles Trust dated July 23 2003 (David Congdon Trustee)	
Common Stock								105,809	I	By wife as trustee of The Earl Congdon GRAT Remainder Trust	
Common Stock								231,750 <u>(1)</u>	Ι	By Kathryn W. Congdon Intangibles Trust Dated May 23 2001 (David Congdon Trustee)	
Reminder: Report on a separate line indirectly.	e for each class of sec	curities beneficially	owned dir	_ `					•		
								the collection of information the collection of information the collection of the co		SEC 1474 (9- 02)	

the form displays a currently valid OMB control number.

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

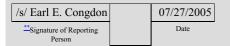
	(e.g., puts, calls, warrants, options, convertible securities)											
1. Title of	2.	3. Transaction	3A. Deemed	4.	5. Number	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature	
Derivative	Conversion	Date	Execution Date, if	Transaction	of	and Expiration Date	Amount of	Derivative	Derivative	Ownership	of Indirect	
Security	or Exercise	(Month/Day/Year)	any	Code	Derivative	(Month/Day/Year)	Underlying	Security	Securities	Form of	Beneficial	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities		Securities	(Instr. 5)	Beneficially	Derivative	Ownership	
	Derivative				Acquired		(Instr. 3 and		Owned	Security:	(Instr. 4)	
	Security				(A) or		4)		Following	Direct (D)		

			Dispo of (D (Instr	) : 3,					Transaction(s)	or Indirect (I) (Instr. 4)	
		Code	4, and (A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

## **Reporting Owners**

n		Relationships							
K	eporting Owner Name / Address	Director	10% Owner	Officer	Other				
C/O OLD 500 OLD	ON EARL E DOMINION FREIGHT LINE, INC. DOMINION WAY SVILLE, NC 27360	х		Chairman of the Board and CEO					

### Signatures



# **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) 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.