

# 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  
or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |  |   |  |
|---|--|---|--|
| 1. Name and Address of Reporting Person<br>*<br>YOWELL AUDREY C<br><br>(Last) (First) (Middle)<br>606 HILLCREST DRIVE<br><br>(Street)<br>HIGH POINT, NC 27262<br><br>(City) (State) (Zip) | 2. Date of Event Requiring Statement<br>(Month/Day/Year)<br>08/30/2010 | 3. Issuer Name <b>and</b> Ticker or Trading Symbol<br>OLD DOMINION FREIGHT LINE INC/VA [ODFL]   |  |
|   |  | 4. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below)<br><input checked="" type="checkbox"/> Member of Section 13(d) group | 5. If Amendment, Date Original Filed(Month/Day/Year) |
|   |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input type="checkbox"/> Form filed by One Reporting Person<br><input checked="" type="checkbox"/> Form filed by More than One Reporting Person   |  |

#### 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                    | 8,929 <a href="#">(1)</a>                             | D  |   |
| Common Stock                    | 257,188 <a href="#">(1)</a>                           | I  | By husband as trustee of Audrey L. Congdon Irrevocable Trust No. 1 dated 12/1/92    |
| Common Stock                    | 47,083 <a href="#">(1)</a>                            | I  | By Audrey L. Congdon Irrevocable Trust No. 2 dated 5/28/04 (David Congdon, Trustee) |
| Common Stock                    | 846,225 <a href="#">(1)</a>                           | I  | As trustee of Audrey L. Congdon Revocable Trust dated 2/17/05                       |
| Common Stock                    | 150,000 <a href="#">(1)</a>                           | I  | As trustee of Audrey L. Congdon February 2010 Grantor Retained Annuity Trust        |
| Common Stock                    | 58,198 <a href="#">(1)</a>                            | I  | As trustee of Irrevocable Trust Agreement dated 12/18/98 fbo Megan Yowell           |
| Common Stock                    | 58,198 <a href="#">(1)</a>                            | I  | As trustee of Irrevocable Trust Agreement dated 12/18/98 fbo Seth Yowell            |
| Common Stock                    | 25,937 <a href="#">(1)</a>                            | I  | By husband's 401(k) plan  |
| Common Stock                    | 104,856 <a href="#">(1)</a>                           | I  | By husband  |
| Common Stock                    | 75,798 <a href="#">(1)</a>                            | I  | As trustee of Karen C. Pigman Irrevocable Trust Number One                          |
| Common Stock                    | 163,626 <a href="#">(1)</a>                           | I  | As trustee of Karen C. Pigman February 2009 Grantor Retained Annuity Trust          |
| Common Stock                    | 430,651 <a href="#">(1)</a>                           | I  | As co-trustee of Earl E. Congdon GRAT Remainder Trust                               |
| Common Stock                    | 154,602 <a href="#">(1)</a>                           | I  | As co-trustee of the Seth Morgan Yowell Irrevocable Inter Vivos                     |

|              |                             |   |  |
|--------------|-----------------------------|---|--|
| Common Stock | 154,602 <a href="#">(1)</a> | I | Trust<br>As co-trustee of the Megan Elise Yowell Irrevocable Inter Vivos Trust               |
| Common Stock | 47,083 <a href="#">(2)</a>  | D |  |
| Common Stock | 154,602 <a href="#">(3)</a> | D |  |
| Common Stock | 154,602 <a href="#">(4)</a> | D |  |
| Common Stock | 154,602 <a href="#">(5)</a> | I | As trustee of the Melissa A. Penley Revocable Trust  |
| Common Stock | 154,602 <a href="#">(6)</a> | I | As trustee of the Matthew A. Penley Revocable Trust  |
| Common Stock | 154,602 <a href="#">(7)</a> | I | As trustee of the Mark A. Penley Revocable Trust   |
| Common Stock | 75,798 <a href="#">(8)</a>  | I | By Karen C. Pigman Irrevocable Trust Number One (Audrey L. Congdon, Trustee)                 |
| Common Stock | 769,961 <a href="#">(8)</a> | I | As trustee of the Karen C. Pigman Revocable Trust  |
| Common Stock | 58,198 <a href="#">(8)</a>  | I | As trustee of an Irrevocable Trust Agreement dated 12/18/98 fbo Melissa Penley               |
| Common Stock | 58,198 <a href="#">(8)</a>  | I | As trustee of an Irrevocable Trust Agreement dated 12/18/98 fbo Matthew Penley               |
| Common Stock | 58,198 <a href="#">(8)</a>  | I | As trustee of an Irrevocable Trust Agreement dated 12/18/98 fbo Mark Penley                  |
| Common Stock | 163,626 <a href="#">(8)</a> | I | By Karen C. Pigman February 2009 Grantor Retained Annuity Trust (Audrey L. Congdon, Trustee) |
| Common Stock | 430,651 <a href="#">(8)</a> | I | As co-trustee of the Earl E. Congdon GRAT Remainder Trust                                    |

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 (Month/Day/Year) |                 | 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                         |
| YOWELL AUDREY C<br>606 HILLCREST DRIVE<br>HIGH POINT, NC 27262 |               | X         |         | Member of Section 13(d) group |

|   |  |   |  |                               |
|---|--|---|--|-------------------------------|
| Audrey L. Congdon Irrevocable Trust Number Two<br>606 HILLCREST DRIVE<br>HIGH POINT, NC 27262   |  | X |  | Member of Section 13(d) group |
| Seth Morgan Yowell Irrevocable Inter Vivos Trust<br>606 HILLCREST DRIVE<br>HIGH POINT, NC 27262 |  | X |  | Member of Section 13(d) group |
| Megan Elise Yowell Irrevocable Inter Vivos Trust<br>606 HILLCREST DRIVE<br>HIGH POINT, NC 27262 |  | X |  | Member of Sectino 13(d) group |
| Penley Melissa A.<br>65 BEACH ROAD SOUTH<br>WILMINGTON, NC 28411                                |  | X |  | Member of Section 13(d) group |
| Penley Mark A<br>65 BEACH ROAD SOUTH<br>WILMINGTON, NC 28411                                    |  | X |  | Member of Section 13(d) group |
| Penley Matthew A.<br>3608 ROY MESSER HIGHWAY<br>WHITE PINE, TN 37890                            |  | X |  | Member of Sectin 13(d) group  |
| Pigman Karen C<br>65 BEACH ROAD SOUTH<br>WILMINGTON, NC 28411                                   |  | X |  | Member of Section 13(d) group |

## Signatures

|  |  |            |
|--|--|------------|
| /s/ Joel B. McCarty, Jr., by Power of Attorney |  | 09/09/2010 |
| <small>**Signature of Reporting Person</small> |  | Date       |
| /s/ Joel B. McCarty, Jr., by Power of Attorney |  | 09/09/2010 |
| <small>**Signature of Reporting Person</small> |  | Date       |
| /s/ Joel B. McCarty, Jr., by Power of Attorney |  | 09/09/2010 |
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| <small>**Signature of Reporting Person</small> |  | Date       |
| /s/ Joel B. McCarty, Jr., by Power of Attorney |  | 09/09/2010 |
| <small>**Signature of Reporting Person</small> |  | 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).

These securities are beneficially owned by Audrey L. Congdon Yowell, who may be deemed a member of a "group" for purposes of (1) 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.

These securities are beneficially owned by the Audrey L. Congdon Irrevocable Trust Number Two, which may be deemed a member of

(2) 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.

These securities are beneficially owned by the Seth Morgan Yowell Irrevocable Inter Vivos Trust, which may be deemed a member of a

(3) "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.

These securities are beneficially owned by the Seth Morgan Yowell Irrevocable Inter Vivos Trust, which may be deemed a member of a

(4) "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.

These securities are beneficially owned by Melissa A. Penley, who may be deemed a member of a "group" for purposes of Section 13(d)

(5) 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.

These securities are beneficially owned by Matthew A. Penley, who may be deemed a member of a "group" for purposes of Section

(6) 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.

These securities are beneficially owned by Mark A. Penley, who may be deemed a member of a "group" for purposes of Section 13(d)

(7) 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.

These securities are beneficially owned by Karen C. Pigman, who may be deemed a member of a "group" for purposes of Section 13(d)

(8) 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.

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.

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**POWER OF ATTORNEY**

Know all by these presents that each of the undersigned hereby constitutes and appoints Joel B. McCarty, Jr., J. Wes Frye, John P. Booker, III and Alice G. Gibson, and each of them, the undersigned's true and lawful attorney-in-fact to:

- (i) Execute for and on behalf of the undersigned, in the undersigned's capacity as beneficial owner of shares of common stock of Old Dominion Freight Line, Inc. (the "Company"), a Schedule 13D or any amendment thereto pursuant to Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder;
- (ii) Prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Exchange Act or any rule or regulation of the SEC;
- (iii) Execute for and on behalf of the undersigned, in the undersigned's capacity as beneficial owner of shares of common stock of the Company, Forms 3, 4 and 5 in accordance with Section 16(a) of the Exchange Act and the rules thereunder;
- (iv) Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Schedule 13D, Form ID, Form 3, 4 or 5, or amendment thereto and timely file such schedule or form with the SEC and any stock exchange or similar authority; and
- (v) Take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Section 13(d) or Section 16 of the Exchange Act.

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This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Schedule 13D, Forms 3, 4 and 5 and amendments thereto with respect to the undersigned's holdings of and transactions in securities of the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, each of the undersigned has caused this Power of Attorney to be executed as of this 1st day of September, 2010.

EARL E. CONGDON

/s/ Earl E. Congdon

Earl E. Congdon

DAVID S. CONGDON

/s/ David S. Congdon

David S. Congdon

MARILYN MARIE CONGDON

/s/ Marilyn Marie Congdon

Marilyn Marie Congdon

KATHRYN LEIGH CONGDON

/s/ Kathryn Leigh Congdon

Kathryn Leigh Congdon

DAVID S. CONGDON, CUSTODIAN

/s/ David S. Congdon

David S. Congdon, Custodian for Ashlyn L.  
Congdon

HELEN S. CONGDON

/s/ Helen S. Congdon

Helen S. Congdon

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AUDREY LEE CONGDON

/s/ Audrey Lee Congdon

Audrey Lee Congdon

SETH MORGAN YOWELL IRREVOCABLE  
INTER VIVOS TRUST DATED AUGUST 25,  
2010

/s/ Audrey Lee Congdon

Audrey Lee Congdon, Co-Trustee

/s/ John B. Yowell

John B. Yowell, Co-Trustee

MEGAN ELISE YOWELL IRREVOCABLE  
INTER VIVOS TRUST DATED AUGUST 25,  
2010

/s/ Audrey Lee Congdon

Audrey Lee Congdon, Co-Trustee

/s/ John B. Yowell

John B. Yowell, Co-Trustee

JOHN B. YOWELL

/s/ John B. Yowell

John B. Yowell

KAREN C. PIGMAN

/s/ Karen C. Pigman

Karen C. Pigman

MELISSA A. PENLEY

/s/ Melissa A. Penley

Melissa A. Penley

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MATTHEW A. PENLEY

/s/ Matthew A. Penley  
Matthew A. Penley

MARK A. PENLEY

/s/ Mark A. Penley  
Mark A. Penley

JOHN R. CONGDON

/s/ John R. Congdon  
John R. Congdon

NATALIE N. CONGDON REVOCABLE  
TRUST AGREEMENT DATED AUGUST 29,  
1991

/s/ John R. Congdon  
John R. Congdon, Trustee

JOHN R. CONGDON, JR.

/s/ John R. Congdon, Jr.  
John R. Congdon, Jr.

SUSAN C. TERRY

/s/ Susan C. Terry  
Susan C. Terry

JEFFREY W. CONGDON

/s/ Jeffrey W. Congdon  
Jeffrey W. Congdon

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JOHN R. CONGDON TRUST FOR JEFFREY  
WHITEFIELD CONGDON, JR. DATED  
JANUARY 2, 1991

/s/ John R. Congdon, Jr.  
John R. Congdon, Jr., Trustee

JOHN R. CONGDON TRUST FOR MARK  
ROSS CONGDON DATED JANUARY 2,  
1991

/s/ John R. Congdon, Jr.  
John R. Congdon, Jr., Trustee

JOHN R. CONGDON TRUST FOR PETER  
WHITEFIELD CONGDON DATED  
JANUARY 2, 1991

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

JOHN R. CONGDON TRUST FOR MICHAEL  
DAVIS CONGDON DATED JANUARY 2,  
1991

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

JOHN R. CONGDON TRUST FOR MARY  
EVELYN CONGDON DATED JANUARY 2,  
1991

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

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JOHN R. CONGDON TRUST FOR  
KATHRYN LAWSON TERRY DATED  
JANUARY 2, 1991

/s/ John R. Congdon, Jr.  
John R. Congdon, Jr., Co-Trustee

/s/ Jeffrey W. Congdon  
Jeffrey W. Congdon, Co-Trustee

JOHN R. CONGDON TRUST FOR  
NATHANIEL EVERETT TERRY DATED  
JANUARY 2, 1991

/s/ John R. Congdon, Jr.  
John R. Congdon, Jr., Co-Trustee

/s/ Jeffrey W. Congdon  
Jeffrey W. Congdon, Co-Trustee

JOHN R. CONGDON TRUST FOR HUNTER  
ANDREW TERRY DATED JANUARY 2,  
1991

/s/ John R. Congdon, Jr.  
John R. Congdon, Jr., Co-Trustee

/s/ Jeffrey W. Congdon  
Jeffrey W. Congdon, Co-Trustee

AUDREY L. CONGDON IRREVOCABLE  
TRUST NUMBER TWO DATED MAY 28,  
2004

/s/ David S. Congdon  
David S. Congdon, Trustee

JOHN B. YOWELL

/s/ John B. Yowell  
John B. Yowell

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