FORM 4

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

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

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

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

| (Print or Type Responses) | | , | | | | | | | | |
|---|---------------------------------------|---|---|------------|--|--------|--|--|---------------------|---|
| 1. Name and Address of Reporting CONGDON JEFFREY W | 2. Issuer Name OLD DOMIN [ODFL] | | | _ | - | - | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) DirectorX 10% Owner Officer (give title below)X Other (specify below) | | | |
| (Last) (First) 7511 WHITEPINE ROAD | 3. Date of Earlie 09/13/2010 | st Transact | ion (| Month/D | ay/Ye | ar) | Member of Section 13(d) group | | | |
| (Street) RICHMOND, VA 23237 | 4. If Amendmen | t, Date Ori | ginal | Filed(Mo | nth/Day | /Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person | | | |
| (City) (State) | (Zip) | Ta | Table I - Non-Derivative Securities Acqui | | | | | red, Disposed of, or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Code (Instr. 8) | etion V | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price | | ed of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | Form: Direct (D) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common Stock | 09/13/2010 | | S(1) | | | D | \$ | 916,107 (2) | I | As trustee of Jeffrey W. Congdon Revocable Trust |
| Common Stock | | | | | | | | 75,000 (2) | I | As trustee of the Jeffrey W. Congdon 2009 GRAT |
| Common Stock | | | | | | | | 37,500 (2) | I | As trustee of the Jeffrey W. Congdon 2010 GRAT #1 |
| Common Stock | | | | | | | | 37,500 (2) | I | As trustee of the Jeffrey W. Congdon 2010 GRAT #2 |
| Common Stock | 09/13/2010 | | S ⁽¹⁾ | | 11,340 | D | \$ 25.4195 (12) | 804,921 (3) | I | As trustee of Susan C. Terry Revocable Trust |
| Common Stock | 09/13/2010 | | S(1) | | 5,972 | D | \$ 25.4195 (12) | 348,602 ⁽⁴⁾ | D | |
| Common Stock | 09/13/2010 | | S(1) | | 5,972 | D | \$ 25.4195 (12) | 348,854 ⁽⁵⁾ | D | |
| Common Stock | 09/13/2010 | | S ⁽¹⁾ | | 6,128 | D | \$ 25.4195 (12) | 321,965 (6) | D | |
| Common Stock | 09/13/2010 | | S(1) | | 6,214 | D | \$ 25.4195 (12) | 326,247 (7) | D | |
| Common Stock | 09/13/2010 | | S(1) | | 6,214 | D | \$ 25.4195 (12) | 326,245 (8) | D | |
| Common Stock | 09/13/2010 | | S ⁽¹⁾ | | 4,488 | D | \$ 25.4195 (12) | 337,884 (9) | D | |

| Common Stock | 09/13/2010 | S ⁽¹⁾ | 3,280 | D | \$ 25.4195 (12) | 328,565 <u>(10)</u> | D | |
|--------------|------------|------------------|-------|---|-----------------------|------------------------|---|---|
| Common Stock | 09/13/2010 | S ⁽¹⁾ | 1,553 | D | \$ 25.4195 (12) | 323,569 (11) | D | |
| Common Stock | 09/14/2010 | S(I) | 5,990 | D | \$ 25.4546 (13) | 910,117 (2) | I | As trustee of Jeffrey W. Congdon Revocable Trust |
| Common Stock | 09/14/2010 | S(I) | 8,114 | D | \$ 25.4546 (13) | 796,807 (3) | I | As trustee of Susan C. Terry Revocable Trust |
| Common Stock | 09/14/2010 | S ⁽¹⁾ | 4,273 | D | \$ 25.4546 (13) | 344,329 (4) | D | |
| Common Stock | 09/14/2010 | S ⁽¹⁾ | 4,273 | D | \$ 25.4546 (13) | 344,581 ⁽⁵⁾ | D | |
| Common Stock | 09/14/2010 | S ⁽¹⁾ | 4,385 | D | \$ 25.4546 (13) | 317,580 (6) | D | |
| Common Stock | 09/14/2010 | S ⁽¹⁾ | 4,446 | D | \$ 25.4546 (13) | 321,801 (7) | D | |
| Common Stock | 09/14/2010 | S ⁽¹⁾ | 4,446 | D | \$ 25.4546 (13) | 321,799 (8) | D | |
| Common Stock | 09/14/2010 | S ⁽¹⁾ | 3,211 | D | \$ 25.4546 (13) | 334,673 ⁽⁹⁾ | D | |
| Common Stock | 09/14/2010 | S ⁽¹⁾ | 2,347 | D | \$ 25.4546 (13) | 326,218 (10) | D | |
| Common Stock | 09/14/2010 | S ⁽¹⁾ | 1,112 | D | \$ 25.4546 (13) | 322,457 (11) | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

SEC 1474 (9contained in this form are not required to respond unless 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. | Transaction | 3A. Deemed | 4. | | 5. Nu | mber | Date Exer | cisable | 7. Tit | le and | 8. Price of | 9. Number of | 10. | 11. Nature |
|-------------|-------------|-------------------------------|--------------------|------------|-----|--------|-------|-----------------------------|--------------------|--------|--------|-------------|----------------|-------------|-------------|
| Derivative | Conversion | Date | Execution Date, if | Transacti | ion | of | | and Expirati | on Date | Amo | unt of | Derivative | Derivative | Ownership | of Indirect |
| Security | or Exercise | (Month/Day/Year) | any | Code | | Deriv | ative | (Month/Day | /Year) | Unde | rlying | Security | Securities | Form of | Beneficial |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | | Secur | ities | | | Secur | rities | (Instr. 5) | Beneficially | Derivative | Ownership |
| | Derivative | | | | | Acqu | uired | | (Instr. 3 and | | | Owned | Security: | (Instr. 4) | |
| | Security | | | | | (A) o | r | | | 4) | | | Following | Direct (D) | |
| | | | | | | Dispo | sed | | | | | | Reported | or Indirect | |
| | | | | | | of (D) |) | | | | | | Transaction(s) | (I) | |
| | | | | | | (Instr | . 3, | | | | | | (Instr. 4) | (Instr. 4) | |
| | | | | | | 4, and | 15) | | | | | | | | |
| | | | | | | | | | | | Amount | | | | |
| | | | | | | | | Date | Expiration | | or | | | | |
| | | | | | | | | Exercisable | Expiration Date | Title | Number | | | | |
| | | | | | | | | Lacicisable | Date | | of | | | | |
| | | | | Code | V | (A) | (D) | | | | Shares | | | | |

Reporting Owners

| Demonstra Oramon Nome / Adduses | | Relationships | | | | | |
|---------------------------------|----------|---------------|---------|-------------------------------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| CONGDON JEFFREY W | | | | | | | |
| 7511 WHITEPINE ROAD | | X | | Member of Section 13(d) group | | | |
| RICHMOND, VA 23237 | | | | | | | |

| TERRY SUSAN C 7511 WHITEPINE ROAD RICHMOND, VA 23237 | X | Member of Section 13(d) group |
|--|---|-------------------------------|
| John R. Congdon Trust for Peter Whitefield Congdon 7511 WHITEPINE ROAD RICHMOND, VA 23237 | X | Member of Section 13(d) group |
| John R. Congdon Trust for Michael Davis Congdon 7511 WHITEPINE ROAD RICHMOND, VA 23237 | X | Member of Section 13(d) group |
| John R Congdon Trust for Jeffrey Whitefield Congdon, Jr 7511 WHITEPINE ROAD RICHMOND, VA 23237 | Х | Member of Sectin 13(d) group |
| John R Congdon Trust for Mark Ross Congdon 7511 WHITEPINE ROAD RICHMOND, VA 23237 | Х | Member of Sectin 13(d) group |
| John R Congdon Trust for Mary Evelyn Congdon 7511 WHITEPINE ROAD RICHMOND, VA 23237 | Х | Member of Section 13(d) group |
| John R. Congdon Trust for Kathryn Lawson Terry 7511 WHITEPINE ROAD RICHMOND, VA 23237 | Х | Member of Section 13(d) group |
| John R. Congdon Trust for Nathaniel Everett Terry 7511 WHITEPINE ROAD RICHMOND, VA 23237 | Х | Member of Section 13(d) group |
| John R Congdon Trust for Hunter Andrew Terry 7511 WHITEPINE ROAD RICHMOND, VA 23237 | Х | Member of Sectin 13(d) group |

Signatures

| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/15/2010 |
|--|------------|
| **Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/15/2010 |
| **Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/15/2010 |
| **Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/15/2010 |
| **Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/15/2010 |
| **Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/15/2010 |
| **Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/15/2010 |
| **Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/15/2010 |
| -*Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/15/2010 |
| **Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/15/2010 |
| 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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 30, 2010.
- (2) These securities are beneficially owned by Jeffrey W. Congdon, who may be deemed a member of a "group" for purposes of Section 13(d) of the Exchange Act. The other members of the Section 13(d) group are indentified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.
- (3) These securities are beneficially owned by Susan C. Terry, who may be deemed a member of a "group" for purposes of Section 13(d) of the Exchange Act. The other members of the Section 13(d) group are indentified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.

- (4) These securities are beneficially owned by the John R. Congdon Trust for Jeffrey Whitefield Congdon, Jr., which may be deemed a member of a "group" for purposes of Section 13(d) of the Exchange Act. The other members of the Section 13(d) group are indentified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.

 These securities are beneficially owned by the John R. Congdon Trust for Mark Ross Congdon, which may be deemed a member of a "group" for purposes of Section
- (5) 13(d) of the Exchange Act. The other members of the Section 13(d) group are indentified in a Schedule 13D filed with the Securities and Exchange Commission on Sentember 9, 2010
- These securities are beneficially owned by the John R. Congdon Trust for Peter Whitefield Congdon, which may be deemed a member of a "group" for purposes of (6) Section 13(d) of the Exchange Act. The other members of the Section 13(d) group are indentified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.
- These securities are beneficially owned by the John R. Congdon Trust for Michael Davis Congdon, which may be deemed a member of a "group" for purposes of Section (7) 13(d) of the Exchange Act. The other members of the Section 13(d) group are indentified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.
- These securities are beneficially owned by the John R. Congdon Trust for Mary Evelyn Congdon, which may be deemed a member of a "group" for purposes of Section 13(d) of the Exchange Act. The other members of the Section 13(d) group are indentified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.
- These securities are beneficially owned by the John R. Congdon Trust for Kathryn Lawson Terry, which may be deemed a member of a "group" for purposes of Section 13(d) of the Exchange Act. The other members of the Section 13(d) group are indentified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.
- These securities are beneficially owned by the John R. Congdon Trust for Nathaniel Everett Terry, which may be deemed a member of a "group" for purposes of Section (10) 13(d) of the Exchange Act. The other members of the Section 13(d) group are indentified in a Schedule 13D filed with the Securities and Exchange Commission on Section 13(d) 2010
- These securities are beneficially owned by the John R. Congdon Trust for Hunter Andrew Terry, which may be deemed a member of a "group" for purposes of Section (11) 13(d) of the Exchange Act. The other members of the Section 13(d) group are indentified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.33 to \$25.47, inclusive. The (12) reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.33 to \$25.75, inclusive. The (13) reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

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.