

Penley Mark A
Form 3
September 09, 2010

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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

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

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 ⁽¹⁾ | D | Y |
| Common Stock | 257,188 ⁽¹⁾ | I | By husband as trustee of Audrey L. Congdon Irrevocable Trust No. 1 dated 12/1/92 |
| Common Stock | 47,083 ⁽¹⁾ | I | By Audrey L. Congdon Irrevocable Trust No. 2 dated 5/28/04 (David Congdon, Trustee) |
| Common Stock | 846,225 ⁽¹⁾ | I | As trustee of Audrey L. Congdon Revocable Trust dated 2/17/05 |
| Common Stock | 150,000 ⁽¹⁾ | I | As trustee of Audrey L. Congdon February 2010 Grantor Retained Annuity Trust |
| Common Stock | 58,198 ⁽¹⁾ | I | |

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| | | | |
|--------------|------------------------|---|--|
| | | | As trustee of Irrevocable Trust Agreement dated 12/18/98 fbo Megan Yowell |
| Common Stock | 58,198 ⁽¹⁾ | I | As trustee of Irrevocable Trust Agreement dated 12/18/98 fbo Seth Yowell |
| Common Stock | 25,937 ⁽¹⁾ | I | By husband's 401(k) plan |
| Common Stock | 104,856 ⁽¹⁾ | I | By husband |
| Common Stock | 75,798 ⁽¹⁾ | I | As trustee of Karen C. Pigman Irrevocable Trust Number One |
| Common Stock | 163,626 ⁽¹⁾ | I | As trustee of Karen C. Pigman February 2009 Grantor Retained Annuity Trust |
| Common Stock | 430,651 ⁽¹⁾ | I | As co-trustee of Earl E. Congdon GRAT Remainder Trust |
| Common Stock | 154,602 ⁽¹⁾ | I | As co-trustee of the Seth Morgan Yowell Irrevocable Inter Vivos Trust |
| Common Stock | 154,602 ⁽¹⁾ | I | As co-trustee of the Megan Elise Yowell Irrevocable Inter Vivos Trust |
| Common Stock | 47,083 ⁽²⁾ | D | Â |
| Common Stock | 154,602 ⁽³⁾ | D | Â |
| Common Stock | 154,602 ⁽⁴⁾ | D | Â |
| Common Stock | 154,602 ⁽⁵⁾ | I | As trustee of the Melissa A. Penley Revocable Trust |
| Common Stock | 154,602 ⁽⁶⁾ | I | As trustee of the Matthew A. Penley Revocable Trust |
| Common Stock | 154,602 ⁽⁷⁾ | I | As trustee of the Mark A. Penley Revocable Trust |
| Common Stock | 75,798 ⁽⁸⁾ | I | By Karen C. Pigman Irrevocable Trust Number One (Audrey L. Congdon, Trustee) |
| Common Stock | 769,961 ⁽⁸⁾ | I | As trustee of the Karen C. Pigman Revocable Trust |
| Common Stock | 58,198 ⁽⁸⁾ | I | As trustee of an Irrevocable Trust Agreement dated 12/18/98 fbo Melissa Penley |
| Common Stock | 58,198 ⁽⁸⁾ | I | As trustee of an Irrevocable Trust Agreement dated 12/18/98 fbo Matthew Penley |

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| | | | |
|--------------|------------------------|---|---|
| Common Stock | 58,198 ⁽⁸⁾ | I | As trustee of an Irrevocable Trust Agreement dated 12/18/98 fbo Mark Penley |
| Common Stock | 163,626 ⁽⁸⁾ | I | By Karen C. Pigman February 2009 Grantor Retained Annuity Trust (Audrey L. Congon, Trustee) |
| Common Stock | 430,651 ⁽⁸⁾ | 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 606 HILLCREST DRIVE HIGH POINT, NC 27262 | Â | Â X | Â | Member of Section 13(d) group |
| Audrey L. Congdon Irrevocable Trust Number Two 606 HILLCREST DRIVE HIGH POINT, NC 27262 | Â | Â X | Â | Member of Section 13(d) group |
| Seth Morgan Yowell Irrevocable Inter Vivos Trust 606 HILLCREST DRIVE HIGH POINT, NC 27262 | Â | Â X | Â | Member of Section 13(d) group |
| Megan Elise Yowell Irrevocable Inter Vivos Trust 606 HILLCREST DRIVE HIGH POINT, NC 27262 | Â | Â X | Â | Member of Section 13(d) group |
| Penley Melissa A. 65 BEACH ROAD SOUTH WILMINGTON, NC 28411 | Â | Â X | Â | Member of Section 13(d) group |

| | | | | |
|--|---|-----|---|-------------------------------|
| Penley Mark A 65 BEACH ROAD SOUTH WILMINGTON, NC 28411 | Â | Â X | Â | Member of Section 13(d) group |
| Penley Matthew A. 3608 ROY MESSER HIGHWAY WHITE PINE, TN 37890 | Â | Â X | Â | Member of Section 13(d) group |
| Pigman Karen C 65 BEACH ROAD SOUTH WILMINGTON, NC 28411 | Â | Â X | Â | Member of Section 13(d) group |

Signatures

| | |
|--|------------|
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/09/2010 |
| __Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/09/2010 |
| __Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/09/2010 |
| __Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/09/2010 |
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| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/09/2010 |
| __Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/09/2010 |
| __Signature of Reporting Person | Date |
| /s/ Joel B. McCarty, Jr., by Power of Attorney | 09/09/2010 |
| __Signature of Reporting Person | 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 a

(2) "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.

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(3) These securities are beneficially owned by the Seth Morgan Yowell Irrevocable Inter Vivos Trust, 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 identified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.

(4) These securities are beneficially owned by the Seth Morgan Yowell Irrevocable Inter Vivos Trust, 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 identified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.

(5) These securities are beneficially owned by Melissa A. Penley, 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 identified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.

(6) These securities are beneficially owned by Matthew A. Penley, 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 identified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.

(7) These securities are beneficially owned by Mark A. Penley, 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 identified in a Schedule 13D filed with the Securities and Exchange Commission on September 9, 2010.

(8) These securities are beneficially owned by Karen C. Pigman, 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 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.

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