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RUSSELL STEPHEN
Form SC 13G
July 18, 2002

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

SCHEDULE 13G
Under the Securities Exchange Act of 1934

Celadon Group, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

150838100

(CUSIP Number)

December 31, 2001

(Date of Event Which Requires Filing of this Statement)

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

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

CUSIP NO 150838100 13G

1. NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Stephen Russell

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

- (a)
- (b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

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United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

902,138

6. SHARED VOTING POWER

32,000

7. SOLE DISPOSITIVE POWER

902,138

8. SHARED DISPOSITIVE POWER

32,000

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

934,138

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12.2%

12. TYPE OF REPORTING PERSON

IN 7,679,358

- 2 -

Item 1(a). Name of Issuer:
Celadon Group, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:
One Celadon Drive
Indianapolis, IN 46235

Item 2(a). Name of Persons Filing:
Stephen Russell

Item 2(b). Address of Principal Business Office or, if none,
Residence:
One Celadon Drive
Indianapolis, IN 46235

Item 2(c). Citizenship:
United States

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- Item 2(d). Title of Class of Securities:
Common Stock
- Item 2(e). CUSIP Number:
- Item 3. Not applicable. This Schedule 13G is filed pursuant to Rule 13d-1(d).
- Item 4. Ownership
- (a). Amount of beneficially owned:
See the responses to Item 9 on the attached cover pages.
- (b). Percent of Class:
See the responses to Item 11 on the attached cover pages.
- (c). Number of shares as to which such person has:
- (i). Sole power to vote or to direct the vote: See the responses to Item 5 on the attached cover pages.
- (ii). Shared power to vote or to direct the vote: See the responses to Item 6 on the attached cover pages.
- (iii). Sole power to dispose or to direct the disposition of: See the responses to Item 7 on the attached cover pages.
- (iv). Shared power to dispose or to direct the disposition of: See the responses to Item 8 on the attached cover pages.
- Item 5. Ownership of Five Percent or Less of a Class.
Not Applicable
- Item 6. Ownership of More than Five Percent on Behalf of Another Person.
Not Applicable
- Item 7. Which Identification and Classification of the Subsidiary Acquired the Security Being Reported on by the Parent Holding Company.

Not Applicable
- Item 8. Identification and Classification of Members of the Group.
Not Applicable
- Item 9. Notice of Dissolution of Group.
Not Applicable
- Item 10. Certification.
Not Applicable

- 3 -

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SIGNATURES

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

Date: June 28, 2002

By: /s/ Stephen Russell

Name: Stephen Russell

- 4 -