



INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 5. Interests of Named Experts and Counsel.

Richard H. Roberts is Senior Vice President, General Counsel, Secretary and a director of the Registrant.

Item 8. Exhibits.

See Exhibit Index (page II-4)  
SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8, and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Greeneville, State of Tennessee, on May 16, 1996.

LANDAIR SERVICES, INC.

By: /s/ Scott M. Niswonger  
-----  
Scott M. Niswonger, Chairman,  
President and Chief Executive Officer

KNOW ALL MEN BY THESE PRESENTS, each person whose signature appears below hereby constitutes and appoints Scott M. Niswonger, his true and lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him and in his name, place, and stead, in any and all capacities, to sign any and all amendments to this Registration Statement, and to file the same, with the Securities and Exchange Commission, granting unto said attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorney-in-fact and agent, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<TABLE>	<CAPTION>		
	NAME	CAPACITY	DATE
	-----	-----	----
<S>		<C>	<C>
	/s/ Scott M. Niswonger	Chairman, President and	May 16, 1996
	-----	Chief Executive Officer	
	Scott M. Niswonger	(Principal Executive Officer)	
	/s/ Edward W. Cook	Chief Financial Officer, Senior	May 16, 1996
	-----	Vice President, Treasurer	
	Edward W. Cook	and Director (Principal Financial	
		and Accounting Officer)	
	/s/ Bruce A. Campbell	Executive Vice President,	May 16, 1996
	-----	Chief Operating Officer	
	Bruce A. Campbell	and Director	

</TABLE>

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<TABLE>	<CAPTION>		
	NAME	CAPACITY	DATE
<S>		<C>	<C>
	/s/ Richard H. Roberts	Senior Vice President, General	May 16, 1996
	-----	Counsel, Secretary and Director	
	Richard H. Roberts		

Director

May , 1996

-----  
James A. Cronin, III

/s/ Robert K. Gray

Director

May 16, 1996

-----  
Hon. Robert K. Gray

/s/ Jack Kemp

Director

May 16, 1996

-----  
Hon. Jack Kemp

/s/ Jorge L. Mas Canosa

Director

May 16, 1996

-----  
Hon. Jorge L. Mas Canosa  
</TABLE>

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EXHIBIT INDEX

<TABLE>

<CAPTION>

Exhibit    Description

-----    -----

<S>        <C>

(a)4      Amended and Restated Stock Option and Incentive Plan

5        Opinion of Counsel

23.1     Consent of Ernst & Young LLP

23.2     Consent of Counsel (included in Exhibit 5 above)

24       Power of Attorney (included at page II-2 hereof)

</TABLE>

(a)Filed as an exhibit to the registrant's Quarterly Report on Form 10-Q for the quarterly period ended June 30, 1995, filed with the Commission on August 14, 1995.

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Exhibit 5

[LANDAIR SERVICES, INC. LETTERHEAD]

May 16, 1996

Securities and Exchange Commission  
450 Fifth Street, NW  
Washington, DC 20549

RE: Registration Statement on Form S-8

Ladies and Gentlemen:

I serve as General Counsel to Landair Services, Inc., a Tennessee corporation (the "Registrant"), and am acting in such capacity in connection with the registration under the Securities Act of 1933, as amended, of 400,000 shares of the Registrant's \$.01 par value Common Stock (the "Shares"). The Shares are being registered with the Securities and Exchange Commission under a Registration Statement on Form S-8 (the "Registration Statement") for issuance pursuant to the Landair Services, Inc. Amended and Restated Stock Option and Incentive Plan (the "Plan"), which is an exhibit to the Registration Statement. I am familiar with the Registration Statement and the Prospectus that forms a part of the Registration Statement.

Based on my review of the relevant documents and materials, it is my opinion that when the Registration Statement shall have been declared effective by order of the Securities and Exchange Commission and the Shares shall have been issued and sold upon the terms and conditions set forth in the Registration Statement and the Plan, the Shares will then be legally issued, fully paid and non-assessable.

I hereby consent to the inclusion of my opinion as Exhibit 5 to the Registration Statement and to the filing of this opinion as an exhibit to the Registration Statement. In giving this consent, I do not admit that I am within the category of persons whose consent is required under Section 7 of the Securities Act of 1933, as amended, or the rules and regulations of the Securities and Exchange Commission thereunder.

Very truly yours,

/s/ Richard H. Roberts  
Richard H. Roberts  
General Counsel

Exhibit 23.1

Consent of Independent Auditors

We consent to the incorporation by reference in the Registration Statement (Form S-8) pertaining to the Amended and Restated Stock Option and Incentive Plan of Landair Services, Inc., of our report dated February 9, 1996, with respect to the consolidated financial statements and schedule of Landair Services, Inc. included in its Annual Report (Form 10-K) for the year ended December 31, 1995, filed with the Securities and Exchange Commission.

ERNST & YOUNG LLP

Nashville, Tennessee  
May 3, 1996