

DOLLAR GENERAL CORP
Reported by
GOLDMAN SACHS DGC INVESTORS LP

FORM 3
(Initial Statement of Beneficial Ownership)

Filed 11/12/09 for the Period Ending 11/12/09

Address	100 MISSION RIDGE GOODLETTSVILLE, TN, 37072
Telephone	6158554000
CIK	0000029534
Symbol	DG
SIC Code	5331 - Retail-Variety Stores
Industry	Discount Stores
Sector	Consumer Cyclical
Fiscal Year	02/02

Parallel, and its general partner GS Advisors, may be deemed to beneficially own indirectly 6,968,083 shares of Common Stock by reason of the direct beneficial ownership of such shares by Buck Holdings, L.P. GS Germany, and its general partner, GS GmbH, may be deemed to beneficially own indirectly 900,586 shares of Common Stock by reason of the direct beneficial ownership of such shares by Buck Holdings, L.P.

- (6) GS DGC, and its general partner GS DGC Advisors, may be deemed to beneficially own indirectly 3,824,445 shares of Common Stock by reason of the direct beneficial ownership of such shares by Buck Holdings, L.P. GS DGC Offshore, and its general partner GS DGC Offshore Advisors, may be deemed to beneficially own indirectly 7,604,121 shares of Common Stock by reason of the direct beneficial ownership of such shares by Buck Holdings, L.P. GSUIG may be deemed to beneficially own indirectly 2,857,141 shares of Common Stock by reason of the direct beneficial ownership of such shares by Buck Holdings, L.P.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Goldman Sachs DGC Investors LP 85 BROAD STREET NEW YORK, NY 10004		X		
GOLDMAN SACHS DGC INVESTORS OFFSHORE HOLDINGS, L.P. 85 BROAD STREET NEW YORK, NY 10004		X		
GS DGC ADVISORS, L.L.C. 85 BROAD STREET NEW YORK, NY 10004		X		
GS DGC OFFSHORE ADVISORS, INC. 85 BROAD STREET NEW YORK, NY 10004		X		
GSUIG, L.L.C. 85 BROAD STREET NEW YORK, NY 10004		X		

Signatures

<u>/s/ Yvette Kasic, Attorney-in-fact</u>	<u>11/12/2009</u>
**Signature of Reporting Person	Date
<u>/s/ Yvette Kasic, Attorney-in-fact</u>	<u>11/12/2009</u>
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<u>/s/ Yvette Kasic, Attorney-in-fact</u>	<u>11/12/2009</u>
**Signature of Reporting Person	Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN SACHS DGC INVESTORS, L.P. (the "Company") does hereby make, constitute and appoint each of Bruce A. Albert, Andrea DeMar, Yvette Kotic, Rachel Parrish, Justine Hansen, Kevin P. Treanor and Anthony DeRose (and any other employee of The Goldman Sachs Group,

Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 8, 2009.

GOLDMAN SACHS DGC INVESTORS, L.P.

By: GS DGC Advisors, L.L.C.

By: /s/ John E. Bowman

Name: John E. Bowman

Title: Secretary

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GS DGC ADVISORS, L.L.C. (the "Company") does hereby make, constitute and appoint each of Bruce A. Albert, Andrea DeMar, Yvette Kosic, Rachel Parrish, Justine Hansen, Kevin P. Treanor and Anthony DeRose (and any other employee of The Goldman Sachs Group, Inc. or one

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GS DGC ADVISORS, L.L.C.

By: /s/ John E. Bowman

Name: John E. Bowman

Title: Secretary

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GOLDMAN SACHS DGC INVESTORS OFFSHORE HOLDINGS, L.P.

By: GS DGC Offshore Advisors, Inc.

By: /s/ John E. Bowman

Name: John E. Bowman
Title: Secretary

POWER OF ATTORNEY

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GS DGC OFFSHORE ADVISORS, L.L.C.

By: /s/ John E. Bowman

Name: John E. Bowman

Title: Secretary

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GSUIG, L.L.C. (the "Company") does hereby make, constitute and appoint each of Bruce A. Albert, Andrea DeMar, Yvette Kosic, Rachel Parrish, Justine Hansen, Kevin P. Treanor and Anthony DeRose (and any other employee of The Goldman Sachs Group, Inc. or one of its

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GSUIG, L.L.C.

By: /s/ Richard Friedman

Name: Richard Friedman

Title: Director