DOLLAR GENERAL CORP

FORM 10-Q
(Quarterly Report)

Filed 09/14/98 for the Period Ending 07/31/98

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

DOLLAR GENERAL CORP

FORM 10-Q
(Quarterly Report)

Filed 9/14/1998 For Period Ending 7/31/1998

Address	100 MISSION RIDGE
	GOODLETTSVILLE, Tennessee 37072
Telephone	615-855-4000
CIK	0000029534
Industry	Retail (Specialty)
Sector	Services
Fiscal Year	01/31

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIESEXCHANGE ACT OF 1934

For the quarterly period ended July 31, 1998

Commission file number 1-11421

DOLLAR GENERAL CORPORATION

(Exact name of registrant as specified in its charter)

TENNESSEE
(State or other jurisdiction of incorporation or organization)

61-0502302
(I.R.S. employer identification no.)

104 Woodmont Blvd.
Suite 500
Nashville, Tennessee 37205
(Address of principal executive offices, zip code)

Registrant's telephone number, including area code: (615) 783-2000

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes X No____.

The number of shares of common stock outstanding at August 25, 1998 was 168,713,108.

Dollar General Corporation

Form 10-Q

For the Quarter Ended July 31, 1998

Index

Consolidated Statements of Cash Flows
for the six months ended July 31, 1998
and August 1, 1997.

Notes to Consolidated Financial Statements

Item 2. Management's Discussion and Analysis of
Financial Condition and Results of
Operations.

Part II. Other Information

Item 4. Submission of Matters to a Vote of
Security Holders

Item 6. Exhibits and Reports on Form 8-K

Signatures

PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

DOLLAR GENERAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(In thousands)

	July 31, 1998 (Unaudited)	Jan. 30, 1998 *	Aug. 1, 1997 (Unaudited)
ASSETS			
Current assets:			
Cash and cash equivalents	$ 33,158	$ 7,128	$ 24,923
Merchandise inventories	797,277	631,954	589,660
Deferred income taxes	6,192	5,743	3,762
Other current assets	37,553	21,884	20,028
Total current assets	874,180	666,709	638,373
Property and equipment, at cost	445,362	391,911	351,773
Less: accumulated depreciation	174,886	150,466	130,913
	270,476	241,445	220,860
Other assets	6,546	6,684	5,385
Total assets	$1,151,202	$ 914,838	$ 864,618
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current liabilities:			
Current portion of long-term debt	$ 704	$ 1,450	$ 1,749
Short-term borrowings	160,856	21,933	57,850
Accounts payable	214,496	179,958	163,074
Accrued expenses	109,416	92,027	72,060
Income taxes	0	12,343	3,480
Total current liabilities	485,472	307,711	298,213
Long-term debt	223	1,294	1,580
Deferred income taxes	21,665	21,937	5,326
Shareholders' equity:			
Preferred stock	858	858	858
Common stock	105,211	83,526	67,679
Additional paid-in capital	406,079	379,954	368,929
Retained earnings	332,221	320,085	322,560
	844,369	784,423	760,026
Less treasury stock	200,527	200,527	200,527
Total shareholders' equity	643,842	583,896	559,499
Total liabilities and shareholders' equity	$1,151,202	$ 914,838	$ 864,618

* Derived from the January 30, 1998 audited financial statements

The accompanying notes are an integral part of these consolidated financial statements.

DOLLAR GENERAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
(In thousands except per share amounts)
(Unaudited)

	Three Months Ended		Six Months Ended	
	July 31, 1998	Aug. 1, 1997	July 31, 1998	Aug. 1, 1997
Net Sales	$741,355	$596,820	$1,446,615	$1,116,834
Cost of goods sold	535,874	436,664	1,050,802	814,823
Gross profit	205,481	160,156	395,813	302,011
Selling, general and administrative expense	150,401	116,699	291,340	227,034
Operating profit	55,080	43,457	104,473	74,977
Interest expense	2,031	540	2,970	1,066
Income before taxes on income	53,049	42,917	101,503	73,911
Provision for taxes on income	19,761	16,201	37,810	27,901
Net income	$ 33,288	$ 26,716	$ 63,693	$ 46,010
Diluted earnings per share	$ 0.16	$ 0.12	$ 0.30	$ 0.21
Weighted average diluted shares	214,633	215,145	214,809	214,035
Basic earnings per share	$ 0.18	$ 0.15	$ 0.35	$ 0.25

The accompanying notes are an integral part of these consolidated financial statements.

DOLLAR GENERAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands)
(Unaudited)

	Six Months Ended	
	July 31, 1998	Aug 1, 1997
Operating activities:		
Net income	$ 63,693	$ 46,010
Adjustments to reconcile net income to net cash (used in) provided by operating activities:		
Depreciation and amortization	25,312	17,752
Deferred income taxes	(721)	(318)
Change in operating assets and liabilities:		
Merchandise inventories	(165,323)	(113,557)
Accounts payable	34,538	59,551
Accrued expenses	17,389	1,619
Income taxes	(28,444)	(6,522)
Other	1,601	(1,261)
Net cash (used in) provided by operating activities	(51,955)	3,274
Investing activities:		
Purchase of property and equipment	(58,210)	(64,784)
Proceeds from sale of property and equipment	2,836	33,811
Net cash (used in) investing activities	(55,374)	(30,973)
Financing activities:		
Issuance of short-term borrowings	184,603	83,558
Repayments of short-term borrowings	(45,680)	(64,177)
Issuance of long-term debt	0	190
Repayments of long-term debt	(1,817)	(1,473)
Payments of cash dividend	(14,873)	(12,059)
Proceeds from exercise of stock options	23,062	23,900
Repurchase of common stock	(37,183)	0
Tax benefit of stock options exercised	25,247	16,120
Net cash provided by (used in) financing activities	133,359	46,059
Net increase in cash and cash equivalents	26,030	18,360
Cash and cash equivalents, beginning of period	7,128	6,563
Cash and cash equivalents, end of period	$ 33,158	$ 24,923

The accompanying notes are an integral part of these consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Unaudited)

1. Basis of Presentation

The accompanying consolidated financial statements are presented in accordance with the requirements of Form 10-Q and consequently do not include all of the disclosures normally required by generally accepted accounting principles or those normally made in the Company's Annual Report on Form 10-K. Accordingly, the reader of the quarterly report on Form 10-Q should refer to the Company's Annual Report on Form 10-K for the year ended January 30, 1998 for additional information.

The accompanying consolidated financial statements have been prepared in accordance with the Company's customary accounting practices and have not been audited. In management's opinion, all adjustments (which are of a normal recurring nature) necessary for a fair presentation of the consolidated results of operations for the three-month and six-month periods ended July 31, 1998 and August 1, 1997, respectively, have been made.

Interim cost of goods sold is determined using estimates of inventory shrinkage, inflation, and markdowns which are adjusted to reflect actual results at year end. Because of the seasonal nature of the Company's business, the results for interim periods are not necessarily indicative of the results to be expected for the entire year.

2. Shareholders' Equity

Changes in shareholders' equity for the six months ended July 31, 1998 and August 1, 1997 were as follows (dollars in thousands except per share amounts):

	Preferred Stock	Common Stock	Additional Paid-In Capital	Retained Earnings	Treasury Stock	Total
Balances, January 31, 1997	$ 858	$53,105	$329,948	$302,145	$200,527	$485,529
Net income				46,010		46,010
5-for-4 stock split, September 22, 1997		13,536		(13,536)		
Cash dividend, $.09 per common share, as declared				(10,467)		(10,467)
Cash dividend, $.93 per preferred share				(1,592)		(1,592)
Issuance of common stock under employee stock incentive plans		1,038	22,862			23,900
Tax benefit of stock options exercised			16,119			16,119
Balances, August 1, 1997	$ 858	$67,679	$368,929	$322,560	$200,527	$559,499
Balances, January 30, 1998	$ 858	$83,526	$379,954	$320,085	$200,527	$583,896
Net Income				63,693		63,693
5-for-4 stock split, September 21, 1998		21,042	(21,042)			
Cash dividend, $.07 per common share, as declared				(12,779)		(12,779)
Cash dividend, $1.22 per preferred share				(2,094)		(2,094)
Issuance of common stock under employee stock incentive plans		1,142	21,920			23,062
Stock repurchase		(499)		(36,684)		(37,183)
Tax benefit of stock options exercised			25,247			25,247
Balances, July 31, 1998	$ 858	$105,211	$406,079	$332,221	$200,527	$643,842

3. Earnings Per Share

Amounts are in thousands except per-share data and shares have been adjusted for the September 21, 1998 and March 23, 1998, five-for-four common stock splits.

Six months ended July 31, 1998

Per-Share

	Income	Shares	Amount
Net Income	$63,693		
Less: preferred stock dividends	2,094		
Basic Earnings per Share			
Income available to common shareholders	$61,599	176,554	$0.35
Stock options outstanding		5,530	
Convertible preferred stock	2,094	32,725	
Diluted Earnings per Share			
Income available to common shareholders plus assumed conversions	$63,693	214,809	$0.30

Six months ended August 1, 1997

	Income	Shares	Per-Share Amount
Net Income	$46,010		
Less: preferred stock dividends	1,592		
Basic Earnings per Share			
Income available to common shareholders	$44,418	176,551	$0.25
Stock options outstanding		4,759	
Convertible preferred stock	1,592	32,725	
Diluted Earnings per Share			
Income available to common shareholders plus assumed conversions	$46,010	214,035	$0.21

Three months ended July 31, 1998

	Income	Shares	Per-Share Amount
Net Income	$33,289		
Less: preferred stock dividends	1,047		
Basic Earnings per Share			
Income available to common shareholders	$32,242	176,804	$0.18
Stock options outstanding		5,104	
Convertible preferred stock	1,047	32,725	
Diluted Earnings per Share			
Income available to common shareholders plus assumed conversions	$33,289	214,633	$0.16

Three months ended August 1, 1997

	Income	Shares	Per-Share Amount
Net Income	$26,716		
Less: preferred stock dividends	838		
Basic Earnings per Share			
Income available to common shareholders	$25,878	177,818	$0.15
Stock options outstanding		4,602	
Convertible preferred stock	838	32,725	
Diluted Earnings per Share			
Income available to common shareholders plus assumed conversions	$26,716	215,145	$0.12

4. Subsequent Event

On August 25, 1998 the Company's Board of Directors authorized a five-for-four common stock split for shareholders of record on September 7, 1998, which will be distributed on September 21, 1998.
All references to the number of common shares and per share amounts have been restated as appropriate to reflect the effect of the split for all periods presented.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

This discussion and analysis contains both historical and forward- looking information. The forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Although the Company believes the assumptions underlying the forward-looking statements contained herein are reasonable, any of the assumptions could be inaccurate, and therefore, there can be no assurance that the forward-looking statements included herein will prove to be accurate. Forward- looking statements may be significantly impacted by certain risks and uncertainties, including, but not limited to: general transportation and distribution delays or interruptions; interruptions in suppliers' operations; inventory risks due to shifts in market demand; changes in product mix; costs and delays associated with building, opening and operating new distribution centers; and the risk factors listed in the Annual Report on Form 10-K for the year ended January 30, 1998. The Company undertakes no obligation to publicly release any revisions to any forward- looking statements contained herein to reflect events or circumstances occurring after the date hereof or to reflect the occurrence of interruptions in suppliers' operations or unanticipated events.

The following text contains references to years 1998, 1997, 1996 and 1995 which represent fiscal years ending or ended January 29, 1999, January 30, 1998, and January 31, 1997 and 1996, respectively. This discussion and analysis should be read in conjunction with, and is qualified in its entirety by, the consolidated financial statements, including the notes thereto.

RESULTS OF OPERATIONS

The nature of the Company's business is seasonal. Historically, sales in the fourth quarter have been significantly higher than sales achieved in each of the first three quarters of the fiscal year. Thus, expenses, and to a greater extent operating income, vary by quarter. Results of a period shorter than a full year may not be indicative of results expected for the entire year. Furthermore, comparing any period to a period other than the same period of the previous year will reflect the seasonal nature of the Company's business.

SIX MONTHS ENDED JULY 31, 1998 AND AUGUST 1, 1997

NET SALES. Net sales for the first six months of fiscal 1998 increased $329.8 million, or 29.5%, to $1,446.6 million, from $1,116.8 million for the comparable period of fiscal 1997. The increase resulted from the operation of 457 net additional stores being in operation as of July 31, 1998 as compared with August 1, 1997 and an increase of 14.1% in same-store sales. Same store sales growth was a 4.1% increase for the same period last year.

The Company defines same-stores as those stores opened prior to the beginning of the previous fiscal year which have remained open through the current period. Sales were negatively affected during the first and second quarters of fiscal 1997 as the Company refurbished more than 2,400 stores to a new prototype.

GROSS PROFIT. Gross profit for the first six months was $395.8 million, or 27.4% of net sales, compared with $302.0 million, or 27.0% of net sales, in the same period last year. This increase was driven by higher margin on current purchases and lower shrink reserves as a percent of sales.

For the third quarter, management expects gross margin, as a percent of sales, to decline primarily because of increased food and apparel sales. For fiscal 1998, management expects gross margin to decline slightly, as a percent of sales.

SELLING, GENERAL AND ADMINISTRATIVE (SG&A) EXPENSE. SG&A expense for the first six months totaled $291.3 million, or 20.1% of net sales, compared with $227.0 million, or 20.3% of net sales during the comparable period last year. Total SG&A expense increased 28.3% primarily as a result of the operation of 457 net additional stores as compared with the six month period last year. For the third quarter management expects SG&A to decline, as a percentage of sales, primarily as a result of lower advertising expense related to the 1997 television advertising to communicate the new assortment. Management also expects advertising expense to be lower in the fourth quarter as a result of the elimination of the December circular. For fiscal 1998 management expects SG&A to decrease slightly as a percentage of sales.

INTEREST EXPENSE. Interest expense increased to $3.0 million, or 0.21% of sales, compared with $1.1 million or 0.10% of sales, in the comparable period last year. This increase was a result of higher average borrowings to support higher company inventory levels and the repurchase of the Company's common stock. The increase in inventory levels was primarily a result of operating two additional distribution centers (in Indianola, Mississippi and in Villa Rica, Georgia), slightly higher inventory in existing stores and additional inventory required to operate 457 more stores. During the first half of fiscal 1998 the Company repurchased 1,246,250 shares of common stock at an average cost of $29.43 per share, split adjusted for the September 21, 1998 five- for-four split. For the second half of fiscal 1998, management expects interest expense, as percent of sales, to be consistent with last year.

PROVISIONS FOR TAXES ON INCOME. The effective income tax rate for the three and six month periods ended July 31, 1998 was 37.3% compared with 37.8% in the comparable periods last year.

THREE MONTHS ENDED JULY 31, 1998 AND AUGUST 1, 1997

NET SALES. Net sales for the quarter increased $144.6 million, or 24.2%, to $741.4 million from $596.8 million for the comparable period of fiscal 1997. The increase resulted from the operation of 457 net additional stores as compared with the comparable period last year, and an increase of 9.2% in same store sales as compared with a 6.4% increase for the same period last year.

GROSS PROFIT. Gross profit for the quarter was $205.5 million, or 27.7% of net sales, compared to $160.2 million, or 26.8% of net sales, in the same period last year. This increase was driven by decreases in transportation costs, higher margin on current purchases, and markdowns, all as a percent of sales.

SELLING, GENERAL AND ADMINISTRATIVE (SG&A) EXPENSE. SG&A expense for the quarter totaled $150.4 million, or 20.3% of net sales, compared with $116.7 million, or 19.6% of net sales last year. This increase, as a percentage of sales, is primarily a result of higher depreciation for fixed assets as a result of the conversion of stores to the new prototype. Total SG&A expense increased 28.9% primarily as a result of adding 457 net new stores since the comparable period last year.

INTEREST EXPENSE. Interest expense increased to $2.0 million, or 0.27% of sales, compared with $0.5 million or 0.09% of sales, in the comparable period last year. This increase was primarily a result of the same factors listed above for the six-month period.
LIQUIDITY AND CAPITAL RESOURCES

Cash flows from operating activities - Net cash used by operating activities totaled $52.0 million during the first six months of fiscal 1998 compared with $3.3 million cash provided by operating activities in the comparable period last year. This increase in use of cash was primarily the result of increased inventories.

Cash flows from investing activities - Net cash used by investing activities totaled $55.4 million during the first six months of fiscal 1998 compared with $31.0 million in the comparable period last year. The increase in cash used by investing activities was primarily the result of the $33.8 million received in 1997 from the sale/leaseback of the South Boston, Virginia distribution center. Cash used during the current six month period resulted primarily from $58.2 million in expenditures primarily from opening 310 new stores during the first six months of fiscal 1998.

Cash flows from financing activities - Total debt (including current maturities and short-term borrowings) at July 31, 1998 was $161.8 million compared to $61.2 million at August 1, 1997. The increase in total debt was driven by increased inventories and the common stock repurchase.

Because of the significant impact of seasonal buying (e.g., Spring and December holiday purchases), the Company's working capital requirements vary significantly during the year. These working capital requirements were financed by short-term borrowings under the Company's $175.0 million revolving credit/term loan facility and short-term bank lines of credit totaling $145.0 million at July 31, 1998. The Company had short-term borrowings of $160.9 million outstanding as of July 31, 1998 and $57.9 million as of August 1, 1997. Seasonal working capital expenditure requirements will continue to be met through cash flow provided by operations supplemented by the revolving credit/term loan facility and short- term bank lines of credit.

Capital requirements for the construction of new stores, new distribution centers and the new corporate headquarters complex will continue to be funded under the Company's $225.0 million leveraged lease facility. The Company began funding construction costs under this facility in the third quarter of fiscal 1997. As of July 31, 1998, $59.6 million of construction costs had been funded under this facility. As of July 31, 1998 the Company has entered into three five year interest rate swap agreements to fix the interest rate on $150.0 million of this leveraged lease facility.

The Company's liquidity position is set forth in the following table (dollars in thousands):

	July 31, 1998	January 30, 1998	August 1, 1997
Current ratio	1.8x	2.2x	2.1x
Total borrowings/equity	25.1%	4.2%	10.9%
Working Capital	$388,708	$358,998	$340,160
Average daily use of debt (fiscal year-to-date)	$115,691	$ 90,882	$ 46,122
Maximum outstanding short-term debt (fiscal year-to-date)	$182,964	$184,725	$ 62,869

ACCOUNTING PRONOUNCEMENTS
The Company will adopt Statement of Financial Accounting Standards No. 131 "Disclosures about Segments of an Enterprise and Related Information" for the year ending January 29, 1999. The Company will adopt Statement of Position 98-1, "Accounting for the Costs of Computer Software Developed or Obtained for Internal Use" for the year ending January 28, 2000. The Company will adopt Statement of Financial Accounting Standards No. 133 "Accounting for Derivative Instruments and Hedging Activities" for the first quarter ending April 28, 2000. Management does not believe adoption of these pronouncements will have a significant impact on the Company's financial reporting or have a material impact on its operating results or financial position.

YEAR 2000
The Company has considered the impact of the year 2000 on its computer systems and applications. An action plan has been developed which includes establishing a task force to evaluate the Company's major vendors' Year 2000 compliance. The Company is in the process of installing a new, previously planned general ledger system that will be Year 2000 compliant. Previously planned software and equipment upgrades and revisions are expected to remedy Year 2000 compliance issues. The Company believes the impact of the Year 2000 and related costs of compliance will not have any material impact on its operations or liquidity.

PART II - OTHER INFORMATION

Item 1. Not applicable.
Item 2. Not applicable.
Item 3. Not applicable.

Item 4. Submission of Matters to a Vote of Security Holders

At the Annual Meeting of Stockholders of the Company held June 1, 1998, four proposals were submitted to a vote of the Company's stockholders. The result of the stockholders' vote is as follows:

Proposal 1. To approve a change in the state of incorporation of the Company from Kentucky to Tennessee by approving an Agreement and Plan of Merger between the Company and its wholly-owned Tennessee subsidiary pursuant to which the Company will be merged with and into the Tennessee corporation.

Votes For Votes Against Abstentions Non-Vote 99,060,511 22,386,406 678,191 20,238,011

Proposal 2. To elect the following nine directors to serve until the next annual meeting of stockholders and until their successors are duly elected and qualified:

	Votes For	Votes Withheld/Against
Dennis C. Bottorff	142,215,113	144,646
James L. Clayton	142,234,120	125,639
Reginald D. Dickson	142,233,112	126,647
John B. Holland	142,185,792	173,967
Barbara M. Knuckles	142,230,214	129,545
Cal Turner	141,962,266	420,159
Cal Turner, Jr.	142,237,612	129,720
David Wilds	142,232,737	127,023
William S. Wire	142,207,979	151,781

Proposal 3. To approve an amendment to the Company's Amended and Restated Articles of Incorporation increasing the number of authorized shares of the Company's Common Stock from 200,000,000 to 500,000,000 shares. (Applicable only to the extent Proposal 1 was not

approved.)

Votes For	Votes Against	Votes Abstained
121,494,983	20,330,947	537,189

Proposal 4. To approve the Company's 1998 Stock Incentive Plan.

Votes For	Votes Against	Votes Abstained Non-Vote
118,282,263 978,879	21,907,175	1,194,802

Item 5. Not applicable.

Item 6. A. Exhibits
27 Financial Data Schedule (for SEC use only)

B. Reports on Form 8-K

The Company filed a Current Report on Form 8-K on June 8, 1998, as amended June 11, 1998 pursuant to Item 5 of such form to report the stockholder approval of the Agreement and Plan of Merger between the Company and its wholly-owned Tennessee subsidiary, and the filing of the Articles of Merger with the Secretary of State for the State of Tennessee and the Commonwealth of Kentucky, respectively, in order to effect the change in the state of incorporation of the Company from Kentucky to Tennessee.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

DOLLAR GENERAL CORPORATION
(Registrant)

September 14, 1998 *By:/s/ Phil Richards*
Phil Richards, Vice President,
Chief Financial Officer

ARTICLE 5

All numbers are adjusted for the five-for-four common stock split to be distributed on September 21, 1998.

CIK: 0000029534

NAME: DOLLAR GENERAL CORP.

MULTIPLIER: 1000

PERIOD TYPE	6 MOS	6 MOS
FISCAL YEAR END	JAN 29 1999	JAN 30 1998
PERIOD END	JUL 31 1998	AUG 01 1997
CASH	33158	24923
SECURITIES	0	0
RECEIVABLES	0	0
ALLOWANCES	0	0
INVENTORY	797277	589660
CURRENT ASSETS	874180	638373
PP&E	445362	351773
DEPRECIATION	174886	130913
TOTAL ASSETS	1151202	864618
CURRENT LIABILITIES	485472	298213
BONDS	0	0
PREFERRED MANDATORY	0	0
PREFERRED	858	858
COMMON	105211	105211
OTHER SE	537773	490962
TOTAL LIABILITY AND EQUITY	1151202	864618
SALES	1446615	1116834
TOTAL REVENUES	1446615	1116834
CGS	1050802	814823
TOTAL COSTS	291340	227034
OTHER EXPENSES	0	0
LOSS PROVISION	0	0
INTEREST EXPENSE	2970	1066
INCOME PRETAX	101503	73911
INCOME TAX	37810	27901
INCOME CONTINUING	63693	46010
DISCONTINUED	0	0
EXTRAORDINARY	0	0
CHANGES	0	0
NET INCOME	63693	46010
EPS PRIMARY	.35	.25
EPS DILUTED	.30	.21

End of Filing