

DOLLAR GENERAL CORP

Reported by
DOLLAR GENERAL CORP

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 05/10/00 for the Period Ending 04/30/00

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

DOLLAR GENERAL CORP

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 5/10/2000 For Period Ending 4/30/2000

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 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
O'BRIANT, STONIE R.

**100 MISSION RIDGE
GOODLETTSVILLE, TN 37072**

2. Issuer Name and Ticker or Trading Symbol

DOLLAR GENERAL CORPORATION

DG

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year 04/30/2000

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable) () Director () 10% Owner (X) Officer (give title below) () Other (specify below) SR. VICE PRESIDENT

7. Individual or Joint/Group Filing (Check Applicable Line) (X) Form filed by One Reporting Person () Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	Price	5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
COMMON STOCK	04/07/2000	M	V 74170	A	7.86			
COMMON STOCK	04/07/2000	S	74170	S	27.00	62258	D	
COMMON STOCK						3304	I	BY 401K TRUST

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	A/ D	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Month	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
STOCK OPTION	7.86	04/07/2000	M	V 16393	A	03/25/2006	COMMON STOCK 16393		0	D	
STOCK OPTION	7.86	04/07/2000	M	V 4500	A	03/25/2006	COMMON STOCK 4500		0	D	
STOCK OPTION	7.86	04/07/2000	M	V 30445	A	03/25/2006	COMMON STOCK 30445		0	D	

STOCK OPTION		7.86		04/07		M		V		22832		A				03/25		COMMON STOCK		22832				0		D								
				/2000												/2006																		

**Explanation of Responses:
SIGNATURE OF REPORTING PERSON**

/s/ B. CARPENTER FOR S. O'BRIANT
DATE
5/10/2000

End of Filing



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