

DOLLAR GENERAL CORP

Reported by
STELMACH LEIGH

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/10/00 for the Period Ending 09/30/00

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 10/10/2000 For Period Ending 9/30/2000

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
(X) 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
STELMACH, LEIGH S 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 09/30/2000

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) RETIRED VP

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. Transaction 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						6098	I	401K TRUST
COMMON STOCK	9/8/2000	M	V		319893	A	8.0115	
COMMON STOCK	9/8/2000	S			319893	D	22.2960	384988

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. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	A/ D	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	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 (OPTION TO PURCHASE)	6.29	9/8/2000	M	V		196357	D	*	3/25/2006	COMMON STOCK	196357	0	D	
STOCK OPTION (OPTION TO PURCHASE)	5.51	9/8/2000	M	V		1952	D	*	3/27/2005	COMMON STOCK	1952	0	D	
STOCK OPTION (OPTION TO PURCHASE)	10.73	9/8/2000	M	V		97268	D	*	3/21/2007	COMMON STOCK	97268	0	D	
STOCK OPTION (OPTION TO PURCHASE)	11.22	9/8/2000	M	V		24316	D	*	6/2/2007	COMMON STOCK	24316	0	D	

Explanation of Responses:

* Options were vested at the time of this report. All holdings have been adjusted for the five-for-four common stock split distributed in May 2000.

SIGNATURE OF REPORTING PERSON

/S/ B CARPENTER FOR L. STELMACH

DATE

10/10/2000

End of Filing

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