

DOLLAR GENERAL CORP

Reported by
TURNER JAMES STEPHEN

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 06/10/98 for the Period Ending 05/31/98

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

DOLLAR GENERAL CORP

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 6/10/1998 For Period Ending 5/31/1998

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

[] Check this box if no longer Subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act 1940

OMB Number 3235-0287
Expires: September 30, 1998
Estimated ave. burden hours per response...0.5

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person to Issuer (Check all Applicable)	
TURNER	JAMES	S	Dollar General Corporation (DG)		Director	X 10% Owner
(Last)	(First)	(MI)	3. IRS or Soc. Sec. No. of Reporting Person (Voluntary)		Officer	Other
104 Woodmont Blvd., Suite 300					---(give title below) ---(Specify below)	
(Street)						
Nashville TN 37205			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable Line)	
(City)	(State)	(Zip)			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 (Instr. 3)	2. Transaction Date (Mon/Day/Yr)	3. Trans. Code (Instr. 8)		4. Security Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 & 4)	6. Own. Form (D) or (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code	V	Amount	(A) (D)	Price			
Common Stock						\$.0000	135314	D	
Common Stock						\$.0000	28900	I	Spouse
Common Stock						\$.0000	81947	I	Foster Dugas Trust
Common Stock						\$.0000	81947	I	Bruce Dugas Trust
Common Stock						\$.0000	81947	I	Stephen Dugas Trust
Common Stock						\$.0000	18285	I	James S. Turner Charitable Fdn
DOLLAR GENERAL STRYPES	05/21/1998	J		7500000	A	\$.0000			CO-TRUSTEE, DG STRYPES TRUST
DOLLAR GENERAL STRYPES	05/21/1998	S		7500000	D	\$39.4375	0	I	CO-TRUSTEE, DG STRYPES TRUST

Reminder: Report on a separate line for each class securities owned directly or indirectly.
*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

SEC 1474 (7-96)

TABLE II - Derivative Securities Acquired, Disposed of, Beneficially Owned
(e.g., puts, calls, warrants, options, convertible security)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans- action Date (Mon/Day/Year)	4. Tran- saction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Benefi- cially Owned at End of Month (Instr. 4)	10. Own. Form or Dir. (D) or Ind. (I)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A)	(D)	Date Exbl.	Exp. Date					
Series "A" Conv Jr. Preferred							(05)	Common Stock	24623749	1613742	I	Co-Tstee l 980 Turner Child Tst
Series "A" Conv Jr. Preferred							(05)	Common Stock	447006	29295	I	TSTEE FDN. FOR LINDS EY WILSON
Other		05/21 1998	J		7500000	05/21 1998	05/15 2001	DOLLAR GEN ERAL STRYP ES	7500000	7500000	I	CO-TRUSTEE , DG STRYP ES TRUST
			(01)									

Explanation of Responses:

(01) Pursuant to the Initial Public Offering of shares of The Dollar General STYPRES Trust, effective 5/21/98.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/JAMES S. TURNER

06/10/1998

**Signature of Reporting Person

Date

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

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Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMD Number

TURNER, JAMES

Dollar General Corporation

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End of Filing

