

DOLLAR GENERAL CORP  
 Form 4  
 February 10, 2005

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 TURNER CAL /TN

2. Issuer Name and Ticker or Trading Symbol  
 DOLLAR GENERAL CORP [DG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 100 MISSION RIDGE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/09/2005

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  10% Owner  
 \_\_\_\_ Other (specify below)  
 Employee Advisor to the Board

GOODLETTSVILLE, TN 37072

4. If Amendment, Date Original Filed(Month/Day/Year)

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

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	02/09/2005		S <sup>(1)</sup>	200 D \$ 21.88	9,016,989	D	
Common Stock	02/09/2005		S <sup>(1)</sup>	100 D \$ 21.9	9,016,889	D	
Common Stock	02/09/2005		S <sup>(1)</sup>	500 D \$ 21.89	9,016,389	D	
Common Stock	02/09/2005		S <sup>(1)</sup>	2,000 D \$ 21.96	9,014,389	D	
Common Stock	02/09/2005		S <sup>(1)</sup>	1,000 D \$ 21.97	9,013,389	D	

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Common Stock	02/09/2005	S <sup>(1)</sup>	4,000	D	\$ 22	9,009,389	D	
Common Stock	02/09/2005	S <sup>(1)</sup>	1,800	D	\$ 22.01	9,007,589	D	
Common Stock	02/09/2005	S <sup>(1)</sup>	100	D	\$ 22.04	9,007,489	D	
Common Stock	02/09/2005	S <sup>(1)</sup>	500	D	\$ 21.91	9,006,989 <sup>(2)</sup>	D	
Common Stock						500,000	I	By Cal Turner, Jr. Annuity Trust 2004-1
Common Stock						338,811	I	By Hurley Calister Turner, Jr. 1994 Trust
Common Stock						586,552	I	By Elizabeth Turner Campbell 1994 Trust
Common Stock						758,836	I	By Spouse
Common Stock						6,343,780	I	By Turner Children Trust
Common Stock						10,265	I	By IRA
Common Stock						11,533	I	By 401(k)

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

**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.**

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nature of Derivative Security Beneficially Owned
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