DOLLAR GENERAL CORP

Form 4 May 26, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL OMB

Check this box if no longer

subject to Section 16. Form 4 or

Washington, D.C. 20549

3235-0287 Number: January 31,

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

Expires: 2005 Estimated average

Form 5

burden hours per 0.5 response...

obligations may continue. See Instruction

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

1(b).

(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)	(Last) (First) (Middle)		3. Date of Earliest Transaction	(eneck an applicable)			
100 MISSION RIDGE			(Month/Day/Year) 02/11/2005	Director 10% Owner Officer (give titleX Other (specify below) Employee Advisor to the Board			
(Street) GOODLETTSVILLE, TN 37072			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
			Filed(Month/Day/Year)				

(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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)					5. Amount of 6. Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect		7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	02/11/2005		G	V	338,811	D	\$ 0	0	I	By Hurley Calister Turner, Jr. 1994 Trust
Common Stock	02/11/2005		G	V	338,811	A	\$0	9,345,800	D	
Common Stock	04/15/2005		G	V	189,047	D	\$0	9,156,753	D	
Common Stock	05/02/2005		G	V	218,060	A	\$0	9,374,813	D	
Common Stock	05/02/2005		G	V	218,060	D	\$0	281,940	I	By Cal Turner, Jr. Annuity Trust

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								2004-1
Common Stock	05/25/2005	G	V 100,292	D	\$0	486,260	I	By Elizabeth Turner Campbell 1994 Trust
Common Stock	05/25/2005	G	V 486,260	D	\$ 0	0	I	By Elizabeth Turner Campbell 1994 Trust
Common Stock	05/25/2005	G	V 100,292	A	\$0	100,292	I	By Elizabeth Turner Campbell 1994 GST-Exempt Trust
Common Stock	05/25/2005	G	V 486,260	A	\$0	486,260	I	By Elizabeth Turner Campbell 1994 Non-GST-Exempt 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						11,647	I	By 401(k)

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

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SEC 1474

(9-02)

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

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amount of	Derivative	Deriv
Security	or Exercise	•	any	Code	of	(Month/Day/	Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	re		Securities	(Instr. 5)	Bene
	Derivative		•		Securities	S		(Instr. 3 and 4)		Own
	Security				Acquired					Follo
	·				(A) or					Repo
					Disposed	l				Trans
					of (D)					(Instr
					(Instr. 3,					
					4, and 5)					
				Code V	(A) (D)	Date	Evniration	Title Amount		
				Code v	(A) (D)			Title Amount		
						Exercisable	Date	or		
								Number		

of Shares

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

TURNER CAL /TN 100 MISSION RIDGE GOODLETTSVILLE, TN 37072

Employee Advisor to the Board

Signatures

/s/ Susan S. Lanigan, by Power of Attorney

05/26/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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