LANIGAN SUSAN S

Form 4 June 05, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or

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

may continue. *See* Instruction

30(h) of the Investment Company Act of 1940

1(b).

Form 5

obligations

(Print or Type Responses)

06/02/2006

Stock

LANIGAN SUSAN S			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
			DOLLAR GENERAL CORP [DG]				(Check all applicable)			
(Last)	(First)		3. Date of Earliest Transaction					••		
100 MISSION RIDGE			(Month/Day/Year) 06/02/2006				Director 10% Owner X Officer (give title Other (specify below)			
	(Street)	4.]	Amendment, Da	te Origina	ıl		6. Individual or Joint/Group Filing(Check			
		File	Filed(Month/Day/Year)				Applicable Line)			
GOODLET						_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of	2. Transaction Dat	e 2A. Deemed	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of	
			on Date, if Transaction(A) or Disposed of (D)							
(Instr. 3) any (Month/D			Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8)				Beneficially (D) or Beneficial Owned Indirect (I) Ownership			
		(1.10111111211)	(1113111 0)				Following	(Instr. 4)	(Instr. 4)	
					(A)		Reported			
			Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)			
Common			F	264.5	Ъ	\$	4,187.5	D		
Stock	06/02/2006		Г	204.3	D	15.95	4,107.3	ט		

0.5

D

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

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SEC 1474

(9-02)

4,187

D

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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	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Title		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secur
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	*	Title Nu	Number		
						Excicisable Date	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Executive VP

& General

Counsel

LANIGAN SUSAN S 100 MISSION RIDGE GOODLETTSVILLE, TN 37072

Signatures

/s/ Susan S.

Lanigan 06/05/2006

**Signature of Person

**Bignature of Person

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.

Reporting Owners 2