

**FORM 10-Q/A**  
**ADMENDMENT NO. 1**

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 20549**

(Mark One)

(X) Quarterly report pursuant to Section 13 or 15 (d) of the  
Securities Exchange Act of 1934

**For the quarterly period ended March 31, 2002**

( ) Transition report pursuant to Section 13 or 15 (d) of the  
Securities Exchange Act of 1934

**Commission File Number: 0-25464**

**DOLLAR TREE STORES, INC.**

(Exact name of registrant as specified in its charter)

**Virginia**

(State or other jurisdiction of  
incorporation or organization)

**54-1387365**

(I.R.S. Employer  
Identification No.)

**500 Volvo Parkway**

**Chesapeake, Virginia 23320**

(Address of principal executive offices)

**Telephone Number (757) 321-5000**

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days:

Yes (X)

No ( )

As of May 9, 2002, there were 113,622,890 shares of the Registrant's Common Stock outstanding.

## CORRECTION OF CLERICAL ERROR IN ITEM 2, MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

We incorporate by reference herein Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations for the Registrant's Report on Form 10-Q for the quarterly period ended March 31, 2002 as filed with the Commission, except for the second paragraph of "Results of Operations: The Three Months Ended March 31, 2002 Compared To The Three Months Ended March 31, 2001," in which a clerical error was made regarding the number of stores opened and closed in the first quarter of 2001. The sentence in the second paragraph containing the clerical error read "We opened 66 stores, expanded 29 stores and closed 10 stores in the first quarter of 2002, compared to 49 stores opened, 31 stores expanded, and 6 stores closed in the first quarter of 2001." The corrected sentence appears below:

### Results of Operations

The Three Months Ended March 31, 2002 Compared To The Three Months Ended March 31, 2001

\* \* \* \*

At March 31, 2002, we operated 2,031 stores with 10.7 million selling square feet compared to 1,781 stores with 8.3 million selling square feet for the same period in 2001. We opened 66 stores, expanded 29 stores and closed 10 stores in the first quarter of 2002, compared to 60 stores opened, 31 stores expanded, and 8 stores closed in the first quarter of 2001. In 2002, we added approximately 0.6 million selling square feet, of which approximately 0.1 million selling square feet was added through expanding existing stores.

### Item 6. Exhibits

#### (a) Exhibits.

##### 99.1 Chief Executive Officer Certification

##### 99.2 Chief Financial Officer Certification

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

DATE: August 9, 2002

DOLLAR TREE STORES, INC.

By: /s/ Frederick C. Coble

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Frederick C. Coble  
Chief Financial Officer  
(principal financial and accounting officer)