

FORM 8-K

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.02 Termination of a Material Definitive Agreement

The Change in Control Retention Agreement with Kent A. Kleeberger, Chief Financial Officer, which was filed as Exhibit 10.1 to our Current Report on Form 8-K on March 20, 2007, will terminate effective October 26, 2007, as the result of Mr. Kleeberger's resignation. A description of the Change in Control Retention Agreement is included in the Company's Definitive Proxy Statement on Schedule 14A filed on May 17, 2007 under the heading "Compensation of Executive Officers – Potential Payments upon Termination or Change of Control – Change in Control Agreements" and is incorporated herein by reference.

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers

(a) Departure of Directors or Principal Officers

On October 16, 2007, Kent A. Kleeberger, Chief Financial Officer of Dollar Tree Stores Inc., resigned his position with the Company effective October 26, 2007, in order to pursue other career opportunities.

(c) Appointment of Principal Officer

Kathleen E. Mallas, Vice President-Controller, has been appointed as the Company's principal financial and accounting officer until the Chief Financial Officer vacancy has been filled. Ms. Mallas has served as Vice President-Controller since November 2005. Previously, she served as the Company's Controller, Assistant Controller and in various financial reporting capacities since joining the Company in 1997.

Item 7.01 Regulation FD Disclosure

Today, Dollar Tree Stores, Inc. issued a press release announcing that Kent A. Kleeberger, Chief Financial Officer, has resigned his position with the Company effective October 26, 2007, in order to pursue other career opportunities.

A copy of the press release is attached to this Form 8-K as [Exhibit 99.1](#) and is incorporated herein by this reference.

The information contained in this item is being furnished to the Securities and Exchange Commission. Such information shall not be deemed "filed" for purposes of Section 18 of the Securities and Exchange Act of 1934 or otherwise subject to the liabilities of that Section. The information shall not be deemed incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, except as expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

99.1 [Press Release dated October 19, 2007](#) issued by Dollar Tree Stores, Inc.

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, hereunto duly authorized.

DOLLAR TREE STORES, INC.

Date: October 19, 2007

By: /s/ Bob Sasser
Bob Sasser
President and Chief Executive Officer

EXHIBITS

Exhibit 99.1 - Press release dated October 19, 2007 issued by Dollar Tree Stores, Inc.

DOLLAR TREE ANNOUNCES CFO SEARCH

Dollar Tree Stores, Inc. (NASDAQ: DLTR) today reported that Kent Kleeberger has resigned his position as Chief Financial Officer effective Friday, October 26th, in order to pursue other career opportunities. The company has begun the process to identify a highly qualified CFO to replace Mr. Kleeberger and announced that plans for an orderly transition are in place.

"It has been a pleasure to work with everyone at Dollar Tree and to have been a part of the success of a great organization that has produced industry leading financial results while setting high standards for integrity and fairness," Mr. Kleeberger said. "I am especially proud of the Finance team and our accomplishments over the past 3 years. My decision to leave is based entirely upon my personal goals and the needs of my family. Dollar Tree has exciting plans for the future, a history of solid execution and I wish them continued success."

Bob Sasser, President and CEO commented, "Kent has been a part of a very exciting chapter in the history of Dollar Tree. With his help, our company has grown in size, earnings per share have increased and our performance has improved. Above all, he has built a strong team that is extremely capable and motivated. We wish for him the very best in his future endeavors."

Dollar Tree Stores operates 3,334 stores in 48 states as of August 4, 2007.

A WARNING ABOUT FORWARD-LOOKING STATEMENTS: This press release may contain "forward-looking statements" as that term is used in the Private Securities Litigation Reform Act of 1995. Forward looking statements address future events, developments or results and typically use words such as believe, anticipate, expect, intend, plan, forecast, or estimate. For a discussion of the risks, uncertainties and assumptions that could affect our future events, developments or results, you should carefully review the "Risk Factors," "Business," and "Management's Discussion and Analysis of Financial Condition and Results of Operations" sections in our Annual Report on Form 10 - K filed April 4, 2007 and our Quarterly Report on Form 10-Q filed September 12, 2007. In light of these risks and uncertainties, the future events, developments or results described by our forward looking statements in this document could turn out to be materially and adversely different from those we discuss or imply. We are not obligated to release publicly any revisions to any forward looking statements contained in this press release to reflect events or circumstances occurring after the date of this report and you should not expect us to do so.

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