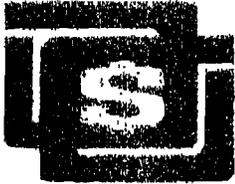


1584



100 MISSION RIDGE • GOODLETTSVILLE, TN 37072-2170 • PHONE 615.855.4000

**DOLLAR
GENERAL
CORPORATION**

August 28, 2002

By Fax

Mr. Jonathan G. Katz, Secretary
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, DC 20549

**RECEIVED
OFFICE OF THE SECRETARY
AUG 28 2002**

Dear Mr. Katz:

Pursuant to the Securities and Exchange Commission's June 27, 2002 Order No. 4-460, please find attached statements under oath of the principal executive officer and principal financial officer of the Dollar General Corporation. We will deliver original copies of these certifications to the Commission tomorrow.

Sincerely,

Susan S. Lanigan
Vice President, General Counsel and
Corporate Secretary

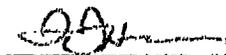
21385405v1

1584

Statement Under Oath of Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings

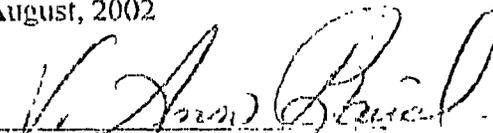
I, James J. Hagan, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of the Dollar General Corporation, and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - The Annual Report on Form 10-K for the fiscal year ended February 1, 2002 of the Dollar General Corporation;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of the Dollar General Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.


James J. Hagan

August 28, 2002

Subscribed and sworn to
before me this 28th day of
August, 2002


Notary Public

My Commission Expires: 12-20-03

RECEIVED
OFFICE OF THE SECRETARY

AUG 28 2002