

LAW OFFICES

MANIER & HEROD

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J. MICHAEL FRANKS
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SUSAN WEST CAREY
JOHN E. QUINN

A TENNESSEE PROFESSIONAL CORPORATION

FIRST UNION TOWER
SUITE 2200
150 FOURTH AVENUE NORTH

NASHVILLE, TENNESSEE 37219-2494

TELEPHONE (615) 244-0030

FACSIMILE (615) 242-4203

(615) 742-9323

DIRECT DIAL NUMBER

T. RICHARD TRAVIS
WM. LEE HORN
LAURENN S. DISSPAYNE
JENNIFER SEGARS JOHNSON
BRETT A. OESER
FRED C. STATUM III
JAMES H. TUCKER, JR.
GREGORY H. OAKLEY
SARAH CASTLE HARDISON
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JAMES L. DECKARD
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November 13, 1998

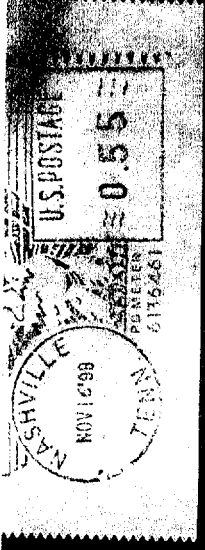
Top Hat Plan Exemption
Pension & Welfare Benefits Administration
Room N-5644
U. S. Department of Labor
200 Constitution Avenue, N.W.
Washington, DC 20210

Re: Dollar General Corporation - Supplemental Retirement Plan and
Compensation Deferral Plan

Dear Sir:

The above-referenced two unfunded, nonqualified plans are maintained as top-hat plans by:

1. Dollar General Corporation, 1000 North Chase Drive, Suite 301, Goodlettsville, TN 37072; EIN: 61-0502302;
2. Dollar General Corporation maintains the top-hat plans (Supplemental Retirement Plan and Compensation Deferral Plan) primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees;
3. Dollar General Corporation maintains two top-hat plans; and
4. The number of employees in each plan is as follows:
Supplemental Retirement Plan: 33
Compensation Deferral Plan: 37



THE LAW FIRM OF
MANIER, HEROD, HOLLABAUGH & SMITH
A Professional Corporation
FIRST UNION TOWER
SUITE 2200
150 FOURTH AVENUE NORTH
NASHVILLE, TENNESSEE 37219-2494

To

Top Hat Plan Exemption
Pension & Welfare Benefits Administration
Room N-5644, U. S. Department of Labor
200 Constitution Avenue, N.W.
Washington, DC 20210

RETURN POSTAGE GUARANTEED

Department of Labor
November 13, 1998
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We are enclosing a copy of these plans for your review. If I can answer any questions, please feel free to contact me.

Very truly yours,

MANIER & HEROD,
A Tennessee Professional Corporation

by: 
Samuel Arthur Butts III

SAB/ct

enclosures