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TRADEMARKS ONLY

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MRB 10-4-99

emarks thereof.

<p>1. Name of Party(ies) conveying an interest:</p> <p>Dollar General Corporation</p> <p>Entity:</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation-State - Tennessee</p> <p><input type="checkbox"/> Other</p> <p>3. Interest Conveyed:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Security Agreement <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Other</p> <p>Execution Date September 27, 1999</p>	<p>2. Name and Address of Party(ies) receiving an interest:</p> <p>Name: Dollar General Finance, Inc.</p> <p>Address: 104 Woodmont Boulevard, Suite 500 Nashville, TN 37205</p> <p>Entity:</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association</p> <p><input checked="" type="checkbox"/> Corporation-State - Tennessee <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership</p> <p><input type="checkbox"/> Other</p> <p>Citizenship:</p> <p>If not domiciled in the United States, a domestic representative designation is attached:</p> <p><input type="checkbox"/> Yes</p> <p><input checked="" type="checkbox"/> No</p> <p align="center">(The attached document must not be an assignment)</p>
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4. Application number(s) or registration number(s). Additional sheet attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
A. Trademark Application No.(s) None	B. Trademark Registration No.(s) Please see Schedule A

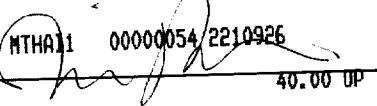
5. Please mail documents back to:	6. Number of applications and registrations involved: <u>One (1)</u>
Calendar/Docketing Dept. Pillsbury Madison & Sutro LLP Post Office Box 7880 San Francisco, CA 94120	7. Amount of fee enclosed: <u>\$40.00</u>

8. If above amount is missing or inadequate, charge deficiency to our Deposit Account No. 03-3975 under Order No. 30152-023-7049/CEP/KDM.

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Total number of pages including cover sheet, attachments and document. (excluding duplicate cover sheet) 3

<p>10/05/1999 MTHA11 00000054/2210926</p>  <p>Signature</p>	<p>Atorney: <u>Caroline E. Papas</u> Tel: <u>(415) 983-6187</u></p> <p>Date: <u>September 29, 1999</u> Fax: <u>(415) 983-1200</u></p> <p>Atty/Sec: _____</p>
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SCHEDULE A

MARK

REGISTRATION NO.

DOLLAR GENERAL OUR NAME SAYS IT ALL and Design

2,210,926


ASSIGNMENT

WHEREAS, Dollar General Corporation, a Tennessee corporation, with its business address at 104 Woodmont Boulevard, Suite 500, Nashville, Tennessee 37205 ("Assignor") owns the name mark and the United States registration listed on Schedule A, attached hereto; and

WHEREAS, Dollar General Finance, Inc., a Tennessee corporation ("Assignee"), desires to acquire said name, mark and registration;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor conveys, transfers and assigns to Assignee effective as of the date hereof, all right, title and interest in and to the names and marks, the goodwill of the business connected with the use of and symbolized by the same, and the application, as listed in Schedule A, together with all rights or action accrued, accruing and to accrue under and by virtue hereof, including the right to sue or otherwise recover for past infringement and receive all damages, payments, costs and fees associated therewith. Assignor agrees to take any and all further actions requested by Assignee in order to fully vest the right, title and interest being conveyed to Assignee pursuant to this Assignment.

DOLLAR GENERAL CORPORATION



Robert I. Warner
Vice President and
General Merchandise Manager

*Priority
9-22-99*

9-27, 1999

DGC/DGF