

TRADEMARKS ONLY



TRADEMARKS ONLY

MED 10-11-99

101161868

ademarks
y thereof.

1. Name of Party(ies) conveying an interest:

Dollar General Finance, Inc.

Entity:

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State - Tennessee
- Other

3. Interest Conveyed:

- Assignment Change of Name
- Security Agreement Merger
- Other

Execution Date September 27, 1999

2. Name and Address of Party(ies) receiving an interest:

Name: Greater Cumberland Insurance Company

Address: 7 Burlington Square
Burlington, VT 05402

Entity:

- Individual(s) Association
- Corporation-State - Vermont General Partnership Limited Partnership
- Other

Citizenship:

If not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

(The attached document must not be an assignment)

4. Application number(s) or registration number(s). Additional sheet attached? Yes No

A. Trademark Application No.(s)
None

B. Trademark Registration No.(s)
Please see Schedule A

5. Please mail documents back to:

Calendar/Docketing Dept.
Pillsbury Madison & Sutro LLP
Post Office Box 7880
San Francisco, CA 94120

6. Number of applications and registrations involved: One (1)

7. Amount of fee enclosed: \$40.00

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

10/05/1999 MTHA11 00000056 2210926

01 FC:401 40.00 DP

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.

Signature

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

Attorney: Caroline E. Papas

Date: September 29, 1999

Tel: (415) 983-6187

Atty/Sec: _____

Fax: (415) 983-1200

SCHEDULE A

MARK

REGISTRATION NO.

DOLLAR GENERAL OUR NAME SAYS IT ALL and Design

2,210,926

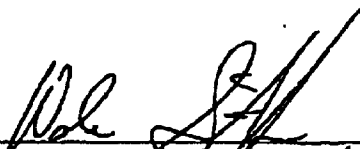
ASSIGNMENT

WHEREAS, Dollar General Finance, Inc., 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 application listed on Schedule A, attached hereto; and

WHEREAS, Greater Cumberland Insurance Company, a Vermont corporation ("Assignee"), desires to acquire said name, mark and application;

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 FINANCE, INC.



Wade Smith
Treasurer

September 27, 1999

DGF/GCIC