

No. C 109847

Return to:

SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080

NO FILING FEE IF
RECEIVED BY DUE DATE

**Due no later than Mar 31, 2002
Annual Report Form**

1. Mailing Address - Correct in this box, if applicable

MICHAELS STORES, INC.

ATTN: TAX DEPT
PO BOX 619566

DFW, TX 75261 9566

2. Registered Agent and Office NO PO BOX

C T CORPORATION SYSTEM
300 NORTH 6TH STREET

BOISE, ID 83701

3. New Registered Agent Signature

Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
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President & CEO - Michael Rouleau 3000 Bent Branch Irving, TX 75063
Secretary - Mark V. Beasley 3000 Bent Branch Irving, TX 75063

See Attached list. Officers & Directors

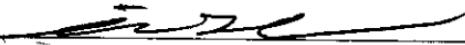
Organized Under the Laws of:

DELAWARE
C 109847

6.

Signature

Name (Typed or
Printed)


Richard T. Gruber

Date

3-5-02

Title

VP. Accounting

Michaels Stores, Inc.
List of Officers and Directors

<u>Directors</u>	<u>Position Held</u>	<u>Date Taken Office</u>
Charles J. Wyly, Jr. 300 Crescent Court, Ste. 1000 Dallas, TX 75201	Chairman of the Board	07/26/01
Sam Wyly 300 Crescent Court, Ste. 1000 Dallas, TX 75201	Vice Chairman of the Board	07/26/01
Richard E. Hanlon 22000 AOL Way Dulles, VA 20166	Director	04/11/90
Richard C. Marcus 767 Fifth Avenue, 26 th Flr. New York, NY 10153	Director	07/15/99
Elizabeth A. VanStory 2755 Franklin Street #8 San Francisco, CA 94123	Director	07/15/99

Michaels Stores, Inc.
List of Officers and Directors

Officers

R. Michael Rouleau
8000 Bent Branch Drive
Irving, TX 75063

Douglas B. Sullivan
8000 Bent Branch Drive
Irving, TX 75063

Edward F. Sadler
8000 Bent Branch Drive
Irving, TX 75063

Robert M. Spencer
8000 Bent Branch Drive
Irving, TX 75063

Bryan M. DeCordova
8000 Bent Branch Drive
Irving, TX 75063

James F. Tucker
8000 Bent Branch Drive
Irving, TX 75063

Duane E. Hiemenz
8000 Bent Branch Drive
Irving, TX 75063

Tom DeCaro
8000 Bent Branch Drive
Irving, TX 75063

Sue Elliott
8000 Bent Branch Drive
Irving, TX 75063

Stephen Gartner
8000 Bent Branch
Irving, TX 75063

Mark V. Beasley
8000 Bent Branch Drive
Irving, TX 75063

Position Held

President &
Chief Executive Officer

Executive Vice President
Development

Executive Vice President
Store Operations

Executive Vice President
Merchandising

Executive Vice President
Chief Financial Officer

Executive Vice President
Chief Information Officer

Sr. Vice President
New Business Development

Sr. Vice President
Merchandise Planning & Control

Sr. Vice President
Human Resources

Sr. Vice President
Supply Chain Management

Vice President
General Counsel &
Secretary

Date Taken Office

04/15/96

08/08/95

10/14/99

01/19/01

03/24/97

06/09/97

10/18/99

08/14/00

11/07/00

5/21/01

04/04/90

09/11/87

09/11/87

Michaels Stores, Inc.
List of Officers and Directors

Officers

Donald R. Miller, Jr.
 8000 Bent Branch Drive
 Irving, TX 75063

Phillip D. Hixon
 8000 Bent Branch Drive
 Irving, TX 75063

Mark A. Emken
 8000 Bent Branch Drive
 Irving, TX 75063

Billy Jack Fowler, Jr.
 8000 Bent Branch Drive
 Irving, TX 75063

Richard W. Tredinnick
 8000 Bent Branch Drive
 Irving, TX 75063

Steve Conway
 8000 Bent Branch Drive
 Irving, TX 75063

Jeff Wallace
 8000 Bent Branch Drive
 Irving, TX 75063

Tom Making
 8000 Bent Branch Drive
 Irving, TX 75063

Nicholas Crombie
 8000 Bent Branch Drive
 Irving, TX 75063

Wayne W. Stockton
 8000 Bent Branch Drive
 Irving, TX 75063

<u>Position Held</u>	<u>Date Taken Office</u>
Vice President Market Development	12/05/90
Vice President – Store Planning	03/14/94
Vice President – Custom Framing	05/27/96
Vice President – Pacific Zone	03/27/00
Vice President – Central Zone	09/03/97
Vice President – Southeast Zone	01/29/01
Vice President – Northeast Zone	04/09/01
Vice President – Northern Zone	01/07/02
Vice President – Mid Atlantic Zone	01/07/02
Vice President – Merchandising	01/23/98

Michaels Stores, Inc.
List of Officers and Directors

<u>Officers</u>	<u>Position Held</u>	<u>Date Taken Office</u>
Christopher J. Holland 8000 Bent Branch Drive Irving, TX 75063	Vice President – Finance	01/23/98
Richard T. Gruber 8000 Bent Branch Drive Irving, TX 75063	Vice President – Accounting	02/09/98
Robert Girling 8000 Bent Branch Drive Irving, TX 75063	Vice President – Store Processes	01/31/00
Gale D. Binder 8000 Bent Branch Drive Irving, TX 75063	Vice President Systems Development	01/19/98
Sam Laboi 8000 Bent Branch Drive Irving, TX 75063	Vice President – Replenishment	10/09/00
Les Gardner 8000 Bent Branch Drive Irving, TX 75063	Vice President Distribution & Logistics Operations	10/05/00
Doug Marker 8000 Bent Branch Drive Irving, TX 75063	Vice President Loss Prevention	4/30/01
Brenda Lugannani 8000 Bent Branch Drive Irving, TX 75063	Vice President - Creative Arts Division	9/ 01/01
Eric Dickenson 8000 Bent Branch Drive Irving, TX 75063	Vice President - Crafts Division	09/01/01
Janet S. Morehouse 8000 Bent Branch Drive Irving, TX 75063	Assistant Secretary	06/15/92

**Michaels Stores, Inc.
List of Officers and Directors**

<u>Officers</u>	<u>Position Held</u>	<u>Date Taken Office</u>
David R. Keepes 8000 Bent Branch Drive Irving, TX 75063	Treasurer	04/07/94

** Officers of the company, who are appointed by the Board of Directors, hold office until their successors are chosen and qualified, or until their death, resignation or removal.*

MSI_DATE.DOC 11/1/01