

No. C 109847

Due no later than March 31, 2004
Annual Report Form

2. Registered Agent and Office NO PO BOX

Return to:

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

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

MICHAELS STORES, INC.
ATTN: TAX DEPT
PO BOX 619566CT CORPORATION SYSTEM
300 NORTH 6TH STREET

BOISE, ID 83701

NO FILING FEE IF
RECEIVED BY DUE DATE

DFW, TX 75261 9566

3. New Registered Agent Signature

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

Office held	Name	Street or P.O. Address	City	State	Zip
President & CEO	A. Michael Rouleau	8000 Bent Branch Dr.	Irving	TX	75063
EVPO & CFO	Jeffrey N. Boyer	8000 Bent Branch Dr.	Irving	TX	75063
Sr. VP & Secretary	Mark V. Beasley	8000 Bent Branch Dr.	Irving	TX	75063
Treasurer	David R. Keeper	8000 Bent Branch Dr.	Irving	TX	75063
See Attached List of Officers & Directors					

5. Organized Under the Laws of:

DELAWARE
C 109847

6.

Signature

Name (Typed or Printed)

Richard T Gruber

Date

Title

1/27/04

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
Liz Minyard 777 Freeport Parkway Coppell, TX 75019	Director	03/18/02
Cece Smith 5080 Specturm Drive Suite 850 West Addison, TX 75001	Director	10/30/02

Michaels Stores, Inc.
List of Officers and Directors

<u>Officers</u>	<u>Position Held</u>	<u>Date Taken Office</u>
R. Michael Rouleau 8000 Bent Branch Drive Irving, TX 75063	President & Chief Executive Officer	04/15/96
Ronald S. Staffieri 8000 Bent Branch Irving, TX 75063	President Michaels Stores Group	12/30/02
Jeffrey N. Boyer 8000 Bent Branch Irving, TX 75063	Executive Vice President Chief Financial Officer	01/13/03
Douglas B. Sullivan 8000 Bent Branch Drive Irving, TX 75063	Executive Vice President Development	08/08/95
Edward F. Sadler 8000 Bent Branch Drive Irving, TX 75063	Executive Vice President Store Operations	10/14/99
James F. Tucker 8000 Bent Branch Drive Irving, TX 75063	Executive Vice President Chief Information Officer	06/09/97
Duane E. Hiemenz 8000 Bent Branch Drive Irving, TX 75063	Sr. Vice President New Business Development	10/18/99
Thomas C. DeCaro 8000 Bent Branch Drive Irving, TX 75063	Sr. Vice President Merchandise Planning & Control	08/14/00
Sue Elliott 8000 Bent Branch Drive Irving, TX 75063	Sr. Vice President Human Resources	11/07/00
Stephen R. Gartner 8000 Bent Branch Irving, TX 75063	Sr. Vice President Supply Chain Management	05/21/01

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Emily White-Keating 8000 Bent Branch Irving, TX 75063	Sr. Vice President Marketing	11/08/03
Mark V. Beasley 8000 Bent Branch Drive Irving, TX 75063	Sr. Vice President General Counsel & Secretary	03/26/03 09/11/87 09/11/87
Donald R. Miller, Jr. 8000 Bent Branch Drive Irving, TX 75063	Vice President Market Development	12/05/90
Phillip D. Hixon 8000 Bent Branch Drive Irving, TX 75063	Vice President – Store Planning	03/14/94
Stephen P. Conway 8000 Bent Branch Drive Irving, TX 75063	Vice President – Southeast Zone	01/29/01
Nicholas B. Crombie 8000 Bent Branch Drive Irving, TX 75063	Vice President – Northeast Zone	01/07/02
Thomas J. Making 8000 Bent Branch Drive Irving, TX 75063	Vice President – Northern Zone	01/07/02
Walt Asbury 8000 Bent Branch Drive Irving, TX 75063	Vice President – Mid Atlantic Zone	04/20/03
Rick Kominski 8000 Bent Branch Drive Irving, TX 75063	Vice President – Southwest Zone	8/18/02
Christopher J. Holland 8000 Bent Branch Drive Irving, TX 75063	Vice President – Finance	01/23/98

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List of Officers and Directors

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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
Douglas C. Marker 8000 Bent Branch Drive Irving, TX 75063	Vice President Loss Prevention	04/30/01
Ted Layne 8000 Bent Branch Drive Irving, TX 75063	Vice President- Technical Services	11/17/03
Shawn Hearn 8000 Bent Branch Irving, TX 75063	Vice President- Field Human Resources	11/18/02
Dan Meyer 8000 Bent Branch Irving, TX 75063	Vice President Store Planning & Analysis	03/26/03
Janet S. Morehouse 8000 Bent Branch Drive Irving, TX 75063	Assistant Secretary	06/15/92
David R. Keepes 8000 Bent Branch Drive Irving, TX 75063	Treasurer	04/07/94
Richard T. Gruber 8000 Bent Branch Drive Irving, TX.	Vice President – Accounting	02/09/98
Jeff Wellen 8000 Bent Branch Drive Irving, TX 75063	Head of Strategic Planning and Initiatives, Office of the CEO	02/03/02

** 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.*