

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, 2001
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

4. 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>
President	John C. Martin	8000 Bent Branch	Irving	Tx	75063
Secretary	Mark V. Beasley	8000 Bent Branch	Irving	Tx	75063

See Attached list of Directors

5. Organized Under the Laws of:

DELAWARE
C 109847

6.

Signature

Richard T. Gruber

Date

1-24-01

Name (Typed or Printed)

Richard T. Gruber

Title:

~~xxx~~ Vice President & Act.

Issued 01/02/2001

Do Not Tape or Staple

Michaels Stores, Inc.
List of Officers and Directors

<u>Directors</u>	<u>Position Held</u>	<u>Date Taken Office</u>
Sam Wyly 300 Crescent Court, Ste. 1000 Dallas, TX 75201	Chairman of the Board	07/31/84
Charles J. Wyly, Jr. 300 Crescent Court, Ste. 1000 Dallas, TX 75201	Vice Chairman of the Board	10/15/84
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

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<u>Officers</u>	<u>Position Held</u>	<u>Date Taken Office</u>
R. Michael Rouleau 8000 Bent Branch Drive Irving, TX 75063	Chief Executive Officer	04/15/96
John C. Martin 8000 Bent Branch Drive Irving, TX 75063	President & Chief Operating Officer	06/28/99
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
Robert M. Spencer 8000 Bent Branch Drive Irving, TX 75063	Executive Vice President Merchandising	01/17/01
Bryan M. DeCordova 8000 Bent Branch Drive Irving, TX 75063	Executive Vice President Chief Financial Officer	03/24/97
James F. Tucker 8000 Bent Branch Drive Irving, TX 75063	Executive Vice President Chief Information Officer	06/09/97
Stephen W. Davis 8000 Bent Branch Drive Irving, TX 75063	Executive Vice President Michaels.com	12/30/99
James C. Neustadt 8000 Bent Branch Drive Irving, TX 75063	Sr. Vice President Advertising & Marketing	06/08/98
Duane E. Hiemenz 8000 Bent Branch Drive Irving, TX 75063	Sr. Vice President New Business Development	10/18/99
Tom DeCaro 8000 Bent Branch Drive Irving, TX 75063	Sr. Vice President Merchandise Planning & Control	08/14/00

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Sue Elliott 8000 Bent Branch Drive Irving, TX 75063	Sr. Vice President Human Resources	11/07/00
Mark V. Beasley 8000 Bent Branch Drive Irving, TX 75063	Vice President General Counsel & Secretary	04/04/90 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
Mark A. Emken 8000 Bent Branch Drive Irving, TX 75063	Vice President – Custom Framing	05/27/96
Billy Jack Fowler, Jr. 8000 Bent Branch Drive Irving, TX 75063	Vice President – Pacific Zone	03/27/00
Richard W. Tredinnick 8000 Bent Branch Drive Irving, TX 75063	Vice President – Central Zone	09/03/97
Steve Conway 8000 Bent Branch Drive Irving, TX 75063	Vice President – Southeast Zone	01/29/01
Wayne W. Stockton 8000 Bent Branch Drive Irving, TX 75063	Vice President – Merchandising	01/23/98
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

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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 & Logistic Operations	10/05/00
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

** 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 1/23/01