


No. C109847	Annual Report Form Due No Later Than November 30, 1999		2. Registered Agent and Office NOT A P.O. BOX
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED	1. Mailing Address - Please Correct. If Not Correct MICHAELS STORES, INC. ATTN: TAX DEPT PO BOX 619566		C T CORPORATION SYSTEM 300 NORTH 6TH STREET BOISE ID 83701
3. Organized Under the Laws of:			DE C109847
** FINAL NOTICE **			
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one)			
<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 martin	8000 Bent Branch Dr.	Irving TX 75063
Secretary	Mark V. Beasley	8000 Bent Branch Dr.	Irving TX 75063
<h1 style="margin: 0;">ORIGINAL</h1> <p style="font-size: 1.2em; margin: 10px 0;">see Attached List of Directors</p>			
5. <u>New</u> Registered Agent Signature		6. Signature <u></u> Date <u>11-24-99</u> Name (Typed or Printed) <u>Richard T. Gruber</u> Title <u>Vice President-Accty</u>	

ISSUED: 10-01-1999

2218

**MICHAELS STORES, INC.
LIST OF OFFICERS & DIRECTORS
BUSINESS ADDRESSES**

DIRECTORS

POSITION HELD

Sam Wyly
300 Crescent Court
Suite 1000
Dallas, TX 75201

Chairman of the Board

Charles J. Wyly, Jr.
300 Crescent Court
Suite 1000
Dallas, TX 75201

Vice Chairman of the Board

Kelly W. Elliott
300 Crescent Court
Suite 1000
Dallas, TX 75201

Director

Michael C. French
300 Crescent Court
Suite 1000
Dallas, TX 75201

Director

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

Director and
Vice President - Market Development

Evan A. Wyly
300 Crescent Court
Suite 1000
Dallas, TX 75201

Director

F. Jay Taylor
2502 Tanglewood
Ruston, LA 71270

Director

Richard E. Hanlon
22000 AOL Way
Dulles, VA 20166

Director

Richard Marcus
767 Fifth Avenue, 26th Flr.
New York, NY 10153

Director

Elizabeth A. Vanstory
2755 Franklin Street, #8
San Francisco, CA 94123

Director