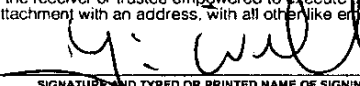


2006 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Apr 18, 2006 8:00 am
Secretary of State

04-18-2006 90074 003 ***150.00

DOCUMENT # P30161 1. Entity Name MICHAELS STORES, INC.					
Principal Place of Business 8000 BENT BRANCH DR IRVING, TX 75063			Mailing Address 8000 BENT BRANCH DR IRVING, TX 75063		
2. Principal Place of Business Suite, Apt. #, etc.		3. Mailing Address Suite, Apt. #, etc.			
City & State		City & State		4. FEI Number 75-1943604	
Zip		Country		5. Certificate of Status Desired ☐ \$8.75 Additional Fee Required	
6. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION, FL 33324				7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City FL Zip Code	
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.					
SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____					
FILE NOW!!! FEE IS \$150.00 After May 1, 2006 Fee will be \$550.00			9. Election Campaign Financing Trust Fund Contribution. ☐ \$5.00 May Be Added to Fees		
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CEOP ROULEAU, MICHAEL 8000 BENT BRANCH IRVING, TX 75063 ☒ Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	Chairman of the Board Charles J. Wyly, Jr. 300 Crescent Court, Ste. 1000 Dallas, Tx. 75201 ☐ Change ☒ Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VCOB WYLY, SAM 300 CRESCENT CT- STE 1000 DALLAS, TX 75201 ☐ Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	President & CEO Jeffrey A. Boyer 8000 Bent Branch Drive Irving, Tx. 75063 ☒ Change ☐ Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	EVCF BOYER, JEFFREY 8000 BENT BRANCH DR IRVING, TX 75063 ☒ Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	President & COO Gregory A. Sandfort 8000 Bent Branch Drive Irving, Tx. 75063 ☐ Change ☒ Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VPS BEASLEY, MARK V. 8000 BENT BRANCH DR IRVING, TX 75063 ☐ Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP Treasurer Lisa E. Klinger 8000 Bent Branch Drive Irving, Tx. 75063 ☐ Change ☒ Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP HOLLAND, CHRISTOPHER J. 8000 BENT BRANCH DR IRVING, TX 75063 ☐ Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V WILLIAMS, TERI J 8000 BENT BRANCH DR IRVING, TX 75063 ☐ Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition	
12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.					
SIGNATURE: 			Teri Williams		
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR			Date 4-14-06		Daytime Phone # 972-409-1300

Michael's Stores, Inc.
List of Officers and Directors

ATTACHMENT 40052574
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<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 Director	10/05/01 10/15/84
Sam Wyly 300 Crescent Court, Ste. 1000 Dallas, TX 75201	Vice Chairman of the Board Director	10/05/01 07/31/84
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	07/09/99
Liz Minyard 777 Freeport Parkway Coppell, TX 75019	Director	03/18/02
Cece Smith 5080 Spectrum Drive Suite 850 West Addison, TX 75001	Director	10/30/02

Michael's Stores, Inc.
List of Officers and Directors

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<u>Officers</u>	<u>Position Held</u>	<u>Date Taken Office</u>
Jeffrey N. Boyer 8000 Bent Branch Irving, TX 75063	President and Chief Financial Officer	03/15/06 01/13/03
Gregory A. Sandfort 8000 Bent Branch Drive Irving, TX 75063	President and Chief Operating Officer	03/15/06 01/27/04
Thomas M. Bazzone 8000 Bent Branch Drive Irving, TX 75063	Executive Vice President Specialty Businesses	03/15/06
Thomas C. DeCaro 8000 Bent Branch Drive Irving, TX 75063	Executive Vice President Supply Chain	09/13/05
Harvey S. Kanter 8000 Bent Branch Drive Irving, TX 75063	Executive Vice President Chief Merchant	03/15/06
Edward F. Sadler 8000 Bent Branch Drive Irving, TX 75063	Executive Vice President Store Operations	10/23/99
Douglas B. Sullivan 8000 Bent Branch Drive Irving, TX 75063	Executive Vice President Development	04/01/97
David Abelman 8000 Bent Branch Drive Irving, TX 75063	Sr. Vice President Marketing	08/29/05
Mark V. Beasley 8000 Bent Branch Drive Irving, TX 75063	Sr. Vice President General Counsel & Secretary	03/20/03 09/11/87 09/11/87
Sue Elliott 8000 Bent Branch Drive Irving, TX 75063	Sr. Vice President Human Resources	10/30/00
Duane E. Hiemenz 8000 Bent Branch Drive Irving, TX 75063	Sr. Vice President New Business Development	10/23/99

Michael's Stores, Inc.
List of Officers and Directors

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<u>Officers</u>	<u>Position Held</u>	<u>Date Taken Office</u>
Michael J. Jones 8000 Bent Branch Drive Irving, TX 75063	Sr. Vice President Chief Information Officer	09/14/04
Jeffrey L. Wellen 8000 Bent Branch Drive Irving, TX 75063	Head of Strategic Planning and Initiatives, Office of the CEO	09/11/00
Stephen P. Conway 8000 Bent Branch Drive Irving, TX 75063	Vice President – Southeast Zone	01/29/01
Nicholas E. Crombie 8000 Bent Branch Drive Irving, TX 75063	Vice President – Northeast Zone	01/07/02
Robert D. Girling 8000 Bent Branch Drive Irving, TX 75063	Vice President – Store Processes	01/31/00
Shawn E. Hearn 8000 Bent Branch Irving, TX 75063	Vice President- Field Human Resources	11/18/02
Vicki Hilzendager 8000 Bent Branch Drive Irving, TX 75063	Vice President Applications Development	05/26/05
Christopher J. Holland 8000 Bent Branch Drive Irving, TX 75063	Vice President – Finance	01/23/98
Lisa K. Klinger 8000 Bent Branch Drive Irving, TX 75063	Vice President Treasurer & Investor Relations	06/20/05
Richard S. Kominski 8000 Bent Branch Drive Irving, TX 75063	Vice President – Pacific Zone	05/14/04

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Michaels Stores, Inc.
List of Officers and Directors

<u>Officers</u>	<u>Position Held</u>	<u>Date Taken Office</u>
Theodore J. Layne 8000 Bent Branch Drive Irving, TX 75063	Vice President- Technical Services	11/17/03
Thomas J. Making 8000 Bent Branch Drive Irving, TX 75063	Vice President – North Zone	01/07/02
Kem Marcum 8000 Bent Branch Drive Irving, TX 75063	Vice President Applications Development	12/12/05
Douglas C. Marker 8000 Bent Branch Drive Irving, TX 75063	Vice President Loss Prevention	04/30/01
John Melnick 8000 Bent Branch Drive Irving, TX 75063	Vice President – Mid Atlantic Zone	03/14/05
Daniel V. Meyer 8000 Bent Branch Irving, TX 75063	Vice President Store Planning & Analysis	03/20/03
Donald R. Miller, Jr. 8000 Bent Branch Drive Irving, TX 75063	Vice President Market Development	12/05/90
Ralph Nemeth 8000 Bent Branch Drive Irving, TX 75063	Vice-President – Southwest Zone	08/01/04
Alana K. O'Connell 8000 Bent Branch Drive Irving, TX 75063	Vice President – Finance and Corporate Controller	04/12/04
Marjorie L. Powell 8000 Bent Branch Drive Irving, TX 75063	Vice President and Assistant General Counsel	03/27/05

Michael's Stores, Inc.
List of Officers and Directors

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#P30101

<u>Officers</u>	<u>Position Held</u>	<u>Date Taken Office</u>
Teri J. Williams 8000 Bent Branch Irving, TX 75063	Vice President – Tax	03/16/04
Thomas A. Melito 8000 Bent Branch Drive Irving, TX 75063	Assistant Treasurer	10/29/04
C. Elaine Hernandez 8000 Bent Branch Drive Irving, TX 75063	Assistant Secretary	06/16/05
Janet S. Morehouse 8000 Bent Branch Drive Irving, TX 75063	Assistant Secretary	06/02/92

** 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 3/15/06