## TUCKER JAMES F Form 4

# November 04, 2002

### FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

#### Washington, D.C. 20549

#### OMB APPROVAL

o Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

#### STATEMENT OF **CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

3235-0287 **OMB Number:** Expires: January 31, 2005 Estimated average burden hours per response .... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer N	ame and Ticker	or Trad	ing Sym	6.	Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Tucker	James	F.		Michaels Stores, Inc. (MIK)						Direct		10% Owner	
(Last) (First) (Middle)		lle)	Number	4.	Statement for Month/Day/Year October 31, 2002		•	(give ti	tle (s	Other pecify below)			
8000 Bent I	Branch Drive	(volunta		_			Executive Vice President Chief Information Officer						
	(Street)					5.	of Orig	ginal	7.	(Check App	licable Line) n filed by One Re	eporting Person	
Irving	Texas	75063											
(City)	(State)	(Zip)		Table I No	n-Derivative S	ecurities	s Acquir	ed, Disposed	of, o	r Beneficially	Owned		
Title of Security (Instr. 3)	Date Exe			ution	Transaction 4 Code (Instr. 8)	(A) or	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Secur Bene Owr Follo Repo	nrities eficially ned owing orted asaction(s)	Ownership 7. Form: Direct (D) or Indirect (I) (Instr. 4)	Nature of Indirect Beneficial Ownership (Instr. 4)	
	(Month/D	ay/Year)	(Mor	nth/Day/Year)					(Inst	r. 3 and 4)			
					Code V	Amou	or (D)	Price					
Common Stock	10/31/02				A(1)	33	A	\$30.24	19,1	03(2)(3)	D		
									2,33	0(2)(4)	I	By 401(k) Plan	
	(Last)  8000 Bent I  Irving (City)  Fitle of Gecurity Instr. 3)	(Last) (First)  8000 Bent Branch Drive  (Street)  Irving Texas  (City) (State)  Citle of 2. Transactic Date  (Month/D.)  (Month/D.)  Common 10/31/02	(Last) (First) (Midde 8000 Bent Branch Drive  (Street)  Irving Texas 75063  (City) (State) (Zip)  Citle of 2. Transaction 2A. Date  (Month/Day/Year)	(Last) (First) (Middle)  8000 Bent Branch Drive  (Street)  Irving Texas 75063  (City) (State) (Zip)  Citle of 2. Transaction 2A. Deer Execurity Date Executive Date  (Month/Day/Year) (Month/Day/Year)	(Last) (First) (Middle) 3. I.R.S. Id Number Person, i (voluntar section of the security Date Execution Date, if any (Month/Day/Year)  (Common 10/31/02	(Last) (First) (Middle) 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)  8000 Bent Branch Drive  (Street)  Table I Non-Derivative S  Citle of 2. Transaction 2A. Deemed 3. Transaction 4 Execution Code Date, if any (Instr. 8)  (Month/Day/Year) (Month/Day/Year)  Code V  Common 10/31/02 A(1)	(Last) (First) (Middle) 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)  (Street) 5.  Irving Texas 75063  (City) (State) (Zip) Table I Non-Derivative Securities  Fitle of Security Date Execution Code (A) or Date, if any (Instr. 8) (Instr. 3)  (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) Today (Month/Day/Year)  Code V Amount Code (A) or Date, if any (Instr. 8)	(City) (State) (Zip)  Table I Non-Derivative Securities Acquir  Execurity Date Execution Code (A) or Dispose Instr. 3)  (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  Code V Amount (A) or (D)  Common 10/31/02 A(1) 33 A	(Last) (First) (Middle)  3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)  (Street)  (Street)  (Street)  (Street)  (Street)  (State)  (City)  (State)  (Zip)  Table I Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3)  (Month/Day/Year)  (Month/Day/Year)	(City) (State) (Zip)  Table I Non-Derivative Securities Acquired, Disposed of, or Generally (Instr. 3)  (Month/Day/Year)  (Month/Day/Year)	(Last) (First) (Middle) 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)  8000 Bent Branch Drive  (Street)  (City)  (State)  (City)  (State)  (Zip)  Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date, if any (Instr. 8) (Instr. 3, 4 and 5)  (Month/Day/Year)  (Month/Day/Year)	(City) (State) (Zip)  Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  (City) Date Execution Date, if any (Instr. 8) (Instr. 3, 4 and 5)  (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Y	

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						(e	.g., puts,	calls,	warra	nts,	option	is, con	iveri	tible sec	urities)			
S	Title of 2. Derivative Security (Instr. 3)		Conversion 3. Trai or Exercise (Mo Price of Derivative Security	Transaction (Month/Day/		3A.	Deemed Date, if (Month)	any		4. Transaction Code (Instr. 8)			5.	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6.	Date Exercisable and Expiration Date (Month/Day/Year)	
										(	Code	V		(A)	(D)		Date Exercisable	Expiration Date
_																		
5	Fitle and Amou Securities Instr. 3 and 4)	nt o	of Underlying	8.	Price Secur (Instr.	ity	rivative		Numb Deriva Securi Benef Follow Transa (Instr.	ative ties icial ving actio	ly Ow		10	Deri Secu	ership For vative rities: Dire or Indirect r. 4)	ect	Ber Ow	ture of Indiro neficial grership str. 4)
•	Title		Amount or Numb	er														

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Expla	nation of Responses:
(1)	Shares purchased in connection with a lump-sum contribution by reporting person under the Michaels Stores, Inc. Amended and Restated 1997 Employees Stock Purchase Plan (the "Stock Plan").
(2) (3)	Reflects a two-for-one stock split effected in the form of a stock dividend to stockholders of record as of the close of business on November 12, 2001. Includes 5,103 shares acquired by the reporting person under the Stock Plan based on plan statements issued by the Stock Plan administrator as of
	September 30, 2002 and October 31, 2002.
(4)	The reported amount is held by a 401(k) Plan (the "Plan") stock fund assumed to be fully invested in Michaels Stores, Inc. common stock. The reported amount is based on a plan statement issued by the Plan administrator as of September 30, 2002 as an estimate of the total number of shares that would be available to the reporting person if such holdings were liquidated on that date.

/s/ Elizabeth Giddens November 4, 2002

\*\*Signature of Reporting Person Elizabeth K. Giddens, Attorney-in-Fact for James F. Tucker Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. http://www.sec.gov/divisions/corpfin/forms/form4.htm
Last update: 09/05/2002

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).