

SECURITIES AND EXCHANGE COMMISSION

FORM 424B3

Prospectus filed pursuant to Rule 424(b)(3)

Filing Date: **1994-09-22**
SEC Accession No. **0000912057-94-003174**

([HTML Version](#) on secdatabase.com)

FILER

MICHAELS STORES INC

CIK: **740670** | IRS No.: **751943604** | State of Incorpor.: **DE** | Fiscal Year End: **0131**
Type: **424B3** | Act: **33** | File No.: **033-48029** | Film No.: **94549906**
SIC: **5945** Hobby, toy & game shops

Mailing Address
*PO BOX 619566
DFW TX 75261*

Business Address
*5931 CAMPUS CIRCLE DR
IRVING TX 75063
2147147000*

MICHAELS STORES, INC.

SUPPLEMENT DATED SEPTEMBER 21, 1994 TO PROSPECTUS DATED
MAY 15, 1992

With respect to the resale prospectus covering 1,255,717 shares of Common Stock of Michaels Stores, Inc. filed with the Form S-3 Registration Statement No. 33-48029:

The section entitled "Plan of Distribution" is hereby amended by adding the following paragraph at the end of such section on page five of this Prospectus:

F. Jay Taylor intends to offer 5,000 shares of Common Stock to be acquired by him upon the exercise of currently exercisable options. Sales of the Common Stock pursuant to this offer will be effected by the brokerage firm of Southwest Securities, Inc., Dallas, Texas. Aggregate commissions of \$800 will be paid.

On September 20, 1994, the closing price of the Common Stock on the Nasdaq National Market was \$43-1/2.

The section entitled "Selling Shareholders" in this Prospectus is hereby amended by adding the following disclosure at the end of such section on page seven of this Prospectus:

This Prospectus Supplement covers the offer and sale by F. Jay Taylor of 5,000 shares of Common Stock to be acquired pursuant to presently exercisable options.

The following table sets forth information as of September 21, 1994 concerning the Common Stock held by Dr. Taylor who does not have, nor within the past three years has had, any position, office or other material relationship with the Company or any of its predecessors or affiliates, except as noted below.

<TABLE>
<CAPTION>

	BENEFICIAL OWNERSHIP OF COMMON STOCK PRIOR TO OFFERING -----	COMMON STOCK OFFERED FOR SELLING STOCKHOLDER'S ACCOUNT UPON EXERCISE -----	PERCENT OF CLASS AFTER OFFERING -----
<S>	<C>	<C>	<C>

F. Jay Taylor

31,000 (1)

5,000

*

<FN>

(1) Includes 10,000 shares subject to presently exercisable options.

* Indicates shares held are less than 1% of class.

</TABLE>

Dr. Taylor serves as a Director of the Company.

THE DATE OF THIS PROSPECTUS SUPPLEMENT IS SEPTEMBER 21, 1994.

359112/D