

Crombie Nicholas E
 Form 4
 May 25, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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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 OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Crombie Nicholas E

2. Issuer Name and Ticker or Trading Symbol
 MICHAELS STORES INC [N/A]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 8000 BENT BRANCH DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/23/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

EVP - Store Operations

IRVING, TX 75063

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----|-------|
| | | | | (A) or (D) | Code | V | Amount | (D) | Price |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|-----------------------------|------------------------------|------------------|------------|--|------|---|-----|-----|------------------|-----------------|--------------|----------------------------|
| Stock Option (Right to Buy) | \$ 15 | 05/23/2007 | A | 113,549 | | | | | (1) | 05/22/2015 | Common Stock | 113,549 |
| Stock Option (Right to Buy) | \$ 22.5 | 05/23/2007 | A | 113,549 | | | | | (1) | 05/22/2015 | Common Stock | 113,549 |
| Stock Option (Right to Buy) | \$ 30 | 05/23/2007 | A | 28,387 | | | | | (1) | 05/22/2015 | Common Stock | 28,387 |
| Stock Option (Right to Buy) | \$ 37.5 | 05/23/2007 | A | 28,387 | | | | | (1) | 05/22/2015 | Common Stock | 28,387 |
| Stock Option (Right to Buy) | \$ 45 | 05/23/2007 | A | 28,387 | | | | | (1) | 05/22/2015 | Common Stock | 28,387 |
| Stock Option (Right to Buy) | \$ 52.5 | 05/23/2007 | A | 28,387 | | | | | (1) | 05/22/2015 | Common Stock | 28,387 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Crombie Nicholas E 8000 BENT BRANCH DRIVE IRVING, TX 75063 | | | EVP - Store Operations | |

Signatures

/s/ Greg A. Burmeister, Attorney-in-Fact for Nicholas E. Crombie, Executive Vice President - Store Operations 05/25/2007

__Signature of Reporting Person Date

Explanation of Responses:

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

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

Grant of stock option to the reporting person on May 23, 2007 under the Michaels Stores, Inc. 2006 Equity Incentive Plan (exempt). The
(1) stock option vests and becomes exercisable with respect to 20% of the shares of common stock subject to the option on each of the first, second, third, fourth and fifth anniversaries of the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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