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AMERICAN GREETINGS CORP  
Form 8-K  
March 31, 2004

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K  
CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report  
(Date of earliest event reported) March 31, 2004  
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1-13859  
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Commission File Number

AMERICAN GREETINGS CORPORATION  
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(Exact name of registrant as specified in Charter)

Ohio  
-----

34-0065325  
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(State or other jurisdiction of  
incorporation or organization)

(I.R.S. Employer Identification No.)

One American Road, Cleveland, Ohio  
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44144  
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(Address of principal executive Offices)

(Zip Code)

(216) 252-7300  
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Registrant's telephone number, including  
area code

ITEM 7. Financial Statements and Exhibits.

c) Exhibits.

The following is furnished as an Exhibit to this Report.

Exhibit 99.1 - Disclosure - Cash Tender Offer for Senior Subordinated Notes.

Item 9. Regulation FD Disclosure.

On March 31, 2004, American Greetings Corporation (the "Corporation") issued a disclosure announcing its intent to make a cash tender offer for all of the \$196.4 million of outstanding 11.75% senior subordinated notes, due July 15, 2008, and a consent solicitation to amend the related note indenture. A copy of the disclosure included as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated in this Item 9 by reference. The information under Item 9 of this Current Report on Form 8-K, including Exhibit 99.1, is furnished pursuant to Item 9 and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities under that Section.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the

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registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN GREETINGS CORPORATION

By /s/ Joseph B. Cipollone

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Joseph B. Cipollone  
Vice President  
Corporate Controller  
Chief Accounting Officer

March 31, 2004

EXHIBIT INDEX

Exhibit

No.

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99.1 Disclosure - Cash Tender Offer for Senior Subordinated Notes.