

TANDY LEATHER FACTORY INC  
Form S-8 POS  
May 25, 2010

As filed with the Securities and Exchange Commission on May 24, 2010

Registration No. 33-81214

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-8  
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

Tandy Leather Factory, Inc.  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation or organization)

5199  
(Primary Standard Industrial  
Classification Code Number)

75-2543540  
(I.R.S. Employer Identification  
Number)

1900 Southeast Loop 820  
Fort Worth, Texas 76140  
(817) 872-3200  
(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST OF  
THE LEATHER FACTORY, INC.  
(Full title of the plan)

Jon Thompson  
Chief Executive Officer and President  
Tandy Leather Factory, Inc.  
1900 Southeast Loop 820  
Fort Worth, Texas 76140  
(817) 872-3200  
(Name, address, including zip code, and telephone number, including area code, of agent for service)

Copy To:

Douglas W. Clayton  
Cantey Hanger LLP  
Southlake Town Square  
181 Grand Avenue, Suite 222

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Southlake, Texas 76092

(817) 877-2000

Fax: (817) 333-2990

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer  (Do not check if smaller reporting company)

Smaller reporting company

This post-effective amendment will become effective in accordance with the provisions of Section 8(c) of the Securities Act.

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EXPLANATORY NOTE; TERMINATION OF REGISTRATION STATEMENT

On July 6, 1994, Tandy Leather Factory, Inc. (formerly known as The Leather Factory, Inc., the "Company"), filed with the Securities and Exchange Commission a registration statement on Form S-8, File No. 33-81214 (the "Registration Statement"), registering 1,000,000 shares of the Company's common stock, par value \$0.0024 per share, for issuance in connection with the Company's Employee Stock Ownership Plan and Trust, dated February 22, 1994, effective as of October 1, 1993 (the "Plan"). The Company has terminated the Plan, and consequently, is filing this Post-Effective Amendment No.1 to the Registration Statement to similarly terminate the Registration Statement. All shares of the Company's common stock registered under the Registration Statement have been issued.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Fort Worth, State of Texas, on this 24th day of May, 2010.

TANDY LEATHER FACTORY, INC.

By: /s/ Jon Thompson  
Jon Thompson  
Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed below on this 21st day of May, 2010 by the following persons in the capacities indicated:

| Signature                                  | Title   |
|--|---|
| /s/ Wray Thompson<br>Wray Thompson         | Chairman of the Board   |
| /s/ Jon Thompson<br>Jon Thompson           | Chief Executive Officer , President and Director<br>(Principal Executive Officer)             |
| /s/ Shannon L. Greene<br>Shannon L. Greene | Chief Financial Officer, Treasurer & Director<br>(Principal Financial and Accounting Officer) |
| *<br>T. Field Lange                        | Director  |
| *<br>Joseph R. Mannes                      | Director  |
| *<br>L. Edward Martin III                  | Director  |
| *<br>Michael A. Nery                       | Director  |

\* By: /s/ Shannon L. Greene  
Shannon L. Greene  
Attorney-in-fact

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