#### MARTIN L EDWARD III

Form 4

March 25, 2013

## FORM 4

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

OMB Number:

> January 31, Expires: 2005

**OMB APPROVAL** 

3235-0287

0.5

Estimated average burden hours per response...

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

\$0.0024

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MARTIN L EDWARD III Issuer Symbol TANDY LEATHER FACTORY (Check all applicable) INC [TLF] (Last) (First) (Middle) 3. Date of Earliest Transaction X\_ Director 10% Owner Other (specify Officer (give title (Month/Day/Year) below) 3712 POTOMAC AVENUE 03/22/2013 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting FORT WORTH, TX 76107 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of 3. Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Beneficially (D) or Beneficial Disposed of (D) (Instr. 8) (Month/Day/Year) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price COMMON STOCK, PV 500 Ι **BY IRA** \$0.0024 **COMMON** STOCK, PV 500 D

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

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

1. Title of Derivat Security (Instr. 3)	tive	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and
					Code V	' (A) (D)	Date Exercisable	Expiration Date	Title
NON-QUALII STOCK OPTION (RIGHT TO B	ON	\$ 5.3					11/28/2010	05/28/2020	COMMOI STOCK, PV \$0.002
NON-QUALII STOCK OPTI (RIGHT TO B	ON	\$ 4.41					04/08/2011	10/08/2020	COMMOI STOCK P \$0.0024
NON-QUALII STOCK OPTI (RIGHT TO B	ON	\$ 4.8					09/22/2011	03/22/2021	COMMOI STOCK, PV \$0.002
NON-QUALII STOCK OPTI (RIGHT TO B	ON	\$ 5.27					09/22/2012	03/22/2022	COMMOI STOCK, PV \$0.002
NON-QUALII STOCK OPTION (RIGHT TO B	ON	\$ 6.87	03/22/2013		A	3,000	09/22/2013	03/22/2023	COMMOI STOCK, PV \$0.002

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
MARTIN L EDWARD III 3712 POTOMAC AVENUE FORT WORTH, TX 76107	X					
Signatures						
L. EDWARD MARTIN III	03/25/2013					
**Signature of Reporting Person	Date					

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## **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).
- (1) GRANTED PURSUANT TO THE 2007 DIRECTOR NON-QUALIFIED STOCK OPTION PLAN OF TANDY LEATHER FACTORY, INC., AS AMENDED, IN A TRANSACTION EXEMPT UNDER RULE 16B-3.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.