

LEATHER FACTORY INC EMPLOYEES STOCK OWNERSHIP PLAN & TRUST  
Form SC 13G/A  
February 01, 2002

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 8) 1

The Leather Factory, Inc.

-----  
(Name of Issuer)

Common Stock, \$.0024, Par Value

-----  
(Title of Class of Securities)

522126101

-----  
(CUSIP Number)

-----  
(1) The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 522126101

13G

Page 2 of 5 Pages

---

1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

The Leather Factory, Inc. Employee's Stock Ownership Plan and Trust

---

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a)   
(b)   
Not applicable

---

3. SEC USE ONLY

---

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
  
Texas, USA

---

NUMBER OF	5. SOLE VOTING POWER
SHARES	895,928
<hr/>	
BENEFICIALLY	6. SHARED VOTING POWER
OWNED BY	None
<hr/>	
EACH	7. SOLE DISPOSITIVE POWER
REPORTING	895,928
<hr/>	
PERSON	8. SHARED DISPOSITIVE POWER
WITH	None

---

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
  
895,928

---

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*   
  
Not applicable

---

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
  
8.96

---

12. TYPE OF REPORTING PERSON\*  
  
EP

---

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

Item 1. (a) Name of Issuer:  
-----  
  
The Leather Factory, Inc.

(b) Address of Issuer's Principal Executive Offices:  
-----

3847 East Loop 820 South  
Fort Worth, Texas 76119

Item 2. (a) Name of Person Filing:  
-----

The Leather Factory, Inc. Employees' Stock Ownership Plan and  
Trust

(b) Address of Principal Business Office or, if none, Residence:  
-----

Arlington National Bank  
410 W. Abram Street  
Arlington, Texas 76010

(c) Citizenship:  
-----

Not Applicable

(d) Title of Class of Securities:  
-----

Common Stock, \$0.0024 par value

(e) CUSIP Number:  
-----

522126101

Item 3. Type of Reporting Person:  
-----

Employee Benefit Plan

Item 4. Ownership:  
-----

(a) Amount Beneficially Owned:

895,928 shares of Common Stock

(b) Percent of Class:

8.96

(c) Number of Shares as to which such person has:

(i) Sole power to vote or to direct the vote:  
895,928

(ii) Shared power to vote or to direct the vote:

-0-

(iii) Sole power to dispose or to direct the disposition of:  
895,928

(iv) Shared power to dispose or to direct the disposition of:  
-0-

Item 5. Ownership of Five Percent or Less of a Class:  
-----

Not Applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person:  
-----

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the  
-----  
Security Being Reported on by the Parent Holding Company:  
-----

Not Applicable.

Item 8. Identification and Classification of Members of the Group:  
-----

Not Applicable.

Item 9. Notice of Dissolution of Group:  
-----

Not Applicable.

Item 10. Certification:  
-----

Not Applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 1, 2002

The Leather Factory, Inc. Employees' Stock  
Ownership Plan and Trust

By: Arlington National Bank

/s/ Robert D. Roten  
-----

Robert D. Roten, Executive Vice President