# SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

SCHEDULE 13D

# INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

(Amendment No. 20)1

PIZZA INN, INC.

(Name of Issuer)

#### COMMON STOCK, PAR VALUE \$0.01 PER SHARE

(Title of class of securities)

725848 10 5

(CUSIP Number)

STEVEN WOLOSKY, ESQ. OLSHAN GRUNDMAN FROME ROSENZWEIG & WOLOSKY LLP

Park Avenue Tower 65 East 55<sup>th</sup> Street New York, New York 10022 (212) 451-2300

(Name, address and telephone number of person authorized to receive notices and communications)

July 6, 2009

(Date of event which requires filing of this statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(e), 13d-1(e), check the following box 1/e.

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

(Continued on following pages)

(Page 1 of 12 Pages)

The information required on 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).

<sup>1</sup> 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 disclosures provided in a prior cover page.

1	NAME OF REPORTIN		
	I.R.S. IDENTIFICATIOIN NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	NEWCASTLE	PARTNERS, L.P.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A		
	GROUP*		
			(a)c
			(b)c
3	SEC USE ONLY		
4	SOURCE OF FUNDS*		
	WC		
5	CHECK BOX IF DISC	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	
			C
6	CITIZENSHIP OR PLA	ACE OF ORGANIZATION	
	TEXAS		
NUMBER OF	7	SOLE VOTING POWER	
SHARES	·	SOLE TOTAL OF OTHER	
BENEFICIALLY		2,317,648	
OWNED BY	8	SHARED VOTING POWER	
EACH		SIMILED VOTINGTOWER	
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
	1	SOLE DISTOSITIVE TOWER	
		2,317,648	
	10	SHARED DISPOSITIVE POWER	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	A CORECATE AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	AGGREGATE AMOUN	NI DENEFICIALLI OWNED BY EACH KEPUKIING PEKSUN	
	2 217 (40		
12	2,317,648		
12	CHECK BOX IF THE	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
12	DED CENT OF CLASS	DEDDECENTED DV AMOUNT IN DOW (11)	(
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
	20.50/		
	28.5%	X PER GOLV	
14	TYPE OF REPORTING	G PERSON*	
	PN		

1	NAME OF REPORTING PE	ERSONS	
	I.R.S. IDENTIFICATIOIN N	OS. OF ABOVE PERSONS (ENTITIES ONLY)	
	NEWCASTI E CAL	PITAL MANAGEMENT, L.P.	
2			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*		
			(a)o
			(b)o
3	SEC USE ONLY		
4	SOURCE OF FUNDS*		
·			
	00		
5		LIDE OF LEGAL PROCEEDINGS IS REQUIRED DURSHANT TO ITEM 2(4) OR 2(-)	
3	CHECK BOX IF DISCLOS	URE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	
			0
6	CITIZENSHIP OR PLACE	OF ORGANIZATION	
	TEXAS		
NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY		2,317,648	
OWNED BY	8	SHARED VOTING POWER	
EACH	0	SHARED VOTING FOWER	
REPORTING			
PERSON WITH		- 0 -	
FERSON WITH	9	SOLE DISPOSITIVE POWER	
		2,317,648	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	ACCRECATE AMOUNT D	ENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	AGGREGATE AMOUNT B	EMERICIALLI OWNED DI EACH REFORTINO FERSON	
	2,317,648		
12	CHECK BOX IF THE AGG	REGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
			C
13	PERCENT OF CLASS REP	RESENTED BY AMOUNT IN ROW (11)	
	28.5%		
14	TYPE OF REPORTING PEI	RSON*	
17	THE OF REPORTING LE		
	PN		
	PN		

1	NAME OF REPORTS	C PERCONC	
1	NAME OF REPORTIN		
	I.R.S. IDENTIFICATIO	IN NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	NEW CACTA	CARITAL CROUPLIA	
2	NEWCASTLE CAPITAL GROUP, L.L.C.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*		
			(a)o
	GEG HGE ONITY		(b)o
3	SEC USE ONLY		
,	govin de de eva ma		
4	SOURCE OF FUNDS*		
	00		
5	CHECK BOX IF DISC	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	
	CITIZENGUID OP DI	CE OF ODC ANIZATION	0
6	CITIZENSHIP OR PLA	ACE OF ORGANIZATION	
	TEN A C		
NHR (DED OF	TEXAS	COLE MOTRIC POWER	
NUMBER OF	7	SOLE VOTING POWER	
SHARES BENEFICIALLY		2.217.640	
OWNED BY		2,317,648	
EACH	8	SHARED VOTING POWER	
REPORTING			
PERSON WITH		-0-	
1210011 11111	9	SOLE DISPOSITIVE POWER	
		2.217.640	
	10	2,317,648 SHARED DISPOSITIVE POWER	
	10	SHARED DISPOSITIVE POWER	
11	A CODECATE AMOUN	- 0 -	
11	AGGREGATE AMOUL	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	2 217 (40		
12	2,317,648  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
12	CHECK BOX IF THE	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
13	DED CENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	0
13	PERCENT OF CLASS	REPRESENTED DI AMUUNT IN KUW (11)	
	28.5%		
14	TYPE OF REPORTING	C DEDCOM*	
14	11PE OF KEPOKIING	J PERSON.	
	00		
	1 00		

1	NAME OF REPORTING	GPERSONS	
	I.R.S. IDENTIFICATION	NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	MARK E. SCH	WARZ	
2	CHECK THE APPROPE	RIATE BOX IF A MEMBER OF A GROUP*	
			(a)c
			(b)c
3	SEC USE ONLY		
4	SOURCE OF FUNDS*		
	OO, PF		
5	CHECK BOX IF DISCL	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	
			C
6	CITIZENSHIP OR PLACE	CE OF ORGANIZATION	
	USA		
NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY		2,403,491	
OWNED BY	8	SHARED VOTING POWER	
EACH			
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		2,403,491	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	2,403,491		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
			C
13	PERCENT OF CLASS F	REPRESENTED BY AMOUNT IN ROW (11)	
	29.5%		
14	TYPE OF REPORTING	PERSON*	
	IN		

1	NAME OF REPORTING		
	I.R.S. IDENTIFICATION	I NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	CLINTON J. C	OLEMAN	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*		
			(a)o
			(b)o
3	SEC USE ONLY		
4	SOURCE OF FUNDS*		
	OO, PF		
5	CHECK BOX IF DISCL	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	
			o
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION	
	USA		
NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY		35,753	
OWNED BY	8	SHARED VOTING POWER	
EACH			
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		35,753	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	35,753		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
			0
13	PERCENT OF CLASS F	REPRESENTED BY AMOUNT IN ROW (11)	
	LESS THAN 1%		
14	TYPE OF REPORTING	PERSON*	
	THE OF REFORMING		
	IN		
	111		

1	NAME OF REPORTING	Chendonia	
1	NAME OF REPORTING		
	I.R.S. IDENTIFICATION	N NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	WALL DATE OF THE STATE OF THE S	EDIANGIAI GERMIGEG BIG	
	HALLMARK FINANCIAL SERVICES, INC.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*		
			(a)o
	and tide over		(b)o
3	SEC USE ONLY		
,	govinge of transfer		
4	SOURCE OF FUNDS*		
	00		
5	CHECK BOX IF DISCI	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	
	CITIZENGUID OP DI A	OF OF ORCANIZATION	0
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION	
	NEWADA		
) W D D D O D	NEVADA	COVE VOTING BOWER	
NUMBER OF	7	SOLE VOTING POWER	
SHARES		440.602	
BENEFICIALLY OWNED BY		419,693	
EACH	8	SHARED VOTING POWER	
REPORTING			
PERSON WITH		- 0 -	
TERSOIV WITH	9	SOLE DISPOSITIVE POWER	
		419,693	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	419,693		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
10	DED CENTE OF CV 1 CC	DEDDEGENTED BY A MOID TO BY DOWN (11)	0
13	PERCENT OF CLASS I	REPRESENTED BY AMOUNT IN ROW (11)	
	· ·		
	5.2%		
14	TYPE OF REPORTING	PERSON*	
	IC, CO		

1	NAME OF REPORTING	C DED SONG	
1		N NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	1.R.S. IDENTIFICATION	VIOD. OF ABOVE PERSONS (ENTITIES ONE)	
	AMERICAN H	IALLMARK INSURANCE COMPANY OF TEXAS	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*		
_			(a)o
			(b)o
3	SEC USE ONLY		
4	SOURCE OF FUNDS*		
-	WC, OO		
5	CHECK BOX IF DISCI	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	
6	CITIZENCIIID OD DI A	CE OF ORGANIZATION	0
0	CITIZENSHIP OR PLA	CE OF ORGANIZATION	
	TEXAS		
NUMBER OF	7	SOLE VOTING POWER	
SHARES	,	SOLE VOINGIONER	
BENEFICIALLY		419.693	
OWNED BY	8	SHARED VOTING POWER	
EACH			
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		419,693	
	10	SHARED DISPOSITIVE POWER	
11	A CODECATE A MOUN	- 0 -	
11	AGGREGATE AMOUN	IT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	419,693		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
12	CHECK BOX II THE I	AGGREGATE AMOUNT IN NOW (11) EACHODES CERTAIN STRIKES	O
13	PERCENT OF CLASS I	REPRESENTED BY AMOUNT IN ROW (11)	
		( )	
	5.2%		
14	TYPE OF REPORTING	PERSON*	
	IC, CO		

The following statement constitutes Amendment No. 20 to the Schedule 13D filed by the undersigned (the "Statement"). Except as specifically amended by this Amendment No. 20, the Statement remains in full force and effect.

#### Item 3. Source and Amount of Funds

Item 3 is hereby amended and restated in its entirety as follows:

As of the filing date of this Statement, NP had invested \$ 5,938,302 (inclusive of brokerage commissions) in shares of Common Stock. The source of the foregoing funds was the working capital of NP. Neither NCG nor NCM directly owns any shares of Common Stock.

As of the filing date of this Statement, Mr. Schwarz had invested \$127,470 (inclusive of brokerage commissions) in shares of Common Stock. The source of the foregoing funds was the personal funds of Mr. Schwarz. Mr. Schwarz also directly owns options exercisable within 60 days from the date hereof into 30,000 shares of Common Stock, which options were granted to him as consideration for his service as a director of the Issuer.

As of the filing date of this Statement, Mr. Coleman had invested \$64,108 (inclusive of brokerage commissions) in shares of Common Stock. The source of the foregoing funds was the personal funds of Mr. Coleman.

As of the filing date of this Statement, AHIC had invested \$444,140.50 (inclusive of brokerage commissions) in shares of Common Stock. The source of the foregoing funds was the working capital of AHIC. Hallmark does not directly own any shares of Common Stock.

#### Item 5. Interest in Securities of the Issuer

Items 5(a)-(b) are hereby amended in their entirety to read as follows:

(a). The aggregate percentage of shares of Common Stock reported to be owned by the Reporting Persons is based upon 8,136,884 shares of Common Stock outstanding as of May 4, 2009 as reported in the Company's Form 10-Q as filed with the Securities and Exchange Commission on May 13, 2009.

As of the filing date of this Statement, NP beneficially owned 2,317,648 shares of Common Stock, representing approximately 28.5% of the issued and outstanding Common Stock.

NCM, as the general partner of NP, may be deemed to beneficially own the 2,317,648 shares of Common Stock beneficially owned by NP, representing approximately 28.5% of the issued and outstanding Common Stock.

NCG, as the general partner of NCM, which in turn is the general partner of NP, may also be deemed to beneficially own the 2,317,648 shares of Common Stock beneficially owned by NP, representing approximately 28.5% of the issued and outstanding Common Stock.

Mark E. Schwarz, as the managing member of NCG, the general partner of NCM, which in turn is the general partner of NP, may also be deemed to beneficially own the 2,317,648 shares of Common Stock beneficially owned by NP. In addition, as of the filing date of this Statement, Mr. Schwarz directly owns 55,843 shares of Common Stock and 30,000 shares of Common Stock underlying currently exercisable stock options. In total, Mr. Schwarz may be deemed to own shares representing approximately 29.5% of the issued and outstanding Common Stock.

## CUSIP No. 725848 10 5

As of the filing date of this Statement, Mr. Coleman beneficially owned 35,753 shares of Common Stock, representing less than 1% of the issued and outstanding Common Stock.

As of the filing date of this Statement, AHIC beneficially owned 419,693 shares of Common Stock, representing approximately 5.2% of the issued and outstanding Common Stock. Hallmark, as the parent of AHIC, may also be deemed to beneficially own the 419,693 shares of Common Stock beneficially by AHIC, representing approximately 5.2% of the issued and outstanding Common Stock.

The filing of this Statement and any future amendment by the Reporting Persons, and the inclusion of information herein and therein, shall not be considered an admission that any of such persons, for the purpose of Section 13(d) of the Act, or otherwise, are the beneficial owners of any shares of Common Stock in which such persons do not have a pecuniary interest.

(b). By virtue of his position with NP, NCM and NCG, Mr. Schwarz has the sole power to vote and to dispose of the shares of Common Stock owned by NP reported in this Statement. Mr. Schwarz has the sole power to vote and to dispose of the shares of Common Stock he holds directly reported in this Statement. Mr. Coleman has the sole power to vote and dispose of the shares of Common Stock he holds directly reported in this Statement. AHIC has the sole power to vote and dispose of the shares of Common Stock owned by AHIC.

Items 5(c) is hereby amended to add the following:

(c). Schedule A hereto sets forth the transactions effected during the past sixty days by the Reporting Persons (which transactions were effected in the open market). In addition, on July 6, 2009, NP effected a distribution of a total of 566,846 shares of Common Stock to withdrawing partners of NP as of June 30, 2009.

#### **SIGNATURES**

After due inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 8, 2009 NEWCASTLE PARTNERS, L.P.

> By: Newcastle Capital Management, L.P., its general partner By: Newcastle Capital Group, L.L.C., its general partner

By: /s/ Mark E. Schwarz Mark E. Schwarz, Managing Member

NEWCASTLE CAPITAL MANAGEMENT, L.P.

By: Newcastle Capital Group, L.L.C., its general partner

By: /s/ Mark E. Schwarz Mark E. Schwarz, Managing Member

NEWCASTLE CAPITAL GROUP, L.L.C.

By: /s/ Mark E. Schwarz Mark E. Schwarz, Managing Member

/s/ Mark E. Schwarz MARK E. SCHWARZ

/s/ Clinton J. Coleman CLINTON J. COLEMAN

HALLMARK FINANCIAL SERVICES, INC.

By: /s/ Mark E. Schwarz Name: Mark E. Schwarz Title: Chairman

AMERICAN HALLMARK INSURANCE COMPANY OF TEXAS

By: /s/ Mark E. Schwarz Name: Mark E. Schwarz Title: Director

## SCHEDULE A

# Transactions in the Common Stock During the Past 60 Days

# American Hallmark Insurance Company of Texas

Transaction Date	Buy/Sell	Quantity (Shares)	Price per Share (\$)
4/14/09	Buy	200	1.07
4/20/09	Buy	44,270	1.12