## 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. 22)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)

Mark E. Schwarz Newcastle Capital Management, L.P. 200 Crescent Court, Suite 1400 Dallas, Texas 75201 (214) 661-7474

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

April 5, 2010

(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(f) or 13d-1(g), check the following box //.

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 11 Pages)

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.

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).

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1	NAME OF REPORTING		
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	NEWCASTLE PARTNERS, L.P.		
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	I.R.S. IDENTIFICATION	IN NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
		CAPITAL MANAGEMENT, L.P.	
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REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		2,086,482	
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	I.R.S. IDENTIFICATION	N NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	NEWCASTLE	CAPITAL GROUP, L.L.C.	
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BENEFICIALLY		2,086,482	
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REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
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	MARK E. SCH	WARZ	
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	USA	AND MARKET POWER	
NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY		2,172,325	
OWNED BY	8	SHARED VOTING POWER	
EACH			
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		2,172,325	
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	I.R.S. IDENTIFICATION	N NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
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	CLINTON J. C		
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NA WEED OF	USA	COLE HOTBIC POWER	
NUMBER OF SHARES	7	SOLE VOTING POWER	
BENEFICIALLY		35,753	
OWNED BY	8	SHARED VOTING POWER	
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1	NAME OF REPORTING		
	I.R.S. IDENTIFICATION	N NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
		FINANCIAL SERVICES, INC.	
2	CHECK THE APPRO	PRIATE BOX IF A MEMBER OF A GROUP*	
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3	SEC USE ONLY		
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6	CITIZENSHIP OR PLA	CE OF ORGANIZATION	
	NEVADA		
NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY		476,984	
OWNED BY	8	SHARED VOTING POWER	
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REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		476,984	
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11	AGGREGATE AMOUN	IT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
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1	NAME OF REPORTING	C DEDSONS	
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	I.R.S. IDENTIFICATION	VNOS. OF ADOVE TERSONS (ENTITIES ONLT)	
	AMERICAN H	ALLMARK INSURANCE COMPANY OF TEXAS	
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NUMBER OF	7	SOLE VOTING POWER	
SHARES			
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OWNED BY	8	SHARED VOTING POWER	
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REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		476,984	
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11	AGGREGATE AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON	
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12	CHECK BOX IF THE A	GGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
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13	PERCENT OF CLASS I	REPRESENTED BY AMOUNT IN ROW (11)	
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14	TYPE OF REPORTING	PERSON*	
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	IC, CO		

The following statement constitutes Amendment No. 22 to the Schedule 13D filed by the undersigned (the "Statement"). Except as specifically amended by this Amendment No. 22, 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 \$5,351,536 (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 \$534,474 (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. <u>Interest in Securities of the Issuer</u>

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 8,010,919 shares of Common Stock outstanding as of February 5, 2010 as reported in the Company's Form 10-Q as filed with the Securities and Exchange Commission on February 9, 2010.

As of the filing date of this Statement, NP beneficially owned 2,086,482 shares of Common Stock, representing approximately 26.0% of the issued and outstanding Common Stock.

NCM, as the general partner of NP, may be deemed to beneficially own the 2,086,482 shares of Common Stock beneficially owned by NP, representing approximately 26.0% 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 2,086,482 shares of Common Stock beneficially owned by NP, representing approximately 26.0% 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 2,086,482 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 27.0% of the issued and outstanding Common Stock.

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 476,984 shares of Common Stock, representing approximately 6.0% of the issued and outstanding Common Stock. Hallmark, as the parent of AHIC, may also be deemed to beneficially own the 476,984 shares of Common Stock beneficially by AHIC, representing approximately 6.0% 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). On April 5, 2010, NP effected a distribution of a total of 143,584 shares of Common Stock to withdrawing partners of NP as of March 31, 2010. Other than the foregoing or as previously reported, no other transactions were effected during the past sixty days by the Reporting Persons.

### **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: April 7, 2010 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: <u>/s/ Mark E. Schwarz</u> Name: Mark E. Schwarz Title: Chairman

AMERICAN HALLMARK INSURANCE COMPANY OF TEXAS

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

Title: Director