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. 24)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)

October 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 13 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).

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 REPORTING PERSONS		
	I.R.S. IDENTIFICATIOIN NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
		E 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*		
4	WC		
5		LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	
]	CHECK BOX IF DISC	LOSONE OF ELOAL I ROCEEDINGS IS REQUIRED FORSOANT TO FIEM 2(u) OR 2(c)	
6	CITIZENSHIP OR PLA	ACE OF ORGANIZATION	
Ŭ	CITEDIOIN ORTE	ICE OF OROTH TEATHOR	
	TEXAS		
NUMBER OF	7	SOLE VOTING POWER	
SHARES	,		
BENEFICIALLY		1,836,876	
OWNED BY	8	SHARED VOTING POWER	
EACH			
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		1,836,876	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMOUN	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1.026.076		
12	1,836,876	A COREC LITE A MOUNT BY BOW (11) EVOLUDES SERVED SULLABES	
12	CHECK BOX IF THE	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	,
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
15	TERCENT OF CLASS	REFRED DI AMOUNT IN KOW (11)	
	22.9%		
14	TYPE OF REPORTING	F PERSON*	
	I II L OI REI ORIING	- Eng(
	PN		
il			

1	NAME OF REPORTING		
	I.R.S. IDENTIFICATIOI	IN NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	NEWCASTLE	CAPITAL MANAGEMENT, L.P.	
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	CHECK BOX IF DISCI	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	
_		(v)	O
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION	
	TEXAS		
NUMBER OF	7	SOLE VOTING POWER	
SHARES	,	SOLD TO THE TO THE LEAD OF THE	
BENEFICIALLY		1,853,924	
OWNED BY	8	SHARED VOTING POWER	
EACH	8	SHARED VOTINGTOWER	
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
TEMBOT WITH		SOLE DISTOSITIVE TO WER	
		1,853,924	
	10	SHARED DISPOSITIVE POWER	
	10	SHARED DISTOSITIVE TOWER	
		- 0 -	
11	AGGREGATE AMOUN	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	AGGREGATE AMOUN	NI BENEFICIALLI OWNED BI EACH REFORTING FERSON	
	1,853,924		
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
12	CHECK DOA IF THE P	MODEDATE AMOUNT IN KOW (11) EXCLUDES CERTAIN SHAKES.	,
13	DED CENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
13	PERCENT OF CLASS	KERKESENTED DI AMMUUNTIN KUW (II)	
	23.1%		
1.4		V DED COVIA	
14	TYPE OF REPORTING	FEKSUN*	
	DAY.		
	PN		

		3 PPP 6 3 V 6	
1	NAME OF REPORTIN		
	I.R.S. IDENTIFICATIO	IN NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
		CAPITAL GROUP, L.L.C.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*		
			(a)o
			(b)o
3	SEC USE ONLY		
ļ	GOVERNO DE DE DIVERSO DE		
4	SOURCE OF FUNDS*		
	00		
5		LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	
3	CHECK BOX IF DISC	LUSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	2
6	CITIZENSHID OD DI A	ACE OF ORGANIZATION	
l °	CITIZENSIIII OKTEA	ACE OF ORGANIZATION	
	TEXAS		
NUMBER OF	7	SOLE VOTING POWER	
SHARES	,	SOLE VOINGTOWER	
BENEFICIALLY		1,853,924	
OWNED BY	8	SHARED VOTING POWER	
EACH			
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		1,853,924	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMOUN	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,853,924		
12	CHECK BOX IF THE	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
			0
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
	22.10/		
	23.1%	N DED COVID	
14	TYPE OF REPORTING	j PERSON*	
	00		
	00		

		2 PNP 2 2 1 2	
1	NAME OF REPORTING		
	I.R.S. IDENTIFICATION	N NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	MARK E. SCH		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*		
			(a)c
			(b)o
3	SEC USE ONLY		
4	SOURCE OF FUNDS*		
	OO, PF		
5	CHECK BOX IF DISCI	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	
			C
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION	
	USA		
NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY		2,019,767	
OWNED BY	8	SHARED VOTING POWER	
EACH			
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		2,019,767	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMOUN	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	2,019,767		
12	CHECK BOX IF THE A	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
			C
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
	25.2%		
14	TYPE OF REPORTING	PERSON*	
	IN		

1	NAME OF REPORTING		
	I.R.S. IDENTIFICATION	NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
		FOCUS FUND II, L.P.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*		
			(a)c
			(b)o
3	SEC USE ONLY		
4	SOURCE OF FUNDS*		
	00		
5	CHECK BOX IF DISCL	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	
			С
6	CITIZENSHIP OR PLAC	CE OF ORGANIZATION	
	TEXAS		
NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY	_	17,048	
OWNED BY	8	SHARED VOTING POWER	
EACH			
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		17.040	
	- 10	17,048	
	10	SHARED DISPOSITIVE POWER	
11	ACCRECATE AMOUNT	- 0 - T BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	AGGREGATE AMOUN	I BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	17,048		
12		GGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
12	CHECK BOX IF THE A	OGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES.	c
13	PERCENT OF CLASS R	REPRESENTED BY AMOUNT IN ROW (11)	
	- I LICELLI OF CENTOO I		
	Less than 1%		
14	TYPE OF REPORTING PE	ERSON*	
	PN		

1	NAME OF REPORTING		
	I.R.S. IDENTIFICATION	N NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	CLINTON J. C	COLEMAN	
2	CHECK THE APPROP	RIATE 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 DISCI	LOSURE 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		107,259	
OWNED BY	8	SHARED VOTING POWER	
EACH			
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		107.050	
	10	107,259	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	ACCRECATE AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	AGGREGATE AMOUN	NI BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	107,259		
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
12	CHECK BOX IF THE F	AGOREGATE ANIOUNT IN ROW (11) EXCLUDES CERTAIN SHARES.	
13	DEDCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	0
15	FERCENT OF CLASS	REFRESENTED DI AMOUNT IN KOW (II)	
	1.3%		
14	TYPE OF REPORTING	C DED SON*	
14	TIFE OF KEFORIING	JI EKSON	
	IN		
	1114		

1		NAME OF REPORTING PERSONS		
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
		FINANCIAL SERVICES, INC.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*			
			(a)o	
			(b)o	
3	SEC USE ONLY			
4	SOURCE OF FUNDS*			
	OO			
5	CHECK BOX IF DISCI	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)		
			o	
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION		
	NEVADA			
NUMBER OF	7	SOLE VOTING POWER		
SHARES				
BENEFICIALLY		541,984		
OWNED BY	8	SHARED VOTING POWER		
EACH				
REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		541,984		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMOUN	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	541,984			
12	CHECK BOX IF THE A	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
			o	
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	6.8%			
14	TYPE OF REPORTING	FERSON*		
	IC, CO			

	NAME OF REPORTER	a penalya	
1	NAME OF REPORTIN		
	I.R.S. IDENTIFICATION	N NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	AN EEDICANA	ALLEN AND AN OF COLUMN OF THE A	
		HALLMARK 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)	
			0
6	CITIZENSHIP OR PLA	ACE OF ORGANIZATION	
	TEXAS		
NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY		541,984	
OWNED BY	8	SHARED VOTING POWER	
EACH			
REPORTING		- () -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		541,984	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMOUN	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	541,984		
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
12	CHECK BOX II THE	TOOLEGE TETE GET IN THE IT (II) ENCOOPED CERTIFIC STERRED	C
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	`
	I LICENT OF CLASS	REFIELD DITERIOUNI IN NOW (II)	
	6.8%		
14	TYPE OF REPORTING	C PERSON*	
14	THE OF REPORTING	J I LIGOTY	
	IC, CO		
	10,00		

The following statement constitutes Amendment No. 24 to the Schedule 13D filed by the undersigned (the "Statement"). Except as specifically amended by this Amendment No. 24, 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 \$4,717,965 (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 110,000 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, NFF had invested \$43,272 (inclusive of brokerage commissions) in shares of Common Stock. Such amount represents the share contribution by Mr. Schwarz to NFF as of July 9, 2010.

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. Mr. Coleman also directly owns options exercisable within 60 days from the date hereof into 107,259 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, AHIC had invested \$624,706(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 May 7, 2010 as reported in the Company's Form 10-K as filed with the Securities and Exchange Commission on September 16, 2010.

As of the filing date of this Statement, NP beneficially owned 1,836,876 shares of Common Stock, representing approximately 22.9% of the issued and outstanding Common Stock.

NCM, as the general partner of NP and NFF, may be deemed to beneficially own the 1,836,876 shares of Common Stock beneficially owned by NP and the 17,048 shares of Common Stock beneficially owned by NFF, representing in total approximately 23.1% of the issued and outstanding Common Stock.

NCG, as the general partner of NCM, which in turn is the general partner of NP and NFF, may also be deemed to beneficially own the 1,836,876 shares of Common Stock beneficially owned by NP and the 17,048 shares of Common Stock beneficially owned by NFF, representing in total approximately 23.1% 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 and NFF, may also be deemed to beneficially own the 1,836,876 shares of Common Stock beneficially owned by NP and the 17,048 shares of Common Stock beneficially owned by NFF. In addition, as of the filing date of this Statement, Mr. Schwarz directly owns 55,843 shares of Common Stock and 110,000 shares of Common Stock underlying currently exercisable stock options. In total, Mr. Schwarz may be deemed to own shares representing approximately 25.2% of the issued and outstanding Common Stock.

As of the filing date of this Statement, NFF beneficially owned 17,048 shares of Common Stock, representing less than 1% 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 and 71,506 shares of Common Stock underlying currently exercisable stock options, representing in total approximately 1.3% of the issued and outstanding Common Stock.

As of the filing date of this Statement, AHIC beneficially owned 541,984 shares of Common Stock, representing approximately 6.8% of the issued and outstanding Common Stock. Hallmark, as the parent of AHIC, may also be deemed to beneficially own the 541,984 shares of Common Stock beneficially by AHIC, representing approximately 6.8% 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, NFF, 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). During the past sixty days, the following transactions by the Reporting Persons were effected: on October 5, 2010, NP effected a distribution of a total of 149,875 shares of Common Stock to limited partners of NP in satisfaction of redemption requests as of September 30, 2010.

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: October 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

NEWCASTLE FOCUS FUND II, 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

/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