Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Jobe Madison</u>							2. Issuer Name and Ticker or Trading Symbol PIZZA INN INC /MO/ [ PZZI ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner					
(Last) (First) (Middle) 3551 PLANO PARKWAY						3. Date of Earliest Transaction (Month/Day/Year) 02/10/2009									below)	(give title President	of D	Other (s below) evelopmer			
(Street) THE CO (City)	THE COLONY TX 75056					4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable ine)  X Form filed by One Reporting Person Form filed by More than One Reporting Person							
Table I - Non-Deriva  1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)						ction 2A. Deemed Execution Date,			3. Transaction Code (Instr. 5)		4. Securi Disposed	of, or Be ties Acquire d Of (D) (Ins	5. Amoun Securities Beneficia Owned Fo		nt of s ally ollowing	Form (D) o	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership			
									Code	V	Amount	(A) oi (D)	Price		Reported Transact (Instr. 3 a	ion(s)			Instr. 4)		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day/	ate,	Code (		of E		6. Date Exercisa Expiration Date (Month/Day/Yea		of Securitie		ies g Security	De Se	Price of erivative ecurity nstr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e S Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
					Code	v	(A)		Date Exercisable		xpiration ate	Title	Amount or Number of Shares								
Employee Stock Option (right to	\$2	02/10/2009			A		15,000		(1)	0	2/10/2019	Common Stock	15,000		(1)	15,000	0	D			

## **Explanation of Responses:**

1. Represents employee stock options exercisable as to 1,500, 3,000, 4,500 and 6,000 shares on February 10, 2010, 2011, 2012 and 2013, respectively.

## Remarks:

Steven D. Davidson as

02/13/2009 Attorney-In-Fact for Madison

<u>Jobe</u>

\*\* Signature of Reporting Person Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.