

HAYWOOD GEORGE WEAVER  
Form SC 13G/A  
February 12, 2009

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO  
RULE 13d-1(b),(c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT  
TO RULE 13d-2  
(Amendment No. 7)\*

ZIX CORPORATION  
(Name of Issuer)

Common Stock, par value \$.01 per share  
(Title of Class of Securities)

98974P100  
(CUSIP Number)

December 31, 2008  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed.

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* 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 ("Act") 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. 98974P100

13G

Page 2 of 6 Pages

1. NAME OF REPORTING PERSONS

George W. Haywood

---

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(SEE INSTRUCTIONS)

(a) "  
(b) "

---

3. SEC USE ONLY

---

4. CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A

---

NUMBER OF	5.	SOLE VOTING POWER	2,797,000 (1)
SHARES			
BENEFICIALLY	6.	SHARED VOTING POWER	0
OWNED BY			
EACH	7.	SOLE DISPOSITIVE POWER	2,797,000 (1)
REPORTING			
PERSON WITH	8.	SHARED DISPOSITIVE POWER	0

---

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,797,000

---

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES(SEE  
INSTRUCTIONS)

o

---

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

4.4%

---

12.  
IN

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

---

(1) Includes 33,000 shares owned by Mr. Haywood's children and 264,000 shares underlying warrants.

2

---

Item 1(a). Name of Issuer:

Zix Corporation

Item 1(b). Address of Issuer's Principal Executive Offices:

2711 North Haskell Avenue, Suite 2200, LB 36, Dallas, Texas 75204-2960

Item 2(a). Name of Person Filing:

George W. Haywood

Item 2(b). Address of Principal Business Office or, if none, Residence:

c/o Moomjian, Waite, Wactlar & Coleman, LLP, 100 Jericho Quadrangle, Suite 225, Jericho, New York 11753

Item 2(c). Citizenship:

U.S.A.

Item 2(d). Title of Class of Securities:

Common Stock, par value \$.01 per share

Item 2(e). CUSIP Number

98974P100

Item 3. If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:

- (a)  Broker or dealer registered under Section 15 of the Act.
- (b)  Bank as defined in Section 3(a)(6) of the Act.
- (c)  Insurance company as defined in Section 3(a)(19) of the Act.
- (d)  Investment company registered under Section 8 of the Investment Company Act of 1940.
- (e)  An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E).
- (f)  An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F).
- (g)  A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G).

- (h) " A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
- (i) " A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act.
- (j) " A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J).
- (k) " Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

Item 4. Ownership.

(a)	Amount Beneficially Owned:	2,797,000
(b)	Percent of Class:	4.4%
(c)	Number of shares as to which such person has:	
(i)	sole power to vote or to direct the vote:	2,797,000
(ii)	shared power to vote or to direct vote:	0
(iii)	sole power to dispose or to direct the disposition of:	2,797,000
(iv)	shared power to dispose or to direct the disposition of:	0

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following x.

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

Included as shares for which there exist sole voting and dispositive power are (a) 33,000 shares owned by Mr. Haywood's minor children, which children have the right to receipt of dividends from, and proceeds from the sale of, such shares and (b) 264,000 shares underlying warrants.

Item Identification and Classification of the Subsidiary Which Acquired the Security Being Reported On By the  
7. Parent Holding Company or Control Person.

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. Certifications.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

5

---

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.

February  
11, 2009  
(Date)

/s/ George  
W.  
Haywood  
(Signature)

George W.  
Haywood  
(Name and  
Title)