

TANNENBAUM STEVEN  
 Form 3  
 November 19, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â GREENWOOD INVESTMENTS, INC.		(Month/Day/Year)	PHOENIX FOOTWEAR GROUP INC [PXG]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	
222 BERKELEY STREET,Â 17TH FLOOR			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below)	
BOSTON,Â MAÂ 02116			5. If Amendment, Date Original Filed(Month/Day/Year)	
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
COMMON STOCK	1,462,050	I	See footnote <sup>(1)</sup>

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

SEC 1473 (7-02)

**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 control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GREENWOOD INVESTMENTS, INC. 222 BERKELEY STREET 17TH FLOOR BOSTON, MA 02116	^	^ X	^	^
TANNENBAUM STEVEN 222 BERKELEY STREET 17TH FLOOR BOSTON, MA 02116	^	^ X	^	^
Greenwood Investors Limited Partnership 222 BERKELEY STREET 17TH FLOOR BOSTON, MA 02116	^	^ X	^	^
GREENWOOD CAPITAL LIMITED PARTNERSHIP 222 BERKELEY STREET 17TH FLOOR BOSTON, MA 02116	^	^ X	^	^

## Signatures

STEVEN TANNENBAUM	11/16/2009
**Signature of Reporting Person	Date
STEVEN TANNENBAUM, PRESIDENT OF GREENWOOD INVESTMENTS, INC.	11/16/2009
**Signature of Reporting Person	Date
STEVEN TANNENBAUM, PRESIDENT OF GREENWOOD INVESTMENTS, INC., THE GENERAL PARTNER OF GREENWOOD CAPITAL LIMITED PARTNERSHIP	11/16/2009
**Signature of Reporting Person	Date
STEVEN TANNENBAUM, PRESIDENT OF GREENWOOD INVESTMENTS, INC., THE GENERAL PARTNER OF GREENWOOD INVESTORS LIMITED PARTNERSHIP	11/16/2009
**Signature of Reporting Person	Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) These shares represent 740,500 shares held by Greenwood Capital Limited Partnership ("Capital"), and 721,550 shares held by Greenwood Investors Limited Partnership ("Investors"). Greenwood Investments, Inc. (the "General Partner") is the general partner of both Capital and Investors, and Steven Tannenbaum is the President of the General Partner. Each of the Reporting Persons disclaims his or its beneficial ownership of any shares of the above named Issuer reported herein, except to the extent of his or its pecuniary interest

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therein.

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

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