

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
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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>SCHWARTZ BRIAN</u>  (Last) (First) (Middle) <u>NAVY YARD PLAZA</u> <u>1 FIRST AVENUE PARISH, BUILDING #3</u>  (Street) <u>BOSTON MA 02129</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>03/26/2008</u>	3. Issuer Name and Ticker or Trading Symbol <u>ZIOPHARM ONCOLOGY INC [ ZIOP ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>V.P. Chief Medical Officer</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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	25,000 <sup>(1)</sup>	D	

**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 Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Stock Options <sup>(2)</sup>	(3)	05/10/2016	Common Stock	100,000	5.35	D
Stock Options <sup>(2)</sup>	(4)	12/13/2016	Common Stock	15,000	6.49	D
Stock Options <sup>(2)</sup>	(5)	06/18/2015	Common Stock	35,000	4.85	D
Stock Options <sup>(2)</sup>	(6)	12/12/2017	Common Stock	50,000	2.73	D

**Explanation of Responses:**

1. Restricted stock grant. Restrictions lapse on 12/1/2008.
2. Right to buy.
3. 33,334 shares are currently vested. 33,333 shares vest on each of 5/10/08 and 5/10/09.
4. 5,000 shares are currently vested. 5,000 shares vest on each of 12/13/08 and 12/13/09.
5. 11,667 shares vest on each of 6/18/08 and 6/18/09; 11,666 shares vest on 6/18/10.
6. 16,667 shares vest on each of 12/12/08 and 12/12/09; 16,666 shares vest on 12/12/10.

/s/ Brian Schwartz

04/02/2008

\*\* 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 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).

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

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