

06-10-1998



Tab settings

To the Honorable Commis

100734387

sheet original document or copy thereof

MRD 5-23-98

1. Name of conveying party(ies):
NATIONAL CANADA FINANCE CORP.,
a National Bank of Canada Subsidiary
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: NATIONAL BANK OF CANADA
Internal Address:
Street Address: 5100 Town Center Circle
Suite 430
City: Boca Raton State: FL ZIP: 33486
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: As of October 10, 1997

4. Application number(s) or patent number(s):
If this document is being filed together with a new application, the execution date of the application is: _____
A. Patent Application No.(s) B. Patent No.(s)
4,905,852 (3/6/90)
4,271,953 (1/9/81)
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Dean A. Brooks
Internal Address:
Street Address: c/o Mombach Boyle
500 E. Broward Blvd., Suite 1950
City: Ft. Lauderdale State: FL ZIP: 33394

6. Total number of applications and patents involved:

7. Total fee (37 CFR 3.41).....\$ 80.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature:
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Dean A. Brooks
Name of Person Signing

Signature

5/18/98
Date

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

06/10/1998 JSHBAZZ 00000051 4905852

01 FC:581

80.00 OP

EXHIBIT "A"

**Zapata Industries, Inc.
Schedule of Patents**

<u>Patent Number</u>	<u>Description</u>	<u>Date of Patent</u>
4,905,852	PLASTIC CLOSURE WITH IMPROVED SEAL	3/6/90
4,271,953	AUTOMATIC FEEDING HOPPER EMPLOYING AN ANTI-JAMMING MECHANISM	1/9/81

D:\ZAPATA.NBC\LOAN1995\FINALS\PATENTS.LS2

ASSIGNMENT OF PATENT SECURITY AGREEMENT

THIS ASSIGNMENT OF PATENT SECURITY AGREEMENT is made and entered into as of the 10th day of October, 1997, by NATIONAL CANADA FINANCE CORP., a National Bank of Canada Subsidiary ("NCFC"), and NATIONAL BANK OF CANADA, a Canadian Chartered Bank ("NBC").

W I T N E S S E T H:

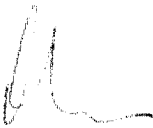
WHEREAS, ZAPATA INDUSTRIES, INC., a Pennsylvania corporation (the "Debtor"), previously executed that certain Patent Security Agreement dated as of May 24, 1995, in favor of NCFC (the "Patent Security Agreement"), which was filed with the U.S. Patent & Trademark Office on June 14, 1995, and which granted NCFC a security interest in and to those certain patents more particularly described on Exhibit "A" attached hereto, as security for all obligations owing by Debtor to NCFC;

WHEREAS, contemporaneously herewith, NCFC and NBC have entered into a Loan Purchase and Assignment Agreement pursuant to which NCFC has assigned to NBC all loans by NCFC to Debtor and to ZAPATA INNOVATIVE PLASTICS, INC., a Delaware corporation (collectively the "Borrowers"), as well as all loan documents executed by Borrowers and any other party evidencing and/or securing such loans; and

WHEREAS, NCFC and NBC wish to execute this Assignment to evidence the assignment by NCFC to NBC of the Patent Security Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, NCFC hereby sells, transfers, and assigns to NBC, all of NCFC's right, title, and interest in and to the Patent Security Agreement.

IN WITNESS WHEREOF, NCFC has executed this Assignment as of the 10th day of October, 1997.



NATIONAL CANADA FINANCE CORP.,
a National Bank of Canada Subsidiary

By: 

FRANK H. D'ALTO, Vice President

COMMONWEALTH OF THE BAHAMAS
NEW PROVIDENCE

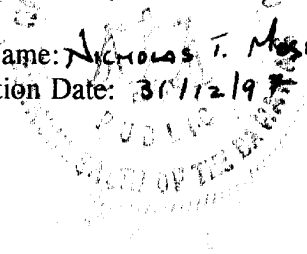
The foregoing instrument was acknowledged before me this 10th day of October, 1997, by FRANK H. D'ALTO, as Vice President of and on behalf of NATIONAL CANADA FINANCE CORP, a National Bank of Canada Subsidiary, who is personally known to me or produced his driver's license as identification.


NOTARY PUBLIC-COMMONWEALTH OF
THE BAHAMAS

Print/Type/Stamp Name: Nicholas T. Mosro

Commission Expiration Date: 31/12/97

Notary Seal:



D:\ZAPATA.NBC\MOD10-97\ASGNPAT2.IND
October 9, 1997