FORM D





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	DATE RECE	IVED)
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MAR	4) 8	NOTACI	E OF SALE O	F SECURITI	ES
(Ed)		P URSU	JANT TO REC	GULATION	D,
	202	S)	ECTION 4(6),	AND/OR	
16.	W	MFORM LI	IMITED OFFI	ERING EXE	MPTION
abook if th	ic ic/0=	amandment and r	anna has abanded and	indicate change	

Name of Offering (check if this is an amendment and name has changed, and indicate change.) ZAP = \$1.260.000	
211 177-307-31	
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6)	ULOE COLLO C
Type of Filing: New Filing Amendment	1004628
A. BASIC IDENTIFICATION DATA	
1. Enter the information requested about the issuer	
Name of Issuer (check if this is an amendment and name has changed, and indicate change.)	
ZAP	
Address of Executive Offices (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
501 Fourth Street, Santa Rosa, CA, 95401	707-525-8658
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
Brief Description of Business	PROCESSED
Design, Assemble, Manufacture and Distribute Electronic Transportation Vehicles	
	MAR 1 1 2005
Type of Business Organization	73
✓ corporation ☐ limited partnership, already formed ☐ other (p ☐ business trust ☐ limited partnership, to be formed	elease specify): IHQIMSON FINANCIAL
Month Year	
	nated
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State	
CN for Canada; FN for other foreign jurisdiction)	
GENERAL INSTRUCTIONS	

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION-

Fallure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. Promoter Beneficial Owner Check Box(es) that Apply: Executive Officer Director Director General and/or Managing Partner Full Name (Last name first, if individual) Schneider, M. Steven Business or Residence Address (Number and Street, City, State, Zip Code) 501 Fourth Street, Santa Rosa, CA, 95401 Executive Officer Check Box(es) that Apply: Beneficial Owner Promoter Director General and/or Managing Partner Full Name (Last name first, if individual) Starr, Gary Business or Residence Address (Number and Street, City, State, Zip Code) 501 Fourth Street, Santa Rosa, CA, 95401 Executive Officer Check Box(es) that Apply: Beneficial Owner Director General and/or Managing Partner Full Name (Last name first, if individual) Cude, Renay Business or Residence Address (Number and Street, City, State, Zip Code) 501 Fourth Street, Santa Rosa, CA, 95401 Check Box(es) that Apply: Promoter Executive Officer Beneficial Owner General and/or Director Director Managing Partner Full Name (Last name first, if individual) Hartman, R. William Business or Residence Address (Number and Street, City, State, Zip Code) 501 Fourth Street, Santa Rosa, CA, 95401 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director Director General and/or Managing Partner Full Name (Last name first, if individual) Auletta, Louis Business or Residence Address (Number and Street, City, State, Zip Code) 501 Fourth Street, Santa Rosa, CA, 95401 Check Box(es) that Apply: Beneficial Owner Promoter Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Fieri, Guy Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: General and/or Promoter Beneficial Owner Executive Officer Director Managing Partner Full Name (Last name first, if individual) Daka Development Ltd. Business or Residence Address (Number and Street, City, State, Zip Code) Unit C 8/F Leroy Plaza, 15 Cheung Shun Street, Chung Sha Wan Kin, Hong Kong (Use blank sheet, or copy and use additional copies of this sheet, as necessary)

A. BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. Check Box(es) that Apply: Beneficial Owner Director General and/or Promoter Executive Officer Managing Partner Full Name (Last name first, if individual) Fusion Capital Fund II, LLC Business or Residence Address (Number and Street, City, State, Zip Code) 222 Merchandise Mart Plaza, Suite 9-112, Chicago, IL, 60654 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer General and/or Director Managing Partner Full Name (Last name first, if individual) Banks Living Trust Business or Residence Address (Number and Street, City, State, Zip Code) Beneficial Owner Check Box(es) that Apply: Promoter Executive Officer General and/or ☐ Director Managing Partner Full Name (Last name first, if individual) Mercatus & Partners, Ltd. Business or Residence Address (Number and Street, City, State, Zip Code) 188 Green Lane, Northwood, Middlesex, United Kingdom Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer General and/or Director Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Beneficial Owner Executive Officer Check Box(es) that Apply: Promoter Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer General and/or Director Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) (Use blank sheet, or copy and use additional copies of this sheet, as necessary)

					B. I	NFORMATI	ON ABOU	T OFFERI	NG				
1.	1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?										Yes	No	
	Answer also in Appendix, Column 2, if filing under ULOE.												
2.	2. What is the minimum investment that will be accepted from any individual?											\$_1,260,000.00	
3.	3. Does the offering permit joint ownership of a single unit?										Yes	No 🛣	
4.	Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.												
	Full Name (Last name first, if individual) Lazarus Investment Partners LLP												
Bu	siness or	Residence	Address (N	umber and	Street, Ci	ty, State, Z	ip Code)					·	
240	01 East S	econd Ave	enue, Suite	400, Den	ver, CO, 8	0206							
Na	me of Ass	sociated Br	oker or Dea	aler									
Sta	tes in Wh	ich Person	Listed Has	Solicited	or Intends	to Solicit I	Purchasers						
	(Check	"All States	or check	individual	States)							☐ Al	States
	AL	AK	AZ	AR	CA	©	CT	DE	[DC]	FL	GA	HI	ID
	TL)	IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
	MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	OK	OR	PA
	RI	SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR
Fu	Il Name (Last name	first, if indi	vidual)									-
Bu	siness or	Residence	Address (?	Number an	d Street, C	ity, State, 2	Zip Code)						
Na	me of Ass	sociated Br	oker or Dea	aler	· · · · · · · · · · · · · · · · · · ·								
Sta	ites in Wh	ich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers			· · · · · · · · · · · · · · · · · · ·			
	(Check	"All States	s" or check	individual	States)			•••••••	•••••	***************************************		☐ Al	States
	AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID
	IL	IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
	MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	OK	OR	PA
	RI	SC	SD	TN	TX	UT	VT	VA	WA	WV	WI]	WY	PR
Fu	ll Name (Last name	first, if indi	ividual)									
Bu	siness or	Residence	Address (1	Number an	d Street, C	ity, State,	Zip Code)		·				
Na	me of As	sociated Br	oker or De	aler		· 				<u>-</u> -			****
Sta	ites in Wh	nich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers	······································	······				
			s" or check									☐ Al	l States
	AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	[ID]
		IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
	MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	OK	OR	PA
	RI	SC	SD	TN	TX	UT	VT	VA	WA	\overline{WV}	WI	WY	PR

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		
	Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt	\$	\$
	Equity		\$ 1,260,000.00
	Common Preferred		
	Convertible Securities (including warrants)	\$ 2,925,000.00	0.00 \$
	Partnership Interests		
	Other (Specify)		
	Total	\$ 4,185,000.00	\$ 1,260,000.00
	Answer also in Appendix, Column 3, if filing under ULOE.	*	
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		Aggregate Dollar Amount of Purchases
	Accredited Investors	1	s 1,260,000.00
	Non-accredited Investors		
	Total (for filings under Rule 504 only)		§ 1,260,000.00
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.		
	Type of Offering	Type of Security	Dollar Amount Sold
	Rule 505		\$
	Regulation A		\$
	Rule 504		\$
	Total		\$_0.00
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees	<u>F</u>	
	Printing and Engraving Costs	<u>F</u>	§ 0.00
	Legal Fees		. 25 000 00
	Accounting Fees		0.00
	Engineering Fees		0.00
	Sales Commissions (specify finders' fees separately)		0.00
	Other Expenses (identify)	_	0.00
	Total		\$_25,000.00

L	C. OFFERING PRICE, NUMI	BER OF INVESTORS, EXPENSES AND USE OF P	ROCEEDS	
	b. Enter the difference between the aggregate offer and total expenses furnished in response to Part C—proceeds to the issuer."	Question 4.a. This difference is the "adjusted gross		\$4,160,000.00
5.	Indicate below the amount of the adjusted gross pro each of the purposes shown. If the amount for an check the box to the left of the estimate. The total of proceeds to the issuer set forth in response to Part	y purpose is not known, furnish an estimate and fthe payments listed must equal the adjusted gross		
			Payments to	
			Officers, Directors, & Affiliates	Payments to Others
	Salaries and fees		\$_0.00	\$ 0.00
	Purchase of real estate	•	_	s
	Purchase, rental or leasing and installation of mac and equipment	hinery	\$_0.00	
	Construction or leasing of plant buildings and fac	\$ 0.00	\$_0.00	
	Acquisition of other businesses (including the val offering that may be used in exchange for the asse issuer pursuant to a merger)	ue of securities involved in this		□\$ 0.00
	Repayment of indebtedness			\$ 0.00
	Working capital			1,260,000.0
	Other (specify):	_	\$ 0.00	\$ 0.00
			ss	\$0.00
	Column Totals		\$_0.00	\$_1,260,000.0
	Total Payments Listed (column totals added)	☐ \$ <u></u> 1,	260,000.00	
		D. FEDERAL SIGNATURE		
sig	issuer has duly caused this notice to be signed by the ature constitutes an undertaking by the issuer to fur information furnished by the issuer to any non-accurate.	nish to the U.S. Securities and Exchange Commis	sion, upon writte	
Iss	er (Print or Type)		Date	
ZA	P	KS OW	3/7/05	
Na	ne of Signer (Print or Type)	Title of Signer (Print or Type)		
Ste	ren Schneider	CEO		

- ATTENTION -

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

1.	provisions of such rule?		K							
	See Appendix, Column 5, for state response.									
2.	The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is fit D (17 CFR 239.500) at such times as required by state law.	led a no	tice on Form							
3.	The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.									
4.	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be ent limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claim of this exemption has the burden of establishing that these conditions have been satisfied.									
	uer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its beha thorized person.	lf by the	undersigned							
Issuer (Print or Type) Signature Date		***************************************							
ZAP	3/7/05									

Title (Print or Type)

CEO

E. STATE SIGNATURE

Instruction:

Name (Print or Type)

Steven Schneider

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

	APPENDIX										
1	Intendito non-a	to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)					5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No		
AL								The state of the s			
AK								Optional Hard			
AZ											
AR											
CA					0						
СО		×	common & warrant	1	\$4,185,000				×		
СТ											
DE											
DC											
FL				, <u> </u>	-						
GA											
НІ											
ID											
IL									i i		
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