
OMB APPROVAL

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 3

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 of Type Responses)

1. Name and Address of Reporting Person*

Waye Thom

(Last) (First) (Middle)
c/o Commonwealth Associates, L.P.
830 Third Avenue, 4th Floor

(Street)
New York New York 10022

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)

January 16, 2003

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Issuer Name and Ticker or Trading Symbol

eB2B Commerce Inc. (DHB)

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. If Amendment, Date of Original (Month/Day/Year)

7. Individual or Joint/Group Filing (Check Applicable line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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Table I -- Non-Derivative Securities Beneficially Owned
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<TABLE>
<CAPTION>

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)
<S>	<C>	<C>	<C>
Common Stock, par value \$0.0001 per share	317	D	

</TABLE>

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).

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. (Over) SEC 1473 (7/02)

FORM 3 (continued)

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

<TABLE>

<CAPTION>

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 of Derivative Securities: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Series B Convertible Preferred Stock, par value \$.0001 per share	anytime	-	Common Stock (\$.0001 par value)	300	(2)	D	
Warrants to Purchase Common Stock	4/18/00	4/18/05	Common Stock (\$.0001 par value)	1,827	\$2.0677 per share	D	
Warrants to Purchase Common Stock	10/7/99	10/7/06	Common Stock (\$.0001 par value)	2,793	\$2.0677 per share	D	
Warrants to Purchase Common Stock	12/2/99	12/2/06	Common Stock (\$.0001 par value)	7,821	\$2.0677 per share	D	
Warrants to Purchase Common Stock	4/18/00	4/18/07	Common Stock (\$.0001 par value)	735	\$2.0677 per share	D	
Unit Purchase Options	4/4/01	4/16/06	Series C Convertible Preferred Stock, par value \$.0001 and Warrants	.04688	(3)	D	

</TABLE>

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

Explanation of Responses:

- (1) On January 16, 2003, the Reporting Person was appointed to the Board of Directors of the Issuer.
- (2) Each share of Series B Convertible Preferred Stock is exercisable at anytime at the conversion rate of 1.63, converting into 489 shares of Common Stock.
- (3) The Unit Purchase Options convert into 469 shares of Series C Convertible Preferred Stock (which is convertible into 2,606 shares of Common Stock) and 1,292 Warrants to purchase Common Stock at an exercise price of \$6.75.

/s/Thom Waye

1/24/03

**Signature of Reporting Person

Date

** 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.

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.