

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported): MAY 9, 2002

EB2B COMMERCE, INC.
(Exact Name of Registrant as Specified in Charter)

| | | |
|---|--|---|
| NEW JERSEY (State or Other Jurisdiction of Incorporation) | 0-10039 (Commission File Number) | 22-2267658 I.R.S. Employer Identification Number) |
|---|--|---|

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|---|---------------------|
| 665 BROADWAY, NEW YORK, NEW YORK (Address of Registrant's Principal Executive Offices) | 10012 (Zip Code) |
|---|---------------------|

(212) 477-1700
(Registrant's telephone number, including area code)

757 THIRD AVENUE
NEW YORK, NEW YORK 10017
(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS

Peter J. Fiorillo, the Chairman of the Board and Chief Financial Officer of eB2B Commerce, Inc. (the "Company"), resigned from such positions as of May 9, 2002. Also, on such date, the Board of Directors of the Company elected Richard S. Cohan, Chief Executive Officer and President of the Company, to the Board of Directors to fill the vacancy caused by Mr. Fiorillo's resignation. In addition, Bruce J. Haber, a current director, was elected to the post of Chairman of the Board.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: May 14, 2002

eB2B Commerce, Inc.

By: /s/ Richard S. Cohan

Name: Richard S. Cohan
Title: President and
Chief Executive Officer