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(Middle)

10012

(Zip)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Michael

(First)

(Street)

(State)

New York

|\_| Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print of Type Responses)

Dodier

665 Broadway

New York

(City)

(Last)

1. Name and Address of Reporting Person\*

2.	Issuer Name and Ticker	r or Trading	Symbol								
	eB2B Commerce, Inc.										
3.	. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)										
4.	Statement for Month/Da	ay/Year									
	04/29/03										
5.	If Amendment, Date of	onth/Day/Year									
6.	Relationship of Report		s) to Issuer								
	_  Director  X  Officer (give tit	tle below)		10% Own Other (		Ty below)					
	Executive Vice Preside										
7.	Individual or Joint/G	roup Filing	(Check Applic	ahle lin	۵)						
	X  Form Filed by One										
	Table I Non-I	Derivative S or Benefi	ecurities Acc cially Owned	quired, D	ispose	ed of,					
<tai< th=""><th>BLE&gt; PTION&gt;</th><th>2.</th><th>2A.</th><th>3.</th><th></th><th>4. Securities Ad Disposed of</th><th>cquired (D)</th><th></th><th>Securities Beneficially Owned</th><th>ship Form:</th><th>7.</th></tai<>	BLE> PTION>	2.	2A.	3.		4. Securities Ad Disposed of	cquired (D)		Securities Beneficially Owned	ship Form:	7.
Trans-		Execution Date, if	Transaction Code (Instr. 8)		(Instr. 3, 4	and 5)  (A) or		Following - Reported Transaction(s) (Instr. 3 &	Indirect	Indirect	
(Instr. 3) (mm/dd/yy		(mm/dd/yy)				Amount				(Instr.4)	(Instr.4)
<s></s>		<c></c>	<c></c>	<c></c>	<c></c>	> <c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>

			e line fo		ass of securit	ies benef	ficially						
* If the 4(b)(v		filed by	more tha	n one rep	orting person,	see Inst	truction						
FORM 4 (cont	inued)												
Table II					posed of, or E ns, convertibl								
<pre><table> <caption></caption></table></pre>		=======					=======	==			2		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans-	3A. Deemed Execut- ion Date if any (mm/dd/ yy)	deemed Trans- decut- action con Code date if (Instr. any 8) mm/dd/	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)		ion Date Day/Year) Expira- tion		lying	Secur- ity (Instr.	Reported	ity: Direct (D) or In- direct	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
<s></s>				<c> <c></c></c>				<c></c>		<c></c>			
Convertible Note	\$0.101	4/29/03		J(1)	61,881	(2)	4/28/08	Common Stock	61,881	\$6,250	247,526	D	

Explanation
(1) of Respo Represen private Reportin | nses: ts amount placement g Person | released financin | l from esc ng which i option at | row in connect nitially close any time to co mon stock of t | cion with ed in July onvert the | Issuer's y 2002. |  |  |  |  |  |  ||  | chael Dod |  |  |  |  | April 2 | 29, 2003 |  |  |  |  |  |  |
|  |  | Reportin |  |  |  | Date | ======================================= |  |  |  |  |  |  |
|  | ntional m inal Viol |  | ents or om | nissions o | f facts consti | itute Fede | eral |  |  |  |  |  |  |
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.