FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange

r	Holding Company	Section 10(a) of Section 17(a) of Y Act of 1935 of Stment Company A	the Public Ut: Section 30(h)	ility							
<table> <caption> <s></s></caption></table>			<c></c>					<c></c>			
	. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol					. Relationship of Reporting Person(s) to Issuer		
Dodier	Michael		eB2B Commerce, Inc. (EBTB)						(Check all applicable)		
(Last) (First) (Middle)			3. I.R.S. Identifica- cation Number of Reporting			. Statement for Month/Day/Year			[] Director [] 10% Owner [X] Officer [] Other (give title (specify		
	(Street)		Person, if an entity (voluntary)			11/4/02			below) below) Executive Vice President - Sale		
New York	New York					f Amendment			Individual or Joint/Group Filing		
(City)				1)	Date of Original (Month/Day/Year)			(check applicable line) [X] Form filed by One Reporting Person [] Form filed by More than One Reporting Person			
	Tal	ole I - Non-Deri	ivative Securit:	ies Acquire	ed, Dispo	osed of, or	Benefi				
Security			action (A) or any Code (Instr.						.(s)		
			Code V	Amount	(A) or (D)	Price					
Reminder: Re	port on a separato m is filed by more	e line for each	class of secur:	ities benei	icially	owned dire			irectly.		
	Derivative Secur					ed					
(e. <table> <caption></caption></table>	g., puts, calls,	warrants, option	ns, convertible	securities	5)						
<s> 1. Title of Derivati Security (Instr.</s>	ve or Exe	ercise I of ative	ransaction ate Month/Day/ ear)	Date any	ned cution e, if (Month/ Year)	Code (Instr. 8			<pre><c> 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</c></pre>		
						Code			(A) (D)		
Convertible	Note \$0.101		11/4/02	11,	4/02	J(1)			56,725		

			ing Reported Transactions(s) (Instr. 4)	Indirect (I) (Instr. 4)	(25021 1)
Date Exercisable	Expiration Date	Amount or Number of Shares			
(2)		56,725	185,645	D	

Derivative

Securities

Beneficially

Owned Follow-

Form of

Derivative

Security:

Direct (D) or

Indirect

Beneficial

Ownership

(Instr. 4)

Derivative

Security

(Instr. 5)

</TABLE>

Explanation of Responses:

and Expiration

Date (Month/Day/

Year)

- (1) Represents amount released from escrow in connection with Issuer's private placement financing which initially closed in July 2002.
- (2) Reporting Person has the option at any time to convert the convertible note into shares of common stock of the Issuer.

of Underlying

(Instr. 3 and 4)

Securities

/s/ Michael Dodier November 5, 2002

**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.

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