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ACCESSION NUMBER: 0000909012-05-000074

CONFORMED SUBMISSION TYPE: 8-K

PUBLIC DOCUMENT COUNT: 2

CONFORMED PERIOD OF REPORT: 20050128

ITEM INFORMATION: Entry into a Material Definitive Agreement

ITEM INFORMATION: Departure of Directors or Principal Officers;

Election of Directors; Appointment of Principal Officers

ITEM INFORMATION: Financial Statements and Exhibits

FILED AS OF DATE: 20050202

DATE AS OF CHANGE: 20050202

FILER:

COMPANY DATA:

COMPANY CONFORMED NAME: COLONIAL COMMERCIAL CORP

CENTRAL INDEX KEY: 0000021828

STANDARD INDUSTRIAL CLASSIFICATION: WHOLESALE-HARDWARE &

PLUMBING & HEATING EQUIPMENT & SUPPLIES [5070]

IRS NUMBER: 112037182

STATE OF INCORPORATION: NY

FISCAL YEAR END: 1231

FILING VALUES:

FORM TYPE: 8-K

SEC ACT: 1934 Act

SEC FILE NUMBER: 001-06663

FILM NUMBER: 05569552

BUSINESS ADDRESS:

STREET 1: 3601 HEMPSTEAD TURNPIKE

STREET 2: STE 121 I

CITY: LEVITTOWN

STATE: NY

ZIP: 11756-1315

BUSINESS PHONE: 5167968400

MAIL ADDRESS:

STREET 1: 3601 HEMPSTEAD TNPK

STREET 2: STE 121 I

CITY: LEVITTOWN

STATE: NY

ZIP: 11756-1315

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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) January 28, 2005

Colonial Commercial Corp.  
(Exact name of Registrant as Specified in Charter)

NEW YORK	1-6663	11-2037182
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(State of other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

120 NEW SOUTH ROAD, HICKSVILLE, NEW YORK 11801  
(Address of Principal Executive Offices) (Zip Code)

Registrant's Telephone Number, Including Area Code: 516-681-4647

N/A

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(Former name or former address, if changed since last report)

<PAGE>

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation to the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT

Directors of the Company receive \$2,000 director's fees per calendar quarter, plus \$1,000 for each meeting of the Board, limited to \$4,000 per annum.

ITEM 5.02 DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS.

On January 28, 2005, E. Bruce Fredrikson was elected to the Board of Directors. Mr. Fredrikson will also serve as the Chairman of the Audit Committee of the Company. He replaces Paul H. Hildebrandt who resigned as a director.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

Exhibit No.	Description
99.01	Press Release dated February 2, 2005

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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: February 2, 2005

COLONIAL COMMERCIAL CORP.

By: /S/ BERNARD KORN

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Name: Bernard Korn

Title: Chairman of the Board

EXHIBIT INDEX

Exhibit No.	Description
99.01	Press Release dated February 2, 2005

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<TYPE>EX-99.01

<SEQUENCE>2

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<DESCRIPTION>PRESS RELEASE

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COLONIAL COMMERCIAL CORP. ELECTS  
E. BRUCE FREDRIKSON AS DIRECTOR AND CHAIRMAN OF THE  
AUDIT COMMITTEE

FOR IMMEDIATE RELEASE

Hicksville, New York (February 2, 2005) Colonial Commercial Corp. today

announced that E. Bruce Fredrikson has been elected to the Board of Directors and will also serve as the Chairman of the Audit Committee of the Company. Mr. Fredrikson replaces Paul H. Hildebrandt, who has resigned as a director.

Mr. Fredrikson was a Professor of Finance at Syracuse University's Martin J. Whitman School of Management from 1966 until May 2003. He is an independent consultant in corporate finance and governance.

Mr. Bernard Korn said "We are delighted to welcome Mr. Fredrikson to our Board of Directors and our Audit Committee, and we thank Mr. Hildebrandt for his services as a director."

For further information, please contact:  
Bernard Korn, CEO (561)368-2316

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-----END PRIVACY-ENHANCED MESSAGE-----