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PART II

RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- |
| (a) The reasons described in reasonable detail in Part III of this form could not be el
| without unreasonable effort or expense;
|
[X] | (b) The subject annual report on Form 10-KSB will be filed on or before the 15th calend
| following the prescribed due date; and
|
| (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been att
| applicable.
|

PART III

NARRATIVE

State below in reasonable detail the reasons why the Forms 10-K, 20-F, 11-K, 10-Q, N-SAR, or the transition report or portion thereof, could not be filed within the prescribed time period.

All information necessary to formulate the 10-KSB filing could not be gathered and structured into proper form without unreasonable delay and presented to senior management and the Board of Directors.

The registrant is preparing data for the Form 10-KSB and plans to file it within the required extension period. (Attach Extra Sheets if Needed)

PART IV

OTHER INFORMATION

(1) Name and telephone number of person to contact in regard to this notification

Jacque Pate

800

888

(Name)

(Area Code)

(Telepho

(2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company

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Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, identify report(s). Certain information required to be filed on Form 8-K have not be filed.

[] Yes [X] No

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(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

[X] Yes [] No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

Estimated net income of the registrant has increased for the twelve months ended December 31, 2001, to \$8,315,637 from \$2,027,494 for the respective 2000 period.

800AMERICA.COM, INC.

(Name of Registrant of Specified Charter)

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date March 29, 2001

By: /s/ Jacque Pate

Jacque Pate, President

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