COLONIAL COMMERCIAL CORP

Form 8-K September 02, 2008

UNITED STATES

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

September 2, 2008

Date of Report (Date of earliest event reported)

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

NEW YORK (State or other Jurisdiction of Incorporation) 1-6663 (Commission File Number)

11-2037182 (IRS Employer Identification No.)

275 WAGARAW ROAD, HAWTHORNE, 07506

NEW JERSEY (Address of Principal Executive Offices)

(Zip Code)

Registrant's Telephone Number, Including Area Code: 973-427-8224

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of 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))

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ITEM 8.01 OTHER EVENTS

On September 2, 2008 Colonial Commercial Corp. (the "Company") announced an offer to shareholders who owned 99 or fewer shares of the Company's convertible preferred stock on August 20, 2008, to purchase those shares until October 31, 2008 at \$1.25 per share. A copy of the Offer to Purchase is attached as an Exhibit.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits

| Exhibit No. | Description |
|-------------|---|
| 10.01 | Offer to Purchase, dated September 2, 2008, filed herewith. |
| 99.01 | Press Release, dated September 2, 2008, filed herewith. |

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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.

COLONIAL COMMERCIAL CORP.

(Registrant)

Date: September 2, 2008 /s/ William Salek

William Salek

Chief Financial Officer

INDEX TO EXHIBITS

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