

(a) The reasons described in reasonable detail in Part III of this form
 --- could not be eliminated without unreasonable effort or expense;

X (b) The subject annual report, semi-annual report, transition report on
 --- Form 10-KSB, 20-F, 11-K or Form N-SAR, or portion thereof, will be filed on
 or before the 15th calendar day following the prescribed due date; or the
 subject quarterly report or transition report on Form 10-Q, or portion
 thereof will be filed on or before the fifth calendar day following the
 prescribed due date; and

(c) The accountant's statement or other exhibit required by Rule 12b-25(c)
 --- has been attached if applicable.

PART III
 NARRATIVE

State below in reasonable detail the reasons why Form 10-KSB, 11-K, 20-F,
 10-Q, N-SAR or the transition report portion thereof, could not be filed within
 the prescribed time period. (Attach extra sheets if needed.)

Due to the Company's change in Auditors for the Year End December
 2001, the Company is unable to complete the 10-KSB filing by April 1,
 2002. The Company expects to file its 10-KSB no later than April 15,
 2002.

For the foregoing reasons, the Company could not complete the filing within
 the prescribed time frame without unreasonable effort and expense.

PART IV
 OTHER INFORMATION

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

Darby S. Macfarlane	(212)	717-6544

(Name)	(Area Code)	(Telephone Number)

(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 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 the answer is
 no, identify report(s). 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? Yes No X
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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.

CHROMATICS COLOR SCIENCES INTERNATIONAL, INC.

(Name of Registrant as Specified in Charter)

Has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Date: March 28, 2002

By: /s/ Darby S. Macfarlane

Darby S. Macfarlane
Chairperson of the Board