

EXPLANATORY NOTE

This Amendment No. 1 to the Registrant's Quarterly Report on Form 10-QSB for the period ending June 30, 2002 is being filed solely to include as Exhibits 99.1 and 99.2, the certifications required by Section 906 of the Sarbanes-Oxley Act of 2002, which became effective on July 30, 2002. No revisions have been made to the Registrant's financial statements or any other disclosure contained in such Quarterly Report.

PART II. OTHER INFORMATION

Item 6. Exhibits and Reports on Form 8-K.

(a) The following exhibits are included herein:

- 10.1 Employment Agreement dated as of June 1, 2002 between eDiets.com, Inc. and Robert T. Hamilton
- 10.2 Employment Agreement dated as of June 1, 2002 between eDiets.com, Inc. and Christine M. Brown
- 10.3 Employment Agreement dated as of June 1, 2002 between eDiets.com, Inc. and Steven E. Johnson
- 10.4 Employment Agreement dated as of June 1, 2002 between eDiets.com, Inc. and Ronald L. Caporale
- 10.5 Employment Agreement dated as of June 1, 2002 between eDiets.com, Inc. and M. Roshelle Jones
- 10.6 Amended Revenue Share Program Agreement dated May 19, 2002 between eDiets.com and eUniverse, Inc. (1)
- 10.7 Amendment No. 2 to Master Advertising Agreement dated April 5, 2002 between eDiets.com and Microsoft Corporation (1)
- 10.8 Schedule No. 2 to Master Advertising Agreement dated July 1, 2002 between eDiets.com and Microsoft Corporation (1)
- 99.1 Certification of Chief Executive Officer
- 99.2 Certification of Chief Financial Officer
- (1) Confidential treatment requested pursuant to Rule 24B-2 promulgated under the Securities and Exchange Act of 1934. Confidential portions of this document have been redacted and have been filed separately with the SEC.

(b) Reports on Form 8-K:

- 1. A report on Form 8-K was filed with the Securities and Exchange Commission on April 26, 2002 reporting one event under Item 5, Other Events, and filing one exhibit under Item 7, Exhibits.
- 2. A report on Form 8-K was filed with the Securities and Exchange Commission on June 18, 2002 reporting one event under Item 5, Other Events, and filing one exhibit under Item 7, Exhibits.

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SIGNATURE

In accordance with the requirements of the Securities Exchange Act of 1934, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

eDiets.com, Inc.

/s/ ROBERT T. HAMILTON

ROBERT T. HAMILTON
Chief Financial Officer
(Principal Financial Officer)

DATE: August 12, 2002

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EXHIBIT INDEX

- 99.1 Certification of Chief Executive Officer
- 99.2 Certification of Chief Financial Officer