



FUSIONPHARM, INC.

Annual Information and Disclosure Statement

Pursuant to Rule 15C2-(11)(a)(5)

December 31, 2011

All information contained in this Annual Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11(a)(5) promulgated under the Securities Act of 1934 as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the Guidelines for Providing Adequate Current Public Information provided by OTC Markets Group, Inc.

Delivery of this information file does not at any time imply that the information contained herein is correct as of any time subsequent to the date first written above.

FusionPharm, Inc. is responsible for this Annual Information and Disclosure Statement. The information contained in this Statement has not been filed with or approved by the Securities and Exchange Commission, any state securities commission, the Financial Industry Regulatory Authority, or any other regulatory body.

This document contains forward-looking statements. These forward-looking statements represent management's beliefs, plans and objectives about the future, as well as assumptions and judgments concerning such beliefs, plans and objectives. Forward-looking statements are evidenced by terms such as "anticipate," "believe," "estimate," "expect," "intend," "should" and other similar expressions. Although forward-looking statements reflect management's good faith, beliefs and projections, they are subject to risk and uncertainty, including, but not limited to, the impact of competitive products, product demand, market acceptance risks, fluctuations in operating results, political risk and other such occurrences which could cause the Company's actual results to differ materially from those expressed in any forward-looking statement(s) made by or on behalf of FusionPharm, Inc.

FUSIONPHARM, INC.

1610 Wynkoop Street
Suite 110

Denver, Colorado 80202

Phone: (720) 458-0686

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TABLE OF CONTENTS

Part A	General Company Information.....	3
Item I	The exact name of the issuer and its predecessor (if any):	3
Item II	The address of the issuer’s principal executive offices:	3
Item III	The jurisdiction and date of the issuer’s incorporation or organization:	3
Part B	Share Structure	4
Item IV	The exact title and class of securities outstanding.	4
Item V	Par or stated value and description of the security.	4
Item VI	The number of shares or total amount of the securities outstanding for each class of securities authorized.	6
Part C	Business Information.....	6
Item VII	The name and address of the transfer agent.....	6
Item VIII	The nature of the Issuer’s business.....	6
Item IX	The nature of products and services offered.....	10
Item X	The nature and extent of the issuer’s facilities.	13
Part D	Management Structure and Financial Information	13
Item XI	The name of the chief executive officer, members of the board of directors, as well as control persons.....	13
Item XII	Financial Information for the Issuer’s most recent fiscal period.	15
Item XIII	Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence.	15
Item XIV	Beneficial Owners.	15
Item XV	The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to operations, business development and disclosure:.....	16
Item XVI	Management’s Discussion and Analysis or Plan of Operation.....	17
Part E	Issuance History	18
Item XVII	List of securities offerings and shares issued for services in the past two years.	18
Part F	Exhibits.....	18
Item XVIII	Material Contracts.	18
Item XIX	Articles of Incorporation and Bylaws.....	18
Item XX	Purchases of Equity Securities by the Issuer and Affiliated Purchasers.	18
Item XXI	Issuer’s Certifications.....	18

FUSIONPHARM, INC.

**ANNUAL INFORMATION AND DISCLOSURE STATEMENT
December 31, 2011**

Part A General Company Information

Item I The exact name of the issuer and its predecessor (if any):

FusionPharm, Inc. (referred to hereinafter as the "Issuer")

From: May 2006 to April 2011: Baby Bee Bright Corp.

From: December 2003 to May 2006: Sequoia Interests Corp.

From: February 1998 to December 2003: Argent Capital Corp.

From: January 1998 to February 1998: Sunport Medical Corp.

Item II **The address of the issuer's principal executive offices:**

1610 Wynkoop Street

Suite 110

Denver, Colorado, 80202

Phone: (720) 458-0686

Fax: (720) 458-0687

Person Responsible for Issuer's Investor Relations:

Scott Dittman

1610 Wynkoop Street

Suite 110

Denver, Colorado, 80202

Phone: (720) 458-0686

Fax: (720) 458-0687

Email: sdittman@fusionpharminc.com

Item III **The jurisdiction and date of the issuer's incorporation or organization:**

The Issuer was incorporated in the State of Nevada on January 21, 1998.

Part B Share Structure

Item IV The exact title and class of securities outstanding.

Title and Class: Common Stock
CUSIP Number: 36113H 100
Security Symbol: FSPM

Title and Class: Series A Convertible Preferred Stock
CUSIP Number: None
Security Symbol: None

Item V Par or stated value and description of the security.

Common Stock

1. Par Value. \$.0001 per share.

- A. Voting. Except as otherwise expressly provided by law, and subject to the voting rights provided to the holders of the Company's Preferred Stock, the Common Stock shall have exclusive voting rights on all matters requiring a vote of the Company's shareholders.
- B. Other Rights. Each share of Common Stock issued and outstanding shall be identical in all respects one with the other, and no dividends shall be paid on any share of Common Stock unless the same is paid on any share of Common Stock outstanding at the time of such payment. Except for and subject to those rights expressly granted to the holders of the Company's Preferred Stock, or except as may be provided by the laws of the State of Nevada, the holders of Common Stock shall have exclusively all other rights of shareholders.

Except as otherwise specifically provided by law, all matters coming before a meeting shall be determined by a vote of shares and any matter to be so determined shall be authorized by a majority of the votes cast at a duly organized meeting of shareholders by the holders of shares entitled to vote thereon.

2. Series A Convertible Preferred Stock

A. Par Value. \$.0001

- B. Voting. Except as otherwise required by law, the holders of Series A Convertible Preferred Stock ("Preferred Stock") shall be entitled to notice of any stockholders' meeting and to vote upon any matter submitted to the stockholders for a vote as follows: (i) the holders of Preferred Stock shall have one vote for each full share of Common Stock into which a share of Preferred Stock would be convertible on the record date for the vote, or, if no such record date is established, at the date such vote is taken or any written consent of stockholders is solicited.

- C. Liquidation Preference. In the event of any liquidation, dissolution or winding up of the Company, whether voluntary or involuntary Liquidation"):

- (i) The holders of Preferred Stock shall be entitled to receive, prior to the holders of any other class of stock, and prior and in preference to any distribution of the assets or surplus funds of the Company to the holders of any other class of capital stock of the Company by reason of their ownership of such class of capital stock, an amount equal to \$1.00 per share with respect to each share of Preferred Stock.

- (ii) If upon occurrence of a Liquidation the assets and funds thus distributed among the holders of the Preferred Stock shall be insufficient to permit the payment to such holders of the full preferential amount, then the entire assets and funds of the Company legally available for distribution shall be distributed among the holders of the Preferred Stock ratably in proportion to the full amounts to which they would otherwise be respectively entitled.
- (iii) after payment of the full amounts to the holders of Preferred Stock as set forth above in paragraph (i), any remaining assets of the Company shall be distributed pro rata to the holders of the Preferred Stock and Common Stock (in the case of the Preferred Stock, on an "as converted" basis into Common Stock).

D. Conversion into Common Stock.

- (i) Right to Convert. Each share of Preferred Stock shall be convertible, at the option of the holder thereof, at any time. The conversion ratio is 100 to 1. In other words every one share of Preferred Stock converted will equal 100 shares of Common Stock.
- (ii) Mechanics of Conversion. Before any holder shall be entitled to convert, he/she shall surrender the certificate or certificates representing Preferred Stock to be converted, duly endorsed or accompanied by proper instruments of transfer, at the office of the Company or its transfer agent, and shall give written notice to the Company at such office that he elects to convert the same. The Company shall, as soon as practicable after delivery of such certificates, or such agreement and indemnification in the case of a lost, stolen or destroyed certificate, issue and deliver to such holder of Preferred Stock a certificate or certificates for the number of Shares of Common Stock to which such holder is entitled as aforesaid. The Company will round down any fractional Shares resulting in the calculation of Shares of Common Stock. Such conversion shall be deemed to have been made immediately prior to the close of business on the date of such surrender of the Shares of Preferred Stock to be converted.
- (iii) Mandatory Conversion on Merger or Reorganization. In case of any consolidation or merger of the Company as a result of which holders of Common Stock become entitled to receive other stock or securities or property, or in case of any conveyance of all or substantially all of the assets of the Company to another Company, the Preferred Stock will automatically convert and holders of Preferred Stock will receive the number of Shares of stock or other securities or property to which a holder of the number of Shares of Common Stock of the Company deliverable upon conversion of such Preferred Stock would have been entitled upon such consolidation, merger or conveyance.
- (iv) Adjustments to Conversion Ratio. Unless otherwise set forth by the Board of Directors, the Conversion Ratio shall not be affected by a stock dividend or subdivision (stock split) on the Common Stock of the Company, or a stock combination (reverse stock split) or stock consolidation by reclassification of the Common Stock. However, once the Preferred Stock has been converted to Common Stock, it shall be subject to all corporate actions that affect or modify the Common Stock.

F. Common Stock Reserved. The Company shall reserve and keep available out of its authorized but unissued Common Stock such number of shares of Common Stock, that in their best estimate, as shall from time to time be sufficient to effect conversion of the Preferred Stock.

G. Reissuance. No share or shares of Preferred Stock acquired by the Company by reason of conversion or otherwise shall be reissued as Series A Convertible Preferred Stock, and all such shares thereafter shall be returned to the status of undesignated and unissued shares of preferred stock of the Company.

Item VI The number of shares or total amount of the securities outstanding for each class of securities authorized.

Common Stock

Period End Date:	Dec 31, 2011⁽¹⁾	Dec 31, 2010	Dec 31, 2009
Number of shares authorized:	495,000,000	490,000,000	490,000,000
Number of shares outstanding:	2,156,781	172,008,936	172,008,936
Freely tradable shares (public float):	1,134,673	165,314,153	165,314,151
Total number of beneficial shareholders:	859	815	815
Total number of shareholders of record:	859	815	815

(1) On March 1, 2011 the Issuer effected a 1:200 reverse split of its issued and outstanding shares of common stock, reducing the number of issued and outstanding shares of common stock from 172,008,932 shares to 862,009 shares. The December 31, 2011 share data is presented on a post-split basis.

Preferred Stock

Period End Date:	Dec 31, 2011	Dec 31, 2010	Dec 31, 2009
Number of shares authorized:	5,000,000	5,000,000	5,000,000
Number of shares outstanding:	1,493,104	1,502,000	1,502,000
Freely tradable shares (public float):	0	0	0
Total number of beneficial shareholders:	3	2	2
Total number of shareholders of record:	3	2	2

Part C Business Information

Item VII The name and address of the transfer agent.

Pacific Stock Transfer Company
4045 South Spencer Street
Suite 403
Las Vegas, Nevada 89119
Telephone: (702) 361-3033
Facsimile: (702) 433-1979

Pacific Stock Transfer Company is registered under the Exchange Act and is regulated by the Securities and Exchange Commission.

Item VIII The nature of the Issuer's business.

A. Fusion Pharm, Inc. (the "Company"), is a Nevada corporation which was recently reorganized to capitalize on the opportunities present in the organic foods industry. The Company's primary focus is to develop its patent pending PharmPods™ line of cultivation containers. PharmPods are best used in a PharmPlex which maximizes the systems scalability and creates unprecedented efficiencies in growth, energy and use of a local real estate footprint. The Company is the creator and manufacturer of the PharmPods cultivation container system. PharmPods are constructed of standard ISO steel shipping containers that are repurposed for use in indoor plant cultivation. Based on the concept of Controlled Environment Agriculture (CEA) used extensively in greenhouse cultivation for decades, the PharmPod cultivation container is the ultimate evolution of the Controlled Environment Agriculture (CEA) concept.

The Company is also looking to expand its footprint in the natural foods space through acquisition of small, symbiotic companies making natural, organic food products, and the associations with Circle Fresh Farms and Veterans to Farmers, for the production and distribution of organic and/or pesticide and herbicide free produce.

In addition to the organic foods industry which is the primary focus of the Company's PharmPods strategy, the Company also has until recently provided a variety of products and services to the medicinal cannabis industry. The Company has never been engaged in growing, harvesting, cultivation, possession or distribution of cannabis. Although the Company has divested itself of its medical cannabis interests, the lessons learned and the research and development necessary to participate in that industry provided the basis necessary for the birth of the PharmPods.

1. The form of organization of the issuer:

The Issuer is a Nevada corporation.

2. The year that the issuer (or any predecessor) was organized:

The Issuer was incorporated on January 21, 1998.

3. The issuer's fiscal year end date:

The Company's fiscal year end is December 31.

4. Has the issuer (or any predecessor) been in bankruptcy, receivership or any similar proceeding:

The Issuer never entered into bankruptcy, receivership or any similar proceeding.

5. Material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets:

On April 3, 2006, the Issuer entered into an Agreement and Plan of Exchange with Baby Bee Bright Corporation, a Tennessee corporation (the "Tennessee Corp"), whereby the Tennessee Corp was merged with and into the Issuer, with the Issuer being the surviving corporation and changing its name to "Baby Bee Bright Corporation.

6. Default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments:

The Issuer is not in default of the terms of any note, loan, lease or other indebtedness or financing arrangement.

7. Changes of control:

(a) On April 3, 2006, control of the Issuer was transferred to the shareholders of Baby Bee Bright Corporation, a Tennessee corporation ("Tennessee Corp") pursuant to an Agreement and Plan of Exchange between the Issuer and the Tennessee Corp.

(b) On December 30, 2010, control of the Issuer was transferred from Frederick A. Dahlman, Jr. and Belle C. Dahlman to Salt Investments, LLC.

8. Increases of 10% or more of the same class of outstanding equity securities:

- (a) Approximately 889,600 shares of common stock were issued during the fiscal year covered by this Annual Report for the conversion of preferred stock.
- (b) The Issuer sold at total of 165,918 shares of common stock to 7 individuals during the fiscal year covered by this Annual Report.
- (c) Approximately 194,224 shares of common stock were issued during the fiscal year covered by this report in settlement of debt.

9. Past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization:

- (a) On December 29, 2003, the Issuer effected a 1 for 100 reverse split reducing the number of its issued and outstanding shares of common stock.
- (b) On May 25, 2006, the Issuer effected a 1 for 15 reverse split reducing the number of its issued and outstanding shares of common stock.
- (c) On February 15, 2008, the Issuer effected a 1 for 200 reverse split reducing the number of its issued and outstanding shares of common stock.
- (d) On April 3, 2009, the Issuer merged with Baby Bee Bright Corporation, a Tennessee corporation. As the surviving corporation of the merger, the Issuer changed its name to Baby Bee Bright Corporation.
- (e) On March 1, 2011, the Issuer effected a 1 for 100 reverse split reducing the number of its issued and outstanding shares of common stock.

10. Delisting of the issuer's securities by any securities exchange or deletion from the OTC Bulletin Board:

The Issuer's securities have not been delisted from any securities exchange or deleted from the OTC Bulletin Board.

11. Any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator. State the names of the principal parties, the nature and current status of the matters, and the amounts involved.

In the normal course of our business, we may periodically become subject to various lawsuits. However, to our knowledge, we are not a party to any pending or threatened material legal proceedings. To our knowledge, no governmental authority is contemplating commencing a legal proceeding in which we would be named as a party.

There are no past or pending trading suspensions by a securities regulator.

- B. Business of Issuer: The Issuer is piloting its first PharmPlex cultivation center in Denver, Colorado and has partnered with Circle Fresh Farms to provide the agriculture expertise and distribution network for the produce that will be produced. Circle Fresh Farms is the largest producer of organic tomatoes, cucumbers and leafy green vegetables for Whole Foods in Colorado. Circle Fresh Farm's produce is sold in national chains and local supermarkets under the Circle Fresh Farms® brand name. Circle Fresh Farms produce is easily recognized by its vine-ripe, consistently superior taste, texture and appearance.

The Issuer also sells its PharmPod cultivation containers for use in cultivating a wide variety of plants to businesses, universities and individuals. Further, the Issuer is looking to expand its footprint in the natural foods space through acquisition of small, symbiotic companies making natural, organic food products. As a result of the successful development, testing and operation of its PharmPods cultivation containers during the Issuer's first six months of operations, it has received approval from the City of Denver and the State of Colorado for the sale and lease of its PharmPods containers for agricultural use. Upon completion of its Denver based PharmPlex in Q2 of 2012, the Issuer intends to expand the PharmPlex model into 5 additional markets nationwide with further expansion plans beyond 2012.

1. the issuer's primary and secondary SIC Codes;

Primary SIC Code: 0182 Agriculture – Food Crops Grown Under Cover
Secondary SIC Code: 3523 Manufacturer – Farm Machinery and Equipment

2. if the issuer has never conducted operations, is in the development stage, or is currently conducting operations;

The Issuer is in its development stage and is conducting revenue producing operations.

3. whether the issuer is or has at any time been a "shell company";

Issuer is not and has never been a "shell company," as defined by Securities Act Rule 405.

4. the names of any parent, subsidiary, or affiliate of the issuer, and its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure statement;

None.

5. The effect of existing or probable governmental regulations on the business;

The Issuer does not foresee any existing or probably government regulations which could adversely its business.

6. An estimate of the amount spent during each of the last two fiscal years on research and development activities, and, if applicable, the extent to which the cost of such activities are borne directly by customers;

The Issuer incurred no expenses related to research and development activities in the last two years.

7. Costs and effects of compliance with environmental laws (federal, state and local);

None.

8. The number of total employees and number of full-time employees.

The Issuer currently has 5 employees, 4 of which are considered full-time.

Item IX The nature of products and services offered.

A. Principal Products and Services, and their Markets:

Fusion Pharm, Inc.'s primary focus is to develop the company's (patent pending) proprietary PharmPod line of cultivation containers. PharmPods are best used in a PharmPlex which maximizes the systems scalability and creates unprecedented efficiencies in growth, energy and use of a local real estate footprint.

The Company is primarily going to rely on the nation's increasing demand pull for organic produce. Fusion Pharm plans to be a fulfillment provider rather than a direct seller of goods. Marketing messages related to the continuously growing organic/locally-produced food industry will be focused on clearly communicating the innovative, environmentally friendly and cost-effective nature of our PharmPod and PharmPlex growing processes.

A single 40' PharmPod container is an efficient and environmentally friendly farming solution capable of growing more produce than one full acre of traditional farm agriculture. That constitutes a 135 to 1 space efficiency factor in a single PharmPod stacking scenario. However, the real efficiency of the PharmPlex urban cultivation centers are achieved when the containers are stacked, as they are designed to do and as they do on ships, trains and ports all over the world. In a 3 stack scenario, one PharmPod stack can produce more than 3 acres worth of traditionally grown produce in less space than you need to park A motor home. Further, the PharmPod uses less than 20% of the water required for traditional agriculture, requires no harmful pesticides and produces no environmentally damaging wastewater runoff.

By embracing the idea of Controlled Environment Agriculture (CEA), PharmPods allow the farmer to maximize yield per by substantially speeding the cultivation process. Leafy green vegetables such as lettuce and spinach typically require around 65 days to mature in traditional outdoor agriculture.

In PharmPods, using a perfectly controlled environment and providing the perfect light spectrum for 18 hours per day that production time can be cut to approximately 30 days. The Company is currently piloting its first PharmPlex organic agriculture center in the city of Denver. PharmPlex Denver will utilize 13 of the company's PharmPods. In a building of approximately 12,000 square feet, production should roughly equal the same production a traditional California grower could achieve on 15 acres of farmland!

The Technology:

Created by Fusion Pharm, Inc. founder and CEO Scott Dittman, the GroPod (as the PharmPod was previously called) was conceived to solve the need for a high-tech and scalable cultivation environment for the burgeoning medical cannabis industry in Colorado. In the need to provide the perfect growing environment for the world's most difficult to plant, the GroPod was born. GroPods have been approved by the authorities on the City and State level in Colorado for licensed medical cannabis growers and were previously leased and sold to industry participants.

The Company has found that the lessons learned and the research and development necessary to participate in that industry provided the basis necessary for the birth of the PharmPod. As a result, the Company is ideally poised to benefit from the ongoing "Organic Foods" Industry through its use of the PharmPod. Indoor agriculture and the concept of vertical farming have been around for several decades. While the concepts have been discussed at the academic level, the process has never been economically viable for farming of traditional fruits and vegetables. Fusion Pharm, Inc. seeks to change this viewpoint.

Through its partnership with Circle Fresh Farms and their understanding and experience in traditional and greenhouse plant horticulture, Fusion Pharm, Inc. is able to adapt the indoor cultivation lessons learned with the GroPods and create the patent pending PharmPod and PharmPlex, which Fusion Pharm believes will eventually make vertical farming a reality. To make the PharmPlex economically viable, Fusion Pharm, Inc. has combined very recent technological breakthroughs in insulation, hydroponic systems and lighting technology with the very inexpensive, secure and scalable steel shipping container. In order to control radiant heat transfer in the steel shipping container and allow control of the indoor growing environment, Fusion Pharm, Inc. blends a proprietary paint product developed originally for NASA's space shuttle program.

Fusion Pharm, Inc. has the exclusive right to indoor/container use in the United States of a breakthrough hydroponic growing system from Spain. Developed for outdoor hydroponic cultivation on thousands of acres in Spain's Andalusia valley, this technology is perfectly adapted and cost effective for growing in containers. Fusion Pharm, Inc. is also using the very latest in LED lighting technology to provide the perfect light spectrum for cultivating the plants it has chosen for production for the Circle Fresh Farms label. Superbly energy efficient and producing almost no heat, the use of LED light is essential to the plan. Combined with the steel shipping container, the economic viability of cultivating organic, nutrient dense, produce indoors in the population centers of the planet has at last been reached.

C. Status of any Publicly Announced New Product or Service:

The Issuer has not has not publicly announced any new product or service.

D. Competitive Business Conditions, the Issuer's Competitive Position in the Industry, and Methods of Competition;

The Organic Foods Industry

The organic and natural foods marketplace in the United States and worldwide has grown steadily for the past three decades and has defied normal market down cycles.

U.S. sales of organic food and beverages have grown from \$1 billion in 1990 to \$26.7 billion in 2010. Sales in 2010 represented 7.7 percent growth over 2009 sales. Experiencing the highest growth in sales during 2010 were organic fruits and vegetables, up 11.8 percent over 2009 sales.

Organic food and beverage sales represented approximately 4 percent of overall food and beverage sales in 2010, leaving tremendous room for future growth. Leading were organic fruits and vegetables, now representing over 11percent of all U.S. fruit and vegetable sales. Organic non-food sales grew 9.7 percent in 2010, to reach \$1.97 billion. Total U.S. organic sales, including food and non-food products, were \$28.682 billion in 2010, up 9.7 percent from 2009. Mass market retailers (mainstream supermarkets, club/warehouse stores, and mass merchandisers) in 2010 sold 54 percent of organic food. Natural retailers were next, selling 39 percent of total organic food sales. Other sales occur via export, the Internet, farmers' markets/ Community Supported Agriculture, mail order, and boutique and specialty stores.

Certified organic cropland acreage between 2002 and 2008 averaged 15 percent annual growth. However, it still only represented about 0.7 percent of all U.S. cropland, while certified organic pasture only represented 0.5 percent of all U.S. pasture in 2008. Overall, certified organic cropland and pasture accounted for about 0.6 percent of U.S. total farmland in 2008. Fresh produce is still the top-selling organic category in retail sales.

Many of the Company's potential competitors may have substantially greater financial, research and development, marketing and other resources, than the Company. The Company's competitors may be better able to withstand slow periods in the industry and be in a better position to compete for customers.

The Company makes no assurances that competitors will not offer services with similar qualities but at a lower cost, which could render the Company's products and/or services noncompetitive.

Marketing Strategies

The Company is primarily going to rely on the nation's increasing demand pull for organic produce. Fusion Pharm, Inc. plans to be a fulfillment provider rather than a direct seller of goods. Marketing messages related to the continuously growing organic/locally-produced food industry will be focused on clearly communicating the innovative, environmentally friendly and cost-effective nature of our PharmPod and PharmPlex growing processes.

To further support our innovative and groundbreaking approach to organic growing solutions, Fusion Pharm, Inc. has a collaboration Agreement with Circle Fresh Farms – Colorado's largest supplier of organic tomatoes and other vegetables to Whole Foods. Through this agreement, Fusion Pharm, Inc. will grow and sell produce under the Circle Fresh Farms label using the existing Circle Fresh sales infrastructure.

Through our relationship with Circle Fresh Farms and national food broker networks, our products will receive wide distribution. The Rocky Mountain region is currently being serviced through Circle Fresh Farms at Whole Foods and numerous high-end restaurants.

E. Sources and Availability of Raw Materials and the Names of Principal Suppliers;

There are no suppliers because the Company produces the product sold.

F. Dependence on One or a Few Major Customers;

The Issuer is not dependent upon one or a few major customers.

G. Patents, Trademarks, Licenses, Franchises, Concessions, Royalty Agreements or Labor Contracts, Including their Duration; and

- (a) **Provisional Patent:** The Issuer has filed with the U.S. Patent Office for a multi-technology patent to better insure the protection of its technology.
- (b) **Circle Fresh Farms:** The Issuer has entered into a Collaboration Agreement with Circle Fresh Farms, Colorado's largest provider of organic tomatoes and other vegetables to Whole Foods and many local restaurants. Through this agreement, we will grow and sell produce under the Circle Fresh Farms label using the existing Circle Fresh sales infrastructure. Buck Adams, a founder of Circle Fresh Farms, is the founder of Veterans to Farmers and sits on the "Denver Seeds Initiative" advisory board, providing counseling to the Mayor's office on urban farming Initiatives.
- (c) **Veterans to Farmers:** The Issuer has entered into a partnership with Veterans to Farmers, a Colorado coalition. Working together we will return the family farm to a prominent position on the American landscape. The mission of Veterans to Farmers is to provide American veterans of the Iraq and Afghanistan conflicts with pride, education and fulfillment through a permanent source of sustainable income, community and contribution. We will work to train our country's protectors to become providers. We will train our country's veterans to become farmers utilizing controlled environment agriculture and sustainable technologies for the future of local food systems and the conservation of water resources. We hope to have this initiative account for over fifty percent (50%) of our work force.

H. The Need for any Government Approval of Principal Products or Services and the Status of any Requested Government Approvals.

In addition to normal business permitting, the Issuer may be subject to Federal legislation and regulations adopted and administered by the U.S. Environmental Protection Agency, Food and Drug Administration and other federal agencies.

Item X The nature and extent of the issuer's facilities.

The Issuer currently leases an industrial warehouse and its corporate office is located in Denver, Colorado at 1610 Wynkoop Street, Suite 110 Denver, Colorado, 80202. The building is leased through March 31, 2013 with a tenant option for an additional one year ending March 31, 2014. Our executive offices are approximately 1,100 square feet and the lease is for 2 years at \$1,100.00 per month. Our fabrication/warehouse space is approximately 12,000 square feet and the lease is for 2 years with a 3 year option at approximately \$5,700.00 per month.

Part D Management Structure and Financial Information

Item XI The name of the chief executive officer, members of the board of directors, as well as control persons.

A. Officers and Directors.

Full Name: Scott Dittman
Title: President and Chief Executive Officer
Business Address: 1610 Wynkoop Street, Suite 110
Denver, Colorado 80202

Employment History: *Scott Dittman* was elected as sole-Director of the Company and was appointed President of the Company in January 2011. He is a long-time Colorado resident and graduate of the University of Colorado Boulder. Scott received his degree in Business/Finance from the University of Colorado, Boulder and went on to acquire his CPA in 1991. After spending five years with Arthur Andersen and Company's San Francisco and Sydney Australia offices, Scott returned to Colorado where he spent 14 years with a local homebuilding firm, eventually becoming President and CEO. Scott has been active in numerous charities and organizations around town and currently acts as a member of the Board of Directors of the Denver Buff Club, supporting athletics at the University of Colorado.

Board Memberships Compensation: Mr. Dittman is a Director of the Issuer.
\$60,000 annually

Full Name: Andrew R. Duke
Title: Executive Vice President
Business Address: 1610 Wynkoop Street, Suite 110
Denver, Colorado 80202

Employment History: *Andrew Duke* became Executive Vice President of the Company in October 2011. After a career as a consultant for early stage companies, Andrew was involved in establishing a Microwave Common Carrier and international phone rooms in the Philippines, Hong Kong & Japan. In 2003, after the invasion of Iraq, Andrew went to Baghdad on a successful \$53 million collection matter from the UN for Middle East investors.

He stayed in Baghdad to help start a local company to work with the Compass Group to feed the New Iraqi Army as it grew from zero to 150,000 plus soldiers. Mr. Duke completed his B.S. in Business from Babson College, with some study at the University of Denver, in 1978 and stayed on at Babson to conduct diverse Graduate Studies in various business disciplines.

Board Memberships None
Compensation: None

Full Name: **Guy M. Jean-Pierre**
Title: Corporate Secretary and Legal Counsel
Business Address: 1610 Wynkoop Street, Suite 110
 Denver, Colorado 80202

Employment History: *Guy Jean-Pierre* has been President and Managing Member of Jean-Pierre & Jean-Pierre, LLC for the last five years. Mr. Jean-Pierre has successfully served as outside general counsel to start-ups, development stage companies and small and medium-sized businesses, including management of all legal matters related thereto; provided advice on corporate governance and corporate structuring including confidential advice to boards of directors, CEOs and other senior management. Mr. Jean-Pierre has participated in numerous private placements and public offerings and prepared various SEC filings including 1933 and 1934 Act filings. Mr. Jean Pierre has also successfully managed acquisition and financing transactions and prepared and negotiated various contracts including acquisition agreements, asset sale agreements, inter-affiliate agreements, joint venture agreements and distribution agreements.

Board Memberships None.
Compensation: \$30,000 annually

B. Legal and Disciplinary History

Within the last five years no officer or director of the Issuer has been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);
2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities);
3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated); or
4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities).

C. Disclosure of Family Relationships

Robert L. Dittman, a beneficial holder of approximately 12% of the Series A Preferred Stock of the Issuer, is the brother of Scott Dittman, President and CEO of the Company. Other than as aforesaid, there are no family relationships among our directors, officers or greater-than-10% shareholders.

D. Disclosure of Related Party Transactions

None of the following parties has, during the past two fiscal years, had any material interest, direct or indirect, in any transaction with us or in any presently proposed transaction that has or will materially affect us, other than as noted in this section:

- (i) Any of our directors or executive officers;
- (ii) Any person proposed as a nominee for election as a director;
- (iii) Any person who beneficially owns, directly or indirectly, shares carrying more than 5% of the voting rights attached to our outstanding shares of common stock;
- (iv) Any of our promoters; and
- (v) Any member of the immediate family (including spouse, parents, children, siblings and in-laws) of any of the foregoing persons.

E. Disclosure of Conflicts of Interest

None.

Item XII Financial Information for the Issuer's most recent fiscal period.

The Issuer's Financial Statements as at the Fiscal Years ended December 31, 2011 and December 31, 2010, including: Balance Sheet, Statements of Operations, Statements of Stockholders' Equity, Statements of Cash Flows and Notes to the Financial Statements are included as an attachment to this Annual Report.

Item XIII Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence.

The Issuer has previously filed annual and quarterly financial statements through the OTC Disclosure and News Service, which are incorporated by reference to this Annual Report.

Item XIV Beneficial Owners.

As of December 31, 2011, the Issuer had approximately 859 shareholders and 2,156,781 shares of common stock issued and outstanding; and 1,493,104 shares of preferred stock issued and outstanding. The following table sets forth certain information regarding the beneficial ownership of the Issuer's common stock by (i) each person who, to our knowledge, beneficially owns, or upon completion of the Offering will beneficially own, more than 5% of our common stock; (ii) each of our current directors and executive officers of the Issuer; and (iii) all of our current and proposed executive officers and directors as a group:

<u>Beneficial Owners</u>	<u>Shares</u>	<u>Class</u>	<u>Percentage</u>
Scott Dittman	1,300,000	Preferred	87.07%
Robert Dittman	176,504	Preferred	11.82%
Bayside Realty Holdings	210,000	Common	9.74%
Douglas Sailors	424,866	Common	19.70%
Officers and Directors as a Group	1,300,000	Preferred	87.07%

- (a) The address for Scott Dittman is 1610 Wynkoop Street, Suite 110, Denver, Colorado 80202.
- (b) The address for Robert Dittman is 2469 West 41st Avenue, Denver, Colorado 80211
- (c) The address for Bayside Realty Holdings is 4920 Morton Road, New Bern, North Carolina 28562.
- (d) The address for Douglas Sailors is 2436 North Federal Highway, Suite 312, Lighthouse Point, Florida 33064.

Item XV The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to operations, business development and disclosure:

1. Investment Banker

None.

2. Promoters

None.

3. Counsel

Law Office of Tod A. DiTommaso
9451 Charleville Boulevard
Beverly Hills, California 90210
Telephone: (323) 497-1418
E-mail: todanthonyditommaso@earthlink.net

4. Accountant or Auditor

Mak Consulting Services
5154 NW 42nd Avenue
Coconut Creek, Florida 33073
Telephone: (954) 224-4342

5. Public Relations Consultant(s)

None.

6. Investor Relations Consultant

None.

7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement - the information shall include the telephone number and email address of each advisor.

None.

Item XVI Management's Discussion and Analysis or Plan of Operation.

The following discussion and analysis should be read in conjunction with the consolidated financial statements including the notes thereto attached to this Annual Report. This discussion and analysis may contain forward-looking statements based upon current expectations that involve risks and uncertainties. Our actual results may differ materially as a result of various factors.

Overview

The Issuer was reorganized in April 2011 to capitalize on opportunities present in soilless agriculture (Hydroponics), a rapidly expanding methodology capable of growing most plants under a controlled environment. Controlled Environment Agriculture is the preferred approach to "hi-tech" farming because it allows growers to manipulate a crop's environment to the desired conditions.

The Issuer is a manufacturer and distributor of commercial hydroponic growing systems, supplies and equipment. We support the rapidly expanding hydroponic growers industry by supplying complete Hydroponic growing systems, including equipment and technical service and assistance.

The Issuer has developed a patent pending line of cultivation containers, known as PharmPods™. PharmPods are constructed of standard ISO steel shipping containers that are repurposed for use in Hydroponic plant cultivation. Based on the concepts of Controlled Environment Agriculture (CEA) used extensively in greenhouse cultivation for decades, the PharmPod system is the ultimate evolution of the CEA concept.

Stackable, scalable, secure, durable and clean, PharmPods have allowed the Issuer to finally make the dream of urban, vertical farming economically viable through our patent pending PharmPlex cultivation centers. Using PharmPods, stacked in an urban warehouse, the PharmPlex maximizes the PharmPod system's scalability and creates unprecedented efficiencies in growth, energy efficiency and space efficiency for cultivation within an urban real estate footprint. PharmPlex cultivation centers can be placed near urban population centers, allowing growers to harvest the finest possible produce, picked fresh and ripe and transported less than 100 miles to the ultimate destination.

Plan of Operation

The Issuer's primary focus is to develop its patent pending PharmPods line of cultivation containers. This Issuer also plans to expand its footprint in the natural foods space through acquisition of small, symbiotic companies making natural, organic food products, and the associations with Circle Fresh Farms and Veterans to Farmers, for the production and distribution of organic and/or pesticide and herbicide free produce. Management estimates that current cash on hand is not sufficient to fund the operations of the Company. We will derive our revenues from joint venture operations such as the Circle Fresh Farms Collaboration Agreement discussed above as well as fulfilling the burgeoning demand for organic produce. The Company is primarily going to rely on the nation's increasing demand pull for organic produce. The Issuer plans to a fulfillment provider rather than a direct seller of goods. Marketing messages related to the continuously growing organic/locally-produced food industry will be focused on clearly communicating the innovative, environmentally friendly and cost effective nature of our PharmPods and PharmPlex growing processes.

Results of Operation – January 1, 2011 to December 31, 2011

During this period the Company's revenues were \$256,895 with a gross profit of \$111,880. Operating expenses during the period were \$308,747. Our net loss during the period was \$287,564 .

Liquidity and Capital Resources

As of December 31, 2011 our total assets were \$171,322 and our total liabilities were \$344,902. Our assets consist primarily of \$32,940 on cash and \$76,296 in property and equipment. Our liabilities consist primarily of shareholder notes totaling \$269,497.

A. Off-Balance Sheet Arrangements

The Issuer is not party to any financial instruments or arrangements with off-balance sheet risk.

Part E Issuance History

Item XVII List of securities offerings and shares issued for services in the past two years.

The Company has from time-to-time issued securities for cash and subscription as well as common shares issued for services rendered. All such issuances have been under Rule 144 or under terms of a Subscription Agreements in accordance with Regulation D, Rule 504 or Rule 506. All such shares were issued with the appropriate legend. A description of each such issuance is provided below:

Capital stock issued for cash:

Name	Type	Shares Issued	Date of Issue	Price Per Share	Status
Craig Dudley	Common	20,000	05/16/2011	\$0.25	R
Myron Thaden	Common	100,000	05/16/2011	\$0.25	R
Robert Kilponen	Common	10,000	09/20/2011	\$1.00	R
Richard Lawson	Common	5,000	09/20/2011	\$1.00	R
Paul Van Stekelenburg	Common	30,918	09/20/2011	\$1.00	R

Status: F = Freely Tradable and R = Restricted

Part F Exhibits

Item XVIII Material Contracts.

None.

Item XIX Articles of Incorporation and Bylaws.

The Issuer's Amended and Restated Articles of Incorporation and the Bylaws are incorporated by reference to its June 30, 2008 filings through the OTC Disclosure and News Service.

Item XX Purchases of Equity Securities by the Issuer and Affiliated Purchasers.

There have been no such purchases.

Item XXI Issuer's Certifications.

I, Scott Dittman, certify that:

I have reviewed this Annual Information and Disclosure Statement of FusionPharm, Inc.

Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

The undersigned hereby certifies that the information herein is true and correct to the best of his knowledge and belief.

/s/ Scott Dittman

Scott Dittman

President

FusionPharm, Inc.

1610 Wynkoop Street

Suite 110

Denver, Colorado 80202

FINANCIAL STATEMENTS

FUSIONPHARM INC.
(FKA BABY BEE BRIGHT CORP.)

For the Fiscal Years Ended:

December 31, 2010 and December 31, 2011

TABLE OF CONTENTS

	Page
Balance Sheets.....	F-1
Statements of Operations.....	F-2
Statements of Cash Flows.....	F-3
Statements of Shareholders' Equity.....	F-4
Notes to Financial Statements.....	F-5

FUSIONPHARM, INC.
FKA BABY BEE BRIGHT CORP.
(a Development Stage Company)

BALANCE SHEETS
(Unaudited)

	Year Ended	
	December 31 2011	December 31 2010
<u>ASSETS</u>		
Current assets		
Cash and cash equivalents	\$ 32,940	\$ -
Accounts receivable		
Licensing fees receivable	10,600	
Inventories	25,427	
Short-term loans receivable	18,879	
Other current assets	7,180	162,739
Total current assets	95,026	162,739
Property and equipment		
Property, plant and equipment	89,649	
Less accumulated depreciation	(13,352)	
Property and equipment, net	76,296	
Total assets	\$ 171,322	\$ 162,739
<u>LIABILITIES AND STOCKHOLDERS' EQUITY</u>		
Current liabilities		
Accounts payable	\$ 21,200	\$ 98,580
Accrued interest expense		
Contract deposits payable	500	
Common stock pending issuance	27,500	
Short-term loans	26,205	26,205
Total current liabilities	75,405	124,785
Long-term liabilities		
Notes payable	269,497	
Total long-term liabilities	269,497	
Total liabilities	\$ 344,902	\$ 124,785
Stockholders' equity		
Common stock, \$.0001 per share par value, 495,000,000 shares authorized, 172,008,932 shares issued and outstanding at December 2010; and 2,156,781 shares issued and outstanding at December 2011	216	17,201
Preferred stock, \$.0001 per share par value, 5,000,000 shares authorized, 1,502,000 shares issued and outstanding at December 2010; and 1,493,104 shares issued and outstanding at December 2011	149	150
Additional paid-in capital	325,078	232,062
Net income (loss)	(287,564)	870,602
Accumulated deficit	(499,023)	(211,459)
Total stockholders' equity	(173,580)	37,954
Total liabilities and stockholders' equity	\$ 171,322	\$ 162,739

The accompanying notes are an integral part of these statements.

FUSIONPHARM, INC.
FKA BABY BEE BRIGHT CORP.
(a Development Stage Company)

STATEMENTS OF OPERATIONS
(Unaudited)

	Year Ended	
	December 31	December 31
	2011	2010
Revenue	\$ 256,895	\$ 210
Cost of sales	145,015	83
Gross profit	111,880	128
Operating expenses	308,747	7,643
Operating loss	(196,867)	(7,515)
Other income (expenses)		
Interest income	544	
Interest expense	(200)	
Depreciation	(13,352)	
Debt forgiveness		878,117
Loss on write-down of inventory	(77,689)	
Total other income (expenses)	(90,697)	878,117
Net income (loss)	<u>\$ (287,564)</u>	<u>\$ 870,602</u>
Basic and diluted		
Earnings (loss) per Share	<u>\$ (0.14)</u>	<u>\$ 0.01</u>
Weighted average		
Number of shares	<u>2,121,781</u>	<u>172,008,932</u>

The accompanying notes are an integral part of these statements

FUSIONPHARM, INC.
FKA BABY BEE BRIGHT CORP.
(a Development Stage Company)

STATEMENTS OF CASH FLOWS
(Unaudited)

	Year Ended	
	December 31	December 31
	2011	2010
CASH FLOWS FROM OPERATING ACTIVITIES		
Net earnings (loss) for period	\$ (287,564)	870,602
Changes in current assets and current liabilities:		
Accounts payable	(77,380)	(24,502)
Contract deposits	500	
Common stock pending issuance	27,500	
Inventories	(25,427)	
Licensing fees receivable	(10,600)	
Other current assets	155,559	82.61
short-term loans receivable	(18,879)	
Net cash provided (used) by operating activities	(236,290)	846,183
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property and equipment	(89,649)	
Accumulated depreciation	13,352	
Net cash provided by (used) by investing activities	(76,296)	
CASH FLOWS FROM FINANCING ACTIVITIES		
Forgiveness of long-term debt		\$ (846,192)
Proceeds from long-term borrowing	269,497	
Proceeds from the issuance of common stock	76,030	
Net cash provided by financing activities	345,527	(846,192)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	32,940	(8)
Cash, beginning of period		8
Cash, end of period	<u>32,940</u>	<u></u>

The accompanying notes are an integral part of these statements

FUSIONPHARM, INC.
FKA BABY BEE BRIGHT CORP.
(a Development Stage Company)

STATEMENTS OF SHAREHOLDERS' EQUITY
(Unaudited)

From December 31, 2010 to December 31, 2011

	Preferred Stock		Common Stock		Additional	Accumulated	Total
	Shares	Amount	Shares	Amount	Paid in Capital	Deficit	Stockholders' Equity
Balance, December 31, 2010	1,502,000	\$ 150	172,008,932	\$ 17,201	\$ 232,062	\$ (211,459)	\$ 37,954
Reduction of shares of common stock - following reverse stock split			(171,146,923)	(17,115)	17,115		
Common stock issued in lieu of fractional - shares following reverse stock split			30				
Sale of common stock at \$0.25 per share			120,000	12	29,988		30,000
Sale of common stock at \$1.00 per share			45,918	5	45,913		45,918
Issuance of common stock - on conversion of preferred stock	(8,896)	(1)	889,600	89			88
Common stock issued in settlement of debt			194,224	19			19
Share-based compensation			45,000	5			5
Net loss						(287,564)	(287,564)
Balance, December 31, 2011	<u>1,493,104</u>	<u>\$ 149</u>	<u>2,156,781</u>	<u>\$ 216</u>	<u>325,078</u>	<u>\$ (499,023)</u>	<u>\$ (173,580)</u>

The accompanying notes are an integral part of these statements

FUSIONPHARM, INC.
formerly Baby Bee Bright Corp.
(a Development Stage Company)

NOTES TO FINANCIAL STATEMENTS

December 31, 2011

NOTE 1 NATURE OF OPERATIONS

FusionPharm, Inc., formerly Baby Bee Bright Corp. (the “Company”), was incorporated in the state of Nevada as of November 6, 1990. The Company became Baby Bee Bright Corp. after completing a reverse merger with Sequoia Interests Corporation on June 6, 2006. On April 4, 2011, the Company completed a reorganization and changed its name to FusionPharm, Inc.

The Company’s primary focus is to develop the company’s (patent pending) proprietary PharmPod™ line of cultivation containers.

Fusion Pharm, Inc. is the creator and manufacturer of the PharmPods™ cultivation container system (patent pending). PharmPods are constructed of standard ISO steel shipping containers that are repurposed for use in indoor plant cultivation. Based on the concept of Controlled Environment Agriculture (CEA) used extensively in greenhouse cultivation for decades, the PharmPod cultivation container is the ultimate evolution of the Controlled Environment Agriculture (CEA) concept. PharmPods are best used in a PharmPlex™ which maximizes the systems scalability and creates unprecedented efficiencies in growth, energy and use of a local real estate footprint.

The Company is looking to expand its footprint in the natural foods space through acquisition of small, symbiotic companies making natural, organic food products, and the associations with Circle Fresh Farms and Veterans to Farmers, for the production and distribution of organic and/or pesticide and herbicide free produce.

NOTE 2 GOING CONCERN

The Company’s financial statements are prepared using generally accepted accounting principles applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. For the period ended December 31, 2011 the Company earned revenue of \$256,895 and had an operating loss of \$196,867.

As reflected in the accompanying financial statements, the Company had cash totaling \$32,940 at December 31, 2011. The ability to continue as a going concern is dependent upon the ability of the Company to generate profitable operations in the future and/or to obtain the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due.

Management intends to address the going concern issue by increasing sales of its proprietary PharmPod line of cultivation containers as well as by funding future operations through the sale of equity capital and by shareholder loans, if needed. There is no assurance that the Company will be successful in increasing sales revenue or that financing will be available in amounts or terms acceptable to the Company, if at all.

NOTE 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The accompanying financial statements are presented as those of a going concern in accordance with Generally Accepted Accounting Principles and are expressed in U.S. dollars. The financial statements have been prepared under the guidelines of Accounting and Reporting by Development Stage Enterprises. A development stage enterprise is one in which planned principal operations have not commenced, or if its operations have commenced, there have been no significant revenues therefrom.

Use of estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Such estimates and assumptions impact, among others, the valuation allowance for deferred tax assets, due to continuing and expected future losses, and share-based payments.

Making estimates requires management to exercise significant judgment. It is at least reasonably possible that the estimate of the effect of a condition, situation or set of circumstances that existed at the date of the financial statements, which management considered in formulating its estimate could change in the near term due to one or more future confirming events. Accordingly, the actual results could differ significantly from estimates.

Cash and cash equivalents

The Company considers all highly liquid instruments purchased with a maturity of three months or less to be cash equivalents. The Company had cash totaling \$32,940 as of December 31, 2011. The Company minimizes its credit risk associated with cash by periodically evaluating the credit quality of its primary financial institution. The balance at times may exceed federally insured limits. At December 31, 2011, the balance did not exceed the federally insured limit.

Inventory

The Company had inventory valued at \$25,472 as of December 31, 2011. Inventory is stated at the lower of cost or market, determined by the first-in, first-out (FIFO) method. Market is determined based on the net realizable value, with appropriate consideration given to obsolescence, excessive levels, deterioration, and other factors.

These factors include, but are not limited to, technological changes in its markets, competitive pressures in products and services and related prices. The Company regularly evaluates its ability to realize the value of its inventory based on a combination of factors, including historical usage rates, forecasted sales, product life cycles, and market acceptance of new products and services.

When inventory that is obsolete or in excess of anticipated usage is identified, it is written down to realizable value or an inventory valuation reserve is established. For the period ended December 31, 2011, the Company recorded write-downs to net realizable value for obsolescence of inventory attributable to the operations of Baby Bee Bright in the amount of \$77,689.

Property and equipment

Property and equipment are recorded at cost. Depreciation, including amortization of leasehold improvements and software licenses, is provided using the straight line method. For tax purposes, the Company uses the Modified Accelerated Cost Recovery System (MACRS).

When assets are retired or otherwise disposed of, the cost and related accumulated depreciation are removed from the Company's books and records, and any resulting gain or loss is recognized in income for the period. The cost of maintenance and repairs is charged to income as incurred and significant renewals and betterments are capitalized. Deduction is made for retirements resulting from renewals or betterments.

Intangible assets

Valuation of intangible assets include significant estimates and assumptions such as estimating future cash flows from product sales, developing appropriate discount rates, estimating probability rates for the successful completion of projects, continuation of customer relationships and renewal of customer contracts, and approximating the useful lives of the intangible assets acquired.

Long lived assets

The Company reviews the recover-ability of the carrying value of identified intangibles and other long-lived assets, including fixed assets, whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recover-ability of these assets is determined based upon the forecasted undiscounted future net cash flows expected to result from the use of such asset and its eventual disposition. The Company's estimate of future cash flows is based upon, among other things, certain assumptions about expected future operating performance, growth rates and other factors. The actual cash flows realized from these assets may vary significantly from its estimates due to increased competition, changes in technology, fluctuations in demand, consolidation of its customers and reductions in average selling prices. If the carrying value of an asset is determined not to be recoverable from future operating cash flows, the asset is deemed impaired and an impairment loss is recognized to the extent the carrying value exceeds the estimated fair market value of the asset. There were no impairment charges taken during the period ending December 31, 2011.

Revenue recognition

The Company follows the guidance of the Securities and Exchange Commission's Staff Accounting Bulletin No. 104 for revenue recognition. The Company records revenue when all of the following have occurred; (1) persuasive evidence of an arrangement exists, (2) product delivery has occurred, (3) the sales price to the customer is fixed or determinable, and (4) collectability is reasonably assured. The Company reports revenue net of sales and use taxes collected from customers and remitted to governmental taxing authorities when applicable.

Risks and uncertainties

The Company operates in an industry that is subject to rapid change. The Company's operations are subject to significant risk and uncertainties including financial and operational risks including the potential risk of business failure. Also, see Note 2 regarding going concern matters.

Share based payments

Generally, all forms of share-based payments, including stock option grants, restricted stock grants and stock appreciation rights, are measured at their fair value on the awards' grant date, and based on the estimated number of awards that are ultimately expected to vest. Share-based payment awards issued to non-employees for services rendered are recorded at either the fair value of the services rendered or the fair value of the share-based payment, whichever is more readily determinable. The expense resulting from share-based payments are recorded as a component of general and administrative expense.

Earnings per share

In accordance with accounting guidance now codified as FASB ASC Topic 260, "*Earnings per Share*," Basic earnings per share ("EPS") is computed by dividing net loss available to common stockholders by the weighted average number of common shares outstanding during the period, excluding the effects of any potentially dilutive securities. Diluted EPS gives effect to all dilutive potential of shares of common stock outstanding during the period including stock options or warrants, using the treasury stock method (by using the average stock price for the period to determine the number of shares assumed to be purchased from the exercise of stock options or warrants), and convertible debt or convertible preferred stock, using the if-converted method. Diluted EPS excludes all dilutive potential of shares of common stock if their effect is antidilutive.

Income taxes

The Company accounts for income taxes in accordance with accounting guidance now codified as FASB ASC Topic 740, "*Income Taxes*," which requires that the Company recognize deferred tax liabilities and assets based on the differences between the financial statement carrying amounts and the tax bases of assets and liabilities, using enacted tax rates in effect in the years the differences are expected to reverse. Deferred income tax benefit (expense) results from the change in net deferred tax assets or deferred tax liabilities. A valuation allowance is recorded when it is more likely than not that some or all deferred tax assets will not be realized. Accounting guidance now codified as FASB ASC Topic 740-20, "*Income Taxes – Intrapariod Tax Allocation*," clarifies the accounting for uncertainties in income taxes recognized in accordance with FASB ASC Topic 740-20 by prescribing guidance for the recognition, derecognition and measurement in financial statements of income tax positions taken in previously filed tax returns or tax positions expected to be taken in tax returns, including a decision whether to file or not to file in a Particular jurisdiction. FASB ASC Topic 740-20 requires that any liability created for unrecognized tax benefits is disclosed. The application of FASB ASC Topic 740-20 may also affect the tax bases of assets and liabilities and therefore may change or create deferred tax liabilities or assets. As of December 31, 2011 The Company has not set up an allowance for deferred taxes as there is no company history to indicate the usage of deferred tax assets and liabilities. Also, see Note 7 regarding income tax matters.

Recent accounting pronouncements

In April 2010, the FASB issued ASU No. 2010-17, "*Revenue Recognition - Milestone Method (Topic 605): Milestone Method of Revenue Recognition*" (codified within ASC 605 – Revenue Recognition). ASU 2010-17 provides guidance on defining a milestone and determining when it may be appropriate to apply the milestone method of revenue recognition for research or development transactions. ASU 2010-17 is effective for interim and annual periods beginning after June 15, 2010. The adoption of ASU 2010-17 is not expected to have any material impact on our financial position, results of operations or cash flows.

In March 2010, the FASB issued ASU No. 2010-11, "*Derivatives and Hedging (Topic 815): Scope Exception Related to Embedded Credit Derivatives*" (codified within ASC 815 - Derivatives and Hedging). ASU 2010-11 improves disclosures originally required under SFAS No. 161. ASU 2010-11 is effective for interim and annual periods beginning after June 15, 2010. The adoption of ASU 2010-11 is not expected to have any material impact on our financial position, results of operations or cash flows.

In February 2010, the FASB issued Accounting Standards Update 2010-09 (ASU 2010-09), Subsequent Events (Topic 855), amending guidance on subsequent events to alleviate potential conflicts between FASB guidance and SEC requirements. Under this amended guidance, SEC filers are no longer required to disclose the date through which subsequent events have been evaluated in originally issued and revised financial statements. This guidance was effective immediately and we adopted these new requirements for the period ended December 31, 2011. The adoption of this guidance did not have a material impact on our financial statements.

In January 2010, the FASB issued Accounting Standards Update 2010-02, Consolidation (Topic 810): Accounting and Reporting for Decreases in Ownership of a Subsidiary. This amendment to Topic 810 clarifies, but does not change, the scope of current US GAAP. It clarifies the decrease in ownership provisions of Subtopic 810-10 and removes the potential conflict between guidance in that Subtopic and asset De-recognition and gain or loss recognition guidance that may exist in other US GAAP. An entity will be required to follow the amended guidance beginning in the period that it first adopts FAS 160 (now included in Subtopic 810-10). For those entities that have already adopted FAS 160, the amendments are effective at the beginning of the first interim or annual reporting period ending on or after December 15, 2009. The amendments should be applied retrospectively to the first period that an entity adopted FAS 160. The Company does not expect the provisions of ASU 2010-02 to have a material effect on the financial position, results of operations or cash flows of the Company.

In October 2009, the FASB issued Accounting Standards Update 2009-14, Software (Topic 985): Certain Revenue Arrangements That Include Software Elements. This update changed the accounting for revenue arrangements that include both tangible products and software elements. Effective prospectively for revenue arrangements entered into or materially modified in fiscal years beginning on or after June 15, 2010. Early adoption is permitted. The Company does not expect the provisions of ASU 2009-14 to have a material effect on the financial position, results of operations or cash flows of the Company.

In October 2009, the FASB issued Accounting Standards Update 2009-13, Revenue Recognition (Topic 605): Multiple-Deliverable Revenue Arrangements. This update addressed the accounting for multiple-deliverable arrangements to enable vendors to account for products or services (deliverables) separately rather than a combined unit and will be separated in more circumstances under existing US GAAP. This amendment has eliminated that residual method of allocation. This update is effective prospectively for revenue arrangements entered into or materially modified in fiscal years beginning on or after June 15, 2010. Early adoption is permitted. The Company does not expect the provisions of ASU 2009-13 to have a material effect on the financial position, results of operations or cash flows of the Company.

NOTE 4 FAIR VALUE

The fair value of the Company's financial assets and liabilities reflects the Company's estimate of amounts that it would have received in connection with the sale of the assets or paid in connection with the transfer of the liabilities in an orderly transaction between market participants at the measurement date. In connection with measuring the fair value of its assets and liabilities, the Company seeks to maximize the use of observable inputs (market data obtained from sources independent from the Company) and to minimize the use of unobservable inputs (the Company's assumptions about how market participants would price assets and liabilities). The following fair value hierarchy is used to classify assets and liabilities based on the observable inputs and unobservable inputs used in order to value the assets and liabilities:

Level 1: Quoted prices in active markets for identical assets or liabilities. An active market for an asset or liability is a market in which transactions for the asset or liability occur with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2: Observable inputs other than Level 1 inputs. Examples of Level 2 inputs include quoted prices in active markets for similar assets or liabilities and quoted prices for identical assets or liabilities in markets that are not active.

Level 3: Unobservable inputs based on the Company's assessment of the assumptions that market participants would use in pricing the asset or liability.

The Company's investment strategy is focused on capital preservation. The Company intends to invest in instruments that meet credit quality standards. The current expectation is to maintain cash and cash equivalents, once these resources are available. There were no instruments requiring a fair value classification as of December 31, 2011.

NOTE 5 CONTINGENCIES

From time to time, the Company may become involved in various lawsuits and legal proceedings, which arise in the ordinary course of business. However, litigation is subject to inherent uncertainties, and an adverse result in these or other matters may arise from time to time that may harm its business. FusionPharm, Inc. has no pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator.

NOTE 6 STOCKHOLDERS' EQUITY

The Company is authorized to issue 495,000,000 shares of common stock, par value \$0.0001, of which 2,156,781 shares were outstanding as of December 31, 2011. The Company is also authorized to issue 5,000,000 shares of preferred stock, par value \$0.0001, of which 1,493,104 shares were outstanding as of December 31, 2011. There were 859 shareholders as of December 31, 2011.

NOTE 7 INCOME TAXES

The Company has losses carried forward for income tax purposes for December 31, 2011. There are no current or deferred tax expenses for the period ended December 31, 2011 due to the Company's loss position. The Company has fully reserved for any benefits of these losses. The deferred tax consequences of temporary differences in reporting items for financial statement and income tax purposes are recognized, as appropriate. Realization of the future tax benefits related to the deferred tax assets are dependent on many factors, including the Company's ability to generate taxable income within the net operating loss carry forward period.

NOTE 8 SUPPLEMENTAL DISCLOSURES WITH RESPECT TO SHAREHOLDERS' EQUITY

On March 1, 2011, the Company effected a 1-for-200 reverse split of its common stock. As a result, the Company's issued and outstanding common stock was reduced from approximately 172 million to approximately 862,009 shares. Fractional shares resulting from the reverse split were rounded up to the next whole number. The par value of the common stock was not affected by the reverse split and par value remained \$0.0001 per share. Consequently, the aggregate par value of the issued common stock was reduced by reclassifying the par value amount of the eliminated shares of common stock to "additional paid-in capital" in the Company's Balance Sheets. All shares and per share amounts including all common stock equivalents (stock options, other equity incentive awards, equity compensation plans, etc.) have been retroactively adjusted, for all periods presented to reflect the reverse stock split.

NOTE 9 CHANGE OF NAME

On April 4, 2011, the Company completed its name change from Baby Bee Bright, Corporation to FusionPharm, Inc. and changed its ticker symbol from BBYB to FSPM.

NOTE 10 SIGNIFICANT TRANSACTIONS

On January 3, 2011 the Board of Directors elected Scott Dittman to be CEO of Baby Bee Bright, replacing Frederick A. Dahlman.

In December of 2011, the company did a one-time charge off of obsolete inventory and accounts payable that was carried over from Baby Bee Bright. This resulted in a one-time charge to the fourth quarter earnings of \$77,689.

The company posted a correction during the fourth quarter of 2011 to Retained Earnings and Paid-In Capital after discovery of transaction errors made in previous quarters. The Retained Earnings were corrected by \$15,356.44 and Paid-In Capital was corrected by \$6,986.84.