

LAW OFFICES OF

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**JOHN R. BROWNING**

A Professional Law Corporation

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ESTATE PLANNING AND BUSINESS LAW

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October 15, 2012

OTC Markets Group, Inc.  
304 Hudson Street, 3<sup>rd</sup> Floor  
New York, NY 10013

RE: Attorney Letter with Respect to Adequate Current Information for  
RightSmile, Inc. (RIGH)  
Quarterly Report for period ended June 30, 2012

To Whom It May Concern:

The undersigned attorney represents RightSmile, Inc., a Nevada corporation (the “Issuer”) as its legal counsel. The Issuer has asked that I render an opinion as to the adequacy of the current information and disclosure with regard to the Issuer’s Quarterly Report for the period ended June 30, 2012, and posted by the Issuer on the OTC Disclosure and News Service on October 15, 2012. OTC Markets Group Inc. (“OTC Markets Group”) is entitled to rely on this opinion in determining whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933, as amended (“Securities Act”).

I am a United States resident, and have been retained by the Issuer for the purposes of rendering this opinion and related matters, including securities guidance and assistance in preparing or reviewing disclosure information. I am not an employee of the Issuer.

This letter is meant to apply to the laws of the United States. I am authorized to practice law in the state of California, and the U.S. District Court in the Central District of California. I am permitted to practice before the Securities and Exchange Commission (the “SEC”), and have not been prohibited from practice thereunder.

I have examined such corporate records and other documents and have asked such questions of law and fact as I deemed necessary or appropriate for the purposes of issuing this opinion letter filings made with the Secretary of State of Nevada and other states, and information obtained from officers and directors of the Issuer. I believe the sources relied upon are reliable. In my review, I have personally met with the management and the sole member of the Issuer’s Board of Directors, with whom I have reviewed and discussed the

documents published by the Issuer on the OTC Disclosure and News Service, and have relied upon their representations. I believe them to be reliable sources.

In addition, I have reviewed the definition of “current information” set forth in Rule 144(c) of the Securities Act, and the OTC Markets Group’s Guidelines for Providing Adequate Current Information. In connection with the preparation of this letter, I have reviewed certain documents and information (the “Information”), including the following:

- Consolidated Quarterly Report for the period ending June 30, 2012, posted to the OTC Disclosure and News Service on September 25, 2012;
- Annual report for the period ended December 31, 2011, posted to the OTC Disclosure and News Service on May 10, 2012;

In my opinion, the Information provided:

- constitutes “adequate current public information” concerning the Securities and the Issuer and “is available” within the meaning of Rule 144(c)(2) under the Securities Act;
- includes all of the information that a broker-dealer would be required to obtain from the Issuer to public a quotation for the Securities under Rule 15c2-11 under the Securities Exchange Act of 1934 (the “Exchange Act”);
- complies as to form with the OTC Markets Group’s Guidelines for Providing Adequate Current Information, which are located on the Internet at [www.otcmarkets.com](http://www.otcmarkets.com); and
- has been posted through the OTC Disclosure and News Service.

The Issuer retained David R. Wells of Story Corp Consulting to prepare the financial statements for the six-month period ended June 30, 2012. For purposes of the formal requirements set forth in Exhibit A of the Attorney Letter Agreement, Mr. Wells is the person responsible for the preparation of the financial statements. The financial statements are not audited, and were prepared in accordance with U.S. generally accepted accounting principles. Mr. Wells is the founder of Story Corp, an outsourced financial consulting firm that provides “CFO” and financial reporting services for public and private companies, with expertise in GAAP, FASB, and current SEC reporting requirements.

The Issuer’s transfer agent is Standard Registrar & Transfer Company, Inc., which is registered with the Securities and Exchange Commission as its appropriate regulatory authority. I confirmed the number of outstanding common and preferred shares set forth in the Information by requesting and reviewing a written report from the transfer agent.

**OTC Markets Group, Inc.**

October 15, 2012

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To the best of my knowledge, after inquiry of management and the director of the Issuer, neither the Issuer of the Securities, nor any holder of five percent or more of the Issuer's securities, nor counsel is currently under investigation by any federal or state regulatory authority for any violation of federal of states security laws.

This opinion letter has been furnished by the undersigned as counsel to the Issuer. It cannot be relied upon by anyone except for OTC Markets Group, which has full and complete permission and rights to publish the letter in the OTC Disclosure and News Service for viewing by the public and regulators. Outside of the above permission, it may not be used for any other purpose or by any other person, without in each instance the prior written consent of its author.

Very truly yours,



John R. Browning  
Attorney at law

JRB/hs

cc: Angel Stanz, CEO