

RightSmile, Inc.

Company Information and Disclosure Statement For the nine-month period ended September 30, 2012

Item 1. The exact name of the issuer and its predecessor (if any).

From August 2009 to Present	RightSmile, Inc.
From September 2007 to August 2009	Potential Holdings, Inc.
From June 2007 to July 2007	Axiom Management, Inc.
From May 2003 to June 2007	Green Power Energy Holdings, Corp
From Incorporation to May 2003	Dr. Owl Online, Inc.

- i. Phone: 855-723-3283
- ii. www.bgmedtech.com
- iii. Investor Relations: ir@bgmedtech.com
- iv. On January 18, 2012, RightSmile, Inc. completed a reverse merger with BG Medical Technologies, Inc., and ceased operations related to its RightSmile, Inc. business (See Item 7, Other Information below). RightSmile, Inc. intends to change its name to BG Medical Technologies, Inc. In recognition of these changes, RightSmile, Inc. is sometimes referred to herein as the “Company” or, in discussing current operations, “BG Medical”.

Item 2. The exact title and class of securities outstanding.

Common Stock:

	September 30, 2012	<u>Period end date:</u> December 31, 2011	December 31, 2010
Shares Authorized:	4,350,000,000	2,505,000,000	250,000,000
Shares Outstanding:	3,969,206,740	2,411,657,296	31,114,825
Public Float ¹ :	3,016,401,311	1,756,023,117	10,108,074
Shareholders of Record:	93	79	80

¹ Public Float is calculated by subtracting the aggregate number of shares held by the shareholders of record from the total issued and outstanding.

Preferred Stock:

	September 30, 2012	<u>Period end date:</u> December 31, 2011	December 31, 2010
Shares Authorized:	5,000,000	5,000,000	5,000,000
Shares Outstanding:	3,865,000	865,000	0
Shareholders of Record:	2	3	0

Item 3. Financial information for issuer's most recent fiscal period.

RIGHTSMILE, INC. AND SUBSIDIARIES
QUARTERLY REPORT ENDED SEPTEMBER 30, 2012

CERTAIN CAUTIONARY STATEMENTS REGARDING FORWARD-LOOKING INFORMATION

Certain statements in this annual report contain or may contain forward-looking statements that are subject to known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. These forward-looking statements were based on various factors and were derived utilizing numerous assumptions and other factors that could cause our actual results to differ materially from those in the forward-looking statements. These factors include, but are not limited to, our ability to implement our current business model and/or consummate an acquisition of an operating entity, our ability to generate revenues and pay our operating expenses, our ability to raise capital as necessary, economic, political and market conditions and fluctuations, government and industry regulation, interest rate risk, U.S. and global competition, and other factors. Most of these factors are difficult to predict accurately and are generally beyond our control. You should consider the areas of risk described in connection with any forward-looking statements that may be made herein. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this report. Readers should carefully review this report in its entirety, including but not limited to our financial statements and the notes thereto. Except for our ongoing obligations to disclose material information under the Federal securities laws, we undertake no obligation to release publicly any revisions to any forward-looking statements, to report events.

RightSmile, Inc.
Consolidated Balance Sheet
As of September 30, 2012 & December 31, 2011
(Unaudited)

	As of September 30, 2012	As of December 31, 2011
Assets		
Current assets:		
Cash and cash equivalents	\$29,322	\$7,364
Accounts receivable	20,735	70,832
Inventory	-	11,131
Other current assets	70	-
Total current assets	50,127	89,327
Non-current assets:		
Fixed assets - net	398,476	416,487
Organizational Costs	35,275	35,275
Intangible assets	600,868	-
Investment in subsidiaries	60,000	60,000
Total Assets	\$1,144,746	\$601,089
Liabilities and Stockholder's Equity		
Current liabilities		
Accounts payable	\$ -	\$32,307
Notes payable	231,900	241,479
Accrued interest	3,101	126,083
Due to officer	13,505	12,480
Total current liabilities	248,506	412,349
Total liabilities	248,506	412,349
Stockholders' Equity (Deficit)		
	4,365	865
Preferred stock \$0.001 par value, 5,000,000 shares authorized, 4,365,000 and 865,000 shares issued and outstanding, respectively	396,921	241,166
Common stock \$0.0001 par value, 4,350,000,000 shares authorized, 3,969,206,740 issued and outstanding at September 30, 2012; 2,500,000,000 shares authorized and 2,411,657,296 shares issued and outstanding at December 31, 2011		
Additional paid-in capital	2,924,531	2,079,469
Stock to be Issued	37,500	-
Treasury Stock	(100,000)	(100,000)
Retained Earnings	(2,367,077)	(2,032,760)
Total stockholders' equity	896,239	188,740
Total Liabilities and Stockholders' Equity	\$1,144,746	\$601,089

The accompanying notes are an integral part of the financial statements.

RightSmile, Inc.
Condensed Consolidated Statements of Operations
For the Three and Nine Months Ended September 30, 2012 & 2011
(Unaudited)

	Three months ended September 30,		Nine month ended September 30,	
	2012	2011	2012	2011
Sales	\$45,566	\$59,037	\$146,181	\$62,521
Cost of Sales				
Freight & Delivery	352	-	5,546	-
Materials & Supplies	(45)	15,021	18,618	16,241
Other Costs	6,405	-	26,038	-
Total Cost of Goods Sold	<u>6,712</u>	<u>15,021</u>	<u>50,203</u>	<u>16,241</u>
Gross Profit	<u>38,855</u>	<u>44,016</u>	<u>95,979</u>	<u>46,280</u>
Expenses				
General & Administrative	46,502	20,633	151,940	47,035
Sales & Marketing	261	-	3,557	-
Depreciation	20,825	3,580	67,341	10,740
Total Expenses	<u>67,588</u>	<u>24,213</u>	<u>222,838</u>	<u>57,775</u>
Net operating income (loss)	(28,734)	19,803	(126,859)	(11,495)
Non-operating expenses				
Other income/ (expense)	5,752	-	14,062	-
Interest Income/(expense)	(676)	(9,631)	(72,739)	(33,093)
Gain/Loss on Debt Settlement	-	-	(277,354)	-
Total Other expense	<u>5,076</u>	<u>(9,631)</u>	<u>(336,031)</u>	<u>(33,093)</u>
Taxes	-	-	-	-
Net Income (loss)	<u>\$ (23,658)</u>	<u>\$ 10,172</u>	<u>\$ (462,889)</u>	<u>\$ (44,588)</u>
(Loss) per share	\$0.00	\$0.00	\$0.00	\$0.00
Weighted average common shares outstanding	3,606,435,001	1,585,657,296	3,269,903,930	633,161,226

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

RightSmile, Inc.
Condensed Consolidated Statements of Cash Flow
For the Nine Months Ended September 30, 2012
(Unaudited)

	September 30,	
	2012	2011
Cash flows from operating activities		
Net Income (loss) from operations	(462,889)	(44,588)
Adjustments to reconcile net loss to net cash used by operating activities:		
Depreciation and amortization	67,341	10,740
Acquire Income Adjustment	7,064	-
Acquire Cash Adjustment	21,596	-
Gain/Loss on Debt Settlement	277,354	-
Notes Payable Write balance	(2,256)	-
(Increase) decrease in accounts recievable	-	(21,243)
(Increase) decrease in inventory	-	1,792
Increase (decrease) in accounts payable	-	11,414
Increase in accrued interest	71,223	33,093
Other	-	(3,585)
Net cash flow from Operations	(20,568)	(12,377)
Cash flows from financing activities:		
Proceeds from notes payable	31,400	12,000
Officer loans	11,267	6,500
Preferred Stock	-	-
Common Stock	-	-
Stock to be issued	-	-
Equity issued for Intangible Assets	-	-
Net cash from financing activities	42,667	18,500
Cash flows from investing activities:		
Fixed assets	(141)	-
Intangible Asset	-	-
Investment in subsidiaries	-	-
Net cash used in investing activities	(141)	-
Net Increase (decrease) in cash	21,958	6,123
Cash at beginning of period	7,364	182
Cash at end of period	29,322	6,305

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

RightSmile, Inc.
Statement of Stockholders Equity
As of September 30, 2012

	<u>Common Stock</u>		<u>Preferred Stock</u>		<u>Additional Paid-in Capital</u>	<u>Treasury Stock</u>	<u>Stock to be Issued</u>	<u>Accumulated Deficit</u>	<u>Total Stockholders Equity</u>
	<u>Number of Shares</u>	<u>Amount</u>	<u>Number of Shares</u>	<u>Amount</u>					
Balance at December 31, 2011	2,411,657,296	\$241,166	865,000	\$865	\$2,079,469	\$(100,000)	\$-	\$(2,032,760)	\$188,740
Preferred stock repurchased by issuer	-	-	(800,000)	(800)	800	-	-	-	-
Preferred stock issued for intangible assets	-	-	4,000,000	4,000	596,868	-	-	-	600,868
Preferred stock issued for DevTek assests	-	-	300,000	300	(300)	-	-	-	-
Adjustment	-	-	-	-	(143,750)	-	-	-	(143,750)
Conversion of notes payable into common stock	882,549,444	88,255	-	-	214,222	-	-	-	302,476
Net Loss	-	-	-	-	-	-	-	(349,718)	(349,718)
Balance at March 31, 2012	3,294,206,740	\$329,421	\$4,365,000	\$4,365	\$2,747,309	\$(100,000)	\$-	\$(2,382,478)	\$598,616
Conversion of notes payable into common stock	300,000,000	30,000	-	-	30,000	-	-	-	60,000
Re-negotiation of past notes	-	-	-	-	147,222	-	75,000	-	222,222
Net Loss	-	-	-	-	-	-	-	(89,514)	(89,514)
Balance at June 30, 2012	3,594,206,740	\$359,421	4,365,000	\$4,365	\$2,924,531	\$(100,000)	\$75,000	\$(2,471,992)	\$791,324
Conversion of notes payable into common stock	375,000,000	37,500	-	-	-	-	(37,500)	-	-
Net Loss	-	-	-	-	-	-	-	(23,658)	(23,658)
Balance at September 30, 2012	3,969,206,740	\$396,921	4,365,000	\$4,365	\$2,924,531	\$(100,000)	\$37,500	\$(2,495,650)	\$767,667

RightSmile, Inc.

Notes to Unaudited Financial Statements

For the period ended September 30, 2012 and December 31, 2011

Summary

RightSmile, Inc., a Nevada corporation, completed a reverse merger with BG Medical Technologies, Inc., on January 18, 2012 (see note 2). The Company intends to formally change its name from RightSmile, Inc., to BG Medical Technologies, Inc., and its ticker symbol with FINRA. In these Notes to Unaudited Financial Statements, RightSmile, Inc. is referred to as either the “Company”, “RightSmile” or, in discussing operations subsequent to January 18, 2012, “BG Medical”.

In February 2011, RightSmile acquired Kazore, Inc. dba Full Spectrum Media (now DevTek, LLC), changing its core business from teeth whitening systems to online marketing and development, including web, mobile application, and search engine optimization. In January 2012, RightSmile acquired BG Medical Technologies, Inc., replacing executive management, and began the transition of its core business model to software and technology development specific to the healthcare industry.

BG Medical develops technology and research software with a focus on patient solutions for natural and herbal healthcare, including medical cannabis. Its products collect data through a network of proprietary software, utilized by patients, retail operators, and medical professionals. The Company's current flagship product, BudGenius.com, is a social web platform designed to assist cannabis patients in selecting regionally available medicine that is paired to their needs. The Company operates an analytical chemistry laboratory designed for natural medicine study, which is utilized to determine potency and safety guidance for patients and medicine manufacturers. Data collected from the laboratory is combined with patient feedback to produce information that benefits retail operators, and informs patients on best available treatment options. BudGenius.com maintains the most comprehensive online public database for scientifically tested cannabis worldwide.

BG Medical operates its laboratory, media studio, and executive center located in Los Angeles, California. BG Medical's technology development centers are located in Los Angeles, CA, Ukraine, and Philippines. BG Medical is publicly traded on the OTC Markets under ticker symbol “RIGH”.

Operations

In 2010, BG Medical entered the alternative healthcare market by establishing the BudGenius brand, becoming the nation's most popular medical cannabis testing laboratory. BudGenius' laboratory utilizes gas chromatography machines to conduct its testing procedures. This is similar to methods employed by pharmaceutical laboratories and biotech research firms. BudGenius results are displayed online upon BudGenius.com and within deployable website tools provided to clients. Results are also shown within cannabis dispensaries throughout California. BudGenius utilizes custom software to pair specific plant genetics to patient ailments such as pain relief, anxiety, and nausea. BudGenius plans to expand its services to also address critical ailments such as cancer, Parkinson's Disease, Alzheimer's, and more.

BudGenius' custom analysis software is the primary differentiator between itself and competitive testing laboratories. BudGenius combines analytical chemistry research with social web software that receives patient feedback (crowd sourcing) to determine the net medical effects of chemicals present within plant medicines. The BudGenius software engine reaches its conclusions by evaluating pre-programmed *quantitative* scientific trial data from (i) published studies in scientific journals and articles listing (ii) exact quantities consumed and (iii) researcher-observed effects; and then combining these calculations with *qualitative data* from (iv) crowd sourced patient feedback from website-submitted reviews, listing (v) relative quantity consumed and (vi) self-observed effects. The software engine “intelligence” is increased as additional data is added in real-time.

A variety of natural medicine treatment programs continue to gain popularity globally.

Additionally, one third of the USA population resides in a region with favorable medical cannabis laws. However, in recognition of cannabis legal ambiguities, BG Medical's product strategy is strictly on data collection, data analysis, and data display. BG Medical does not sell, grow, harvest, cultivate, nor distribute medical cannabis.

BG Medical Technologies is focused on building medical treatment infrastructures that combine interactive desktop and mobile applications, to provide an affordable alternative to rising healthcare cost concerns.

DevTek

DevTek provides social Internet and marketing advisory services to the BG Medical family of products, while also maintaining additional revenue channels through third party contract services. DevTek provides a web hosting platform from which it provides its specialized services and custom software development. Primary focus is placed on social, email, and print marketing services, designed and placed to reach desktop and mobile audiences. Custom software development is also engineered as needed to fulfill client goals.

Note 2 – Reverse Merger

RightSmile completed a reverse merger with BG Medical Technologies, Inc., on January 18, 2012 (the "Reverse"). RightSmile acquired 100% of the outstanding equity of BG Medical Technologies, Inc. from its shareholders in exchange for an aggregate of 4,000,000 shares of Series A Preferred Stock and 200,000,000 shares of common stock of RightSmile. Of those amounts, the 200,000,000 shares of common stock remain to be issued.

These following RightSmile subsidiaries were renamed concurrent with the Reverse:

- RightSmile USA, Inc. was renamed to BG Medical Global, Inc.
- RightSmile Technologies, Inc. was renamed to BG Medical Systems, Inc.
- RightSmile R & D, Inc. was renamed to BG Medical Integrations, Inc.
- RightSmile Universal, LLC was renamed to BG Medical, LLC

These subsidiaries do not have material operations at this time.

Upon closing of the Reverse, Randy Schneider, the Principal Executive Officer of RightSmile, resigned from all operating and directorship positions with the Company, while Aaron Stanz, the CEO of BG Medical Technologies, Inc., was elected as the new CEO and sole member of the Board of Directors of RightSmile.

Note 3 – Use of Estimates

The preparation of the financial statements in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the 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. Actual results could differ from those estimates.

Note 4 – Fixed Assets

Fixed assets consist of the following:

	<u>2012</u>	<u>2011</u>
Computer Equipment	\$428,072	\$428,072
Furniture & Fixtures	85,761	36,575
Vehicles	5,000	5,000
Less: Accumulated Depreciation	<u>(120,499)</u>	<u>(53,158)</u>
Net Fixed Assets	<u>\$398,476</u>	<u>\$416,489</u>

Fixed assets are comprised of computer hardware and software, laboratory and related equipment for use in research and development. For depreciation purposes the useful life for all fixed assets is estimated to be 5 years. For the period ending September 30, 2012 the depreciation expense was \$67,341.

Note 5 – Intangible Assets

Intangible Assets are comprised of costs and expenses associated with the development of certain intellectual property related to the creation and operation of BudGenius.com. These assets were purchased at the time of the Reverse through the issuance of 4,000,000 shares of Series A Preferred Stock.

Note 6 – Notes Payable

On October 18, 2011 the Company entered into a \$200,000 unsecured, convertible loan which accrued interest at a rate of 18% per annum with Baron Capital Enterprise, Inc., (“BCAP”) in exchange for the return of 800,000 shares of Series A preferred stock, which were remitted to the Company for cancellation in the three-month period ended March 30, 2012. On May 29, 2012, the Company and BCAP agreed to modify the terms of the note such that (i) it no longer accrues interest, (ii) is no longer convertible into common stock, and (iii) payment would be made through a portion (20%) of the proceeds of a private securities offering, up to a maximum received value for BCAP of \$200,000. As of September 30, 2012, and as of the date of this Report, no such proceeds have been raised, and principal in the amount of \$200,000 remains outstanding.

During the nine-month period ended September 30, 2012, in addition to the \$200,000 note to BCAP, BG Medical has issued nine unsecured, convertible notes (“Baron Notes”) to BCAP in the aggregate amount of \$31,900. The Baron Notes bear interest at the rate of 18% per annum and are due a various dates as noted below. The parties mutually agreed to amend the conversion terms on May 29, 2012 from a 70% discount conversion rate to a 25% discount conversion rate based on a five day Volume Weighted Average Price. The Baron Notes are convertible at the discretion of the holder. The following is a summary of the Baron Notes:

<u>Issue Date</u>	<u>Amount</u>	<u>Due Date</u>
February 2, 2012	\$7,500	February 2, 2013
February 6, 2012	1,400	February 6, 2013
March 6, 2012	12,500	March 6, 2013
April 26, 2012	1,500	April 26, 2013
May 1, 2012	2,000	May 1, 2013
May 21, 2012	7,000	May 21, 2013
Total	\$31,900	

For the nine-month period ended September 30, 2012 the Company incurred an interest expense of \$3,101 on the above notes.

During the nine-month period ended September 30, 2012 the Company converted a total of \$75,703 of promissory notes issued by RightSmile in 2010 into common stock. The Company issued 1,182,549,444 shares of restricted common stock in full and complete satisfaction of \$75,703 in principal and \$9,420 in accrued and unpaid interest.

On May 29, 2012 the Company and BCAP agreed to settle obligations entered into by previous RIGH management, related to all remaining outstanding notes payable. The Company agreed to convert certain remaining outstanding notes in the original principal amount of \$160,520 and \$61,702 accrued and outstanding interest into 750,000,000 restricted common shares of the Company, to be issued upon request from BCAP. As of September 30, 2012, 375,000 shares of common stock remain to be issued. This negotiated settlement converted existing debt above market price at the time of the conversion.

Note 7 – Due to Officer

During the nine-month period ended September 30, 2012, certain amounts have been advanced on an unsecured, interest free basis to the Company from its sole officer. As of September 30, 2012 the amount due to this officer totaled \$13,505.

Note 8 – Preferred Stock and Common Stock

The Company has 5,000,000 shares of Preferred Stock, par value \$0.001, authorized. As of September 30, 2012 the Company had 4,365,000 shares of Preferred Stock issued and outstanding.

As of September 30, 2012, the Company had 4,350,000,000 shares of Common Stock, par value \$0.0001, authorized, and 3,969,206,740 shares issued and outstanding. The Company had 93 shareholders of record as of September 30, 2012.

During the period ended September 30, 2012 the Company increased its authorized Common Stock from 3,600,000,000 to 4,350,000,000 shares.

Note 9 – Unregistered Issuances of Common Stock

During the period ended September 30, 2012 the Company issued the following common stock:

- During the period ended March 31, 2012 the Company issued 882,549,444 shares of common stock to various note holders for the conversion of \$73,123 in principal and accrued interest.
- During the period ended June 30, 2012 the Company issued 300,000,000 shares of common stock to various note holders for the conversion of \$12,000 in principal and accrued interest.
- During the period ended September 30, 2012 the Company issued 375,000,000 shares of common stock to the note holder for the conversion of \$106,911 in principal.

In addition to these issuances, on January 18, 2012 the Company agreed to issue 200,000,000 shares of RightSmile common stock to the shareholder of BG Medical Technologies, Inc. related to the Reverse.

Item 4. Management’s discussion and analysis or plan of operation

RightSmile, Inc. completed a reverse merger with BG Medical Technologies, Inc., on January 18, 2012 (see note 2 and Item 7 “Other Information”). The Company intends to formally change its name from RightSmile, Inc., to BG Medical Technologies, Inc., and its ticker symbol with FINRA. RightSmile, Inc. is referred to herein as either the “Company” or, in discussing operations subsequent to January 18, 2012, “BG Medical”.

In February 2011, RightSmile acquired Kazore, Inc. dba Full Spectrum Media (now DevTek, LLC), changing its core business from teeth whitening systems to online marketing and development, including web, mobile application, and search engine optimization. In January 2012, RightSmile acquired BG Medical Technologies, Inc., replacing executive management, and began the transition of its core business model to software and technology development specific to the healthcare industry.

Plan of Operation

In February 2011, RightSmile acquired Kazore, Inc. dba Full Spectrum Media (now DevTek, LLC), changing its core business from teeth whitening systems to online marketing and development, including web, mobile application, and search engine optimization. In January 2012, RightSmile acquired BG Medical Technologies, Inc., replacing executive management, and began the transition of its core business model to software and technology development specific to the healthcare industry. BG Medical develops technology and research software for with a focus on patient solutions for natural and herbal healthcare, including medical cannabis. Its products collect data through a network of proprietary software, utilized by patients, retail operators, and medical professionals. The Company's current flagship product, BudGenius.com, is a social web platform designed to assist cannabis patients in selecting regionally available medicine that is paired to their needs. The Company operates an analytical chemistry laboratory designed for natural medicine study, which is utilized to determine potency and safety guidance for patients and medicine manufacturers. Data collected from the laboratory is combined with patient feedback to produce information that benefits retail operators, and informs patients on best available treatment options. BudGenius.com maintains the most comprehensive online public database for scientifically tested cannabis worldwide.

In 2010, BG Medical’s BudGenius product entered the alternative healthcare market, becoming the nation’s most popular medical cannabis testing laboratory. BudGenius’ laboratory utilizes gas chromatography machines to conduct its testing procedures. This is similar to methods employed by pharmaceutical laboratories and biotech research firms. BudGenius results are displayed online upon BudGenius.com and within deployable website tools provided to clients. Results are also shown within cannabis dispensaries throughout California. BudGenius utilizes custom software to pair specific plant genetics to patient ailments such as pain relief, anxiety, and nausea. Assuming financial resources are in place to do so, BudGenius plans to expand its services to also address critical ailments such as cancer, Parkinson’s Disease, Alzheimer’s, and more.

BudGenius’ custom analysis software is the primary differentiator between itself and competitive testing laboratories. BudGenius combines analytical chemistry research with social web software that receives patient feedback (crowd sourcing) to determine the net medical effects of chemicals present within plant medicines. The BudGenius software engine reaches its conclusions by evaluating pre-programmed *quantitative* scientific trial data from (i) published studies in scientific journals and articles listing (ii) exact quantities consumed and (iii) researcher-observed effects; and then combining these calculations with *qualitative data* from (iv) crowd sourced patient feedback from website-submitted reviews, listing (v) relative quantity consumed and (vi) self-observed effects. The software engine “intelligence” is increased as additional data is added in real-time.

A variety of natural medicine treatment programs continue to gain popularity globally. Additionally, one third of the USA population resides in a region with favorable medical cannabis laws.

However, in recognition of cannabis legal ambiguities, BG Medical's product strategy is strictly on data collection, data analysis, and data display. BG Medical does not sell, grow, harvest, cultivate, or distribute medical cannabis.

DevTek provides technical marketing services to BG Medical products and third party clients, including design consultation, social Internet advisement, software engineering, and campaign management for web and mobile audiences.

BG Medical Technologies is focused on building medical treatment infrastructures that combine interactive desktop and mobile applications, to provide an affordable alternative to rising healthcare cost concerns.

Management does not believe that cash from operations will be sufficient to meet its cash obligations, and it will be required to raise additional capital through private securities offerings to fund its research and development, and the planned expansion of its operations. No such offerings are in place, and there can be no assurance that we will be able to raise the required additional capital.

Results of Operations

BG Medical applies two primary technology strategies, each centered on Internet-based healthcare services, data collection, and data analysis. The first focuses on technologies related to naturopathy and natural healthcare. The other focuses on technologies specific to state-approved medical cannabis treatment programs.

In Q1 2012, the Company placed its focus on actions surrounding the reverse merger, educating shareholders on Company history and BudGenius.com, and launching its new corporate website, BgMedTech.com.

In Q2 2012, BG Medical began to supplement its medical cannabis market leadership by implementing its long-term strategy of technology development for the broader segment of generalized natural medicine and naturopathy treatments. This is planned to offset medical cannabis market shifts, capitalize on earned niche strengths, and to lay foundation for establishing a global patient care market. Focus is being placed on a new web-based and mobile-based technology platform to introduce low cost natural healthcare options to medically uninsured families, and to make adjunct natural care options more widely available to insured families receiving pharmaceutical care. Through the BudGenius medical cannabis brand, BG Medical has immediate access to approximately 1.5 million patients with ailments believed to be treatable with natural health care solutions. BG Medical expects to leverage this brand strength to launch its new growth programs.

In Q3 2012, the Company maintained operations of current programs, with emphasis on positioning the public entity for growth. New legal and accounting teams for BG Medical replaced previous staff associated with past RightSmile operations. During this time, updated organizational systems were developed to assist with the forthcoming audit and uplisting strategy for 2013. The company favorably renegotiated all debt positions related to actions from prior management, and subsequently returned the company to OTC Pink Current Information status.

BG Medical's medical cannabis platform, BudGenius.com, operates in both the largest state-approved population for medical cannabis dispensaries worldwide and the most densely populated local region, California and the Los Angeles metropolitan area, respectively. BudGenius has developed the most highly visited web portal for a cannabis laboratory. Up to 12,000 patients per day research their medicine on BudGenius.com. BudGenius has also created what BG Medical believes to be the largest online database of high-definition microscopic photographs of cannabis strains in the world.

BG Medical expects ongoing and accelerated growth in state-approved medical cannabis patient communities nationwide. However, sales revenue in the cannabis market segment is dependent on market trends. Volatility in mature medical cannabis markets such as California and Colorado are expected,

through the ongoing clarification of state and federal positions on medical cannabis distribution. Cautious growth rates are expected in emerging markets in Arizona, Maine, Michigan, New Jersey, Oregon, Washington, and Washington DC, and latent markets in Alaska, Connecticut, Delaware, Hawaii, Montana, Nevada, New Mexico, Rhode Island, and Vermont. BG Medical believes new market growth rates will increase significantly as mature markets set non-volatile standards for emergent markets to emulate. Further market changes are expected as a result of the 2012 United States elections, and from the results of pending favorable cannabis legislation that has been introduced in seven states. Consolidation in the quantity of regional cannabis dispensaries is occurring, leading to an expected decrease in revenue potential for products and services based on dispensary density (such as advertising and location portals), and an expected increase in revenue potential for products and services based on recurring patient services, education, and medicine safety (such as the BudGenius product platform). BG Medical expects these trends to continue similar to many market lifecycles in which newly implemented technologies lower long-term operation costs, and create a price-competitive marketplace that becomes reliant on the efficiency of underlying technology platforms.

Recognizing these new opportunities for cannabis industry growth, BG Medical heightened its focus on new technology development in Q2 2012. To support this strategy, sales and marketing expenditures were lessened, with priorities placed on new engineering programs and forming strategic relationships aligned with political strengths and patient outreach. New products are currently under development to enhance the BudGenius software and data collection platform. A release schedule has not yet been determined. Also, BudGenius has become a founding partner of Patient Care Alliance Los Angeles, an industry trade association dedicated to serving industry professionals and patients to exercise greater legal, political, and financial power for the cannabis industry. BudGenius joins this panel of professionals, highly regarded for their skills in political action, finance, and law.

Beginning in Q2 2012, BG Medical management focused upon debt forgiveness and debt resolution to resolve agreements entered into by previous RightSmile personnel, prior to the reverse merger. Actions related to these resolutions led to several delays in reporting and disclosure. Management believes these measures were necessary to preserve long-term shareholder value, and that they have been largely successful. Agreements and events related to these resolutions are listed herein this report. Fulfillment of these actions related to ongoing resolution are expected to continue through Q4, but are not expected to result in further delays of reporting disclosure.

BG Medical has no plans to enter into further debt arrangements with previous promissory note holders. BG Medical is instead seeking capital agreements with accredited investors to accelerate technology development, and to strengthen a market evaluation based on the Company's future earning potential. BG Medical plans to perform a full audit to meet due diligence requirements associated with these actions.

For the nine-month period ended September 30, 2012, the Company generated \$146,181 in revenue, as compared with \$62,521 in the nine-month period ended September 30, 2011. Gross profit was \$95,979, or 66% of revenue. The Company's Selling, General and Administrative Expenses were \$155,497 for the nine-month period ended September 30, 2012, and its depreciation expense \$67,341. Interest expense for the nine-month period ended September 30, 2012, was \$72,739, and loss on debt settlement was \$277,354, resulting in a net loss to the Company of \$462,889.

Item 5. Legal Proceedings

None.

Item 6. Defaults upon senior securities.

None.

Item 7. Other Information

Reverse Merger; Change in Control

RightSmile completed a reverse merger with BG Medical Technologies, Inc., on January 18, 2012 (the “Reverse”), in which RightSmile acquired 100% of the outstanding common stock of BG Medical Technologies, Inc. in exchange for 4,000,000 shares of Series A Preferred Stock and 200,000,000 shares of common stock. Of those amounts, the 200,000,000 shares of common stock remain to be issued. Each share of Series A Preferred Stock has the voting rights, and is convertible into, 10,000 shares of common stock. As a result of this transaction, the sole shareholder of BG Medical Technologies, Inc., Aaron Stanz, holds voting rights to over 80% of RightSmile’s outstanding stock. Upon closing of the Reverse, Randy Schneider, the Principal Executive Officer of RightSmile, resigned from all operating and directorship positions with the Company, while Mr. Stanz was elected as the new CEO, president and sole director of RightSmile.

The following RightSmile subsidiaries were renamed concurrent with the Reverse:

- RightSmile USA, Inc. was renamed to BG Medical Global, Inc.
- RightSmile Technologies, Inc. was renamed to BG Medical Systems, Inc.
- RightSmile R & D, Inc. was renamed to BG Medical Integrations, Inc.
- RightSmile Universal, LLC was renamed to BG Medical, LLC

These subsidiaries do not have material operations at this time.

Sales of Equity Securities

In connection with the Reverse completed January 18, 2012 (see Item 7, above), the Company issued 4,000,000 shares of its Preferred stock to the sole shareholder of BG Medical Technologies, Inc., Aaron Stanz. Also in connection with this transaction, it agreed to issue Mr. Stanz 200,000,000 shares of its common stock, which have not yet been issued. The shares issued to Mr. Stanz contain a legend restricting their resale in accordance with Federal securities laws.

During the nine-month period ended September 30, 2012, the Company issued 1,557,459,444 shares of its common stock to promissory note holder in conversion of an aggregate principal and interest amount of \$198,034. These promissory notes were issued in 2010, and the shares issued to the note holders satisfied the requirements of Rule 144 and were issued without restrictive legend.

All of these offerings and sales were made in reliance on an exemption from registration contained in Section 4(2) of the Securities Exchange Act and/or Regulation D promulgated thereunder as not involving a public offering of securities.

Item 8. Exhibits

None.

Item 9. Certifications

I, Aaron Stanz, President and Chief Executive Officer, certify that:

1. I have reviewed this Company Information and Disclosure Statement of RightSmile, Inc. and its subsidiaries;
2. 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
3. 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.

Dated: November 9, 2012

By:



Aaron Stanz,
President and Chief Executive Officer