

ELLIS IAN P  
Form 4  
January 18, 2005

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ELLIS IAN P

(Last) (First) (Middle)  
201 POST STREET, SUITE 1001  
(Street)

SAN FRANCISCO,, CA 94108

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
BRITESMILE INC [BSML]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/13/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock, par value \$.001 per share	01/13/2005		P		100	A	\$ 6.3	1,501,399 <sup>(1)</sup> I	By investment advisory clients <sup>(2)</sup>
Common Stock, par value \$.001 per share	01/13/2005		P		100	A	\$ 6.31	1,501,399 <sup>(1)</sup> I	By investment advisory clients <sup>(2)</sup>
Common Stock, par	01/13/2005		P		97	A	\$ 6.35	1,501,399 <sup>(1)</sup> I	By investment

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value \$.001 per share								advisory clients <u>(2)</u>
Common Stock, par value \$.001 per share	01/13/2005	P	700	A	\$ 6.36	1,501,399 <u>(1)</u>	I	By investment advisory clients <u>(2)</u>
Common Stock, par value \$.001 per share	01/14/2005	P	10,000	A	\$ 6.4	1,516,399 <u>(1)</u>	I	By investment advisory clients <u>(2)</u>
Common Stock, par value \$.001 per share	01/14/2005	P	600	A	\$ 6.25	1,516,399 <u>(1)</u>	I	By investment advisory clients <u>(2)</u>
Common Stock, par value \$.001 per share	01/14/2005	P	1,500	A	\$ 6.2	1,516,399 <u>(1)</u>	I	By investment advisory clients <u>(2)</u>
Common Stock, par value \$.001 per share	01/14/2005	P	1,300	A	\$ 6.18	1,516,399 <u>(1)</u>	I	By investment advisory clients <u>(2)</u>
Common Stock, par value \$.001 per share	01/14/2005	P	200	A	\$ 6.16	1,516,399 <u>(1)</u>	I	By investment advisory clients <u>(2)</u>
Common Stock, par value \$.001 per share	01/14/2005	P	1,300	A	\$ 6.12	1,516,399 <u>(1)</u>	I	By investment advisory clients <u>(2)</u>
Common Stock, par value \$.001 per share	01/14/2005	P	100	A	\$ 6.13	1,516,399 <u>(1)</u>	I	By investment advisory clients <u>(2)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of  
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(9-02)

required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Table with 10 columns: 1. Title of Derivative Security (Instr. 3), 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date (Month/Day/Year), 3A. Deemed Execution Date, if any (Month/Day/Year), 4. Transaction Code (Instr. 8), 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5), 6. Date Exercisable and Expiration Date (Month/Day/Year), 7. Title and Amount of Underlying Securities (Instr. 3 and 4), 8. Price of Derivative Security (Instr. 5), 9. Number of Derivative Securities Beneficially Owned (Instr. 5), 10. Amount or Number of Shares.

## Reporting Owners

Table with 2 columns: Reporting Owner Name / Address, Relationships. Reporting Owner: ELLIS IAN P, 201 POST STREET, SUITE 1001, SAN FRANCISCO, CA 94108. Relationships: Director, 10% Owner, Officer, Other. Marked 'X' under 10% Owner.

## Signatures

Ian P. Ellis 01/18/2005  
\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The reporting person disclaims beneficial ownership of these shares except to the extent of the reporting person's pecuniary interest in the shares.
- (2) The reporting person serves as the discretionary investment adviser to separately managed accounts and as the investment adviser and general partner or manager of private investment funds.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.