ELLIS IAN P Form 4 January 18, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

SECURITIES Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

BRITESMILE INC [BSML]

3. Date of Earliest Transaction

(Check all applicable)

(Middle) (Last) (First)

(Street)

(Month/Day/Year)

01/13/2005

Director _X__ 10% Owner Other (specify Officer (give title below)

201 POST STREET, SUITE 1001

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

SAN FRANCISCO,, CA 94108

(City)	(State)	(Zip) Tab	le I - Non-I	Derivative	Secur	ities Acc	quired, Disposed	of, or Benefici	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securition(A) or Dia (Instr. 3, 4)	sposed	of (D)	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)
Common Stock, par value \$.001 per share	01/13/2005		P	100	A	\$ 6.3	1,501,399 (1)	I	By investment advisory clients (2)
Common Stock, par value \$.001 per share	01/13/2005		P	100	A	\$ 6.31	1,501,399 (1)	I	By investment advisory clients (2)
Common Stock, par	01/13/2005		P	97	A	\$ 6.35	1,501,399 (1)	I	By investment

Edgar Filing: ELLIS IAN P - Form 4

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

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

Persons who respond to the collection of information contained in this form are not

SEC 1474 (9-02)

Edgar Filing: ELLIS IAN P - Form 4

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)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									mount		
						Date	Expiration	O1			
						Exercisable	Date	Title Number			
				C 1 W	(A) (D)			of			
				Code V	(A) (D)			S	hares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
•	Director	10% Owner	Officer	Other				
ELLIS IAN P								
201 POST STREET, SUITE 1001		X						
SAN FRANCISCO,, CA 94108								

Signatures

Ian P. Ellis 01/18/2005

**Signature of 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.

Reporting Owners 3