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OrthoMolecular, Inc.

DBA

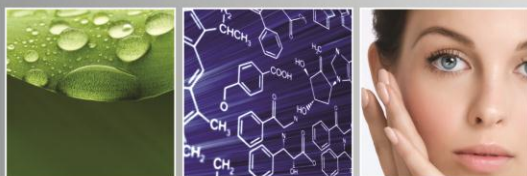


COLLAMETICS®
Health Sciences

CONFIDENTIAL **Private Placement Memorandum** **December 1, 2011**


OrthoMolecular, Inc.
PO Box 11055
Jackson, WY 83002
(307) 413-9990
www.Collametics.com

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Kristen Joy



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December 1, 2011

CONFIDENTIAL PRIVATE PLACEMENT MEMORANDUM

5 Blocks

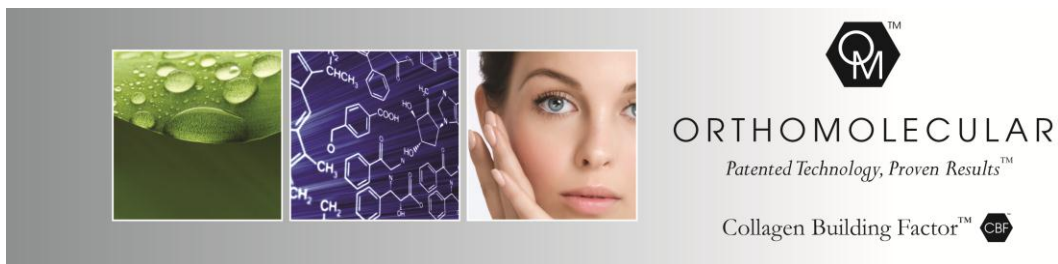
OrthoMolecular, Inc.

Each Block Consists of 20,000 Shares

Price per Block: \$100,000

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OrthoMolecular, Inc. (“We”, “Us”, or “the Company”) hereby offers five (5) Blocks, each Block consisting of 20,000 Shares (the “Shares”), at a price of \$100,000 per Block. The minimum subscription is one (1) Block. See “Summary of the Offering” and “Securities Offered”.



The Company, on a “best efforts” basis, is offering the Units (the “Offering”) and all proceeds from the sale of such Units shall be deposited in the Company’s general account or into the account of a Broker/Dealer representing the Company upon its acceptance of each subscription. The Company may terminate this Offering at any time.

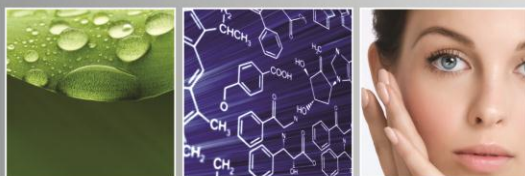
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AN INVESTMENT IN THE UNITS IS HIGHLY SPECULATIVE. THUS, PROSPECTIVE INVESTORS SHOULD CAREFULLY REVIEW AND CONSIDER THE MATTERS DESCRIBED UNDER "RISK FACTORS" HEREIN.

—


THE SECURITIES OFFERED BY THIS PRIVATE PLACEMENT MEMORANDUM HAVE NOT BEEN REGISTERED WITH OR APPROVED OR DISAPPROVED BY THE SECURITIES AND EXCHANGE COMMISSION, ANY STATE SECURITIES COMMISSION OR ANY OTHER REGULATORY AUTHORITY, NOR HAVE ANY OF THE FOREGOING AUTHORITIES PASSED UPON OR ENDORSED THE MERITS OF THIS OFFERING, OR THE ACCURACY OR ADEQUACY OF THIS PRIVATE PLACEMENT MEMORANDUM. ANY SUCH REPRESENTATION TO THE CONTRARY IS UNLAWFUL.

	Price to Investors	Proceeds to Company
Per Unit	\$5.00	\$5.00
Total	\$1,000,000	\$1,000,000



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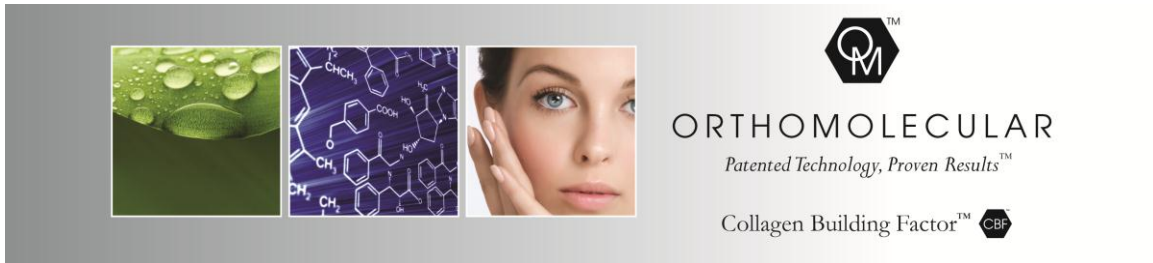
SUMMARY OF SUBSCRIPTION PROCEDURES

The prospective investor (the “Investor”) whose name appears on the cover of this memorandum (“Memorandum”) has received herewith a subscription agreement (“Subscription Agreement”) for subscribing to purchase Blocks. To subscribe for Blocks, an Investor must complete, execute and deliver to the Office of the Company, President, Tharon LeBlanc, OrthoMolecular, Inc., 810 B Powderhorn Lane, Jackson, WY 83002, the following items: (i) one copy of the Subscription Agreement, by means of which the Investor shall subscribe to purchase not less than one (1) Block, and (ii) a check payable to OrthoMolecular, Inc. in the amount of \$100,000 for each Block for which the Investor wishes to subscribe and the corresponding fraction of any additional Block for which the Investor wishes to subscribe (subscribers wanting to arrange for wire transfer in lieu of payment by check are requested to contact President, Tharon LeBlanc, (307) 413-9990 for further instructions).

The payment of each Investor, along with the payments of other Investors, shall be placed in OrthoMolecular, Inc.’s corporate bank account or into the account of a Broker/Dealer representing the Company when the subscription of such Investor is accepted by the Company. Subscriptions for the purchase of Blocks may be accepted by the Company as received, and there is no minimum number of Blocks for which subscriptions must be received prior to the acceptance by the Company of subscriptions. Any subscriptions not received and accepted by the Company by December 31, 2011 (the “Termination Date”), shall be deemed refused and the Company shall return the full amount of the subject Investor’s cash payment, without interest or deduction; however, the Termination Date may be extended for up to an additional sixty (60) days at the sole discretion of the Company. If the Offering for Blocks is oversubscribed, the Company shall have the right to prorate all subscriptions, or reject any subscriptions received, at the sole discretion of the Company. See “Terms of the Offering – Subscription Procedures”.

SUITABILITY AND OTHER MATTERS

INVESTORS SHALL BE REQUIRED TO REPRESENT THAT THEY ARE FAMILIAR WITH AND UNDERSTAND THE TERMS, RISKS AND MERITS OF THE OFFERING DESCRIBED IN THIS MEMORANDUM AND ALL THE ATTACHMENTS HERETO. THE UNITS ARE BEING OFFERED IN A PRIVATE OFFERING TO A LIMITED NUMBER OF INDIVIDUALS OR ENTITIES MEETING CERTAIN SUITABILITY STANDARDS (SEE “TERMS OF THE OFFERING – INVESTOR SUITABILITY STANDARDS”). THIS

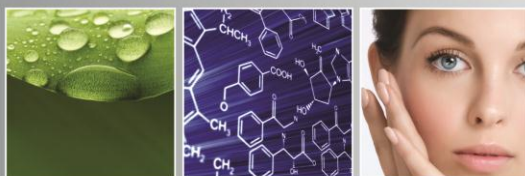


OFFERING INVOLVES A HIGH DEGREE OF RISK AND PROSPECTIVE INVESTORS SHOULD BE AWARE THAT THEY MAY SUSTAIN A LOSS OF THEIR ENTIRE INVESTMENT (SEE “RISK FACTORS”).

EXCLUSIVE NATURE OF PRIVATE PLACEMENT MEMORANDUM


NO ENTITY HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS OTHER THAN THOSE CONTAINED IN THIS MEMORANDUM. ANY INFORMATION OR REPRESENTATION NOT CONTAINED HEREIN MUST NOT BE RELIED UPON AS HAVING BEEN AUTHORIZED BY THE COMPANY. MOREOVER, NEITHER THE DELIVERY OF THIS MEMORANDUM NOR THE SALE OF THE UNITS SHALL UNDER ANY CIRCUMSTANCES CREATE ANY IMPLICATION THAT THERE HAS BEEN NO CHANGE IN THE MATTERS DISCUSSED IN THIS MEMORANDUM SINCE THE DATE HEREOF. THE COMPANY DISCLAIMS ANY AND ALL LIABILITIES FOR REPRESENTATIONS OR WARRANTIES EXPRESSED OR IMPLIED, CONTAINED IN, OR OMISSIONS FROM, THIS MEMORANDUM, OR ANY OTHER WRITTEN OR ORAL COMMUNICATION TRANSMITTED OR MADE AVAILABLE TO THE RECIPIENT. EACH INVESTOR SHALL BE ENTITLED TO RELY SOLELY ON THOSE REPRESENTATIONS AND WARRANTIES WHICH MAY BE MADE TO THE INVESTOR IN ANY FINAL PURCHASE OR SUBSCRIPTION AGREEMENT RELATING TO THE UNITS. THE DELIVERY OF THIS MEMORANDUM DOES NOT CONSTITUTE AN OFFER IN ANY JURISDICTION TO ANY PERSON TO WHOM SUCH OFFER WOULD BE UNLAWFUL IN SUCH JURISDICTION.

THIS MEMORANDUM DOES NOT PURPORT TO BE ALL-INCLUSIVE OR TO CONTAIN ALL OF THE INFORMATION THAT A PROSPECTIVE INVESTOR MAY DESIRE IN EVALUATING AN INVESTMENT IN THE COMPANY. INVESTORS MUST CONDUCT AND RELY ON THEIR OWN EVALUATIONS OF THE COMPANY AND THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED IN MAKING AN INVESTMENT DECISION WITH RESPECT TO THE UNITS. SEE “RISK FACTORS” FOR A DISCUSSION OF CERTAIN FACTORS WHICH SHOULD BE CONSIDERED IN CONNECTION WITH THE PURCHASE OF THE UNITS. NEITHER THE DELIVERY OF THIS MEMORANDUM AT ANY TIME, NOR ANY SALE OF THE UNITS HEREUNDER, SHALL UNDER ANY CIRCUMSTANCES CREATE AN IMPLICATION THAT THE INFORMATION CONTAINED IN THIS MEMORANDUM IS CORRECT AS OF ANY TIME SUBSEQUENT TO ITS DATE.



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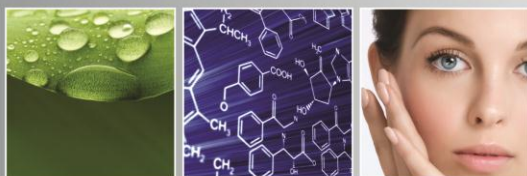
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STATEMENT REGARDING FORWARD LOOKING PROJECTIONS

THE STATEMENTS, PROJECTIONS AND ESTIMATES OF FUTURE PERFORMANCE OF THE COMPANY OR VARIOUS ELEMENTS OF THE COMPANY'S BUSINESS CONTAINED IN THIS MEMORANDUM THAT ARE NOT HISTORICAL FACTS ARE FORWARD-LOOKING STATEMENTS. INVESTORS SHOULD EXPECT THAT ANTICIPATED EVENTS AND CIRCUMSTANCES SHALL NOT OCCUR, THAT UNANTICIPATED EVENTS AND CIRCUMSTANCES SHALL OCCUR, AND THAT ACTUAL RESULTS SHALL LIKELY VARY FROM THE FORWARD-LOOKING STATEMENTS, PROJECTIONS AND ESTIMATES. INVESTORS SHOULD BE AWARE THAT A NUMBER OF FACTORS COULD CAUSE THE FORWARD-LOOKING STATEMENTS, PROJECTIONS AND ESTIMATES CONTAINED IN THIS MEMORANDUM OR OTHERWISE MADE BY OR ON BEHALF OF THE COMPANY TO BE INCORRECT OR TO DIFFER MATERIALLY FROM ACTUAL RESULTS. SUCH FACTORS MAY INCLUDE, WITHOUT LIMITATION, (i) THE ABILITY OF THE COMPANY TO PROVIDE SERVICES AND TO COMPLETE THE DEVELOPMENT OF ITS PRODUCTS/SERVICES OFFERINGS IN A TIMELY MANNER, (ii) THE DEMAND FOR AND TIMING OF DEMAND FOR SUCH SERVICES AND PRODUCTS, (iii) COMPETITION FROM OTHER PRODUCTS AND COMPANIES, (iv) THE COMPANY'S SALES AND MARKETING CAPABILITIES, (v) THE COMPANY'S ABILITY TO SELL ITS SERVICES AND PRODUCTS PROFITABLY, (vi) AVAILABILITY OF ADEQUATE DEBT AND EQUITY FINANCING, AND (vii) GENERAL BUSINESS AND ECONOMIC CONDITIONS. THESE IMPORTANT FACTORS AND CERTAIN OTHER FACTORS THAT MIGHT AFFECT THE COMPANY'S FINANCIAL AND BUSINESS RESULTS ARE FURTHER DISCUSSED IN THIS MEMORANDUM UNDER "RISK FACTORS." THERE CAN BE NO ASSURANCE THAT THE COMPANY SHALL BE ABLE TO ANTICIPATE, RESPOND TO OR ADAPT TO CHANGES IN ANY FACTORS AFFECTING THE COMPANY'S BUSINESS AND FINANCIAL RESULTS.


SAFE HARBOR STATEMENT UNDER THE PRIVATE SECURITIES LITIGATION REFORM ACT

WITH THE EXCEPTION OF THE HISTORICAL INFORMATION CONTAINED IN THIS DOCUMENT, THE MATTERS DESCRIBED HEREIN CONTAIN FORWARD-LOOKING STATEMENTS THAT INVOLVE RISK AND UNCERTAINTIES THAT INDIVIDUALLY OR MUTUALLY IMPACT THE MATTERS HEREIN DESCRIBED INCLUDING, BUT NOT



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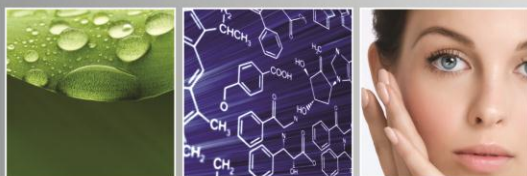
LIMITED TO, FINANCIAL PROJECTIONS, PRODUCT DEMAND AND MARKET ACCEPTANCE, THE EFFECT OF ECONOMIC CONDITIONS, THE IMPACT OF COMPETITIVE PRODUCTS AND PRICING, GOVERNMENTAL REGULATIONS, TECHNOLOGICAL DIFFICULTIES AND/OR OTHER FACTORS OUTSIDE THE CONTROL OF THE COMPANY.

FOR RESIDENTS OF ALL STATES

IN MAKING AN INVESTMENT DECISION, INVESTORS MUST RELY ON THEIR OWN EXAMINATIONS OF THE COMPANY AND THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED.


THIS MEMORANDUM HAS BEEN PREPARED FOR INFORMATIONAL PURPOSES ONLY IN ORDER TO ASSIST PROSPECTIVE INVESTORS IN EVALUATING AN INVESTMENT IN THE COMPANY. BY ACCEPTING DELIVERY OF THIS MEMORANDUM, OR ANY OTHER MATERIAL IN CONNECTION WITH THIS OFFERING, THE OFFEREE AGREES: (a) TO KEEP STRICTLY CONFIDENTIAL THE CONTENTS OF THIS MEMORANDUM AND SUCH OTHER MATERIAL, AND TO NOT DISCLOSE SUCH CONTENTS TO ANY THIRD PARTY OR OTHERWISE USE THE CONTENTS FOR ANY PURPOSE OTHER THAN EVALUATION BY SUCH OFFEREE OF AN INVESTMENT IN THE UNITS; (b) NOT TO COPY ALL OR ANY PORTION OF THIS MEMORANDUM OR ANY SUCH OTHER MATERIAL; AND (c) TO RETURN THIS MEMORANDUM AND ALL SUCH OTHER MATERIAL TO THE COMPANY IF (i) THE OFFEREE DOES NOT SUBSCRIBE TO PURCHASE ANY UNITS, (ii) THE OFFEREE'S SUBSCRIPTION IS NOT ACCEPTED, OR (iii) THIS OFFERING IS TERMINATED OR WITHDRAWN.

THE OFFER AND SALE OF THE UNITS HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED, OR ANY STATE SECURITIES LAWS IN RELIANCE UPON EXEMPTIONS FROM REGISTRATION PROVIDED BY SECTION 4(2) OF THE SECURITIES ACT OF 1933, AS AMENDED, AND REGULATION D PROMULGATED THEREUNDER, AND SIMILAR EXEMPTIONS FROM REGISTRATION PROVIDED BY CERTAIN STATE SECURITIES LAWS. THE UNITS ARE OFFERED ONLY TO ACCREDITED INVESTORS WHO HAVE THE QUALIFICATIONS NECESSARY TO PERMIT THE UNITS TO BE OFFERED AND SOLD IN RELIANCE UPON SUCH EXEMPTIONS, AND WHO MEET THE SUITABILITY STANDARDS SET FORTH BELOW IN "TERMS OF OFFERING - INVESTOR SUITABILITY STANDARDS."



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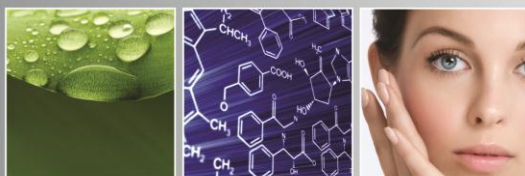
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THIS MEMORANDUM CONSTITUTES AN OFFER ONLY TO THE OFFEREE TO WHOM THIS MEMORANDUM IS INITIALLY PROVIDED BY THE COMPANY AND DOES NOT CONSTITUTE AN OFFER TO SELL TO OR A SOLICITATION OF AN OFFER TO BUY FROM ANYONE IN ANY STATE OR OTHER JURISDICTION IN WHICH SUCH OFFER OR SOLICITATION IS NOT AUTHORIZED, OR TO ANY PERSON TO WHOM IT IS UNLAWFUL TO MAKE SUCH AN OFFER OR SOLICITATION.

THE COMPANY RESERVES THE RIGHT AT ITS SOLE DISCRETION AND FOR ANY REASON WHATSOEVER TO MODIFY, AMEND AND/OR WITHDRAW ALL OR A PORTION OF THE OFFERING, AND/OR ACCEPT OR REJECT IN WHOLE OR IN PART ANY PROSPECTIVE INVESTMENT IN THE BLOCKS, OR TO ALLOT TO ANY PROSPECTIVE INVESTOR LESS THAN THE NUMBER OF UNITS SUCH INVESTOR DESIRES TO PURCHASE. THE COMPANY SHALL HAVE NO LIABILITY WHATSOEVER TO ANY OFFEREE AND/OR INVESTOR IN THE EVENT THAT ANY OF THE FOREGOING SHALL OCCUR.

THIS MEMORANDUM INCLUDES PROJECTIONS AND OTHER FORWARD-LOOKING INFORMATION. SUCH PROJECTIONS AND INFORMATION ARE BASED ON ASSUMPTIONS AS TO FUTURE EVENTS THAT ARE INHERENTLY UNCERTAIN AND SUBJECTIVE. THE COMPANY MAKES NO REPRESENTATION OR WARRANTY AS TO THE ATTAINABILITY OF SUCH ASSUMPTIONS OR AS TO WHETHER FUTURE RESULTS SHALL OCCUR AS PROJECTED. IT MUST BE RECOGNIZED THAT THE PROJECTIONS OF THE COMPANY'S FUTURE PERFORMANCE ARE NECESSARILY SUBJECT TO A HIGH DEGREE OF UNCERTAINTY, THAT ACTUAL RESULTS CAN BE EXPECTED TO VARY FROM THE RESULTS PROJECTED, AND THAT SUCH VARIANCES MAY BE MATERIAL AND ADVERSE. PROSPECTIVE INVESTORS ARE EXPECTED TO CONDUCT THEIR OWN INVESTIGATIONS WITH REGARD TO THE COMPANY AND ITS PROSPECTS.

NEITHER THE DELIVERY OF THIS MEMORANDUM NOR ANY SALE MADE HEREUNDER SHALL CREATE, UNDER ANY CIRCUMSTANCE, ANY IMPLICATION THAT THERE HAS BEEN NO CHANGE IN THE AFFAIRS OF THE COMPANY AND OTHER INFORMATION CONTAINED HEREIN SINCE THE DATE HEREOF.



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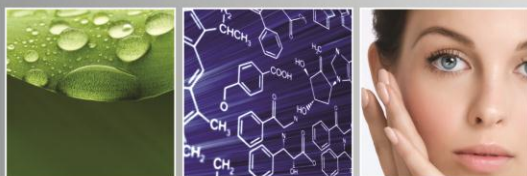
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CERTAIN PROVISIONS OF VARIOUS AGREEMENTS ARE SUMMARIZED IN THIS MEMORANDUM, BUT PROSPECTIVE INVESTORS SHOULD NOT ASSUME THAT THE SUMMARIES ARE COMPLETE. SUCH SUMMARIES ARE QUALIFIED IN THEIR ENTIRETY BY REFERENCE TO THE TEXTS OF THE ORIGINAL DOCUMENTS WHICH SHALL BE MADE AVAILABLE TO PROSPECTIVE INVESTORS BY THE COMPANY.

PROSPECTIVE INVESTORS SHOULD NOT CONSTRUE THE CONTENTS OF THIS MEMORANDUM, OR ANY PRIOR OR SUBSEQUENT COMMUNICATIONS FROM OR WITH THE COMPANY, OR ANY PROFESSIONAL ASSOCIATED WITH THE OFFERING AS LEGAL OR PROFESSIONAL TAX ADVICE. THE OFFEREE AUTHORIZED TO RECEIVE THIS MEMORANDUM SHOULD CONSULT PERSONAL COUNSEL, ACCOUNTANT OR BUSINESS ADVISOR REGARDING LEGAL, TAX AND OTHER MATTERS CONCERNING PURCHASING THE BLOCKS, RESPECTIVELY.

THE COMPANY SHALL MAKE AVAILABLE TO ANY PROSPECTIVE INVESTOR, PRIOR TO THE CLOSING FOR THE SALE OF THE UNITS, THE OPPORTUNITY TO ASK QUESTIONS OF, AND TO RECEIVE ANSWERS FROM, REPRESENTATIVES OF THE COMPANY CONCERNING THE COMPANY AND THE TERMS AND CONDITIONS OF THE OFFERING, AND TO OBTAIN ANY ADDITIONAL RELEVANT INFORMATION TO THE EXTENT THE COMPANY POSSESSES SUCH INFORMATION OR CAN OBTAIN IT WITHOUT UNREASONABLE EFFORT OR EXPENSE. EXCEPT FOR SUCH INFORMATION THAT IS PROVIDED BY THE COMPANY IN RESPONSE TO REQUESTS FROM PROSPECTIVE INVESTORS OR THEIR ADVISORS, NO PERSON HAS BEEN AUTHORIZED IN CONNECTION WITH THE OFFER OR SALE OF THE UNITS TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATION NOT CONTAINED IN THIS MEMORANDUM, AND IF GIVEN OR MADE, SUCH INFORMATION OR REPRESENTATION MUST NOT BE RELIED UPON. PROSPECTIVE INVESTORS SHOULD NOT RELY UPON INFORMATION NOT CONTAINED IN THIS MEMORANDUM UNLESS IT IS PROVIDED BY THE COMPANY AS INDICATED ABOVE.

THESE SECURITIES ARE SUBJECT TO RESTRICTIONS ON TRANSFERABILITY AND RESALE AND MAY NOT BE TRANSFERRED OR RESOLD EXCEPT AS PERMITTED UNDER THE SECURITIES ACT OF 1933, AS AMENDED, AND APPLICABLE STATE SECURITIES LAWS PURSUANT TO REGISTRATION OR EXEMPTION THEREFROM. INVESTORS SHOULD BE AWARE THAT THEY MAY BE REQUIRED TO BEAR THE FINANCIAL RISKS OF THE INVESTMENT FOR AN INDEFINITE PERIOD OF TIME.



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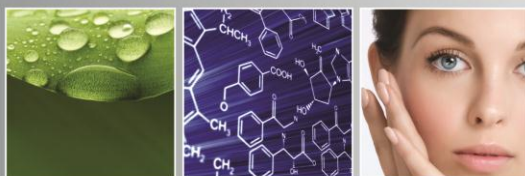
FOR CONNECTICUT RESIDENTS ONLY: THE UNDERSIGNED ACKNOWLEDGES THAT THE SECURITIES COMPRISING THE UNITS HAVE NOT BEEN REGISTERED UNDER THE CONNECTICUT UNIFORM SECURITIES ACT, AS AMENDED (THE “CONNECTICUT ACT”), AND ARE SUBJECT TO RESTRICTIONS ON TRANSFERABILITY AND SALE OF SECURITIES AS SET FORTH HEREIN. THE UNDERSIGNED HEREBY AGREES THAT SUCH SECURITIES SHALL NOT BE TRANSFERRED OR SOLD WITHOUT REGISTRATION UNDER THE CONNECTICUT ACT OR EXEMPTION THEREFROM.

FOR MAINE RESIDENTS ONLY: THE UNITS ARE BEING SOLD PURSUANT TO AN EXEMPTION FROM REGISTRATION WITH THE BANK SUPERINTENDENT OF THE STATE OF MAINE UNDER SECTION 10502(2)(R) OF TITLE 32 OF THE MAIN REVISED STATUTES. THE SECURITIES COMPRISING THE UNITS MAY BE DEEMED RESTRICTED SECURITIES AND AS SUCH THE HOLDER MAY NOT BE ABLE TO RESELL SUCH SECURITIES UNLESS THEY ARE REGISTERED UNDER STATE OR FEDERAL SECURITIES LAWS OR AN EXEMPTION UNDER SUCH LAWS EXISTS.

FOR MISSOURI RESIDENTS ONLY: THE UNDERSIGNED ACKNOWLEDGES THAT THE UNITS HAVE NOT BEEN REGISTERED UNDER THE MISSOURI UNIFORM SECURITIES ACT, AS AMENDED (THE “MISSOURI ACT”), AND ARE SUBJECT TO RESTRICTIONS ON TRANSFERABILITY AND SALE OF SECURITIES AS SET FORTH HEREIN. THE UNDERSIGNED HEREBY ACKNOWLEDGES THAT SUCH UNITS MAY BE DISPOSED OF ONLY THROUGH A LICENSED BROKER-DEALER. IT IS A FELONY TO SELL SECURITIES IN VIOLATION OF THE MISSOURI ACT.

FOR TEXAS RESIDENTS ONLY: THE UNDERSIGNED HEREBY ACKNOWLEDGES THAT THE UNITS CANNOT BE SOLD UNLESS THEY ARE SUBSEQUENTLY REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED, AND THE TEXAS SECURITIES ACT, OR AN EXEMPTION FROM SUCH REGISTRATION IS AVAILABLE. THE UNDERSIGNED FURTHER ACKNOWLEDGES THAT BECAUSE THE UNITS ARE NOT READILY TRANSFERRABLE, THE INVESTOR MUST BEAR THE ECONOMIC RISK OF THE INVESTMENT FOR AN INDEFINITE PERIOD OF TIME.

FOR UNITED KINGDOM RESIDENTS ONLY: NO PROSPECTUS IN RESPECT OF THE SECURITIES BEING OFFERED HEREBY HAS BEEN OR SHALL BE PREPARED AND FILED IN THE UNITED KINGDOM BY THE COMPANY PURSUANT TO THE UNITED KINGDOM PUBLIC OFFERS OF SECURITIES REGULATIONS 1995. ACCORDINGLY,



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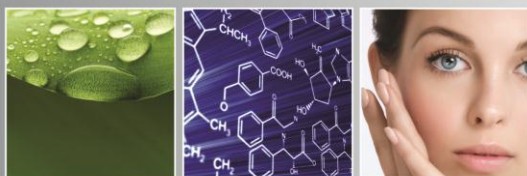
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THE SECURITIES BEING OFFERED HEREBY MAY NOT BE SOLD OR REOFFERED, OR RESOLD TO PERSONS IN THE UNITED KINGDOM EXCEPT TO PERSONS WHOSE ORDINARY ACTIVITIES INVOLVE THEM IN ACQUIRING, HOLDING, MANAGING OR DISPOSING OF INVESTMENTS (AS PRINCIPAL OR AGENT) FOR THE PURPOSES OF THEIR BUSINESSES, OR OTHERWISE IN CIRCUMSTANCES THAT SHALL NOT CONSTITUTE OR RESULT IN AN OFFER TO THE PUBLIC IN THE UNITED KINGDOM WITHIN THE MEANING OF THE UNITED KINGDOM PUBLIC OFFERS OF SECURITIES REGULATIONS 1995. THIS MEMORANDUM MAY NOT BE PASSED TO ANY ENTITY IN THE UNITED KINGDOM WHICH DOES NOT FALL WITHIN ARTICLE 11(3) OF THE FINANCIAL SERVICES ACT OF 1986 (INVESTMENT ADVERTISEMENTS) (EXCEPTIONS) ORDER 1995 OR WHO IS NOT OTHERWISE AN ENTITY TO WHOM THE DOCUMENT MAY LAWFULLY BE ISSUED OR PASSED.

NOTICE TO NON-UNITED STATES RESIDENTS: IT IS THE RESPONSIBILITY OF ANY ENTITIES WISHING TO PURCHASE THE UNITS TO SATISFY THEMSELVES AS TO FULL OBSERVANCE OF THE LAWS OF ANY RELEVANT TERRITORY OUTSIDE THE UNITED STATES IN CONNECTION WITH ANY SUCH PURCHASE, INCLUDING OBTAINING ANY REQUIRED GOVERNMENTAL OR OTHER CONSENTS OR OBSERVING ANY OTHER APPLICABLE FORMALITIES.

PATRIOT ACT RIDER

THE INVESTOR HEREBY REPRESENTS AND WARRANTS THAT THE INVESTOR IS NOT, NOR IS IT ACTING AS AN AGENT, REPRESENTATIVE, INTERMEDIARY OR NOMINEE FOR, A PERSON IDENTIFIED ON THE LIST OF BLOCKED PERSONS MAINTAINED BY THE OFFICE OF FOREIGN ASSETS CONTROL, U.S. DEPARTMENT OF TREASURY. IN ADDITION, THE INVESTOR HAS COMPLIED WITH ALL APPLICABLE U.S. LAWS, REGULATIONS, DIRECTIVES, AND EXECUTIVE ORDERS RELATING TO ANTI-MONEY LAUNDERING, INCLUDING BUT NOT LIMITED TO THE FOLLOWING LAWS: (1) THE UNITING AND STRENGTHENING AMERICA BY PROVIDING APPROPRIATE TOOLS REQUIRED TO INTERCEPT AND OBSTRUCT TERRORISM ACT OF 2001, PUBLIC LAW 107-56, AND (2) EXECUTIVE ORDER 13224 (BLOCKING PROPERTY AND PROHIBITING TRANSACTIONS WITH PERSONS WHO COMMIT, THREATEN TO COMMIT, OR SUPPORT TERRORISM) OF SEPTEMBER 23, 2001.



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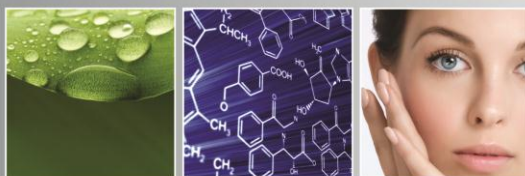
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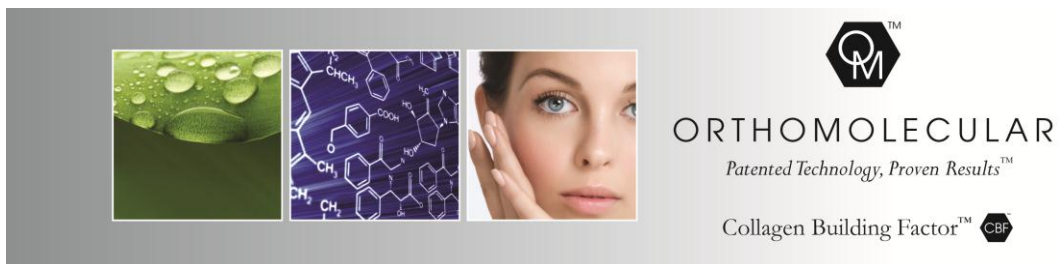
[E. OPERATING AGREEMENT. 58](#)

SUMMARY OF THE OFFERING

INVESTORS SHOULD READ THIS MEMORANDUM CAREFULLY BEFORE MAKING ANY INVESTMENT DECISIONS REGARDING THE COMPANY AND SHOULD PAY PARTICULAR ATTENTION TO THE INFORMATION CONTAINED UNDER THE HEADING “RISK FACTORS.” ADDITIONALLY, INVESTORS SHOULD CONSULT THEIR OWN ADVISORS IN ORDER TO FULLY COMPREHEND THE CONSEQUENCES OF INVESTING IN THE COMPANY. THE FOLLOWING SUMMARY DOES NOT PURPORT TO BE COMPLETE AND IS QUALIFIED IN ITS ENTIRETY BY MORE DETAILED INFORMATION APPEARING ELSEWHERE IN THIS MEMORANDUM AND THE EXHIBITS HERETO.

Company Description

OrthoMolecular, Inc. was founded by Kevin Meehan, a licensed acupuncturist and bio-chemist and Tharon LeBlanc, a CEO of an Information Technology Consulting Company. Through research and development over the years, Kevin developed a “Collagen Building Factor™” based on the development of the building blocks of collagen and tropo-collagen (see the discussion of “THE COMPANY” below). OrthoMolecular, Inc. has been licensed to sell this formula under the trademark of Collametics®, which has a **U.S. PATENT 7,700,083** - Skin care composition for accelerated production of collagen proteins, as well as international protection under the Paris Convention for the Protection of Industrial Property. Additional international protection of the patent has begun in several countries.



OrthoMolecular, Inc. is the platform for financing, research and development, and the launch and sale of the inventions of Kevin Meehan and the rest of the R&D team. There are several supplements that are being trialed by professional football teams, baseball teams, and individual professional athletes in many sports. Skin health will be one facet to the many offerings that will be made available to the public.

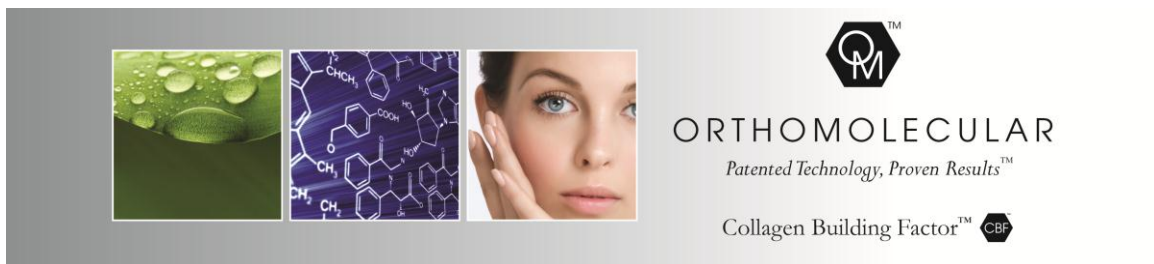
In addition to the Collagen Building Factor™, OrthoMolecular will also sell and distribute another ground breaking formula, CellReserve developed by Kevin based on the theory of telomeres and the ability of DNA to repair itself. OrthoMolecular, Inc. has been licensed to sell this formula which also has a U.S. Government patent pending, as well as international protection under the Paris Convention for the Protection of Industrial Property. This formula has taken years to develop and was first developed for Mulligan Stew™ where its technology was first proven to lengthen and improve the lifespan and overall well being of animals.

The Company's corporate offices are located in Jackson, WY. The co-founders and management team are also located in Jackson, WY. The Company will use the proceeds of any offering or debt facility to, among other priorities, broaden its capabilities through hiring of additional staff as needed and to increase marketing and brand recognition.

Product Differentiation

OrthoMolecular, Inc. is a company whose mission is to improve the health and well-being of humans through the development and distribution of proprietary natural health products. OrthoMolecular is a term that comes from *ortho*, which is Greek for "correct" or "right," and "molecule," which is the simplest structure that displays the characteristics of a compound. So it literally means the "right molecule." Pairing the external skin care products with the internal "Cell Reserve™" will provide a powerful combo for human cell viability and protection.

The Company intends to establish Collametics® as one of the leading premium health science brands in the nation for health-conscious consumers through product differentiation based on Collametics®' unique scientific development and valuable health qualities. Collametics® intends to continue to contract with third-party vendors to produce and ship its products, while working with an Internet online presence and potential domestic and international distributors to gain market share.



In addition to the external uses for the Collagen Building Factor™, it also has internal applications for building all twelve types of collagen in the human body. This can be useful for the rebuilding of tendons, ligaments, or any other tissues which use any type of collagen. In the future the company will research the many possibilities in which this formula could be used inside the human body. This is a very exciting value proposition and area for future organic growth of OrthoMolecular.

The Company has created a line of skin care products containing this formula now known as Phase I.

Phase I – Collagen Building Factor™ Topical Applications for Skin Health

Current Products Available:

- Daily Renewal Serum – The original product which improves skin health, reduces lines and wrinkles, repairs DNA, protects from the harmful effects of the environment (sun, pollution, radiation, etc.)
- Daily Renewal Cream – Complimentary product to the serum which increases the delivery of CBF and provides additional moisture and an additional layer of protection
- Lip Balm – Provides environmental protection and plumps the lips by collagen production

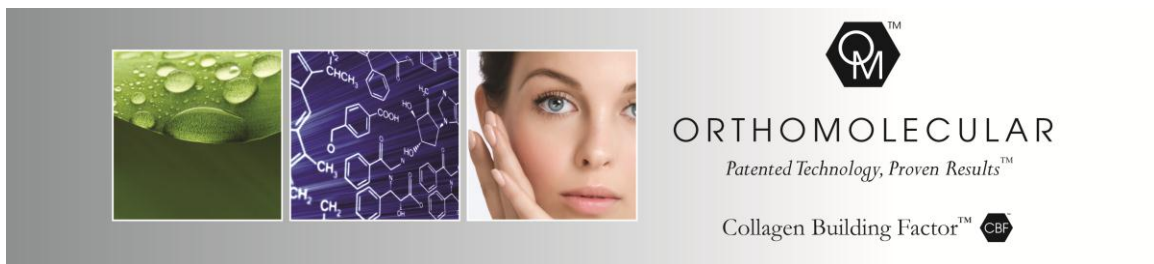
Upcoming Products:

- Face Renewal Cleanser – Cleanser is always needed in a skin care line
- Body Renewal Lotion – same as Daily Renewal Cream but cost effective in larger amounts for stretch marks and wrinkles in larger areas of the body.
- Lip Gloss – same as lip balm but higher margins and a large market
- Lash Enhancer – lengthen and thicken the lashes

Phase II – Dietary and Topical Supplement Applications for Body Health

Current Products Available:

- L-Proline Joint Health Supplement is to aid in the symptoms of arthritis and other connective tissue disorders
- CellReserve™ is a patent pending dietary supplement developed by biochemist Kevin Meehan, OMD containing anti-aging technology which works at the cellular level to protect DNA, detoxify cells, and neutralize detrimental effects of toxic compounds
- MaxNRG™ is a patent pending dietary supplement developed by biochemist Kevin Meehan that provides the nutritional substrates needed to increase energy production inside living cells. MaxNRG™ works by stimulating the Krebs's cycle



to more efficiently generate energy in the form of the ATP (Adenosine triphosphate), the universal energy molecule.

- Alkalinity Formula is a patent pending dietary supplement developed by biochemist Kevin Meehan, OMD that assists the body in decreasing the harmful effects of an excess of acidic terrain while maintaining and optimizing cell ion properties which allows the body to perform at its maximum potential.

Upcoming Products:

- CBF Eye Drops – to address conditions such as astigmatism, pinguecula, redness

Phase III – Supplement Injections for Body and Skin Health

Current Products Available:

Injectable Supplement aids in the symptoms of arthritis and other connective tissue disorders and helps to heal deep wrinkles by rebuilding collagen

Nature of Operations

The Company intends to establish Collametics® as one of the leading premium natural cosmetic brands in the nation for health-conscious consumers through product differentiation based on Collametics® unique scientific development and valuable health qualities. Collametics® intends to continue to contract with third-party vendors to produce and ship its products, while working with an Internet online presence and third-party distributors to gain market share.

In addition to the external uses for the “Collagen Building Factor™”, it also has internal applications for building all twelve types of collagen in the human body. This can be useful for the rebuilding of tendons, ligaments, or any other tissues which use any type of collagen. In the future the company will research the many possibilities in which this formula could be used inside the human body. This is a very exciting value proposition and area for future organic growth of OrthoMolecular.

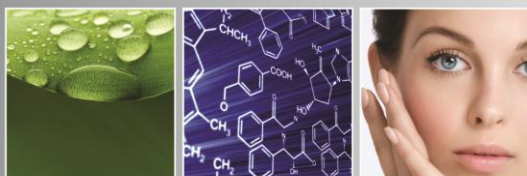
Liquidity and Capital Resources

The Company’s corporate offices are located in Jackson, WY. The co-founders and management team are also located in Jackson, WY. The Company will use the proceeds of any offering or debt facility to, among other priorities, broaden its capabilities through hiring of additional staff as needed and to increase marketing and brand recognition.




See “Risk Factors - Need for Additional Financing” and “Use of Proceeds”.

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ORTHOMOLECULAR

Patented Technology, Proven Results™

Collagen Building Factor™ 

SECURITIES OFFERED

Securities Offered Up to five (5) Blocks are available in this Offering of Shares. Each Block consists of 20,000 Shares.

Price per Block \$100,000.

Minimum Investment The minimum subscription is one (1) Block of 20,000 Shares; however, the Company, in its sole discretion, may accept subscriptions for less than one (1) Block.

Offering Period Commencing on the date hereof and terminating on December 31st, 2011, unless extended by the Company for up to an additional sixty (60) days.

Multiple Closings The Company expects to accept subscriptions as they are received. Subsequent to the initial closing, the Company may hold multiple closings for the purchase and sale of the Blocks. If the Company determines not to hold closing for Blocks prior to the Termination Date and elects not to accept subscriptions, all funds received for such Blocks shall be promptly refunded in full, without interest or deduction.

Investor Suitability The Units are being offered and sold solely to “accredited investors” as defined pursuant to Rule 501 of Regulation D of the Securities Act of 1933, as amended (the “Act”), pursuant to an exemption from registration pursuant to Regulation D. Subscribers shall be required to submit a completed Subscription Agreement so that the Company can determine whether investor



suitability requirements are satisfied. Affiliates of the Company or any placement agent retained by the Company may acquire Blocks.

Subscription Agreement Purchases of the Blocks must be made pursuant to the Subscription Agreement in the form included in the subscription booklet appended to this memorandum as Exhibit B (the “Subscription Agreement”) which contains, among other provisions, representations, and warranties by the Company, investment representations by the subscriber, restrictions on transferability of the Blocks and the underlying Shares.

Nonvoting Shares Currently Outstanding 799,000 Shares

Nonvoting Shares Outstanding after 899,000 Shares

Completion of this Offering

Use of Proceeds The Company intends to use the net proceeds from this Offering for: To Fund growth and operations of the Company including sales/marketing resources – including the online social networks and online advertising in general, development of new products, hiring of additional personnel to bolster management & operations, investment in technology and infrastructure; in addition, fund working capital; and organic growth.

Plan of Distribution The Blocks will be offered and sold by officers, directors and employees of the Company and other qualified personnel.

Limited Transferability The Blocks of Shares being sold will not be registered with the Securities and Exchange Commission or qualified under the securities



laws of any state, but will be offered and sold pursuant to an exemption thereof. Therefore, the Units may not be resold or otherwise distributed without registration or qualification under the Act and/or any other applicable securities laws or the availability of an exemption there from. Furthermore, there is currently no market for the Units and no market is expected to develop. See “Risk Factors – Restrictions on Transfer of Securities” and “Limited Liquidity in the Absence of a Public Market”

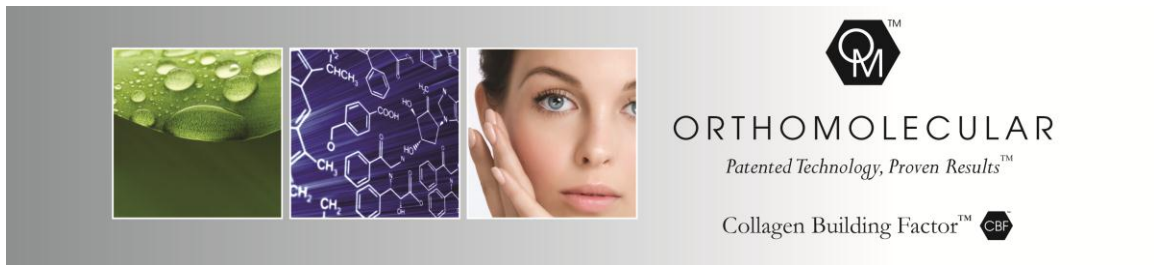
Available Information

The Company is not presently subject to the reporting and information requirements of the Securities Exchange Act of 1934 (the “Exchange Act”), and therefore does not file reports, proxy statements and other statements.

Selected Financial Information

THE EXECUTIVE SUMMARY-BUSINESS PLAN DEVELOPED BY THE COMPANY (THE “BUSINESS PLAN”) CONTAINS CERTAIN PROJECTIONS WITH RESPECT TO ITS ANTICIPATED FUTURE OPERATIONS. THE FINANCIAL PROJECTIONS AND THE ASSUMPTIONS UPON WHICH THEY ARE BASED REPRESENT FORECASTS OF RESULTS THAT MIGHT BE ACHIEVED SHOULD ALL THE STATED ASSUMPTIONS CONTAINED THEREIN BE REALIZED. NEITHER THE DELIVERY OF THIS MEMORANDUM NOR ANY SALE MADE HEREUNDER SHALL CREATE, UNDER ANY CIRCUMSTANCE, ANY IMPLICATION THAT THERE HAS BEEN NO CHANGE IN THE AFFAIRS OF THE COMPANY AND OTHER INFORMATION CONTAINED HEREIN SINCE THE DATE HEREOF.

RISK FACTORS



THE PURCHASE OF UNITS INVOLVES A HIGH DEGREE OF RISK INCLUDING, BUT NOT NECESSARILY LIMITED TO, THE RISKS DESCRIBED BELOW. BEFORE SUBSCRIBING FOR UNITS, EACH INVESTOR SHOULD CONSIDER CAREFULLY THE GENERAL INVESTMENT RISKS ENUMERATED ELSEWHERE IN THIS MEMORANDUM AND THE FOLLOWING RISK FACTORS, AS WELL AS THE OTHER INFORMATION CONTAINED IN THIS MEMORANDUM.

A. Limited Operating History; Limited Capital; Start-up Company

The Company commenced operations in 2011. Investment in an early-stage company such as the Company is inherently subject to many risks, and investors should be prepared to withstand a complete loss of their investments. The Company has no operating history upon which investors may base an evaluation of its performance; therefore, it is subject to all the risks incident to the creation and development of a new business.

There can be no assurance that the Company can realize its plans on the projected timetable in order to reach sustainable or profitable operations. Any material deviation from the Company's timetable could require that the Company seek additional capital. There can be no assurance that such capital shall be available at reasonable cost, or that it would not materially dilute the investment of investors in this Offering if it is obtained.

Investment in an early-stage company such as the Company is inherently subject to many risks, and investors should be prepared to withstand a complete loss of their investments. The Company has no operating history upon which investors may base an evaluation of its performance; therefore, it is subject to all the risks incident to the creation and development of a new business.

B. Minimum Offering

The Minimum Offering as defined by Exhibit B, the subscription agreement below is 1 Block or 2% ownership interest with aggregate proceeds of \$100,000. The Company plans to conduct closings of sales of Units as subscriptions are received and the minimum offering has been collected.



C. Need for Additional Financing

Assuming all five (5) units are sold in this Offering, the Company believes that the net proceeds from this Offering shall be sufficient to fund the Company's planned operations as currently projected. Such belief, however, cannot give rise to an assumption that the Company's cost estimates are accurate or that unforeseen events would not occur that would require the Company to seek additional funding to meet its operational needs. In addition, there can be no assurance that the Company's cash flow generated from operations shall be sufficient to implement the Company's business objectives. As a result, the Company may require substantial additional financing in order to implement its business objectives.

D. Intense Competition

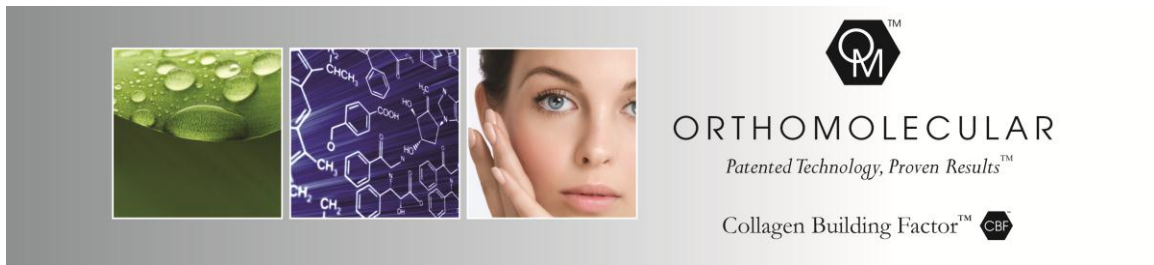
The Company's principal competitors may have greater financial resources than those available to the Company and thus be in a better position to attract key human resources talent in performance-critical areas, launch and/or carry on important programs and initiatives. There can be no assurances that the Company consistently shall be able to undertake programs and initiatives that could prove profitable to the Company in view of the intense competition to be encountered by the Company in all significant phases of its activities.

E. Potential Fluctuations in Operating Results

Significant annual and quarterly fluctuations in the Company's results of operations may be caused by, among other factors, the volume of revenues generated by the Company and general economic conditions.

There can be no assurances that the level of revenues and profits, if any, achieved by the Company in any particular fiscal period shall not be significantly lower than in other, including comparable, fiscal periods. The Company's expense levels are based, in part, on its expectations as to future revenues.

As a result, if future revenues are below expectations, net income or loss may be disproportionately affected by a reduction in revenues, as any corresponding reduction in expenses may not be proportionate to the reduction in revenues. As a result, the Company



believes that period-to-period comparisons of its results of operations may not necessarily be meaningful and should not be relied upon as indications of future performance.

F. Risk of Managing Growth

The company could grow and expand its initial operations. The anticipated growth could place a significant strain on the Company's management, and operational and financial resources. Effective management of the anticipated growth shall require expanding the Company's management and financial controls, hiring additional appropriate personnel as required, and developing additional expertise by existing management personnel.

However, there can be no assurances that these or other measures implemented by the Company shall effectively increase the Company's capabilities to manage such anticipated growth or to do so in a timely and cost-effective manner. Moreover, management of growth is especially challenging for a company with a short operating history and limited financial resources, and the failure to effectively manage growth could have a material adverse effect on the Company's operations.

G. Continued Investment Required

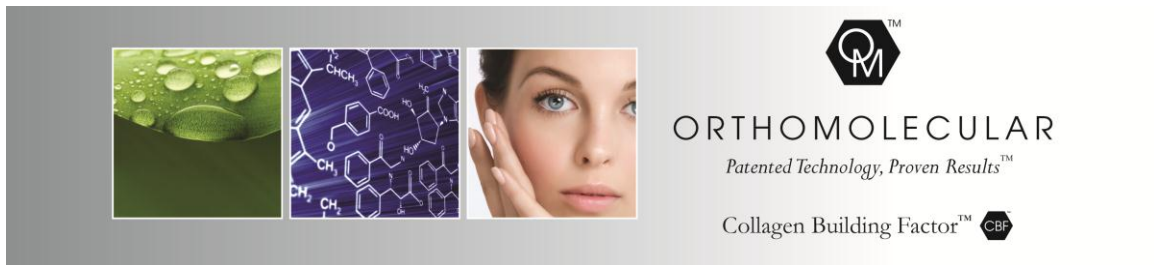
The Company does not contemplate additional investment being needed to maintain operations as currently projected. However, there can be no assurances that the Company shall generate sufficient funds from operations to finance any additional investment that might be required, needed or recommended or that other sources of funding shall be available for such purposes. Additionally, there can be no guarantees that any future expansion shall not negatively affect earnings.

H. Attraction and Retention of Professional and Qualified Personnel

The Company's ability to realize its objectives shall be dependent on its ability to attract and retain additional, qualified personnel. Competition for such personnel can be intense, and there can be no assurance that the Company's results shall not be adversely affected by difficulty in attracting and/or retaining qualified personnel.

I. Risks Associated With Financial Projections; VARIANCE IN REBATES

The financial projection discussion of the Company included in this Memorandum is based upon assumptions that the Company believes to be reasonable and/or on scenarios



such as resource-related rebates that may or may not continue or may continue at different rates or amounts. Such assumptions may, for the foregoing and/or other reasons, be incomplete or inaccurate, and unanticipated events and circumstances may occur. For these reasons, actual results achieved during the periods covered may be materially and adversely different.

Even if the assumptions underlying the Company's plans prove to be correct, there can be no assurances that the Company shall not incur substantial operating losses in attaining its goals. The Company's plans are based on the premise that existing consumer demand for the company's goods and services shall continue. However, there can be no assurances that the Company's objectives shall be realized if any of the assumptions underlying its plans prove to be incorrect.

Moreover, the Company's independent public accountants have not compiled or examined the documents, and accordingly, are unable to express an opinion or give any other form of assurance concerning such documents.

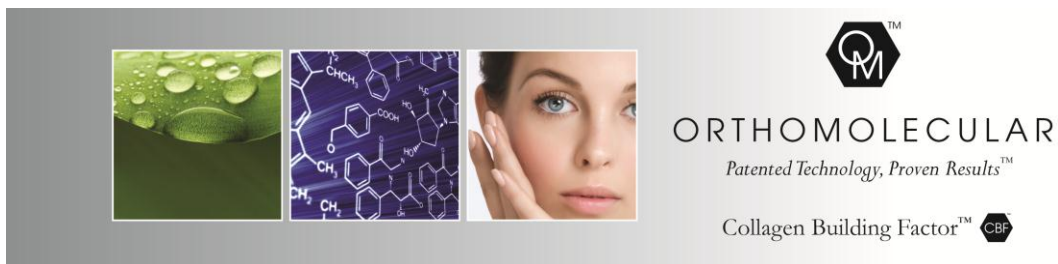
J. Limited Liquidity in the Absence of a Public Market

The Units offered hereby are being offered in a private offering based upon available exemptions from federal and state securities laws. There is no public market in which Units may be sold, and it is not anticipated that any such market shall develop in the foreseeable future. Therefore, purchasers of Units should be prepared to hold their Units for an indefinite period of time.

K. Restrictions on Transfer of Securities

Investors shall own unregistered securities comprising a minority interest in a privately traded company. The Units may not be transferable under certain state securities laws, which require registration or qualification. In such cases, the subscribers desiring to dispose of Units must deliver to the Company an opinion of counsel satisfactory to the Company to the effect that the proposed disposition of Units shall not violate the registration or qualification requirement of relevant state securities law. The Subscription Agreement also provides that a Unit holder seeking to sell Units must first offer them to the Company which has the right of first refusal prior to the Units being sold.

Because of potential restrictions on transferability of Units, and the fact that no trading market exists or is expected to develop for the Units, holders of the Units are not likely to be able to liquidate their investments or pledge the Units as security on a loan in the event of an emergency. Thus, the Units should be considered only as a long-term investment. There can be no assurances that the Company shall be able to affect a public registration



of its Units, as its present level of business does not merit public ownership. In order to affect value from a public offering, a suitable underwriter must be located and a public market must be maintained following such offering. Typically, in an initial public offering existing Unit holders are not permitted to sell their Units in such an offering, and are frequently required by the underwriter to “lock-up” their Units for a period of time thereafter.

L. Determination of Offering Price

The offering price for the Units described in this document was determined arbitrarily by the Company based upon a number of factors. Such price is based primarily on the amount of funds sought from this financing and the number of Units the Board is willing to issue in order to raise such funds. Accordingly, there is no relationship between the price of the Offering and the assets, earnings or book value of the Company, the market value of the Units, or any other recognized criteria of value. As such, the price does not necessarily indicate the current value of the Units and should not be regarded as an indication of any future market price of the Company’s Units.

M. Best Efforts Offering

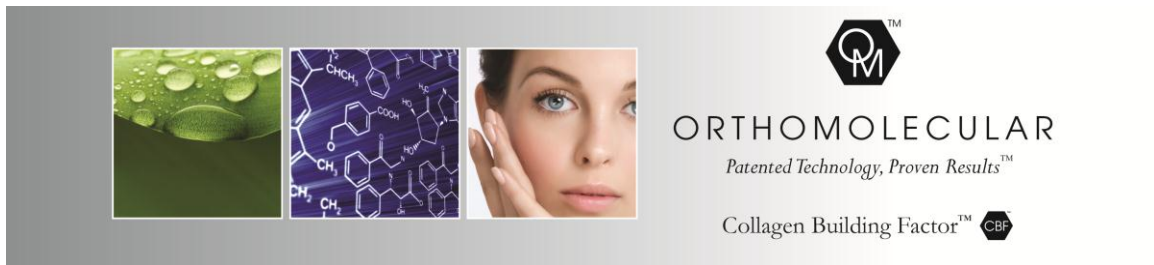
The Units are offered by the Company on a “best efforts” basis. No individual, firm or corporation has agreed in advance to purchase any of the offered Units. No assurance can be given that any or all of the Units shall be sold.

N. Working Capital Requirements

The Company intends to use the net proceeds of this Offering to acquire, operate and maintain key company assets and to fund ongoing working capital needs. Management shall have broad discretion to determine how such proceeds shall be used.

O. Facilities

The Company’s corporate headquarters is located at OrthoMolecular, Inc.: 810 B Powderhorn Lane, Jackson, Wyoming, 83002. Although the Company’s existing facilities are sufficient for its current needs, the Company could elect to move to larger quarters in the future, and while it does not anticipate any difficulty in locating the



additional space required to accommodate the expansion of its operations there is no guarantee that such would prove to be the case.

P. Legal Matters

The Company is not a party to any pending legal actions or proceedings, and the Company is not aware that any such actions are likely to be initiated in the near future.

Q. Previous Offerings

Since the Company commenced operations it has conducted no previous offerings.

R. Absence of Merit Review

Investors are cautioned that these securities have not been registered under the Securities Act and any state review by the securities administrators in some states in which interests may be offered and sold is limited to the form and compliance with certain disclosure requirements. No state authority has reviewed the accuracy or adequacy of the information contained herein nor has any regulatory authority made a merit review of the pricing of this Offering, the percentage of stock offered to Investors, or the compensation paid to officers or directors or other corporations under their control, and any dilutive factors there from. Therefore, Investors must recognize that they do not have all the protections afforded by securities laws to register or qualify offerings in states with merit reviews, and must therefore judge for themselves the adequacies of the disclosures, the amounts of compensation, the pricing, dilution and fairness of the terms of this Offering without benefit of prior merit review by authorities.

S. Risks Associated with Forward-Looking Statements

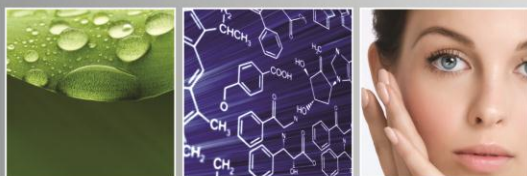
This Memorandum contains certain forward-looking statements regarding the plans and objectives of management for future operations, including plans and objectives relating to the development of the Company's business. The forward-looking statements included herein are based on current expectations that involve numerous risks and uncertainties. The Company's plans and objectives are based on a successful execution of the Company's business strategy and assumptions that the Company shall be profitable, that the market for products or services shall not change materially or adversely, and that there shall be no unanticipated material adverse change in the Company's operations or business. Assumptions relating to any of the foregoing issues involve judgments with respect to, among other things, future economic, competitive and market conditions and



business decisions (most of which are beyond the control of the Company), are difficult or impossible to predict accurately.

Although the Company believes that its assumptions underlying the forward-looking statements are reasonable, any of the assumptions could prove inaccurate. As a result, there can be no assurance that the forward-looking statements included in this Memorandum shall prove to be accurate. In light of the significant uncertainties inherent in the forward-looking statements included herein, the inclusion of such information should not be regarded as a representation by the Company or any other entity that the objectives and plans of the Company shall be achieved.

NOTE: IN ADDITION TO THE ABOVE RISKS, BUSINESSES ARE OFTEN SUBJECT TO RISKS NOT FORESEEN OR FULLY APPRECIATED BY MANAGEMENT.



ORTHOMOLECULAR

Patented Technology, Proven Results™

Collagen Building Factor™ 

OrthoMolecular, Inc.

DbA

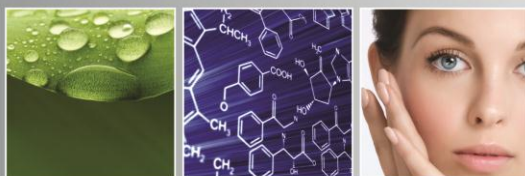


COLLAMETICS®
Health Sciences

EXHIBIT A: CONFIDENTIAL EXECUTIVE SUMMARY

December, 2011

OrthoMolecular, Inc.
PO Box 11055
Jackson, WY 83002
(307) 413-9990
www.collametics.com



ORTHOMOLECULAR

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Collagen Building Factor™ 

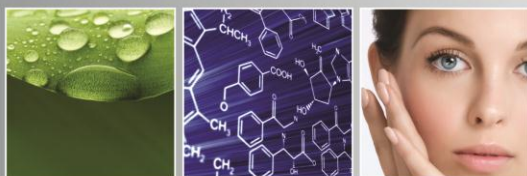
THIS INVESTMENT INVOLVES A HIGH DEGREE OF RISK

THE FOLLOWING CONFIDENTIAL EXECUTIVE SUMMARY (THE "SUMMARY") HAS BEEN PREPARED BY ORTHOMOLECULAR, INC. ("THE COMPANY") AND CONTAINS PROPRIETARY INFORMATION OF THE COMPANY. THIS SUMMARY IS FOR DISCUSSION PURPOSES ONLY AND DOES NOT CONSTITUTE, AND UNDER NO CIRCUMSTANCES SHOULD BE CONSTRUED AS CONSTITUTING, AN OFFER, SOLICITATION OR ADVERTISEMENT OF SECURITIES. THE SOLE PURPOSE OF THIS SUMMARY IS TO APPRISE THE READER OF INFORMATION WITH RESPECT TO THE COMPANY AND OTHER RELATED INFORMATION WITH RESPECT TO A PROPOSED TRANSACTION WITH THE COMPANY. THIS SUMMARY AND ANY AND ALL INFORMATION CONTAINED HEREIN IS SUBJECT TO AMENDMENT OR CHANGE AT ANY TIME.

IF THE COMPANY PROCEEDS WITH THE PROPOSED TRANSACTION OR ANY VARIATION THEREOF, THE MATERIALS CONTAINED HEREIN WILL BE SUPERSEDED BY MATERIAL TO BE CONTAINED IN A DEFINITIVE OFFERING MEMORANDUM WHICH WILL DESCRIBE SUCH TRANSACTION IN FULL DETAIL AND ANY OFFERING OR SOLICITATION WILL ONLY BE MADE PURSUANT TO SUCH DEFINITIVE OFFERING MEMORANDUM. THIS SUMMARY DOES NOT PURPORT TO CONTAIN ALL OF THE INFORMATION THAT MAY BE REQUIRED TO EVALUATE SUCH A PROPOSED TRANSACTION. IN ALL CASES, INTERESTED PARTIES SHOULD CONDUCT THEIR OWN INVESTIGATION AND ANALYSIS OF THE COMPANY AND THE DATA PRESENTED HEREIN.

THE COMPANY DOES NOT MAKE ANY REPRESENTATIONS OR WARRANTIES AS TO THE ACCURACY OR COMPLETENESS OF THIS SUMMARY AND EXPRESSLY DISCLAIMS ANY AND ALL LIABILITY FOR REPRESENTATIONS, EXPRESS OR IMPLIED, CONTAINED HEREIN OR FOR OMISSIONS FROM THIS SUMMARY OR ANY OTHER WRITTEN OR ORAL COMMUNICATION TRANSMITTED TO A PROSPECTIVE INVESTOR. ALTHOUGH MANAGEMENT OF THE COMPANY BELIEVES THAT THE INFORMATION CONTAINED HEREIN IS ACCURATE AND THE ASSUMPTIONS ON WHICH FINANCIAL PROJECTIONS ARE BASED ARE REASONABLE, NO REPRESENTATION IS OR CAN BE MADE AS TO THE ACCURACY OR ATTAINABILITY OF SUCH INFORMATION AND PROJECTIONS.

BY ITS RECEIPT AND ACCEPTANCE OF THIS SUMMARY, EACH RECIPIENT AGREES THAT NEITHER IT NOR ITS AGENTS, REPRESENTATIVES OR EMPLOYEES WILL COPY, REPRODUCE, DISTRIBUTE OR CONVEY TO

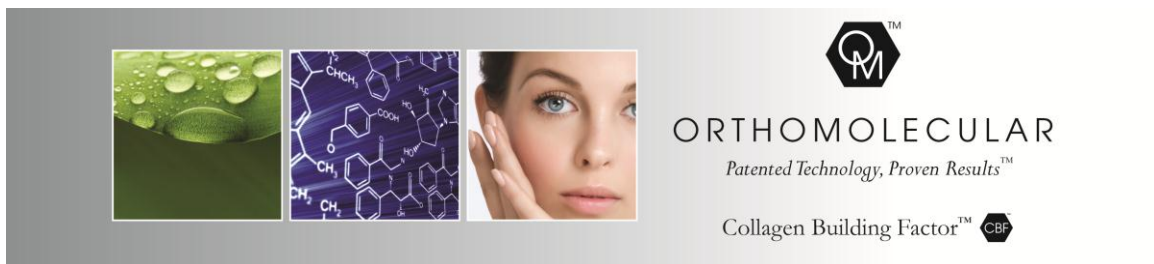


ORTHOMOLECULAR

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Collagen Building Factor™ 

OTHERS THIS DOCUMENT, IN WHOLE OR IN PART, AT ANY TIME WITHOUT THE PRIOR WRITTEN CONSENT OF AN AUTHORIZED OFFICER OF THE COMPANY AND THAT EACH RECIPIENT WILL KEEP PERMANENTLY CONFIDENTIAL ALL INFORMATION CONTAINED HEREIN NOT ALREADY IN THE PUBLIC DOMAIN, INCLUDING THE FACT THAT THE RECIPIENT IS IN POSSESSION OF SUCH INFORMATION OR HAS ANY KNOWLEDGE REGARDING THE PROPOSED TRANSACTION, AND WILL USE THIS DOCUMENT ONLY FOR THE SOLE PURPOSE OF EVALUATING A POSSIBLE TRANSACTION WITH ORTHOMOLECULAR, INC..



COMPANY OVERVIEW

OrthoMolecular, Inc. was founded by Kevin Meehan, a licensed acupuncturist and biochemist and Tharon LeBlanc, a CEO of his own Information Technology Consulting Company. Through research and development over the years, Kevin developed a “Collagen Building Factor™” based on the development of the building blocks of collagen and tropo-collagen (see the discussion of “THE COMPANY” below). OrthoMolecular, Inc. has been licensed to sell this formula under the trademark of Collametics®, which has a **U.S. PATENT 7,700,083** - Skin care composition for accelerated production of collagen proteins, as well as international protection under the Paris Convention for the Protection of Industrial Property.

The Company has created a line of skin care products containing this formula now known as Phase I.

Phase I – Collagen Building Factor™ Topical Applications for Skin Health

Current Products Available:

- Daily Renewal Serum
- Daily Renewal Cream
- Lip Balm

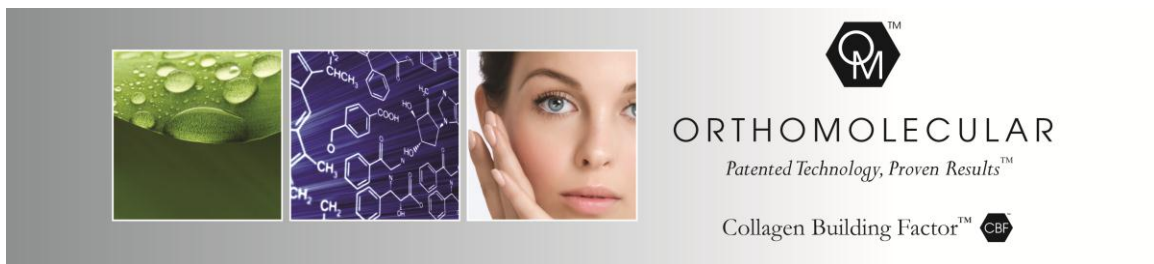
Upcoming Products: (In R&D)

- Face Renewal Cleanser
- Body Renewal Lotion
- Lip Gloss
- Lash Enhancer

Phase II – Dietary and Topical Supplement Applications for Body Health

Current Products Available:

- Collagen Building Factor™ Joint Health Supplement is to aid in the symptoms of arthritis and other connective tissue disorders
- CellReserve is a patent pending dietary supplement developed by biochemist Kevin Meehan, OMD containing anti-aging technology which works at the cellular level to protect DNA, detoxify cells, and neutralize detrimental effects of toxic compounds
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- CBF Eye Drops – to address conditions such as astigmatism, pinguecula, redness (Needs Manufacturer)

Phase III – Supplement Injections for Body and Skin Health

Current Products Available: (Need Manufacturer)

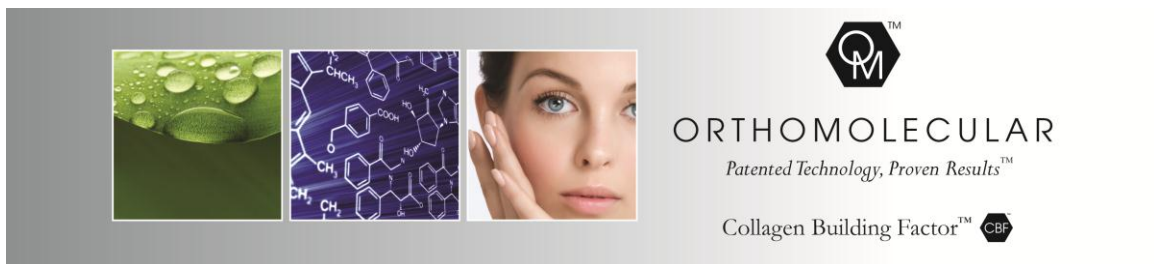
- Injectable Supplement aids in the symptoms of arthritis and other connective tissue disorders and helps to heal deep wrinkles by rebuilding collagen

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OrthoMolecular, Inc. is a company whose mission is to improve the health and well-being of humans through the development and distribution of proprietary natural health products. OrthoMolecular is a term that comes from *ortho*, which is Greek for "correct" or "right," and "molecule," which is the simplest structure that displays the characteristics of a compound. So it literally means the "right molecule." Pairing the external skin care products with the internal "Cell Reserve™" will provide a powerful combo for human cell viability and protection.

The Company intends to establish Collametics® as one of the leading premium natural health brands in the nation for health-conscious consumers through product differentiation based on Collametics®' unique scientific development and valuable health qualities. Collametics® intends to continue to contract with third-party vendors to produce and ship its products, while working with an Internet online presence and domestic and international distributors to gain market share.

In addition to the external uses for the Collagen Building Factor™, it also has internal applications for building all twelve types of collagen in the human body. This can be



useful for the rebuilding of tendons, ligaments, or any other tissues which use any type of collagen. In the future the company will research the many possibilities in which this formula could be used inside the human body. This is a very exciting value proposition and area for future organic growth of OrthoMolecular.

The Company's corporate offices are located in Jackson, WY. The co-founders and management team are also located in Jackson, WY. The Company will use the proceeds of any offering or debt facility to, among other priorities, broaden its capabilities through hiring of additional staff as needed and to increase marketing and brand recognition.

MARKET OPPORTUNITY

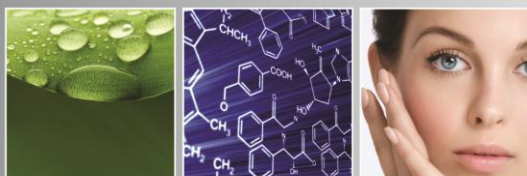
- **Positive Trends.** The Baby Boomer and later generations are more active than their parents and are more concerned about their appearance. They have a perceived need to maintain a youthful appearance through skin treatments, cosmetic surgery, and hair thickening products. Even in a tougher economy spending on anti-aging products has not decreased as they perceive this to be a reasonably priced investment in their appearance and over-all well being.
- **Burgeoning Market:** The anti-aging skincare sales rose 16% to \$1.6bn from 2006 to 2008, outpacing general facial skincare which was up 11% in the same period, according to *Mintel*, an International Consumer, Media, and Market Research Group. Even as some incomes may drop, *Mintel* expects the anti-aging skincare market to grow some 20 percent at inflation-adjusted prices over the next five years.

A new report released by consumer research body, Packaged Facts, declares that the recent boom in organic and natural personal care products is set to grow even more, based on strong consumer demand for natural ingredients.

The report values the existing market for natural and organic products in America at \$ 4.3 billion and predicts that this could rise to \$6.6 billion in 2010. This would be a growth of 50 percent in two years.


This data underlines the belief that the natural and organic market is a sure investment and reflects the keen interest large cosmetics companies have shown in expanding in the organic direction.

The market for energy-boosting products has ballooned by more than 400% since 2002. Sales have grown from \$1.2 billion in 2002 to \$6.6 billion in 2007.



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Patented Technology, Proven Results™

Collagen Building Factor™ 

Market research firm 'Packaged Facts' projects that the Energy and Health supplement market will reach \$9.3 billion by 2011.

MaxNRG™ products are uniquely positioned to capitalize on growth trends in the rapidly expanding energy supplement market.

Changes in government and FDA regulations as well as changes in global economic conditions have the potential to influence MaxNRG™ success.

- **Unique Products based on IP. U.S. PATENT 7,700,083** - Skin care composition for accelerated production of collagen proteins.

Collametics® Collagen Building Factor™ is a unique natural product based on the patented formulation that works to increase cellular repair and renewal, and build collagen. The science behind the Company's product is based on the of the building blocks of collagen – three amino/imino acids mixed with other natural ingredients to produce a synergistic blend that helps to build collagen at a faster rate, increase collagen levels, and rebuild the extracellular matrix. Along with its anti-aging properties, it has an added benefit of protecting the skin from sun damage and preventing cellular DNA damage. Utilizing zinc finger technology the invention has shown to normalize pigmentation, heal DNA damage, and aid in overall skin health.

“Cell Reserve™” works to slow down the aging process and detoxify cells at the cellular level. The formula was developed by Kevin Meehan and is based on the theory of “telomeres” and the ability of DNA to repair itself. This product has been tested and developed for mammals and has been proven and tested in canines and felines in Mulligan Stew™ Pet Food. It is now ready for the human supplement market with much anticipation.

- **Experienced Management Team:** The Company benefits from a diverse, experienced and talented group of co-founders and management team, with significant experience throughout the business segments required to successfully grow a company, including information technology, product development, marketing, sales, corporate finance and retail dynamics.
- **Valuable Marketing Channel:** The Company's demographic target audience (affluent, well-educated, professional, baby-boomers and more discriminating consumers) has significant wealth and disposable personal income, and ranks amongst the most highly coveted market segments for both



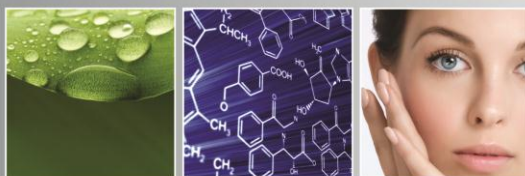
premium and natural products. The Company, through its relationship with its distributors, will employ highly focused and individualized marketing practices to significantly enhance retailers and end-users knowledge of, and experience with, Collametics® products.

FINANCIAL OPPORTUNITY

The Company believes that the dramatic decrease in the Cost of Goods Sold by searching out new manufacturing facilities, the continued move towards healthier products, combined with the rapid expansion of market share through viral marketing for recession resistant anti-aging cosmeceuticals and natural alternatives to costly surgical procedures, will allow us to achieve annual revenues of approximately \$2,800,000 by 2013 with EBITDA of over \$1.7 million.


The Company has already established its commercial viability. Cell Reserve, LLC tested marketing Collametics® for approximately 2 years. Throughout 2007 and early 2008, the Company purposefully limited distribution of Collametics®. During this time, management gained valuable feedback on marketing, product development, distribution and other practical aspects of the Company's business.

OrthoMolecular believes it will require up to \$500,000 to successfully a) maintain working capital, b) manufacture current product lines c) finalize products in R&D to expand the product lines d) market and drive business to the Facebook store and main website E) position the company for continued strong growth, positive cash flow and increasing profitability over the next 24 – 48 months.



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SELECTED SUMMARY FINANCIAL INFORMATION

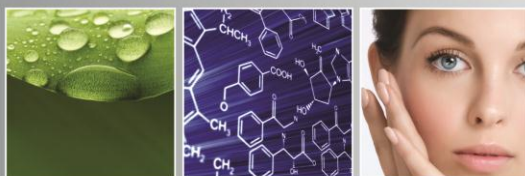
Subject to the detailed historical and forecasted financial information appearing elsewhere in these materials

OrthoMolecular, Inc. has no subsidiaries or related entities.

COLLAMETICS® (ORTHOMOLECULAR, INC.)


OrthoMolecular, Inc. Year End Summary

	<u>2012</u>	%	<u>2013</u>	%	<u>2014</u>	%
Total Income	637,050	100.00%	1,482,120	100.00%	2,840,400	100.00%
Total Cost of Sales	10,798	1.69%	19,909	1.34%	395,691	13.93%
Gross Margin	<u>536,796</u>	84.26%	<u>1,265,450</u>	85.38%	<u>2,444,709</u>	86.07%
Total Salary and Wages	273,456	42.93%	281,485	18.99%	295,268	10.40%
Total Fixed Business Expenses	279,907	43.94%	321,893	21.72%	386,271	13.60%
Operating Income (before Other Expenses) [EBITDA]	(16,567)	-2.60%	662,073	44.67%	1,763,169	62.07%
Total Other Expenses	-	0.00%	132,415	8.93%	352,634	12.41%
Net Income	<u>(16,567)</u>	-2.60%	<u>529,658</u>	35.74%	<u>1,410,535</u>	49.66%



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SUMMARY OF THE OFFERING

OrthoMolecular, Inc. (the “Company”) is a health & nutritional products capital company based in Jackson, Wyoming. The Company currently produces, markets, and sells all natural cosmetic products under the Collametics® brand label. The Company has sold Collametics® on a regional and national basis for approximately one year, and is currently filling out its product line while looking for broader distribution and deeper market penetration.

Offering Size:

Minimum Amount

1 Block; 2% Ownership Interest; \$100,000

Maximum Amount

10 Blocks; 20.0% Ownership Interest; \$1,000,000

Description of Security:

Each Block consists of a 2% Ownership Interest for each \$100,000 investment. A minimum purchase of one (1) Block will be required, although the Company reserves the right to offer fractional Blocks.

Subscription Agreement:

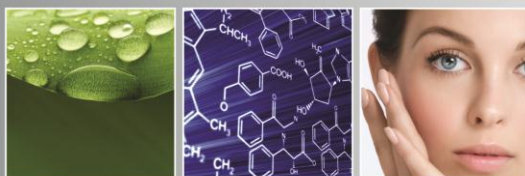
The purchase of the Ownership Interests will be made pursuant to a Suitability Letter and Subscription Agreement. Delivery of such documents to the Company together with the purchase price shall constitute an irrevocable subscription by the investor to become a member in the Company, which subscription may be accepted or rejected, in whole or in part, by the Company in its sole discretion.

Use of Proceeds:

Fund growth and operations of the Company, including sales/marketing resources – including the online social networks and online advertising in general, development of new products, hiring of additional personnel to bolster management & operations, investment in technology and infrastructure; in addition, fund working capital; and organic growth.

Risk Factors:

The purchase of Ownership Interests in the Company is speculative and involves substantial risk. Prospective investors should carefully review and consider the information set forth under “Risk Factors” in the Offering Memorandum.



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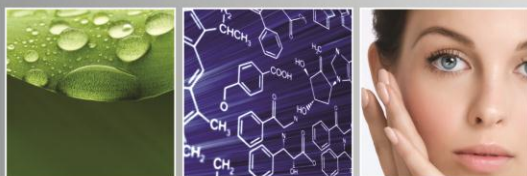
Collagen Building Factor™ 

Information:

The Company is obligated to provide the holders of Ownership Interests with certain financial and other specified information concerning the Company.

Suitability:

Investors will be required to make certain representations with respect to their status and business experience and to represent, among other things, that they have received a copy of the Private Placement Memorandum, understand the terms of the Offering, and are accredited investors as required under the Investor Suitability Standards.



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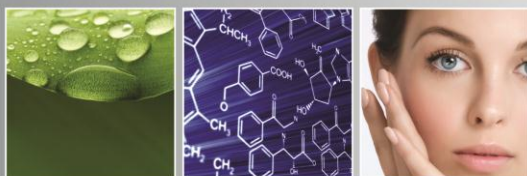
For further information on this investment opportunity, please contact:

Kevin Meehan
Co-Founder/Vice President

Tharon LeBlanc
Co-Founder/President

OrthoMolecular, Inc.
PO Box 11055
810 B Powderhorn Lane, WY 83002

Telephone: (307) 413-9990
Fax: (307) 734-9054
E-Mail: tharon@collametics.com
Website: www.collametics.com



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OrthoMolecular, Inc.

DBA

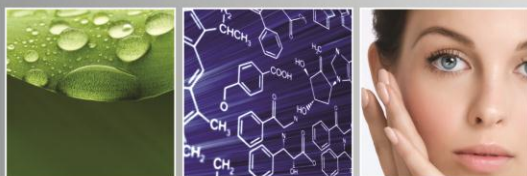


COLLAMETICS®
Health Sciences

EXHIBIT B: SUBSCRIPTION AGREEMENT

December 1, 2011

OrthoMolecular, Inc.
PO Box 11055
Jackson, WY 83002
(307) 413-9990
www.collametics.com



ORTHOMOLECULAR

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SUBSCRIPTION AGREEMENT

THE SECURITIES SUBSCRIBED FOR HEREBY HAVE NOT BEEN REGISTERED UNDER: (A) THE SECURITIES ACT OF 1933, AS AMENDED, IN RELIANCE ON THE EXEMPTIONS FROM REGISTRATION PROVIDED IN SECTIONS 3 AND 4 OF SUCH ACT AND/OR REGULATION D PROMULGATED THEREUNDER; OR (B) ANY APPLICABLE STATE SECURITIES LAWS IN RELIANCE ON EXEMPTIONS THEREUNDER. THE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE SECURITIES AND EXCHANGE COMMISSION, ANY STATE SECURITIES COMMISSION OR OTHER REGULATORY AUTHORITY, NOR HAVE ANY OTHER FOREGOING AUTHORITIES PASSED UPON OR ENDORSED THE MERITS OF THIS OFFERING OR THE ACCURACY OR ADEQUACY OF THE OFFERING DOCUMENTS. ANY REPRESENTATION TO THE CONTRARY IS UNLAWFUL.

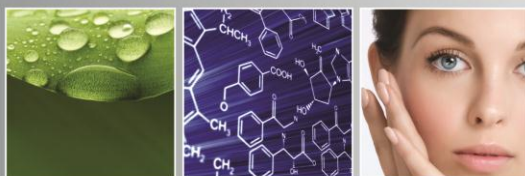
THESE SECURITIES MUST BE ACQUIRED FOR INVESTMENT ONLY AND MAY NOT BE SOLD OR TRANSFERRED IN THE ABSENCE OF AN EFFECTIVE REGISTRATION OF THEM UNDER SUCH SECURITIES LAWS OR AN OPINION OF COUNSEL ACCEPTABLE TO THE COMPANY OR ITS REPRESENTATIVES THAT SUCH SALE OR TRANSFER WOULD NOT VIOLATE ANY APPLICABLE STATE OR FEDERAL SECURITIES LAWS OR REGULATIONS. SUBSCRIBERS SHOULD BE AWARE THAT THEY MAY BE REQUIRED TO BEAR THE FINANCIAL RISKS OF THIS INVESTMENT FOR AN INDEFINITE PERIOD OF TIME.

OrthoMolecular, Inc.
PO Box 11055
Jackson, WY 83002

Ladies/Gentlemen:

1. Subscription.

(a) The undersigned intending to be legally bound, hereby irrevocably subscribes to purchase from OrthoMolecular, Inc., a Wyoming Company (the "Company"), a one point five six two eight nine percent (1.56289%) Ownership Interest ("Interest") in the Company for a cash purchase price of sixty-two thousand five hundred dollars (\$62,500) or in this case in trade for services



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rendered to date and further services agreed upon by the Company. This subscription is submitted to you in accordance with and subject to the terms and conditions described in this Agreement and the Private Placement Offering Memorandum dated December 1, 2011, including the exhibits thereto, as it may be supplemented and amended (the "Memorandum"), relating to selling health related products including Collametics® throughout the United States and internationally.

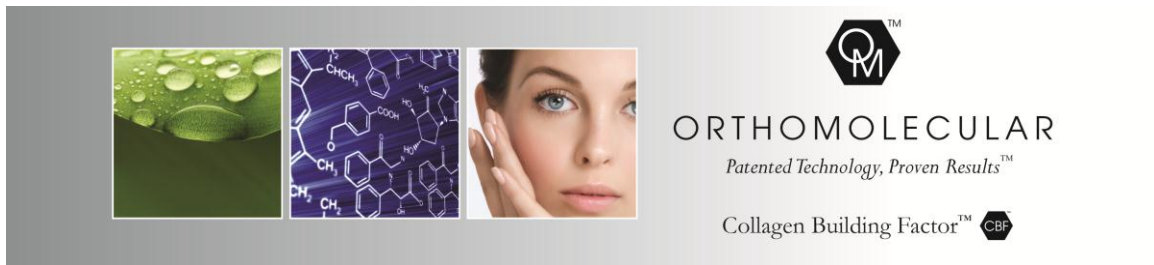
The Company is offering the Units for sale to "accredited investors" as defined in Regulation D promulgated under the Securities Act of 1933, as amended (the "Act"); however, the Company, in its sole discretion, may also accept subscriptions from a limited number of "purchasers" as defined in the Act. The Company must receive acceptable subscriptions for the purchase of not less than an aggregate Ownership Interest of one percent (1%), with aggregate proceeds of \$50,000 and not more than aggregate Ownership Interest of twenty percent (20%), with aggregate proceeds of \$1,000,000 (the "Minimum Offering" and "Maximum Offering" respectively) prior to one hundred eighty (180) days from the date of the memorandum, subject to extension for an additional period or periods not to exceed 90 days, by the Company, or none of the Ownership Interests will be sold.

(b) Subscription payments should be made payable to "ORTHOMOLECULAR, INC." and should be delivered check or wire transfer. Additionally, one executed and properly completed copy of this Agreement and an executed Form W-9 or Form W-8, as applicable, should be sent to OrthoMolecular, Inc., PO Box 11055, Jackson, WY 83002, ATTN: Investor Relations. If this subscription is not accepted in whole or in part by the Company, the full or ratable amount, as the case may be, of any subscription payment received will be promptly refunded to the subscriber without deduction there from or interest thereon.

(c) After receiving subscriptions totaling the Minimum Offering, the Company may accept subscriptions, in its sole discretion, at such closing or closings as the Company may arrange. Following the first closing of at least the Minimum Offering, the Company may continue to offer and sell Interests until the Maximum Offering has been met. If the Minimum Offering is not met within the time frames set forth herein, no Interests will be sold and the subscription funds will be returned to investors.

(d) The Company may engage the services of an advisor, broker, lender or consultant in connection with this offering. As consideration for such services, the "Advisor" may receive a percentage fee of the gross proceeds of the Offering in the form of cash, fees or equity warrants.

(e) The undersigned may not withdraw this subscription or any amount paid pursuant thereto except as otherwise provided below.



(f) This subscription is not binding on the Company unless and until it is accepted by the Company. The Company shall have the right to accept or reject this subscription in whole or in part, with or without reason, in its sole discretion.

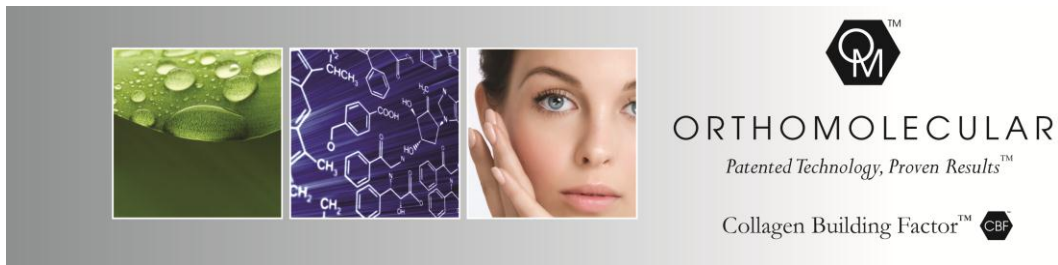
2. Representations and Warranties of the Company. The Company represents and warrants to, and agrees with the undersigned as follows:

(a) The Company is a Company duly organized, validly existing and in good standing under the laws of Wyoming with full power and authority to own, lease, license and use its properties and assets and to carry out the businesses in which it is engaged as described in the Memorandum. The Company is duly qualified to transact the business in which it is engaged as described in the Memorandum and is in good standing as a foreign corporation in every jurisdiction in which its ownership, leasing, licensing or use of property or assets or the conduct of its business make such qualification necessary, except where the failure to be so qualified would not individually or in the aggregate have a material adverse effect on the operations, business, properties and assets of the Company.

(b) The Company has all requisite power and authority to (i) execute, deliver and perform its obligations under this Agreement and (ii) to issue and sell the Interests. All necessary corporate proceedings of the Company have been duly taken to authorize the execution, delivery, and performance of this Agreement. This Agreement has been duly authorized by the Company and, when executed and delivered by the Company will constitute the legal, valid and binding obligation of the Company enforceable against the Company in accordance with its terms, except (i) as such enforceability may be limited by bankruptcy, insolvency, reorganization, moratorium, fraudulent conveyance or similar laws affecting creditors' rights generally, (ii) as enforceability of any indemnification, contribution or exculpation provision may be limited under applicable federal and state securities laws, and (iii) that the remedy of specific performance and injunctive and other forms of equitable relief may be subject to the equitable defenses and to the discretion of the court before which any proceeding therefore may be brought.

3. Representations, Warranties and Covenants of the Subscriber. The undersigned hereby represents and warrants to, and agrees with, the Company as follows:

(a) The undersigned is an "Accredited Investor" as that term is defined in Rule 501 (a) of Regulation D promulgated under the Securities Act, or, if not an accredited investor, the undersigned is a "purchaser" and represents that he/she has such knowledge and experience in financial and business matters generally and in securities and investment matters in particular that he/she is capable of evaluating the merits and risks of this investment and has the financial capacity such that an investment in the Interest would not be material when compared with the undersigned's overall financial capacity.. The undersigned designate his/her qualification as an accredited investor or purchaser by



checking the appropriate items(s) in EXHIBIT C attached to this letter.

(b) If a natural person, the undersigned is: a bona fide resident of the state contained in the address set forth on the signature page of this Agreement as the undersigned's home address; at least 21 years of age; and legally competent to execute this Agreement. If an entity, the undersigned is duly authorized to execute this Agreement and this Agreement constitutes the legal, valid and binding obligation of the undersigned enforceable against the undersigned in accordance with its terms. Furthermore, the undersigned represents and warrants that the purchase of the Interest does not violate any applicable state securities laws or regulations and the undersigned will take all steps necessary to register the Ownership Interest with any applicable state securities authority.

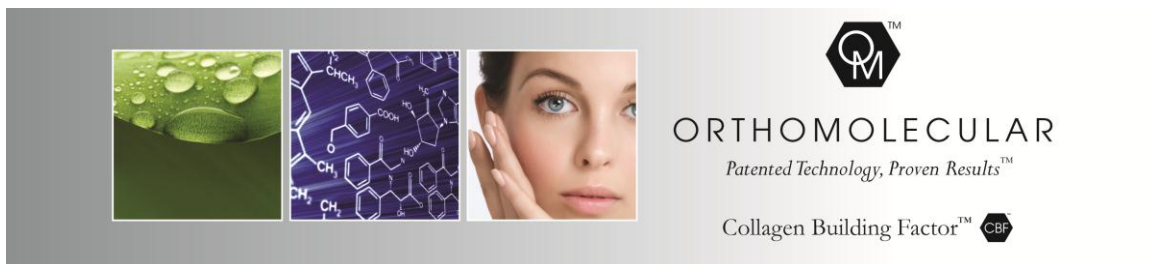
(c) The undersigned has received, read carefully and is familiar with this Agreement and the Memorandum. Respecting the Company, the undersigned is familiar with the Company's business, plans and financial condition, the terms of the Offering and any other matters relating to the Offering; the undersigned has received all materials which have been requested by the undersigned; has had a reasonable opportunity to ask questions of the Company and its representatives; and the Company has answered all inquiries that the undersigned or the undersigned's representatives have put to it. The undersigned has had access to all additional information necessary to verify the accuracy of the information set forth in this Agreement and the Memorandum and any other materials furnished herewith, and has taken all the steps necessary to evaluate the merits and risks of an investment as proposed hereunder. Upon the Company's acceptance of this subscription, the undersigned agrees to be bound by the Operating Agreement of the Company, as amended, and all grants of authority therein as if executed by me on the effective date hereof.

(d) The undersigned understands the following with respect to the Company:

(i) The Company was formed to market and sell health and nutritional products, including the Company's initial product, the Collametics® brand of premium health care products.

(ii) The Company has limited operating history and as a start-up business, the Company is subject to all of the substantial risks inherent in the commencement of a new business enterprise. There can be no assurance that the Company will be able to generate increased revenues or operate profitably and that any investment in the Company should be considered a high risk investment because funds will be placed at risk in an unseasoned start-up company with the unforeseen costs, expenses and other problems to which startup ventures are often subject. Any investment in the Company is speculative and involves a high degree of risk.

(iii) The financial success of the Company may be sensitive to adverse changes in general economic conditions, such as inflation, economic conditions and the cost of money, among others. The Company will not have any control over any of these changes.



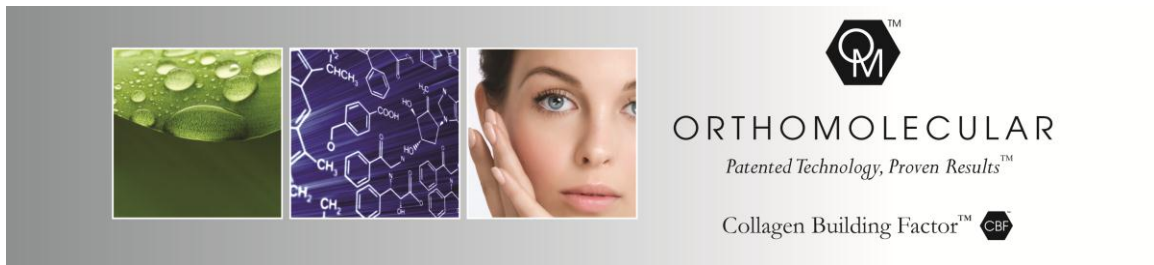
(iv) The subscription price of the Interest was unilaterally determined by the Company and was not based on negotiation with anyone representing the undersigned or other potential investors or on the Company's assets, net worth, projected earnings or any other investment criteria. Accordingly, the undersigned understands that the subscription price should not be considered an absolute indication of the value of the subscribed Interest.

(v) The liabilities and obligations of each Owner are governed by the Operating Agreement. The undersigned acknowledges that the Company has not guaranteed a financial return on any investment and that the undersigned may get no return at all.

(e) The undersigned understand the various risks of an investment in the Company as proposed herein and can afford to bear such risks, including, without limitation, the risks of losing the entire investment, for an indefinite period of time. The undersigned has adequate means of providing for current needs and possible personal contingencies and has no present need for liquidity of an investment in the Company.

(f) The undersigned acknowledges that no market for the Interests presently exists and none may develop in the future and that the undersigned may find it impossible to liquidate the investment at a time when it may be desirable to do so, or any other time.

(g) The undersigned has been advised by the Company that none of the Interests have been registered under the Securities Act, that the Securities will be issued on the basis of the statutory exemption provided by Section 4(2) of the Securities Act or Regulation D promulgated thereunder, or both, relating to transactions by an issuer not involving any public offering and under exemptions under certain state securities laws, that this transaction has not been reviewed by, passed on or submitted to any Federal or state agency or self-regulatory organization where an exemption is being relied upon, and that the Company's reliance thereon is based in part upon the representations made by the undersigned in this Agreement. The undersigned acknowledges that the undersigned has been informed by the Company of, or is otherwise familiar with, the nature of the limitations imposed by the Securities Act and the rules and regulations thereunder on the transfer of the Interests. In particular, the undersigned agrees that the Company shall not be required to give any effect to sale, assignment or transfer, unless (i) the sale, assignment or transfer of such Interests is registered under the Securities Act, it being understood that the Interests are not currently registered for sale and that the Company has no obligation or intention to so register the Interests except as contemplated by the terms of the Registration Rights Agreement between the Company and the Subscribers, or (ii) such Interests are sold, assigned or transferred in accordance with all the requirements and limitations of Rule 144 under the Securities Act, it being understood that Rule 144 is not available at the present time for the sale of the Interests, or (iii) such sale, assignment or transfer is otherwise exempt from registration under the Securities Act. The undersigned further understands that an opinion of counsel and other documents



may be required to transfer the Securities. The undersigned acknowledges that the Interests shall be subject to stop transfer orders and the certificate or certificates evidencing any Interests shall bear the following or a substantially similar legend or such other legend as may appear on the forms of Interests and such other legends as may be required by state blue sky laws:

"The securities represented by this certificate have not been registered under the Securities Act of 1933, as amended (the "Securities Act"), or any state or foreign securities laws and neither such securities nor any interest therein may be offered, sold, pledged, assigned or otherwise transferred unless (1) a registration statement with respect thereto is effective under the Securities Act and any applicable state or foreign securities laws, or (2) the Company receives an opinion of counsel to the holder of such securities, which counsel and opinion are reasonably satisfactory to the Company, that such securities may be offered, sold, pledged, assigned or transferred in the manner contemplated without an effective registration statement under the Securities Act or applicable state or foreign securities laws."

(h) The undersigned will acquire the Interests for the undersigned's own account (or for the joint account of the undersigned and the undersigned's spouse either in joint tenancy, tenancy by the entirety or tenancy in common) for investment and not with a view to the sale or distribution thereof or the granting of any participation therein, and has no present intention of distributing or selling to others any of such interest or granting any participation therein.

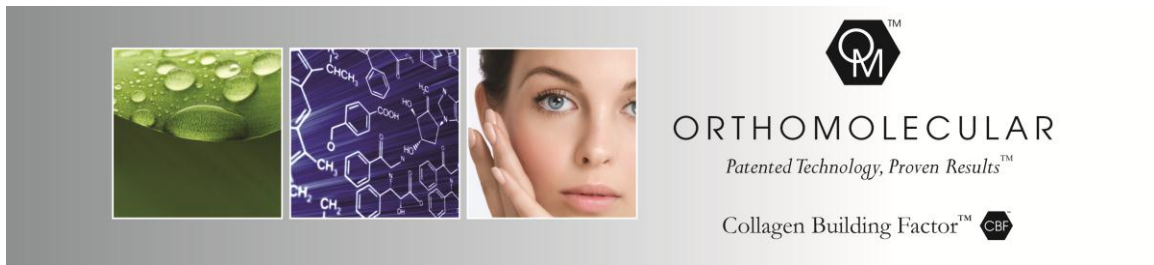
(i) It never has been represented, guaranteed or warranted by the Placement Agent, the Company, any of the officers, directors, stockholders, partners, employees or agents of either, or any other persons, whether expressly or by implication, that,

(i) The Company or the undersigned will realize any given percentage of profits and/or amount or type of consideration, profit or loss as a result of the Company's activities or the undersigned's investment in the Company; or

(ii) The past performance or experience of the management of the Company, or of any other person, will in any way indicate the predictable results of the ownership of the Securities or of the Company's activities.

(j) No oral or written representations have been made other than as stated in the Memorandum, and no oral or written information furnished to the undersigned or the undersigned's advisor(s) in connection with the Offering were in any way inconsistent with the information stated in the Memorandum.

(k) The undersigned is not subscribing for Interests as a result of or subsequent to any advertisement, article, notice or other communication published in any newspaper, magazine or similar media or broadcast over television or radio, or presented at any



seminar or meeting, or any solicitation of a subscription by a person other than a representative of the Placement Agent or the Company with which the undersigned had a pre-existing relationship in connection with investments in securities generally.

(l) The undersigned is not relying on the Company with respect to the tax and other economic consideration of an investment.

(m) The undersigned understands that the net proceeds from all subscriptions paid and accepted pursuant to the Offering (after deduction for expenses of the Offering, including the fees and expenses payable to the Placement Agent) will be used in all material respects for the purposes set forth in the Memorandum.

(n) Without limiting any of the undersigned's other representations and warranties hereunder, the undersigned acknowledges that the undersigned has reviewed and is aware of the risk factors described in the Memorandum.

(o) The undersigned understands the meaning and legal consequences of all of the foregoing representations and warranties, and the undersigned acknowledges that the representations, warranties and agreements made by the undersigned herein shall survive the execution and delivery of this Agreement and the purchase of the Blocks.

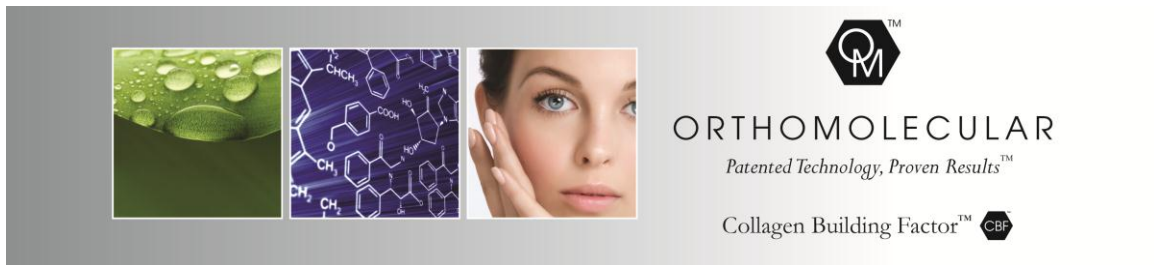
(p) The undersigned has consulted his own financial, legal and tax advisors with respect to the economic, legal and tax consequences of an investment in the Blocks and has not relied on the Memorandum or the Company, its officers, directors or professional advisors for advice as to such consequences.

4. Indemnification. The undersigned acknowledges that the undersigned understands the meaning and legal consequences of the representations and warranties contained in Section 3 hereof, and agrees to indemnify and hold harmless the Company and each officer, director, employee, agent and controlling person of the Company from and against any and all loss, damage or liability due to or arising out of a breach of any such representation or warranty or by reason of the undersigned's failure to fulfill any of the terms and conditions of this Agreement.

5. Transferability. Neither this Agreement nor any interest of the undersigned herein shall be assignable or transferable by the undersigned in whole or in part except by operation of law. Any attempt to assign or transfer this agreement or any interest therein other than by operation of law shall be void.

6. Miscellaneous.

(a) This Agreement sets forth the entire understanding of the parties with respect to the



subject matter hereof, supersedes all existing agreements between them concerning such subject matter, any may be modified only by a written instrument duly executed by the party to be charged.

(b) Except as otherwise specifically provided herein, any notice or other communication required or permitted to be given hereunder shall be in writing and shall be mailed by certified mail, return receipt requested, or by Federal Express, Express Mail or similar overnight delivery or courier service or delivered (in person or by telecopy, telex or similar telecommunications, equipment) against receipt to the party to whom it is to be given, (i) if to the Company, at the address set forth on the first page hereof, (ii) if to the undersigned, at the address as forth on the signature page hereof, or (iii) in either case, to such other address as the party shall have furnished in writing in accordance with the provisions of this Section. Any notice or other communication given by certified mail shall be deemed given at the time of certification thereof, except for a notice changing a party address which shall be deemed given at the time of receipt thereof. Any notice given by other means permitted by this Section shall be deemed given at the time of receipt thereof

(c) This Agreement shall be binding upon and inure to the benefit of the parties hereto, the successors and assigns of the Company, and the permitted successors, assigns, heirs and personal representatives of the undersigned (including permitted transferees of the Interests).

(d) The headings in this Agreement are solely for convenience of reference and shall be given no effect in the construction or interpretation of this Agreement.

(e) This Agreement may be executed in any number of counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

(f) This Agreement shall be governed by and construed in accordance with the laws of the State of Wyoming, without giving effect to principles governing conflicts of law.

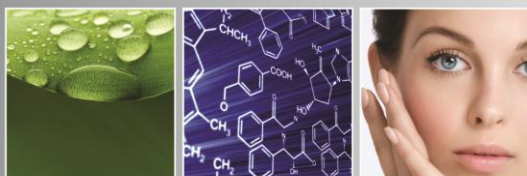
(g) This Agreement does not create, and shall not be construed as creating, any rights enforceable by any person not a party to this Agreement (except as provided in Sections 5, and 6(c)); provided, that the Placement Agent shall be entitled to rely on, and shall be a third party beneficiary of, the representations, warranties and agreements contained in this Agreement.

(h) This Agreement shall be governed by and construed in accordance with the laws of the State of Wyoming, without giving effect to principles governing conflicts of law. The parties hereto irrevocably consent to the jurisdiction of the courts of the State of



Wyoming and of any federal court located in the State of Wyoming in connection with any action or proceeding arising out of or relating to this Agreement, and any document or instrument delivered pursuant to, in connection with or simultaneously with this Agreement.

(i) Unless otherwise defined herein, capitalized terms shall have the meanings assigned to them in the Memorandum.



ORTHOMOLECULAR

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Collagen Building Factor™ CBF

IN WITNESS WIIEREOF, the undersigned has executed this Suitability Letter and Subscription Agreement on this _____ day of _____, 2011.

Subscriber Signature: _____

Subscriber Name (printed): _____

Subscriber SSN# or TIN#: _____

Subscriber Address: _____

Subscriber Phone: _____

Subscriber E-mail: _____

If the Interests will be held as joint tenants, tenants in common, or community property, please complete the following:

Print name of spouse or other co-subscriber: _____

Signature of spouse or other co-subscriber: _____

Print manner in which Interests will be held: _____

SSN# of co-subscriber: _____

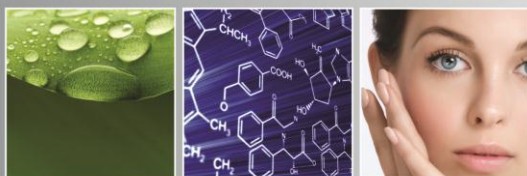
ACCEPTED BY:

OrthoMolecular, Inc.:

Signature: _____

Name (printed): Tharon P. LeBlanc

Title: President

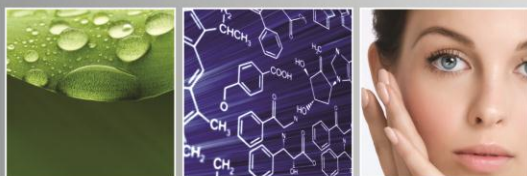


ORTHOMOLECULAR

Patented Technology, Proven Results™


Collagen Building Factor™ 

Date: _____



ORTHOMOLECULAR

Patented Technology, Proven Results™

Collagen Building Factor™ 

OrthoMolecular, Inc.

DbA



COLLAMETICS®
Health Sciences

EXHIBIT C: CERTIFICATE OF ACCREDITED INVESTOR STATUS

December 1, 2011

OrthoMolecular, Inc.
PO Box 11055
Jackson, WY 83002
(307) 413-9990

www.OrthoMolecularUSA.com

CERTIFICATE OF ACCREDITED INVESTOR STATUS

Pursuant to Section 3(a) of this Agreement, Subscriber agrees that he/she is an "Accredited Investor" as that term is defined in Rule 501 (a) of Regulation D promulgated under the Securities Act, or, if not an accredited investor, the undersigned is a "purchaser" and represents that he/she has such knowledge and experience in financial and business matters generally and in securities and investment matters in particular that he/she is capable of evaluating the merits and risks of this investment and has the financial capacity such that an investment in the Interest would not be material when compared with the undersigned's overall financial capacity. Specifically, the Subscriber is (*check appropriate item(s) below*):

(i) A bank as defined in Section 3(a)(2) of the Securities Act, or a savings and loan association or other institution as defined in Section 3(a)(5)(A) of the Securities Act, whether acting in its individual or fiduciary capacity; a broker or dealer registered pursuant to Section 15 of the Securities Exchange Act of 1934; an insurance company as defined in Section 2(13) of the Securities Act; an investment company registered under the Investment Company Act of 1940 (the "Investment Company Act") or a business development company as defined in Section 2(a)(48) of the Investment Company Act; a Small Business Investment Company licenses by the U.S. Small Business Administration under Section 301(c) or (d) of the Small Business Investment Act of 1958; a plan established and maintained by a state, its political subdivisions or any agency or instrumentality of a state or its political subdivisions for the benefit of its employees, is such plan has total assets in excess of \$5,000,000; an employee benefit plan within the meaning of Title I of the Employee Retirement Income Securities Act of 1974 ("ERISA"), if the investment decision is made by a plan fiduciary, as defined in Section 3(21) of ERISA, which is either a bank, savings and loan association, insurance company, or registered investment advisor, or if the employee benefit plan has total assets in excess of \$5,000,000 or, if a self-directed plan, with investment decisions made solely by persons that are accredited investors.

(ii) A private business development company as defined in Section 202(a)(22) of the Investment Advisers Act of 1940.

(iii) An organization described in Section 501(c)(3) of the Internal Revenue Code, corporation, Massachusetts or similar business trust, or partnership, not formed for the specific purpose of acquiring the securities offered, with total assets in excess of \$5,000,000.

(iv) A director or executive officer of the Company.

(v) A natural person whose individual net worth, or joint net worth with that person's spouse, at the time of his or her purchase exceeds \$ 1,000,000.

(vi) A natural person who had an individual income in excess of \$200,000 in each of the two most recent years or joint income with that person's spouse in excess of \$300,000 in each of those years and has a reasonable expectation of reaching the same income level in the current year.

(vii) A trust, with total assets in excess of \$5,000,000, not formed for the specific purpose of acquiring the Interests offered, whose purchase is directed by a sophisticated person as described in Rule 506(b)(2)(ii) (i.e., a person who has such knowledge and experience in financial and business matters that he is capable of evaluating the merits and risks of the prospective investment).

(viii) An entity in which all of the equity owners are accredited investors. (if this alternative is checked, the undersigned must identify each equity owner and provide statements signed by each demonstrating how each is qualified as an accredited investor).

(ix) None of the above, however, the undersigned represents that he/she has such knowledge and experience in financial and business matters generally and in securities and investment matters in particular that he/she is capable of evaluating the merits and risks of this investment and has the financial capacity such that an investment in the Interest would not be material when compared with the undersigned's overall financial capacity.