The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

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

Notice of Exempt Offering of Securities

OMB APPROVAL			
OMB Number:	3235- 0076		
Estimated average burden			
hours per response:	4.00		

1. Issuer's Identity

CIK (Filer ID Numb	er) Previous Names	None	Entity Type
<u>0001360214</u>		PHARMACEUTICALS	X Corporation
Name of Issuer	INC		Limited Partnership
Imprimis Pharmaceuticals, Inc	. Bywater Res	ources, Inc	Limited Liability Company
Jurisdiction of	Transdel Pha	rmaceuticals, Inc.	General Partnership
Incorporation/Organiz	ation Bywater Res	ources, Inc.	Business Trust
DELAWARE			Other (Specify)
Year of Incorporation	on/Organization		
X Over Five Years Ago			
Within Last Five Years (Spe	ecify Year)		
Yet to Be Formed			
2. Principal Place of Business a	and Contact Information		
Name of	Issuer		
Imprimis Pharmaceuticals, Inc			
Street Ad		Stre	et Address 2
12264 EL CAMINO REAL		SUITE 350	
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
SAN DIEGO (CALIFORNIA	92130	858-704- 4040
3. Related Persons			
Last Name	Fire	t Name	Middle Name
Baum	Mark		White Walke
Street Address 1		Address 2	
12264 EI Camino Real	Suite 350		
City		vince/Country	ZIP/PostalCode
San Diego	CALIFORNIA	92130)
Relationship: X Executive Of	ficer X Director Promote	er	
Clarification of Response (if N			
Last Name		t Name	Middle Name
Boll	Andrew		
Street Address 1		Address 2	
12264 EI Camino Real	Suite 350		
City		vince/Country	ZIP/PostalCode
San Diego	CALIFORNIA	92130)

Clarification of Response (if Necessary):

Relationship: X Executive Officer Director Promoter

Last Name	First Name	Middle Name
Kammer	Robert	
Street Address 1	Street Address 2	
12264 EI Camino Real	Suite 350	
City	State/Province/Country	ZIP/PostalCode
San Diego	CALIFORNIA	92130
Relationship: Executive Officer	X Director Promoter	
Clarification of Response (if Necess	sary):	
Last Name	First Name	Middle Name
Lindstrom	Richard	
Street Address 1	Street Address 2	
12264 EI Camino Real	Suite 350	
City	State/Province/Country	ZIP/PostalCode
San Diego	CALIFORNIA	92130
Relationship: Executive Officer	X Director Promoter	
Clarification of Response (if Necess	ary):	
Last Name	First Name	Middle Name
Austin	Stephen	
Street Address 1	Street Address 2	
12264 EI Camino Real	Suite 350	
City	State/Province/Country	ZIP/PostalCode
San Diego	CALIFORNIA	92130
Relationship: Executive Officer	X Director Promoter	
Clarification of Response (if Necess	sary):	
Last Name	First Name	Middle Name
Principi	Anthony	
Street Address 1	Street Address 2	
12264 EI Camino Real	Suite 350	
City	State/Province/Country	ZIP/PostalCode
San Diego	CALIFORNIA	92130
Relationship: Executive Officer	X Director Promoter	
Clarification of Response (if Necess	sary):	
4. Industry Group		
Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	-
Commercial Banking		Restaurants
Insurance	Health Insurance	Technology
Investing	Hospitals & Physicians	Computers
Investment Banking	X Pharmaceuticals	Telecommunications
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Other Health Care

Manufacturing

Commercial

Construction

REITS & Finance

Real Estate

Investment Banking Pooled Investment Fund

Is the issuer registered as an investment company under the Investment Company Act of 1940?

Yes No Other Banking & Financial Services Other Technology Travel Airlines & Airports Lodging & Conventions Tourism & Travel Services Other Travel Business ServicesResidentialOtherEnergyOther Real EstateImage: ConstructionImage: ConstructionEnergy ConservationEnvironmental ServicesImage: ConstructionImage: ConstructionOil & GasImage: ConstructionImage: ConstructionImage: ConstructionOther EnergyImage: ConstructionImage: ConstructionImage: ConstructionOil & CasImage: ConstructionImage: ConstructionImage: ConstructionOther EnergyImage: ConstructionImage: ConstructionImage: ConstructionOther EnergyImage: ConstructionImage: Construction</

Revenue Range OR **Aggregate Net Asset Value Range** No Revenues No Aggregate Net Asset Value \$1 - \$1,000,000 \$1 - \$5,000,000 \$5,000,001 - \$25,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 -\$25,000,001 - \$50,000,000 \$25,000,000 \$25,000,001 -\$50,000,001 - \$100,000,000 \$100,000,000 Over \$100,000,000 Over \$100,000,000 X Decline to Disclose Decline to Disclose Not Applicable Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

	Investment Company Act Section 3(c)	
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1)	Section 3(c)(9)
Rule 504 (b)(1)(i) Rule 504 (b)(1)(ii)	Section 3(c)(2)	Section 3(c)(10)
Rule 504 (b)(1)(iii)	Section 3(c)(3)	Section 3(c)(11)
Rule 505	Section 3(c)(4)	Section 3(c)(12)
X Rule 506(b) Rule 506(c)	Section 3(c)(5)	Section 3(c)(13)
Securities Act Section 4(a)(5)	Section 3(c)(6)	Section 3(c)(14)
	Section 3(c)(7)	

7. Type of Filing

5. Issuer Size

- X New Notice Date of First Sale 2016-12-27 First Sale Yet to Occur Amendment
- 8. Duration of Offering

Does the Issuer intend this offering to last more than one year? Yes X No

9. Type(s) of Securities Offered (select all that apply)

X Equity	Pooled Investment Fund Interests
Debt	Tenant-in-Common Securities
X Option, Warrant or Other Right to Acquire Another Security	Mineral Property Securities
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? Yes X No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor \$0 USD

12. Sales Compensation

Recipient

National Securities Corporation (Associated) Broker or Dealer X None None

Street Address 1

410 PARK AVENUE

City

NEW YORK

State(s) of Solicitation (select all that apply) Check "All States" or check individual States Recipient CRD Number None 7569 (Associated) Broker or Dealer CRD Number X None None

Street Address 2

State/Province/Country NEW YORK

ZIP/Postal Code 10022

All States Foreign/non-US

Check "All States" or c
ARIZONA
CALIFORNIA
COLORADO
CONNECTICUT
FLORIDA
ILLINOIS
MARYLAND
MASSACHUSETTS
MICHIGAN
MINNESOTA
NEVADA
NEW JERSEY
NEW YORK
NORTH CAROLINA
PENNSYLVANIA
TEXAS
UTAH
VIRGINIA
WASHINGTON
WISCONSIN
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13. Offering and Sales Amounts

Total Offering Amount	\$10,068,740 USD or	Indefinite
Total Amount Sold	\$10,068,740 USD	
Total Remaining to be Sold	\$0 USD or	Indefinite

Clarification of Response (if Necessary):

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

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Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions	\$755,155 USD	Estimate
Finders' Fees	\$0 USD	Estimate

Clarification of Response (if Necessary):

Recipient also received a warrant to purchase up to 210,313 shares of the Issuer's common stock.

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Imprimis Pharmaceuticals, Inc.	/s/ Andrew Boll	Andrew Boll	Chief Financial Officer	2016-12-30

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.