

invest in CANADIAN LAND & REAL ESTATE



Introducing UrbanStar Capital

Located at the head office in Calgary, Alberta, UrbanStar Capital is a specialized firm that designs, implements and operates real estate asset management solutions for investors. The portfolio strategy of its real estate offerings is firmly focused on investing in selected regional cities in the thriving markets of Western Canada. UrbanStar Capital has the ability to offer an array of real estate services including real estate and mortgage brokerage services. UrbanStar Capital uses its expertise to provide investors with quality land investment opportunities, which includes its current land offering UrbanStar Glendale Manor Inc. We make this land available to qualified investors through land-based real estate investment products.

The Principles and Management

UrbanStar believes that the determining factors behind the success of any organization are the individuals involved in the day-to-day operations of that company. Experience and excellence in the field of traditional and alternative real estate investments are maximized with a team that includes:

Dean Gorenc BA, CHRP, AMP | CEO. Mr. Gorenc has worked in the Land Banking and Private Lending industry since 2004. His experience includes raising capital for various real estate offerings including syndicated mortgages; Mortgage Investment Corporation's, raw land and land development offerings.

Guy M. Priddle MBA, RPA, CAE | President & CFO. Currently President of BOMA Mr. Priddle has been involved in the commercial real estate industry since 1986 and has worked with all types and classes of property including bare land and small retail, residential, large and small industrial, and major downtown class AA office buildings.

Ashif Merani | Corporate Secretary-Barrister & Solicitor. Founder and partner of Merani Reimer LLP specializing in Securities and Corporate law.

Our Advisors

UrbanStar Capital has assembled a distinguished advisory board that includes:

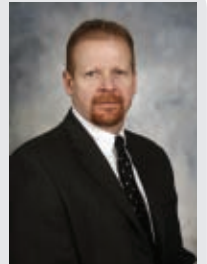
Fred Edwards | President / CEO of Servpro Cleaning (Calgary) Inc. & Servpro Canada Inc., a privately held corporation. Servpro has 44 years in the Calgary Cleaning industry and is composed of a team of over 900 employees. In 2008 Mr. Edwards was honoured with a "Leader of Tomorrow" Award presented by Business Calgary Magazine.

Miklos Nagy CFA, CFP | President, Director, CEO & CIO of Quadrexx Asset Management Inc. Mr. Nagy is Past Chair of CIFPs (Canadian Institute of Financial Planners Association), a member of CFA Institute and sits on the Exempt Market Dealer Board of Canada.

Marie Rajic BA, MA, MPA. Ms. Rajic is currently Director, Western Region, TransCanada Corp., Former, Senior political staffer in Alberta for Prime Minister Stephen Harper's government as the Executive Director Regional Affairs and was one of Calgary Top 40 Under 40 in 2008.

David Crombie | President and CFO of Conserveoil. Mr. Crombie has held various Executive positions including; VP development for CP Hotels and Resorts, VP Development and Finance-York Hanover, VP Finance and Development Three Sisters Resorts in Canmore.

"The Urban-Star raw land investment philosophy is to purchase undeveloped land that has the potential to increase in value through land enhancements."



Guy Priddle, President and CFO UrbanStar Capital

UrbanStar Capital Approved by Quadrexx As An Exempt Market Product



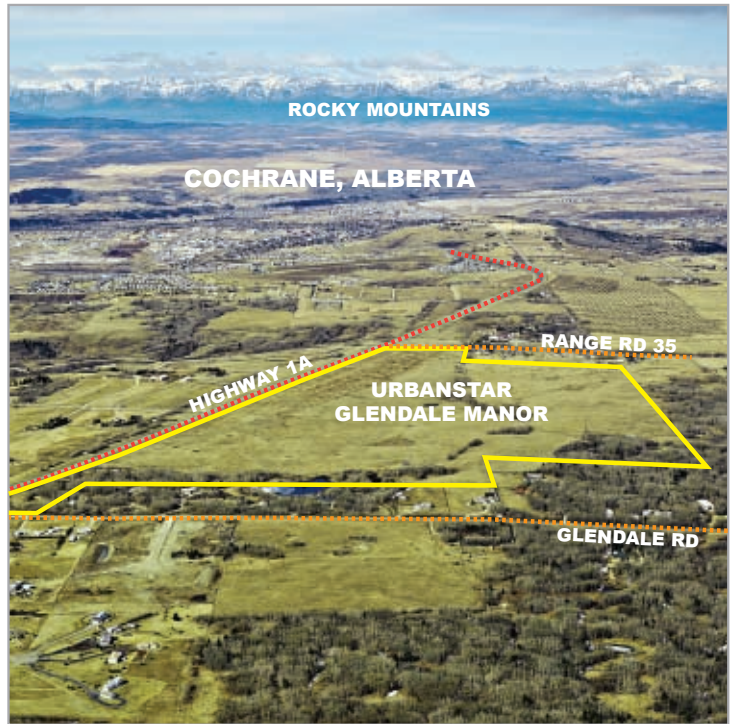
UrbanStar Capital would like to announce that our current offering Glendale Manor Inc has been approved by Quadrexx an Exempt Market Dealer for distribution by their Exempt Market Product Agents.

Quadrexx – established in 2003 – is an EMD and a Portfolio Manager (in all the Western Provinces, Ontario and New Brunswick) that offers investment products and services expanding beyond what is offered by most EMDs. Quadrexx has offices in Toronto and Calgary on and is a true national firm with an expanding asset and agent base. Quadrexx offers a variety of Exempt Market products to eligible and accredited investors in the area of alternative investments that is specifically tailored to the retail investor, providing lower correlation to traditional asset classes and not typically available to retail investors.

UrbanStar Glendale Manor Inc.

Bearspaw - Glendale, Alberta

RRSP / TFSA Eligible



Project Summary

OPPORTUNITY: The Units are being offered by the Corporation to provide capital for the acquisition of approximately 250 acres of raw land identified as UrbanStar Glendale Manor.

ISSUER: UrbanStar Glendale Manor Inc. (the "Corporation").

OFFERING: Up to \$14,000,000.00 (the "Offering").

SECURITIES OFFERED: The corporation will issue Units of the Corporation consisting of: (i) \$950 of principal amount of a secured subordinated debenture ("Debenture") providing for deferred simple interest and (ii) one (1) \$50 Class B non-voting common share ("Class B Share") in the authorized capital of the Corporation.

MINIMUM SUBSCRIPTION & PRICE PER SECURITY: 10 Units (\$10,000) and thereafter additional single Units (\$1000) may be purchased. \$1,000 per Unit allocated as to \$950 per Debenture and \$50 per Class B Share.

THE PROPERTY: The property is located west of the city of Calgary, east of the town of Cochrane, Alberta, and is approximately 250.76 acres in area.

CURRENT ZONING: The subject has a land use designation of R-2, Residential Two District.

The property is included in the Draft planning of the Bearspaw Community Development Strategy (CDS) which will supersede the dated Bearspaw Area Structure Plan (ASP). Future development is expected to be Cluster Residential neighbourhoods.

ANTICIPATED HOLD PERIOD: Given the current development in the Rocky View County and Cochrane area and other urban areas near the Property, including Calgary, the Corporation currently anticipates holding the Property for approximately 5 to 7 years during which time it believes the Property will increase in value based upon its location and characteristics.

EXIT STRATEGIES: The Corporation intends to hold the Property as a medium term investment and then sell the Property at an increased price, as a whole or in parcels, to purchasers or developers at an opportune time. In order to maximize the Corporation's return on its investment in the Property, the Corporation may decide to carry out Concept Planning on the Property before it sells the Property.

This advertisement does not constitute a solicitation or an offer to purchase the securities referred to herein, which is being made to qualified investors under an Offering Memorandum available from our office. There are risks associated with an investment in land and our investments are not guaranteed. The value of land can fluctuate significantly as a result of among other things, changing economic and real estate market conditions, and the past performance of our land investments is not necessarily representative of current or future performance.

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