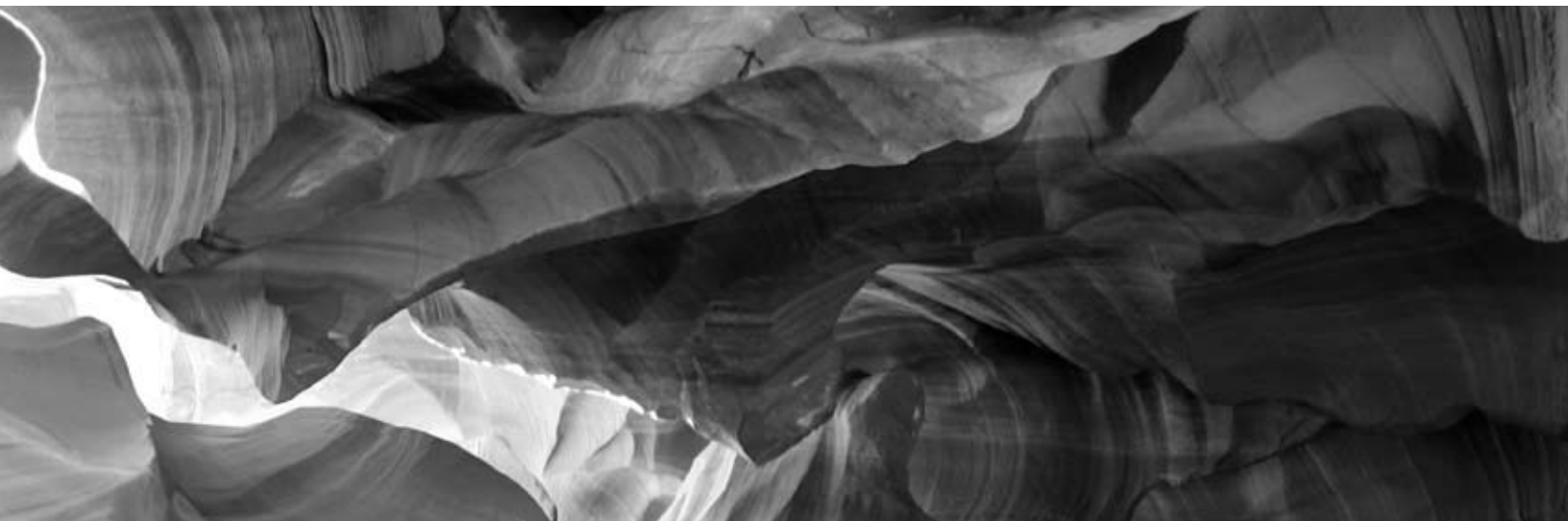




TAX EFFICIENT OPPORTUNITY
VALLEY OF THE SUN



CBIGROUP®





VALLEY OF THE SUN

The Valley of the Sun (VOS) offering is a tax-efficient real estate investment, capitalizing on the real estate downturn of Greater Phoenix, Maricopa County, Arizona. The offering is designed to acquire, tenant and manage a diversified portfolio of existing high-quality, residential properties as income-producing real estate for long-term investment.

VOS presents an opportunity for Canadian investors to enhance and diversify their investment holdings, without the hassles of owning foreign real estate. Property analysis and acquisitions, tenant prospecting and property management are handled by Valley of the Sun's management team and board of directors, who have combined financial valuation and decision-making analysis for acquisitions totaling in the billions of dollars.

VOS provides an opportunity for our acquisition team to purchase assets at historic lows, significantly below replacement cost, while obtaining cash-flow and the potential for upside appreciation on a tax-efficient basis.

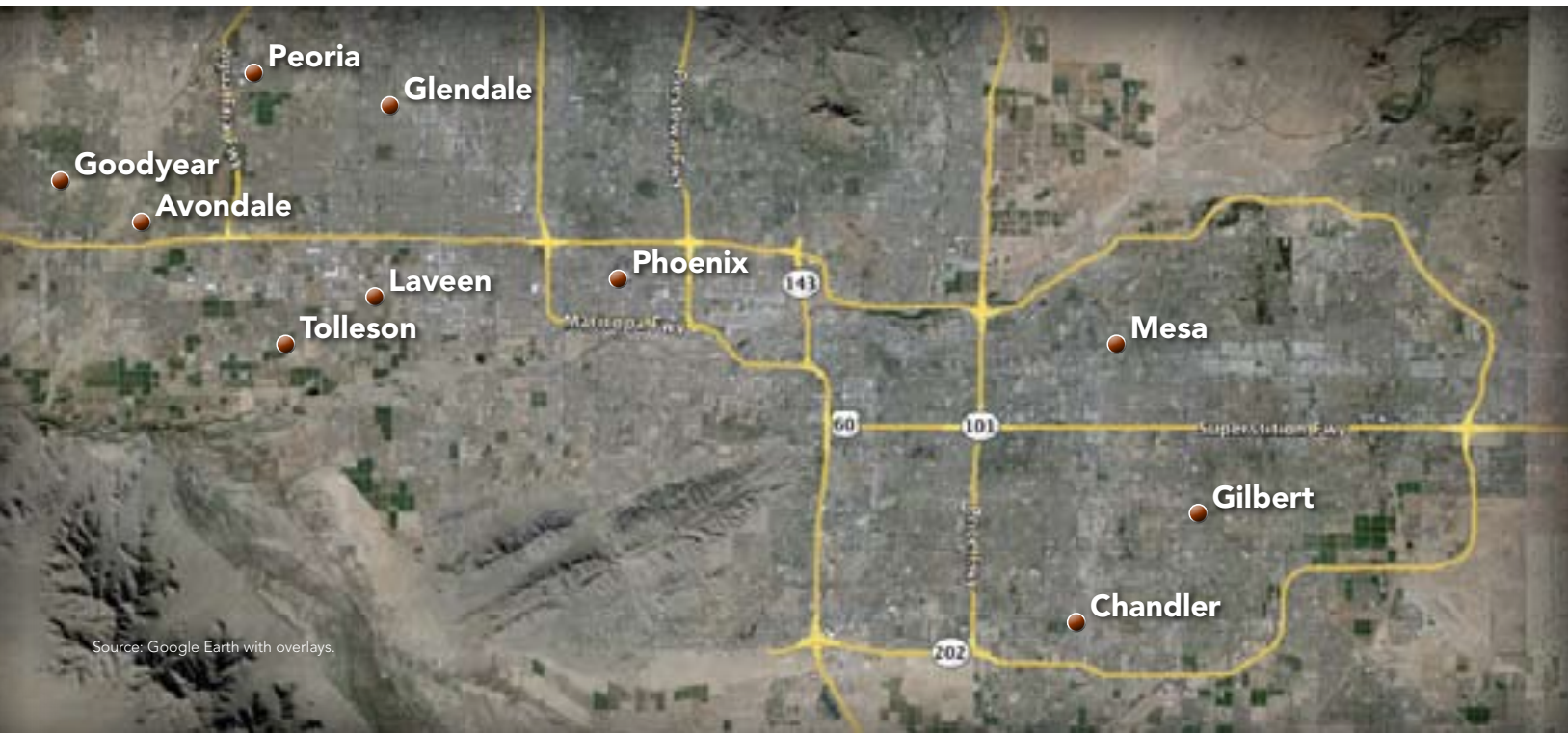


Investment Highlights

- Opportunity for tax efficiency
- First security charge to fund (VOS)
- Quarterly distributions
- An 8% cumulative hurdle rate return
- Acquiring below replacement cost
- Purchases as of the end of Q3 2010 have been approximately 32% below current MLS comparables on a mark-to-market basis.
- Strong demand for housing rentals
- Fundamentals indicating market stabilization
- All assets owned without any third-party financing

Where we are acquiring

Maricopa County comprises approximately 9,226 square miles in the State of Arizona, including the cities of Phoenix and Mesa, among other urban centres.



Source: Google Earth with overlays.



Project Details

Offering Amount:	Maximum: \$25 million (250,000 offered units)	Minimum: \$1 million (10,000 Offered Units)
Price Per Unit:	\$100 per offered unit	Unit cost is projected to increase in 2011 as VOS has increased in value and has decreased risk associated with the portfolio.
Minimum Subscription:	\$10,000 (\$5,000 in LP units, 50 units @ \$100 per unit; \$5,000 in mortgage fund units, 50 units @ \$100 per unit)	
Deferred Plan Eligibility:	None	
Management Fees:	2.5% of the original portfolio acquisition cost	
Performance Fees:	An 8% cumulative hurdle rate is required to be provided to the investors prior to management being able to participate in any profits, which will be split 72/28 (investors/management).	
Tax Efficiency:	Limited Partnership structure. Tax loss credits to investors. Investors should seek independent professional advice based upon their own particular circumstances	
Payment Terms:	Investors must pay the applicable subscription price in full by certified cheque, bank draft or such other manner as may be accepted by VOS, in its sole discretion, at the time of delivering fully executed subscription documents.	
Tax Consequences:	There are important tax consequences relating to the investment. Investors should seek independent professional advice based upon their own particular circumstances	

This summary has been prepared for informational purposes only and does not constitute an offering of securities, and cannot be relied upon for making your investment decision. This summary is qualified in its entirety by the applicable Offering Memorandum. Reference should be made to the Offering Memorandum prior to determining whether the securities are a suitable investment for purchase. Please read the Offering Memorandum in its entirety before investing. This investment is not guaranteed or insured, and its value changes depending, among other things, on economic factors and market trends. This summary may vary from that presented in the Offering Memorandum. All capitalized terms and phrases in this document which are not otherwise defined herein shall have the meanings set out in the Offering Memorandum. This summary contains forward-looking statements including speculation or stated beliefs about future events, such as market and economic conditions, company or security performance or other projections. Forward-looking statements are based on the opinions and estimates of management at the date the information is given, and is subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking statements.

Why Phoenix?

Housing Market

While the Greater Phoenix housing market has prospered in strong economic times of the past, the combination of excess home inventory from over-ambitious homebuilders, the sub-prime mortgage crisis, and mortgage default from overzealous speculators brought the once "hottest" economy to a halt. While Arizona's housing market is in a period of economic downturn, the circumstances have created a significant investment opportunity. With the over-correction in median single family home prices, sales have increased significantly in the Greater Phoenix market, as investors, retirees, and first time home buyers find it more affordable now to purchase quality homes in great neighborhoods¹.

Employment

According to Expansion Magazine, in 2007, Greater Phoenix was ranked as the top large metro area for recruitment and attraction of employees, mainly due to lifestyle, cost of living, and source of employment talent from one of the largest university systems in the U.S., the University of Arizona².

While employment in Greater Phoenix has been deeply impacted by the recent recession, it is believed by many financial experts, such as Elliott Pollack, that the brunt of the impact on the economic cycle has already past, and that we should begin to see positive movement as soon as late 2010 to 2011³.

Economy

We believe that local job growth and the diversity of employment both have a positive impact on the overall vibrancy of the local Arizona market. We also view a diverse economy as being an influencer for the overall demand for real estate. Arizona has a diverse employment base ranging from small local businesses, to Fortune 500 global corporations. Greater Phoenix specifically has attracted many large firms that have established significant presences in the region.

- 1 "Promising signs from Valley housing data", April 4, 2009, Catherine Reagor
- 2 Greater Phoenix Economic Council, http://www.gpec.org/Site-Selection_Incentives.aspx
- 3 Elliott D. Pollack & Company. "Greater Phoenix: The State of the Economy and Housing Market." (2010): Print.

Acquisition Criteria

Acquisition guidelines were developed for the VOS offering to identify and assess the suitability of single-family and multi-family properties located in Greater Phoenix and Maricopa County, Arizona for their inclusion in the VOS portfolio of properties.

Some of these guidelines include:

- Relatively recent year of construction
- Located in areas/neighborhoods with relatively low rental vacancies
- Located in desirable ownership areas/neighbourhoods
- Strong cash flow potential
- Located close to schools, shopping districts, major infrastructure and employment sources
- Debt coverage ratio of not less than 1.25



Example Acquisition Process



Trustee sale list of distressed assets provided daily from broker (e.g. 800)



List screened. Prospective properties meeting VOS criteria (e.g. 50 homes)



VOS financial screening and due diligence conducted. (e.g. 10 qualified investment properties).



Target acquisition acquired
Process repeats

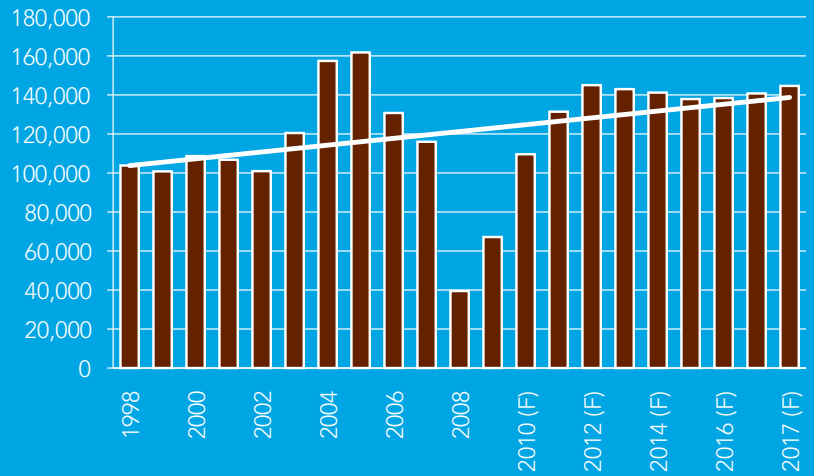
Population

Despite a common misconception that Greater Phoenix is a retirement community, the area's population is actually quite young with an average age of 33.7⁴. This young demographic, combined with the ethnic diversity in Greater Phoenix, lends to the region's ability to sustain its population levels and attract growth. In the current economic slowdown in the Greater Phoenix area, population is still expected to grow in the long-term, as diverse employment opportunities and lifestyle benefits continue to attract individuals to the area.

The graph to the right shows that lead economists from the University of Arizona have predicted strong future population growth for Phoenix, AZ. The time period of 1998 to 2018 shows annual growth between 100,000 to 140,000 people (in a normalized environment). This solid pace of growth should increase demand for consumable goods and result in a stronger demand for housing.

4 US Census Bureau, 2009

Annual Population Growth
1998 - 2018 (Forecast)
Total Phoenix Population Increase



Source: University of Arizona, 2009

Asset Examples - VOS Portfolio



12362 W. Glenrosa Ave, Avondale, AZ

Estimated historical market price: \$340,000

Estimated market value: \$148,900

Acquired January 2010 for: \$96,200

Immediate estimated asset equity: \$52,700

Price per square foot: \$38.95

Rent: \$ 995 /month



8528 W Riley Rd, Tolleson, AZ

Estimated historical market price: \$250,000

Estimated market value: \$105,000

Acquired May 2010 for: \$86,300

Immediate estimated asset equity: \$18,700

Price per square foot: \$39.73

Rent: \$ 895 /month

Capturing the VOS Value



The VOS Management Team goes through an extensive process starting from property acquisition to provide the most optimal return to investors. The first steps are to examine the trustee sales list, screen acquisitions through VOS criteria and bid on target acquisitions. Once a property has been purchased, it is prepared for a tenant, providing any necessary rent-ready work, such as fresh paint, new carpets, and professional cleaning. Cash flow is then stabilized by renting the property with a suitable tenant. Once the market recovers, we will then enter into a monetization (exit) structure providing investors with project profits.

1. Trustee Sales List
2. Property Valuation Process (Screen Properties)
3. Acquisition Process
4. Pass and Tracking in Database
5. Asset Management, Rehabilitation
6. Stabilized Cash Flow
7. Monetization

Offering Structure

The Valley of the Sun offering is structured to optimize investor security. Investors benefit from having the mortgage registered on title of VOS assets. Properties are placed into the offering at the original purchase cost, which optimizes return on investment. In addition to quarterly distributions earned through rentals, the Valley of the Sun offering is bolstered by a hurdle rate which puts investors first in line to share in the success of the offering. After meeting a minimum 8% hurdle rate return, the balance of remaining distributable cash is to be split 72% to investors and 28% to the general partner of Valley of the Sun.

Financial Outlook

Projected annualized rate of return (4 - 6 year investment):	12 - 16%
Projected internal rate of return:	19.5%
Quarterly distributions:	Began February 2010
Return of capital:	1.00
Projected profit:	0.65
Base case multiplier:	1.65
Projected principal payback period:	Up to 5 years



Forecasts are subject to many risks which are out of the control of CBI Investments Ltd. The forecasted internal rate of return (IRR), the base case multiplier and the payback timing are based on assumptions and calculations believed by CBI Investments Ltd, to be true and fair upon Valley of the Sun raising the maximum offering. Actual results may be different than those presented.

These forward looking statements involve a number of risks and uncertainties. These beliefs, assumptions and expectations can change as a result of many possible events or factors, in which case our business, financial condition and results of operations may vary materially from those expressed. Items 8 & 9 in the Offering Memorandum regarding Forward Looking Statements and Risk Factors should be read in conjunction with these assumptions.

72% of net profit to investors

8% min hurdle rate

If 8% minimum distribution is not met, 100% of net profits go to investors.

Management

VOS' management team consists of real estate and finance professionals, all of whom are highly knowledgeable and experienced in their fields. Through affiliate offerings, they have developed a proven proprietary process for identifying and acquiring cash-flowing premium single-family real estate assets in Greater Phoenix

Jarrett Zielinski – President, CEO & Director

- Former Senior Financial and Acquisitions Analyst for Boardwalk REIT, United Communities and Tonko Realty Advisors
- Led financial valuation and decision analysis for mergers and acquisitions totaling over \$750 million

Andrew Walters , CMA, MBA – CFO and Director

- Over 20 years' experience in corporate finance and executive management
- Former Vice President of Finance and Administration for a Canadian mining and mineral processor; CFO and COO for an international manufacturing corporation'; and chairman of the B.C. Consortium of Manufacturing Excellence

Steven Smith – Corporate Secretary & Director

- Held increasingly senior roles with private real estate investment and asset management companies
- Worked with key internal and external stakeholders responsible for Walton's expansion into Germany
- Coordinated senior personnel and departments in the acquisition and syndication of raw land in Canada and the United States through structured securities and real estate offerings in Asia, Canada, Germany and the U.S

Thomas V. Caldwell – Director

- President of Brewer-Caldwell; one of the largest property management companies in the State of Arizona
- Exclusively involved in real estate development, management, acquisition, disposition and financing for over 10 years

Jeffrey Klaus, CFA – Director

- Chartered Financial Analyst (CFA) with broad experience in the valuation modeling of real estate and financial assets
- Serves as Director, Acquisitions & Analysis at Boardwalk REIT, Canada's largest owner and operator of multifamily apartments

Relationship strength

Brewer Caldwell

Property Management Advisor

As the Valley of the Sun's Property Management Advisor, Brewer Caldwell Property Management Inc. provides advice and certain administrative services in connection with acquiring and, thereafter, renovating, repairing, maintaining, upgrading or otherwise making rent-ready, and renting its acquisitions for the fund.

Brewer-Caldwell Property Management Inc. is one of the largest property managers in the State of Arizona and has developed nationally recognized proprietary web-based property management software that connects owners with their rental properties through the Internet.



Brewer-Caldwell
Property Management Inc.



How to Invest

Contact us today to learn how you
can invest in Valley of the Sun

www.CBIGroupInvestments.com

1.866.545.8998

Fax: 403.244.9419

CORPORATE HEADQUARTERS

1716 – 10th Avenue SW
Calgary, AB T3C 0J8
Office: 403.237.8998
Fax: 403.244.9419
Toll Free: 1.866.545.8998

CENTRAL ALBERTA OFFICE

4605A – 63rd Street
Red Deer, AB T4N 7A6
Office: 403.358.3698
Fax: 403.309.5903
Toll Free: 1.866.900.3698