

RODOBENS NEGÓCIOS IMOBILIÁRIOS S.A.

Publicly-held Company

Corporate Taxpayer's ID (CNPJ) 67.010.660/0001-24

Company Registry (NIRE) 35.300.335.210

CALL NOTICE

ANNUAL GENERAL MEETING

All the shareholders of **RODOBENS NEGÓCIOS IMOBILIÁRIOS S.A.** ("Company") are hereby invited to attend the Annual General Meeting to be held on April 13, 2011, at 11 a.m., at the Company's headquarters located at Av. Francisco das Chagas de Oliveira 2.500, Higienópolis, São José do Rio Preto – SP, to decide on the following questions on the agenda:

- (i) to examine, discuss and approve the management report, balance sheet and other financial statements, including the opinion of the independent auditors, relative to the fiscal year ended on December 31, 2010;
- (ii) to vote on the proposal of the Management on the destination of the profits and distribution of dividends relative to the financial year ended on December 31, 2010;
- (iii) to vote on the capital budget of the Company for the fiscal year to end on December 31, 2011, within the terms of article 196 of Law nº 6.404/76; and
- (iv) to establish the annual global compensation of the management for the 2011 fiscal year.

General Information:

In order to take part and to vote in the Annual General Meeting, each shareholder must prove that he/she has the right to do so by means of depositing in the Company's head office by 06.00 p.m. on April 10, 2011: (i) proof issued by Banco Bradesco S.A., the register agent for the Company shares, of the book-entry shares held personally or in custody within the form of Article 126 of Law 6.404/76, as amended; and (ii) in the case of a proxy, the mandate document, duly authenticated within the form of the law and the Company's By-Laws. The shareholder or his/her legal proxy must appear at the Ordinary General Meetings with the documents which prove his/her identity.

All the documents and information related to the above mentioned materials are

available to the Shareholders at the Company's head office and on the IR website www.rodobens.com.br/ir, have also been filed with the Brazilian Securities and Exchange Commission (CVM) and the São Paulo Stock Exchange, in accordance with applicable law.

São José do Rio Preto, March 28, 2011

WALDEMAR VERDI JÚNIOR
Chairman of the Board of Directors