

FOR IMMEDIATE RELEASE

**Capital ABTB Inc. announces the approval by its Shareholders
of its proposed Qualifying Transaction, including its 37M\$ public offering**

Montreal, Québec (September 1, 2006) – Capital ABTB Inc. (TSX-V: BTB.P) (“**ABTB**”), a capital pool company listed on the TSX Venture Exchange (the “**Exchange**”) announced today that its Shareholders have unanimously approved its proposed Qualifying Transaction involving (i) the reorganization of ABTB into a real estate investment trust; (ii) a public offering of trust units and convertible debentures; and (iii) the acquisition of a commercial real estate property.

The completion of the Qualifying Transaction is conditional upon (i) the completion of an initial public offering by BTB Real Estate Investment Trust (“**BTB REIT**”) with respect to a minimum of 2,325,581 (\$5,000,000) up to a maximum of 11,627,907 (\$25,000,000) trust units (the “**Units**”) of BTB REIT at a price of \$2.15 per Unit and Series A Five Year 8% Subordinate Convertible Debenture in the aggregate principal amount of \$12,000,000 (no minimum) for a maximum offering of \$37,000,000, for which Blackmont Capital Inc. is acting as lead agent to the offer, on a best effort basis, in all provinces of Canada; (ii) receipt of a final order of the Superior Court of Québec; and (iii) final Exchange acceptance of the Qualifying Transaction.

It is expected that trading of the Common Shares of ABTB will remain halted until completion of the Qualifying Transaction.

For further information please contact Michel Leonard, President and Chief Executive Officer of ABTB at (514) 866-1990 extension 236.

There can be no assurance that the proposed transaction will be completed as proposed or at all.

Investors are cautioned that, except as disclosed in the preliminary prospectus filed in connection with the transaction, any information released or received with respect to the transaction may not be accurate or complete and should not be relied upon. Trading in the securities of a capital pool company should be considered highly speculative.

The TSX Venture Exchange has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this press release. The TSX Venture Exchange does not accept responsibility for the adequacy or accuracy of this press release.

ABTB and BTB REIT are subject to significant risks and uncertainties which may cause the actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied in these forward-looking statements. Such risk factors include, but are not limited to, risks associated with real property ownership, availability of cash flow, general uninsured losses, future property acquisitions, environmental matters, tax-related matters (including potential changes in the tax treatment of trusts), debt financing, unitholder liability, potential conflicts of interest, potential dilution, reliance on key personnel, changes in legislation. Neither ABTB nor BTB REIT can assure investors that actual results will be consistent with any forward-looking statement and no person assumes no obligation to update or revise such forward-looking statements to reflect actual events or new circumstances.