

UDR, Inc.  
Form FWP  
March 20, 2007

Issuer Free Writing Prospectus  
Filed Pursuant to Rule 433  
Registration No. 333-131278  
March 20, 2007

**UDR, Inc.**  
**PRICING TERM SHEET**  
**5.50% Notes due 2014**

|                                |  |
|--------------------------------|--|
| Issuer:                        | UDR, Inc.  |
| Security:                      | 5.50% Notes due 2014   |
| Size:                          | \$150,000,000  |
| Maturity Date:                 | April 1, 2014  |
| Interest Payment Dates:        | April 1 and October 1, commencing October 1, 2007  |
| Benchmark Treasury:            | UST 4.00% due 2/15/2014  |
| Benchmark Treasury Yield:      | 4.510%   |
| Spread to Benchmark Treasury:  | +105 bp  |
| Reoffer Yield:                 | 5.560%   |
| Coupon:                        | 5.500%   |
| Price to Public:               | 99.655%  |
| Underwriting Discount:         | 0.600%   |
| Net Proceeds, Before Expenses: | \$148,582,500  |
| Make-Whole Call:               | Treasury Rate + 15 basis points  |
| Expected Settlement Date:      | March 27, 2007 (T+5)   |
| CUSIP / ISIN:                  | 90265EAA8/US90265EAA82   |
| Anticipated Ratings:           | Baa2 by Moody's Investors Service, Inc. (stable outlook)<br>BBB by Standard & Poor's Ratings Services (stable outlook) |
| Book-Running Manager:          | Citigroup Global Markets Inc.  |
| Co-Managers:                   | SunTrust Capital Markets, Inc.<br>Wells Fargo Securities, LLC  |

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The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus and supplements thereto in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by contacting Citigroup Global Markets Inc. by telephone (toll free) at 1-877-858-5407. ANY DISCLAIMERS OR OTHER NOTICES THAT MAY APPEAR BELOW ARE NOT APPLICABLE TO THIS COMMUNICATION AND SHOULD BE DISREGARDED. SUCH DISCLAIMERS OR OTHER NOTICES WERE AUTOMATICALLY GENERATED AS A RESULT OF THIS COMMUNICATION BEING SENT VIA BLOOMBERG OR ANOTHER EMAIL SYSTEM.