

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2010-06-01** | Period of Report: **2010-05-11**
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ISSUER

BlackRock Inc.

CIK: **1364742** | IRS No.: **320174431** | State of Incorporation: **DE** | Fiscal Year End: **0226**
SIC: **6211** Security brokers, dealers & flotation companies

Mailing Address
55 EAST 52ND STREET
NEW YORK NY 10055

Business Address
55 EAST 52ND STREET
NEW YORK NY 10055
212-810-5300

REPORTING OWNER

BANK OF AMERICA CORP /DE/

CIK: **70858** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-33099** | Film No.: **10871110**
SIC: **6021** National commercial banks

Mailing Address
BANK OF AMERICA
CORPORATE CENTER
100 N TRYON ST
CHARLOTTE NC 28255

Business Address
BANK OF AMERICA
CORPORATE CENTER
100 N TRYON ST
CHARLOTTE NC 28255
7043868486

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person BANK OF AMERICA CORP /DE/			2. Issuer Name and Ticker or Trading Symbol BlackRock Inc. [BLK]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/11/2010		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person	
BANK OF AMERICA CORPORATE CENTER, 100 N TRYON ST			4. If Amendment, Date Original Filed(Month/Day/Year)			
(Street) CHARLOTTE, NC 28255						
(City)	(State)	(Zip)				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/11/2010		P		15 ⁽²⁾	A	\$171.67	2,330,691 ⁽³⁾	I	By Subsidiary ⁽¹⁾ (5) (6) (7)
Common Stock	05/11/2010		P		10 ⁽²⁾	A	\$171.92	2,330,701 ⁽³⁾	I	By Subsidiary ⁽¹⁾ (5) (6) (7)
Common Stock	05/13/2010		S		15 ⁽²⁾	D	\$174.69	2,330,686 ⁽³⁾	I	By Subsidiary ⁽¹⁾ (5) (6) (7)
Common Stock	05/13/2010		S		10 ⁽²⁾	D	\$172.24	2,330,676 ⁽³⁾	I	By Subsidiary ⁽¹⁾ (5) (6) (7)
Common Stock	05/17/2010		P		64 ⁽²⁾	A	\$169.96	2,330,740 ⁽³⁾	I	By Subsidiary ⁽¹⁾ (5) (6) (7)
Common Stock	05/17/2010		S		40 ⁽²⁾	D	\$170.72	2,330,700 ⁽³⁾	I	By Subsidiary ⁽¹⁾ (5) (6) (7)
Common Stock	05/17/2010		S		24 ⁽²⁾	D	\$170.43	2,330,676 ⁽³⁾	I	By Subsidiary ⁽¹⁾ (5) (6) (7)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying	8. Price of Derivative	9. Number of Derivative Securities Beneficially	10. Ownership Form of Derivative	11. Nature of Indirect Beneficial
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	Derivative Security		any (Month/Day/Year)			or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Derivative Security (Instr. 3 and 4)		Security (Instr. 5)	Owned Following Reported Transaction(s) (Instr. 4)	Security: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
				Code	V	(A)	(D)			Title	Amount or Number of Shares				
Put Option (right to sell)	\$165	05/14/2010					10 ⁽²⁾	05/14/2010	05/22/2010	Common Stock	1,000	\$1.75	0 ⁽⁴⁾	I	See Footnotes (1) (5) (6) (7)
Put Option (right to sell)	\$165	05/17/2010					10 ⁽²⁾	05/17/2010	05/22/2010	Common Stock	1,000	\$1.65	0	I	See Footnotes (1) (5) (6) (7)

Explanation of Responses:

1. This Form 4 is being filed by Bank of America Corporation ("BAC"), a Delaware corporation and bank holding company registered under the Bank Holding Company Act of 1956, on behalf of its subsidiaries.
2. Transaction executed by the error correction section of Merrill Lynch, Pierce, Fenner & Smith Incorporated ("MLPFS"), a broker-dealer and subsidiary of BAC, to correct errors made in connection with trades made on behalf of clients of MLPFS.
3. In connection with this transaction, BAC has agreed to voluntarily remit appropriate profits, if any, to BlackRock, Inc. BAC disclaims that such transaction is subject to reporting under Section 16(a) or disgorgement under Section 16(b), and this report shall not be deemed an admission that those sections apply to such transaction.
4. BAC is Short 10 put options with an exercise price of \$165.
5. Each of BAC, Merrill Lynch & Co., Inc. ("ML&Co."), MLPFS and Merrill Lynch Group, Inc. ("ML Group", and collectively the "Reporting Persons") disclaims beneficial ownership of these securities, except to the extent of its pecuniary interest therein.
6. BAC owns the Common Stock indirectly through its wholly owned subsidiaries ML Group and MLPFS.
7. Pursuant to the Second Amended and Restated Stockholder Agreement dated as of February 27, 2009, as may be amended from time to time, between ML&Co., ML Group and the Issuer, ML&Co. has the right to designate two members to the board of directors of the Issuer. Each of the Reporting Persons other than ML&Co. disclaims its possible status as director of the Issuer.

Signatures

/s/ Joanne P. Tsung

** Signature of Reporting Person

06/01/2010

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.