

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2009-01-26** | Period of Report: **2008-01-28**  
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ISSUER

**BlackRock Defined Opportunity Credit Trust**

CIK: **1412914** | IRS No.: **000000000** | State of Incorporation: **DE** | Fiscal Year End: **1031**

Mailing Address  
*100 BELLEVUE PARKWAY  
WILMINGTON DE 19809*

Business Address  
*100 BELLEVUE PARKWAY  
WILMINGTON DE 19809  
800-882-0052*

REPORTING OWNER

**BLACKROCK FINANCIAL MANAGEMENT INC**

CIK: **917129**  
Type: **3** | Act: **34** | File No.: **811-22126** | Film No.: **09544276**

Mailing Address  
*40 EAST 52ND STREET  
NEW YORK NY 10022*

Business Address  
*40 EAST 52ND STREET  
NEW YORK NY 10022*

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION**

Washington, D.C. 20549

**OMB APPROVAL**OMB Number: 3235-0104  
Expires: 02/28/2011  
Estimated average burden  
hours per response 0.5**INITIAL STATEMENT OF BENEFICIAL  
OWNERSHIP OF SECURITIES**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  <u>BLACKROCK FINANCIAL MANAGEMENT INC</u>  (Last) (First) (Middle)  <u>40 EAST 52ND STREET</u>  (Street)  <u>NEW YORK, NY 10022</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/ Year)  <u>01/28/2008</u>	3. Issuer Name and Ticker or Trading Symbol  <u>BlackRock Defined Opportunity Credit Trust [BHL]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  ____ Director _____ 10% Owner ____ Officer (give title below) <u>X</u> Other (specify below)  <u>Sub-Investment Advisor</u>	5. If Amendment, Date Original Filed (Month/Day/Year)    6. Individual or Joint/Group Filing (Check applicable line) <u>X</u> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/ Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

**Signatures**Edward Baer as Managing Director and Assistant Secretary

\*\* Signature of Reporting Person

01/26/2009

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.**